



ENT 26568:2017 PG 1 of 10
JEFFERY SMITH
UTAH COUNTY RECORDER
2017 Mar 20 11:14 am FEE 47.00 BY MG
RECORDED FOR JOHN LINTON

WHEN RECORDED MAIL TO:

D.R. Horton, Inc.
12351 South Gateway Park Place, Suite D-100
Draper, Utah 84020
Attn: Boyd A. Martin, Division President

Above space for recorder's use

MEMORANDUM OF THE RIGHT OF FIRST REFUSAL

THIS MEMORANDUM OF THE RIGHT OF FIRST REFUSAL (this “**Memorandum**”) is made as of March 15 2017, between SCOTT COOPER McLACHLAN, JULIE ANN McLACHLAN, CRYSTAL ANIMAL FOODS, INC. and RIVER JORDAN, LLC, a Utah limited liability company (collectively referred to herein as the “**Mink Property Owner**”), and D.R. HORTON, INC., a Delaware corporation (“**Buyer**”), who agree as follows:

RECITALS

A. The Mink Property Owner is the owner of approximately 230 acres of real property situated in Utah County (the “**County**”), Utah on which the Mink Property Owner has operated a mink farm, which real property is more particularly described in Exhibit 1 (the “**Mink Property**”).

B. The Mink Property Owner and Buyer have entered into that certain Real Estate Purchase Contract for Land and Addendum No. 1 thereto dated March 15, 2017 (the “**Contract**”), pursuant to which the Mink Property Owner has granted to Buyer a right of first refusal (the “**Right of First Refusal**”) to purchase the Mink Property, upon and subject to the provisions and conditions set forth in the Contract. The Contract is incorporated in this Memorandum by this reference.

AGREEMENT

1. The Mink Property Owner hereby confirms that the Mink Property Owner has granted to Buyer the Right of First Refusal to purchase from the Mink Property Owner the Mink Property, upon and subject to the provisions and conditions set forth in the Contract, as the same may be amended from time to time.

2. This Memorandum is being recorded to provide notice to any and all persons or entities claiming or asserting an interest in the Mink Property of the rights and obligations of the parties to the Contract and is not intended to modify or change the provisions of the Contract. To the extent of any inconsistency between the Contract and this Memorandum, the Contract shall control.

3. This Memorandum shall inure to the benefit of and shall be binding upon Buyer and the Mink Property Owner and their respective successors and assigns.

**MINK PROPERTY
OWNER:**

Scott Cooper McLachlan
Scott Cooper McLachlan
Date of Execution: March 15, 2017

Julie Ann McLachlan
Julie Ann McLachlan
Date of Execution: March 15, 2017

CRYSTAL ANIMAL FOODS, INC.,

By: Scott McLachlan
Name: Scott McLachlan
Title: Manager
Date of Execution: March 15, 2017

RIVER JORDAN, LLC,
a Utah limited liability company

By: Scott McLachlan
Name: Scott McLachlan
Title: Manager
Date of Execution: March 15, 2017

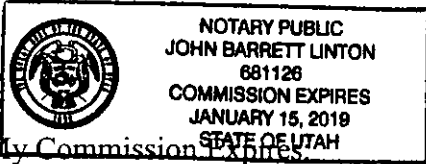
BUYER:

D.R. HORTON, INC.,
a Delaware corporation

By: BA Martin
Name: BA MARTIN
Title: V.P. & DIVISION PRESIDENT
Date of Execution: March 15, 2017

STATE OF UTAH)
 : ss.
COUNTY OF Utah)

The foregoing instrument was acknowledged before me this 15 day of March, 2017, by Scott Cooper McLachlan.

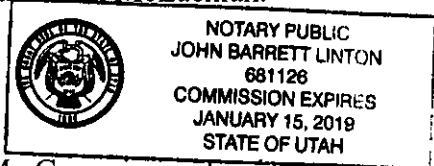


My Commission Expires:
1-15-19

John B. Linton
NOTARY PUBLIC
Residing at: Utah Co.

STATE OF UTAH)
 : ss.
COUNTY OF Utah)

The foregoing instrument was acknowledged before me this 15 day of March, 2017, by Julie Ann McLachlan.



My Commission Expires:
1-15-19

John B. Linton
NOTARY PUBLIC
Residing at: Utah Co.

STATE OF UTAH)
 : ss.
COUNTY OF Utah)

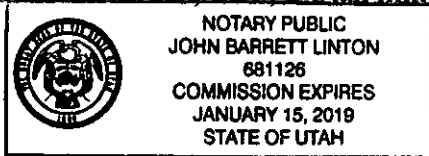
The foregoing instrument was acknowledged before me this 15 day of March, 2017, by Scott C. McLachlan in such person's capacity as the Manager of Crystal Animal Foods, Inc.

