

UPR05RPW

TYPE OF RECORD:

PERMANENT

CATEGORY OF RECORD:

DEED (QUIT CLAIM AND FIBER OPTIC
EASEMENTS)

NAME OF PROPERTY OWNER
OR GRANTOR OR GRANTEE:

UNION PACIFIC RAILROAD

PURPOSE:

RIVERSIDE PARKWAY

ADDRESS:

SEE EXHIBIT "A" (VARIOUS LOCATIONS
ALONG RAILROAD)

CITY DEPARTMENT:

PUBLIC WORKS AND PLANNING

YEAR:

2005

EXPIRATION DATE:

NONE

DESTRUCTION DATE:

NONE

RECORDING REQUESTED BY
And When Recorded Mail to:

2255891 BK 3905 PG 440-466
05/26/2005 11:10 AM
Janice Ward CLK&REC Mesa County, CO
RecFee \$135.00 SurChg \$1.00
DocFee EXEMPT

CITY OF GRAND JUNCTION
ATTN: RIVERSIDE PARKWAY
250 N. 5th Street
Grand Junction, Colorado 81501

SPACE ABOVE FOR RECORDER'S USE ONLY

QUITCLAIM DEED

THIS DEED, made this 18th day of May, 2005, between UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, whose address is 1400 Douglas Street, Omaha, Nebraska 68179, Grantor, and CITY OF GRAND JUNCTION, COLORADO, a municipal corporation of the State of Colorado, whose legal address is 250 N. 5th Street, Grand Junction, Colorado 81501, Grantee:

WITNESSETH, That Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration in hand paid, the receipt whereof is hereby confessed and acknowledged, does hereby REMISE, RELEASE and QUITCLAIM to Grantee, its successors and assigns, forever, all of its right, title and interest in and to the real estate situate in the County of Mesa, State of Colorado, more particularly described in **Exhibit A** hereto attached and hereby made a part hereof. Grantor and Grantee acknowledge that a portion of the Property is a portion of Grantor's federally granted railroad right of way, and that this quitclaim is made pursuant to the provisions of 43 U.S.C. §913, which authorizes the transfer of a portion of such right of way to certain governmental entities for use as a public highway.

EXCEPTING from this quitclaim and RESERVING unto Grantor, its successors and assigns, forever, the following:

(a) The railroad trackage and track appurtenances thereto known as Track #752, now located upon, along and across a portion of the Property, and a PERPETUAL EXCLUSIVE EASEMENT thirty feet (30') in width ("Rail Easement") in the location described in **Exhibit B**, hereto attached and hereby made a part hereof ("Rail Easement Area"), together with the right of ingress and egress thereto, for the construction, maintenance, operation, repair, renewal, reconstruction, use and, if necessary, removal of said railroad trackage and appurtenances upon, along, across and within the Rail Easement Area;

(b) PERPETUAL EXCLUSIVE EASEMENTS over, under, across and upon those portions of the Property described in **Exhibit C** ("Communications Easement Property"), together with the right of ingress, egress and access from and to such Communications Easement Property over and across the Property for purposes of exercising the easement rights reserved herein.

A-6

The communications easement reserved herein ("Communications Easement") shall allow Grantor, its successors and assigns, to enter upon, over and under the Communications Easement Property and every part thereof to construct, reconstruct, install, inspect, repair, maintain, enjoy, operate, use and/or remove existing and/or future communication lines and/or facilities including, but not limited to, fiber optic cables, conduits and related appurtenances. [The term "appurtenances" shall include valves, manholes, air vents, warning signals, junction boxes, transformers, switch boxes, electric devices and the like (collectively, "Communications Equipment").] All communication facilities presently existing or hereafter constructed on the Communications Easement Property shall remain the personal property of Grantor.

Grantor shall have the right to grant, at its sole discretion, sub-easements, licenses and any other interests in the Communications Easement Property and to collect the rents, issues and profits therefrom, and from any existing contracts, and to use the Communications Easement Property for any other lawful purpose, including, but not limited to, entering into agreements with third parties for longitudinal occupancies or crossings.

Grantor hereby declares that all of the Communications Easement Property is held and shall be held, acquired, conveyed, hypothecated, and/or improved subject to this Communications Easement and the following restrictions (the "Restrictions").

Neither Grantee nor any successor or assign of Grantee shall place or make any improvement to the Communications Easement Property without obtaining the prior written approval of Grantor, its successors and assigns; provided, however, neither Grantee nor its successors and assigns shall make or cause to be made or constructed any permanent buildings, structures or fences whatsoever.

The Restrictions and this Communications Easement shall run with the Communications Easement Property and shall be binding upon Grantee, its successors and assigns, and on all parties acquiring any right, title or interest in the Communications Easement Property or any part thereof, and shall inure to the benefit of Grantor, its successors and assigns.

Notwithstanding any other provision contained herein, the conveyance of the Property is subject to, and the Communications Easement reserved herein, shall allow Grantor to honor its grant and fulfill its other obligations as grantor under that certain 'Fiber Optics Easement dated November 9, 1987 between Southern Pacific Transportation Company (predecessor in interest to Grantor) and MCI Telecommunications Corporation (now known as MCI WorldCom Network Services, Inc.), and any other existing agreements between Grantor and fiber optic carriers affecting the Property. Grantee and each subsequent owner of the Communications Easement Property shall, promptly following any sale or lease of the Communications Easement Property, deliver or cause to be delivered to MCI WorldCom Network Services, Inc., Attn: Senior Manager - Dept. 1238, 400 International Parkway,

Richardson, Texas 75081, and to MCI WorldCom Network Services, Inc., Attn: Assistant General Counsel - Dept. 0598, 1133 19th Street N.W., Washington, D.C. 20036, the name and address of grantee or lessee. As used herein, "lease" shall mean a commercial or industrial lease which provides for a fixed initial term of at least one year and which requires ninety (90) days or more notice for termination.

The Property is quitclaimed by Grantor subject to the following covenant, condition and restriction, which Grantee by the acceptance of this Deed covenants for itself, its successors and assigns, faithfully to keep, observe and perform:

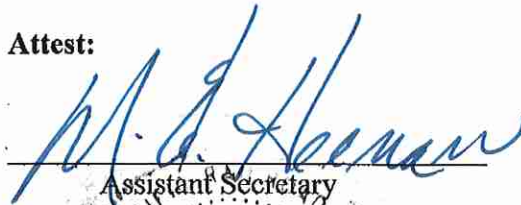
Grantee, at its sole cost and expense, shall install and thereafter maintain, a six foot (6') high black vinyl coated chain link fence, plus seven (7) locked gates and seven (7) driveways, in accordance with the requirements of Section 9(b)(iii) of that certain Purchase and Sale Agreement dated May 3, 2005 between Grantor and Grantee, for the benefit of the lands comprising the railroad right-of-way of Grantor immediately adjacent to the north/northeasterly boundary of the Property except Parcel REV.2 (F-58), to prevent access to or encroachment on such adjacent right-of-way of Grantor. Grantee does not warrant access or encroachment will be prevented.

This covenant, condition and restriction shall run with the Property, and a breach of the foregoing covenant, condition and restriction, or the continuance thereof, may, at the option of Grantor, its successors or assigns, be enjoined, abated or remedied by appropriate proceedings.

It is expressly understood that the subjacent support of the premises hereby quitclaimed may have been impaired by mining operations heretofore carried on beneath the surface thereof, and the quitclaiming of said premises is upon the condition that Grantor, its successors and assigns, shall not be liable for damages resulting therefrom.

IN WITNESS WHEREOF, Grantor has caused these presents to be signed by its duly authorized officers, and its corporate seal to be hereunto affixed the day and year first above written.

Attest:


Assistant Secretary



**UNION PACIFIC RAILROAD COMPANY,
a Delaware corporation**

By: 
Its: GENERAL MANAGER-REAL ESTATE

Grantee hereby accepts this Deed and agrees for itself, its successors and assigns, to be bound by the covenants and conditions set forth herein and to perform all obligations of Grantee set forth herein.

GRANTEE:

**CITY OF GRAND JUNCTION, COLORADO,
a municipal corporation of the State of Colorado**



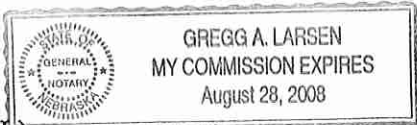
By: [Signature]
Title: City Manager

Attest:

By: Stephanie Yun
City Clerk

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged on this 18th day of May, 2005, before me, a Notary Public duly commissioned, qualified and acting, within and for the said County and State, by Tony K. Love and M.E. Heenan, to me personally known, who stated that they were the General Mgr - Real Estate and Assistant Secretary, respectively, of UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, and were duly authorized in their respective capacities to execute the foregoing instrument for and in the name and behalf of said corporation, and further stated and acknowledged that they had so signed, executed and delivered said foregoing instrument for the consideration, uses and purposes therein mentioned and set forth.



(SEAL)

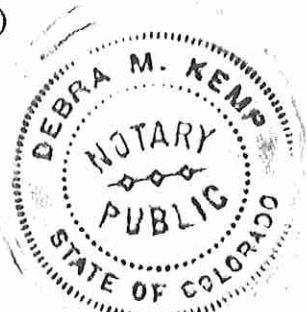
Gregg A. Larsen
Notary Public

STATE OF COLORADO)
) ss.
COUNTY OF MESA)

The foregoing instrument was acknowledged on this 17th day of May, 2005, before me, a Notary Public duly commissioned, qualified and acting, within and for the said County and State, by Kelly Arnold and Stephanie Tuin, to me personally known, who stated that they were the City Manager and City Clerk, respectively, of the CITY OF GRAND JUNCTION, COLORADO, a municipal corporation, and were duly authorized in their respective capacities to execute the foregoing instrument for and in the name and behalf of said corporation, and further stated and acknowledged that they had so signed, executed and delivered said foregoing instrument for the consideration, uses and purposes therein mentioned and set forth.

