



Utah Department of Transportation Right of Entry and Occupancy Agreement

Project No: F-0068(45)33	Parcel No.(s): 34, 34:E, 34:2, 34:2E
Job/Proj / Auth No: 52701	Pin No: 5748
Project Location: SR-68; Bangerter Highway through Saratoga Springs	
County of Property: UTAH	Tax ID / Sidwell No: 66-170-0001
Property Address: 1510 North Redwood Road SARATOGA SPRINGS UT, 84045	
Owner / Grantor (s): Stations West Saratoga LLC	
Owner's Address: 11690 Grooms Rd,Cincinnati,OH,452421412	
Owner's Home Phone:	Owner's Work Phone: (801)521-6970

Acquiring Entity: Utah Department of Transportation (UDOT)

For the subject property described in the attached Exhibit A.

This Right of Entry and Occupancy Agreement ("Agreement") is made pursuant to Utah Code Annotated Section 59-2-1337.

We Stations West – Saratoga, LLC (as Property Owners), hereby grant to the State of Utah, Department of Transportation ("UDOT") and its contractors permission to enter upon, take possession of, and commence construction of its public works facility, a portion of which is to be located on the property described in attached Exhibit A, subject to the terms and conditions contained herein. This Agreement is made in anticipation of a possible condemnation action by UDOT and is intended to provide for the entry and occupancy of the property pending further negotiations or the filing and pursuit of condemnation proceedings and possible alternative informal proceedings as provided for in this Agreement. Property Owners understand that, by executing this Agreement, Property Owners have waived and abandoned all defenses to the acquisition of the property.

It is understood and agreed that the sum of \$10.00 will be paid to the Property Owners as consideration for entering into this Agreement. This amount paid to the Property Owners shall be deducted from a final settlement, award of arbitration, or other determination of just compensation in an eminent domain action should one be pursued to acquire the property that is determined to be necessary for the project. The amount paid will be for the purposes of this Agreement only, and will not be admissible as evidence in any subsequent process used to establish the value of the property or the amount of compensation that may be due to the Property Owners. This Agreement is an 'entry agreement' made pursuant to Utah Code Annotated Section 59-2-1337. In the event property taxes accruing prior to the date of this Agreement are validly assessed after the date of this Agreement, said property taxes will be the responsibility of the Property Owners.

The parties to this Agreement understand that a title report may indicate that other third parties may have a claim to part of the proceeds being paid by UDOT to the Property Owners under this Agreement. It is not the intent of the Agreement to properly assess potential third-party claims. In the event it is later determined that part of the compensation paid to the Property Owners herein should properly be paid to other third parties, then it shall be the sole obligation of the Property Owners to satisfy such claims ~~and deliver good and marketable title to UDOT.~~ *mf*

It is understood and agreed that this Agreement is granted without prejudice to the rights of the Property Owners, pending any settlement, to contest the amount of compensation to be paid the Property Owners for the property described in Exhibit A. If a satisfactory settlement cannot be agreed upon, UDOT will, upon notice from the Property Owners that the amount of compensation offered and/or other proposed settlement terms are not acceptable, or at its own election, proceed at once to commence and diligently prosecute a condemnation proceeding in the appropriate court for a judicial determination of such compensation. If requested to do so by the Property Owners, UDOT will, prior to commencing a condemnation proceeding, enter into a mediation or arbitration procedure provided for in Utah Code Annotated Section 78-34-21 through the Office of the Property Rights Ombudsman.

If the Property Owner uses the property for a residence, business, or farming operation and is required to move as a result of UDOT's acquisition of the property, the Property Owners may be entitled to relocation assistance and/or payments as a displaced person. The relocation assistance and payment are available as a matter of right and subject to federal and state law if the Property Owners are displaced by the acquisition of this property and are not conditional upon the Property Owners signing this Right of Entry and Occupancy Agreement.

The effective date of the Right Of Entry and Occupancy Agreement shall be the date this Agreement is executed by the Property Owners, as shown below, and that date shall be the date of value for fair market valuation purposes in the context of settlement negotiations, arbitration, or an eminent domain proceeding, should one be necessary, unless the Property Owners have been previously served with a summons in regard to this property acquisition or the parties have otherwise agreed in writing to a different date for purposes of valuation. It is understood that, according to state law, any additional compensation that is ordered to be paid to the Property Owners for the acquisition of the property will include interest at an annual rate of 8 % on any additional compensation that is determined to be payable to the Property Owners over and above that paid with this Agreement, calculated from the date of this Agreement.

