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DOC # 20140019493

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Russell Shirts Washington County Recorder
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By UTAH STATE SCHOOL & TRUST LANDS



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**MEMORANDUM OF THIRD AMENDMENT TO
LICENSE AGREEMENT**

THIS MEMORANDUM OF THIRD AMENDMENT TO LICENSE AGREEMENT (the "**Memorandum**") is entered into as of this 21st day of May, 2014, by the STATE OF UTAH, acting by and through the SCHOOL AND INSTITUTIONAL TRUST LANDS ADMINISTRATION ("**SITLA**"), and VERACITY NETWORKS, LLC, a Delaware limited liability company ("**Veracity**"), and BROADWEAVE NETWORKS OF ST. GEORGE LLC, a Utah limited liability company ("**Broadweave**").

A. On November 17, 2005, SITLA, Veracity's predecessor-in-interest and Broadweave entered into that certain License Agreement (the "**License**") for a fiber optic system in the Sienna Hills Master Planned Community in Washington City, Washington County, Utah.

B. The License was amended effective January 31, 2008 and for a second time effective February 1, 2011. The parties amended the License for a third time, effective May 21, 2014, to replace those lands subject to the License.

1. Premises. For and in consideration of the payments and the terms and conditions more particularly set forth in the License, and other good and valuable consideration, SITLA has licensed to Veracity and Broadweave an exclusive interest in certain fiber optics easements (as conditioned and limited in the License) reserved by SITLA in that certain property located in Washington County, State of Utah, and legally described on **Exhibit A** attached hereto, for the purpose of installing, maintaining, and operating a fiber optics communications system.

2. Term. The term of the License, including extensions, is detailed in the License.

3. License Terms. The terms of the License are hereby incorporated in this Memorandum by this reference.

4. Right of First Refusal; Confidentiality. The parties have certain rights of first refusal under the License, as detailed therein. The parties have agreed to keep the terms of the License confidential to the extent permitted by law.

5. No Assignment. The License requires Broadweave and Veracity to obtain SITLA's consent before assigning its interest therein.

6. Governing Law. This Memorandum and the License are governed by the laws of the State of Utah. In the event of any conflict between the terms of this Memorandum and the License, the License shall control.

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7. Inquiries. Inquiries may be directed to Veracity or Broadweave by contacting the party at the applicable address identified on the records of the Division of Corporation and Commercial Code for the State of Utah. Inquiries may be directed to SITLA at the following address:

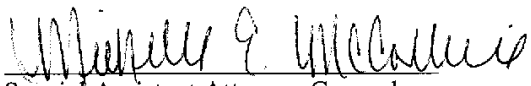
State of Utah, School and Institutional Trust Lands Administration
675 East 500 South, Suite 500
Salt Lake City, Utah 84102
Attn: Development Group

Executed as of the date first above written.

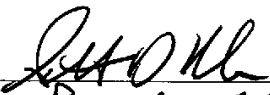
THE STATE OF UTAH, ACTING
THROUGH THE SCHOOL AND
INSTITUTIONAL TRUST LANDS
ADMINISTRATION

Approved as to form:


By: 
Kevin S. Carter, Director


Special Assistant Attorney General

VERACITY NETWORKS, LLC

By: 
Its: Person - COO

BROADWEAVE NETWORKS OF ST. GEORGE LLC

By: 
Its: Person - COO

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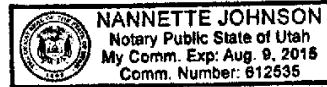
STATE OF UTAH)

: ss.

COUNTY OF SALT LAKE)

On this 21 day of May, 2014, appeared before me Kevin S. Carter, the Director of the State of Utah, School and Institutional Trust Lands Administration, who, his identity and position having been satisfactorily established to me, affirmed to me upon oath that he is authorized to execute the foregoing, and did duly acknowledge in my presence having executed the same for the purpose stated therein.

Seal:



Nannette Johnson
Notary Public

STATE OF Utah)

: ss.

COUNTY OF Salt Lake)

On this 16 day of May, 2014, appeared before me (name) Scott Nelson, the (title) President & CEO of Veracity Networks, LLC, a Delaware limited liability company, who, his/her identity and position having been satisfactorily established to me, affirmed to me upon oath that the governing body of Veracity Networks, LLC, has authorized him/her to execute the foregoing, and did duly acknowledge in my presence having executed the same for the purpose stated therein.