Debra M. Kemp
Notary Public

(SEAL)



My Commission Expires 3/13/09

Carter & Burgess

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.cb.com

Rev. October 13, 2004
August 2, 2004
070545.500.1.0100

PARCEL UPRR #1 (A-6)
Property Description

A parcel of land lying in the Southwest Quarter of Section 10, Section 9, the Northeast Quarter of Section 8 and the Southeast Quarter of Section 5, all in Township 1 South, Range 1 West of the Ute Principal Meridian, City of Grand Junction, Colorado being more particularly described as follows:

COMMENCING at the Northwest corner of the Southwest Quarter of the Southwest Quarter of Section 10 (a found 2 1/2" Brass Cap "MESA COUNTY SURVEY MARKER LS illegible" in concrete), whence the witness monument to the northeast corner of the Southwest Quarter of the Southwest Quarter of Section 10 (found an Aluminium Cap "1/16 45.0 2003 LSL7465") bears N89°56'54"E (Basis of Bearing-assumed) a distance of 1274.54 feet;
THENCE S12°34'57"E a distance of 251.40 feet to the POINT OF BEGINNING;

THENCE S39°03'06"E a distance of 147.85 feet;
THENCE S40°59'07"E a distance of 177.83 feet;
THENCE S39°03'06"E tangent with the following described curve a distance of 364.42 feet;
THENCE along the arc of a curve to the right, having a central angle of 9°46'20", a radius of 945.00 feet, a chord bearing S34°09'56"E a distance of 160.98 feet, and an arc distance of 161.18 feet to a point on the southerly right-of-way line of the Denver & Rio Grande Railroad as shown on the Right of Way and Track map COLO. V-13-C 1, Green River Division, Station 0+00 to 209+30, dated June 30, 1919;

THENCE along said southerly right-of-way the following nine (9) courses:

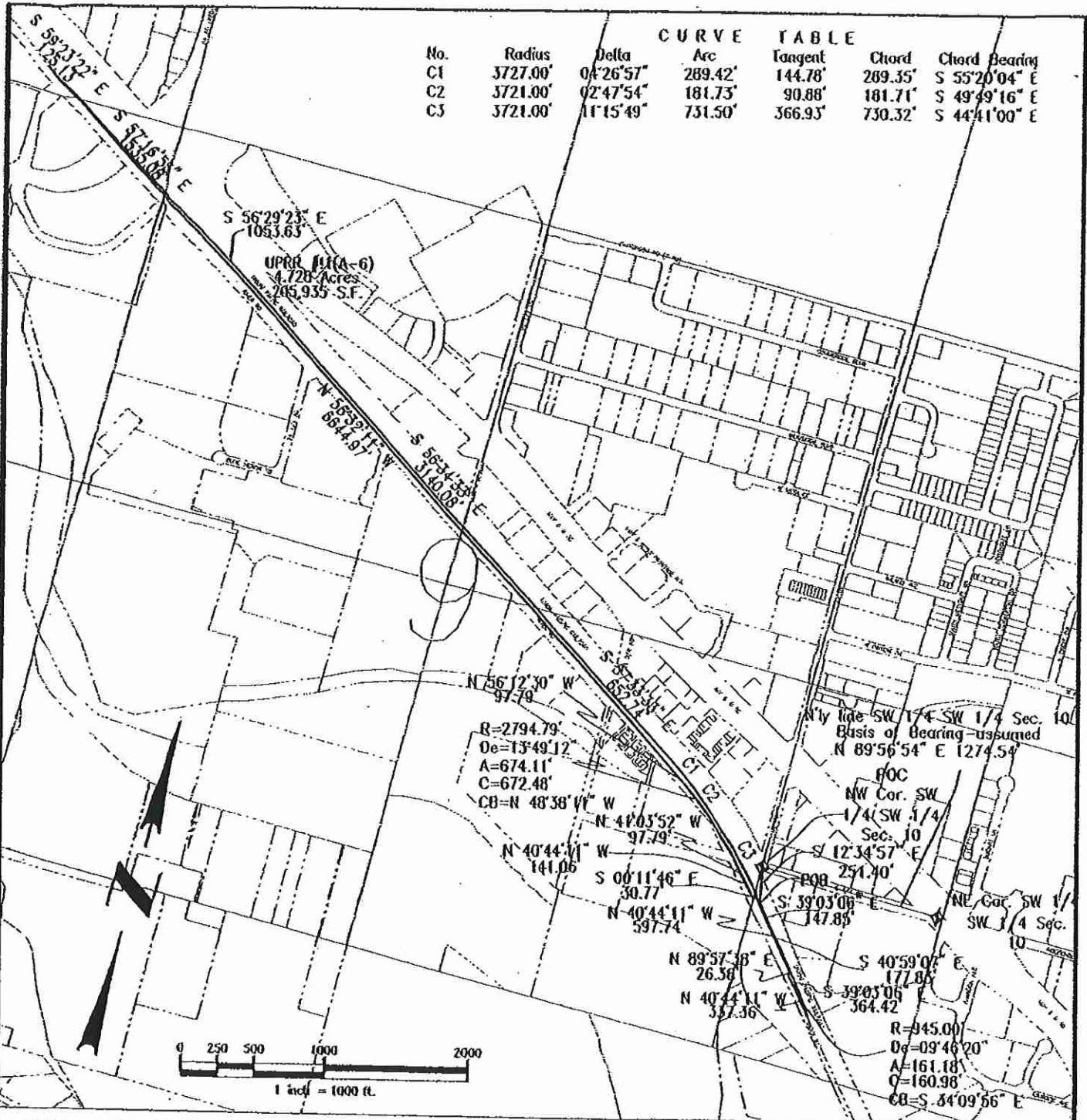
1. N40°44'11"W, non-tangent with the last described curve a distance of 337.36 feet;
2. THENCE N89°57'38"E a distance of 26.38 feet;
3. THENCE N40°44'11"W a distance of 597.74 feet;
4. THENCE S00°11'46"E a distance of 30.77 feet;
5. THENCE N40°44'11"W a distance of 141.06 feet;
6. THENCE N41°03'52"W non-tangent with the following described curve, a distance of 97.79 feet;
7. THENCE along the arc of a curve to the left, having a central angle of 13°49'12", a radius of 2794.79 feet, a chord bearing of N48°38'11"W a distance of 672.48 feet, and an arc distance of 674.11 feet;
8. THENCE N56°12'30"W, non-tangent with the last described curve a distance of 97.79 feet;
9. THENCE N56°32'11"W a distance of 6644.97 feet;

THENCE S59°23'22"E a distance of 125.13 feet;
THENCE S57°16'55"E a distance of 1535.08 feet;
THENCE S56°29'23"E a distance of 1053.63 feet;
THENCE S56°34'33"E a distance of 3140.08 feet;
THENCE S57°33'33"E tangent with the following described curve a distance of 652.74 feet;
THENCE along the arc of a curve to the right, having a central angle of 4°26'57", a radius of 3727.00 feet, a chord bearing S55°20'04"E a distance of 289.35 feet, and an arc distance of 289.42 feet;
THENCE along the arc of a curve to the right, non-tangent with the last described curve, having a central angle of 2°47'54", a radius of 3721.00 feet, a chord bearing of S49°49'15"E a distance of 181.71 feet, and an arc distance of 181.73 feet;
THENCE along the arc of a curve to the right, non-tangent with the last described curve, having a central angle of 11°15'49", a radius of 3721.00 feet, a chord bearing of S44°41'00"E a distance of 730.32 feet, and an arc distance of 731.50 feet to the POINT OF BEGINNING.

Containing 203,726 square feet (4.677 Acres), more or less.

Prepared by: *Marla M. McOutin*
Date: 10/29/04
Marla M. McOutin, Colorado PLS 24961
For and on behalf of Carter & Burgess, Inc.
PROFESSIONAL LAND SURVEYOR

RECORDER NOTE: POOR QUALITY DOCUMENT
PROVIDED FOR REPRODUCTION



CARTER & BURGESS PROJECT NO. 071514
 CLIENT PROJECT NO. -
 REVISION DESCRIPTION -
 DRAWN DGM DATE 7-30-04 SCALE 1"=1000

Carter-Burgess
 707 17th Street, Suite 2500, Denver CO 80202
 (303) 427-5244 Fax (303) 427-4442

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RIVERSIDE PARKWAY
 GRAND JUNCTION
 COLORADO

TITLE:
 EXHIBIT
 UPRR #1Rev (A-6Rev)

REVISION: 1	DRAWING NO. A-6.DWG	SHEET NO. 1 OF 1
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Carter & Burgess

August 2, 2004
070545.500.1.0100

707 17th Street, Suite 2100
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.c-b.com

PARCEL UPRR #2 (C-10)
Property Description

A parcel of land lying in the Southwest Quarter of Section 10 and the Northwest Quarter of Section 15, Township 1 South, Range 1 West of the Ute Principal Meridian, City of Grand Junction, Colorado being more particularly described as follows:

COMMENCING at the Northwest corner of the Southwest Quarter of the Southwest Quarter of Section 10 (a found 2 1/2" Brass Cap "MESA COUNTY SURVEY MARKER LS Illegible" in concrete), whence the witness monument to the northeast corner of the Southwest Quarter of the Southwest Quarter of Section 10 (a found Aluminum Cap "1/16 45.0 2003 LS17465") bears N89°56'54"E (Basis of Bearing-assumed) a distance of 1274.54 feet;

THENCE S34°38'55"E a distance of 1426.95 feet to the POINT OF BEGINNING;


THENCE S49°08'40"E non-tangent with the following described curve a distance of 19.00 feet;
THENCE along the arc of a curve to the right, having a central angle of 11°22'54", a radius of 1040.50 feet, a chord bearing of S46°26'47"E a distance of 206.35 feet, and an arc distance of 206.69 feet to a point on the southerly right-of-way line of the Denver & Rio Grande Railroad as shown on the Right of Way and Track map COLO. V-13-C 1, Green River Division, Station 0+00 to 209+30, dated June 30, 1919;