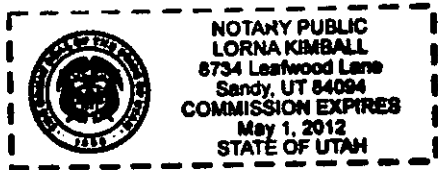
DATED this 17th day of March, 2009

[Signature]
Stations West - Saratoga, LLC
By: MICHAEL C. PHILLIPS
Title: PRESIDENT

STATE OF UTAH
County of SALT LAKE

On the 17th day of March, 2009, personally appeared before me MICHAEL C. PHILLIPS the signer of the Agreement set forth above, who duly acknowledged to me that they executed the same.

[Signature]
NOTARY PUBLIC



DATED this 24 day of March, 2009

Lyle McMillan
Lyle McMillan, UDOT Director of Right of Way

STATE OF UTAH

County of Salt Lake

On the 24 day of March, 2009, personally appeared before me

Lyle D. McMillan the signer(s) of this Agreement for UDOT
who duly acknowledged to me that they executed the same.

[Signature]
NOTARY PUBLIC

Exhibits:



EXHIBIT A

Parcel No. 0068:34

A parcel of land in fee for the purpose of constructing thereon a roadway known as Project No. 0068, being part of an entire tract of property situate in the NW1/4NE1/4 and NE1/4NW1/4 of Section 14, T. 5 S, R. 1 W, S.L.B. & M. The boundaries of said parcel of land are described as follows:

Beginning at a point on the south line of Commerce Drive as shown on the Plat of said SARATOGA TOWN CENTER SUBDIVISION File Number 11899, on file in the office of the Utah County Recorder, Utah; which is 84.00 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 617+64.86, which point is 6.01 ft. S. 89°38'52" W., along the north line of said NW1/4 and 271.17 ft., S. 00°21'08" E., from the North Quarter corner of said Section 14; and running thence S. 37°56'00" W., 29.47 ft. to a point 61.62 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 617+46.01, which is a point on a 4,459.29 ft. radius curve to the right, (Note: radius bears S. 77°45'11" W.); thence southerly along said curve 247.88 ft.; thence S. 04°07'27" E., 27.01 ft. to a point on a 4,314.00 ft. radius curve to the right, (Note: radius bears S. 82°18'25" W.); thence southerly along said curve 509.32 ft. to the south line of Lot 1, of said SARATOGA TOWN CENTER SUBDIVISION, which is 64.00 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 609+73.51; thence N. 89°27'44" W., along said south line, 13.15 ft. to the Southwest corner of said Lot 1, SARATOGA TOWN CENTER SUBDIVISION, which is a point on a 5,789.88 ft. radius curve to the left, (Note: radius bears S. 88°03'54" W.); thence northerly along the west line of said Lot 1, and said curve 798.62 ft. to the Northwest corner of said Lot 1; thence N. 74°38'31" E., 28.08 ft. to the point of beginning.

The above described parcel of land contains 11,103 square feet in area or 0.255 acres, more or less.

Also

Beginning at a point on the east line of Lot 2, as shown on the Plat of said SARATOGA TOWN CENTER SUBDIVISION File Number 11899, on file in the office of the Utah County Recorder, Utah; which is 396.68 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 607+33.63, which point is 392.28 ft. N. 89°51'45" E., along the north line of said NE1/4 and 1,317.92 ft., S. 00°08'15" E., from the North Quarter corner of said Section 14; and running thence S. 85°39'30" E., 24.46 ft. to a point 421.08 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 607+31.99; thence N. 89°27'46" W., 24.40 ft.; thence N. 00°32'16" E., 1.62 ft. to the point of beginning.

The above described parcel of land contains 20 square feet in area or 0.000 acres, more or less.

(Note: All bearings and distances based upon the Utah State Plane Coordinate System of 1983 at ground, Utah Central Zone based upon Utah Department of Transportation Survey Control Sheets for Federal Aid Project STP-0068(42)26 SR-68 Redwood Road, Bangerter Hwy to Saratoga Springs Environmental Assessment Study dated February 8, 2008)

Parcel No. 0068:34:E

A perpetual easement, upon part of an entire tract of property situate in the NW1/4NE1/4 and NE1/4NW1/4 of Section 14, T. 5 S, R. 1 W, S.L.B. & M. for the purpose of constructing walls and wall straps, cut and/or fill slopes, and appurtenant parts thereof to facilitate the construction of State Route 68 known as Project No. 0068, The Easement includes the right to maintain and continue the existence of said walls and wall straps, and cut and/or fill slopes in the same grade and slope ratio as constructed by UDOT. The Easement shall run with the Real Property and shall be binding upon the Grantor and the Grantors successors, heirs and assigns, and includes and conveys all rights of grantor to change the vertical distance or grade of said cut and/or fill slopes. The boundaries of said parts of the entire tract are described as follows:

Beginning at a point on the south line of Commerce Drive as shown on the Plat of said SARATOGA TOWN CENTER SUBDIVISION File Number 11899, on file in the office of the Utah County Recorder, Utah; which is 84.00 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 617+64.86, which point is 6.01 ft. S. 89°38'52" W., along the north line of said NW1/4 and 271.17 ft., S. 00°21'08" E., from the North Quarter corner of said Section 14; and running thence N. 74°38'31" E., along the south line of said Commerce Drive, 206.32 ft. to a point on a 234.00 ft. radius curve to the left, (Note: radius bears N. 15°21'27" W.); thence easterly along said south line and along said curve 9.54 ft.; thence S. 15°20'46" E., 17.67 ft.; thence S. 74°39'14" W., 215.50 ft. to a point on a 5,819.56 ft. radius curve to the right, (Note: radius bears S. 80°18'21" W.); thence southerly along said curve 592.52 ft.; thence S. 89°58'26" E., 71.99 ft.; thence S. 03°18'41" E., 57.84 ft.; thence S. 78°57'04" W., 72.28 ft. to a point on a 5,819.56 ft. radius curve to the right, (Note: radius bears S. 86°50'46" W.); thence southerly along said curve 125.15 ft. to a point on the south line of Lot 1, of said SARATOGA TOWN CENTER SUBDIVISION; thence N. 89°27'44" W., along said south line 16.88 ft. to the Southeast corner of said Lot 1, which is 64.00 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 609+73.51, said point also being on a 4,314.00 ft. radius curve to the left, (Note: radius bears S. 89°04'17" W.); thence northerly along said curve 509.32 ft.; thence N. 04°07'27" W., 27.01 ft. to a point on a 4,459.29 ft. radius curve to the left, (Note: radius bears S. 80°56'18" W.); thence northerly along said curve 247.88 ft. to a point 61.62 ft. perpendicularly distant easterly from the

centerline of said project No. 0068, opposite Engineer Station 617+46.01; thence N. 37°56'00" E., 29.47 ft. to the point of beginning.

The above described parcel of land contains 21,373 square feet in area or 0.491 acres, more or less.

Also

Beginning at a point on the east line of Lot 2, as shown on the Plat of said SARATOGA TOWN CENTER SUBDIVISION File Number 11899, on file in the office of the Utah County Recorder, Utah; which is 396.68 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 607+33.63, which point is 392.28 ft.

N. 89°51'45" E., along the north line of said NE1/4 and 1,317.92 ft., S. 00°08'15" E., from the North Quarter corner of said Section 14; and running thence N. 00°32'16" E., along the east line of said Lot 2, 28.38 ft.; thence S. 89°27'46" E., 30.00 ft.; thence S. 00°32'14" W., 30.00 ft. to a southeasterly corner of Lot 1, of said SARATOGA TOWN CENTER SUBDIVISION; thence N. 89°27'46" W., along the south line of Lot 1, 5.60 ft. to a point 421.08 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 607+31.99; thence N. 85°39'30" W., 24.46 ft. to the point of beginning.

The above described parcel of land contains 880 square feet in area or 0.020 acres, more or less.

(Note: All bearings and distances based upon the Utah State Plane Coordinate System of 1983 at ground, Utah Central Zone based upon Utah Department of Transportation Survey Control Sheets for Federal Aid Project STP-0068(42)26 SR-68 Redwood Road, Bangerter Hwy to Saratoga Springs Environmental Assessment Study dated February 8, 2008)

Parcel No. 0068:34:2

A parcel of land in fee for the purpose of constructing thereon a roadway known as Project No. 0068, being part of an entire tract of property situate in the NW1/4NE1/4 and NE1/4NW1/4 of Section 14, T. 5 S, R. 1 W, S.L.B. & M. The boundaries of said parcel of land are described as follows:

Beginning at Southwest corner of Lot 8, as per the Plat of SARATOGA TOWN CENTER SUBDIVISION, File Number 11899, on file in the office of the Utah County Recorder, Utah, which point is 48.28 ft. S. 89°38'52" W., along the north line of said NW1/4 and 191.82 ft., S. 00°21'15" E., from the North Quarter corner of said Section 14; and running thence S. 63°56'33" E., along the west line of said Lot 8, 29.59 ft. to a point 58.54 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 618+50.49; thence S. 74°38'31" W., 23.82 ft. to a point on the north line of Commerce Drive of

said SARATOGA TOWN CENTER SUBDIVISION, which is 81.83 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 618+32.24; thence N. 10°36'40" W., along said north line, 19.64 ft. to the point of beginning.

