

Ent 490917 Bk 1330 Pg 437-450  
Date: 22-DEC-2020 1:33:12PM  
Fee: \$40.00 Check Filed By: HP  
PEGGY FOY SULSER, Recorder  
WASATCH COUNTY CORPORATION  
For: AJ FIRESIDE PARK CITY LLC

When recorded, return to:

Wasatch County Clerk  
25 North Main  
Heber City, UT 84032

Affects Parcel Nos.: See Exhibit A

**FIRST AMENDMENT TO BENLOCH RANCH  
DEVELOPMENT AGREEMENT**

This First Amendment to Benloch Ranch Development Agreement ("*Amendment*") is entered into this 24<sup>th</sup> day of November, 2020 ("*Amendment Date*"), by and between AJ Fireside Park City LLC, a Delaware limited liability company ("*Developer*"), and Wasatch County, a political subdivision of the State of Utah ("*County*" and collectively with Developer, the "*Parties*").

**RECITALS**

WHEREAS, the Parties entered into the Benloch Ranch Development Agreement dated June 4, 2020 (the "*DA*"), and which is recorded as Entry # 479211 in the recorder's office of Wasatch County.

WHEREAS, the DA applies to the real property described in Exhibit A attached to this Amendment, and the legal description of the Property from the DA is attached as Exhibit A to facilitate recording this First Amendment.

WHEREAS, by this Amendment, the Parties have agreed to revise and amend certain terms in the DA.

NOW, THEREFORE, in consideration of the mutual promises, covenants, and provisions set forth herein, the receipt and adequacy of which are hereby acknowledged, the Parties hereby modify the DA as follows:

**AGREEMENT**

1. Incorporation/Interpretation. All of the terms of the DA are incorporated into this Amendment, except as revised below. In the event of a conflict between the DA and this Amendment, this Amendment shall control. Capitalized terms in this Amendment shall have the same meaning given in the DA, except if there is a conflict, then this Amendment's definition shall control. The Parties acknowledge the truth and accuracy of the above recitals and incorporate the same herein by this reference.

2. Amendment to Section 3.1(e). Section 3.1(e) of the DA shall be entirely removed and deleted and shall be replaced with the following language:

“e) Stub Streets. The County Fire District required stub streets in addition to those depicted in the Preliminary Application, and such additional stub streets are depicted in **Exhibit J Amended** attached to this Agreement. Developer shall incorporate the stub streets depicted in **Exhibit J Amended** and the County shall verify the inclusion of such stub streets at the applicable Final Application. **Exhibit J Amended** shows a connection to the real property on the northwest corner of the Property, which was at one time part of the Jackson Fork project, which was a part of the Cummings Development described in the Entitlement Agreement when the Jackson Fork project received master plan approval, but was not part of the Cummings Development when the Entitlement Agreement was executed (“*David Cummings Property*”). Developer will improve the connection to the David Cummings Property pursuant to a separate agreement between Developer and the owner of the David Cummings Property, and as a Phase Project Improvement for the Phase 1A final plat.”

3. Amendment to Exhibit J. Exhibit J to the DA shall be entirely removed and deleted and shall be replaced with the *Exhibit J Amended* attached to this Amendment.

4. Addition of Section 3.1(b)(7)(A). The following shall be added as Section 3.1(b)(7)(A) of the DA:

“(A) The County has approved the Road Dedication Plat for “**Benloch Ranch Road**” (also referred to herein as the Spine Road) and the Road Dedication Plat has been or soon will be recorded in the official records of the Wasatch County Recorder. Benloch Ranch Road is depicted in the attached **Exhibit I-1**. The parties acknowledge and agree that Developer will provide financial assurance for or complete improvements for, in accordance with Applicable Law, Benloch Ranch Road in phases, as follows:

(1) Benloch Ranch Road Phase 1 (consisting of the portion of Benloch Ranch Road from State Route 32 to Benloch Ranch Road’s intersection with Fireside Drive, as depicted on Exhibit I-1): Developer to provide the financial assurance for the portion of Benloch Ranch Road in the Benloch Ranch Road Phase 1 as part of, and concurrent with, the Phase 1A financial assurance; and