Seal:



Michelle Farnsworth
Notary Public

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STATE OF Utah)
)
) : ss.
COUNTY OF Salt Lake)

On this 16 day of May, 2014, appeared before me (name) Scott Nelson, the (title) President & CEO, of Broadweave Networks of St. George LLC, a Utah limited liability company, who, his/her identity and position having been satisfactorily established to me, affirmed to me upon oath that the governing body of Broadweave Networks of St. George LLC, has authorized him/her to execute the foregoing, and did duly acknowledge in my presence having executed the same for the purpose stated therein.

Seal:



Michelle Farnsworth
Notary Public

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Exhibit A
Legal Description of Property Subject to License

SIENNA HILLS PARCEL 1

Beginning at a point which is North 89°14'27" West 1575.83 feet along the South Section line and North 00°00'00" East 549.87 feet from the Southeast Corner of Section 12, Township 42 South, Range 15 West, Salt Lake Base and Meridian, said point also being on Northerly Right-of-Way of Grapevine Crossing road; running thence North 52°56'01" West 19.60 feet; thence North 23°52'07" East 61.53 feet; thence North 13°26'12" West 110.13 feet; thence North 05°47'17" East 82.47 feet; thence North 49°15'57" West 89.95 feet; thence North 00°29'13" West 22.93 feet to the point of curvature of a 55.00 foot radius curve concave to the right; thence Northeasterly 48.08 feet along the arc of said curve through a central angle of 50°05'18" to the point of reverse curvature of a 10.00 foot curve concave to the left, the radius point of which bears North 40°23'55" West; thence Northwesterly 15.44 feet along the arc of said curve through a central angle of 88°28'26" to the point of tangency; thence North 38°52'21" West 156.17 feet; thence North 23°57'32" West 80.92 feet to the point of curvature of a 15.00 foot radius curve concave to the right; thence Northeasterly 30.00 feet along the arc of said curve through a central angle of 114°35'30" to the point of reverse curvature of a 50.00 foot radius curve concave to the left, the radius point of which bears North 00°37'58" East; thence Northwesterly 50.00 feet along the arc of said curve through a central angle of 57°17'45" to the point of tangency; thence North 33°20'13" East 37.11 feet to the point of curvature of a 115.00 foot radius curve concave to the left; thence Northwesterly 35.46 feet along the arc of said curve through a central angle of 17°39'58" to the point of reverse curvature of a 55.00 foot radius curve concave to the right, the radius point of which bears South 74°19'44" East; thence Northeasterly 36.13 feet along the arc of said curve through a central angle of 37°38'06" to the point of tangency; thence North 53°18'22" East 111.85 feet to the point of curvature of a 125.00 foot radius curve concave to the left; thence Northwesterly 52.89 feet along the arc of said curve through a central angle of 24°14'41" to the point of reverse curvature of a 150.00 foot radius curve concave to the right, the radius point of which bears South 60°56'19" East; thence Northeasterly 156.11 feet along the arc of said curve through a central angle of 59°37'49" to the point of tangency; thence North 88°41'30" East 49.37 feet to the point of curvature of a 75.00 foot radius curve concave to left; thence Northwesterly 87.16 feet along the arc of said curve through a central angle of 66°35'01" to the point of reverse curvature of a 35.00 foot radius curve concave to the right, the radius point of which bears South 67°53'31" East; thence Northeasterly 32.59 feet along the arc of said curve through a central angle of 53°21'09" to the point of reverse curvature of a 135.00 foot radius curve concave to the left, the radius point of which bears North 14°32'22" West; thence Northwesterly 81.62 feet along the arc of said curve through a central angle of 34°38'24" to the point of tangency; thence North 40°49'14" East 79.84 feet to the point of curvature of a 65.00 foot radius curve concave to the right; thence Northeasterly 48.58 feet along the arc of said curve through a central angle of 42°49'26" to the point of reverse curvature of a 130.00 foot radius curve concave to the left, the radius point of which bears North 06°21'21" West; thence Northwesterly 88.83 feet along the arc of said curve through a central angle of 39°09'02" to the point of reverse curvature of a 350.00 foot radius curve concave to the right, the radius point of