The above described parcel of land contains 233 square feet in area or 0.005 acres, more or less.

(Note: All bearings and distances based upon the Utah State Plane Coordinate System of 1983 at ground, Utah Central Zone based upon Utah Department of Transportation Survey Control Sheets for Federal Aid Project STP-0068(42)26 SR-68 Redwood Road, Bangerter Hwy to Saratoga Springs Environmental Assessment Study dated February 8, 2008)

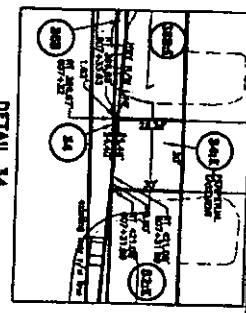
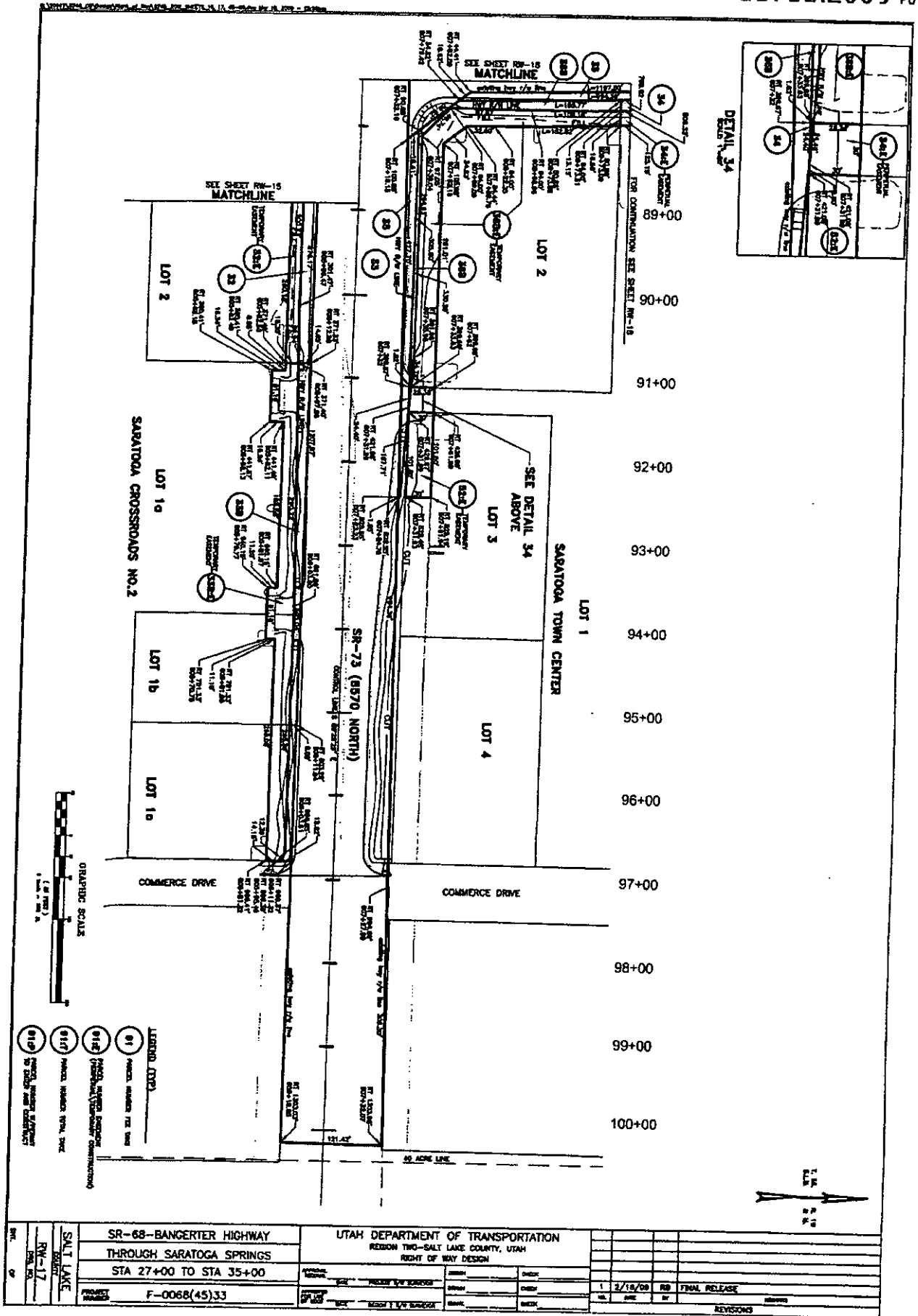
Parcel No. 0068:34:2E

