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GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
SL CITY PUBLIC UTILITIES
1530 S WEST TEMPLE
SLC UT 84115
BY: ZJM, DEPUTY - WI 2 P.

When Recorded Please return to:
Salt Lake City Public Utilities
Attention: Karryn Greenleaf
1530 South West Temple
Salt Lake City, Utah 84115
County Parcel 2701476018

MEMORANDUM OF LEASE AGREEMENT

NOTICE IS HEREBY GIVEN of that certain LEASE AGREEMENT (the "Agreement") made and entered into as of June 10, 2008, between Salt Lake City Corporation, 1530 South West Temple, Salt Lake City, Utah 84105 ("City") and **Utah Soccer Stadium Owner, LLC**, a Delaware limited liability company, whose mailing address is 515 South 700 East, Suite 2R, Salt Lake City, Utah 84102, hereinafter ("Lessee") on file with the Salt Lake City Recorder's office.

For the consideration set out in the Agreement, City has granted license to Lessee, for the term of 20 years, for the use of City's real property for the construction, reconstruction, operation, maintenance, repair, and replacement of a private storm drain and box culvert for a walk bridge to serve the adjacent property as shown on Exhibit A

Said lease affects property located at approximately 9400 South 50 West, parcel 2701746018, further described as follows:

Dated 7-14-08

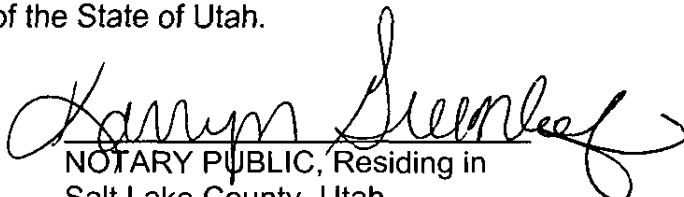
Salt Lake City Corporation
a Utah municipal corporation



Jeffrey T. Niermeyer,
Public Utilities Director

STATE OF UTAH)
) ss.
County of Salt Lake)

The foregoing instrument was acknowledged before me this day of July 2008, by Jeffrey T. Niermeyer, in his capacity as Public Utilities Director of SALT LAKE CITY CORPORATION, a municipal corporation of the State of Utah.



NOTARY PUBLIC, Residing in
Salt Lake County, Utah

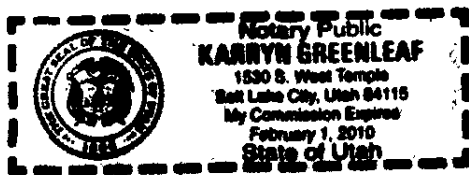


Exhibit A

STORM DRAIN DESCRIPTION

A PARCEL OF LAND LOCATED IN THE SOUTHEAST QUARTER OF SECTION. 1, TOWNSHIP. 3 SOUTH, RANGE 1 WEST, SALT LAKE BASE & MERIDIAN AND BEGINNING AT A POINT ON THE EAST RIGHT-OF-WAY LINE OF THE JORDAN AND SALT LAKE CANAL , SAID POINT BEING NORTH 89°54'33" WEST 1686.01 FEET AND NORTH 91.53 FEET FROM THE SE CORNER OF SECTION. 1, TS 3 SOUTH, R 1 WEST, SLB&M, AND RUNNING THENCE NORTH 67°26'54" WEST 10.00 FEET; THENCE NORTH 22°33'06" EAST 199.95 FEET; THENCE NORTH 22°01'20" EAST 96.38 FEET; THENCE NORTH 16°26'03" EAST 38.10 FEET; THENCE NORTH 07°44'23" EAST 135.17 FEET; THENCE NORTH 15°37'34" EAST 48.89 FEET; THENCE NORTH 29°25'15" EAST 31.66 FEET; THENCE NORTH 40°30'33" EAST 244.33 FEET; THENCE SOUTH 60°30'21" EAST 10.19 FEET TO A POINT ON SAID RIGHT-OF-WAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING SEVEN COURSES; THENCE SOUTH 40°30'33" WEST 245.31 FEET; THENCE SOUTH 29°25'15" WEST 29.48 FEET; THENCE SOUTH 15°37'34" WEST 46.99 FEET; THENCE SOUTH 07°44'23" WEST 135.24 FEET; THENCE SOUTH 16°26'03" WEST 39.34 FEET; THENCE SOUTH 22°01'20" WEST 96.92 FEET; THENCE SOUTH 22°33'06" WEST 200.00 FEET TO THE POINT OF BEGINNING.

CONTAINS 7,939 SQUARE FEET OR 0.182 ACRES

PEDESTRIAN BRIDGE ACCESS OVER CANAL TO HELMS PROPERTY

A PARCEL OF LAND LOCATED IN THE SOUTHEAST QUARTER OF SECTION. 1, TOWNSHIP. 3 SOUTH, RANGE 1 WEST, SALT LAKE BASE & MERIDIAN AND BEGINNING AT A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF THE JORDAN AND SALT LAKE CANAL, SAID POINT BEING NORTH 89°54'33" WEST 782.07 FEET ALONG THE SECTION LINE & NORTH 1399.51' FEET FROM THE SE CORNER OF SEC. 1, TS. 3 SO., RA. 1 WE., SLB&M AND RUNNING THENCE NORTH 65°37'17" WEST 30.47 FEET; THENCE NORTH 52°47'12" WEST 36.38 FEET TO THE NORTH RIGHT-OF-WAY LINE OF SAID CANAL; THENCE NORTH 37°56'18" EAST TO 20.00 FEET ALONG RIGHT-OF-WAY; THENCE SOUTH 52°46'57" EAST 35.72 FEET; THENCE SOUTH 66°17'54" EAST 31.24 FEET TO THE SOUTH RIGHT-OF-WAY LINE OF SAID CANAL; THENCE SOUTH 37°56'18" WEST 20.53 FEET ALONG RIGHT-OF-WAY TO THE POINT OF BEGINNING.

CONTAINS 1,330 SQUARE FEET OR 0.031 ACRES