

WHEN RECORDED MAIL TO:

Mountain Point Investment, LC
333 West River Park Drive
Provo, UT 84604

ENT 137840;2004 PG 1 of 5
RANDALL A. COVINGTON
UTAH COUNTY RECORDER
2004 Dec 08 4:28 pm FEE 19.00 BY SS
RECORDED FOR COMMERCE LAND TITLE

(Space Above For Recorder's Use)

SPECIAL WARRANTY DEED

FOR GOOD AND VALUABLE CONSIDERATION, the sufficiency and receipt of which are hereby acknowledged, CABELA'S RETAIL, INC., a Nebraska corporation with an address of One Cabela Drive, Sidney, Nebraska, 69160 ("**Grantor**"), hereby grants to MOUNTAIN POINT INVESTMENT LC, a Utah limited liability company with an address of 333 West River Park Drive, Provo, Utah 84604 ("**Grantee**"), the real property ("**Property**") in the City of Lehi, Utah County, State of Utah, that is described in **Exhibit "A"** hereto, provided that the said Grantor only warrants against the claims of those persons claiming by, through or under Grantor, but not otherwise, and subject to the other reservations and exceptions set forth below.

EXCEPTING AND RESERVING UNTO GRANTOR, its successors and assigns, together with the right to grant and transfer all or a portion of the same, as follows:

A. To the extent not already reserved by prior owners:

1. All oil rights, mineral rights, natural gas rights and rights to all other hydrocarbons by whatsoever name known, to all geothermal heat and to all products derived from any of the foregoing ("**Subsurface Resources**"); and

2. The perpetual right to drill, mine, explore and operate for and to produce, store and remove any of the Subsurface Resources on or from the Property, including the right to whipstock or directionally drill and mine from lands other than the Property, wells, tunnels and shafts into, through or across the subsurface of the Property, and to bottom such whipstocked or directionally drilled wells, tunnels and shafts within or beyond the exterior limits of the Property, and to redrill, retunnel, equip, maintain, repair, deepen and operate any such wells or mines, but without the right to drill, mine, explore, operate, produce, store or remove any of the Subsurface Resources through or in the surface or the upper five hundred feet (500') of the subsurface of the Property.

B. To the extent not already reserved by prior owners, any and all water, water rights or interests therein appurtenant or relating to the Property or owned or used by Grantor in connection with or with respect to the Property (no matter how acquired by Grantor), whether such water rights shall be riparian, overlying, appropriative, littoral, percolating, prescriptive, adjudicated, statutory or contractual, together with the right and power to explore, drill, redrill, remove and store the same from or in the Property or to divert or otherwise utilize such water, rights or interests on any other property owned or leased by Grantor ("**Water Resources**"); but without, however any right to enter upon the surface of the Property in the exercise of such rights.

SUBJECT TO:

EXCEPTIONS. THE EXCEPTIONS SHOWN IN *EXHIBIT "B"* ATTACHED AND, IN ADDITION, ALL OF THE OTHER EXCEPTIONS DESCRIBED HEREIN.

TAXES AND ASSESSMENTS. GENERAL AND SPECIAL REAL PROPERTY TAXES AND ASSESSMENTS AND SUPPLEMENTAL ASSESSMENTS, IF ANY, LEVIED OR ASSESSED SUBSEQUENT TO THE DATE HEREOF.

MASTER DECLARATION. THAT CERTAIN TRAVERSE MOUNTAIN COMMERCIAL MASTER DECLARATION AND ESTABLISHMENT OF PROTECTIVE COVENANTS, CONDITIONS AND RESTRICTIONS AND GRANT OF EASEMENTS RECORDED ON OCTOBER 24, 2004, AS INSTRUMENT NO. 115054:2004, OF OFFICIAL RECORDS OF THE COUNTY, AND ANY AMENDMENTS THERETO ("*MASTER DECLARATION*").

[SIGNATURES ON FOLLOWING PAGE]

**EXHIBIT "A"
TO
SPECIAL WARRANTY DEED**

LEGAL DESCRIPTION

Lots I-12B-2 and I-12F-2, TRAVERSE MOUNTAIN COMMERCIAL PLAT "A", according to the official plat thereof on file in the Utah County Recorder's Office and filed of record at Entry No. 115006:2004; Map No. 10731.

EXHIBIT "B"
TO
SPECIAL WARRANTY DEED

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EXCEPTIONS

2005 Tax Parcel No. 53 312 0007 for Lot I-12B-2
2005 Tax Parcel No. 53 312 0008 for Lot I-12F-2

Said property is included within the boundaries of Lehi City, and is subject to charges and assessments. (801)768-7100

Public Utility, Sewer, Storm Drain and T.M. Utility Easements as delineated and/or dedicated on the recorded plat for the purpose of Public Utilities and Incidental Purposes affecting property as shown on recorded plat.

Notes, as shown on the recorded plat for said subdivision.

TRAVERSE MOUNTAIN COMMERCIAL DECLARATION AND ESTABLISHMENT OF PROTECTIVE COVENANTS, CONDITIONS AND RESTRICTIONS AND GRANT OF EASEMENTS, but deleting any covenant, condition or restriction indicating a preference, limitation or discrimination based on race, color, religion, sex, marital status, ancestry, disability, handicap, familial status, or national origin to the extent such covenants, conditions or restrictions violate 42 U.S.C. 3604(c) or California Government Code 12955 contained in instrument:

Recorded: October 8, 2004
Entry No.: 115054:2004

TRAVERSE MOUNTAIN COMMERCIAL INVESTMENTS, LLC REAL ESTATE OPTION AGREEMENT

Optionor: Cabela's Retail, Inc., a Nebraska Corporation
Optionee: Traverse Mountain Commercial Investments, LLC, a Utah limited liability
company
Dated: October 8, 2004
Recorded: October 8, 2004
Entry No.: 115057:2004

CABELA'S RETAIL, INC. REAL ESTATE OPTION AGREEMENT

Optionor: JWDM Development B, LC, a Utah limited liability company
Optionee: Cabela's Retail, Inc., a Nebraska corporation
Dated: December 8, 2004