WHEN RECORDED RETURN TO:

Clark K. Taylor, Esq. 924 East Woodland Hills Circle Bountiful, Utah 84010 10063707 04/11/2007 02:13 PM \$29.00 Book - 9448 P9 - 6847-6855 GARY W. OTT RECORDER, SALT LAKE COUNTY, UTAH CLARK K TAYLOR 924 E WOODLAND HILLS CIR BOUNTIFUL UT 84010 BY: SAM, DEPUTY - WI 9 P.

RESTRICTIVE COVENANT (ACCESS)

Solitude Ski Corporation, a Delaware corporation ("Grantor"), being the fee title holder of that certain parcel of real property located in Salt Lake County, State of Utah, more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference, (hereinafter referred to as the "New Access Easement"), and the fee title holder of those certain three platted building parcels in Solitude Mountain Estates described on Exhibit "B" attached hereto and incorporated herein by this reference (hereinafter referred to as the "North Solitude Parcels"), for Ten Dollars and other valuable consideration, receipt and sufficiency of which is hereby acknowledged, does hereby subject the New Access Easement and the North Solitude Parcels to a restrictive covenant running with the land, binding Grantor and its successors and assigns, that (i) prohibits the use of the New Access Easement by any person or entity other than (A) the present and successor owners (and their invitees and licensees) of Giles Flat lots north of Big Cottonwood Creek (as depicted on Exhibit "C" attached hereto and incorporated herein by this reference), (B) owners of the North Solitude Parcels (and their invitees and licensees), (C) the Solitude Improvement District, Solitude Water Company, and other existing or future utilities, and providers of similar services, for the sole purposes of providing security or installing, maintaining, repairing or replacing the road, utilities, communications lines, and underground drainage related to the Solitude Ski Resort Village (as generally depicted on Exhibit "D" attached hereto and incorporated herein by this reference), and surface drainage for Giles Flat, all within the New Access Easement, (D) the Solitude Village Master Association, Inc., and the Solitude Mountain Estates Homeowners Association and their respective designees providing services to the Solitude Ski Resort Village, such as road maintenance, snow removal, garbage removal, security services, utilities services, etc., (E) emergency and governmental vehicles, and (F) Grantor, in its capacity as owner and operator of the Solitude Ski Resort or a successor owner and operator of such resort, but only if Grantor, or a successor owner and operator of the Solitude Ski Resort, permanently loses all legal rights to use the existing maintenance road which is located on the United States Forest Service easement, or any substitute access as a lessee, permittee or licensee of the USFS, or otherwise, south of Big Cottonwood Creek, which rights and access Grantor and its successors shall use their best efforts to retain and obtain, as the case may be; and (ii) prohibits the existence of any other road, other than the New Access Easement, for any purpose whatsoever across or within the North Solitude Parcels with the sole

This restrictive covenant is for the sole and exclusive benefit of Clark Keith Taylor and Colleen Powell Taylor, as joint tenants with full rights of survivorship, and their successors and assigns as fee title holders of the real property described below ("Owners"), and shall run with the land for the benefit of future owners of said property, which is located in Salt Lake County,

exception of access related to the sewer easements, or other existing and future utilities access. No other persons or entities shall use the New Access Easement except as expressly permitted

herein, absent the prior written consent of the "Owners" defined below.



State of Utah, and is more particularly described on Exhibit "E" attached hereto and incorporated herein (the "Owners' Parcels").

Grantor shall be entitled to construct, install, repair, maintain and replace underground utilities and communications lines on, in and under the New Access Easement.

Grantor further acknowledges and agrees that the parcel of property formerly designated as "N 10" in prior or related documents was not in fact platted by Grantor as a residential building lot, is intended to be used as a parking lot, and is not benefited or accessed by the New Access Easement.

This restrictive covenant shall run with the land, and shall bind the successors and assigns of Grantor and Owners, as fee title holders of the parcels of real property described herein, and, as such, the burdens and obligations of this restrictive covenant shall run with the New Access Easement and the North Solitude Parcels, and the benefits and rights of this restrictive covenant shall run with Owners' Parcels.