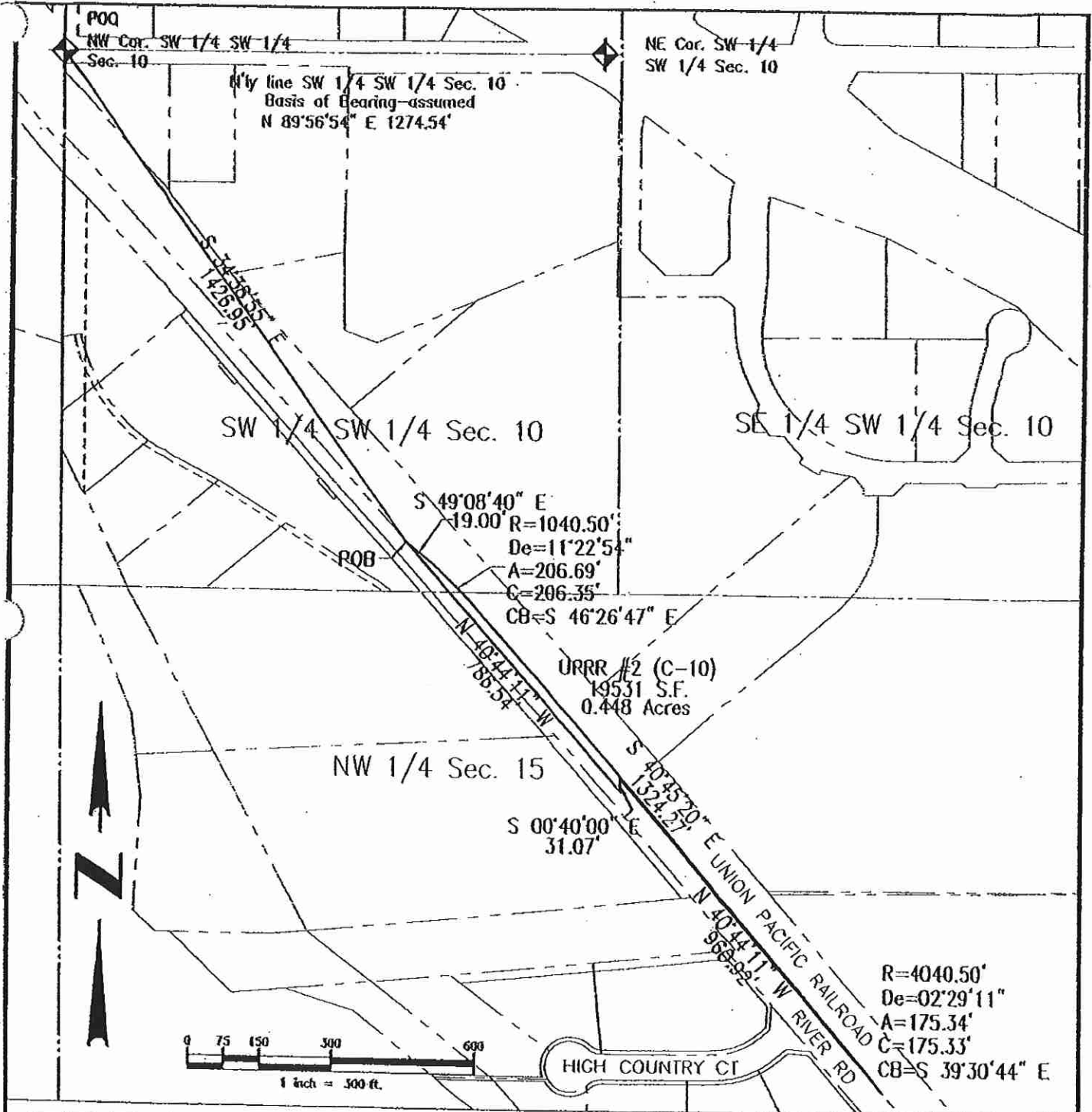
THENCE along said southerly right-of-way the following five (5) courses:

1. S40°45'20"E, tangent with the last and following described curves a distance of 1324.27 feet;
2. THENCE along the arc of a curve to the right, having a central angle of 2°29'11", a radius of 4040.50 feet, a chord bearing S39°30'44"E a distance of 175.33 feet, and an arc distance of 175.34 feet;
3. THENCE N40°44'11"W, non-tangent with the last described curve a distance of 960.92 feet;
4. THENCE S00°40'00"E a distance of 31.07 feet;
5. THENCE N40°44'11"W a distance of 786.54 feet to the POINT OF BEGINNING.

Containing 19,531 square feet, (0.448 Acres), more or less.

Prepared by: *Marla M. McOmber*
 Date: 8-2-04
 Marla M. McOmber, P.L.S. 24961
 For and on behalf of Carter & Burgess, Inc.





CARTER & BURGESS PROJECT NO.		071514	
CLIENT PROJECT NO.			
REVISION DESCRIPTION			
DRAWN	DCW	DATE	7-30-04
SCALE		1"=300	
Carter & Burgess			
707 17th Street, Suite 2300, Denver CO 80202			
(303) 442-4444 Fax (303) 442-4442			
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RIVERSIDE PARKWAY GRAND JUNCTION COLORADO		
TITLE: EXHIBIT UPRR #2 (C-10)		
REVISION:	DRAWING NO.	SHEET NO.
0	C-10.DWG	1 OF 1

Carter & Burgess

August 2, 2004
070545.500.1.0100

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.c-b.com

PARCEL UPRR #3 (C-11)

Property Description

A parcel of land lying in the Northwest Quarter of Section 15, Township 1 South, Range 1 West of the Ute Principal Meridian, City of Grand Junction, Colorado being more particularly described as follows:

COMMENCING at the Center Quarter corner of Section 15 (a found 3 1/4 "Aluminum Cap "MCSM C1/4 S15"), whence the Northeast Corner of the Northwest Quarter of the Southeast Quarter of Section 15 (a found 2 1/2 "Brass Cap "MCSM 543 E 1/16 S15 2280"), bears N89°39'43"E (Basis of Bearing-assumed) a distance of 1323.38 feet;

THENCE N19°06'59"W a distance of 1107.73 feet to the POINT OF BEGINNING;

THENCE N40°44'11"W along the southerly right-of-way line of the Denver & Rio Grande Railroad as shown on the Right of Way and Track map COLO. V-13-C 1, Green River Division, Station 0+00 to 209+30, dated June 30, 1919, a distance of 378.54 feet;

THENCE S89°56'15"E non-tangent with the following described curve a distance of 48.13 feet;

THENCE along the arc of a curve to the right, having a central angle of 0°53'46", a radius of 4040.50 feet, a chord bearing of S34°58'56"E a distance of 63.18 feet, and an arc distance of 63.18 feet;

THENCE S34°32'03"E tangent with the last and following described curves a distance of 212.04 feet;

THENCE along the arc of a curve to the left, having a central angle of 1°13'19", a radius of 3459.50 feet, a chord bearing S35°08'43"E a distance of 73.77 feet, and an arc distance of 73.77 feet to the POINT OF BEGINNING.

Containing 6,853 square feet, (0.157 Acres), more or less.

Macla M. McOmber

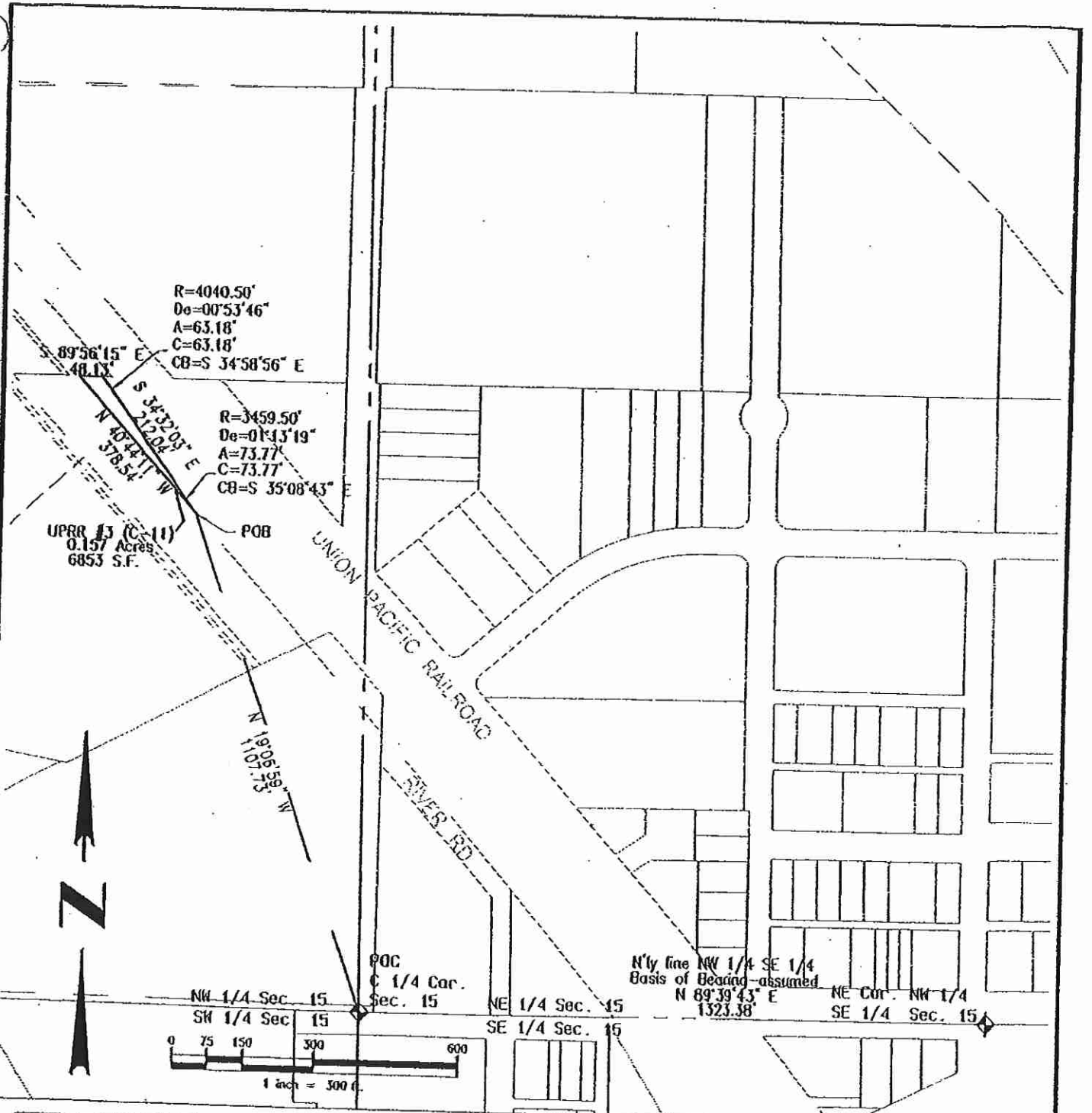
Prepared by:

Date: 8-2-04

Macla M. McOmber Colorado Professional Engineer No. 24961

For and on behalf of Carter & Burgess





CARTER & BURGESS PROJECT NO. 071514

CLIENT PROJECT NO.