(2) Benloch Ranch Road Remaining Phases (consisting of the remaining portions of Benloch Ranch Road other than Benloch Ranch Road Phase 1 described in (1) above): Developer will complete improvements of or provide financial assurances for the portions of Benloch Ranch Road in the Benloch Ranch Road Remaining Phases in connection with each, which may be one or more, Subdivision plat(s) for lots accessed by such portions of Benloch Ranch Road in the Benloch Ranch Road Remaining Phases. Developer will not sell any property which, when developed in accordance with the Preliminary Plan, would require access or secondary access on Benloch Ranch Road, without completing improvements of or providing financial assurances for those portions of Benloch Ranch Road.”

5. Addition of Exhibit I-1. *Exhibit I-1* attached to this Amendment to shall be added to the DA as **Exhibit I-1**.

6. Ratification; Effectiveness. The DA, as amended herein, shall remain in full force and effect. On or after the effective date of this First Amendment, each reference in the DA to "this Agreement," "hereunder," "hereof," "herein" or words of like import shall mean and be a reference to the DA as amended by this Amendment.

~ Signature pages follow ~

DATED as of the Amendment Date.

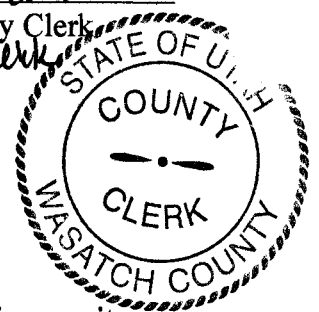
WASATCH COUNTY:

Attest:

By: *Mike Davis*  
Mike Davis, Wasatch County Manager

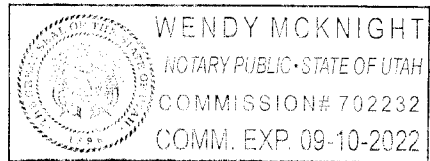
*Michelle W. Crook*  
~~Brent Titcomb, Wasatch County Clerk Auditor~~  
*Michelle Crook, deputy clerk*

STATE OF UTAH            )  
  ss:  
COUNTY OF WASATCH    )



The foregoing instrument was acknowledged before me this 24 day of November, 2020, by Mike Davis, who executed the foregoing instrument in his capacity as the Wasatch County Manager and by Brent Titcomb, who executed the foregoing instrument in his capacity as the Wasatch County Clerk Auditor.

*Wendy MCKnight*  
NOTARY PUBLIC



DEVELOPER:

AJ FIRESIDE PARK CITY LLC, a Delaware limited liability company

By: JORDANELLE RESERVOIR, LLC,  
a Wyoming limited liability company  
Its: Managing Member

By: Jamie Mackay  
Jamie Mackay, Managing Member

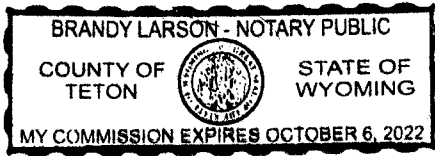
STATE OF Wyoming )

:SS

COUNTY OF Teton )

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of November, 2020, by Jamie Mackay, Managing Member of Jordanelle Reservoir, LLC, Managing Member of AJ FIRESIDE PARK CITY LLC, a Delaware limited liability company.

