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12/24/98 12:44 PM 28.00  
NANCY WORKMAN  
RECORDER, SALT LAKE COUNTY, UTAH  
STEWART TITLE GUARANTY CO  
455 E 500 S #200  
SLC, UT 84111  
REC BY: A GARAY DEPUTY - WI

**SPECIAL WARRANTY DEED**

UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, Grantor, in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, to it duly paid, the receipt whereof is hereby acknowledged, does hereby grant, bargain, sell and convey unto GATEWAY ASSOCIATES, LTD., a Utah limited partnership, Grantee, whose address is 127 South 500 East, Suite 100, Salt Lake City, Utah 84102, and unto its successors and assigns forever, the real estate (the "Property") situate in Salt Lake City, Salt Lake County, State of Utah, as more particularly described in Exhibit A, hereto attached and hereby made a part hereof, together with:

- (i) All right, title and interest of Grantor in any land lying in the bed of any street, highway, alley or other public way, vacated, closed, open or proposed, adjoining or crossing the Property, and
- (ii) All right, title and interest of Grantor in any and all rights, privileges, easements and appurtenances to the Property, including, without limitation, all easements, rights-of-way, and other appurtenances used or connected with the beneficial use or enjoyment of the Property.

EXCEPTING from this conveyance and RESERVING unto Grantor, its successors and assigns, forever, all minerals and all mineral rights of every kind and character now known to exist or hereafter discovered, including, without limiting the generality of the foregoing, oil and gas and rights thereto (but excluding gravel, sand, aggregate or similar construction, fill or landscaping materials), together with the sole, exclusive and perpetual right to explore for, remove and dispose of said minerals by any means or methods suitable to Grantor, its successors and assigns, but without entering upon, using or disturbing the Property above a plane five hundred feet (500') below the surface, and in such manner as not to damage the said lands above such depth or to interfere with the use thereof by Grantee, its successors or assigns.

This Deed is made SUBJECT to the following:

(a) All taxes and all assessments, or, if payable in installments, all installments of assessments, levied upon or assessed against the Property described in Exhibit A shall be prorated as of the 31st day of December, 1998; and Grantee assumes and agrees to pay, or to reimburse Grantor for, if paid by it, all such taxes and assessments and installments of assessments applicable to the period subsequent to the 31st day of December, 1998, and assume all taxes and all assessments and all installments of assessments which may become due and payable after said year.

(b) Matters listed on Exhibit B attached hereto and hereby made a part hereof.

BK8208PG2578

TO HAVE AND TO HOLD, subject to the aforesaid provisions, the said property with all the rights and appurtenances thereunto belonging unto the said Grantee, its successors and assigns, forever; and Grantor hereby covenants with Grantee only that it will warrant and defend the title to said property except as hereinbefore mentioned, unto the Grantee, its successors and assigns, against the lawful claims of all persons claiming by, from or under it, but against none other, and makes no other covenants or warranties whatsoever.

IN WITNESS WHEREOF, the Grantor has caused this deed to be duly executed as of the 21 day of December, 1998.

Attest:

UNION PACIFIC RAILROAD COMPANY,  
a Delaware corporation

Baretha E. Holder (Seal)  
Assistant Secretary

By: Lawrence E. Wyzach  
Title: Assistant Vice President





UNION PACIFIC RAILROAD COMPANY  
Salt Lake City, Salt Lake County, Utah

EXHIBIT "A"

Real property in Salt Lake City, Salt Lake County, State of Utah, more particularly described as follows:

PARCEL 1

BEGINNING AT THE NORTHEAST CORNER OF BLOCK 62, PLAT "A", SALT LAKE CITY SURVEY AND RUNNING THENCE SOUTH 00° 00' 59" EAST ALONG THE EAST LINE OF SAID BLOCK 62, 115.01 FEET TO A POINT ON A 743.62 FOOT RADIUS CURVE TO THE LEFT, THE RADIUS POINT OF WHICH BEARS SOUTH 68° 50' 12" WEST; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 128.20 FEET TO A POINT ON THE NORTH LINE OF SAID BLOCK 62; THENCE NORTH 89° 58' 09" EAST ALONG SAID NORTH LINE 56.30 FEET TO THE POINT OF BEGINNING.