A perpetual easement, upon part of an entire tract of property situate in the NW1/4NE1/4 and NE1/4NW1/4 of Section 14, T. 5 S, R. 1 W, S.L.B. & M. for the purpose of constructing walls and wall straps, cut and/or fill slopes, and appurtenant parts thereof to facilitate the construction of State Route 68 known as Project No. 0068, The Easement includes the right to maintain and continue the existence of said walls and wall straps, and cut and/or fill slopes in the same grade and slope ratio as constructed by UDOT. The Easement shall run with the Real Property and shall be binding upon the Grantor and the Grantors successors, heirs and assigns, and includes and conveys all rights of grantor to change the vertical distance or grade of said cut and/or fill slopes. The boundaries of said parts of the entire tract are described as follows:

Beginning at the Northwest corner of Lot 8, as shown on the Plat of SARATOGA TOWN CENTER SUBDIVISION, File Number 11899, on file in the office of the Utah County Recorder, Utah, which point is 86.33 ft. S. 89°38'45" W., along the north line of said NW1/4, from the North Quarter corner of said Section 14; and running thence N. 74°38'56" E., along the north line of said Lot 8, 29.70 ft. to a point on a 6,997.29 ft. radius curve to the right, (Note: radius bears S. 77°36'11" W.); thence southerly along said curve 198.58 ft.; thence N. 74°39'14" E., 206.62 ft.; thence S. 15°20'46" E., 16.24 ft. to the north line of Commerce Drive of said Plat of SARATOGA TOWN CENTER SUBDIVISION, which is a point on a 166.00 ft. radius curve to the right, (Note: radius bears N. 18°39'26" W.); thence westerly along said north line of Commerce Drive, and said curve 9.56 ft.; thence S. 74°38'31" W., along said north line of Commerce Drive, 204.41 ft. to a point 81.83 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 618+32.24; thence N. 63°56'33" W., 29.59 ft. to a point 58.54 ft. perpendicularly distant easterly from the centerline of said project No. 0068, opposite Engineer Station 618+50.49, which is a point on a 5,789.65 ft. radius curve to the left, (Note: radius bears S. 79°17'30" W.); thence northerly along said curve 131.35 ft.; thence N. 12°00'29" W., 64.21 ft. to the point of beginning.

