

**MEMORANDUM UNDERSTANDING**

DATE OF MEETING: February 1<sup>st</sup> 2019

LOCATION: Black Desert Resort at Entrada (Utah)

PRESENT: Patrick Manning, George Von Bothmer, Donald Muno, Nathan Muno

This memorandum will serve to set forth the common understanding reached by and among the captioned parties. The purpose of the meeting was to discuss the forthcoming international museum (aka Nexus) to be housed upon the land known as the Black Desert Resort at Entrada in the area of Greater Zion. Specifically, the parties collectively desire to pave the way toward the realization of one of the world's greatest museum of antiquities in a region of the world that is safe and can keep the treasures protected for generations to come.

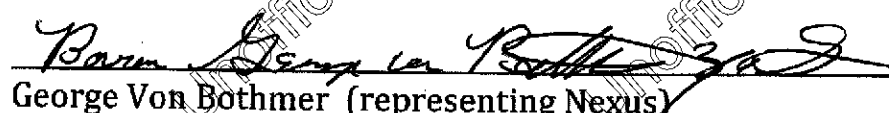
Some of the specific areas of interest included:

- (1) Donation of Land. Mr. Manning has agreed to gift the necessary (and most pristine portion of) land to the 501c3 (or equivalent) to become the home of the museum. The parties agree to make best efforts in determining how much land may be required and recognize the museum may need to be phased over time. The recently appraised value of the subject land is \$200,000/acre and the museum would be placed within a 200+ acre preserved lava flow.
- (2) Access to and through Black Desert Resort. Mr. Manning agreed to provide adequate circulation (pedestrian and vehicular) from Resort to Museum and to promote the museum in its core Resort marketing strategy.

(3) Relationship. It is desired by the parties to continue the exploration of mutually beneficial integrated opportunities for synergy. Mr. Manning agrees with the vision and importance of a safe haven for some of the world's most important historical items. With that said, the endeavor will have substantial backing and use of all its political capital, networking, and fund-raising to see this most important project through to its physical completion and beyond.

  
Patrick Manning, Manager ENLAW, LLC (Land Owner)

1/16/2019  
Date

  
George Von Bothmer (representing Nexus)

12/18/2019  
Date

**ACKNOWLEDGEMENT**

State of Utah

County of Washington

On Nov 24, 20 19 before me, Joelyn Waters, a notary public, personally appeared

Patrick Mannings, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

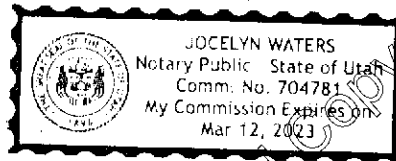
Signature [Handwritten Signature] (Seal)

Printed Name Joelyn Waters

Commission Expires 3/12/2023

originally dated 1-6-19

Memorandum of Understanding





# Acknowledgment by Individual

State of Oregon County of Washington

On this 18<sup>th</sup> day of December, 20 19, before me, Evedekeya Efimov  
Name of Notary Public

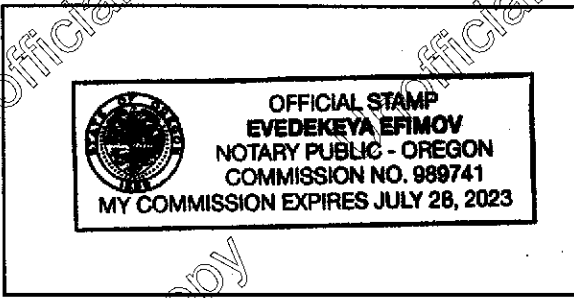
the undersigned Notary Public, personally appeared  
BARON Freiherr George von Bathmen

Name of Signer(s)

- Proved to me on the oath of \_\_\_\_\_
- Personally known to me
- Proved to me on the basis of satisfactory evidence OR DL exp: 10/29/202  
(Description of ID)

to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged that he/she/they executed it

WITNESS my hand and official seal.

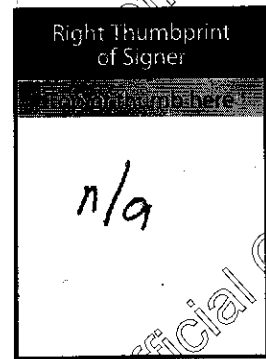


Notary Seal

Evedekeya Efimov  
(Signature of Notary Public)

My commission expires Evedekeya Efimov  
July 28, 2023

Optional: A thumbprint is only needed if state statutes require a thumbprint.