Containing an area of 0.07 acres more or less

PARCEL 2

BEGINNING AT THE NORTHEAST CORNER OF BLOCK 65, PLAT "A", SALT LAKE CITY SURVEY AND RUNNING THENCE SOUTH 00° 01' 01" EAST ALONG THE EAST LINE OF SAID BLOCK 65 442.38 FEET, MORE OR LESS, TO THE NORTH LINE OF THE PROPERTY CONVEYED TO SALT LAKE CITY CORPORATION BY QUIT CLAIM DEED RECORDED SEPTEMBER 29, 1960 AS ENTRY NO. 1739045 IN BOOK 1745 AT PAGE 447; THENCE ALONG SAID NORTH LINE SOUTH 89° 58' 58" WEST 10.00 FEET; THENCE SOUTH 00° 01' 01" EAST 80.02 FEET ALONG THE WEST LINE OF SAID SALT LAKE CITY CORPORATION'S PROPERTY; THENCE NORTH 89° 58' 58" EAST 10.00 FEET ALONG THE SOUTH LINE OF SAID SALT LAKE CITY CORPORATION'S PROPERTY TO A POINT ON SAID EAST LINE OF BLOCK 65, THENCE SOUTH 00° 01' 01" EAST ALONG SAID EAST LINE 137.75 FEET TO THE SOUTHEAST CORNER OF BLOCK 65; THENCE SOUTH 89° 58' 15" WEST ALONG THE SOUTH LINE OF SAID BLOCK 65, 217.37 FEET TO THE SOUTHEAST CORNER OF THAT CERTAIN PARCEL CONVEYED BY UNION PACIFIC RAILROAD COMPANY TO NATIONAL FARMERS UNION SERVICE CORPORATION BY WARRANTY DEED RECORDED MARCH 3, 1951 AS ENTRY NO. 1236536 IN BOOK 839 AT PAGE 646; THENCE ALONG EASTERLY BOUNDARY OF SAID PARCEL THE FOLLOWING 4 COURSES: NORTH 29° 05' 52" WEST 140.41 FEET; THENCE SOUTH 60° 55' 12" WEST 1.0 FOOT; THENCE 69.04 FEET ALONG THE ARC OF A 382.07 FOOT RADIUS CURVE TO THE LEFT ( DELTA EQUALS 10° 21' 12" ); THENCE NORTH 50° 34' 00" EAST 1.0 FOOT; THENCE NORTH 39° 26' 00" WEST 164.75 FEET TO THE EAST LINE OF THE UTAH POWER AND LIGHT PROPERTY; THENCE NORTH 00° 00' 36" WEST 22.91 FEET ALONG SAID EAST LINE TO A POINT ON THE NORTH LINE OF LOT 3, SAID BLOCK 65; THENCE SOUTH 89° 58' 18" WEST ALONG THE NORTH LINE OF SAID LOT 3, 231.06 FEET TO A POINT ON THE WEST LINE OF SAID BLOCK 65, PLAT "A", SALT LAKE CITY SURVEY, THENCE NORTH 00° 00' 23" WEST ALONG SAID WEST LINE 330.08 FEET TO THE NORTHWEST CORNER OF SAID BLOCK 65, THENCE NORTH 89° 58' 21" EAST ALONG SAID NORTH LINE 660.12 FEET TO THE POINT OF BEGINNING.