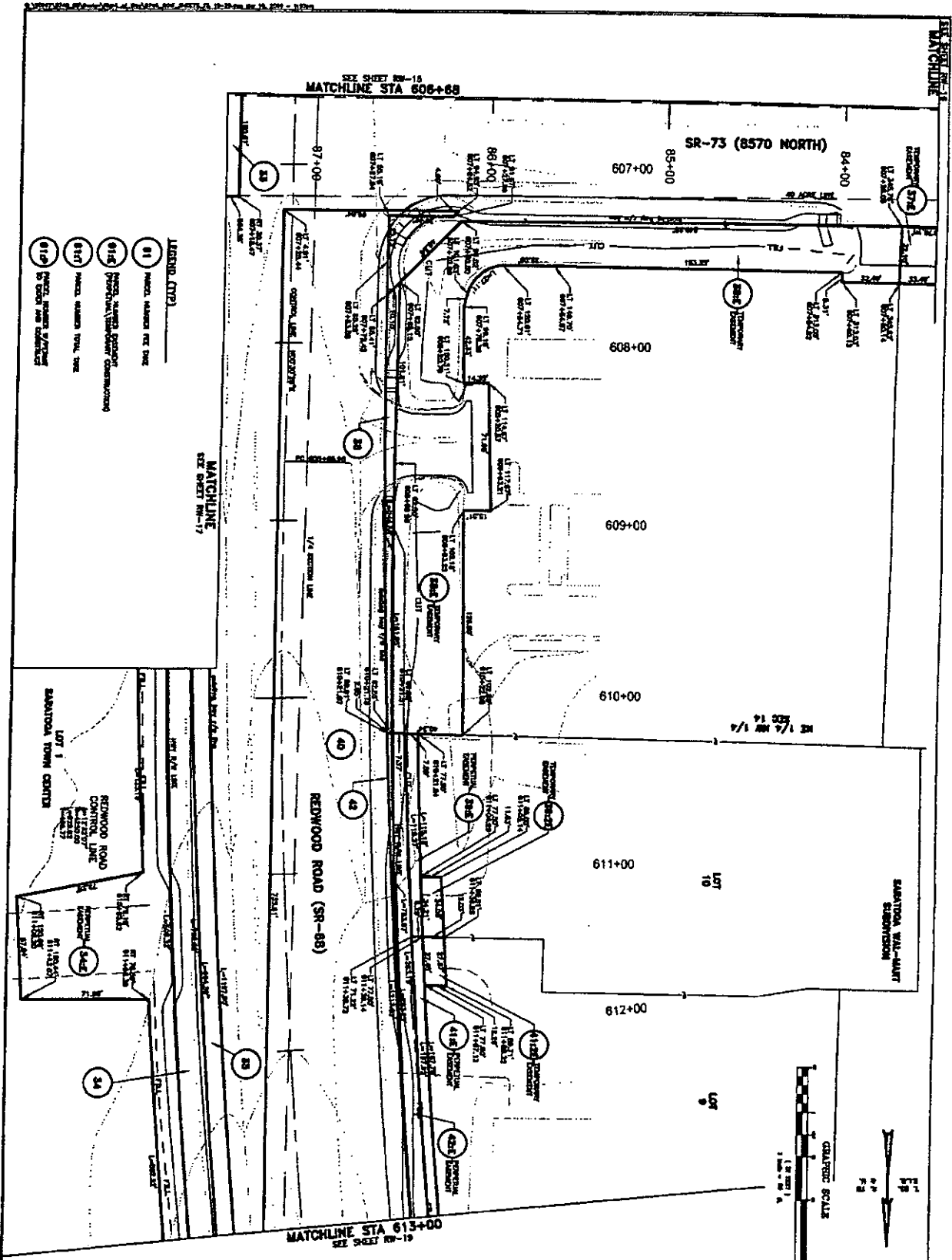
The above described parcel of land contains 9,588 square feet in area or 0.220 acres, more or less.

(Note: All bearings and distances based upon the Utah State Plane Coordinate System of 1983 at ground, Utah Central Zone based upon Utah Department of Transportation Survey Control Sheets for Federal Aid Project STP-0068(42)26 SR-68 Redwood Road, Bangerter Hwy to Saratoga Springs Environmental Assessment Study dated February 8, 2008)