Brandy Larson  
NOTARY PUBLIC



**EXHIBIT A**  
**TO FIRST AMENDMENT TO BENLOCH RANCH DEVELOPMENT AGREEMENT**

**[LEGAL DESCRIPTION]**  
(Attached)



11-26-19

**EXHIBIT A**  
**LEGAL DESCRIPTION OF THE PROPERTY**

**PARCEL A**

A PARCEL OF LAND LOCATED IN SECTIONS 1, 2, 3, 10, AND 11, TOWNSHIP 3 SOUTH, RANGE 5 EAST, AND SECTIONS 34 AND 35, TOWNSHIP 2 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A PIN FOUND IN A STONE MARKING THE NORTHEAST CORNER OF SAID SECTION 1; THENCE S01°18'39"E 2649.96 FEET TO A FOUND HOLE IN THE ROCK MARKING THE EAST QUARTER CORNER OF SAID SECTION 1; THENCE S01°29'16"E 2544.74 FEET TO A FOUND REBAR AND CAP MARKED RLS 7600; THENCE N89°51'47"W 466.72 FEET TO A FOUND REBAR AND CAP MARKED CORNERSTONE RLS 7600; THENCE S00°36'10"E 466.74 FEET; THENCE N89°51'52"W 2308.93 FEET TO A FOUND STONE MARKING THE SOUTH QUARTER CORNER OF SAID SECTION 1; THENCE N89°51'50"W 2654.37 FEET TO A FOUND 3" PVC PIPE MARKING THE SOUTHWEST CORNER OF SAID SECTION 1; THENCE S00°06'39"E 1650.00 FEET TO A FOUND REBAR WITH NO CAP; THENCE S89°59'33"W 5283.73 FEET TO A FOUND REBAR WITH NO CAP; THENCE S00°10'22"E 976.48 FEET TO A FOUND REBAR AND CAP MARKED ALM ENG MARKING THE EAST QUARTER CORNER OF SAID SECTION 10; THENCE S88°28'47"W 1311.18 FEET TO A FOUND REBAR AND CAP MARKED ALPINE; THENCE S00°13'51"E 2604.55 FEET; THENCE N89°38'31"W 1321.78 FEET TO A FOUND REBAR AND CAP MARKED ALM ENG MARKING THE SOUTH QUARTER CORNER OF SAID SECTION 10; THENCE N00°20'20"W 5249.30 FEET TO A FOUND STONE WITH AN X MARKING THE NORTH QUARTER CORNER OF SAID SECTION 10; THENCE N89°55'58"W 2456.71 FEET TO A FOUND REBAR AND CAP MARKED ALPINE; THENCE N00°03'54"E 2639.68 FEET; THENCE S89°57'09"E 2454.99 FEET; THENCE N00°01'40"E 2712.94 FEET TO THE SOUTHERLY RIGHT OF WAY LINE OF STATE ROAD 32; THENCE ALONG SAID SOUTHERLY RIGHT OF WAY LINE THE FOLLOWING TWENTY SEVEN (27) COURSES: (1) S84°53'22"E 405.57 FEET; (2) S88°39'45"E 207.41 FEET; (3) S88°39'44"E 292.33 FEET TO A FOUND RIGHT OF WAY MONUMENT; (4) N72°15'28"E 209.92 FEET; (5) N76°15'04"E 224.59 FEET; (6) N76°18'19"E 786.00 FEET TO A FOUND RIGHT OF WAY MONUMENT; (7) N77°43'24"E 191.92 FEET; (8) N81°40'37"E 68.28 FEET; (9) N86°02'18"E 192.34 FEET; (10) N88°29'31"E 471.93 FEET; (11) N87°18'03"E 906.83 FEET; (12) N88°51'37"E 208.38 FEET; (13) N78°10'50"E 209.04 FEET TO A FOUND RIGHT OF WAY MONUMENT; (14) S13°38'47"E 251.40 FEET; (15) N41°30'06"E 80.95 FEET; (16) N41°25'16"E 421.18 FEET TO A FOUND RIGHT OF WAY MONUMENT; (17) N69°06'21"E 612.61 FEET; (18) N69°12'39"E 422.32 FEET TO A FOUND RIGHT OF WAY MONUMENT; (19) S88°26'59"E 300.00 FEET; (20) N89°39'42"E 324.08 FEET TO A FOUND RIGHT OF WAY MONUMENT; (21) N82°24'02"E 333.19 FEET TO A FOUND RIGHT OF WAY MONUMENT; (22) N59°39'18"E 336.67 FEET TO A FOUND RIGHT OF WAY MONUMENT; (23) N41°13'03"E 300.01 FEET TO A FOUND RIGHT OF WAY MONUMENT; (24) N71°55'29"E 195.18 FEET TO A FOUND RIGHT OF WAY MONUMENT; (25) N71°56'08"E 237.32 FEET TO A FOUND RIGHT OF WAY MONUMENT; (26) N71°53'17"E 347.09 FEET TO A FOUND RIGHT OF WAY MONUMENT; AND (27) THENCE N72°01'10"E 24.25 FEET; THENCE S00°06'29"E 1344.24 FEET TO A FOUND BRASS CAP MONUMENT BY WASATCH ENGINEERING DATED 1973 MARKING THE SOUTHEAST

