

Recording Requested by:
and When Recorded Mail Deed to:
Oquirrh Wood Ranch, LLC
14034 South 145 East, Suite 204
Draper, Utah 84020

ASSIGNMENT

This Assignment (the "Assignment") is made and entered into this 9 day of March, 2023 ("Effective Date"), by and among Sean Kay ("Beneficiary") and Oquirrh Wood Ranch, LLC, a Utah limited liability company ("OWR"). Beneficiary and OWR are sometimes hereafter referred to collectively as the "Parties" or individually as a "Party".

RECITALS

A. Sean Kay is named as a beneficiary under a certain Declaration recorded August 29, 2008 as Document 96450-2008 in the Office of the Utah County Recorder, Utah County, Utah ("Declaration").

B. The Declaration was related to a development project involving approximately 2700 acres in Utah County described as the "Pole Canyon Project", more specifically described in **Exhibit A**.

C. Beneficiary understands that in or around July 2008 Freehold approached Nate Shipp about financial options to address the financial crisis and help the Pole Canyon Project.

D. The proposal by Freehold was that it could provide means to provide funding for development and infrastructure as part of a monetization process in exchange for a private transfer fee of 1% over 99 years. Freehold stated that its system would generate liquidity and would generate a long-term income stream and funds available in the short-term.

E. The Declaration was a part of the plan to monetize funding sources.

F. OWR is also a named beneficiary under the Declaration.

G. Freehold did not perform and failed to provide any funding sources for the Pole Canyon Project.

H. The Pole Canyon Project has not received any financial support or funding from Freehold or obligations contemplated by the Declaration.

I. Beneficiary has not received any payment from the Declaration or from any transfer of land in the Pole Canyon Project.

J. Beneficiary has no expectation to receive benefits from the Declaration or the Pole Canyon Project.

K. The Declaration has no direct or indirect benefit for the land in the Pole Canyon Project.

L. Beneficiary has had no other interest or ownership in the Pole Canyon Project.

M. Beneficiary has no interest in Covenant Clearinghouse, LLC, National Covenant Clearinghouse or related entities.

N. The Parties desire to enter into this Assignment for the purpose of conveying any rights that Beneficiary may have in the Declaration to another named beneficiary, OWR.

EXHIBIT A

Located in Utah County, State of Utah, described as follows:

Legal Descriptions

Parcel 1: The Northwest Quarter of the Southwest Quarter of the Northeast Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-053-0016

Parcel 2: The Southwest Quarter of the Southeast Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0073

Parcel 3: The Southeast Quarter of the Northwest Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0079

Parcel 4: The Southwest Quarter of the Northeast Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0081

Parcel 5: The Southeast Quarter of the Northeast Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0085

Parcel 6: The West half of the Northeast Quarter of the Southeast Quarter of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-049-0030

Parcel 7: Commencing West 0.28 feet from the South quarter corner of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence North $00^{\circ}17'30''$ East 1317.5 feet; thence North $89^{\circ}32'53''$ West 1254.87 feet; thence North $00^{\circ}27'10''$ East 314.85 feet; thence North $89^{\circ}32'53''$ West 600.00 feet; thence North $89^{\circ}32'53''$ West 5.06 feet; thence south $09^{\circ}13'00''$ East 1664.33 feet; thence South $89^{\circ}51'00''$ East 1584.12 feet; thence South $70^{\circ}09'37''$ West 0.011 feet to the point of commencement.
Serial No: 59-049-0004

Parcel 8: Commencing at the Northeast corner of the Southeast quarter of Section 20, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 1925.00 feet; thence North $88^{\circ}47'00''$ West 1320 feet; thence North 1925.00 feet; thence East 1320.00 feet to point of commencement.
Serial No: 59-052-0004

Parcel 9: Commencing West 1320 feet from the East quarter corner of Section 20, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 1925 feet; thence West 1320 feet; thence North

