

2
p20
128

Loan No. 1764336818

WHEN RECORDED, RETURN TO:

Bank of Nevada
Real Estate Department
2700 West Sahara Avenue
Las Vegas, Nevada 89102
Attention: Brenda Chow

DOC # 20100040529

Assignment of Lease Page 1 of 20
Russell Shirts Washington County Recorder
12/02/2010 08:22:56 AM Fee \$ 76.00
By DIXIE TITLE CO



THIRD SUPPLEMENTAL ASSIGNMENT OF LEASES

This Third Supplemental Assignment of Leases (the "Supplemental Assignment of Leases") is made and entered into as of November 16, 2010 (the "Effective Date"), by and between St. George 430 LLC, a Nevada limited liability company, whose address is 9960 West Cheyenne Avenue, Suite 170, Las Vegas, Nevada 89129 ("Borrower"), and Bank of Nevada, a Nevada corporation, whose address is 2700 West Sahara Avenue, Las Vegas, Nevada 89102 ("Lender").

RECITALS

A. Lender and Borrower entered into a Land Development Loan Agreement dated August 23, 1990 (the "Loan Agreement"), whereby Lender agreed to make a loan to Borrower in the original principal amount of Twenty-One Million Four Hundred Fifty-Three Thousand Dollars (\$21,453,000.00) (the "Loan"). Pursuant to the Second Loan Modification Agreement dated November 23, 2009 entered into by and between Lender and Borrower, the Principal Amount of the Loan was reduced and the Loan is currently evidenced by a Second Renewal and Substitute Promissory Note dated November 23, 2009 executed by Borrower for the benefit of Lender, and which is in the original principal amount of Thirteen Million Three Hundred Sixty-Five Thousand Dollars (\$13,365,000.00) (the "Original Note").

B. Borrower's obligations under the Original Note are secured by the collateral described in the Assignment of Leases dated August 23, 2007 entered into between Borrower, as "Assignor" and Lender, as "Lender", and which was recorded in the office of the County Recorder of Washington County, State of Utah, on August 27, 2007, as Document No. 20070043120, as amended by a Supplemental Assignment of Leases dated October 1, 2008 entered into by and between Lender and Borrower, and which was recorded in the office of the County Recorder of Washington County, State of Utah, on October 17, 2008, as Document No. 20080040287, and as amended by a Second Supplemental Assignment of Leases dated November 23, 2009 entered into by and between Lender and Borrower, and which was recorded in the office of the County Recorder of Washington County, State of Utah, on November 25, 2009, as Document No. 20090045044 (collectively the "Assignment of Leases"). The Assignment of Leases encumbers real property

located in Washington County, State of Utah, and more particularly described in Exhibit A attached hereto and incorporated herein by this reference (the "Property").

In accordance with a Third Loan Modification Agreement dated the Effective Date, entered into between Borrower and Lender (the "Modification Agreement"), Borrower is executing a Third Renewal and Substitute Promissory Note dated the Effective Date, in the principal amount of Thirteen Million Ninety Thousand Dollars (\$13,090,000.00) (the "Renewal Note"), which Renewal Note replaces the Original Note. The Renewal Note reduces the Principal Amount of the Loan from \$13,365,000.00 to \$13,090,000.00.

The Loan Agreement, Renewal Note, Assignment of Leases, and all other documents defined as Loan Documents in the Loan Agreement, are hereinafter collectively referred to as the "Loan Documents".

Borrower and Lender now desire to amend and supplement the Assignment of Leases to modify the obligations secured thereby consistent with the Modification Agreement and the Renewal Note.

AGREEMENT

In exchange for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, Borrower and Lender agree as follows:

1. Reaffirmation of the Assignment of Leases. Borrower and Lender agree and acknowledge that it was their intention at the time of the execution of the Assignment of Leases, that the Assignment of Leases encumber the Property, and it continues to be their intention that the Assignment of Leases, as amended and supplemented by this Supplemental Assignment of Leases, continues, without interruption, to encumber the Property.

2. Amendment and Supplementation of Assignment of Leases. The Assignment of Leases is hereby amended to include in the indebtedness secured by the Assignment of Leases, the Renewal Note (which replaces the Original Note). Specifically, Recital A on Page 1 of the Assignment of Leases is hereby amended to read in its entirety as follows:

Pursuant to the Third Renewal and Substitute Promissory Note dated November 16, 2010 in which Assignor appears as "Borrower" and Lender appears as "Lender" and which is in the principal amount of Thirteen Million Ninety Thousand Dollars (\$13,090,000.00) (the "Note"), and pursuant to a Land Development Loan Agreement dated August 23, 2007 wherein Assignor appears as "Borrower" and Lender appears as "Lender" (the "Loan Agreement"), Lender has loaned the proceeds of the Note to Assignor.

