

123338

FILED FOR RECORDING  
AT THE REQUEST OF

*First American Title*

2004 NOV 4 PM 4 51

LINCOLN COUNTY RECORDER  
FEE \$22.00 SEP  
LESLIE BOUCHER

MEMORANDUM

OF

OPTION

COPY

## MEMORANDUM OF OPTION

This Memorandum of Option ("Memorandum") is made and entered into as of the 15<sup>th</sup> day of October, 2004 by and between **Stephen Wade, Quentin Ence and Jay Ence** (hereinafter collectively referred to as the "Owner"), **Lincoln Ridge, LLC**, a Nevada limited liability company (hereinafter referred to as the "Assignor"), and **BLT Acquisition Group, LLC**, a Nevada limited liability company (hereinafter referred to as the "Assignee").

1. Owner and Assignor have entered into a Real Property Option Agreement dated as of August 31, 2004 (the "Option Agreement") with respect to the real property in the County of Lincoln, State of Nevada described as follows: Mount Diablo, Meridian, Nevada, Township 12 South, Range 71 East, Section 33, Lots 1 and 3, Section 34, Lot 8.

2. Owner, Assignor and Assignee have entered into a certain Assignment, Acceptance and Consent to Real Property Option Agreement whereby Assignor has assigned all right, title and interest in the Option Agreement to Assignee and Owner has consented to the assignment.

3. The closing on the Option Agreement shall take place on March 1, 2005 (the "Closing").

4. Pursuant to Section 4.1 of the Option Agreement the Owner represents, warrants and covenants as follows:

"a. Condition of Property. During the period prior to the Closing, the Owner shall not use or alter the property in a manner which would adversely affect its use by the Grantee, and the Owner shall not sell, agree to sell (either with or without a contingency as to this agreement), encumber or otherwise transfer or dispose of the property to any other party."

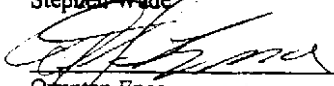
5. Notices. All parties hereto hereby acknowledge that the any notices provided for in the Option Agreement shall be provided as set forth in Section 6.1 of the Option Agreement with any notices to be sent to Assignee at the following address:

BLT Acquisition Group, LLC  
Attn: Timothy DeRosa, Manager  
Brent Ramenofsky, Manager  
9900 Covington Cross Drive, Suite 210  
Las Vegas, Nevada 89144

IN WITNESS WHEREOF, the Owner, Assignor and Assignee have executed this Assignment as of the day and year first above written.

OWNER:

  
\_\_\_\_\_  
Stephen Wade

  
\_\_\_\_\_  
Quentin Ence

  
\_\_\_\_\_  
Jay Ence

ASSIGNOR:  
LINCOLN RIDGE, LLC,  
a Nevada limited liability company

By:   
\_\_\_\_\_  
Clifford Redekop, Manager


ASSIGNEE:  
BLT ACQUISITION GROUP, LLC,  
a Nevada limited liability company


By: \_\_\_\_\_  
Timothy DeRosa, Manager

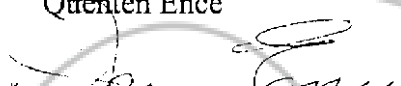
By: \_\_\_\_\_  
Brent Ramenofsky, Manager

IN WITNESS WHEREOF, the Owner, Assignor and Assignee have executed this Assignment as of the day and year first above written.

**OWNER:**

  
\_\_\_\_\_  
Stephen Wade

  
\_\_\_\_\_  
Quenten Ence

  
\_\_\_\_\_  
Jay Ence

**ASSIGNOR:**

**LINCOLN RIDGE, LLC,  
a Nevada limited liability company**

By: \_\_\_\_\_  
Clifford Redekop, Manager

**ASSIGNEE:**

**BLT ACQUISITION GROUP, LLC,  
a Nevada limited liability company**

By: \_\_\_\_\_  
Timothy DeRosa, Manager

By: \_\_\_\_\_  
Brent Ramenofsky, Manager

IN WITNESS WHEREOF, the Owner, Assignor and Assignee have executed this Assignment as of the day and year first above written.