1925 feet; thence East 1320 feet to the point of commencement.
Serial No: 59-052-0006

Parcel 10: The Southwest Quarter of the Southeast Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0037

Parcel 11: Commencing North 715 feet from the Southwest corner of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian and running thence North 598.00 feet; thence East 660.00 feet; thence North 1320.00 feet; thence East 1980.00 feet; thence South 1974.00 feet; thence North $88^{\circ}47'00''$ West 2640.00 to the point of commencement.
Serial No: 59-053-0001

Parcel 12: The Northwest Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian, less and excepting the West half of the Northwest quarter of the Northwest quarter.
Serial No: 59-053-0006

Parcel 13: The Southeast Quarter of the Northwest Quarter of the Northeast Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-053-0014

Parcel 14: The North half of the Northeast Quarter of Section 13, Township 6 South, Range 3 West, Salt Lake Base and Meridian.
Serial No: 59-074-0002

Parcel 15: The Northwest Quarter of the Northwest Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0016

Parcel 16: The West half of the Northwest Quarter of the Southwest Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-053-0009

Parcel 17: The Southeast Quarter of the Southeast Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0004

Parcel 18: The Northeast Quarter of the Northeast Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0009

Parcel 19: The Southwest Quarter of the Southwest Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0023

Parcel 20: The Northwest Quarter of the Southwest Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0028

Parcel 21: The Northeast Quarter of the Northeast Quarter of the Southwest Quarter of Section 16, Township 6

South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0064

Parcel 22: The Southeast Quarter of the Southwest Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0071

Parcel 23: The Northeast Quarter of the Southwest Quarter of the Northeast Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-053-0015

Parcel 24: The Northwest Quarter of the Northeast Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0010

Parcel 25: The Southwest Quarter of the Northeast Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0011

Parcel 26: The Northwest Quarter of the Southeast Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0012

Parcel 27: The Southwest Quarter of the Southeast Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0013

Parcel 28: The Northeast Quarter of the Northwest Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0017

Parcel 29: The Northwest Quarter of the Northwest Quarter of the Northeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian, less and excepting: Commencing South 89°24'25" East 75.88 feet from the North quarter corner of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 00°24'31" West 187.32 feet; thence South 89°24'25" East 200.00 feet; thence North 00°24'31" East 1.00 feet to the place of commencement.
 Serial No: 59-048-0021

Parcel 30: Commencing at the Southwest corner of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence North 00°21'43" East 1343.31 feet; thence South 89°21'42" East 1285.04 feet; thence South 00°23'07" West 1342.84 feet; thence North 89°22'57" West 116.21 feet; thence North 00°37'31" East 81.06 feet; thence North 89°22'57" West 200.00 feet; thence South 00°37'31" West 81.06 feet; thence North 89°22'57" West 968.28 feet to the point of commencement.
 Serial No: 59-048-0051

Parcel 31: The Northeast Quarter of the Southwest Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0069

Parcel 32: The Northeast Quarter of the Northwest Quarter of the Northwest Quarter of Section 16, Township 6

South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0075

Parcel 33: Commencing South 89°34'43 East 638.50 feet from the Northeast quarter corner of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 89°34'43 East 2059.25 feet; thence South 00°35'13" West 1339.00 feet; thence North 89°32'53" West 1262.97 feet; thence North 00°27'10" East 314.85 feet; thence North 89°32'53" West 600.00 feet; thence North 08°34'43" West 1035.31 to the place of commencement.
 Serial No: 59-049-0005

Parcel 34: The East half of the Northwest Quarter of the Northeast Quarter of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-050-0005

Parcel 35: Commencing at the North quarter corner of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 832.00 feet; thence East 210.00 feet; thence South 208.00 feet; thence West 210.00 feet; thence South 280.00 feet; thence East 660.00 feet; thence North 1320 feet; thence West 600 feet to the place of commencement.
 Serial No: 59-050-0006

