

WHEN RECORDED, MAIL TO:
Utah Department of Transportation
Right of Way, Fourth Floor
Box 148420
Salt Lake City, Utah 84114-8420

ENT 90295:2012 PG 1 of 8
Jeffery Smith
Utah County Recorder
2012 Oct 17 03:41 PM FEE 24.00 BY EO
RECORDED FOR Founders Title Company
ELECTRONICALLY RECORDED

F 78212GV

Special Warranty Deed

(CORPORATION)

Utah County

Tax ID. 18-017-0002

Parcel No. 0114:176N

Project No. F-0114(21)0

GIL MILLER not individually but solely as the court-appointed Receiver of the assets of PARISH CHEMICAL COMPANY, a Utah Corporation, pursuant to the Order Appointing Receiver, Imposing Asset Freeze and Prohibiting Destruction of Documents dated June 20, 2012 in *United States v. Parish Chemical Co.*, Case No.: 2:09cv00804-CW, in the United States District Court for the District of Utah, Grantor, hereby CONVEYS AND WARRANTS against all claiming by, through or under it to the UTAH DEPARTMENT OF TRANSPORTATION, at 4501 South 2700 West, Salt Lake City, Utah 84119, Grantee, for the sum of TEN Dollars, and other good and valuable considerations, the following described parcel of land (the "Land") in Utah County, State of Utah, to-wit:

A parcel of land in fee, for the widening of the existing highway State Route 114 known as Project No. F-0114(21)0, being part of an entire tract of property, situate in the SE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 17, Township 6 South, Range 2 East, Salt Lake Base and Meridian, The boundaries of said parcel of land are described as follows:

Beginning at the Southeast corner of said entire tract, said point being 617.08 feet N.00 02'55"W. (Record 620.54 feet N.00 03'08"W.) along the Section line and 54.41 feet (Record 54.46 feet) West from the East Quarter corner of said Section 17; and running thence S.89°53'00"W. (Record S.88°15'38"W.) 31.86 feet along an existing fence and the southerly boundary line of said entire tract to a point of intersection with a non-tangent 9,950.00-foot radius curve to the left, which point is 51.01 feet radially distant westerly from the right of way control line of State Route 114 of said project, opposite approximate Engineers Station 612+52.87; thence Northerly along the westerly right of way line of said project the following two (2) courses and distances: (1) 160.93 feet along said curve, (chord bears N.01°48'40"E. 160.93 feet) to a point 50.00 feet radially distant westerly from the right of way control line of State Route 114, opposite approximate Engineers Station 614+14.24; (2) thence N.01°20'52"E. 295.52 feet parallel with said control line to a point in the northerly boundary line of said entire tract opposite approximate Engineers Station 617+09.76; thence N.88°41'52"E. 16.42 feet along said northerly boundary line to the northeast corner of said entire tract; thence S.00°25'36"E. 456.61 feet (Record 452.53 feet) along the easterly boundary line to the point of beginning as shown on the official map of said project on file in the office of the Utah Department of Transportation.

The above described part of an entire tract contains 10,789 square feet in area or 0.248 acre, more or less.

The Land conveyed herein is conveyed pursuant to the Order Approving Receiver's Modified Motion for Order Approving Sale of Property to Utah Department of Transportation entered October 15, 2012, by the United States District Court, for the District of Utah, Case No: 2:09cv00804-CW, a copy of which is attached hereto as Exhibit A. The warranties of title under this Special Warranty Deed are made solely by Parish Chemical Company and not by Gil Miller in his individual capacity.

IN WITNESS WHEREOF, Gil Miller, not individually but solely as Receiver of the assets of PARISH CHEMICAL COMPANY, has caused this instrument to be executed as its duly authorized representative, this 17th day of October, 2012.



GIL MILLER not individually but solely as the court-appointed Receiver of the assets of PARISH CHEMICAL COMPANY, pursuant to court order entered in *United States v. Parish Chemical Co.*, Case No.: 2:09cv00804-CW, in the United States District Court for the District of Utah

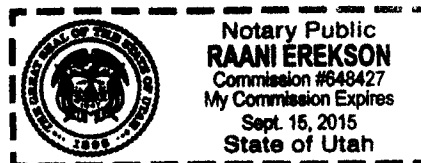
STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On the date first above written personally appeared before me, Gil Miller, who, being by me duly sworn, says that he is the court-appointed Receiver of the assets of PARISH CHEMICAL COMPANY, a Utah Corporation, and that the within and foregoing instrument was signed in behalf of said corporation by authority of Order Approving Receiver's Modified Motion for Order Approving Sale of Property to Utah Department of Transportation entered October 15, 2012, by the United States District Court, for the District of Utah, Case No: 2:09cv00804-CW, and said acknowledged to me that said PARISH CHEMICAL COMPANY, a Utah corporation executed the same.