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which bears South 45°30'23" East; thence Northeasterly 99.01 feet along the arc of said curve through a central angle of 16°12'27" to the point of reverse curvature of a 110.00 foot radius curve concave to the left, the radius point of which bears North 29°17'55" West; thence Northwesterly 122.41 feet along the arc of said curve through a central angle of 63°45'36" to the point of non tangency; thence North 43°03'56" East 14.42 feet; thence North 37°34'27" West 133.10 feet; thence North 49°05'57" East 46.07 feet to the point of curvature of a 90.00 foot radius curve concave to the right; thence Northeasterly 30.34 feet along the arc of said curve through a central angle of 19°18'52" to the point of reverse curvature of a 115.00 foot radius curve concave to the left, the radius point of which bears North 21°35'12" West; thence Northeasterly 124.99 feet along the arc of said curve through a central angle of 62°16'31" to the point of non tangency the radius point of which bears North 83°51'43" West; thence North 72°04'41" East 43.94 feet; thence North 34°43'35" East 45.25 feet; thence North 12°34'22" East 21.57 feet; thence North 03°47'52" East 28.59 feet to the point of curvature of a 55.00 foot radius curve concave to the right; thence Northeasterly 68.36 feet along the arc of said curve through a central angle of 71°12'44" to the point of non tangency, the radius point of which bears South 14°59'24" East; thence North 53°26'55" East 68.92 feet; thence North 41°47'03" East 77.01 feet; thence North 28°20'42" East 34.20 feet to the point of curvature of a 15.00 foot radius curve concave to the right, thence Northeasterly 20.61 feet along the arc of said curve through a central angle of 78°43'54" to the point of tangency; thence South 72°55'24" East 34.25 feet; thence South 44°52'58" East 15.62 feet; thence South 16°51'31" East 27.78 feet; thence South 36°43'21" East 41.44 feet; thence South 60°59'45" East 21.91 feet; thence South 37°36'11" East 21.76 feet; thence South 06°23'21" East 40.59 feet; thence South 13°05'09" West 42.80 feet to the point of curvature of a 50.00 foot radius curve concave to the left; thence Southeasterly 18.50 feet along the arc of said curve through a central angle of 21°12'01" to the point of tangency; thence South 08°06'52" East 161.09 feet; thence South 39°25'32" West 82.43 feet; thence South 04°58'23" West 44.24 feet to the point of curvature of a 85.00 foot radius curve concave to the left; thence Southeasterly 48.18 feet along the arc of said curve through a central angle of 32°28'45" to the point of reverse curvature of a 25.00 foot radius curve concave to the right, the radius point of which bears South 62°29'38" West; thence Southwesterly 27.62 feet along the arc of said curve through a central angle of 63°18'24" to the point of tangency; thence South 35°48'02" West 93.42 feet to the point of curvature of a 75.00 foot radius curve concave to the left; thence Southeasterly 50.33 feet along the arc of said curve through a central angle of 38°27'00" to the point of tangency; thence South 02°38'58" East 54.31 feet; thence South 10°45'18" East 86.20 feet; thence South 09°36'47" West 156.63 feet to the Northerly Right-of-Way of Grapevine Crossing road; thence along said Northerly Right-of-Way for the following four (4) courses: said point being the point of curvature of a 740.00 foot radius curve concave to the left, the radius point of which bears South 00°45'52" West; thence Southeasterly 762.32 feet along the arc of said curve through a central angle 59°01'26" to a point of reverse curvature of a 960.00 foot radius curve concave to the right, the radius point of which bears North 58°15'33" West; thence Southwesterly 291.94 feet along the arc of said curve through a central angle of 17°25'25" to the point of reverse curvature of a 540.00 foot radius curve concave to the left, the radius point of which bears South 40°50'08" East; thence Southeasterly 315.07 feet along the arc of said curve through a central angle of 33°25'46" to the point of reverse curvature of a 460.00 foot radius curve concave to the right, the radius point of which bears North 74°15'54" West; thence Southwesterly 48.37 feet along the arc of said curve through

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a central angle of $06^{\circ}01'29''$ the radius point of which bears North $68^{\circ}14'25''$ West said point also being the point of beginning.