Parcel 36: Lot 1 and the Northeast Quarter of the Northwest Quarter of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-050-0010

Parcel 37: The West half of the Northwest Quarter of the Northwest Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-053-0010

Parcel 38: The Southwest Quarter of the Northwest Quarter of the Northeast Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-053-0012

Parcel 39: The Southwest Quarter of the Southwest Quarter of the Northeast Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-053-0017

Parcel 40: The Southeast Quarter of the Southwest Quarter of the Northeast Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-053-0018

Parcel 41: The West half of the Southeast Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0049

Parcel 42: The West half of the Southwest Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
 Serial No: 59-048-0053

Parcel 43: The Southeast Quarter of the Southeast Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-048-0066

Parcel 44: The Northwest Quarter of the Southeast Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-048-0067

Parcel 45: The Northeast Quarter of the Northeast Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-048-0083

Parcel 46: The Northeast Quarter of the Southeast Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-048-0087

Parcel 47: The Southeast Quarter of the Southeast Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-048-0088

Parcel 48: Commencing at the Southwest corner of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence North $00^{\circ}09'00''$ East 2554.5 feet; thence North $89^{\circ}48'30''$ East 503.03 feet; thence South $09^{\circ}13'00''$ East 787.92 feet; thence North $89^{\circ}52'17''$ West 620.92 feet; thence South $00^{\circ}28'58''$ West 1779.88 feet to the point of commencement.

Serial No: 59-049-0023

Parcel 49: Commencing South 832.00 feet from the North quarter corner of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 56.05 feet; thence East 150.00 feet; thence East 60.00 feet; thence North 208.00 feet; thence West 210.00 feet to the place of commencement.

Serial No: 59-050-0003

Parcel 50: The Northwest Quarter of the Northwest Quarter of the Northeast Quarter of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-053-0011

Parcel 51: Commencing at the South quarter corner of Section 21, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence North $01^{\circ}04'36''$ West 100 feet; thence South $87^{\circ}39'00''$ East 1001.36 feet; thence South $51^{\circ}47'00''$ East 28.00 feet; thence South $38^{\circ}13'00''$ West 123.17 feet; thence North $51^{\circ}47'00''$ West 28.00 feet; thence North $87^{\circ}39'00''$ West 923.22 feet to the place of commencement.

Serial No: 59-053-0023

Parcel 52: The North half of the Southeast Quarter of Section 13, Township 6 South, Range 3 West, Salt Lake Base and Meridian, less and excepting: Commencing North $88^{\circ}22'04''$ West 1998.60 from the East quarter corner of Section 13, Township 6 South, Range 3 West, Salt Lake Base and Meridian and running thence South 200.00 feet; thence West 200.00 feet; thence North 200.00 feet; thence East 200.00 feet to the place of commencement.

Serial No: 59-074-0003

Parcel 53: The West half of the Northwest Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-048-0024

Parcel 54: The West half of the Northwest Quarter of the Northwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0025

Parcel 55: The Northeast Quarter of the Southwest Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0033

Parcel 56: The Southwest Quarter of the Northeast Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0057

Parcel 57: The Northeast Quarter of the Northwest Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0059

Parcel 58: The Northwest Quarter of the Northeast Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0063

Parcel 59: The Northeast Quarter of the Southeast Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0065

Parcel 60: The Northwest Quarter of the Southeast Quarter of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian, less and exception the East 815.00 feet thereof.
Serial No: 59-049-0011

Parcel 61: Commencing at the Northeast corner of the Northeast Quarter of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 00°26'40" West along said Section line 845.02 feet; thence West 176.38 feet; thence South 58.00 feet; thence West 483.62 feet; thence North 908.02 feet, more or less, to said Section line; thence Easterly along said Section line 660.00 feet, more or less, to the place of commencement.
Serial No: 59-050-0002