My Commission Expires:
1-15-19

John B. Linton
NOTARY PUBLIC
Residing at: Utah Co.

STATE OF UTAH)
 : ss.
COUNTY OF Utah)

The foregoing instrument was acknowledged before me this 15 day of March, 2017, by Scott C. McClachlan in such person's capacity as the Manager of River Jordan, L.L.C., a Utah limited liability company.



[Signature]
NOTARY PUBLIC
Residing at: Utah Co.

My Commission Expires:
1-15-19

STATE OF UTAH)
 : ss.
COUNTY OF Utah)

The foregoing instrument was acknowledged before me this 15 day of March, 2017, by DA Martin as the V.P. and Division President of D.R. HORTON, INC., a Delaware corporation.

[Signature]
NOTARY PUBLIC
Residing at: Utah County

My Commission Expires:
06/12/2017

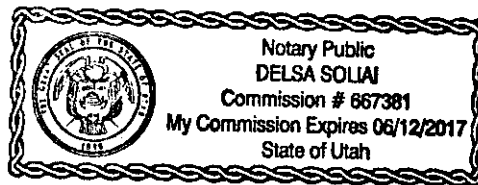


Exhibit 1
to the Memorandum of the Right of First Refusal

Legal Description of the Mink Property

Parcel 1 - Vested Owner: Crystal Animal Foods, Inc.

BEGINNING AT A POINT LOCATED 931.73 FEET EAST AND 2528.28 FEET SOUTH AND 30.0 FEET SOUTH 0°09'20" WEST FROM THE NORTH QUARTER CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE; SOUTH 0°09'20" WEST 414.32 FEET, THENCE SOUTH 68°35'32" EAST 385.19 FEET; THENCE NORTH 0°09'20" EAST 556.39 FEET, THENCE SOUTH 89°45'52" WEST 359.00 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH AND SUBJECT TO A RIGHT OF WAY DESCRIBED AS FOLLOWS: BEGINNING AT A POINT LOCATED 931.73 FEET EAST AND 2528.28 FEET SOUTH FROM THE NORTH QUARTER CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE; NORTH 89°45'52" EAST 1453.54 FEET, THENCE ALONG A CURVE TO THE RIGHT 29.17 FEET (DELTA = 55°42'52", RADIUS = 30.0 FEET), THENCE SOUTH 88°30'57" WEST 21.87 FEET, THENCE SOUTH 6°25'12" WEST 16.54 FEET; THENCE SOUTH 89°45'52" WEST 1453.74 FEET; THENCE NORTH 0°09'20" EAST 30.0 FEET TO THE POINT OF BEGINNING.

58-023-0036

Parcel 2 – Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

COMMENCING NORTH 721.13 FEET AND WEST 1462.85 FEET FROM THE EAST QUARTER CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 0°13'17" EAST 620.66 FEET; THENCE SOUTH 89°45'52" WEST 278.53 FEET; THENCE SOUTH 0°09'20" WEST 410.18 FEET; THENCE NORTH 68°35'32" WEST 148.11 FEET; THENCE NORTH 0°13'17" WEST 700.05 FEET; NORTH 56°22'29" EAST 501.8 FEET TO THE POINT OF BEGINNING.

58-023-0078

Parcel 3 – Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

COMMENCING SOUTH 579.19 FEET AND EAST 1202.57 FEET FROM THE NORTH QUARTER CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 0°13'17" EAST 1357.77 FEET; THENCE SOUTH 56°22'29" WEST 501.79 FEET; THENCE NORTH 0°13'17" WEST 479.32 FEET; THENCE WEST 516.1 FEET; THENCE NORTH 10°53'58" WEST 387.62 FEET THENCE NORTH 44°56'58" WEST 236.65 FEET THENCE NORTH 19°23'58" WEST 516.7 FEET; THENCE NORTH 43°17'58" WEST 161.69 FEET; THENCE NORTH 89°54'48" EAST 1453.04 FEET TO THE POINT OF BEGINNING.

58-023-0076

Parcel 4 – Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

COMMENCING NORTH 718.1 FEET AND WEST 41.63 FEET FROM THE EAST QUARTER CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE NORTH 0°00'23" WEST 579.77 FEET; THENCE 89°57'40" WEST 1422.88 FEET; THENCE SOUTH 0°13'17" EAST 581.08 FEET; THENCE NORTH 89°54'31" EAST 1420.67 FEET TO THE POINT OF BEGINNING.