Containing an area of 7.42 acres more or less

BK 8208 PE 2581

PARCEL 3

BEGINNING AT A POINT NORTH 89° 49' 32" EAST 26.40 FEET FROM THE SOUTHEAST CORNER OF BLOCK 80, PLAT "A", SALT LAKE CITY SURVEY AND RUNNING THENCE SOUTH 89° 49' 32" WEST ALONG THE SOUTH LINE OF SAID BLOCK 80, 752.51 FEET TO A POINT SOUTH 89° 49' 32" WEST 66.00 FEET FROM THE SOUTHWEST CORNER OF SAID BLOCK 80, THENCE NORTH 00° 09' 44" WEST PARALLEL TO AND 66.00 FEET WESTERLY DISTANT OF THE WEST LINE OF SAID BLOCK 80, 660.20 FEET TO A POINT SOUTH 89° 58' 53" WEST 66.00 FEET FROM THE NORTHWEST CORNER OF SAID BLOCK 80, THENCE NORTH 00° 08' 17" WEST 132.99 FEET TO A POINT SOUTH 89° 58' 53" WEST 66.00 FEET FROM THE SOUTHWEST CORNER OF BLOCK 83, PLAT "A", SALT LAKE CITY SURVEY; THENCE NORTH 00° 00' 51" WEST PARALLEL TO AND 66.00 FEET WESTERLY DISTANT OF THE WEST LINE OF SAID BLOCK 83, 660.35 FEET TO A POINT SOUTH 89° 58' 47" WEST 66.00 FEET FROM THE NORTHWEST CORNER OF SAID BLOCK 83, THENCE NORTH 00° 51' 15" WEST 131.87 FEET TO A POINT SOUTH 89° 59' 06" WEST 66.00 FEET FROM THE SOUTHWEST CORNER OF BLOCK 98, PLAT "A", SALT LAKE CITY SURVEY; THENCE NORTH 00° 04' 22" EAST PARALLEL TO AND 66.00 FEET WESTERLY DISTANT OF THE WEST LINE OF SAID BLOCK 98, 660.34 FEET TO A POINT SOUTH 89° 59' 27" WEST 66.00 FEET FROM THE NORTHWEST CORNER OF SAID BLOCK 98, THENCE NORTH 00° 07' 06" WEST 131.78 FEET TO A POINT SOUTH 89° 54' 40" WEST 66.00 FEET FROM THE SOUTHWEST CORNER OF BLOCK 101, PLAT "A", SALT LAKE CITY SURVEY; THENCE NORTH 00° 06' 08" WEST PARALLEL TO AND 66.00 FEET DISTANT WESTERLY OF THE WEST LINE OF SAID BLOCK 101, 660.23 FEET TO A POINT SOUTH 89° 54' 23" WEST 66.00 FEET FROM THE NORTHWEST CORNER OF SAID BLOCK 101, THENCE NORTH 89° 54' 23" EAST ALONG THE NORTH LINE OF SAID BLOCK 101, 396.13 FEET TO THE NORTHEAST CORNER OF LOT 5, OF SAID BLOCK 101, THENCE SOUTH 00° 06' 11" EAST ALONG THE EAST LINE OF LOTS 5 AND 4, 330.13 FEET TO THE NORTHEAST CORNER OF LOT 3, SAID BLOCK 101, THENCE SOUTH 07° 26' 29" EAST 332.87 FEET TO A POINT ON THE SOUTH LINE OF SAID BLOCK 101; THENCE NORTH 89° 54' 40" EAST ALONG SAID SOUTH LINE 30.01 FEET; THENCE SOUTH 35° 01' 34" EAST 161.70 FEET TO A POINT ON THE NORTH LINE OF SAID BLOCK 98, THENCE SOUTH 89° 59' 27" WEST ALONG SAID NORTH LINE 129.49 FEET TO A POINT ON A 1098.72 FOOT RADIUS CURVE TO THE LEFT, THE RADIUS POINT OF WHICH BEARS NORTH 86° 44' 52" EAST; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 56.23 FEET TO A POINT OF TANGENCY; THENCE SOUTH 06° 11' 03" EAST 50.06 FEET TO A POINT OF A 645.28 FOOT RADIUS CURVE TO THE RIGHT; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 69.60 FEET TO A POINT OF TANGENCY; THENCE SOUTH 00° 00' 15" EAST 485.03 FEET TO A POINT ON THE SOUTH LINE OF SAID BLOCK 98, THENCE NORTH 89° 59' 06" EAST ALONG SAID SOUTH LINE 112.88 FEET; THENCE SOUTH 00° 00' 12" WEST 142.21 FEET; THENCE SOUTH 00° 00' 44" EAST 344.00 FEET; THENCE NORTH 89° 58' 47" EAST 209.02 FEET TO A POINT NORTH 89° 58' 47" EAST 44.00 FEET FROM THE EAST LINE OF SAID BLOCK 83; THENCE SOUTH 00° 01' 24" EAST PARALLEL TO AND 44.00 FEET DISTANT EASTERLY OF SAID EAST LINE 155.97 FEET; THENCE SOUTH 89° 59' 39" WEST 195.00 FEET; THENCE SOUTH 00° 05' 41" EAST 421.46 FEET; THENCE NORTH 89° 50' 45" EAST 194.99 FEET TO A POINT NORTH 89° 50' 45" EAST 44.00 FEET FROM THE EAST LINE OF SAID BLOCK 80, THENCE SOUTH 00° 00' 59" EAST PARALLEL TO AND 44.00 FEET DISTANT EASTERLY OF SAID EAST LINE 162.77 FEET; THENCE SOUTH 89° 50' 45" WEST 17.19 FEET TO A POINT NORTH 89° 50' 45" EAST 26.40 FEET FROM THE EAST LINE OF SAID BLOCK 80, THENCE SOUTH 00° 09' 15" EAST PARALLEL TO AND 26.40 FEET DISTANT EASTERLY OF SAID EAST LINE 357.38 FEET TO THE POINT OF BEGINNING