WITNESS my hand and official stamp the date in this certificate first above written:



Notary Public



Parcel No. 0114:176N
Project No. F-0114(21)0

**EXHIBIT A
TO
SPECIAL WARRANTY DEED**

[Copy of Order Approving Sale]

FILED IN UNITED STATES DISTRICT
COURT, DISTRICT OF UTAH

OCT 15 2012

D. MARK JONES, CLERK
BY _____
DEPUTY CLERK

Kenneth L. Cannon II (3705) kcannon@djplaw.com
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Attorneys for Receiver, Gil A. Miller

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

<p>UNITED STATES OF AMERICA,</p> <p>Plaintiff,</p> <p>v.</p> <p>PARISH CHEMICAL COMPANY, and UINTAH PHARMACEUTICAL CORPORATION, et al.,</p> <p>Defendants.</p>	<p>ORDER APPROVING RECEIVER'S MODIFIED MOTION FOR ORDER APPROVING SALE OF PROPERTY TO UTAH DEPARTMENT OF TRANSPORTATION</p> <p>Civil No. 2:09cv00804-CW-PMW</p> <p>Honorable Clark Waddoups</p>
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The modified Motion dated August 29, 2012 (the "Motion") of Gil A. Miller, receiver ("Receiver") for the estates of Parish Chemical Company and Uintah Pharmaceutical Corporation (together, "Parish Chemical"), for approval of the sale of certain real property the "Sale Property") to the Utah Department of Transportation ("UDOT"), was considered at the status conference scheduled by the Court on October 10, 2012. Appearing at the status

conference were Kenneth L. Cannon II on behalf of Gil A. Miller, the Court-appointed receiver; Justin D. Heideman on behalf of the defendant Parish Chemical Company ("Parish Chemical") and its principals, W. Wesley Parish and Anna Parish; Jerel L. Ellington, Daniel D. Price, Joshua Van Eaton, and Marcello Mollo on behalf the plaintiff United States; and Stevan R. Baxter on behalf of R.W. Investments, L.C. ("R.W. Investments"), which has moved to intervene in this civil action. At the status conference, the Receiver proposed that, because no party had objected to the sale proposed by the Motion and only R.W. Investments had objected to the proposed distribution of sale proceeds, the Court approve the Motion and the sale contemplated thereby and that the Court order the Receiver to hold back \$25,500.00 from the "cost to cure" portion of the proceeds of sale pending the Court's consideration and ruling on R.W. Investments' motion to intervene.

The Court, having reviewed and considered the Motion, noting that the Court's Order entered June 20, 2012, Appointing Receiver, Imposing Asset Freeze and Prohibiting Destruction of Documents (the "Receiver Order") authorizes the Receiver to market and sell property of Parish Chemical and explicitly authorizes the Receiver to "consummate the pending real property transaction with the Utah Department of Transportation . . . for UDOT's acquisition of all necessary rights to way for the Geneva Road expansion project," further noting that the plaintiff, United States, and the principals of defendant Parish Chemical support the proposed sale to UDOT, and that R.W. Investments does not object to the proposed sale but only to distributions from sale proceeds, finding that the terms of the sale are in the best interests of the Receivership, and for good cause shown, hereby

ORDERS:

1. The Motion is approved, except that the Receiver will hold back no less than \$25,500 from the "cost to cure" portion of sale proceeds pending the Court's consideration and ruling on R.W. Investments' motion to intervene. .

2. The Receiver is authorized to consummate and implement on behalf of Parish Chemical the sale of the Sale Property to UDOT on the terms set forth in the Motion and in the proposed Right of Way Contract attached to the Motion as Exhibit A.

3. Proceeds from the sale of the Sale Property shall be distributed at closing generally as set forth the Motion, with precise amounts for such costs as pro-rated real property taxes owing to Utah County on the Sale Property and pro-rated amounts owing to the United States Environmental Protection Agency on account of its lien on the Sale Property under section 107(l) of the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended, to be substituted for estimates included in the Motion. Sale proceeds in excess of amounts required to be distributed to other parties at closing shall be paid to the Receiver for use in fulfilling his responsibilities as Receiver and paying administrative costs of the Receivership.

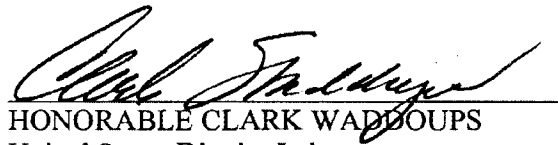
4. The Receiver is authorized to execute and deliver, and empowered fully to perform under, consummate, and implement on behalf of Parish Chemical the Right of Way Contract and such additional instruments and documents that may be reasonably necessary or desirable to implement the Right of Way Contract.

5. The transaction contemplated by the Right of Way Contract is undertaken by the Receiver and UDOT in good faith.

6. The transfer of the Sale Property to UDOT pursuant to the Right of Way Contract shall constitute a legal, valid, and effective transfer of the Sale Property, and shall vest the purchaser with all right, title, and interest of Parish Chemical in the Sale Property.

DATED: 10/15/2012

BY THE COURT:



HONORABLE CLARK WADDOUPS

United States District Judge

CLERK'S CERTIFICATE OF SERVICE

I hereby certify that on this ____ day of _____, 2012, I caused to a copy of the foregoing Order to be served via ECF Notification on the following persons.

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