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CORNER OF SAID SECTION 35; THENCE N89°33'35"E 2668.11 FEET TO A FOUND REBAR AND ALUMINUM CAP MARKED CORNERSTONE LS 7600 MARKING THE NORTH QUARTER CORNER OF SAID SECTION 1; THENCE N89°33'13"E 2667.85 FEET TO THE POINT OF BEGINNING.

INCLUDED THEREIN ALL OF LOTS 1-25, 28-35, 37, 40, 42-58, AND 61-71, TALISMAN PHASE 1, AS DESCRIBED ON THAT TRUSTEE'S DEED UPON SALE AS RECORDED IN THE OFFICE OF THE WASATCH COUNTY RECORDER AS ENTRY NO. 362227 IN BOOK 1020, PAGES 1272-1274.

ALSO INCLUDED THEREIN ALL OF LOTS 26, 27, 36, 38, 39, 41, 59, AND 60 OF TALISMAN PHASE 1, AS DESCRIBED ON THAT TRUSTEE'S DEED UPON SALE AS RECORDED IN THE OFFICE OF THE WASATCH COUNTY RECORDER AS ENTRY NO 382291 IN BOOK 1063, PAGES 1010-1014.

CONTAINING 2349.319 ACRES MORE OR LESS

TOGETHER WITH:

PARCEL B (AS-SURVEYED)

A PARCEL OF LAND LOCATED IN THE SOUTHWEST QUARTER OF SECTION 34, TOWNSHIP 2 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE NORTH LINE OF SECTION 3, TOWNSHIP 2 SOUTH, RANGE 5 EAST, SAID POINT BEING N89°24'50"E ALONG SAID NORTH LINE, 643.93 FEET FROM THE NORTHWEST CORNER OF SAID SECTION 3; THENCE N00°15'47"W 658.00 FEET; THENCE N89°26'54"E 535.03 FEET; THENCE S00°24'58"E 657.65 FEET; THENCE S89°24'41"W 536.79 FEET TO THE POINT OF BEGINNING.

CONTAINING 352,531 SQUARE FEET OR 8.093 ACRES MORE OR LESS

PARCEL B (RECORD)

A PARCEL OF LAND LOCATED IN THE NORTHWEST QUARTER OF SECTION 3, TOWNSHIP 3 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN AS DESCRIBED IN THE OFFICE OF THE WASATCH COUNTY RECORDER AS ENTRY # 403725 BOOK 1111 PAGE 0003:

THE EAST HALF OF THE SOUTH HALF OF THE SOUTH WEST QUARTER OF THE SOUTHWEST QUARTER SECTION 34, TOWNSHIP 2 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN:

LESS AND EXCEPTING THEREFROM:

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A RECTANGLE LOCATED ALONG THE WEST EDGE OF SAID PROPERTY RUNNING THE ENTIRE LENGTH OF SAID PROPERTY IN A NORTH SOUTH DIRECTION WITH SUCH WIDTH IN AN EAST WEST DIRECTION SO THAT SAID RECTANGLE CONTAINS 2 ACRES.

LESS AND EXCEPTING FROM PARCEL A, PARCELS C AND D AS DESCRIBED BELOW

PARCEL C

A PARCEL OF LAND LOCATED IN THE NORTHEAST QUARTER OF SECTION 3, TOWNSHIP 3 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT, SAID POINT BEING 729.94 FEET N0°01'40"E AND 660.99 FEET S89°58'20"E FROM THE CENTER QUARTER CORNER OF SAID SECTION 3 ND RUNNING; THENCE N00°01'19"E 729.37 FEET; THENCE N89°41'47"E 660.93 FEET; THENCE S00°00'57"W 730.99 FEET; THENCE S89°50'13"W 661.00 FEET TO THE POINT OF BEGINNING.