3. **Security.** Borrower and Lender agree and acknowledge that the Original Note, as amended and restated by the Renewal Note, and all other indebtedness and obligations described in the Assignment of Leases, are secured by the Assignment of Leases, as amended and supplemented by this Supplemental Assignment of Leases.

4. **Survival of Obligations; Continuation of Terms of Loan Documents.** Lender and Borrower agree that the Assignment of Leases, together with all of Borrower's obligations thereunder, shall, except to the extent expressly modified by this Supplemental Assignment of Leases, remain in full force and effect and survive the execution of this Supplemental Assignment of Leases. Except as expressly modified by this Supplemental Assignment of Leases, all terms and conditions of the Loan Documents shall continue in full force and effect.

5. **Representations, Warranties, Covenants and Agreements.** Borrower represents, warrants, and agrees that the representations, warranties, covenants and agreements of Borrower contained in the Loan Documents (a) are true and accurate as of the date of this Supplemental Assignment of Leases, (b) are hereby remade and reaffirmed by Borrower, and (c) are in full force and effect as of the date of this Supplemental Assignment of Leases, enforceable in accordance with their terms. Borrower further represents and warrants that Borrower is not in default under any of the terms and conditions of the Loan Documents, and no conditions exist which, with the passage of time, the giving of notice, or both, would constitute a default under the Loan Documents.

6. **Defined Terms.** Unless otherwise defined in this Supplemental Assignment of Leases, capitalized terms used herein have the meanings given them in the Loan Agreement.

7. **Governing Law.** This Supplemental Assignment of Leases and all matters relating to this Supplemental Assignment of Leases shall be governed exclusively by and construed in accordance with the applicable laws of the State of Nevada. Notwithstanding the foregoing, the laws of the State of Utah shall govern matters arising hereunder concerning the procedures for the exercise of remedies against the Property and enforcement of the Assignment of Leases.

8. **Integrated Agreement and Subsequent Amendment.** This Supplemental Assignment of Leases, the Loan Documents, the Renewal Note, and the other agreements, documents, obligations, and transactions contemplated by the Loan Agreement and this Supplemental Assignment of Leases constitute the entire agreement between Lender and Borrower with respect to the subject matter of the agreements, and may not be altered or amended except by written agreement signed by Lender and Borrower. BORROWER IS NOTIFIED THAT THESE AGREEMENTS ARE A FINAL EXPRESSION OF THE AGREEMENTS BETWEEN LENDER AND BORROWER AND THESE AGREEMENTS MAY NOT BE CONTRADICTED BY EVIDENCE OF ANY ALLEGED ORAL AGREEMENT.

**[SIGNATURE PAGE(S) AND EXHIBIT(S),
IF ANY, FOLLOW THIS PAGE]**

DATED AS OF: November 16, 2010.

BORROWER

ST. GEORGE 730 LLC,
a Nevada limited liability company

By: Plantation, Inc.,
a Nevada corporation, Manager

By: 

Mark A. Schnippel, President

LENDER

BANK OF NEVADA,
a Nevada corporation

By: 

Brenda Chow
Vice President

STATE OF NEVADA)
)
 : ss.
COUNTY OF CLARK)

The foregoing instrument was acknowledged before me this 10th day of November, 2010, by Mark A. Schnippel, President of Plantation, Inc., a Nevada corporation, Manager of St. George 730 LLC, a Nevada limited liability company.



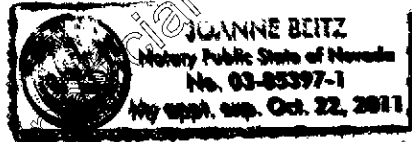
NOTARY PUBLIC

My Commission Expires:

October 22, 2011

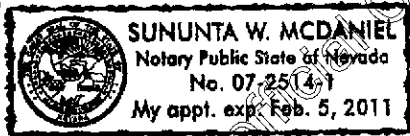
Residing At:

9960 W. Cheyenne Avenue #170 Las Vegas, NV



STATE OF NEVADA)
)
 : ss.
COUNTY OF CLARK)

The foregoing instrument was acknowledged before me this ___ day of November, 2010, by Brenda Chow, Vice President of Bank of Nevada, a Nevada corporation.





NOTARY PUBLIC SUNUNTA W. MCDANIEL

My Commission Expires:

FEB. 5, 2011

Residing At:

10052 LONG BARROW CT.
LAS VEGAS, NV 89148

EXHIBIT A

REAL PROPERTY DESCRIPTION

The real property located in Washington County, State of Utah, and more particularly described as follows:

[SEE ATTACHED]

Exhibit "A"

Parcel 1:

Beginning at a point South 89°50'30" East 726.00 feet along the Section line from the Southwest Corner of Section 27, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence South 89°50'30" East 1693.57 feet to the South 1/4 Corner of said Section 27; thence North 0°48' West 1814.27 feet along the Center Section line; thence West 2391.73 feet to a point on the West line of said Section 27; thence South 0°04'45" West 1207.41 feet along the Section line; thence South 89°50'30" East 726.00 feet; thence South 0°04'45" West 600.00 feet to the point of beginning.

