

WHEN RECORDED, MAIL TO:
Tooele Investors, LLC
C/O Vectra Management Group
505 Park Avenue, Suite 403
New York, NY 10022

MNT # 60938
03-014-0-0002;
03-014-0-0005; 03-024-0-0003

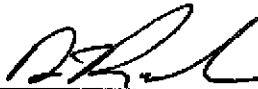
Trustee's Deed

Pursuant to the *Order Granting Motion Seeking (1) Authorization of Public Sale of Real Property and Water Rights Located in Tooele County, Utah Out of the Ordinary Course of Business and Free and Clear of All Interests Pursuant to 11 U.S.C. § 363, (2) Approval of Procedures for Public Sale, and (3) Authorization for Trustee to Pay Auctioneer and Real Property Taxes from Gross Sale Proceeds*, entered by the United States Bankruptcy Court for the District of Utah in Bankruptcy Case No. 11-35082 [Docket No. 1388] (the "Court Order"), a copy of which is attached hereto as **Exhibit 1**, D. Ray Strong (the "Trustee"), solely in his capacity as Liquidating Trustee of the Consolidated Legacy Debtors Liquidating Trust (the "Trust"), in exchange for \$1,481,580.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, sells, transfers and conveys to Tooele Investors, LLC, a Utah limited liability company (the "Purchaser"), all of the Trust's right, title and interest in and to the following real property located in Tooele County, Utah:

See legal description attached hereto as Exhibit 2.

This conveyance is made pursuant to the terms of the Court Order, the auction procedures approved by the Court Order, and that certain Deposit and Obligation Agreement dated March 14, 2018 between the Purchase and the Trustee, on behalf of the Trust, and is specifically made without any additional representations or warranties of any kind.

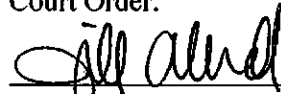
Dated this 12th day of April, 2018.



D. Ray Strong, in his capacity as Liquidating Trustee of the Consolidated Legacy Debtors Liquidating Trust

STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On the date first above written, D. Ray Strong, solely in his capacity as Liquidating Trustee of the Consolidated Legacy Debtors Liquidating Trust, personally appeared before me and, being duly sworn, acknowledged to me that he signed the foregoing instrument in accordance with the above-mentioned Court Order.


Notary Public

My commission expires: May 18, 2021

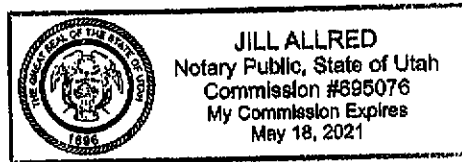
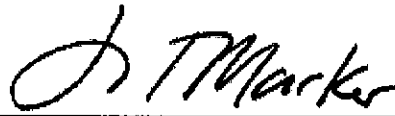


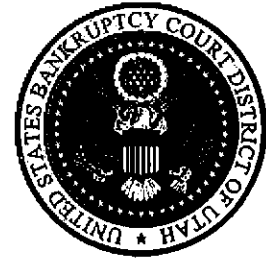
EXHIBIT 1
(Court Order)

This order is SIGNED.

Dated: January 17, 2018



JOEL T. MARKER
U.S. Bankruptcy Judge



msc

Proposed and Submitted By:

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*Attorneys for D. Ray Strong, Liquidating Trustee of the
Consolidated Legacy Debtors Liquidating Trust*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH**

In re:

CASTLE ARCH REAL ESTATE
INVESTMENT COMPANY, LLC; CAOP
MANAGERS, LLC; CASTLE ARCH
KINGMAN, LLC; CASTLE ARCH
SECURED DEVELOPMENT FUND, LLC;
CASTLE ARCH SMYRNA, LLC; CASTLE
ARCH STAR VALLEY, LLC; *and*

CASTLE ARCH OPPORTUNITY
PARTNERS I, LLC; CASTLE ARCH
OPPORTUNITY PARTNERS II, LLC,

Debtors.