CONTAINING 482616 SQUARE FEET OR 11.079 ACRES MORE OR LESS

PARCEL D

A PARCEL OF LAND LOCATED IN THE SOUTHEAST QUARTER OF SECTION 3, TOWNSHIP 3 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER QUARTER CORNER OF SAID SECTION 3 AND RUNNING; THENCE S89°58'41"E ALONG THE QUARTER SECTION LINE 661.07 FEET; THENCE S00°01'18"W 659.88 FEET; THENCE N89°59'59"W 661.14 FEET; THENCE N00°01'39"E ALONG THE QUARTER SECTION LINE 660.13 FEET TO THE POINT OF BEGINNING.

CONTAINING 436331 SQUARE FEET OR 10.017 ACRES MORE OR LESS

(NET ACREAGE OF PARCEL A LESS AND EXCEPTING PARCELS C AND D IS 2328.221 ACRES MORE OR LESS)

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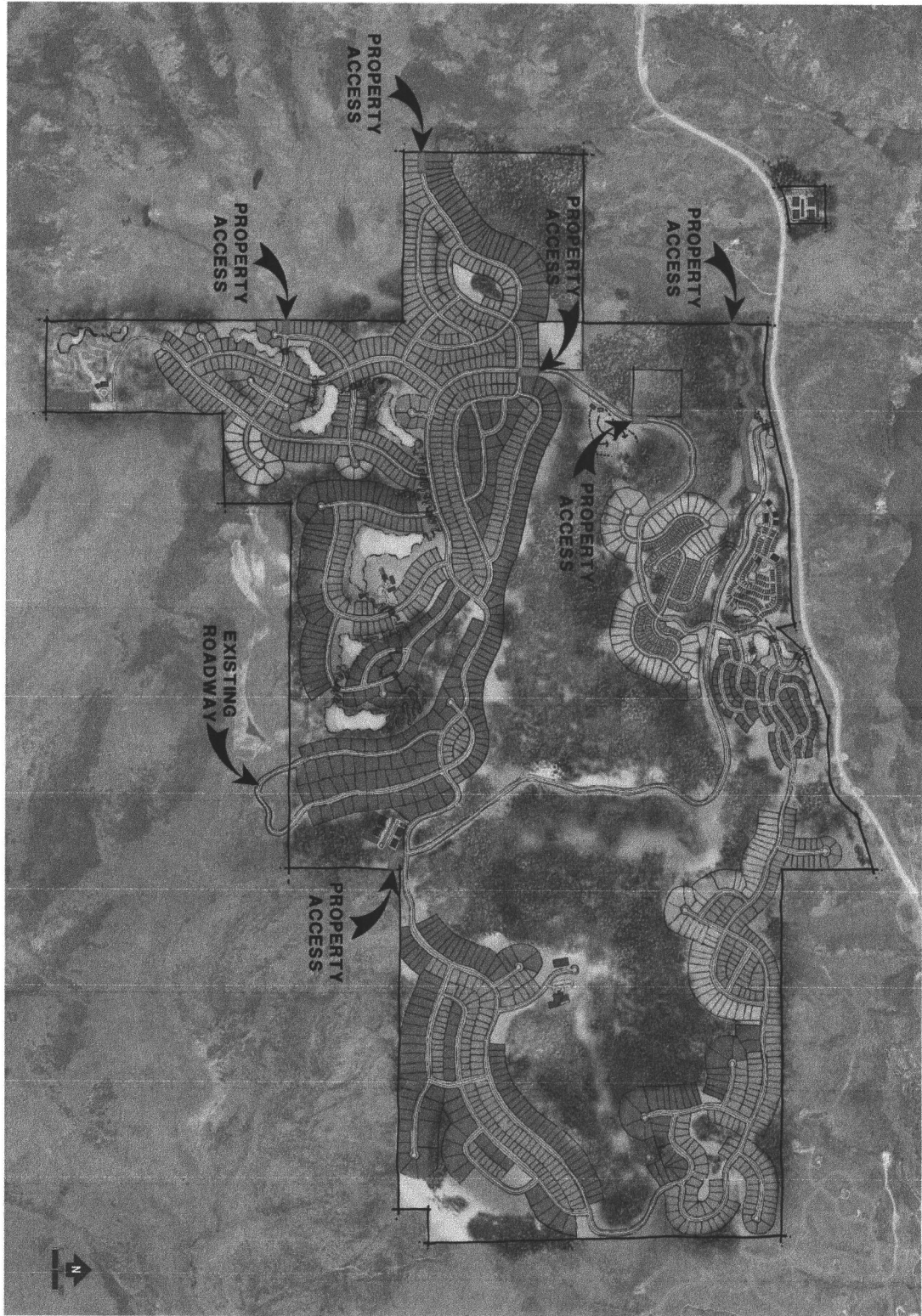
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APNs: 00-0021-0644, OWC-0458-5-003-035; 00-0021-0645, OWC-0458-6-003-035; 00-0014-6295, OWC-0176-2-034-025; 00-0020-2698, OWC-0455-2-001-035; 00-0020-7784, OWC-0455-3-001-035; 00-0007-6864, OWC-0455-0-001-035; 00-0020-6261, OTF-1001-0-002-035; 00-0020-6262, OTF-1002-0-002-035; 00-0020-6263, OTF-1003-0-002-035; 00-0020-6264, OTF-1004-0-002-035; 00-0020-6265, OTF-1005-0-002-035; 00-0020-6266, OTF-1006-0-011-035; 00-0020-6267, OTF-1007-0-011-035; 00-0020-6268, OTF-1008-0-011-035; 00-0020-6269, OTF-1009-0-011-035; 00-0020-6270, OTF-1010-0-011-035; 00-0020-6271, OTF-1011-0-011-035; 00-0020-6272, OTF-1012-0-002-035; 00-0020-6273, OTF-1013-0-002-035; 00-0020-6274, OTF-1014-0-002-035; 