

WHEN RECORDED, RETURN TO:

Parr Brown Gee & Loveless
Attn. Roger D. Henriksen
101 South 200 East, Suite 700
Salt Lake City, Utah 84111

Tax Parcel Nos. 51:446:0001, 51:446:0002,
51:446:0003, 51:446:0004, 51:446:0005,
51:446:0006, 51:446:0007, 51:446:0008,
51:446:0009

6042664

(Space above for Recorder's use only.)

ASSIGNMENT OF NEIGHBORHOOD DEVELOPER RIGHTS

THIS ASSIGNMENT OF NEIGHBORHOOD DEVELOPER RIGHTS (this "**Assignment**") is entered into as of December 21, 2020 ("**Effective Date**"), by and between SUNDANCE PARTNERS, LTD., a Utah limited partnership ("**Assignor**"), and STORYTELLER CANYON PROPERTY OWNER, LP, a Delaware limited partnership ("**Assignee**").

RECITALS

A. Assignor is the "Neighborhood Developer" under that certain Neighborhood Charter for The Ridge Lots at Sundance Community Preserve, Sundance Recreation Resort, Plat K dated January 5, 2005 and recorded March 7, 2005 as Entry No. 23603:2005 in the official records of the Utah County Recorder's Office, Utah County, Utah (the "**Official Records**"), as amended by First Amendment to Neighborhood Charter for The Ridge Lots at Sundance Community Preserve, Sundance Recreation Resort, Plat K dated April 7, 2006 and recorded April 11, 2006 as Entry No. 43464:2006 in the Official Records (collectively, and as the same from time to time may be amended, the "**Charter**"). The Charter was recorded against the real property identified on **Exhibit A** attached hereto.

B. The Charter establishes certain easements, covenants, conditions, approval rights and restrictions that run with the real property described in the Charter. Capitalized terms used but not defined herein shall have the meanings set forth in the Charter.

C. Pursuant to that certain Purchase and Sale Agreement (the "**Purchase Agreement**"), dated November 4, 2020, Assignor agreed to sell, and Assignee agreed to purchase property in Utah County, Utah, as more particularly set forth in the Purchase Agreement.

D. In connection with the Purchase Agreement, and in furtherance of the consummation of the transactions contemplated thereby, Assignor desires to assign to Assignee and Assignee desires to assume from Assignor, all of Assignor's rights, if any, under the Charter, Articles of Incorporation of The Ridge Lots at Sundance Community Preserve Owners

Association, Inc., and Bylaws of The Ridge Lots at Sundance Community Preserve Owners Association, Inc. (collectively, the “**Project Documents**”) from and after the Effective Date.

AGREEMENTS

NOW, THEREFORE, in consideration of the covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. Assignment of Neighborhood Developer Rights. Assignor hereby assigns, transfers, conveys and sets over to Assignee all of Assignor’s rights, title and interest obligations, responsibilities, duties and liabilities as Neighborhood Developer, or in any other capacity, in and to or arising out of and related to the Project Documents (collectively, the “**Neighborhood Developer Rights**”), including, without limitation, any and all Neighborhood Developer approval, consent and designation rights.

2. Assumption of Neighborhood Developer Rights. Assignee hereby assumes all of Assignor’s right, authority, title, interest, obligations, responsibilities, duties and liabilities as Neighborhood Developer pursuant to the Charter, which arise and accrue pursuant to the Charter from and after the Effective Date.

3. Further Action. Each of the parties hereto shall execute and deliver such documents and other papers and take such further actions as may be reasonably required to carry out the provisions hereof and give effect to the transactions contemplated hereby.

4. Recording. This Assignment shall be recorded in the Official Records.

5. Counterparts. This Assignment may be executed in one or more counterparts, each of which shall be an original, and all of which together shall constitute a single instrument.

6. Successors and Assigns. This Assignment shall be binding upon and inure to the benefits of the parties hereto and their successors and assigns.

7. Governing Law. This Assignment shall be interpreted in accordance with the laws of the State of Utah without giving effect to its choice of law provisions.

[Signature pages follow.]

Witness, the hand of said Assignor, this 20th day of December 2020.

SUNDANCE PARTNERS, LTD.,
a Utah limited partnership

By: SUNDANCE HOLDINGS, L.L.C.,
a Utah limited liability company,
Its General Partner

By: SUNDANCE ENTERPRISES, INC.,
a Utah corporation,
Its Managing Member

By: Charles Robert Redford, Jr.

Name: Charles Robert Redford, Jr.

Title: President

STATE OF New Mexico)
COUNTY OF Santa Fe) :ss.

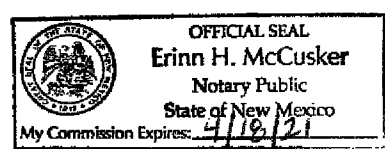
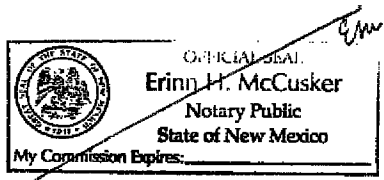
The foregoing instrument was acknowledged before me this 20th day of December 2020 by Charles Robert Redford, Jr., as President of Sundance Enterprises, Inc., a Utah corporation, the Managing Member of Sundance Holdings, L.L.C., a Utah limited liability company, the General Partner of Sundance Partners, Ltd., a Utah limited partnership.

Erinn H. McCusker
NOTARY SIGNATURE

My Commission Expires: 4/18/21
Residing at: Santa Fe, NM

(SEAL)

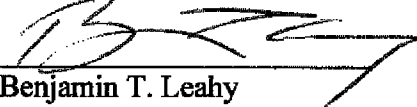
[Signature pages continue.]



Witness, the hand of said Assignee, this 16 day of December 2020.


STORYTELLER CANYON PROPERTY OWNER, LP,
a Delaware limited partnership

By: Storyteller Canyon GP, LLC,
a Delaware limited liability company,
its general partner

By: 
Name: Benjamin T. Leahy
Title: Authorized Signatory

STATE OF NY)
) :ss.
COUNTY OF WESTCHESTER

The foregoing instrument was acknowledged before me this 16 day of December 2020 by Benjamin T. Leahy, as Authorized Signatory of Storyteller Canyon GP, LLC, a Delaware limited liability company, the general partner of Storyteller Canyon Property Owner, LP, a Delaware limited partnership.


NOTARY SIGNATURE

My Commission Expires: 4-17-2021

Residing at: 222 PURCHASE ST

(SEAL)
SCOTT GOWE
NOTARY PUBLIC OF NEW YORK
I.D. #01GO6357188
MY COMMISSION EXPIRES 4/17/2021

Exhibit A
To
Assignment of Neighborhood Developer Rights

(Description of Real Property)

Lot Nos. 1-9, inclusive, THE RIDGE LOTS AT SUNDANCE COMMUNITY PRESERVE, A SUNDANCE RECREATIONAL RESORT, PLAT K according to the official plat thereof on file and of record in the Office of the Utah County Recorder.