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WHEN RECORDED, MAIL TO:

SOLITUDE SKI CORPORATION
c/o Solitude Ski Resort
12000 Big Cottonwood Canyon
Solitude, Utah 84121

8356410
09/17/2002 03:13 PM 22.00
Book - 8649 Pg - 7716-7721
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
SOLITUDE SKI CORP
12000 BIG COTTONWOOD CANYON
SOLITUDE UT 84121
BY: BAP, DEPUTY - WI 6 P.

8356410

SPECIAL WARRANTY DEED

THE SOLITUDE SKI CORPORATION, a Delaware corporation, as Grantor, of Salt Lake City, County of Salt Lake, State of Utah, does hereby convey and warrant against all claiming by, through or under it, to SOLITUDE SKI CORPORATION, a Delaware corporation, as Grantee, of, 12000 Big Cottonwood Canyon, Solitude, Salt Lake County, State of Utah for the sum of Ten Dollars and other valuable consideration, the following described property situated in the County of Salt Lake, State of Utah, to wit:

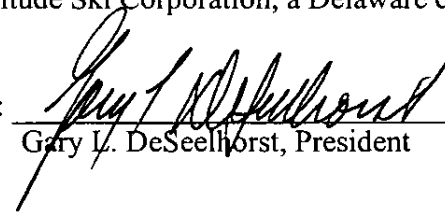
See Exhibit "A" attached hereto and incorporated herein, together with the easement and right of way described in Exhibit "B" attached hereto and incorporated herein, subject to a reservation of those easements and restrictions set forth in Exhibit "C" attached hereto and incorporated herein.

(A portion only of Tax ID No. 24-27-226-043)

AND SUBJECT TO all easements, covenants, restrictions, rights of way and reservations appearing of record and taxes for the year 2002 and thereafter. This conveyance is also subject to the reservation by Grantor, for its benefit and its successors and assigns, of non-exclusive easements for installation, construction, maintenance and repair of all utilities over those portions of the real property described on Exhibit "A" on which buildings are not constructed, including without limitation, roads, walks and paths.

WITNESS the hand of said Grantor, this 17th day of September, 2002.

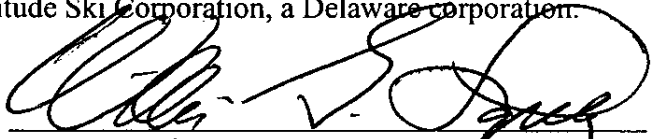
Solitude Ski Corporation, a Delaware corporation

By: 
Gary L. DeSeelhorst, President

BK 8649 PG 7716

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On the 17th day of September, 2002, personally appeared before me Gary L. DeSeelhorst, who duly acknowledged to me that he executed the foregoing instrument, in his capacity as duly authorized President of Solitude Ski Corporation, a Delaware corporation.



Notary Public William G. Lapsley
Residing at: Salt Lake City, Utah

My Commission Expires:
March 1, 2003

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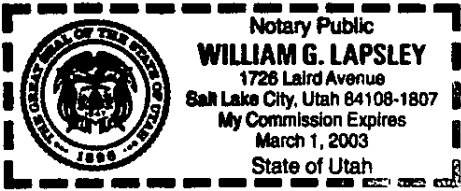


EXHIBIT A

LEGAL DESCRIPTION PARCEL 7:

A parcel of land lying and situate in the Northeast Quarter of 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 shown on that certain Record of Survey certified by David E. Hawkes P.L.S. filed as Survey Number S02-09-0448 in the Office of the Salt Lake County Surveyor. Basis of Bearing for subject parcel being North $89^{\circ}48'56''$ West 1309.22 feet (measured) between the G.L.O. brass cap monuments monumentalizing the North line 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 $23^{\circ}34'03''$ West 178.83 feet and North $29^{\circ}22'51''$ East 113.43 feet coincident with the West line of said mining claim and South $50^{\circ}22'14''$ 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 South $54^{\circ}07'19''$ East 107.60 feet; Thence South $11^{\circ}48'00''$ West 47.32 feet; Thence South $29^{\circ}08'00''$ West 62.06 feet to the Northeast Corner of that particular parcel of land described as the "0.07 acre agreement parcel" on that certain 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 Salt Lake County Surveyor; Thence North $48^{\circ}17'00''$ West 136.77 feet coincident with said North line and the North line of Lot 104 of the proposed Timbers at Solitude Plat; Thence North $37^{\circ}03'07''$ East 90.94 feet to the point of beginning.

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EXHIBIT B

Access Easement #2 From SR-152 to Parcels 7 through 9:

A 20.00 foot wide, (10.00 feet parallel and concentric with the following described center line), non exclusive Easement for Ingress and Egress purposes over the following described strip of land being a part of the Little Dollie Mining Claim, (United State Mineral Survey Number 4960), owned in fee simple by Solitude Ski Corporation. Basis of Bearing for subject parcel being South 89°48'56" East 1309.22 feet (measured) between the G.L.O. brass cap monuments monumentalizing the North line of the Northeast Quarter of the Northeast Quarter of Section 27, Township 2 south, Range 3 East, Salt lake Base and Meridian. Subject parcel being more particularly described as follows:

Beginning at a point on the Southerly right of way line of SR-152 said point being located South 89°48'56" East 371.79 feet coincident with the North line of the Northeast Quarter of the Northeast Quarter of Section 27, Township 2 South, Range 3 East, Salt Lake Base and Meridian and South 00°11'04" West 228.04 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 Easterly 85.89 feet along the arc of a 61.94 foot radius curve to the left (center bears South 61°29'54" East) through a central angle of 79°26'49" to a point of tangency; Thence South 50°56'43" East 89.29 feet to a point of curvature; Thence Southeasterly 28.57 feet along the arc of a 93.62 foot radius curve to the right (center bears South 34°18'20" West) through a central angle of 17°29'16" to a point of tangency; Thence South 31°17'23" East 60.07 feet; Thence South 25°36'29" East 39.38 feet; Thence South 63°38'04" West 127.68 feet to a point of curvature; Thence Northwesterly 74.64 feet along the arc of a 62.50 foot radius curve to the right (center bears North 26°21'56" West) through a central angle of 68°25'36" to a point of tangency; Thence North 47°56'19" West 185.18 feet to a point of curvature; Thence Northwesterly 24.03 feet along the arc of a 49.00 foot radius curve to the right (center bears North 42°03'41" East) through a central angle of 28°05'56" to a point of tangency; Thence North 19°50'23" West 62.74 feet to a point of curvature; Thence Northerly 19.52 feet along the arc of a 49.00 foot radius curve to the right (center bears North 70°09'37" East) through a central angle of 22°49'34" to a point of tangency; Thence North 02°59'10" East 22.74 feet to a point of curvature; Thence Northerly 5.85 feet along the arc of a 38.00 foot radius curve to the right (center bears South 87°00'50" East) through a central angle of 08°48'49" to a point of tangency; Thence North 11°48'00" East 30.00 feet to a point of curvature; Thence Northwesterly 43.72 feet along the arc of a 38.00 foot radius curve to the left (center bears North 78°12'00" West) through a central angle of 65°55'19" to a point of tangency; Thence North 54°07'19" West 82.96 feet to a point of terminus.

EXHIBIT C

ACCESS EASEMENT ACROSS PARCELS 7-9:

Reserving therefrom and Granting a non exclusive Easement for Ingress and Egress purposes over the following described parcel of land being a part of the Little Dollie Mining Claim, (United State Mineral Survey Number 4960), owned in fee simple by Solitude Ski Corporation. Basis of Bearing for subject parcel being North 89°48'56" West 1309.22 feet (measured) between the G.L.O. brass cap monuments monumentalizing the North line of the Northeast Quarter of the Northeast Quarter of Section 27, Township 2 south, Range 3 East, Salt lake Base and Meridian. Subject parcel being more particularly described as follows:

Beginning at the Southeast corner of Parcel 9 of Solitude Mountain Estates said point being located South 89°48'56" East 83.66 feet coincident with the North line of the Northeast Quarter of the Northeast Quarter of said Section 27 and South 52°24'25" East 87.53 feet coincident with the South Right of Way line of SR-152 and South 37°03'07" West 116.91 feet coincident with the East line of said Parcel 9 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 the following 3 (three) courses coincident with the Northerly and Easterly Boundary line of Parcel 7 of said Solitude Mountain Estates (1) South 54°07'19" East 107.60 feet; (2) South 11°48'00" West 47.32 feet; (3) South 29°08'00" West 26.26 feet; Thence North 02°59'10" East 10.51 feet to a point of curvature; Thence Northerly 7.38 feet along the arc of a 48.00 foot radius curve to the right (center bears South 87°00'50" East) through a central angle of 08°48'49" to a point of tangency; Thence North 11°48'00" East 30.00 feet to a point of curvature; Thence Northwesterly 30.78 feet along the arc of a 28.82 foot radius curve to the left (center bears North 78°12'00" West) through a central angle of 61°11'02" to a point of tangency; Thence North 54°12'06" West 47.26 feet to a point of curvature; Thence Southwesterly 43.37 feet along the arc of a 28.00 foot radius curve to the left (center bears South 35°47'54" West) through a central angle of 88°44'40" to a point of tangency; Thence South 37°03'15" West 23.73 feet; Thence South 55°45'35" West 31.76' to a point on the North line of the proposed Timbers at Solitude Subdivision; Thence North 48°17'00" West 12.58 feet coincident with said North line; Thence North 81°00'24" East 3.93 feet; Thence North 37°03'15" East 51.13 feet to a point of curvature; Thence Northwesterly 41.70 feet along the arc of a 28.00 foot radius curve to the left (center bears North 52°56'45" West) through a central angle of 85°19'53" to a point of tangency; Thence North 49°45'26" West 25.39 feet; Thence North 41°43'22" East 20.00 feet; Thence South 49°45'24" East 60.38 feet; Thence South 37°03'07" West 10.01 feet coincident with the East line of said Parcel 9 to the point of beginning.

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The described parcels shall include such non-exclusive easements and licenses held by the seller for ingress and egress from the parcel to be sold (regardless of whether such rights are included in the legal description of the properties), including, but not limited to non-exclusive vehicular and pedestrian access and utility easements. Seller shall retain rights of ingress and egress for pedestrians, skiers, vehicles and utilities and otherwise over the subject property for the benefit of seller's adjacent property at the resort and ski ways around and within the subject property. Without limiting the generality of the foregoing, purchaser agrees that seller shall have non-exclusive rights of ingress and egress for pedestrians, skiers, vehicles and utilities over and off the roads constructed by purchaser, and seller shall be entitled to a non-exclusive easement for the construction of roads, trails, ski lifts, etc.. to sellers and other property at the resort.