Containing an area of 37.11 acres more or less

PARCEL 4

BEGINNING AT THE SOUTHEAST CORNER OF LOT 3, BLOCK 116, PLAT "A", SALT LAKE CITY SURVEY AND RUNNING THENCE SOUTH 89° 54' 47" WEST ALONG THE SOUTH LINE OF SAID BLOCK 116, 396.13 FEET TO A POINT SOUTH 89° 54' 47" WEST 66.00 FEET FROM THE SOUTHWEST CORNER OF SAID BLOCK 116, THENCE NORTH 00° 05' 30" WEST PARALLEL TO AND 66.00 FEET WESTERLY DISTANT OF THE WEST LINE OF SAID BLOCK 116, 660.31 FEET TO A POINT SOUTH 89° 54' 57" WEST 66.00 FEET FROM THE NORTHWEST CORNER OF SAID BLOCK 116, THENCE NORTH 89° 54' 57" EAST ALONG THE NORTH LINE OF SAID BLOCK 116, 273.30 FEET; THENCE SOUTH 00° 05' 39" EAST 165.07 FEET; THENCE NORTH 89° 54' 55" EAST 5.34 FEET; THENCE SOUTH 08° 26' 59" EAST 40.43 FEET; THENCE NORTH 89° 54' 57" EAST 29.04 FEET; THENCE SOUTH 00° 05' 40" EAST 125.07 FEET; THENCE NORTH 89° 54' 53" EAST 82.53 FEET TO THE NORTHEAST CORNER OF SAID LOT 3, THENCE SOUTH 00° 05' 43" EAST ALONG THE EAST LINE OF SAID LOT 3, 330.15 FEET TO THE POINT OF BEGINNING.

Containing an area of 5.20 acres more or less

PARCEL 5

BEGINNING AT A POINT SOUTH 89° 59' 07" WEST 66.00 FEET FROM THE SOUTHWEST CORNER OF BLOCK 119, PLAT "A", SALT LAKE CITY SURVEY AND RUNNING THENCE NORTH 00° 00' 27" WEST PARALLEL TO AND 66.00 FEET WESTERLY DISTANT OF THE WEST LINE OF SAID BLOCK 119, 329.96 FEET; THENCE NORTH 03° 49' 19" WEST 330.69 FEET TO A POINT SOUTH 89° 58' 30" WEST 88.00 FEET FROM THE NORTHWEST CORNER OF SAID BLOCK 119, THENCE NORTH 89° 58' 30" EAST ALONG THE NORTH LINE OF SAID BLOCK 119 220.01 FEET; THENCE SOUTH 00° 00' 34" EAST 197.49 FEET; THENCE SOUTH 89° 58' 41" WEST 39.90 FEET; THENCE SOUTH 00° 00' 32" EAST 34.49 FEET; THENCE SOUTH 08° 04' 58" EAST 265.62 FEET; THENCE NORTH 89° 58' 58" EAST 35.61 FEET; THENCE SOUTH 00° 00' 36" EAST 164.99 FEET TO THE SOUTH LINE OF SAID BLOCK 119, THENCE SOUTH 89° 59' 07" WEST ALONG SAID SOUTH LINE 231.03 FEET TO THE POINT OF BEGINNING.