Tax ID No: SG-6-2-27-330

Parcel 2:

Beginning at the Southwest Corner of the Southwest 1/4 Southwest 1/4 Section 27, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence West 726.00 feet; thence North 600.0 feet; thence East 1452.0 feet; thence South 600.0 feet; thence West 726.0 feet to the point of beginning.

Tax ID No: SG-6-2-27-3311

Parcel 3:

Beginning at a point North 89°49' West 726.00 feet along the Section line from the Southeast Corner of Section 28, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence North 89°49' West 1895.70 feet to the South 1/4 corner of said Section 28; thence North 0°33'45" East 4002.53 feet, more or less, along the Center Section line of the Northwest Corner of the South 1/2 of the Northeast 1/4 of said Section 28; thence South 89°50' East 2363.79 feet, more or less, along the 1/16 line to a point which is North 89°50' West 221.80 feet from the East line of said Section 28; thence South 0°01'15" East 1344.79 feet to a point on the Center Section line of said Section 28; thence South 89°50' East 221.80 feet to the East 1/4 Corner of said Section 28; thence South 0°04'45" West 2058.42 feet along the Section line; thence North 89°49' West 726.00 feet along a line which is parallel to the South line of said Section 28; thence South 0°45' West 600.00 feet along a line which is parallel to the East line of said Section 28 to the point of beginning.

Tax ID No: SG-6-2-28-2110

(Continued)

Parcel 4:

Northeast 1/4 of the Southwest 1/4 of Section 35, Township 42 South, Range 16 West, Salt Lake Base and Meridian as recorded in the Office of the Washington County Recorder. Less and excepting the North 16.0 acres of the Northeast quarter of the Southwest quarter of Section 35, Township 42 South, Range 16 West, Salt Lake Base and Meridian.

Tax ID No: SG-6-2-35-3002

Parcel 5:

Northwest 1/4 of the Southwest 1/4 of Section 35, Township 42 South, Range 16 West, Salt Lake Base and Meridian as recorded in the Office of the Washington County Recorder.

Tax ID No: SG-6-2-35-3002

Parcel 6:

Beginning at the North 1/4 Corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence North 89°59'45" West 2662.74 feet along the North Section line to the Northwest Corner of said Section; thence South 0°07'50" East 610.00 feet along the West Section line; thence North 88°30' East 669.99 feet; thence South 58°45' East 330.00 feet; thence North 83°00' East 130.00 feet; thence South 73°30' East 200.00 feet; thence South 52°30' East 180.00 feet; thence South 43°00' East 120.00 feet; thence South 74°45' East 350.00 feet; thence North 21°00' East 236.89 feet; thence North 38°10' West 492.80 feet; thence South 89°59'45" East 1048.00 feet to the center Section line; thence North 0°14'17" West 485.30 feet along the center of Section line to the point of beginning.

Tax ID No: SG-6-2-34-411

(Continued)

Parcel 7:

Beginning at a point South 0°14'17" East 485.30 feet along the Center of Section Line from the North 1/4 Corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian, running thence South 0°14'17" East 853.51 feet along the Center line of said Section to the Southeast Corner of the Northeast 1/4 of the Northwest 1/4 of said Section 34; thence North 89°54'16" West 2665.26 feet to the West Section line of said Section 34; thence North 0°07'50" West 724.55 feet along the West Section line of said Section; thence North 88°30' East 669.99 feet; thence South 58°45' East 330.00 feet; thence North 83°00' East 130.00 feet; thence South 73°30' East 200.00 feet; thence South 52°30' East 180.00 feet; thence South 43°00' East 120.00 feet; thence South 74°45' East 350.00 feet; thence North 21°00' East 236.89 feet; thence North 38°10' West 492.80 feet; thence South 89°59'45" East 1048.00 feet to the point of beginning.

Tax ID No: SG-6-2-34-412

Parcel 8:

Southwest 1/4 of the Northwest 1/4 of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian recorded in the Office of the Washington County Recorder.

Tax ID No: SG-6-2-34-1004

Parcel 9:

Southeast 1/4 of the Northwest 1/4 of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian recorded in the Office of the Washington County Recorder.

Tax ID No: SG-6-2-34-1004

Parcel 10:

Northeast 1/4 of Southwest 1/4 of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian recorded in the Office of the Washington County Recorder.