Containing: 16.93 acres, more or less

SIENNA HILLS PARCEL 11A

Beginning at a point which is South $89^{\circ}14'27''$ East 355.99 feet along the South Section line and South $00^{\circ}00'00''$ West 67.42 feet from the South Quarter Corner of Section 12, Township 42 South, Range 15 West, Salt Lake Base and Meridian; said point also being on Washington Parkway Right-of-Way; running thence North $87^{\circ}13'55''$ East 43.12 feet to the point of curvature of a 150.00 foot radius curve concave to the right, the radius point of which bears South $29^{\circ}19'00''$ East; thence Northeasterly 97.81 feet along the arc of said curve through a central angle of $37^{\circ}21'39''$ to the point of reverse curvature of a 135.00 foot radius curve concave to the left, the radius point of which bears North $08^{\circ}02'38''$ East; thence Northeasterly 68.04 feet along the arc of said curve through a central angle of $28^{\circ}52'32''$ to the point of a compound curvature of a 80.00 foot radius curve concave to the left, the radius point of which bears North $20^{\circ}49'54''$ West; thence Northwesterly 77.22 feet along the arc of said curve through a central angle of $55^{\circ}18'07''$ to the point of reverse curvature of a 42.50 foot radius curve concave to the right, the radius point of which bears South $76^{\circ}08'01''$ East; thence Northeasterly 71.57 feet along the arc of said curve through a central angle of $96^{\circ}29'28''$ to the point of reverse curvature of a 220.00 foot radius curve concave to the left, the radius point of which bears North $20^{\circ}21'28''$ East; thence Northeasterly 208.97 feet along the arc of said curve through a central angle of $54^{\circ}25'23''$ the radius point of which bears North $34^{\circ}03'55''$ West, said point also being a point of non-tangency; thence along the radial line North $11^{\circ}34'24''$ West 67.40 feet to the point of curvature of a 105.00 foot radius curve concave to the left, the radius point of which bears North $11^{\circ}34'24''$ West; thence Northeasterly 134.40 feet along the arc of said curve through a central angle of $73^{\circ}20'23''$ the radius point of which bears North $84^{\circ}54'47''$ West, said point also being the Easterly Right-of-Way of Red Stone Road; thence along the said Right-of-Way for the following six (6) courses: South $34^{\circ}14'48''$ East 173.72 feet to the point of curvature of a 765.00 foot radius curve concave to the right; thence Southwesterly 876.86 feet along the arc of said curve through a central angle of $65^{\circ}40'24''$ to the point of tangency; thence South $31^{\circ}25'36''$ West 108.66 feet to the point of curvature of a 25.00 foot radius curve concave to the right; thence Southwesterly 24.06 feet along the arc of said curve through a central angle of $55^{\circ}09'00''$ to the point of reverse curvature of a 80.00 foot radius curve concave to the left, the radius point of which bears South $03^{\circ}25'24''$ East; thence Southeasterly 66.06 feet along the arc of said curve through a central angle of $47^{\circ}18'40''$ to the point of reverse curvature of a 25.00 foot radius curve concave to the right, the radius point of which bears North $50^{\circ}44'04''$ West; thence Southwesterly 22.58 feet along the arc of said curve through a central angle of $51^{\circ}45'12''$ to the point of tangency, said point being on the Northerly Right-of-Way of Ridge View Drive; thence along said Northerly Right-of-Way North $88^{\circ}58'52''$ West 373.52 feet; thence North $01^{\circ}00'46''$ East 328.00 feet; thence North $88^{\circ}58'52''$ West 209.05 feet to the point on the Easterly Right-of-Way of said Washington Parkway Right-of-Way, thence along said Washington Parkway Right-of-Way for the following two (2) courses: North $04^{\circ}41'30''$ West 85.57 feet to the point of

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curvature of a 2442.00 foot radius curve concave to the right, the radius point of which bears South 88°58'52" East; thence Northeasterly 398.67 feet along the arc of said curve through a central angle of 9°21'14" the radius point of which bears South 79°37'38" East, said point also being the point of beginning.

Containing: 14.98 acres, more or less

SIENNA HILLS PARCEL 11B

Beginning at a point which is South 00°54'18" West 856.93 feet along the Center Section line and North 90°00'00" East 342.07 feet from the South Quarter Corner of Section 12, Township 42 South, Range 15 West, Salt Lake Base and Meridian, said point also being on Washington Parkway Right-of-Way; running thence along said Right-of-Way line for the following two (2) courses: North 01°01'08" East 198.15 feet; thence North 04°41'30" West 105.38 feet to the point on Sienna Hills Parcel 11A boundary line; thence along said boundary line for the following three (3) courses: South 88°58'52" East 209.05 feet; thence South 01°00'46" West 328.00 feet to the Northerly Right-of-Way of Ridge View Drive; thence along said Right-of-Way North 88°58'52" West 173.60 feet to the point on the said Washington Parkway Right-of-Way, thence along said Right-of-way, said point being a point on the arc of a 25.00 foot radius curve concave to the right; thence Northwesterly 39.27 feet along the arc of said curve through a central angle of 90°00'00", the radius point of which bears South 88°58'52" East, said point also being the point of beginning.