REVISION DESCRIPTION

DRAWN DCW DATE 7-30-04 SCALE 1"=300

Carter=Burgess

707 17th Street, Suite 2500, Denver CO 80202
(303) 429-2441 Fax (303) 429-4442

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RIVERSIDE PARKWAY
GRAND JUNCTION
COLORADO

TITLE:
EXHIBIT
UPRR #3 (C-11)

REVISION: 0	DRAWING NO. C-11.DWG	SHEET NO. 1 OF 1
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Carter & Burgess

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
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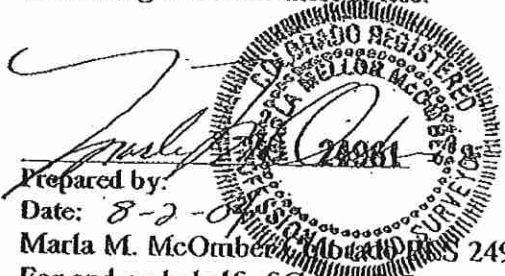
August 2, 2004
070545.500.1.0100

PARCEL UPRR#6 (D-4)
Property Description

A parcel of land lying in the Northwest Quarter of the Northwest Quarter of Section 23, Township 1 South, Range 1 West of the Ute Principal Meridian, City of Grand Junction, Mesa County, Colorado, described as follows:

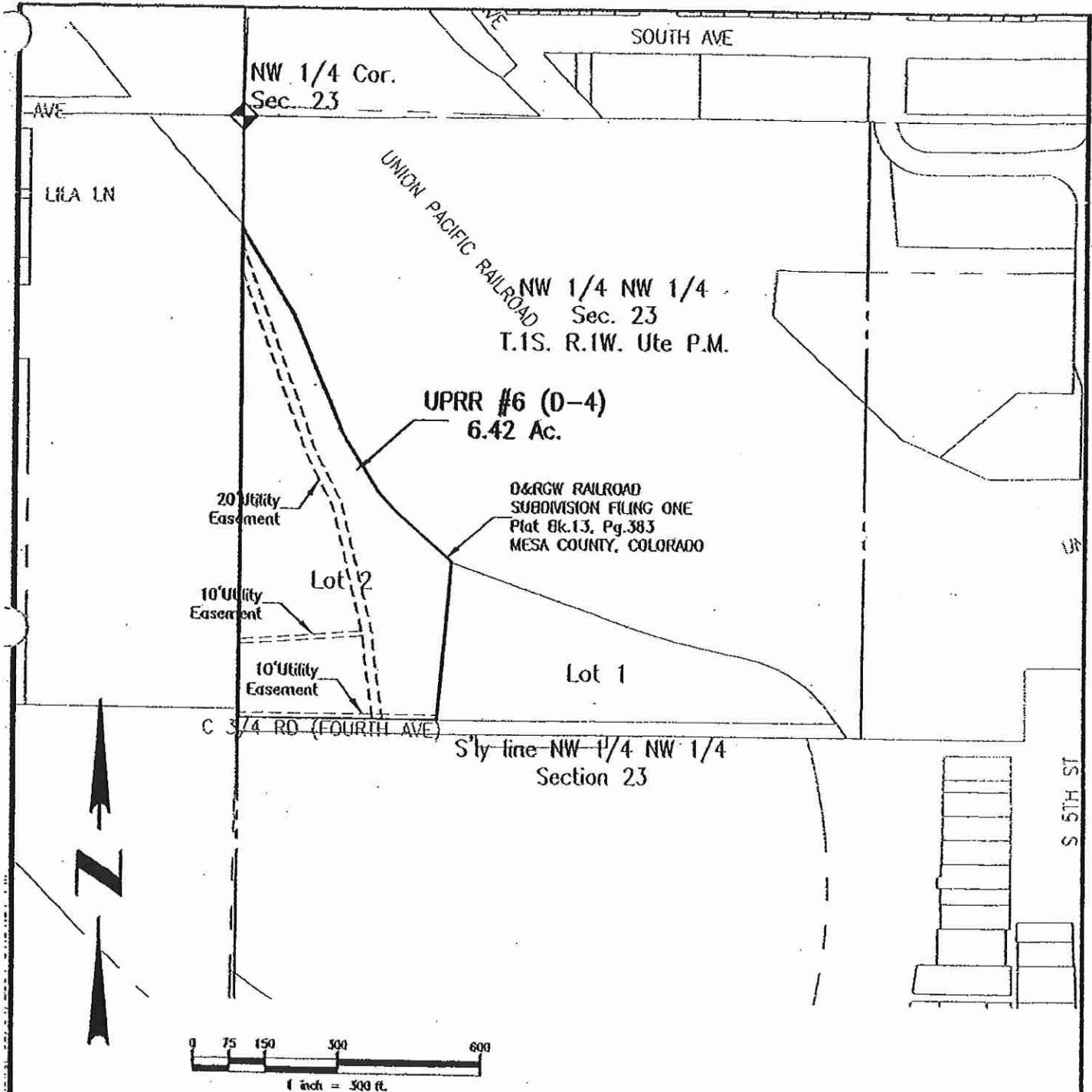
Lot 2, of the D&RGW RAILROAD SUBDIVISION FILING ONE, recorded in Mesa County Clerk and Recorders office in Plat Book No.13, at Page 383 on December 22, 1987.

Containing 6.42 acres more or less.



Prepared by:
Date: 8-2-04
Marla M. McOmber, Colorado P.S. 24961

For and on behalf of Carter & Burgess, Inc.



CARTER & BURGESS PROJECT NO.	071514
CLIENT PROJECT NO.	
REVISION DESCRIPTION	
DRAWN	jam
DATE	8-04-04
SCALE	1"=300'

Carter & Burgess

707 17th Street, Suite 2300, Denver CO 80202
 (303) 421-4241 Fax (303) 421-4442

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RIVERSIDE PARKWAY GRAND JUNCTION COLORADO		
TITLE: EXHIBIT UPRR #6 (D-4)		
REVISION:	DRAWING NO.	SHEET NO.
0	DE-4.DWG	1 OF 1

Carter & Burgess

August 2, 2004
070545.500.1.0100

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.c-b.com

PARCEL UPRR#4 (D-5)
Property Description

A parcel of land lying in the Northwest Quarter and Southwest Quarter of Section 15, Township 1 South, Range 1 West of the Ute Principal Meridian, City of Grand Junction, Colorado being more particularly described as follows:

COMMENCING at the Center Quarter corner of Section 15 (a found 3 1/2" Aluminum Cap "MCSM C1/4 S15 LS illegible"), whence the East Quarter corner of Section 15 (a found 2 1/2" Brass Cap "MCSM 543 E 1/16 S15 2280"), bears N89°39'43"E (Basis of Bearing-assumed) a distance of 1323.38 feet; THENCE N89°38'38"E a distance of 518.55 feet to the POINT OF BEGINNING;

THENCE S40°26'36"E a distance of 194.04 feet;

THENCE S38°31'52"E a distance of 315.17 feet;

THENCE S40°26'24"E a distance of 134.26 feet;

THENCE S39°29'06"E a distance of 30.00 feet;

THENCE S40°26'24"E feet tangent with the following described curve a distance of 216.33;

THENCE along the arc of a curve to the right, having a central angle of 8°06'05", a radius of 2535.00 feet, a chord bearing S36°23'22"E a distance of 358.14 feet, and an arc distance of 358.43 feet;

THENCE S32°20'20"E tangent with the last and following described curves a distance of 217.68 feet;

THENCE along the arc of a curve to the left, having a central angle of 8°51'26", a radius of 2464.50 feet, a chord bearing S36°46'03"E a distance of 380.60 feet, and an arc distance of 380.98 feet;

THENCE S41°11'46"E tangent with the last described and following described curves a distance of 236.71 feet;

THENCE along the arc of a curve to the right, having a central angle of 18°27'39", a radius of 2035.00 feet, a chord bearing S31°57'56"E a distance of 652.84 feet, and an arc distance of 655.68 feet;

THENCE S22°44'07"E tangent with the last described curve a distance of 156.81 feet;


THENCE S24°39'02"E a distance of 43.15 feet to a point on the southerly right-of-way line of the Denver & Rio Grande Railroad as shown on the Right of Way and Track map COLO. V-13-A 1, Second Division, Station 0+00 to 62+51, dated June 30, 1919;

THENCE along said southerly right-of-way line the following four (4) courses:

1. N40°11'39"W a distance of 1405.39 feet;
2. THENCE N00°00'21"E a distance of 261.68 feet;
3. THENCE S89°59'39"W a distance of 159.55 feet;
4. THENCE N31°31'14"W a distance of 1222.27 feet to the POINT OF BEGINNING.

Containing 302,138 square feet, (6.936 Acres), more or less.

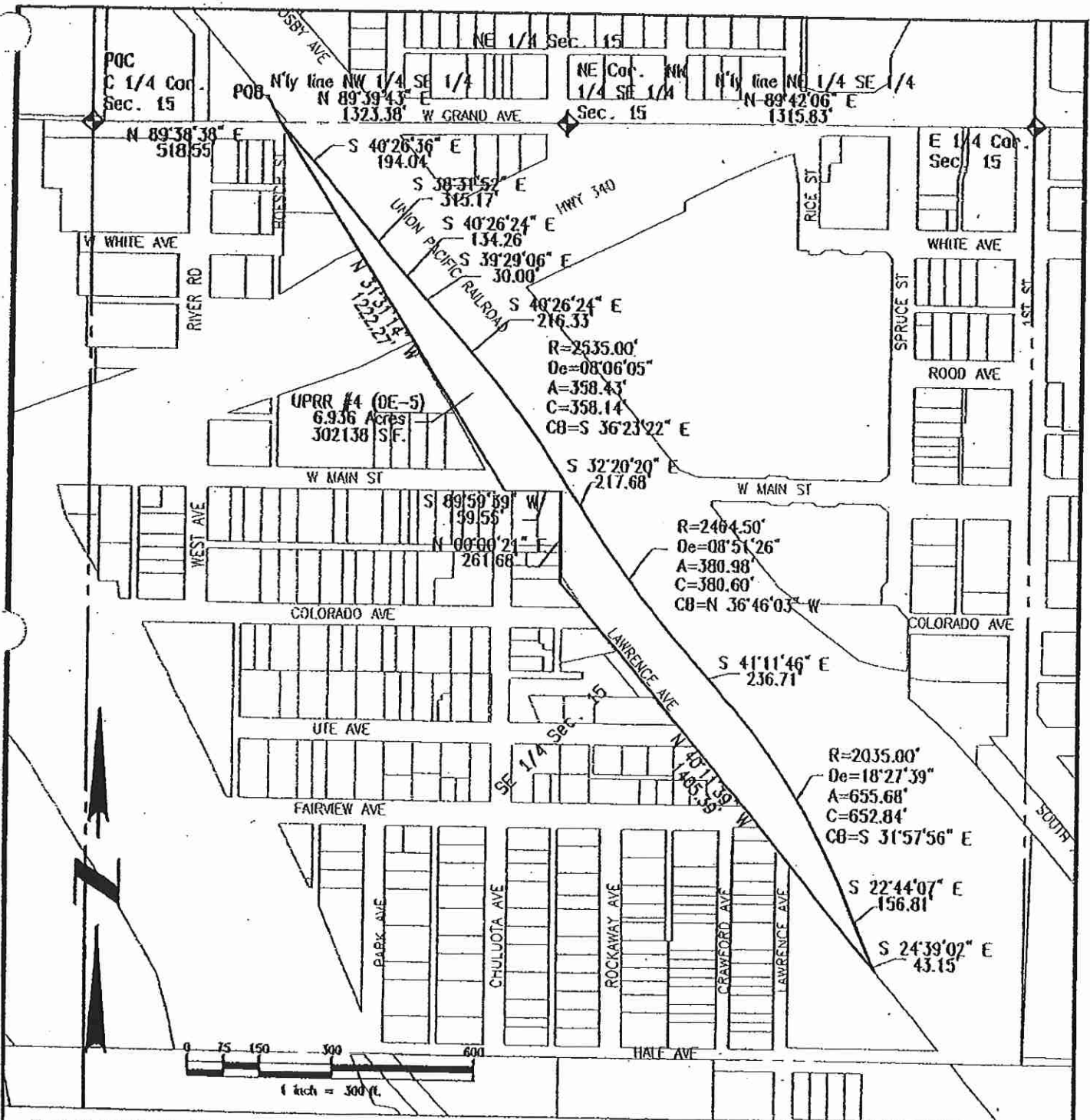
Prepared by: *[Signature]*
 Date: 8-2-04
 Marla M. McOmber Colorado PLS 24961
 For and on behalf of Carter & Burgess