### For Bank Purposes Only

#### Description of Attached Document

Type or Title of Document

Memorandum of Understanding

Document Date

February 1<sup>st</sup>, 2019

Number of Pages

3

Signer(s) Other Than Named Above

n/a



FO01-00000DSG5350-01

# Property Record Card

Washington County

**ENLAW LLC**

5513 W 11000 N # 559  
HIGHLAND , UT 84003-8012

**Account: 0880568**

Tax Area: 04 - Ivins Town  
Acres: 155.570

**Parcel: I-6-2-4-127132**

Situs Address:

## Legal Description

S: 4 T: 42S R: 16W THAT PORTION OF THE FOLLOWING LEGAL DESCRIPTION LYING WITHIN THE CORPORATE LIMIT LINES OF IVINS CITY AND LESS ANY PORTION THEREOF WITHIN THE SNOW CANYON PARKWAY ECONOMIC DEVELOPMENT PLAN: BEGINNING AT A POINT ON THE SECTION LINE OF SECTION 4, SAID POINT BEING NORTH 88°22'39" WEST 1721.135 FEET ALONG THE SECTION LINE FROM THE SOUTHEAST CORNER OF SECTION 4, TOWNSHIP 42 SOUTH, RANGE 16 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE SOUTH 00° 33' 31" WEST 387.26 FEET; THENCE NORTH 88° 01' 30" WEST 21.23 FEET; THENCE SOUTH 58° 15' 40" WEST 62.38 FEET; THENCE SOUTH 53° 46' 48" WEST 35.83 FEET; THENCE NORTH 56° 13' 12" WEST 114.80 FEET; THENCE SOUTH 66° 05' 43" WEST 19.19 FEET; THENCE SOUTH 35° 54' 47" WEST 58.69 FEET; THENCE SOUTH 89° 31' 42" WEST 75.48 FEET; THENCE NORTH 30° 53' 35" WEST 30.73 FEET; THENCE NORTH 07° 15' 30" EAST 267.84 FEET TO A POINT ON THE ARC OF A 289.24 FOOT RADIUS NON-TANGENT CURVE TO THE LEFT (RADIUS POINT BEARS NORTH 21° 48'15" WEST); THENCE ALONG THE ARC OF SAID CURVE 822.11 FEET THROUGH A CENTRAL ANGLE OF 162° 51' 15"; THENCE NORTH 75° 43' 02" WEST 33.59 FEET; THENCE NORTH 17° 21' 44" EAST 81.38 FEET; THENCE NORTH 46° 31' 13" WEST 148.40 FEET; THENCE SOUTH 46° 44' 32" WEST 134.91 FEET; THENCE SOUTH 20° 58' 03" EAST 146.43 FEET; THENCE SOUTH 47° 49' 10" WEST 65.48 FEET; THENCE NORTH 51° 09' 55" WEST 289.79 FEET; THENCE NORTH 50° 16' 03" WEST 142.64 FEET; THENCE NORTH 07° 02' 53" WEST 102.53 FEET; THENCE NORTH 48° 26' 31" WEST 52.23 FEET; THENCE SOUTH 40° 03' 44" WEST 71.43 FEET; THENCE NORTH 88° 53' 05" WEST 108.34 FEET; THENCE NORTH 25° 38' 39" WEST 162.26 FEET; THENCE NORTH 33° 08' 02" WEST 33.97 FEET; THENCE NORTH 23° 06' 22" EAST 79.62 FEET; THENCE NORTH 66° 53' 38" WEST 109.11 FEET; THENCE SOUTH 24° 35' 29" WEST 197.59 FEET; THENCE SOUTH 17° 53' 18" WEST 262.15 FEET; THENCE NORTH 54° 46' 09" WEST 250.52 FEET; THENCE SOUTH 28° 47' 28" WEST 128.32 FEET; THENCE NORTH 69° 06' 29" WEST 254.93 FEET; THENCE NORTH 19° 32' 08" WEST 227.87 FEET TO A POINT ON THE ARC OF A 97.06 