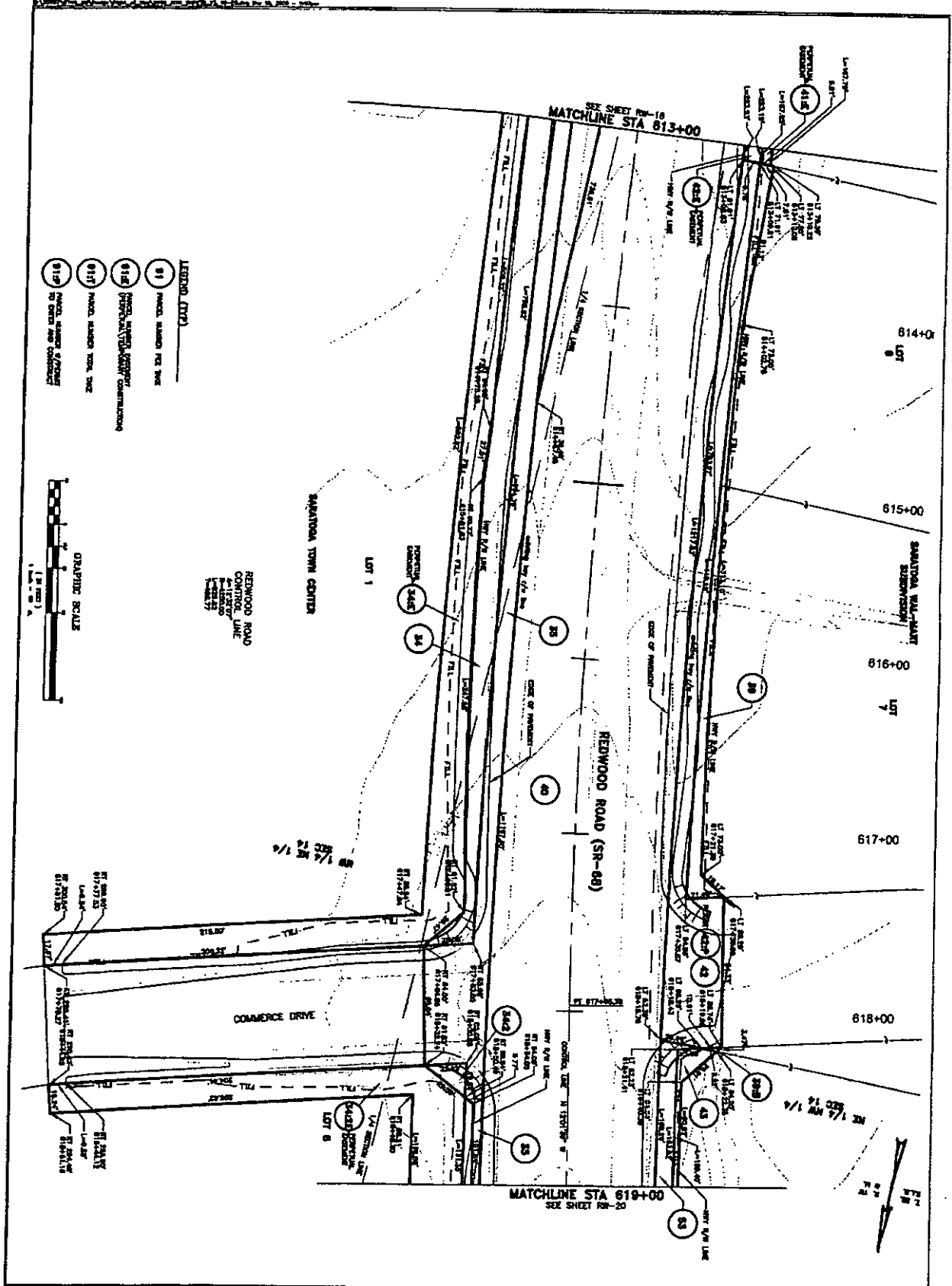


- LEGEND (CONT.)
- Ø1 PAVED ROADWAY PER PLAN
 - Ø12 PAVED ROADWAY IMPROVEMENT CONSTRUCTION
 - Ø17 PAVED ROADWAY WITH DRAIN
 - Ø18 PAVED ROADWAY WITH DRAIN

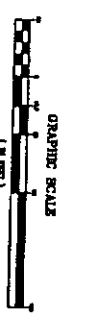
SR-68-BANGERTER HIGHWAY		UTAH DEPARTMENT OF TRANSPORTATION			
THROUGH SARATOGA SPRINGS		REGION TWO-SALT LAKE COUNTY, UTAH			
STA 27+00 TO STA 35+00		RIGHT OF WAY DESIGN			
F-0068(45)33		DATE	BY	NO.	DESCRIPTION
		2/19/08	RD	1	FINAL RELEASE
REVISIONS					



