

**GRANT, BARGAIN AND SALE DEED**

THIS INDENTURE is made and entered into this 28<sup>th</sup> day of January, 1997, by and between, KAYE A. KIRKEBY and BARBARA ELAINE KIRKEBY/husband and wife, GORDON A. KIRKEBY, individually, and KAYE A. KIRKEBY and GORDON A. KIRKEBY, Trustees of The Mary H. Kirkeby Family Trust under that Trust Agreement dated August 2, 1973, as amended, "Grantors"; and HUNTSMAN RANCH LIMITED LIABILITY COMPANY, a Nevada limited liability company, "Grantee."

*B/E*

\*\*ALSO KNOWN AS BARBARA E. KIRKEBY

**WITNESSETH:**

That the said Grantors, for good and valuable consideration given by the Grantee, the receipt of which is hereby acknowledged, do by these presents, grant, bargain, sell, and convey unto the said Grantee, and its successors and assigns forever, all that certain property situate, lying, and being in the County of White Pine, State of Nevada, more particularly described on Exhibit "A" attached hereto, made a part hereof and incorporated herein by this reference.

**SUBJECT TO** all covenants, conditions, restrictions, exceptions, easements, rights of way, reservations and rights, and other matters evidenced by documents of record.

**SUBJECT TO** Agricultural Use Assessment pursuant to Chapter 361A of Nevada Revised Statutes.

**TOGETHER WITH** all fences, corrals, buildings and other improvements thereon.

**TOGETHER WITH** all of Grantors' right, title and interest, if any and without warranty, in and to all oil, gas, geothermal resources, and minerals existing as a part of, upon, beneath the surface of or within said lands, including any mineral leases thereon.

**TOGETHER WITH** all of Grantors' right, title and interest in and to all rights, privileges, preferences, permits and licenses, if any and without representation or warranty, to graze and/or to trail livestock upon the federal domain administered by the Bureau of Land Management in the Scotty's Meadow and Cottonwood Allotments, together with all range improvements and cooperative agreements used in connection with said grazing permits, to the extent Grantors have an interest therein and may lawfully transfer the same.

**TOGETHER WITH** all water, water rights, dams, ditches, canals, pipelines, headgates, diversions, reservoirs, springs, wells, pumps,

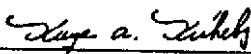
pumping stations, rights of way, easements and all other means for the diversion or use of water appurtenant to the said property or any part thereof, or now or hereafter used or enjoyed in connection therewith, for irrigation, stockwatering, domestic or any other use, or drainage of all or any part of said lands, including vested water rights, permitted water rights, decreed water rights and certificated water rights arising under the laws of the State of Nevada, together with all certificates of appropriation, applications, proofs, permits and maps relating to such water and water rights which are appurtenant to the above-described real property, or any part thereof, or used or enjoyed in connection therewith, or with federal domain grazing lands appurtenant or attached thereto, if any and without warranty, to the extent Grantors have an interest therein and may lawfully grant the same. Said water rights include, without limitation, those water rights located in White Pine and Lincoln Counties, State of Nevada, more particularly described on Exhibit "B" attached hereto and made a part hereof.

**TOGETHER WITH** the tenements, hereditaments, and appurtenances thereunto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof.

**TO HAVE AND TO HOLD** the said premises, together with the appurtenances, unto the said Grantee, and its successors and assigns forever.

**IN WITNESS WHEREOF**, the said Grantors have executed this Deed as of the day and year first hereinabove written.

**GRANTORS:**

  
\_\_\_\_\_  
**KAYE A. KIRKEBY**, individually and as  
Trustee of the Mary H. Kirkeby Family  
Trust under that Trust Agreement dated  
August 2, 1973

  
\_\_\_\_\_  
**BARBARA E. KIRKEBY**

Karen G. Kirkeby  
GORDON A. KIRKEBY, individually and  
as Trustee of the Mary H. Kirkeby Family  
Trust under that Trust Agreement dated  
August 2, 1973

The undersigned Karen G. Kirkeby hereby consents to the transfers by her husband,  
Gordon A. Kirkeby, set forth in the foregoing Deed.

Karen G. Kirkeby  
KAREN G. KIRKEBY

STATE OF NEVADA )  
                          )SS.  
COUNTY OF White Pine )

On January 28, 1997, personally appeared before me, a Notary Public, KAYE A.  
KIRKEBY and BARBARA E. KIRKEBY, personally known to me to be the persons whose  
names are subscribed to the above instrument who acknowledged that they executed said  
instrument.