Case Nos. 11-35082, 11-35237,
11-35243, 11-35242 and 11-35246
(Substantively Consolidated)

Case Nos. 11-35241 and 11-35240
(Jointly Administered)

(Chapter 11)
The Honorable Joel T. Marker

- Affects All Debtors
- Affects Only the Substantively Consolidated Debtors
- Affects only Castle Arch Opportunity Partners I, LLC
- Affects only Castle Arch Opportunity Partners II, LLC

ORDER GRANTING TO MOTION SEEKING (1) AUTHORIZATION OF PUBLIC SALE OF REAL PROPERTY AND WATER RIGHTS LOCATED IN TOOELE COUNTY, UTAH OUT OF THE ORDINARY COURSE OF BUSINESS AND FREE AND CLEAR OF ALL INTERESTS PURSUANT TO 11 U.S.C. § 363, (2) APPROVAL OF PROCEDURES FOR PUBLIC SALE, AND (3) AUTHORIZATION FOR TRUSTEE TO PAY AUCTIONEER AND REAL PROPERTY TAXES FROM GROSS SALE PROCEEDS

The matter before the Court is the Trustee's *Motion Seeking (1) Authorization of Public Sale of Real Property and Water Rights Located in Tooele County, Utah Out of the Ordinary Course of Business and Free and Clear of All Interests Pursuant to 11 U.S.C. § 363, (2) Approval of Procedures for Public Sale, and (3) Authorization for Trustee to Pay Auctioneer and Real Property Taxes from Gross Sale Proceeds* [Docket No. 1380] (the "Motion"), seeking among other things, authorization to sell certain real property defined in the Motion as the "Property" at a public sale to be conducted under the Trustee's direction by Statewide Auction Company ("Statewide") pursuant to a "Real Estate Auction Agreement" attached as Exhibit B to the Motion. The Trustee further requests approval of certain "Auction Procedures" outlined in the Motion and the Real Estate Auction Agreement.

The Motion was served through the Court's CM/ECF system upon all parties that receive electronic notice in this case. In addition, a *Notice of Hearing* [Docket No. 1383] (the "Notice") that provided for, among other things, notice of the reserved hearing on the Motion and notice of the deadline of January 16, 2018, for filing responses to the Motion, was properly served on all parties in interest in this case, and no further notice is required. No responses to the Motion have been filed or received by the Trustee or his counsel.

The Court has considered the Motion, the *Declaration of D. Ray Strong* filed in support of the Motion [Docket No. 1381], the Notice, the *Certificate of Service* attached to the Notice, and applicable law. The Court finds that based thereon, the Trustee has established that a sound business purpose exists for the public sale; the Motion and the Notice provide adequate and reasonable notice of the public sale to interested parties, including by providing full disclosure of the Auction Procedures; a public sale conducted in accordance with the Auction Procedures set forth in the Motion and the Real Estate Auction Agreement, after marketing as described therein, will produce a sales price that is fair and reasonable; and a public sale conducted by Statewide in accordance with the Auction Procedures set forth in the Motion and the Real Estate Auction Agreement will produce a good faith buyer under 11 U.S.C. § 363(m). Sale of the Property free and clear of interests pursuant to 11 U.S.C. § 363(b) and (f) is appropriate because, to the extent any interests exist, they are adequately protected inasmuch as they will attach to the net proceeds of the sale as set forth in the Motion. Finally, the Auction Procedures proposed by the Trustee are reasonable, and it is appropriate to pay taxes and the costs of the sale, including Statewide pursuant to the terms of the Real Estate Auction Agreement, from the gross proceeds of the public sale. Accordingly, for good cause shown,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**;
2. The Trustee is **AUTHORIZED** to sell the Property at public auction free and clear of all interests pursuant to 11 U.S.C. § 363(b) and (f);
3. The Real Estate Auction Agreement, including Auction Procedures outlined in the Motion and that Agreement, are **APPROVED**;

4. The Trustee is **AUTHORIZED** to pay from the gross proceeds of the sale property taxes and the costs of sale, including compensation to Statewide as provided for in the Real Estate Auction Agreement; and
5. The hearing on the Motion scheduled for January 29, 2018 is hereby **STRICKEN**.

End of Order

EXHIBIT 2
(Legal Description)

Exhibit "A"

Parcel 1:

The West half of the Southeast quarter (W2SE4) and the East half of the Southwest quarter (E2SW4) of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian.