Tax ID No: SG-6-2-34-1003

(Continued)

Parcel 11:

A parcel of land located in the Northwest 1/4 of the Northeast 1/4 of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian described as: Beginning at the North quarter corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian; running thence South 89°30'30" East 467.00 feet along the North section line; thence South 19°54'47" East 1425.63 feet more or less to the 1/16 line; thence North 89°39'40" West 947.00 feet along the 1/16 line to the Southwest corner of the Northwest 1/4 of the Northeast 1/4 of said Section 34, thence North 0°14'17" West 1338.81 feet along the center section line to the point of beginning.

Tax ID No: SG-6-2-34-1003

Parcel 12:

A parcel of land located in the Southwest 1/4 of the Northeast 1/4 of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian described as: Beginning at the Northwest corner of the Southwest 1/4 of the Northeast 1/4 of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian; running thence South 0°14'17" East 1338.81 feet along the center section line to the Southwest corner of the Southwest 1/4 of the Northeast 1/4 of said Section 34; thence South 89°48'47" East 1369.24 feet along the 1/16 line; thence North 12°03'04" West 1367.76 feet, more or less to the North line of the Southwest 1/4 of the Northeast 1/4 of said Section 34; thence North 89°39'40" West 789.24 feet along said North line to the point of beginning.

Tax ID No: SG-6-2-34-1003

Parcel 13:

Beginning at the East Quarter Corner of Section 34, Township 42 South, Range 16 West, thence North 89°48'47" West 1364.50 feet; thence North 12°03'04" West 1367.76 feet; thence South 89°39'40" East 157.78 feet; thence North 19°54'47" West 1425.63 feet more or less to the North Section Line; thence South 89°30'30" East 385.00 feet; thence South 10°57'13" East 1105.77 feet; thence South 10°57'13" East 1014.09 feet; thence South 89°30'00" East 772.37 feet; thence South 50°45'00" East 160.28 feet; thence South 67°00'00" East 747.00 feet to the Center Section Line of Section 35, Township 42 South, Range 16 West; thence South 89°52'27" West 400.00 feet to the point of beginning.

Tax ID No: SG-6-2-34-1008 and SG-6-2-34-1010
(Continued)

Parcel 14:

Northwest 1/4 Southeast 1/4 Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian, Washington County, St. George, Utah.

Tax ID No: SG-6-2-34-241

Parcel 15:

Sectional Lot No. 3, Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian as recorded in the Office of the Washington County Recorder.

Tax ID No: SG-6-2-34-1003

(Continued)

Parcel 16:

Beginning at the East quarter corner of Section 28, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence along the section line North 89°58'26" West, 221.80 feet; thence leaving said section line North 00°09'37" West, 663.03 feet to a point on a 740.00 foot radius curve concave to the Southwest, the radius point of which bears South 81°59'03" West, said point also being on the centerline of proposed Plantation Drive, an 80.00 foot wide proposed public street; thence Southeasterly 7.43 feet along the arc of said curve and said proposed centerline through a central angle of 00°34'30" to the point of tangency; thence continuing along said proposed centerline South 07°26'27" East, 104.74 feet to the point of curvature of a 1150.00 foot radius curve concave to the Northeast; thence Southeasterly 854.43 feet along the arc of said curve and said proposed centerline through a central angle of 42°34'12" to the point of tangency; thence continuing along said proposed centerline South 50°00'38" East 1024.33 feet; thence leaving said proposed centerline South 89°50'58" West 977.22 feet to a point on the Section line; thence along said section line North 00°04'17" West 851.02 feet to the point of beginning.

Tax ID No: SG-6-2-27-428

Parcel 17:

Beginning at a point South 89°59'34" West 24.69 feet along the section line from the North quarter corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence South 89°59'34" West 218.08 feet along said section line to the South Quarter Corner of Section 27; thence North 00°57'03" West 148.07 feet along the center section line to a point on a 1250.00 foot radius curve concave to the Northeast, the radius point of which bears North 39°58'05" East, said point also being on the proposed centerline of Plantations Drive an 80.00 foot wide proposed public street; thence Southeasterly 266.11 feet along the arc of said curve and said proposed Centerline through a central angle of 12°11'51" to the point of beginning.

Tax ID No: SG-6-2-27-236

(continued)

Parcel 18:

Beginning at a point South 00°35'57" East, 1270.68 feet along the Section line and North 90°00'00" West, 1105.73 feet from the Northeast Corner of Section 34, Township 42 South, Range 16 West of the Salt Lake Base and Meridian, said point being on the North Right of way line of the proposed Canyon View Drive extension and running thence South 00°30'00" West 60.00 feet to the South Right of way line of said Canyon View Drive; thence North 89°30'00" West, 100.27 feet along said South Right of way line; thence South 00°30'00" West, 110.00 feet; thence South 89°30'00" East, 45.92 feet; thence South 10°58'13" East, 841.06 feet; thence North 89°30'04" West 168.61 feet; thence North 10°57'13" West, 1014.47 feet to a point on the North Right of way line of said Canyon View Drive; thence South 89°30'00" East, 257.15 feet along said Right of way line to the point of beginning.