Tracy M. Robison  
NOTARY PUBLIC



STATE OF NEVADA )  
                          )SS.  
COUNTY OF White Pine )

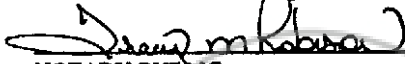
On January 28, 1997, personally appeared before me, a Notary Public, GORDON  
A. KIRKEBY, personally known to me to be the person whose name is subscribed to the above  
instrument who acknowledged that he executed said instrument.

Tracy M. Robison  
NOTARY PUBLIC



STATE OF NEVADA     )  
                                  )SS.  
COUNTY OF            )

On January 28, 1997, personally appeared before me, a Notary Public, **KAREN G. KIRKEBY**, personally known to me to be the person whose name is subscribed to the above instrument who acknowledged that she executed said instrument.

  
\_\_\_\_\_  
NOTARY PUBLIC

Grantees' Address: 12th E 1200 South  
Beryl, UT 84714

APN:



EXHIBIT "A"  
GRANT, BARGAIN AND SALE DEED  
KIRKEBY - HUNTSMAN

LEGAL DESCRIPTION

The land referred to herein is situated in the State of Nevada,  
County of White Pine, described as follows:

TOWNSHIP 12 NORTH, RANGE 67 EAST, M.D.B.&M.

Section 11: NW1/4SE1/4; E1/2SE1/4;  
Section 12: S1/2SE1/4; W1/2SW1/4; SE1/4SW1/4;  
Section 13: N1/2; SW1/4; W1/2SE1/4; NE1/4SE1/4;  
Section 14: E1/2NE1/4; NE1/4SE1/4;  
Section 22: S1/2SW1/4;  
Section 24: NW1/4NE1/4; NW1/4; N1/2SW1/4;  
Section 27: NW1/4;

Lincoln County

Exhibit "B"

KIRKEBY WATER RIGHTS

PERMIT NUMBER	CERTIFICATE NUMBER	SOURCE DESCRIPTION
811	131	LAKE WATER TO SCOTTY'S MEADOW
813	659	DRY CREEK
4418	660	WILLIAMS CREEK
5143	517	COTTONWOOD STREAM
7023	1162	ROSE BUD SPRING
7497	1618	MIDDLE WELL
8525	2409	PIPE SPRING
18827	7567	IRRIGATION WELL NO. 1
18828	5492	STOCKWATER WELL NO. 3
18829	5493	STOCKWATER WELL NO. 1
18830	5494	STOCKWATER WELL NO. 2
39453	10441	STOCKWATER WELL NO. 4

PROOF NUMBER	SOURCE DESCRIPTION
02860	WILLIAMS CREEK
02861	DRY CREEK

The diversion points and places of use of the above referenced water rights are set forth below. All of said points are located in White Pine County, Nevada except where noted.

Permit or Proof Number	Place of Diversion	Place of Use
811	NW ¼ of NE ¼, Section 34, T.12 N.R. 67 E., M.D.B.&M.	160 acres NW ¼, Section 27, T.12 N. R. 67 E., M.D.B.&M; 80 acres S ½ of SW ¼, Section 22, T.12 N. R. 67 E. M.D.B.&M.; 40 acres NW ¼ of SW ¼, Section 22, T. 12 N. R. 67 E., M.D.B.&M.  280 acres, --- Total
813	At a point in the SW ¼, SW¼, Section 8, T. 12. N. R. 68. E., unsurveyed, from whence the NE corner of Section 13, T. 12 N. R. 67. E. bears S. 85°, 30' W. 6582 feet, M.D.B.& M.	Irrigated land to which water is appurtenant is as follows: 20 acres cultivated in the NE¼ SE¼, Sec. 13, T. 12 N., R. 67 E., M. D. B. & M.
4418	At a point in the NE¼ SE¼ Sec. 32, T.	Irrigated land to which water is appurtenant is as follows:

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	<p>13 N., R. 68 E., unsurveyed, from whence NE corner Sec. 13, T. 12 N., R. 67 E., bears S. 37° 19' W., 15669 feet.</p>	<p>40.0 acres cultivated in the NW¼ NE¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          35.2 acres cultivated in the SW¼ NE¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          14.5 acres cultivated in the NE¼ SE¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          40.0 acres cultivated in the NW¼ SE¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          18.0 acres cultivated in the SW¼ SE¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          22.0 acres brush-grass pasture in the SW¼ SE¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          17.0 acres cultivated in the NE¼ NW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          23.0 acres brush-grass pasture in the NE¼ NW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          20.9 acres cultivated in the SE¼ NW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          14.3 acres brush-grass pasture in the SE¼ NW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          4.8 acres sweet clover in the SE¼ NW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          40.0 acres brush-grass pasture in the NW¼ NW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          10.3 acres cultivated in the NE¼ SW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          14.7 acres brush-grass pasture in the NE¼ SW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          15.0 acres sweet clover in the NE¼ SW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          3.0 acres cultivated in the SE¼ SW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          37.0 acres brush-grass pasture in the SE¼ SW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          38.1 acres brush-grass pasture in the NW¼ SW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          1.9 acres sweet clover in the NW¼ SW¼ Sec. 13, T.12 N., R.67 E., M.D.B. &amp; M.          40.0 acres brush-grass pasture in the NE¼ NE¼ Sec. 14, T.12 N., R.67 E., M.D.B. &amp; M.</p> <hr/> <p>449.7 acres. - Total</p>
<p>7023</p>	<p>At a point in the W. part NE ¼ NW ¼ Sec. 10, T. 13 N., R. 65 E. M.D.B. &amp; M.</p>	<p>A concrete dam, 8 inches by 4 feet by 50 feet, has been constructed at the spring forming a reservoir 25 feet by 50 feet, with a valve opening into a 4" pipeline by means of which water is conveyed thru 100' of 4" pipe, 800' of 3" pipe, 3600' of 2" pipe and 15650 feet of 1½" pipe to 60' of 20" iron troughs located in the S. part of the SE ¼ SW ¼ Sec. 21, T. 14 N., R. 65 E. at a point which bears S. 18°25' W. 10815 ft. from the NE corner Sec. 16, T.14 N., R. 65 E. There are also 100' of 20" iron troughs at the spring, and 50' of 20" iron troughs located in the NW corner of the NW ¼ SW ¼ Sec. 3 T.13 N., R. 65 E. which are connected</p>

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		to the main pipeline by 250' of 2" pipe. In addition to the iron troughs a concrete tank 2' x 4.5' x 14' has been installed at the end of the main line of 2" pipe in the SE ¼ NE ¼ Sec. 4, T. 13 N., R. 65 E. By means of these improvements water is utilized for 200 head of cattle and 2500 head of sheep.
7497	NE ¼ NW ¼ Sec. 24, T. 11 N; R. 66 E., M.D.B. & M. or at a point which bears S 76° 35' E, 1570 ft. from the NW. Cor. Sec. 24, same township and range.	One dug well, 5 ft. diameter, 25 ft. deep. Water diverted through pump and 2 inch pipe into 100 feet of galvanized iron troughs. Works are located in NE ¼ NW ¼ Sec. 24, T. 11 N; R. 66 E., M.D.B. & M.
8525	Approximately SW ¼ SE ¼ Sec. 3, T. 8 N., R. 67 E., M.D.B. & M., unsurveyed, or at a point which bears S. 1°50' E. 4455 feet from the South ¼ Cor. Sec. 34, T. 9 N., R. 67 E., M.D.B. & M., Lincoln County, Nevada.	Water conveyed from spring through 10 feet of 2 inch iron pipe to galvanized iron tank 6 feet in diameter and 2 ½ feet deep; 20 feet of ¾ inch pipe conveys water from tank to a galvanized iron trough 10 feet long, 2 ½ feet wide and 15 inches deep. Place of use is in approximately the SW ¼ SE ¼ Sec. 3, T. 8 N., R. 67 E., M.D.B. & M., unsurveyed.
18827	SE ¼ SE ¼ Sec. 12, T. 12 N., R. 67 E., M.D.B. & M., or at a point from which the E ¼ corner of said Sec. 12 bears N 6° 03' E a distance of 2610 feet.	Land to which water is appurtenant: 40 acres in the NW ¼ NE ¼ of Sec. 13, T. 12 N., R. 67 E. 13 acres in the NE ¼ NE ¼ of Sec. 13, T. 12 N., R. 67 E. 40 acres in the SE ¼ NW ¼ of Sec. 13, T. 12 N., R. 67 E. 30 acres in the SW ¼ NE ¼ of Sec. 13, T. 12 N., R. 67 E. 13 acres in the SE ¼ NE ¼ of Sec. 13, T. 12 N., R. 67 E. 40 acres in the NE ¼ SW ¼ of Sec. 13, T. 12 N., R. 67 E. 40 acres in the NW ¼ SE ¼ of Sec. 13, T. 12 N., R. 67 E. 4 acres in the NE ¼ SE ¼ of Sec. 13, T. 12 N., R. 67 E. 40 acres in the SW ¼ SW ¼ of Sec. 13, T. 12 N., R. 67 E. 40 acres in the SE ¼ SW ¼ of Sec. 13, T. 12 N., R. 67 E. 40 acres in the SW ¼ SE ¼ of Sec. 13, T. 12 N., R. 67 E. 40 acres in the NW ¼ NW ¼ of Sec. 24, T. 12 N., R. 67 E. 14 acres in the NE ¼ NW ¼ of Sec. 24, T. 12 N., R. 67 E. 40 acres in the SW ¼ NW ¼ of Sec. 24, T. 12 N., R. 67 E. 14 acres in the SE ¼ NW ¼ of Sec. 24, T. 12 N., R. 67 E.  448.0 Total Acres  * This certificate is issued subject to the terms of the permit and with the understanding that the total duty of water shall not exceed 4.0 acre-feet per acre per season from all sources.
18828	NE ¼ NW ¼ Sec. 13, T. 12 N., R. 67 E., M.D.B. & M., or at a point from which the E ¼ corner of Sec. 12, T. 12 N., R. 67 E., M.D.B. & M., bears N. 42° 59' E., 4,460 feet.	Water is developed by means of a drilled well (artesian flow) and piped to a trough near the well located in the NE ¼ NW ¼ Section 13, T. 12 N., R. 67 E., M.D.B. & M., where it is used to water cattle.
18829	SE ¼ NW ¼ Sec. 24, T. 12 N., R. 67 E., M.D.B. & M., or at a point from which the N.E. corner of said Sec. 24 bears N. 60° E., 4,060 feet.	Water is developed by means of a drilled well (artesian flow) and piped to a reservoir near the well located in the SE ¼ NW ¼ Section 24, T. 12 N., R. 67 E., M.D.B. & M., where it is used to water cattle.
18830	NE ¼ NW ¼ Sec. 27, T. 12 N., R. 67 E., M.D.B. & M., or at a point from	Water is developed by means of a drilled well and piped to a tank located in the NE ¼ NW ¼ Section 27, T. 12 N., R.