K:\071514-Riverside\Desc\RR\UPRR#4 (D-5).doc

Carter & Burgess, Inc. Carter & Burgess Architects/Engineers, Inc. Carter & Burgess Consultants, Inc. C&B Architects/Engineers, Inc.

C&B Architects/Engineers, P.C. C&B Nevada, Inc. Nixon & Laird Architects/Engineers, P.C.



CARTER & BURGESS PROJECT NO. 071514
 CLIENT PROJECT NO. _____
 REVISION DESCRIPTION
 DRAWN DCW DATE 7-30-04 SCALE 1"=300

Carter & Burgess

707 17th Street, Suite 2300, Denver CO 80202
 (303) 428-2244 Fax (303) 428-2242

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RIVERSIDE PARKWAY
 GRAND JUNCTION
 COLORADO

TITLE:

EXHIBIT
 UPRR #4 (D-5)

REVISION:

0

DRAWING NO.

DE-5.DWG

SHEET NO.

1 OF 1

Carter & Burgess

August 2, 2004
Rev. August 6, 2004
Rev. September 1, 2004
070545.500.1.0100

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.c-b.com

PARCEL UPRR #5 Rev. 2 (F-58)
Property Description

A parcel of land being a portion of Parcels 1 & 2 of Book 361, Page 269, recorded in Mesa County Clerk and Recorder's Office in 1937, lying in the South Half of Section 13, Township 1 South, Range 1 West of the Ute Principal Meridian, City of Grand Junction, Colorado being more particularly described as follows:

BEGINNING at the South Quarter Corner of said Section 13 (a found 3 1/2" Brass Cap, LS illegible), whence the Southeast Corner of the Southwest Quarter of the Southeast Quarter of said Section 13 (a found 2 1/4" Brass Cap, LS illegible "E1/16 S13/S24"), bears S89°59'29"E (Basis of Bearing assumed) a distance of 1311.17 feet;

THENCE N89°58'50"W along the southerly line of the Southwest Quarter of said Section 13 a distance of 228.22 feet;

THENCE N00°01'10"E non-tangent with the following described curve, a distance of 30.00 feet;

THENCE along the arc of a curve to the right, having a radius of 690.00 feet, a distance of 82.65 feet, (the chord of said arc bears N.86°34'47"E. a distance of 82.60 feet);

THENCE S.89°59'19"E., tangent with the last described curve, a distance of 2707.93 feet;

THENCE S00°14'05"W along a line being 60.00 feet westerly of and parallel to the easterly line of the Southeast Quarter of said Section 13 a distance of 35.00 feet;


THENCE N89°59'05"W along the southerly line of the Southeast Quarter of the Southeast Quarter of said Section 13, a distance of 1250.86 feet;

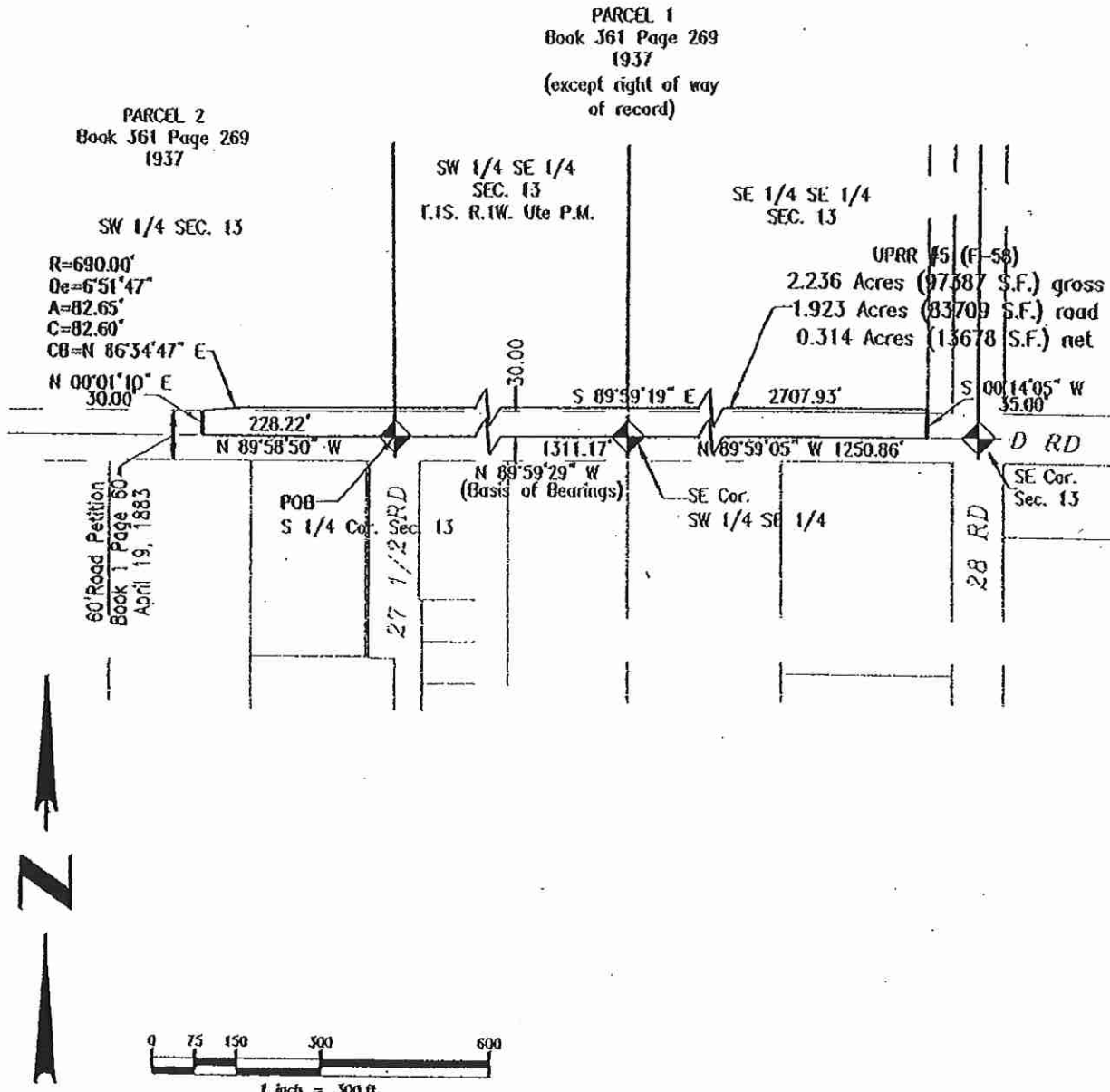
THENCE N89°59'29"W along the southerly line of Southwest Quarter of the Southeast Quarter of said Section 13, a distance of 1311.17 feet to the POINT OF BEGINNING.

Containing 97,387 gross square feet, (2.236 gross acres), more or less

Excepting 83,709 square feet, (1.923 acres), more or less of roadway per 60' Road Petition No. 225 recorded in Mesa County Clerk and Recorder's office in Book 1, Page 60, on April 19, 1883.

For 13,678 net square feet, (0.314 net acres), more or less

Prepared by 
Date: 10-31-04
Marla M. Meyer Colorado PLS 24961
For and on behalf of Carter & Burgess, Inc.



CARTER & BURGESS PROJECT NO.		071514	
CLIENT PROJECT NO.		-	
REVISION DESCRIPTION		Rev. Westerly Configuration / Size	
DRAWN	DCW	DATE	7-30-04
		SCALE	1"=300
Carter=Burgess			
707 17th Street, Suite 2300, Denver CO 80202 (303) 422-4142 Fax (303) 422-4542			
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RIVERSIDE PARKWAY GRAND JUNCTION COLORADO		
TITLE: EXHIBIT UPRR #5 (F-58)		
REVISION:	DRAWING NO.	SHEET NO.
2	F-58.DWG	1 OF 1

Carter & Burgess

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.cb.com

December 8, 2004
071514.402.1.0025

PARCEL UPRR #37 (E-92A)

Property Description

A portion of the Union Pacific Railroad right of way lying in the Northwest Quarter of Section 23, Township 1 South, Range 1 West of the Ute Principal Meridian, being more particularly described as follows:

COMMENCING at the Center Quarter Corner of said Section 23 (a 3" Brass Cap stamped "MESA COUNTY SURVEY MARKER-C 1/4 S23-NO1280), whence the Center North 1/16th Corner of said Section 23 (a brass cap stamped PLS16413-1/16 S23-1991) bears N00°11'11"E a distance of 1315.15 feet (Basis of Bearing-assumed); THENCE N46°56'03"W a distance of 1608.97 feet to the POINT OF BEGINNING;