Tax ID No: SG-6-2-34-1016

Parcel 19:

Beginning at a point South 89°30'30" East, 1044.07 feet along the Section line from the North Quarter Corner of Section 34, Township 42 South, Range 16 West of the Salt Lake Base and Meridian, said point being the Northwest corner of Cottages North Subdivision Phase 3, and running thence along the Westerly boundary of said Subdivision in the following three (3) courses: South 23°27'05" West, 100.02 feet; thence South 00°29'30" West, 463.90 feet; thence South 25°02'13" East, 97.91 feet to a point on the Westerly boundary of "Cottages North, Phase II", Entry number 478939, Washington County Records; thence South 10°57'13" East, 648.35 feet along said Westerly boundary to the Southwest corner of said "Cottages North, Phase II"; thence North 89°30'00" West, 97.29 feet; thence North 10°57'13" West 1305.76 feet to a point on the East-West Section line, said Section 34; thence South 89°30'30" East, 224.56 feet along said Section line to the point of Beginning.

Tax ID No: SG-6-2-34-1013

Less and Excepting the following parcels (A, B, C, D, E, F, G & H) from Parcels 1 through 19 as described above.

(continued)

Parcel A:

Beginning at a point South $00^{\circ}09'37''$ East 1275.55 feet along the Section line and South $90^{\circ}00'00''$ West 221.80 feet from the Northeast corner of Section 28, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence South $00^{\circ}09'37''$ East 670.14 feet to a point on a 740.00 foot radius curve concave to the Southwest, the radius point of which bears South $81^{\circ}59'03''$ West, said point being also on the proposed centerline of Plantation Drive, an 80.00 foot wide proposed public street; thence Northwesterly, 612.80 feet along the arc of said curve and said proposed centerline through a central angle of $47^{\circ}26'51''$ to the point of tangency; thence continuing along said proposed centerline North $55^{\circ}27'48''$ West, 289.69 feet; thence leaving said proposed centerline South $89^{\circ}56'57''$ East, 550.00 feet to the point of Beginning.

Parcel B:

Beginning at a point South $00^{\circ}04'17''$ East, 851.02 feet along the section line and South $89^{\circ}50'58''$ East 977.22 feet from the West quarter corner of Section 27, Township 42 South, Range 16 West, Salt Lake Base and Meridian said point being on the proposed centerline of Plantation Drive, an 80.00 foot wide proposed public street, thence leaving said centerline North $89^{\circ}50'58''$ East 1414.90 feet to the sixteenth line, thence South $00^{\circ}57'03''$ East 1665.55 feet along said sixteenth line to a point on a 1250.00 foot radius curve concave to the Northeast, the radius point of which bears North $39^{\circ}58'05''$ East, said point also being on the centerline of said proposed Plantation Drive; thence Northwesterly 702.91 feet along the arc of said curve and said proposed centerline through a central angle of $32^{\circ}13'08''$ to the point of reverse curvature of a 1000.00 foot radius curve concave to the Southwest, the radius point of which bears South $77^{\circ}11'13''$ West; thence Northwesterly 561.96 feet along the arc of said curve and said proposed centerline through a central angle of $32^{\circ}11'52''$ to the point of tangency; thence continuing along said proposed centerline North $50^{\circ}00'38''$ West, 973.68 feet to the Point of Beginning.

(continued)

Parcel C:

Beginning at the North Quarter Corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence along the Section line South $89^{\circ}31'10''$ East 819.51 feet; thence leaving said Section line South $10^{\circ}57'13''$ East 307.70 feet to a point on the proposed centerline of a proposed 66.00 foot wide public street; thence along said proposed centerline South $23^{\circ}27'06''$ West 303.24 feet to a point on the proposed centerline of Plantations Drive, a proposed 80.00 foot wide public street; thence along said proposed centerline North $51^{\circ}12'26''$ West 720.12 feet to the point of curvature of a 1000.00 foot radius curve concave to the Southwest; thence Northwesterly 222.34 feet along the arc of said curve and said proposed centerline through a central angle of $12^{\circ}44'20''$ to the point of reverse curvature of a 1250.00 foot radius curve concave to the Northeast, the radius point of which bears North $26^{\circ}03'14''$ East; thence Northwesterly 37.45 feet along the arc of said curve and said proposed centerline through a central angle of $01^{\circ}43'00''$ to a point on the Section line; thence along said Section line South $89^{\circ}59'34''$ East, 24.69 feet to the point of beginning.