ALSO COMMENCING SOUTH 1365.64 FEET AND WEST 24.82 FEET FROM THE NORTHEAST CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 89°57'40" WEST 1416.73 FEET; THENCE NORTH 0°17'12" WEST 83.94 FEET; THENCE NORTH 89°57'40" EAST 1416.98 FEET; THENCE SOUTH 0°06'48" EAST 83.94 FEET TO THE POINT OF BEGINNING.

58-023-0002

Parcel 5 – Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

COMMENCING SOUTH 89°54'48" WEST 27.52 FEET ALONG THE SECTION LINE FROM THE NORTHEAST CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 89°54'48" WEST 1420.85 FEET; THENCE SOUTH 00°17'12" EAST

1280.49 FEET; THENCE NORTH 89°57'40" EAST 1416.98 FEET; THENCE NORTH 00°06'48" WEST 1281.66 FEET TO THE POINT OF BEGINNING.

58-023-0003

Parcel 6 - Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

COMMENCING AT THE NORTH QUARTER CORNER OF SECTION 11, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE NORTH 89°54'48" EAST 1205.64 FEET ALONG SECTION LINE; THENCE SOUTH 0°13'17" EAST 580.572 FEET; THENCE SOUTH 89°54'48" WEST 1469.045 FEET; THENCE NORTH 43°17'58" WEST 59.11 FEET; THENCE NORTH 24°58'58" WEST 592.6 FEET; THENCE NORTH 89°55'02" EAST 551.98 FEET ALONG SECTION LINE TO THE POINT OF BEGINNING.

58-023-0034

Parcel 7 – Vested Owner: Scott C. McLachlan

COMMENCING AT A POINT 330 FEET NORTH OF THE SOUTHEAST CORNER OF SECTION 2, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE NORTH 330 FEET; THENCE WEST 31.25 CHAINS; THENCE SOUTH 330 FEET; THENCE EAST 31.25 CHAINS TO THE POINT OF BEGINNING.

LESS AND EXCEPTING THEREFROM A STRIP OF LAND 33 FEET WIDE FOR UTAH LAKE DISTRIBUTING COMPANY CANAL, AS DESCRIBED IN WARRANTY DEED #8489 IN BOOK 336 AT PAGE 149.

TOGETHER WITH A RIGHT OF WAY FOR INGRESS AND EGRESS, TO BE USED IN COMMON WITH THE OWNER OF THE PARCEL ADJACENT TO THE SOUTH; BEGINNING AT A POINT WHICH IS NORTH ALONG THE SECTION LINE 325.75 FEET FROM THE SOUTHEAST CORNER OF SECTION 2, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; AND RUNNING THENCE WEST 1795.25 FEET; THENCE NORTH 119.25 FEET; THENCE WEST 117.25 FEET; THENCE NORTH 16.5 FEET; THENCE EAST 133.75 FEET; THENCE SOUTH 119.25; THENCE EAST 1778.75 FEET; THENCE SOUTH 16.5 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH THE FOLLOWING: COMMENCING NORTH 330 FEET AND WEST 17.26 FEET FROM THE SOUTHEAST CORNER OF SECTION 2, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE NORTH 0°07'50" WEST 330 FEET; THENCE WEST 1484.36 FEET; THENCE SOUTH 26°21'00" WEST 242.19 FEET; SOUTH 1°11'00" WEST 113 FEET; THENCE EAST 1594.94 FEET TO THE POINT OF BEGINNING.

58-021-0045 & 58-021-0164

Parcel 8 – Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

THAT PORTION OF GOVERNMENT LOT 3 OF THE NORTHWEST QUARTER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; ACCORDING TO THE OFFICIAL PLAT THEREOF IN THE OFFICE OF THE COUNTY RECORDER OF UTAH COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHICH IS SOUTH 0°21'39" EAST 293.44 FEET ALONG THE SECTION LINE FROM THE NORTHWEST CORNER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; AND RUNNING THENCE NORTH 89°50'00" EAST 305.74 FEET; THENCE SOUTH 89°49'25" EAST 702.57 FEET; THENCE SOUTH 251.73 FEET; THENCE SOUTH 89°49'25" EAST 30.00 FEET; THENCE SOUTH 162.04 FEET; THENCE SOUTH 31°13'00" WEST 102.66 FEET; THENCE NORTH 89°49'25" WEST 981.96 FEET TO THE SECTION LINE; NORTH 0°21'39" WEST 499.92 FEET ALONG THE SECTION LINE TO THE POINT OF BEGINNING.

LESS AND EXCEPTING ANY PORTION LYING WITHIN THE JORDAN RIVER.