Dated this 11 d day of April, 2007.

"Grantor"

SOLITUDE SKI CORPORATION, a Delaware

corporation

Gary L. DeSeelhorst, President

STATE OF UTAH

:ss.

COUNTY OF SALT LAKE)

Notary Public
MEGAN P. DEVER
12000 Big Cottonwood Carryon
Solitude, Utah 64121
My Commission Expires
September 17, 2010
State of Utah

Notary Public

Residing at

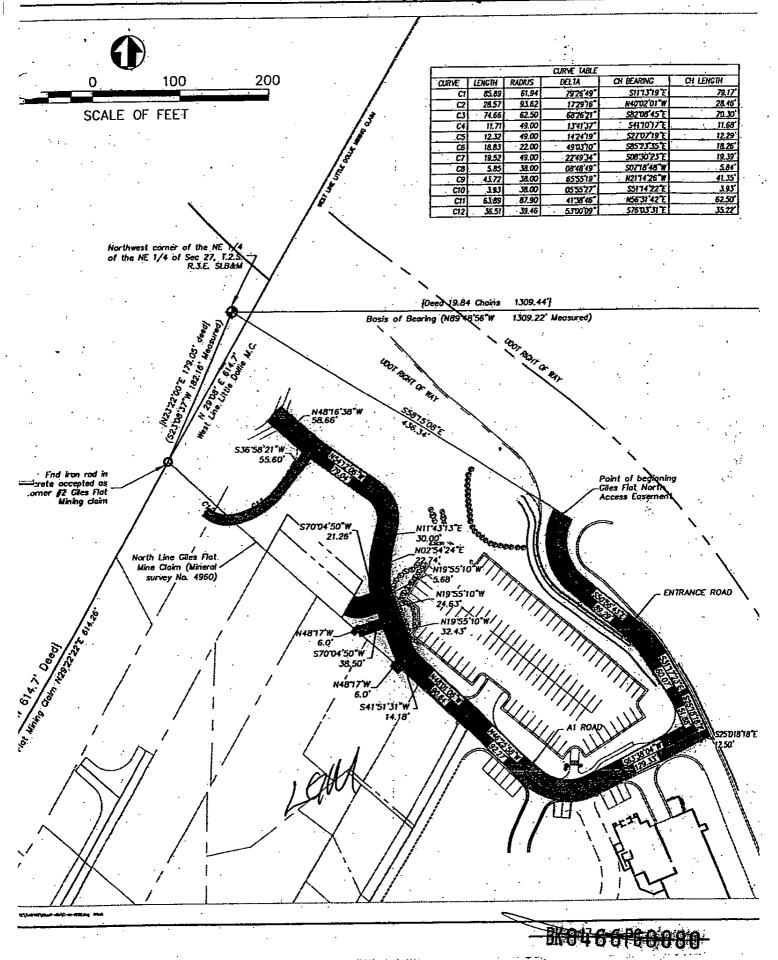
SOM. IT

518695v8/LGM

My Commission Expires:

EXHIBIT "A" -Page 1 of Z

Giles Flat North Access Easement A 24 foot wide non-exclusive Easement for ingress and egress, being 12.0 feet on either side of the following described centerline: eginning at a point that is South 58"15"08" East 436.34 feet from the Northwest corner the Northeast quarter of the Northeast quarter of Section 27, said point also being North 89'48'56" West, 1309.22 feet, and South 58'15'08" East 436.34 feet from the Northeast corner of Section 27, Township 2 South, Range 3 East Salt Lake Base and Meridian and running thence; Said point of beginning being on the South Right-of-way line of State Road 152, and also on a 61.94 foot radius curve to the left, thence along the arc of said curve 85.89 feet (chord bears South 1173'19" East, 79.17 feet); thence South 50'56'43" East 89.29 feet to a point on a 93.62 foot radius curve to the right, thence along the arc of said curve 28.57 feet (chord bears South 40°02'01" East, 28.46 feet); thence South 31°17'23" East 60.07 feet; thence South 2518'18" East 51.88 feet; thence North 25'18'18" West 12.00 feet; said point being the intersection of the Entrance Road and the A1 Road and running thence South 63'38'04" West 129.33 to a point on a 62.50 foot radius curve to the right, thence along the arc of said curve 74.66 feet (chard: bears North 82'08'45" West, 70:30 feet); thence North 46"25'58" West, 92:27 feet; North 48'01'06" West 90.64 feet to a point on a 49.00 foot radius curve to the right thence along the arc of said curve 11.71 feet (chord bears North 41°10'17" West, 11.68. feet) to an intersecting point on the centerline of the easement (said point being the point of beginning of a 12-foot lot access easement) which easement bears South 41.51.31. West, 14.18 feet sold point being on the Northeast line of Giles Flot Mining Claim; thence along that line North 4817! West, 6.0 feet; thence South 4817! East, 6.0 feet; thence North 41'51'31" East, 14.18 feet to a non tangent point on a 49.00 foot radius curve to the right thence along the arc of said curve 12.32 feet (chard bears North 27'07'19" West, 12.29 feet); thence North 19'55'10" West, 32.43 feet to an intersecting point on the centerline of the easement (said point being the point of beginning of a 12-foot lot access easement) which easement bears South 70"04'50" West, 38.50 feet said point being on the ortheast line of Giles Flat Mining Claim; thence along that line North 48°17' West, 6.0 feet; thence South 4817' East, 6.0 feet; thence North 70"04'50" East, 38.50 feet; thence North 19"55'10" West, 24.63 feet to an intersecting point on the centerline of the easement (said point being the point of beginning of a 24-foot lot access easement) which easement bears South 7004'50" West, 21.26 feet to a point on a 22.00 foot radius curve to the right, thence along the arc of said curve 18.83 feet (chard bears North 85 23 35" West, 18.26 feet); thence 18.83 feet along the arc of a 22.00 foot North 70.04'50" East, 21.26 feet; thence North 19'55'10" West, 5.68 feet to a point on a 49.00 radius curve to the right, thence along the arc of said curve 19:52 feet (chord bears North 08'30'23" West, 19.39 feet); thence North 02°54°24" East, 22.74 feet to a point on a 38.00 foot radius curve to the right, thence along the arc of said curve 5.82 feet (chord bears North 0718'48" East, 5.84 feet); thence North 11'43'13" East, 30.00 feet to a point on a 38.00 radius curve to the left, thence along the arc of said curve 43.72 feet (chord bears North 21"14'26" West, 41.35 feet); thence North 54"12"06" West, 79.04 feet to a point on a 38.00 foot radius curve to the right, thence along the arc of said curve 3.93 feet (chord bears North 51'14'22" West, 3.93 feet); thence South 36'58'21" West, 55.60 feet to a point on a 87.90 foot radius curve to the right, thence along the arc of said curve 63.89 feet (chord bears South 56'31'42" West, 62.50 feet) to a point on a 39.46 foot radius curve to the right, thence along the arc of said curve 36.51 feet (chard bears North 76'03'31" East, 35.22 feet), thence 36.51 feet along the arc of a 39.46 foot radius curve to the left (chord bears South 76'03'31" West, 35.22 feet), to a point on a 87.90 foot radius curve to the left, thence along the arc of soid curve 63.89 feet (chord bears North 56'31'42" East, 62.50 feet); thence North 36'58'21" East, 55.60 feet to the intersecting. point on the centerline of the 24 foot access easement, which easement bears thence. North 4816'38" West, 58.66 feet more or less to the end of the gorth occess road and 'he terminus of this easement. 12-06-00