Parcel 62: Commencing at the Southwest corner of the Northeast Quarter of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence Northerly along said Quarter Section line 1323.00 feet more or less; thence East 1320.00 feet more or less; thence South 538.82 feet; thence West 70.38 feet; thence South 463.50 feet; thence West 143.00 feet; thence South 321.16 feet; thence West 1106.62 feet to the place of commencement.
Serial No: 59-050-0012

Parcel 63: The Southeast Quarter of the Northwest Quarter of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-050-0014

Parcel 64: The Southwest Quarter of the Northwest Quarter of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-050-0015

Parcel 65: Commencing East 1514.42 feet from the West quarter corner of Section 20, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence North $08^{\circ}51'32''$ West 2671.87 feet; thence East 1537.05 feet; thence South 2640.00 feet; thence West 1125.58 feet to the place of commencement.
Serial No. 59-052-0013

Parcel 66: The Northwest Quarter of the Southwest Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0030

Parcel 67: The Southwest Quarter of the Southwest Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0031

Parcel 68: The Southeast Quarter of the Southwest Quarter of the Southeast Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0034

Parcel 69: The Southeast Quarter of the Southeast Quarter of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-049-0024

Parcel 70: Lot 3, of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-050-0011

Parcel 71: The Northeast Quarter of the Southwest Quarter of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-050-0013

Parcel 72: The North half of the Northeast Quarter of the Northeast Quarter of Section 20, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-052-0014

Parcel 73: Commencing South 667-28 feet and West 7.28 feet from the Northeast corner of Section 20, Township 6 South, Range 2 West, Salt Lake Base and Meridian and running thence South $00^{\circ}37'31''$ West 2001.95 feet; thence North $89^{\circ}24'12''$ West 2769.28 feet; thence North $02^{\circ}55'28''$ East 2666.86 feet; thence South $89^{\circ}30'09''$ East 1331.15 feet; thence South $01^{\circ}46'28''$ West 666.88 feet; thence South $89^{\circ}28'37''$ East 1344.52 to the place of commencement.
Serial Number: 59-052-0015

Parcel 74: The South half of the Northeast Quarter of Section 13, Township 6 South, Range 3 West, Salt Lake Base and Meridian.
Serial Number: 59-074-0004

Parcel 75: The Southeast Quarter of the Northwest Quarter of the Southwest Quarter of Section 16, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-048-0061

Parcel 76: The East half of the Northeast Quarter of the Southeast Quarter of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian.
Serial No: 59-049-0027

Parcel 77: The East half of the Southwest Quarter of the Southeast Quarter of Section 17, Township 6 South, Range 2 West, Salt Lake Base and Meridian.

Serial No: 59-049-0028

Parcel 78: Commencing South 844.99 feet and West 6.55 feet from the Northeast corner of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South $00^{\circ}26'40''$ West 84.98 feet; thence West 109.72 feet; thence South 87.03 feet; thence West 725.48 feet; thence North 114.01 feet; thence East 662.00 feet; thence North 58.00 feet; thence East 176.38 feet to the place of commencement.

Serial No: 59-050-0033

Parcel 79: Commencing West 660.00 feet from the Northeast corner of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 908.82 feet; thence West 178.38 feet; thence South 108.17 feet; thence West 172.53 feet; thence South 337.01 feet; thence West 309.09 feet; thence North 1354.00 feet; thence East 660.00 feet to the place of commencement.

Serial No: 59-050-0034

Parcel 80: Commencing South 1346.07 feet and West 1010.91 feet from the Northeast corner of Section 18, Township 6 South, Range 2 West, Salt Lake Base and Meridian, and running thence South 436.83 feet; thence North $89^{\circ}32'54''$ West 7.56 feet; thence South $00^{\circ}27'06''$ West 102.00 feet; thence North $89^{\circ}32'54''$ West 315.62 feet; thence North $00^{\circ}27'06''$ East 538.82 feet; thence South $89^{\circ}32'54''$ East 319.74 feet to the place of commencement.

Serial No: 59-050-0035