58-025-0022

Parcel 9 – Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

COMMENCING SOUTH 793.34 FEET AND EAST 5 FEET FROM THE NORTHWEST CORNER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 89°49'25" EAST 958.54 FEET; THENCE SOUTH 09°46'58" EAST 211.85 FEET; THENCE SOUTH 72°22'29" EAST 322.62 FEET; THENCE

SOUTH 216.73 FEET; THENCE SOUTH 10.27 FEET; THENCE SOUTH 2 FEET; THENCE NORTH 89°39'12" WEST 281.13 FEET; THENCE NORTH 89°39'12" WEST 1017.55 FEET; THENCE NORTH 00°21'39" WEST 530.52 FEET TO THE POINT OF BEGINNING.

58-025-0023

Parcel 10 – Vested Owner: River Jordan, LLC, a Utah Limited Liability Company

COMMENCING SOUTH 1335 FEET AND EAST 5 FEET FROM THE NORTHWEST CORNER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE EAST 1302 FEET; THENCE NORTH 160 FEET; THENCE SOUTH 85°04' EAST 633.60; THENCE NORTH 74°45' EAST 529.60 FEET; THENCE SOUTH 60°44' EAST 400 FEET; THENCE SOUTH 62°11' EAST 136.50 FEET; THENCE SOUTH 32°06' WEST 90.60 FEET; THENCE SOUTH 89°19' WEST 293.70 FEET; THENCE SOUTH 69°19' WEST 228.20 FEET; THENCE SOUTH 24° WEST 270 FEET; THENCE SOUTH 2°50' EAST 211.11 FEET; THENCE WEST 2259.17 FEET; THENCE NORTH 632.84 FEET TO THE POINT OF BEGINNING

LESS: BEGINNING AT A POINT 1781.16 FEET AND EAST 1409.67 FEET FROM THE NORTHWEST CORNER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; AND RUNNING THENCE SOUTH 76°46'35" EAST 431.51 FEET; THENCE NORTH 16°58'50" WEST 198.28 FEET; THENCE NORTH 76°46'35" WEST 331.76 FEET; THENCE SOUTH 13°13'25" WEST 171.36 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH A RIGHT OF WAY OVER THE FOLLOWING DESCRIBED LAND:

BEGINNING AT A POINT ON THE EAST BOUNDARY OF A COUNTY ROAD WHICH POINT IS SOUTH 1771.67 FEET AND EAST 5.00 FEET FROM THE NORTHWEST CORNER OF SAID SECTION 12, AND RUNNING THENCE NORTH 89°08'57" EAST 1411.99 FEET ALONG A FENCE LINE; THENCE NORTH 13°13'25" EAST 51.24 FEET; THENCE SOUTH 89°08'57" WEST 1423.78 FEET TO THE EAST BOUNDARY OF SAID ROAD; THENCE SOUTH 50.00 FEET ALONG THE EAST BOUNDARY OF SAID ROAD TO THE POINT OF BEGINNING.

ALSO LESS: COMMENCING 37 ½ RODS NORTH OF THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE WEST 12 RODS; THENCE NORTH 42 ½ RODS; THENCE EAST 12 RODS; THENCE SOUTH 42 ½ RODS TO BEGINNING.

LESS: ALL THAT PORTION OF THE PROPERTY SITUATED IN THE NORTHWEST QUARTER AND LOT 6 OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; AND COMMONLY KNOWN AS THE HORSESHOE BEND OF THE JORDAN RIVER IN THE LEHI FIELD, UTAH COUNTY, UTAH AND COMPRISING ALL OF THE LAND IN SAID HORSESHOE BEND AND UP THE RIVER BANK.

58-025-0010

Parcel 11 – Vested Owner: Scott Cooper McLachlan and Julie Ann McLachlan, his wife

BEGINNING AT A POINT WHICH IS SOUTH 1967.82 FEET AND EAST 1102.75 FEET FROM THE NORTHWEST CORNER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST SALT LAKE BASE AND MERIDIAN; THENCE EAST 1161.42 FEET; THENCE SOUTH 2°50' EAST 153.89 FEET; THENCE SOUTH 12°37' EAST 349 FEET; THENCE SOUTH 88°07' WEST 960 FEET; THENCE SOUTH 70°40' WEST 112 FEET; THENCE SOUTH 89°49' WEST 179.21 FEET; THENCE NORTH 559.57 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH AN EASEMENT AND RIGHT OF WAY ACROSS THE FOLLOWING DESCRIBED LAND: BEGINNING AT A POINT WHICH IS SOUTH 1967.82 FEET AND EAST 5 FEET FROM THE NORTHWEST CORNER OF SECTION 12, TOWNSHIP 5 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE EAST 1097.75 FEET; THENCE SOUTH 50 FEET; THENCE EAST 1097.75 FEET; THENCE NORTH 50 FEET TO THE POINT OF BEGINNING.

58-025-0009