Containing an area of 3.05 acres more or less

Office of Real Estate  
Omaha, Nebraska  
October 16, 1998

**EXHIBIT B**

**LIST OF EXCEPTIONS TO TITLE**

1. Salt Lake City Ordinances 116 and 120 of 1903.
2. Quitclaim Deed from Oregon Short Line Railroad Company and Union Pacific Railroad Company to KSL Television, a Division of Bonneville International Corporation, dated December 15, 1982, recorded on January 7, 1983 in the Official Records of Salt Lake County, Utah as Entry No. 3740596 in Book 5429 at Page 2916.
3. Resolution No. 15 of 1995, recorded on May 5, 1995 in the Official Records of Salt Lake County, Utah as Entry No. 6074885 in Book 7146 at Page 267.
4. Matters disclosed by an ALTA/ACSM Land Title Survey prepared by Larsen and Malmquist, Inc. dated February, 1998, Job No. 03607-97, Revision No. 3 dated December 1998, Sheets 1-8.
5. Salt Lake City Ordinance 60 of 1983 dated September 6, 1983, recorded on November 6, 1984 in the Official Records of Salt Lake County, Utah as Entry No. 4012942 in Book 5604 at Page 2017.
6. Reservation of all minerals and all mineral rights contained in that certain Quitclaim Deed dated June 10, 1976, recorded on July 26, 1976 in the Official Records of Salt Lake County, Utah as Entry No. 2838121 in Book 4277 at Page 335.
7. Reservations contained in that certain Restricted Quitclaim Deed, with Reversionary Interests, recorded on November 6, 1984 in the Official Records of Salt Lake County, Utah as Entry No. 4012940 in Book 5604 at Page 2011.
8. The right of the State of Utah Department of Transportation and Salt Lake City Corporation, or any person or entity claiming by, through or under them, to operate, maintain, repair, lease, encumber and use the roadway and viaduct (including the portion underneath the viaduct) over vacated North Temple Street.
9. Salt Lake City Ordinance 67 of 1990, recorded on August 10, 1990 in the Official Records of Salt Lake County, Utah as Entry No. 4951484 in Book 6243 at Page 2253.
10. Reservation of title of mines of gold, silver, cinnabar or copper contained in that certain Patent recorded in the Official Records of Salt Lake County, Utah in Book 3 of Deeds at Page 489.

11. Easement from Union Pacific Railroad Company to State of Utah, by and through its Division of Facilities, Construction and Maintenance, recorded on July 25, 1991 in the Official Records of Salt Lake County, Utah as Entry No. 5101662 in Book 6339 at Page 2008.
12. Fixed Guideway Transit Corridor Agreement dated January 29, 1997 between Salt Lake City Corporation and Utah Transit Authority, recorded on January 30, 1997 in the Official Records of Salt Lake County, Utah as Entry No. 6561327 in Book 7588 at Page 2040.
13. Salt Lake City Ordinance No. 44 of 1948, recorded August 2, 1948 in the Official Records of Salt Lake County, Utah as Entry No. 1129822 in Book 625 at Page 580.
14. Notice of Adoption of Redevelopment Plan Entitled "Depot District Redevelopment Project Area Plan" dated October 15, 1998, recorded on October 22, 1998 in the Official Records of Salt Lake County, Utah as Entry No. 7127194 in Book 8133 at Page 1835.