Less and excepting therefrom that portion of the subject property as disclosed by that certain Warranty Deed recorded July 13, 1979 as Entry No. 331824 in Book 173 at Page 373, being described as follows:

Beginning on the Southeasterly right of way line of the Southern Pacific Los Angeles and Salt Lake Railroad, which point is 2229.34 feet West from the East quarter corner of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian; thence running South 44°27' West 42.02 feet along said railway right of way; thence East 280.17 feet; thence North 44°27' East 18.91 feet; thence East 645.36 feet; thence North 16.50 feet; thence West 909.34 feet to the point of beginning.

Also less and excepting therefrom that portion of the subject property as disclosed by that certain Warranty Deed recorded March 12, 1979 as Entry No. 329560 in Book 169 at Page 430, being described as follows:

Beginning on the Southeasterly right of way line of the SPLA & SL RR, which point is 33 feet South and 2257.30 feet West from the East quarter corner of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian; and running thence South 44°27' West 600 feet along said RR right of way; thence South 45°33' East 200 feet; thence North 44°27' East 796.2 feet; thence West 280.17 feet to the point of beginning.

Also Less and excepting therefrom that portion of the subject property being described as follows:

The Northwest quarter of the Southwest quarter (NW4SW4) of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian; and that portion the Northeast quarter of the Southwest quarter (NE4SW4) and the Northwest quarter of the Southeast quarter (NW4SE4) and that portion of the Northwest quarter of the Southeast quarter of the Southwest quarter (NW4SE4SW4) of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian lying Northwesterly of the North right of way line of the San Pedro, Los Angeles & Salt Lake Railroad.

Also less and excepting therefrom that portion lying within the County Roads.

Parcel 2:

The East half of Southeast quarter (E2SE4) of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian.

Less and Excepting therefrom that portion of subject property as disclosed by that certain Warranty Deed recorded July 13, 1979 as Entry No. 331826 in Book 173 at Page 375, being described as follows:

Beginning on the West right of way line of Droubay Road, which point is 33.00 feet West of the East quarter corner of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian; and running thence South 33.00 feet along said right of way; thence West 16.50 feet; thence North 213.50 feet to a point of curvature on a 100 foot radius curve to the left; thence Northwesterly 157.08 feet along the arc of said 100 foot radius curve; thence West 1170.5 feet; thence North 16.50 feet to the quarter section line; thence East 1287.00 feet to the point of beginning.

Also Less and Excepting therefrom that portion of the subject property as disclosed by that certain Warranty Deed recorded July 13, 1979 as Entry No. 331826 in Book 173 at Page 375, being described as follows:

Beginning at a point which lies 33.00 feet North and 33.00 feet West of the Southeast corner of Section 10, Township 3 South, Range 4 West, Salt Lake Base and Meridian; and running thence West 16.50 feet; thence North 200.00 feet; thence East 16.50 feet; thence South 200.00 feet to the point of beginning.

Also less and excepting therefrom that portion of the subject property lying within the County Roads.

Parcel 3:

The North half of the Northeast quarter of Section 15, Township 3 South, Range 4 West, Salt Lake Base and Meridian.

Less and excepting therefrom that portion of the subject property as disclosed by that certain Warranty Deed recorded July 13, 1979 as Entry No. 331824 in Book 173 at Page 373, being described as follows:

Beginning at a point which lies 33.00 feet South and 33.00 West of the Northeast corner of Section 15, Township 3 South, Range 4 West, Salt Lake Base and Meridian; and running thence South 200.00 feet; thence West 16.50 feet; thence North 200.00 feet; thence East 16.50 feet to the point of beginning.

Also less and excepting therefrom that portion of the subject property as disclosed by that certain Warranty Deed recorded November 26, 1926 in Book 3M at Page 121, being described as follows:

Beginning 12.74 chains South and 50 links West of Northeast corner of Section 15, Township 3 South, Range 4 West, Salt Lake Base and Meridian; thence South 3.02 chains; thence West 3.25 chains; thence North 3.02 chains; thence East 3.25 chains to the point of beginning.

Also less and excepting therefrom that portion of the subject property lying within the County Roads.