THENCE along the easterly line of said Union Pacific Railroad right of way as shown on the station map COLO V-13-A S-1-A, Grand Junction Colorado, Stations 0+00 to 13+73, along the arc of a curve to the right, having a central angle of 20°43'55", a radius of 1245.92 feet, a chord bearing of S05°59'56"W a distance of 448.37 feet, and an arc distance of 450.83 feet;


THENCE along the arc of a curve to the right, non-tangent with the last described curve, having a central angle of 51°41'05", a radius of 105.00 feet, a chord bearing of N10°49'09"W a distance of 91.54 feet, and an arc distance of 94.72 feet;

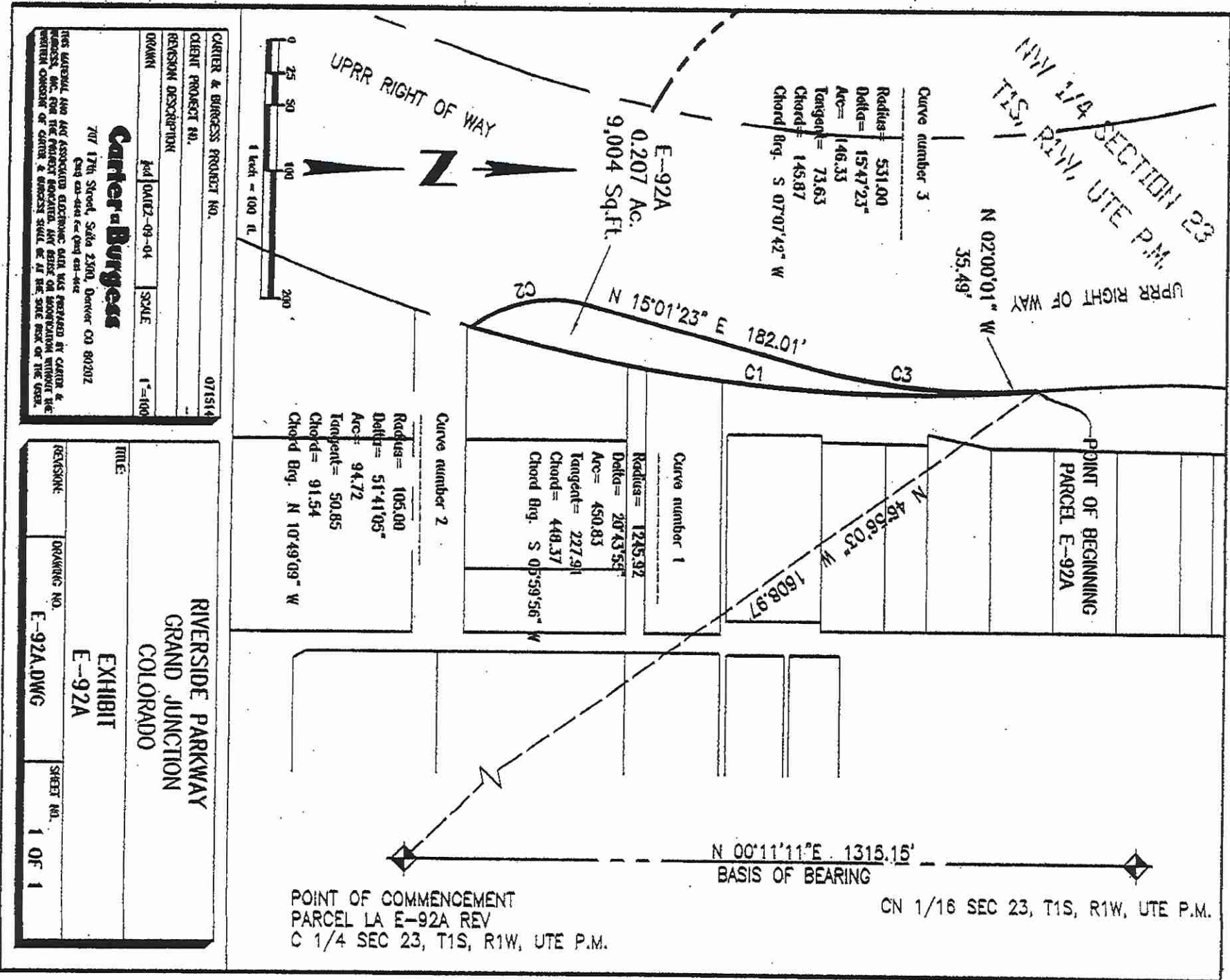
THENCE N15°01'23"E tangent with the last and following described curves a distance of 182.01 feet;

THENCE along the arc of a curve to the left, having a central angle of 15°47'23", a radius of 531.00 feet, a chord bearing N07°07'42"E a distance of 145.87 feet, and an arc distance of 146.33 feet;

THENCE N02°00'01"W non-tangent with the last described curve a distance of 35.49 feet to the POINT OF BEGINNING.

Containing 9004 square feet, (0. 207 Acres), more or less.


Prepared by: **24961**
Marla Mellor, PLS 24961
Date: 12/1/04
For and on behalf of Carter & Burgess, Inc.



CARTER & BURGESS PROJECT NO. 071514
 CLIENT PROJECT NO.
 REVISION DESCRIPTION
 DRAWN DATE: 09-04 SCALE 1"=100'

Carter & Burgess

THIS SURVEY AND ALL ASSOCIATED CALCULATIONS WERE PREPARED BY CARTER & BURGESS, INC. FOR THE PROJECT DESCRIBED. THE BASIS OF INFORMATION WITHOUT THE WRITTEN CONSENT OF CARTER & BURGESS SHALL BE THE STATE RECORD OF THE G.S.B.

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 Eng est-424 Fax Eng est-442

RIVERSIDE PARKWAY
 GRAND JUNCTION
 COLORADO

TITLE: EXHIBIT E-92A
 REVISION: DRAWING NO. E-92A.DWG SHEET NO. 1 OF 1

Carter & Burgess

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.c&b.com

December 14, 2004
071514.402.1.0025

PARCEL UPRR #38. (E-92B)

Property Description

A portion of the Union Pacific Railroad right of way lying in the Northwest Quarter of Section 23, Township 1 South, Range 1 West of the Ute Principal Meridian, being more particularly described as follows:

COMMENCING at the Center Quarter Corner of said Section 23 (a 3" Brass Cap stamped "MESA COUNTY SURVEY MARKER-C 1/4 S23-NO1280), whence the Center North 1/16th Corner of said Section 23 (a brass cap stamped PLS16413-1/16 S23-1991) bears N00°11'11"E a distance of 1315.15 feet (Basis of Bearing-assumed);

THENCE N36°07'03"W a distance of 1628.91 feet to the Southwest Corner of a parcel of land described in Book 1100 at Page 318, recorded on April 5, 1977 in the Mesa County Clerk and Recorder's Office, being the POINT OF BEGINNING;

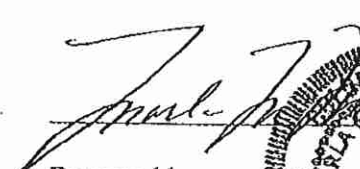
THENCE N89°57'29"W along the northerly line of the Southeast Quarter of said Northwest Quarter of Section 23, and non-tangent with the following described curve a distance of 184.25 feet;


THENCE along the arc of a curve to the right, having a central angle of 10°18'41", a radius of 219.00 feet, a chord bearing of N39°07'06"E a distance of 39.36 feet, and an arc distance of 39.41 feet to a point of compound curvature;

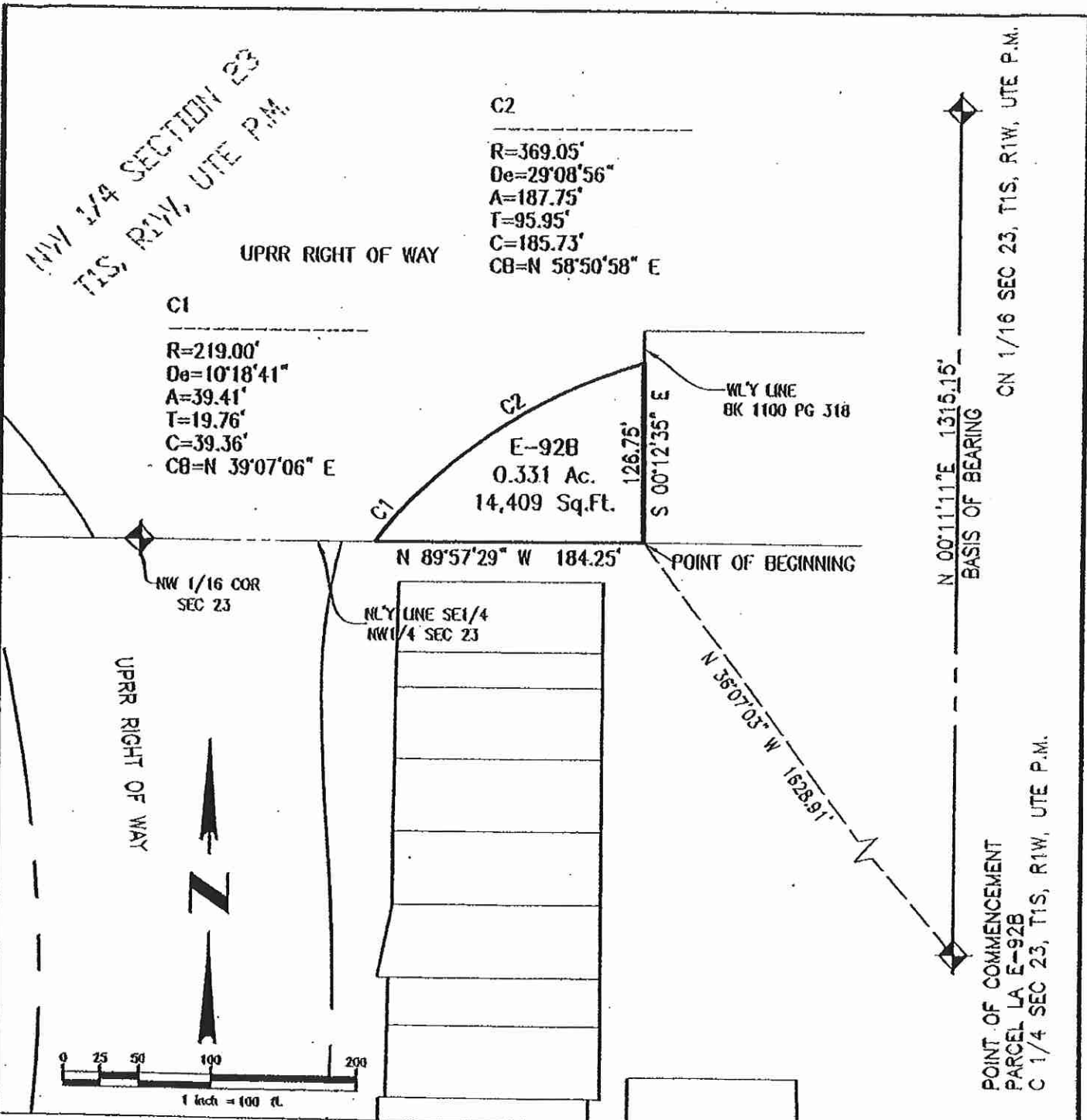
THENCE along the arc of a curve to the right, tangent with the last described curve, having a central angle of 29°08'56", a radius of 369.05 feet, a chord bearing of N58°50'58"E a distance of 185.73 feet, and an arc distance of 187.75 feet;

THENCE S00°12'35"E along the westerly line of said parcel of land described in Book 1100 at Page 318, and non-tangent with the last described curve a distance of 126.75 feet to the POINT OF BEGINNING.