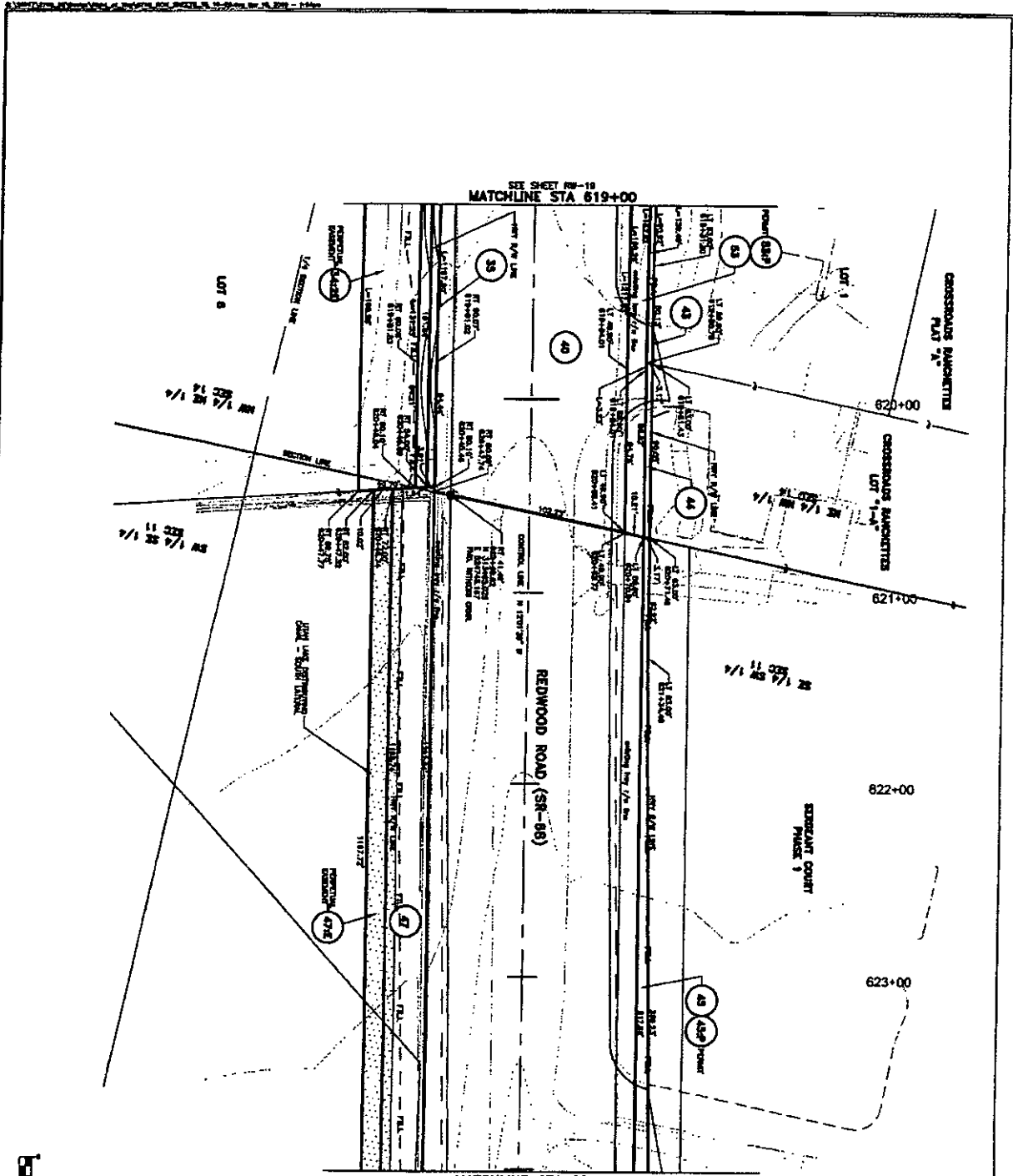
SR-68-BANGERTER HIGHWAY THROUGH SARATOGA SPRINGS STA 606+68 TO STA 613+00		UTAH DEPARTMENT OF TRANSPORTATION REGION TWO-SALF LAKE COUNTY, UTAH RIGHT OF WAY DESIGN		1 3/18/09 RD FINAL RELEASE	
PROJECT NUMBER F-0068(45)33		SHEET NO. 11		REVISIONS	



- LEGEND (TOP)**
- ① PAVED, SHARED TWO WAY
 - ② UNPAVED, UNIMPROVED CONSTRUCTION
 - ③ PAVED, SHARED TWO WAY
 - ④ PAVED, SHARED TWO WAY TO OTHER SIDE



SR-68-BANGERTER HIGHWAY THROUGH SARATOGA SPRINGS STA 613+00 TO STA 619+00		UTAH DEPARTMENT OF TRANSPORTATION REGION TWO-SALT LAKE COUNTY, UTAH RIGHT OF WAY DESIGN	
PROJECT NUMBER F-0068(45)33	DATE 2/16/08	BY RW	REVISIONS FINAL RELEASE



- LEGEND (TYP)**
- ① PAVEMENT MARKING FOR CURB
 - ② PAVEMENT MARKING FOR TRUCK
 - ③ PAVEMENT MARKING FOR TRUCK
 - ④ PAVEMENT MARKING FOR TRUCK
 - ⑤ PAVEMENT MARKING FOR TRUCK
 - ⑥ PAVEMENT MARKING FOR TRUCK
 - ⑦ PAVEMENT MARKING FOR TRUCK
 - ⑧ PAVEMENT MARKING FOR TRUCK
 - ⑨ PAVEMENT MARKING FOR TRUCK
 - ⑩ PAVEMENT MARKING FOR TRUCK



SR-68-BANGERTEY HIGHWAY THROUGH SARATOGA SPRINGS STA 619+00 TO STA 624+00		UTAH DEPARTMENT OF TRANSPORTATION REGION TWO-SALT LAKE COUNTY, UTAH RIGHT OF WAY DESIGN			
PROJECT NUMBER	F-0068(45)33	DATE	2/18/09	BY	RB
PROJECT TITLE		DATE		BY	
PROJECT NUMBER		DATE		BY	
PROJECT TITLE		DATE		BY	
REVISIONS					