BK 9448 PG 6850

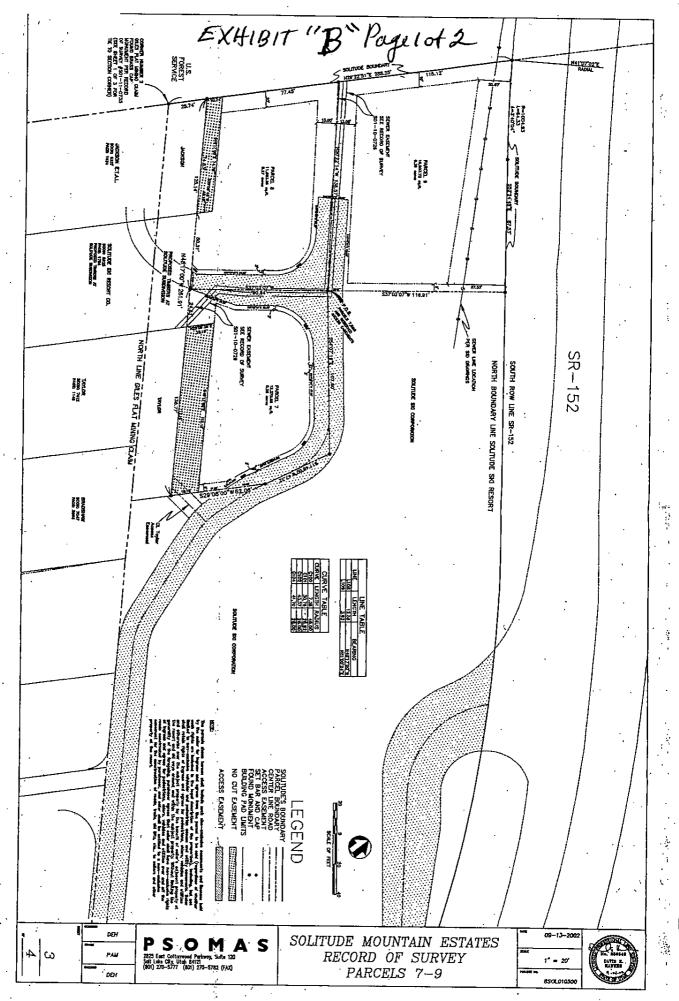


EXHIBIT "13" Page 2 of 2 LEGAL DESCRIPTION PARCEL 9:

A parcel of land lying and situate in the Northeast Quarter of Section 27, and the Southeast Quarter of the Southeast Quarter of Section 22, Township 2 South, Range 3 East, Salt Lake Base and Meridian, Salt Lake County, Utah. Comprising 0.38 acres out of the Little Dollie Mining Claim (U.S. Mineral Survey Number 4960) and that particular parcel of land owned in fee simple by Solitude Sid Corporation, known as Tax Parcel Number 24-27-225-032 of the Salt Lake County Tax Records, as shown on that certain Record of Survey certified by David E. Hawkes, P.L.S. Number 356548 recorded as Survey Number S01-11-0735 in the office of the Salt Lake County Surveyor. Basis of Bearing for subject porcel being North 89'48'56" West 1309.22 feet (measured) between the G.L.O. brass cap monuments monumentalizing the North fine of the Northeast Quarter of the Northeast Quarter of said Section 27. Said parcel being more particularly described as follows:

Beginning at a point which is located South 23'34'03" West 178.83 feet and North 29'22'51" East 113.43 feet coincident with the West line of said mining claim and South 50'22'14" East 136.57 feet from the G.L.O. brass cap monument monumentalizing the Northwest corner of the Northeast Quarter of the Northeast Quarter of said Section 27; Thence North 50'22'14" West 136.57 feet to a point on the Westerly line of said Mining Claim; Thence North 29' 22'51" East 115.12 feet coincident with said Westerly line to a point on the Southerly line of State Road 152; Thence the following 2 (two) courses coincident with said Right of Way line (1) Southeasterly 64.33 feet along the arc of a 1004.93 foot radius curve to the left (center bears North 41'07'02" East) through a central angle of 03'40'04"; (2) South 52'25'45" East 87.53 feet; Thence South 37'03'07" West 116.91 feet to the point of beginning.