Containing 14,409 square feet, (0.331 Acres), more or less.


 Prepared by:
 Marla Mellor McQuarrie, PLS 24961
 Date: 12/15/04
 For and on behalf of Carter & Burgess, Inc.





CARTER & BURGESS PROJECT NO.			071514
CLIENT PROJECT NO.			
REVISION DESCRIPTION			
DRAWN	jad	DATE 2-14-04	SCALE 1"=100'
Carter & Burgess			
707 17th Street, Suite 2300, Denver CO 80202 (303) 820-3220 Fax (303) 820-9442			
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RIVERSIDE PARKWAY GRAND JUNCTION COLORADO		
TITLE: EXHIBIT E-928		
REVISION:	DRAWING NO. E-928.DWG	SHEET NO. 1 OF 1

Carter & Burgess

October 28, 2004
071514.402.1.0025

707 17th Street, Suite 2300
Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
www.c-b.com

PARCEL UPRR #26 (CMA A-6A)
Property Description

A parcel of land lying in the Northeast Quarter of Section 9, Township 1 South, Range 1 West of the Ute Principal Meridian, Mesa County, Colorado being more particularly described as follows:

COMMENCING at the Northwest corner of the Southwest Quarter of the Southwest Quarter of Section 10, Township 1 South, Range 1 West of the Ute Principal Meridian (a found 2 1/2" Brass Cap "MESA COUNTY SURVEY MARKER LS illegible" in concrete), whence the witness monument to the Northeast corner of the Southwest Quarter of the Southwest Quarter of said Section 10 (found an Aluminium Cap "1/16 45.0 2003 LS17465") bears N89°56'54"E (Basis of Bearing-assumed) a distance of 1274.54 feet;

THENCE N56°43'41"W a distance of 2886.62 feet to the POINT OF BEGINNING;

THENCE along the arc of a curve to the left, having a radius of 533.91 feet, a distance of 96.34 feet (the chord of said arc bears N72°37'07"W a distance of 96.21 feet);


THENCE N56°32'11"W along existing northerly right-of-way line of River Road as recorded in Book 42 at Page 437, Mesa County Clerk and Recorder's Office, non-tangent with the last and following described curve, a distance of 71.78 feet;

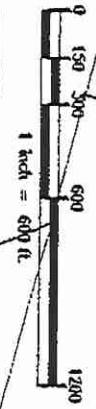
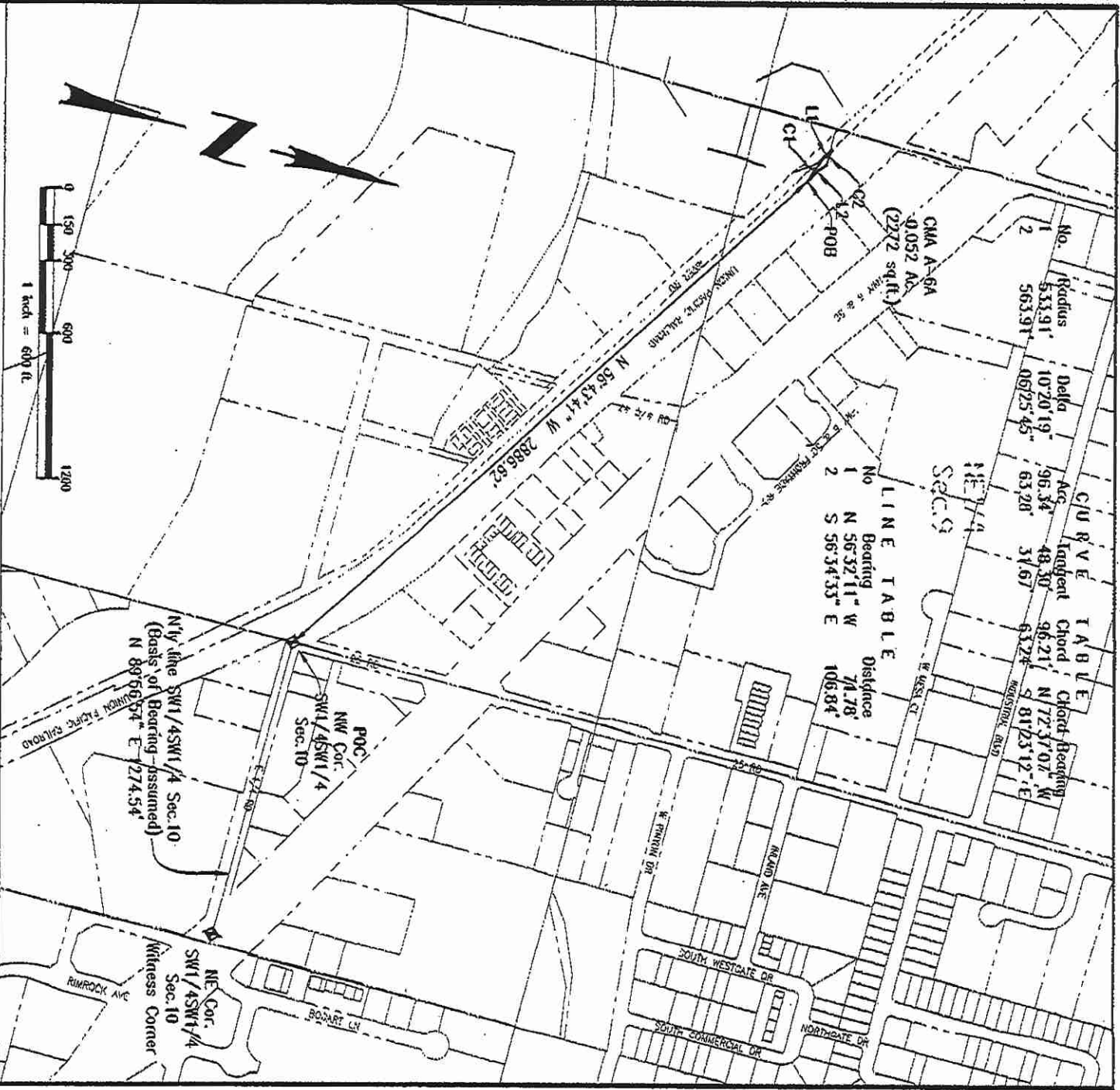
THENCE along the arc of a curve to the right, having a radius of 563.91 feet, a distance of 63.28 feet (the chord of said arc bears S81°23'12"E a distance of 63.24 feet);

THENCE S56°34'33"E, non-tangent with the last described curve, a distance of 106.84 feet to the POINT OF BEGINNING.

Containing 2272 square feet (0.052 Acres), more or less.

Prepared by: *Marla Mellor*
Date: 11-04-04
Marla Mellor, PLS 24961
For and on behalf of Carter & Burgess, Inc.





CARTER & BURGESS PROJECT NO. 071514
 CLIENT PROJECT NO.
 REVISION DESCRIPTION
 DRAWN DATE 10-27-04 SCALE 1"=600'

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RIVERSIDE PARKWAY
 GRAND JUNCTION
 COLORADO

EXHIBIT
 UPRR #28 (CMA A-6A)

TITLE:
 REVISION: DRAWING NO. CMAA-6A.DWG SHEET NO. 1 OF 1

Carter & Burgess

November 24, 2004
071514.402.1.0025

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Denver, Colorado 80202-3404
Phone: 303.820.5240
Fax: 303.820.2402
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PARCEL UPRR #32 - FIBER OPTIC EASEMENT
(PE A-19)

A parcel of land lying in the Southwest Quarter of the Northeast Quarter of Section 9, Township 1 South, Range 1 West of the Ute Principal Meridian, Mesa County, Colorado being more particularly described as follows:

COMMENCING at the Northwest corner of the Southwest Quarter of the Southwest Quarter of Section 10, Township 1 South, Range 1 West of the Ute Principal Meridian (a found 2 1/2" Brass Cap "MESA COUNTY SURVEY MARKER LS illegible" in concrete), whence the witness monument to the Northeast corner of the Southwest Quarter of the Southwest Quarter of said Section 10 (found an Aluminum Cap "1/16 45.0 2003 LS17465") bears N89°56'54"E (Basis of Bearing-assumed) a distance of 1274.54 feet;

THENCE N56°44'48"W a distance of 2573.45 feet to the POINT OF BEGINNING;

THENCE S33°25'27"W a distance of 2.00 feet;

THENCE N56°34'33"W a distance of 198.90 feet;

THENCE N59°48'48"W a distance of 155.17 feet;