Parcel D:

Beginning at a point South $00^{\circ}35'57''$ East 2271.21 feet along the section line and North $90^{\circ}00'00''$ West, 408.23 feet from the Northeast Corner of Section 34, Township 42 South, Range 16 West of the Salt Lake Base and Meridian and running thence North $89^{\circ}29'59''$ West, 603.76 feet to a point on a 531.47 foot radius curve concave to the Northeast, from which the radius bears North $61^{\circ}39'25''$ East, thence Southeasterly 573.23 feet along the arc of said curve through a central angle of $61^{\circ}47'51''$ to the point of tangency; thence North $89^{\circ}51'34''$ East, 410.45 feet to the point of curvature of a 1005.00 foot radius curve concave to the southwest; thence Southeasterly 680.54 feet along the arc of said curve through a central angle at $38^{\circ}47'54''$ to a point from which the radius point bears South $38^{\circ}39'28''$ West, thence North $89^{\circ}52'27''$ East, 851.80 feet, thence North $02^{\circ}56'14''$ West, 100.66 feet; thence South $89^{\circ}51'54''$ West, 941.85 feet; thence North $67^{\circ}00'00''$ West, 746.01 feet; thence North $50^{\circ}45'00''$ West, 160.27 feet to the point of beginning.

(continued)

Parcel E:

Bearing Note: This boundary description incorporates the St. George City Horizontal Control Network (HCN) for it's bearings. The bearing rotation required from the "Cottages" recorded subdivisions called for below to the HCN is 01°24'39" clockwise.

Beginning at a point North 00°48'55" East 1441.04 feet along the section line and North 90°00'00" West 1276.65 feet from the east quarter corner of Section 34, Township 43 South, Range 16 West of the Salt Lake Base and Meridian, said point being on the arc of a 20.00 foot radius curve concave to the northeast, the radius point of which bears North 80°24'52" East; thence southeasterly 29.26 feet along the arc of said curve through a central angle of 83°49'27" to the point of reverse curvature of a 537.74 foot radius curve concave to the south; thence easterly 49.94 feet along the arc of said curve through a central angle of 5°15'14" to the point of tangency, said point being on the southerly boundary of the "Cottages North Phase II" subdivision (Recorded No. 478939, 9-16-94, Washington County Recorder); thence coincident with said southerly boundary South 88°05'21" East 88.28 feet to the southeast corner of said subdivision, said point being at the end of and on the northerly right-of-way line of Canyon View Drive, a 60.00 foot wide public roadway, said point also being on the westerly boundary line of the "Cottages North Amended Phase I" subdivision (Recorded No. 467354, 3-17-94, Washington County Recorder); thence coincident with said westerly boundary line and said end of roadway South 01°34'39" West 60.00 feet to a point on the southerly right-of-way line of said roadway, said point being the southwest corner of said "Cottages North Amended Phase I"; thence leaving said westerly boundary line, North 88°05'21" West 88.28 feet to the point of curvature of a 477.74 foot radius curve concave to the south; thence westerly 33.06 feet along the arc of said curve through a central angle of 3°57'52" to the point of compound curvature of a 20.00 foot radius curve concave to the southeast; thence southwesterly 34.05 feet along the arc of said curve through a central angle of 97°34'53" to the point of tangency; thence South 09°35'08" East 335.94 feet to the point of curvature of a 450.00 foot radius curve concave to the east; thence southerly 29.45 feet along the arc of said curve through a central angle of 03°40'07" to the point of tangency; thence South 13°15'15" East 413.88 feet; thence South 21°30'35" East 121.68 feet to the point of curvature of a 528.00 foot radius curve concave to the northeast; thence southeasterly 248.27 feet along the arc of said curve through a central angle of 26°56'28" to the point of compound curvature of a 67.50 foot radius curve concave to the northeast, from which the radius point bears North 41°32'57" East; thence southeasterly 40.66 feet along the arc of said curve through a central angle of 14°30'41" to the point of cusp of a 531.47 foot radius curve concave to the northeast, the radius point of which bears North 38°12'35" East; thence southeasterly 99.14 feet along the arc of said curve through a central angle of 10°41'17" to the point of cusp of a 30.00 foot radius curve concave to the northeast, the radius point of which bears South 83°20'20" East; thence southeasterly 38.47 feet along the arc of said curve through a central angle of 73°28'49" to a point on a radial line; thence along said radial line South 23°10'51" West 80.00 feet until to a point on the arc of a 620.00 foot radius curve concave to the northeast; thence northwesterly 579.63 feet along the arc of said curve through a central angle of 53°33'34" to the point of tangency; thence North 13°15'15" West 458.48 feet to the point of curvature of a 540.00 foot radius curve concave to the east; thence northerly 34.58 feet along the arc of said curve through a central angle of 03°40'07" to the point of tangency; thence North 09°35'08" West 436.63 feet; thence North 80°24'52" East 80.00 feet to the point of beginning.

