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GRANT, BARGAIN AND SALE DEED

THIS DEED, Made this 8th day of May, 1985 betseen THE DENVER AND RIO GRANDE WESTERN RAILROAD COMPANY, a corporation of the State of Delaware, party of the first part, and ELLIOTT WOLFE, Intr Vivos Revocable Trust DTD 9/27/82, whose mailing address is 29 West 800 South, Salt Lake City, Utah 84101, party of the second part.

WITNESSETH, That the said party of the first part, for and in consideration of the sum of NINETY SIX THOUSAND AND NO/100 DOLLARS (\$96,000.00) and other good and valuable consideration, to the said party of the first part, in hand paid by the said party of the second part, the receipt whereof is hereby confessed and acknowledged, by these presents does grant, bargain, sell and convey unto the said party of the second part, its successors and assigns forever, all the right, title, interest, claim and demand which the said party of the first part has in and to the following described parcel of land (including all improvements and trackage thereon, if any) situated within Salt Lake City, Salt Lake County, State of Utah, to-wit:

Part of a parcel of land designated as Parcel "I", conveyed to The Denver and Rio Grande Western Rail-road Company by Bargain and Sale Deed dated December 31, 1958 and filed in the records of Salt Lake County, Utah as Entry No. 1629380 in Book 1574 at Page 19 and more particularly described as follows:

Beginning at a point on the South line of 8th Street, said point being 110.0 feet East of the Northwest Corner of Lot 6 of Walker's Subdivision of Block 4, Plat "A", Salt Lake City Survey; thence, East along said South line of 8th Street a distance of 46.0 feet to the Northwest corner of Lot 1 of said Walker's Subdivision; thence, South 385 feet to the Southwest Corner of Lot 3 of said Walker's Subdivision; thence West 46.0 feet to point on the South line of Lot 8 of said Walker's Subdivision, said point being 31 feet west of the Southeast Corner of said Lot 8; thence, North 385.0 feet to the point of beginning. Containing 17,710 square feet (0.41 acres), more or less.

TO HAVE AND TO HOLD the above described premises, together with all and singular the appurtenances and privileges thereunto belonging, or in any wise thereunto appertaining and all the estate, right, title, interest and claim whatsoever, of the said party of the first part, either in law or equity, to the only proper use, benefit and behoof of the said party of the second part, its successors and assigns forever.

Sec. 04

IN WITNESS WHEREOF, the said party of the first part has caused its corporate name to be hereunto subscribed and its corporate seal to be hereunto affixed by its officers thereunto duly authorized, the day and year first above written.

With St. () Secretary Secretary

THE DENVER AND RIO GRANDE WESTERN RAILROAD COMPANY

President

STATE OF COLORADO)

CITY AND COUNTY OF DENVER)

On the Box day of May , 1985, personally appeared before me W. J. HOLTMAN and C. E. SCHMECKPEPER, who being by me duly sworn did say that they are the President and Secretary respectively of THE DENVER AND RIO GRANDE WESTERN RAILROAD COMPANY, a Delaware corporation, and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors, and the said W. J. HOLTMAN and C. E. SCHMECKPEPER acknowledged to me that said corporation executed the same.

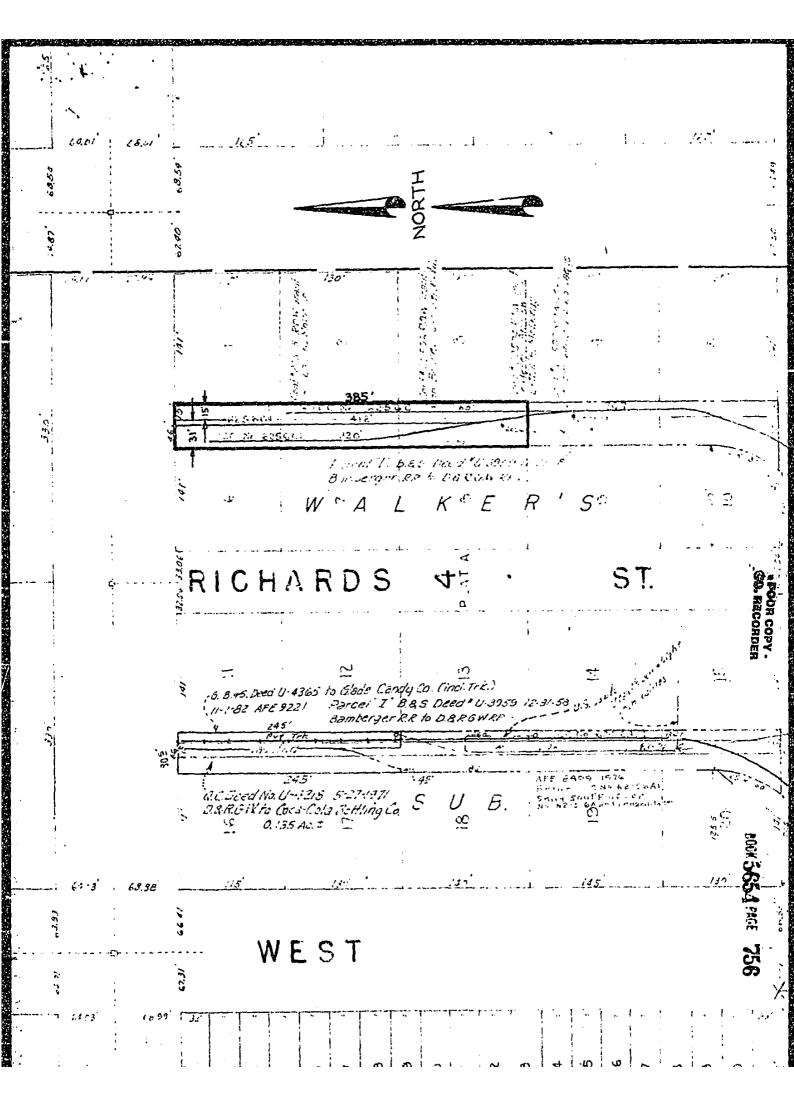
My notarial commission expires March 21, 1989
WITNESS my hand and official seal (North) a. Lwid

Notary Public

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4/8/85 WCF (3&4)



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- sale of LAND To: -ELLIOTT WOLFE FORMER Dwg. Nº S-1012 5 6 5 4 4 T