

**PROVO CITY CORPORATION
RHODES/WESTERN VENTURES TRANSFER AGREEMENT**

This agreement, made this 8th day of February, 2001, by and between **PROVO CITY CORPORATION**, a municipal corporation of the State of Utah ("CITY"), **WESTERN VENTURES** ("VENTURES"), and the **JOHN W. RHODES AND REBECCA S. RHODES FAMILY REVOCABLE TRUST** ("TRUST").

WHEREAS, CITY owns two parcels of land more particularly described in Exhibits A and B; and

WHEREAS, TRUST owns the parcel of land more particularly described in Exhibit C; and

WHEREAS, TRUST owns the parcel of land more particularly described in Exhibit D; and

WHEREAS, VENTURES owns the land more particularly described in Exhibit E; and

WHEREAS, CITY desires the parcel of land more particularly described in Exhibit C; and

WHEREAS, VENTURES desires to own the two parcels of land more particularly described in Exhibits A and B; and

WHEREAS, CITY desires a permanent access right-of-way more particularly described in Exhibit D; and

WHEREAS, CITY desires a public access right-of-way for the purpose of a trail more particularly described in Exhibit E.

NOW THEREFORE, in consideration for the premises recited above and the terms and conditions set forth below, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, CITY, TRUST, and VENTURES agree as follows:

1. CITY agrees to convey by Warranty Deed to VENTURES the two parcels of land more particularly described in Exhibits A and B.
2. TRUST agrees to convey by Warranty Deed to CITY the parcel of land more particularly described in Exhibit C.
3. TRUST AND VENTURES grant CITY a permanent access right-of-way more particularly described in Exhibit D.
4. VENTURES agree to grant CITY a public access right-of-way, permanent easement, more particularly described in Exhibit E.

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IN WITNESS WHEREOF, this land transfer agreement has been executed by City, Trust and Rhodes as of the date first written above.

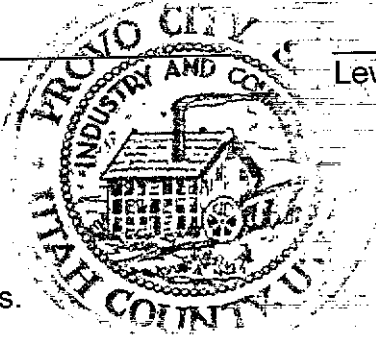
Attest:

Provo City Corporation

By:

Marilyn J. Perry
Marilyn J. Perry
City Recorder

[Signature]
Lewis Billings, Mayor



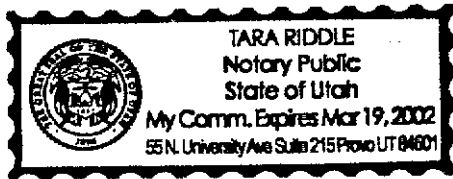
[CORPORATE SEAL]

STATE OF UTAH)

: ss.

COUNTY OF UTAH)

The foregoing instrument was acknowledged before me this 29th day of November, 2001, by Lewis K. Billings, Mayor, of Provo City, Provo, Utah.



Tara Riddle
NOTARY PUBLIC

Western Ventures

By:

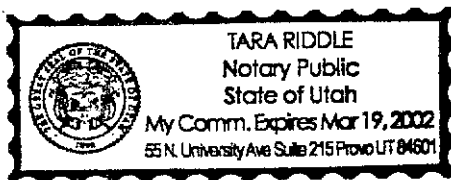
[Signature]
John W. Rhodes, Owner

STATE OF UTAH)

: ss.

COUNTY OF UTAH)

On the 8th day of February, 2001, before me personally appeared John W. Rhodes, Owner of Western Ventures, a Notary Public in and for the State of Utah, the signer of the above instrument, who duly acknowledged to me that they executed the same.



Tara Riddle
NOTARY PUBLIC

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EXHIBIT A

Commencing at a point located North 00 degrees 53 minutes 01 seconds West along the section line 1436.73 feet and East 855.26 feet from the Southwest Corner, Section 7, Township 6 South, Range 3 East, Salt Lake Base and Meridian; thence North 07 degrees 02 minutes 24 seconds West 115.00 feet; thence North 80 degrees 37 minutes 00 seconds East 300.00 feet; thence South 30 degrees 53 minutes 56 seconds East 123.51 feet; thence South 80 degrees 37 minutes 00 seconds West 350.00 feet to the point of beginning.