LEGAL DESCRIPTION PARCEL 7:

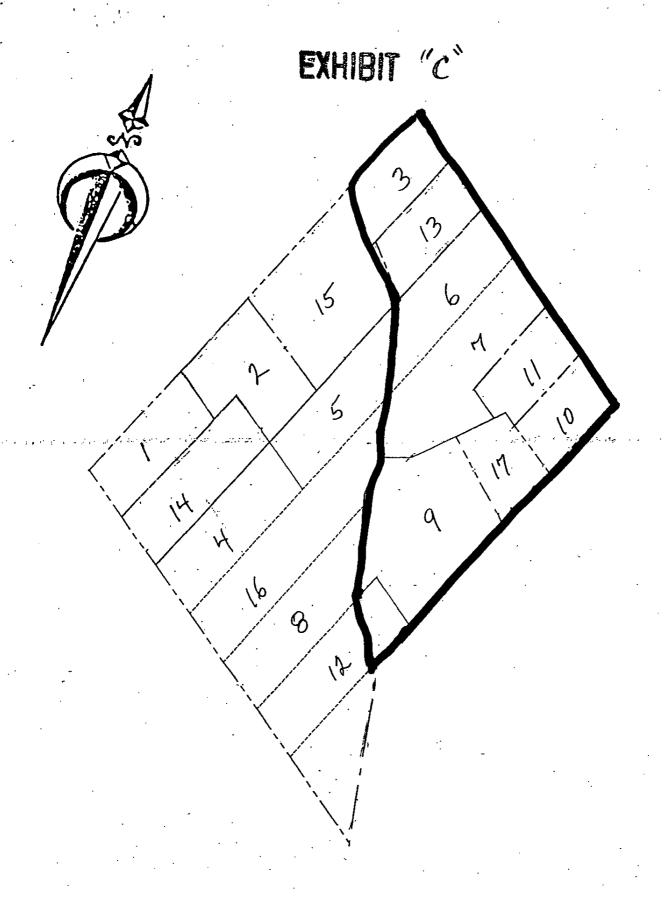
A parcel of land lying and situate in the Northeast Quarter of Section 27, Township 2 South, Range 3 East, Salt Lake Base and Meridian, Salt Lake County, Utah. Comprising 0.28 acres out of the Little Dollie Mining Claim (U.S. Mineral Survey Number 4960) and that particular parcel of land owned in fee simple by Solitude/Ski Corporation, known as Tax Parcel Number 24–27–226–032 of the Salt Lake County Tax Records; as shown on that certain Record of Survey certified by David E. Hawkes, P.L.S. Number 356548 recorded as Survey Number 501–11–0735 in the office of the Salt Lake County Surveyor. Basis of Bearing for subject parcel being North 89°48'56" West 1309.22 feet (measured) between the G.L.O. brass cap monuments manumentalizing the North line of the Northeast Quarter of sald Section 27. Sald parcel being more particularly described as follows:

Beginning at a point which is located South 23°34'03" West 178.83 feet and North 29°22'51" East 113.43 feet coincident with the West line of said mining claim and South 50°22'14" East 138.57 feet from the G.L.O. brass cap monument monumentalizing the Northwest corner of the Northeast Quarter of the Northeast Quarter of said Section 27; Thence South 54°07'19" East 107.60 feet; Thence South 11'48'00" West 47.32 feet; Thence South 29°08'00" West 82.06 feet to the Northeast Corner of that particular pancel of land described as the "0.07 ocre agreement parcel" on that cartain Record of Survey certified by David E. Hawkes, P.L.S. Number 356548, recorded as Survey Number S01-11-0726 in the office of the Sait Lake County Surveyor, Thence North 48°17'00" West 138.77 feet coincident with said North line and the North Tine of Lot 104 of the proposed Timbers at Solitude Plot; Thence North 37°03'07" East 90.94 feet to the point of beginning.