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	which the N.E. corner of Sec. 25, T. 12 N., R. 67 E., M.D.B. & M., bears N. 87° 49' E., 13,368 feet.	67 E., M.D.B. & M., where it is used to water cattle.
39455	SW ¼ SW ¼ Section 13, T. 12N., R. 67 E., M.D.B. & M., or at a point from which the SW corner of said Section 13 bears S. 58° 19' 12" W., a distance of 1,406.85 feet.	Water is developed in the well, thence conveyed 600 feet by 1-1/2 inch plastic pipe to two (2) 730 gallon stockwatering tanks set in cement, equipped with automatic shut-off float valves, where 750 head of cattle are watered located within the place of use of W¼ SW¼ of Section 13, T. 12N., R.67E., M.D.B. & M.  This certificate is issued subject to the terms of the permit.
02860	In the NW ¼ NW ¼ of Section 7, T. 12N., R. 68 E., M.D.B. & M. (Unsurveyed) whence the SE Corner of Section 12, T.12 N., R. 67 E., M.D.B. & M. bears S. 05° 34'00" W., 5,259.10 feet distant; in the NE ¼ SE ¼ of Section 31, T.13 N., R. 68 E., M.D.B. & M. (Unsurveyed) whence the SE Corner of Section 12, T. 12 N., R. 67 E., M.D.B. & M. bears S. 37° 19'00" W., 15,669.00 feet distant.	Township 12 North, Range 67 East, M.D.B. & M.  Section 11: NW ¼ SE ¼, E ¼ SE ¼ Section 12: S ¼ SE ¼, W ¼ SW ¼, SE ¼ SW ¼ Section 13: N ¼, SW ¼, W ¼ SE ¼, NE ¼ SE ¼ Section 14: E ¼ NE ¼, NE ¼ SE ¼ Section 22: S ¼ SW ¼ Section 24: NW ¼ NE ¼, NW ¼, N ¼ SW ¼ Section 27: NW ¼ A.P.N. 012-480-05
02861	In the NE ¼ NW ¼ of Section 18, T. 12 N., R. 68 E., M.D.B. & M. (Unsurveyed) whence the NE Corner of Section 13, T. 12 N., R. 67 E., M.D.B. & M. bears N. 60° 21'00" W., 1,809.60 feet distant.	Township 12 North, Range 67 East, M.D.B. & M.  Section 11: NW ¼ SE ¼, E ¼ SE ¼ Section 12: S ¼ SE ¼, W ¼ SW ¼, SE ¼ SW ¼ Section 13: N ¼, SW ¼, W ¼ SE ¼, NE ¼ SE ¼ Section 14: E ¼ NE ¼, NE ¼ SE ¼ Section 22: S ¼ SW ¼ Section 24: NW ¼ NE ¼, NW ¼, N ¼ SW ¼ Section 27: NW ¼ A.P.N. 012-480-05

NO. 105300  
 Filed And Recorded At Request Of  
Stewart Title Co.  
 February 28, 1997  
 At 30 Minutes Past 2 O'Clock  
P M In Book 126 Of Official Records  
 Page 201 Lincoln County Nevada.

Yuriko Setzer  
 County Recorder  
 by Jessie Boucher, deputy