FOOT RADIUS NON-TANGENT CURVE TO THE RIGHT (RADIUS POINT BEARS NORTH 80° 16' 08" EAST); THENCE ALONG THE ARC OF SAID CURVE 146.56 FEET THROUGH A CENTRAL ANGLE OF 86° 30' 45"; THENCE NORTH 82° 38' 33" EAST 73.87 FEET; THENCE NORTH 19° 24' 22" WEST 95.20 FEET; THENCE SOUTH 88° 11' 23" WEST 61.53 FEET; THENCE NORTH 84° 30' 44" WEST 325.80 FEET MORE OR LESS, TO THE WEST 1/16TH LINE OF SECTION 4; THENCE ALONG THE 1/16TH LINE NORTH 00° 30' 58" EAST 2800.60 FEET; THENCE LEAVING THE WEST 1/16TH LINE SOUTH 88° 46' 57" EAST 1868.78 FEET TO A 655.00 FOOT RADIUS CURVE TO THE LEFT; THENCE ALONG THE ARC OF SAID CURVE 402.80 FEET THROUGH A CENTRAL ANGLE OF 35° 14' 06" TO A POINT ON THE SOUTHERLY LINE OF SECTIONAL LOT 1 OF SAID SECTION 4; THENCE ALONG SAID SECTIONAL LOT LINE SOUTH 88° 46' 57" EAST 205.20 FEET TO A POINT ON THE ARC OF A 457.31 FOOT RADIUS NON-TANGENT CURVE TO THE LEFT (RADIUS POINT BEARS SOUTH 55° 35' 45" EAST); THENCE ALONG THE ARC OF SAID CURVE 806.09 FEET THROUGH A CENTRAL ANGLE OF 100° 59' 43"; THENCE NORTH 25° 27' 55" EAST 215.30 FEET TO A POINT ON THE ARC OF A 402.24 FOOT RADIUS NON-TANGENT CURVE TO THE RIGHT (RADIUS POINT BEARS SOUTH 35° 39' 32" WEST); THENCE ALONG THE ARC OF SAID CURVE 708.63 FEET THROUGH A CENTRAL ANGLE OF 100° 56' 13" TO A POINT ON THE ARC OF A 292.10 FOOT RADIUS NON-TANGENT CURVE TO THE LEFT (RADIUS POINT BEARS SOUTH 19° 39' 00" EAST); THENCE ALONG THE ARC OF SAID CURVE 816.97 FEET THROUGH A CENTRAL ANGLE OF 160° 15' 00" TO A POINT ON THE ARC OF A 790.92 FOOT RADIUS NON-TANGENT CURVE TO THE RIGHT (RADIUS POINT BEARS SOUTH 51° 29' 33" WEST); THENCE ALONG THE ARC OF SAID CURVE 575.73 FEET THROUGH A CENTRAL ANGLE OF 41° 42' 25" TO A POINT ON THE ARC OF A 2045.30 FOOT RADIUS NON-TANGENT CURVE TO THE RIGHT (RADIUS POINT BEARS SOUTH 46° 05' 35" WEST); THENCE ALONG THE ARC OF SAID CURVE 1110.42 FEET THROUGH A CENTRAL ANGLE OF 31° 06' 24"; THENCE SOUTH 36° 04' 49" EAST 91.49 FEET; THENCE NORTH 55° 30' 38" EAST 81.08 FEET; THENCE SOUTH 07° 15' 15" WEST 177.97 FEET; THENCE SOUTH 03° 00' 48" EAST 121.58 FEET; THENCE NORTH 89° 03' 14" WEST 536.82 FEET; THENCE SOUTH 01° 20' 41" WEST 437.82 FEET; THENCE SOUTH 28° 12' 40" EAST 179.05 FEET TO A POINT ON THE ARC OF A 340.00 FOOT RADIUS NON-TANGENT CURVE TO THE LEFT (RADIUS POINT BEARS SOUTH 17° 59' 42" EAST); THENCE ALONG THE ARC OF SAID CURVE 118.75 FEET THROUGH A CENTRAL ANGLE OF 20° 00' 43"; THENCE NORTH 15° 00' 00" WEST 137.40 TO THE SOUTH LINE OF SAID SECTION 4; THENCE NORTH 88° 22' 39" WEST 743.85 FEET TO THE POINT OF BEGINNING.