LEGAL DESCRIPTION PARCEL 8:

A parcel of land lying and situate in the Northeast Quarter of Section 27, Township 2 South, Range 3 East, Saft Lake Base and Meridian, Saft Lake County, Utah. Comprising 0.27 acres out of the Little Dollie Mining Claim (U.S. Mineral Survey Number 4960) and that particular parcel of land owned in fee simple by Solitude Sid Corporation, known as Tax Parcel Number 24-27-226-032 of the Salt Lake County Tax Records, as shown on that certain Record of Survey nertified by David E. Howkes, P.L.S. Number 356548 recorded as Survey Number S01-11-0735 in the office of the Salt Lake County Surveyor. Basis of Bearing for subject parcel being North 89'48'55." West 1309,22 feet (measured) between the G.L.O. brass cap monuments manumentalizing the North line of the Northeast Quarter of the Northeast Quarter of the Northeast Quarter of the Northeast Quarter of said Section 27. Sald parcel being more particularly described as follows:

Beginning at a point which is located South 23'34'03" West 178.83' feet and North 29'22'51" East 113.43 feet coincident with the West line of sold mining claim and South 50'22'14" East 138.57 feet from the G.L.O. brass cop monument monumentalizing the Northwest corner of the Northeast Quarter of the Northeast Quarter of said Section 27; Thence South 37'03'07" West 90.94 feet to a point on the North line of Lot 104 of the proposed Timbers at Solitude Plat. Thence North 48'17'00" West 125.14 feet coincident with said North line and the North line of that particular parcel of land described as the "0.04 acre agreement parcel" on that certain Record of Survey certified by Dovid E. Hawkes, P.L.S. Number 356548, recorded as Survey Number S01-11-0748 in the office of the Sait Lake County Surveyor to a point on the Westerly line of said Mining Claim; Thence North 29'22'51" East 36.69 feet coincident with said Westerly line; Thence South 50'22'14" East 136.57 feet in the point of bealprains.



EXHIBIT

Ch.Length

18.26

15.23

5.84

41.35

20.56

3.93

Giles Flat Utility Egsement

exclusive Easement for Utility purposes, being 9 feet on either side of the following described centerline:

BEGINNING at a point that is South 30°34'55" East, 530.22 feet from the Northwest corner of the Northeast quarter of the Northeast quarter of Section 27 Township 2 South, Range 3 East Salt Lake Base and Meridian, said point being at the intersection of the proposed Giles Flat east access easement and and running thence;

North 48'01'06" West, 111.60 feet, thence North 48'01'06" West, 15.62 feet to a point on a 38.00 foot radius curve to the right (long chord bears North 22'33'21" West, 32.67 feet), thence along the arc of said curve 18.44 feet, thence continuing along the arc of said curve 15.33 feet; thence

or said curve 13.44 feet, thence continuing along the arc or said curve 13.33 feet; thence
North 02'54'24" East, 12.71 feet; thence
North 02'54'24" East, 53.33 feet to a point on a 38.00 foot radius curve to the
right, thence along the arc of said curve 5.85 feet (chord bears North 07'18'48"
East, 5.84 feet); thence North 11'43'13" East, 30.00 feet to a point on a 38.00
foot radius curve to the left, along the arc of said curve 43.72 feet (chord bears
North 51'14'26" West, 41.35 feet); thence
North 54'12'06" West, 79.04 feet to a point on a 38.00 foot radius
curve to the right, thence along the arc of said curve 3.93 feet (chord bears
North 51'14'22" West, 3.93 feet); to a intersecting point on the centerline of the
easement, (said point being the point of beginning for the centerline of a 12 foot
utility easement which bears South 410'40" West, 62.65 feet to a point on a
34.00 foot radius curve to the right, thence along the arc of said curve 20.88
feet (chord bears South 58'29'45" West, 20.56 feet); thence South 76'05'34"
West, 58.41 feet more or less to the property), thence along the 18 foot
easement North 4816'38" West, 58.73 feet; thence along a 12 foot easement
North 52'28'23" West 78.00 feet to the westerly line of Little Dolly mining Claim
and the terminus of the Easement.