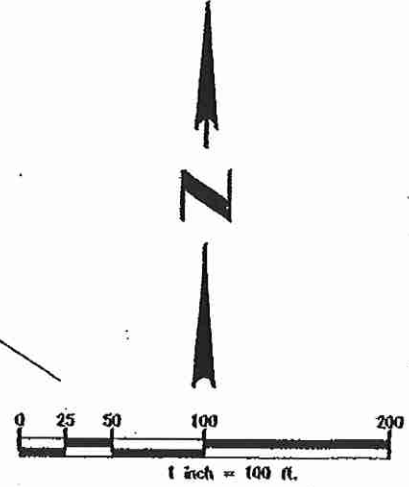
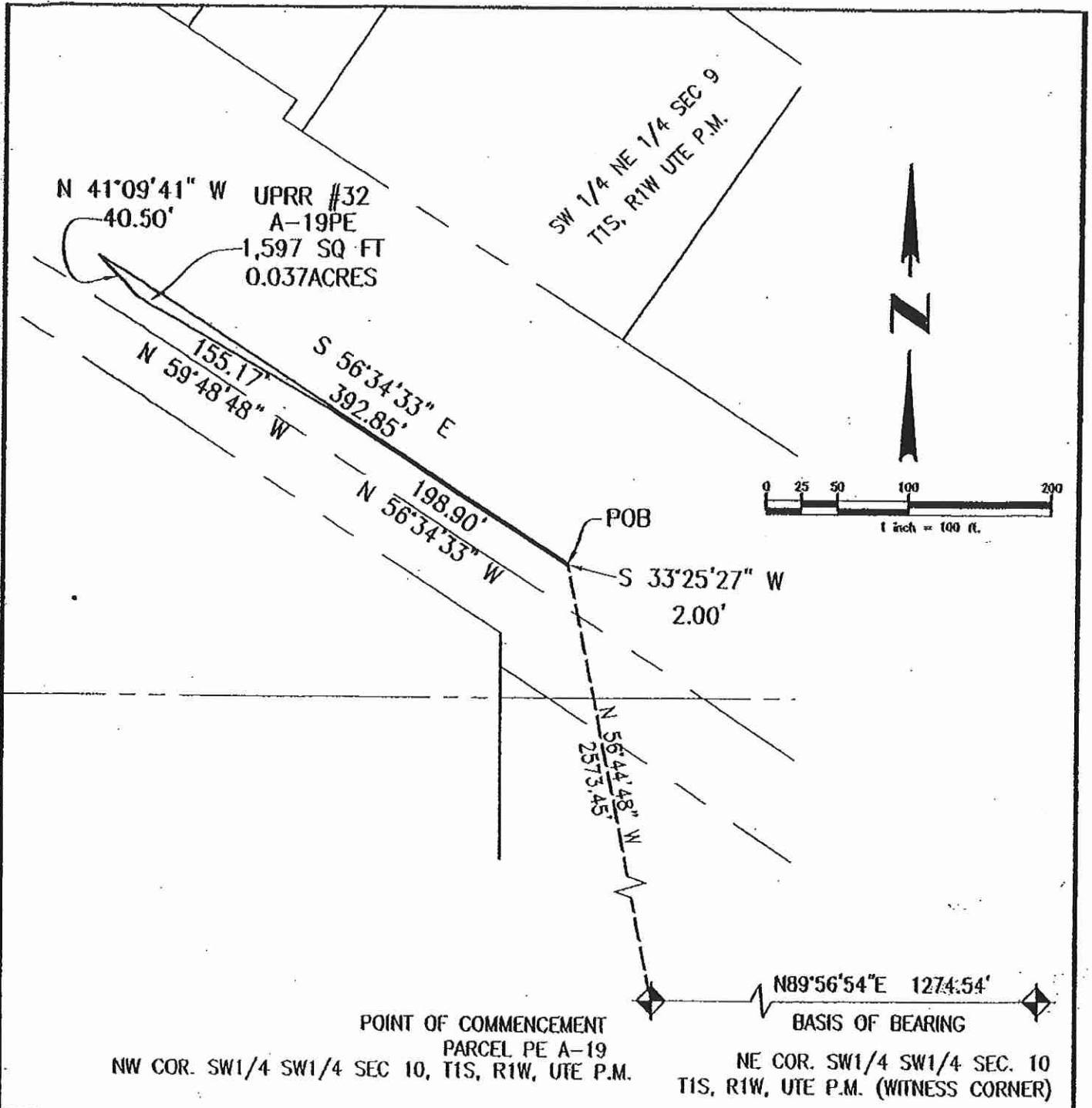
THENCE N41°09'41"W a distance of 40.50 feet;

THENCE S56°34'33"E a distance of 392.85 feet to the POINT OF BEGINNING.

Containing 1597 square feet, (0.037 Acres), more or less for a Fiber Optic Easement for the installation, operation, maintenance and repair of fiber optic lines.

Marla Mellor
Prepared by: *Marla Mellor*
Date: 11/29/04 24961
Marla Mellor McOrber, PLS 24961
For and on behalf of Carter & Burgess, Inc.





POINT OF COMMENCEMENT
 PARCEL PE A-19
 NW COR. SW1/4 SW1/4 SEC 10, T1S, R1W, UTE P.M.

BASIS OF BEARING
 NE COR. SW1/4 SW1/4 SEC. 10
 T1S, R1W, UTE P.M. (WITNESS CORNER)

CARTER & BURGESS PROJECT NO.		071514
CLIENT PROJECT NO.		-
REVISION DESCRIPTION		
DRAWN	STC	DATE 11-23-04 SCALE 1"=200'
Carter-Burgess		
707 17th Street, Suite 2300, Denver CO 80202 (303) 428-0200 Fax (303) 428-0242		
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RIVERSIDE PARKWAY GRAND JUNCTION COLORADO		
TITLE: EXHIBIT UPRR #32		
REVISION:	DRAWING NO. PE-A-19.DWG	SHEET NO. 1 OF 1



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Denver, Colorado 80202-3404
Phone: 303.820.5240
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November 24, 2004
071514.402.1.0025

PARCEL UPRR #33 -- FIBER OPTIC EASEMENT
(PE C-20)

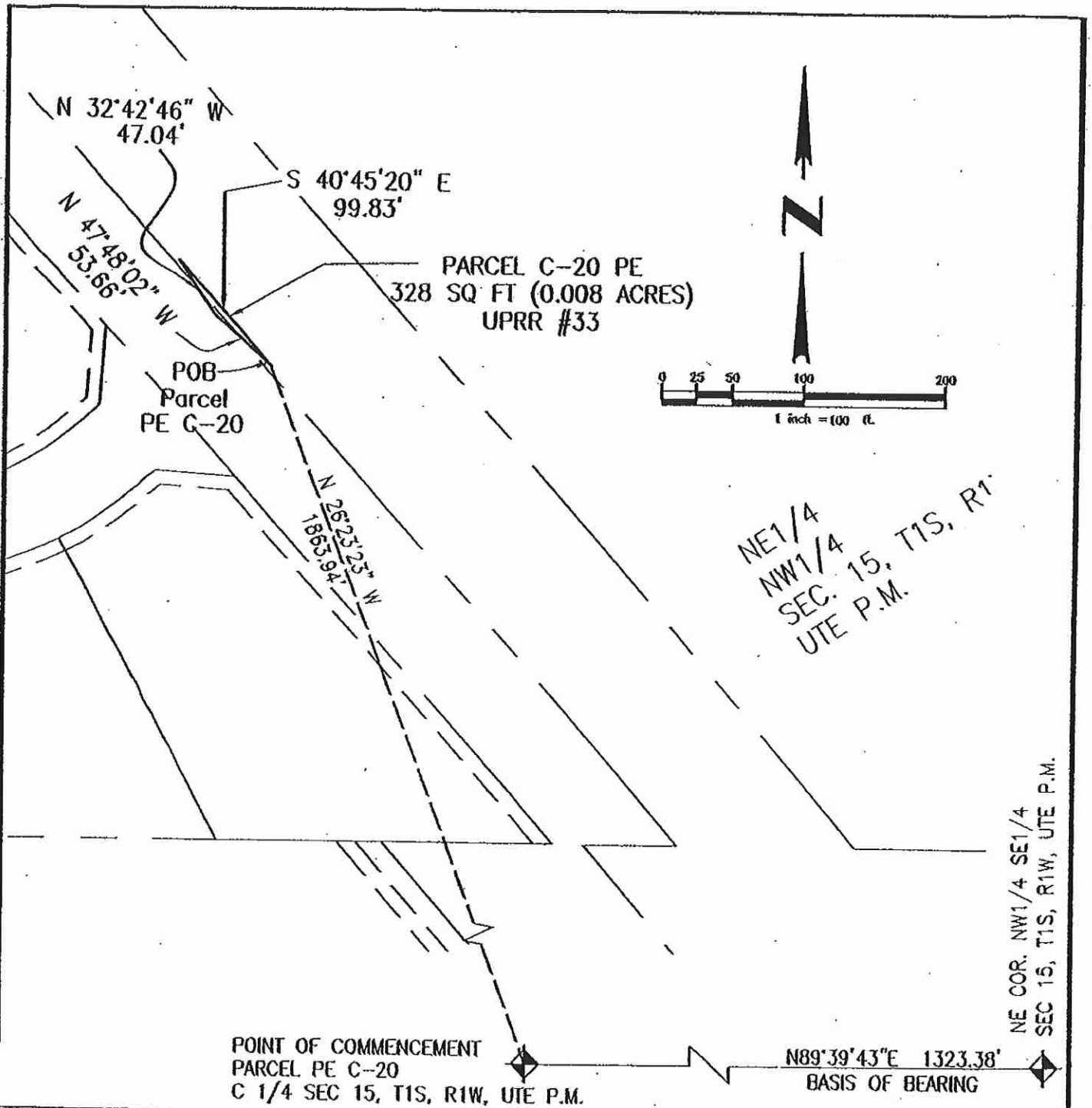
A parcel of land lying in the Northeast Quarter of the Northwest Quarter of Section 15, Township 1 South, Range 1 West of the Ute Principal Meridian, Mesa County, Colorado being more particularly described as follows:

COMMENCING at the Center Quarter corner of said Section 15 (a found 3" aluminum cap set in concrete stamped, "LS 32824 2003");
WHENCE the Northeast corner of the Northwest Quarter of the Southeast Quarter of said Section 15 (a found 2 1/2" brass cap stamped, "E 1/16 S15 543 2280") bears N89°39'43"E a distance of 1323.38 feet (Basis of Bearing - assumed);
THENCE N26°23'23"W a distance of 1863.94 feet to the POINT OF BEGINNING;

THENCE N47°48'02"W a distance of 53.66 feet;
THENCE N32°42'46"W a distance of 47.04 feet;
THENCE S40°45'20"E a distance of 99.83 feet to the POINT OF BEGINNING.

Containing 328 square feet, (0.008 Acres), more or less for a Fiber Optic Easement for the installation, operation, maintenance and repair of fiber optic lines.

Marla Mellor
Prepared by
Date: 11-24-04
Marla Mellor McOmber, PLS 24961
For and on behalf of Carter & Burgess, Inc.



CARTER & BURGESS PROJECT NO. 071514

CLIENT PROJECT NO.

REVISION DESCRIPTION

DRAWN	STC	DATE 1-23-04	SCALE	1"=100'
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RIVERSIDE PARKWAY
 GRAND JUNCTION
 COLORADO

TITLE: EXHIBIT UPRR #33

REVISION:	DRAWING NO. PEC-20.DWG	SHEET NO. 1 OF 1
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