00-0020-6275, OTF-1015-0-002-035; 00-0020-6276, OTF-1016-0-002-035; 00-0020-6277, OTF-1017-0-002-035; 00-0020-6278, OTF-1018-0-002-035; 00-0020-6279, OTF-1019-0-002-035; 00-0020-6280, OTF-1020-0-011-035; 00-0020-6281, OTF-1021-0-011-035; 00-0020-6282, OTF-1022-0-011-035; 00-0020-6283, OTF-1023-0-011-035; 00-0020-6284, OTF-1024-0-011-035; 00-0020-6285, OTF-1025-0-011-035; 00-0020-6286, OTF-1026-0-002-035; 00-0020-6287, OTF-1027-0-002-035; 00-0020-6288, OTF-1028-0-002-035; 00-0020-6289, OTF-1029-0-002-035; 00-0020-6290, OTF-1030-0-002-035; 00-0020-6291, OTF-1031-0-002-035; 00-0020-6292, OTF-1032-0-002-035; 00-0020-6293, OTF-1033-0-002-035; 00-0020-6294, OTF-1034-0-002-035; 00-0020-6295, OTF-1035-0-002-035; 00-0020-6296, OTF-1036-0-002-035; 00-0020-6297, OTF-1037-0-002-035; 00-0020-6298, OTF-1038-0-002-035; 00-0020-6299, OTF-1039-0-011-035; 00-0020-6300, OTF-1040-0-011-035; 00-0020-6301, OTF-1041-0-011-035; 00-0020-6302, OTF-1042-0-011-035; 00-0020-6303, OTF-1043-0-011-035; 00-0020-6304, OTF-1044-0-011-035; 00-0020-6305, OTF-1045-0-002-035; 00-0020-6306, OTF-1046-0-002-035; 00-0020-6307, OTF-1047-0-002-035; 00-0020-6308, OTF-1048-0-011-035; 00-0020-6309, OTF-1049-0-011-035; 00-0020-6310, OTF-1050-0-011-035; 00-0020-6311, OTF-1051-0-011-035; 00-0020-6312, OTF-1052-0-011-035; 00-0020-6313, OTF-1053-0-011-035; 00-0020-6314, OTF-1054-0-002-035; 00-0020-6315, OTF-1055-0-002-035; 00-0020-6316, OTF-1056-0-002-035; 00-0020-6317, OTF-1057-0-011-035; 