EXHIBIT B

Commencing at a point located North 660.00 feet and West 539.17 feet from the South $\frac{1}{4}$ Corner, Section 7, Township 6 South, Range 3 East, Salt Lake Base and Meridian; thence South 40 degrees 42 minutes 47 seconds East 56.93 feet; thence North 88 degrees 43 minutes 35 seconds West 358.65 feet; thence North 35.19 feet; thence South 89 degrees 59 minutes 56 seconds East 321.42 feet to the point of beginning. Area = 0.30 Acres.

EXHIBIT C

Commencing at a point North 665.04 feet and West 1809.72 feet from the South quarter corner of Section 7, Township 6 South, Range 3 East, Salt Lake Base and Meridian; thence North 8 degrees 34 minutes West 56.10 feet; thence North 84 degrees 59 minutes East 408.34 feet; thence North 73 degrees 12 minutes East 237.19 feet; thence South 78 degrees 08 minutes East 91.88 feet; thence South 03 degrees 50 minutes East 77.99 feet; thence North 50 degrees 04 minutes West 40.17 feet; thence North 78 degrees 08 minutes West 63.57 feet; thence South 73 degrees 12 minutes West 228.25 feet; thence South 84 degrees 59 minutes West 410.67 feet to the point of beginning.

EXHIBIT D

Commencing at a point located North 724.79 feet and West 1769.39 feet from the South $\frac{1}{4}$ Corner, Section 7, Township 6 South, Range 3 East, Salt Lake Base and Meridian; thence South 84 degrees 59 minutes 00 seconds West 14.14 feet; thence North 26 degrees 53 minutes 49 seconds East 44.12 feet; thence North 21 degrees 53 minutes 01 seconds East 97.60 feet; thence North 21 degrees 08 minutes 34 seconds East 107.11 feet; thence North 17 degrees 42 minutes 20 seconds East 113.67

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feet; thence North 19 degrees 33 minutes 12 seconds East 21.20 feet; thence along the arc of a 51.00 foot radius curve to the right 54.75 feet (chord bears North 50 degrees 18 minutes 30 seconds East 52.16 feet); thence North 81 degrees 03 minutes 47 seconds East 19.44 feet; thence South 04 degrees 14 minutes 49 seconds East 12.04 feet; thence South 81 degrees 03 minutes 47 seconds West 18.45 feet; thence along the arc of a 39.00 foot radius curve to the left 41.87 feet (chord bears South 50 degrees 18 minutes 30 seconds West 39.89 feet); thence South 19 degrees 33 minutes 12 seconds West 21.00 feet; thence South 17 degrees 42 minutes 20 seconds West 113.84 feet; thence South 21 degrees 08 minutes 34 seconds West 107.55 feet; thence South 21 degrees 53 minutes 01 seconds West 98.20 feet; thence South 26 degrees 53 minutes 49 seconds West 37.17 feet to the point of beginning. Area = 0.12 Acres.

EXHIBIT E

Commencing at a point located North 1214.52 feet and West 1202.68 feet from the South $\frac{1}{4}$ Corner, Section 7, Township 6 South, Range 3 East, Salt Lake Base and Meridian; thence South 86 degrees 20 minutes 34 seconds West 10.00 feet; thence North 02 degrees 29 minutes 45 seconds West 68.20 feet; thence North 33 degrees 56 minutes 08 seconds West 93.55 feet; thence North 28 degrees 11 minutes 20 seconds West 150.35 feet; thence North 05 degrees 27 minutes 29 seconds West 6.25 feet; thence North 80 degrees 37 minutes 00 seconds East 10.02 feet; thence South 05 degrees 27 minutes 29 seconds East 4.93 feet; thence South 28 degrees 11 minutes 20 seconds East 147.84 feet; thence South 33 degrees 56 minutes 08 seconds East 95.86 feet; thence South 02 degrees 29 minutes 45 seconds East 70.81 feet to the point of beginning. Area = 3,189 sq. ft. (0.007 Acres)