Fnd Bross Cap Northeast corner of the Section 27, Township 2 South Range 3 East Salt Lake Base and Meridian

TABLE

LTA

27'48'39"

23'06'51'

)8'48'49

35°55'19°

5'55'27"

Ch. Bearing

S34'06'46"E

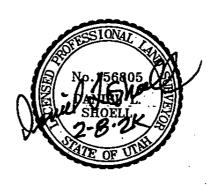
S08'39'02"E

S0718'48"W

N2174'26"W

S5174'22"E

N58 29 45 E



02-08-00 SSC/DLS ₹

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BK 9448 PG 6854

EXHIBIT " = "

The following parcels of real property located in Salt Lake County, State of Utah:

COMMENCING 19.84 chains West and South 23°22' West 179.05 feet and South 48°17' East 150 feet from the Northeast corner of Section 27, Township 2 South, Range 3 East, Salt Lake Meridian; South 48°17' East 75 feet; South 29°08' West to Cottonwood Creek; Northwesterly along said creek to point South 29°08' West from beginning; North 29°08' East to beginning.

Together with a right of way over the following described tract of land: Beginning at a point South 23°22' West 179.05 feet, South 29°08' West 614.7 feet and South 48°17' East 150 feet from the Northwest corner of the Northeast quarter of the Northeast quarter of Section 27, Township 2 South, Range 3 East, Salt Lake Base and Meridian, and running thence North 29°08' East 215 feet, more or less, to the Southwesterly corner of the above described tract of land; thence South 48°17' East 15 feet; thence South 29°08' West 215 feet; thence North 48°17' West 15 feet to the point of BEGINNING.

Together with an easement for waterline, gaslines, etc., over the following described tract of land, to wit:

Beginning at a point South 23°22' West 179.05 feet South 29°08' West 614.7 feet and South 48°17' East 150 feet from the Northwest corner of the Northeast quarter of the Northeast quarter of section 27, Township 2 South; Range 3 East, Salt Lake Base and Meridian, and running thence North 29°08' East 215 feet, more or less, to the Northeasterly boundary of Grantors' land; thence South 48°17' East 75 feet; thence South 29°08' West 215 feet; thence North 48°17' West 75 feet to the point of BEGINNING.

Together with the following parcel:

A parcel of land lying and situate in the Northeast Quarter of the Northeast Quarter of Section 27. Township 2 South, Range J East, Salt Lake Base and Meridian, Salt Lake County, Utah. Comprising 0.07 acres out of the Little Dallie Mining Claim, (Linked States Mineral Survey 4960), described in that certain unrecorded agreement between Clark Taylor and Solitude Ski Corporation, and shown on that certain Record of Survey certified by David E. Howkes, P.L.S. 356548, titled "Taylor parcels" on file in West 1309.22 feet (measured) between the brass cap monuments from the North Bay 48'55" the Northeast Quarter of the Northeast Quarter of said Section 27. Subject parcel being more

Beginning at the Northwest corner of that particular parcel of land owned in fee simple by Clark Keith Taylor and Colleen Powell Taylor, evidenced by that certain Ouit Claim Deed recorded as entry number 6371467, in book 7412, at pages 1146–1147, of the Salt Lake County Records, said corner lying on the common line separating the Little Dollie and Giles Flat Mining Claims (U.S. Mineral Survey No. 4960), and located South 46'02'09" East 150.00 feet (48'17' East, record) coincident with the South fine of Soid Little Dollie Claim, from corner 3 of said Claim, (South 23'34'03" West 178.83 feet and South 48'02'09" East 150.00 feet from the G.L.O. brass cap monument monumentalizing the Northwest corner of said Sixteenth [16th] Section); Thence North 29'09'36" East 26.42 feet; Thence South 48' 02'09" East 112.00 feet; Thence South 48'02'09" West 112.00 feet to a point on the South line of of beginning.