00-0020-6318, OTF-1058-0-011-035; 00-0020-6319, OTF-1059-0-011-035; 00-0020-6320, OTF-1060-0-011-035; 00-0020-6321, OTF-1061-0-011-035; 00-0020-6322, OTF-1062-0-011-035; 00-0020-6323, OTF-1063-0-011-035; 00-0020-6324, OTF-1064-0-002-035; 00-0020-6325, OTF-1065-0-002-035; 00-0020-6326, OTF-1066-0-002-035; 00-0020-6327, OTF-1067-0-011-035; 00-0020-6328, OTF-1068-0-011-035; 00-0020-6329, OTF-1069-0-011-035; 00-0020-6330, OTF-1070-0-011-035; 00-0020-6331, OTF-1071-0-011-035; 00-0020-6332, OTF-10PN-A-0-002-035; 00-0020-6333, OTF-10PN-B-0-002-035; 00-0020-6334, OTF-1RDS-B-0-002-035; 00-0007-6872, OWC-0456-0-002-035; 00-0007-6880, OWC-0456-1-002-035; 00-0007-6898, OWC-0457-0-003-035; 00-0015-5338, OWC-0457-3-003-035; 00-0020-6339, OWC-0456-5-002-035; 00-0020-6340, OWC-0457-4-003-035; 00-0020-6341, OWC-0457-5-003-035; 00-0020-6342, OWC-0457-6-003-035; 00-0020-6343, OWC-0457-7-003-035; 00-0020-9371, OWC-0181-2-035-025; 00-0020-9372, OWC-0456-7-002-035; 00-0013-9027, OWC-0181-1-035-025; 00-0020-4218, OWC-0456-2-002-035; 00-0020-4219, OWC-0456-3-002-035; 00-0020-9040, OWC-0456-6-002-035; 00-0007-7193, OWC-0488-0-010-035; 00-0020-6259, OWC-0491-2-011-035; 00-0020-6260, OWC-0491-3-011-035; 00-0015-9231, OWC-0179-2-034-025; 00-0016-2649, OWC-0491-1-011-035; 00-0016-4108, OWC-0180-1-035-025; 00-0020-6338, OWC-0456-4-002-035; 00-0020-9370, OWC-0457-8-003-035; 00-0020-9571, OWC-0180-3-035-025; 00-0020-9572, OWC-0180-4-035-025; 00-0021-2766