(continued)

Parcel F:

Explanation: Boundary description of a parcel of property to be deeded to the City of St. George from Group Management for use as a future public street.

Beginning at a point on the northeasterly right-of-way line of Plantations Drive, an 80.00 foot wide public street, recorded October 26, 2000 as Entry Number 700320, official records of Washington County, Utah, said point lies North $00^{\circ}48'55''$ East 162.62 feet along the section line and North $90^{\circ}00'00''$ West 761.75 feet from the east quarter corner of Section 34, Township 42 South, Range 16 West of the Salt Lake Base and Meridian and is the point of curvature of a 540.00 foot radius curve concave northerly, the radius point of which bears North $23^{\circ}10'51''$ East; thence leaving said right-of-way line easterly 206.02 feet along the arc of said curve through a central angle of $21^{\circ}51'32''$ to the point of tangency; thence South $88^{\circ}40'41''$ East 418.52 feet to the point of curvature of a 980.00 foot radius curve concave southerly; thence easterly 669.72 feet along the arc of said curve through a central angle of $39^{\circ}09'19''$ to the point of reverse curvature of a 25.00 foot radius curve concave northerly; thence easterly 41.85 feet along the arc of said curve through a central angle of $95^{\circ}54'11''$ to the point of compound curvature of a 125.00 foot radius curve concave northwesterly; thence northeasterly 9.48 feet along the arc of said curve through a central angle of $04^{\circ}20'42''$ to a point on the boundary line of The Plantations at St. George property, the radius point from which bears North $59^{\circ}46'15''$ West; thence coincident with said boundary line South $88^{\circ}41'58''$ East 54.82 feet to a point on the arc of a 175.00 foot radius curve concave northwesterly the radius point of which bears North $68^{\circ}29'11''$ West; thence leaving said boundary line southwesterly 53.33 feet along the arc of said curve through a central angle of $17^{\circ}27'33''$ to the point of reverse curvature of a 25.00 foot radius curve concave easterly; thence southerly 36.11 feet along the arc of said curve through a central angle of $82^{\circ}45'31''$ to a point on a radial line; thence along said radial line South $46^{\circ}12'51''$ West 80.00 feet to a point on the arc of a 900.00 foot radius curve concave southwesterly, the radius point of which bears South $46^{\circ}12'51''$ West; thence northwesterly 705.17 feet along the arc of said curve through a central angle of $44^{\circ}53'32''$ to the point of tangency; thence North $88^{\circ}40'41''$ West 418.52 feet to the point of curvature of a 620.00 foot radius curve concave northerly; thence westerly 236.54 feet along the arc of said curve through a central angle of $21^{\circ}51'32''$ to a point on the southwesterly right-of-way line of said Plantations Drive, said point being on a radial line and the end of said Plantations Drive; thence along said radial line North $23^{\circ}10'51''$ East 80.00 feet to a point on said northeasterly right-of-way line and the point of beginning.

Parcel G

NORTH PARCEL

Beginning at the most Southwesterly corner of the Cottages South Subdivision Phase 1 as found on file at the Washington County Recorders Office, said point being North $00^{\circ}48'55''$ East 656.39 feet along the Section line and West 1,054.39 feet from the East Quarter Corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running;

thence South $09^{\circ}33'21''$ East 235.67 feet;
thence South $88^{\circ}05'12''$ East 2.19 feet;
thence southeasterly, 238.82 feet along a 531.47 foot radius Arc to the left, said arc having a radial bearing of North $63^{\circ}03'06''$ East and a central angle of $25^{\circ}44'48''$ to a point on the Southerly line of Worldmark, the Club at St. George Phase 1;
thence westerly, 1.56 feet along a 72.50 foot radius Arc to the right, said arc having a radial bearing of North $01^{\circ}09'44''$ East and a central angle of $01^{\circ}13'54''$ to a point on the Northeasterly line of Plantations Drive as recorded and described by Entry No. 700320 Book 1384 Page 299 and running Northeasterly the following (5) courses along said North line;
thence northwesterly, 8.77 feet along a 531.47 foot radius Arc to the right, said arc having a radial bearing of North $37^{\circ}15'50''$ East and a central angle of $00^{\circ}56'45''$;
thence northwesterly, 40.66 feet along a 67.50 foot radius Arc to the right, said arc having a radial bearing of North $07^{\circ}02'16''$ East and a central angle of $34^{\circ}30'41''$;
thence northwesterly, a distance of 248.27 feet along a compound curve to the right having a radius of 528.00 feet and a central angle of $26^{\circ}56'28''$ thence North $21^{\circ}30'35''$ West 121.68 feet;
thence North $13^{\circ}15'15''$ West 67.00 feet;
thence North $76^{\circ}44'45''$ East 54.48 feet to the Point of Beginning.

