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06/08/99 4:18 PM 14.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
STOEL RIVES
201 S MAIN ST STE 1100
SLC UT 84111
REC BY:V VEGA DEPUTY - WI

WHEN RECORDED, MAIL TO:

J. Keith Adams, Esq.
STOEL RIVES LLP
201 South Main Street, Suite 1100
Salt Lake City, Utah 84111

TRUST DEED


THIS TRUST DEED is made effective as of the 30th day of March, 1999, between MICHAEL DAVID LARSON and TAMERA LYNN LARSON (hereafter "Trustors"), whose mailing address is 905 E. 600 N., Heber, Utah 84032. J. KEITH ADAMS, ESQ., (hereafter "Trustee"), and DOUGLAS J. LARSON and SUSAN C. LARSON (hereafter "Beneficiaries"), whose mailing address 1572 Orchard Drive, Salt Lake City, Utah 84106.

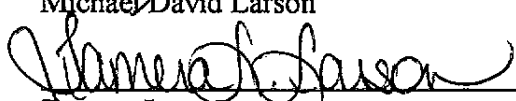
Trustors hereby convey and warrant to Trustee in trust, with power of sale, the property described in Exhibit A, attached hereto and incorporated herein by this reference.

FOR THE PURPOSE OF SECURING payment of the indebtedness evidenced by a promissory note of even date herewith, in the principal sum of THREE HUNDRED FORTY THOUSAND and NO/100 (\$340,000.00), payable to the order of Beneficiaries at the times, in the manner and with interest as therein set forth, and payment of any sums expended or advanced by Beneficiaries to protect the security hereof.

Trustor agrees to pay all taxes and assessments on the above property, to pay all charges and assessments on water or water stock used on or with said property, not to commit waste, to maintain adequate fire insurance on improvements on said property, to pay all costs and expenses of collection (including Trustee's and attorney's fees in event of default in payment of the indebtedness secured hereby) and to pay reasonable Trustee's fees for any of the services performed by Trustee hereunder, including a reconveyance hereof.

The undersigned Trustors request that a copy of any notice of default and of any notice of sale hereunder be mailed to them at the address set forth hereinabove.



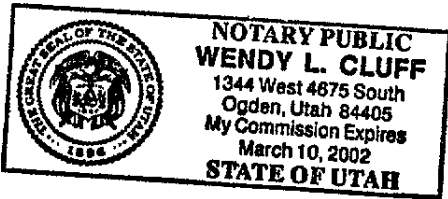
Michael David Larson



Tamera Lynn Larson

BK8284PG5104

STATE OF UTAH)
COUNTY OF ~~SALT LAKE~~ ^{WASATCH}) : ss.

On the 30 day of MARCH, 1999, personally appeared before me
MICHAEL DAVID LARSON and TAMERA LYNN LARSON, the signers of the foregoing
instrument, who duly acknowledged to me that they executed the same.





NOTARY PUBLIC

EXHIBIT A

All of Lot 206, BEAR CANYON ESTATES PHASE 2, according to the official plat thereof filed in Book "93-8" of Plats at page 228 of the Official Records of the Salt Lake County Recorder.

SUBJECT TO CURRENT GENERAL TAXES, EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.