***EXHIBIT J AMENDED***  
**TO FIRST AMENDMENT TO BENLOCH RANCH DEVELOPMENT AGREEMENT**

(Attached)



**Benloch Ranch  
County Access Exhibit**



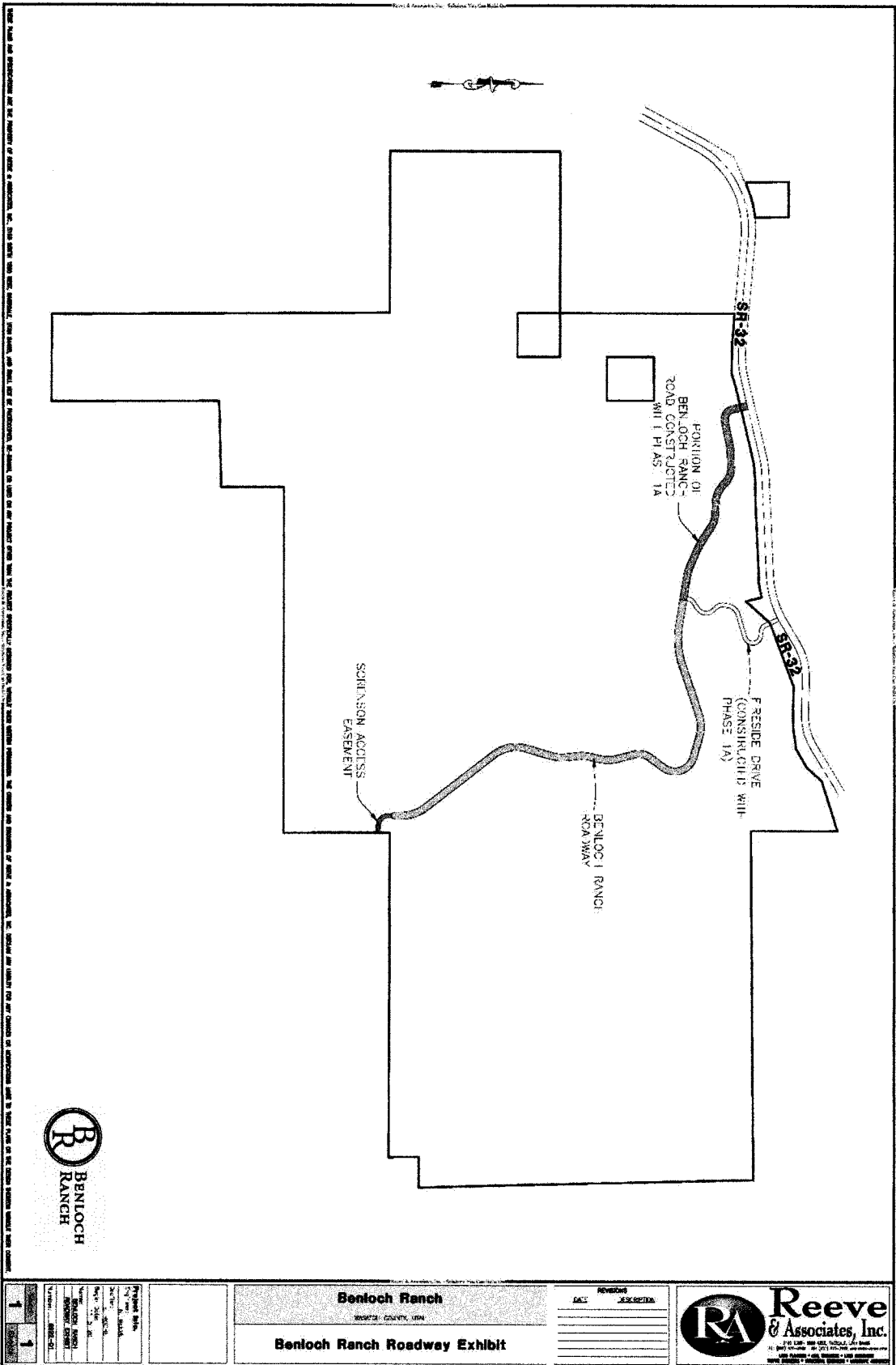
DESIGNER RESPONSIBILITY  
DATE: 08/11/2011  
PROJECT: BENLOCH RANCH  
SHEET: 1 OF 1



SHEET NUMBER:  
**1 OF 1**

***EXHIBIT I-1***  
**TO FIRST AMENDMENT TO BENLOCH RANCH DEVELOPMENT AGREEMENT**

(Attached)



THIS PLAN AND SPECIFICATIONS ARE THE PROPERTY OF REEVE & ASSOCIATES, INC. THIS PLAN AND SPECIFICATIONS ARE NOT TO BE REPRODUCED, COPIED, OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF REEVE & ASSOCIATES, INC. THE USER OF THIS PLAN AND SPECIFICATIONS AGREES TO HOLD REEVE & ASSOCIATES, INC. HARMLESS FROM AND AGAINST ALL CLAIMS, DAMAGES, LOSSES, AND EXPENSES, INCLUDING REASONABLE ATTORNEY'S FEES, THAT MAY BE ASSERTED AGAINST REEVE & ASSOCIATES, INC. BY ANY THIRD PARTY AS A RESULT OF THE USER'S USE OF THIS PLAN AND SPECIFICATIONS.

Project No. Date Scale Author Checker Title	<b>Benloch Ranch</b> BENTON COUNTY, ILL.		REVISIONS DATE DESCRIPTION	Reeve & Associates, Inc. 1101 E. 12th St., Suite 100, Joliet, IL 61780 Phone: 815-725-7000 Fax: 815-725-7001 www.reeveandassociates.com
	<b>Benloch Ranch Roadway Exhibit</b>			