Containing: 1.51 acres, more or less

SIENNA HILLS PARCEL 12B

Beginning at a point which is South 00°54'18" West 1228.71 feet along the Center Section line and South 90°00'00" East 329.33 feet to the Easterly Right-of-Way of Washington Parkway, from the South Quarter Corner of Section 12, Township 42 South, Range 15 West, Salt Lake Base and Meridian; running thence South 88°58'52" East 467.22 feet to Westerly Right-of-Way of Red Stone Road; thence along said Right-of-Way for the following two (2) courses: said point being a point of curvature of a 535.00 foot radius curve concave to the left, the radius point of which bears South 73°39'55" East; thence Southwesterly 143.01 feet along the arc of said curve through a central angle of 15°18'57" to the point of tangency; thence South 01°01'08" West 527.44 feet to the Northerly Right-of-Way of Sandy Talus Drive, thence along said Right-of-Way for the following three (3) courses: said point also being a point of curvature of a 25.00 foot radius curve concave to the right; thence Southwesterly 39.27 feet along the arc of said curve through a central angle of 90°00'00" to the point of tangency; thence North 88°58'52" West 405.22 feet to the point of curvature of a 25.00 foot radius curve concave to the right; thence Northwesterly 39.27 feet along the arc or said curve through a central angle of 90°00'00" to a point on the said Washington Parkway Right-of-Way; thence along the said Right-of-Way for

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the following three (3) courses: North 01°01'08" East 362.90 feet; thence North 04°09'02" East 128.13 feet; thence North 01°01'08" East 177.92 feet to the point of beginning.

Containing: 7.23 acres, more or less

SIENNA HILLS PARCEL 15B

Beginning at a point which is South 89°14'27" East 1008.17 feet along the South Section line and North 00°00'00" East 255.01 feet to the Easterly Right-of-Way of Red Stone Road, from the South Quarter Corner of Section 12, Township 42 South, Range 15 West, Salt Lake Base and Meridian, said point being the point of curvature of a 80.00 foot radius curve concave to the left, the radius point of which bears North 26°04'01" East; thence Northeasterly 88.55 feet along the arc of said curve through a central angle of 63°25'07" to the point of reverse curvature of a 95.00 foot radius curve concave to the right, the radius point of which bears South 37°21'06" East; thence Northeasterly 49.46 feet along the arc of said curve through a central angle of 29°49'45" to the point of reverse curvature of a 105.00 foot radius curve concave to the left, the radius point of which bears North 07°31'20" West; thence Northeasterly 253.16 feet along the arc of said curve through a central angle of 138°08'28" the radius point of which bears South 34°20'12" West, said point also being the point of non-tangency; thence North 40°05'34" East 5.79 feet to the point of curvature of a 140.00 foot radius curve concave to the left, the radius point of which bears North 40°05'34" East; thence Southeasterly 68.54 feet along the arc of said curve through a central angle of 28°02'57" to the point of tangency; thence South 77°57'23" East 81.45 feet to the point of curvature of a 80.00 foot radius curve concave to the right; thence Southeasterly 36.12 feet along the arc of said curve through a central angle of 25°51'56" to the point of tangency; thence South 52°05'27" East 176.05 feet; thence South 44°44'59" East 65.36 feet; thence South 30°51'19" East 30.80 feet to the point of curvature of a 95.00 foot radius curve concave to the right; thence Southwesterly 118.63 feet along the arc of said curve through a central angle of 71°32'56" to the point of reverse curvature of a 50.00 foot radius curve concave to the left, the radius point of which bears South 49°18'22" East; thence Southwesterly 35.41 feet along the arc of said curve through a central angle of 40°34'35" to the point of tangency; thence South 00°07'02" West 10.67 feet to the point of curvature of a 12.00 foot radius curve concave to the right; thence Southwesterly 10.53 feet along the arc of said curve through a central angle of 50°17'55" to the point of reverse curvature of a 20.00 foot radius curve concave to the left, the radius point of which bears South 39°35'03" East; thence Southwesterly 14.96 feet along the arc of said curve through a central angle of 42°51'08" to the point of tangency; thence South 07°33'49" West 65.30 feet to the point of curvature of a 150.00 foot radius curve concave to the right; thence Southwesterly 71.42 feet along the arc of said curve through a central angle of 27°16'45" to the point of reverse curvature of a 75.00 foot radius curve concave to the left, the radius point of which bears South 55°09'26" East; thence Southwesterly 47.80 feet along the arc of said curve through a central angle of 36°31'06" the radius point of which bears North 88°19'28" East, said point also being the point of non-tangency; thence South 79°55'36" West 265.69 feet to the said Easterly Right-of-Way of Red Stone Road; said point also a point of curvature of a 835.00 foot radius curve concave to the left, the radius point of which bears South 78°02'59" West; thence Northwesterly 324.94 feet along the arc of said curve through a central angle of 22°17'47" to the point of tangency; thence North 34°14'48" West 147.38 feet to the point of beginning.

Containing: 4.72 acres, more or less