SOUTH PARCEL

Beginning at a point on the Southerly line of Worldmark, the Club at St. George Phase 1 as found on file at the Washington County Recorders Office, said point being North $00^{\circ}48'55''$ East 195.90 feet along the Section line and West 783.08 feet from the East Quarter Corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running;

thence easterly, 248.70 feet along a 531.47 foot radius Arc to the left, said arc having a radial bearing of North $28^{\circ}05'54''$ East and a central angle of $26^{\circ}48'40''$ thence South $88^{\circ}42'46''$ East 410.45 feet;

Parcel G Continued

thence easterly, 680.20 feet along a 1,004.99 foot radius Arc to the right, said arc having a radial bearing of South $01^{\circ}17'14''$ West and a central angle of $38^{\circ}46'45''$
thence South $88^{\circ}41'58''$ East 21.79 feet to a point on the Northerly line on Plantations Drive as recorded and described by Entry No. 814829 Book 1539 Page 350 and running Northwesterly the following (7) courses along said North line;
thence southwesterly, 9.48 feet along a 125.00 foot radius Arc to the right, said arc having a radial bearing of North $59^{\circ}46'14''$ West and a central angle of $04^{\circ}20'42''$;
thence westerly, a distance of 41.85 feet along a compound curve to the right having a radius of 25.00 feet and a central angle of $95^{\circ}54'11''$;
thence westerly, a distance of 669.72 feet along a reverse curve to the left having a radius of 980.00 feet and a central angle of $39^{\circ}09'19''$ thence North $88^{\circ}40'41''$ West 418.52 feet;
thence westerly, 206.02 feet along a 540.00 foot radius Arc to the right, said arc having a radial bearing of North $01^{\circ}19'19''$ East and a central angle of $21^{\circ}51'32''$;
thence northwesterly, a distance of 38.47 feet along a compound curve to the right having a radius of 30.00 feet and a central angle of $73^{\circ}28'53''$;
thence northwesterly, 3.32 feet along a 531.47 foot radius Arc to the right, said arc having a radial bearing of North $27^{\circ}31'19''$ East and a central angle of $00^{\circ}21'29''$;
thence northerly, 0.67 feet along a 30.00 foot radius Arc to the right, said arc having a radial bearing of South $84^{\circ}21'45''$ East and a central angle of $01^{\circ}17'18''$ to the Point of Beginning.

PARCEL H

SUBSTATION SITES

NORTH SUBSTATION

56-6-2-27-423

BEGINNING AT A POINT FOUND NORTH 01°15'52" EAST 1095.85' ALONG THE SECTION LINE AND NORTH 88°44'08" WEST 509.23' FROM THE WEST 1/4 CORNER OF SECTION 27, TOWNSHIP 42 SOUTH, RANGE 16 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 40°19'26" WEST 98.98'; THENCE NORTH 85°49'08" WEST 111.77'; THENCE NORTH 59°49'03" WEST 288.58'; THENCE NORTH 8°18'05" EAST 123.09' TO A 705-FOOT RADIUS NON-TANGENT CURVE CONCAVE TO THE SOUTHWEST THE RADIUS POINT OF WHICH BEARS SOUTH 8°18'05" WEST; THENCE 340.22' ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 27°39'00"; THENCE SOUTH 54°02'55" EAST 55.23' TO A 695-FOOT RADIUS CURVE CONCAVE TO THE SOUTHWEST; THENCE 64.50' ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 5°19'02" TO THE POINT OF BEGINNING. CONTAINS 1.43 ACRES.

SOUTH SUBSTATION

56-6-2-34-241

BEGINNING AT A POINT FOUND NORTH 03°16'05" WEST 1439.17' ALONG THE SECTION LINE AND SOUTH 86°43'55" WEST 1291.38' FROM THE SOUTHEAST CORNER OF SECTION 34, TOWNSHIP 42 SOUTH, RANGE 16 WEST, SALT LAKE BASE AND MERIDIAN; THENCE NORTH 88°27'41" WEST 582.48'; THENCE NORTH 01°32'28" EAST 110.33'; THENCE NORTH 138°59'48" EAST 246.42'; THENCE SOUTH 78°16'07" EAST 371.72' TO A 667-FOOT RADIUS NON-TANGENT CURVE CONCAVE TO THE SOUTHWEST, THE RADIUS POINT OF WHICH BEARS SOUTH 65°14'08" WEST; THENCE 250.74' ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 21°32'18" TO THE POINT OF BEGINNING. CONTAINS 3.24 ACRES.