**OWNER:**

\_\_\_\_\_  
Stephen Wade

\_\_\_\_\_  
Quenten Ence

\_\_\_\_\_  
Jay Ence

**ASSIGNOR:**  
**LINCOLN RIDGE, LLC,**  
a Nevada limited liability company

By: \_\_\_\_\_  
Clifford Redekop, Manager

**ASSIGNEE:**  
**BLT ACQUISITION GROUP, LLC,**  
a Nevada limited liability company

By: \_\_\_\_\_  
Timothy DeRosa, Manager

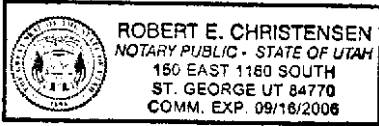
By: \_\_\_\_\_  
Brent Ramenofsky, Manager

ACKNOWLEDGMENTS

STATE OF Utah :  
COUNTY OF Washington : ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Owner, Stephen Wade, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at St. George, Utah this 15th day of October, 2004.

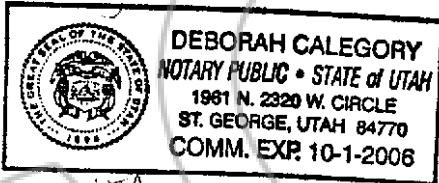


Robert E. Christensen  
Notary Public

STATE OF UTAH :  
COUNTY OF WASHINGTON : ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Owner, Quenten Ence, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at St. George, Utah this 15th day of October, 2004.

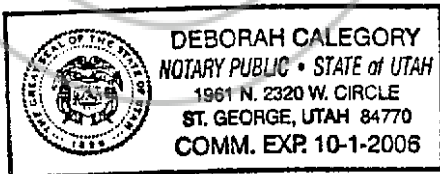


Deborah Caleyory  
Notary Public

STATE OF UTAH :  
COUNTY OF WASHINGTON : ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Owner, Jay Ence, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at St. George, Utah, 15th this \_\_\_ day of October, 2004.



Deborah Caleyory  
Notary Public

STATE OF NEVADA :  
COUNTY OF \_\_\_\_\_ : ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignor, Lincoln Ridge, LLC, a Nevada limited liability company, by Clifford Redekop, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at \_\_\_\_\_, Nevada this \_\_\_\_\_ day of October, 2004.

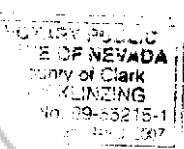
\_\_\_\_\_  
Notary Public

STATE OF NEVADA :  
COUNTY OF CLARK : ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignee, BLT Acquisition Group, LLC, a Nevada limited liability company, by Timothy DeRosa, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at Las Vegas, Nevada this 15<sup>th</sup> day of October, 2004.


  
\_\_\_\_\_  
Notary Public

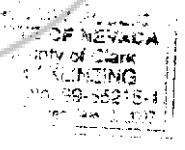


STATE OF NEVADA :  
COUNTY OF CLARK : ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignee, BLT Acquisition Group, LLC, a Nevada limited liability company, by Brent Ramenofsky, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at Las Vegas, Nevada this 15<sup>th</sup> day of October, 2004.

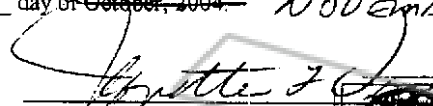
  
\_\_\_\_\_  
Notary Public

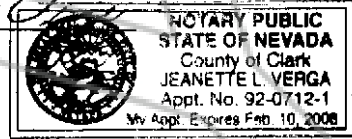


STATE OF NEVADA  
COUNTY OF Nevada ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignor, Lincoln Ridge, LLC, a Nevada limited liability company, by Clifford Redekop, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at \_\_\_\_\_, Nevada this 2 day of ~~October, 2004~~ NOVEMBER 2004


  
\_\_\_\_\_  
Notary Public

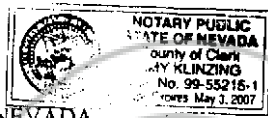


STATE OF NEVADA  
COUNTY OF CLARK ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignee, BLT Acquisition Group, LLC, a Nevada limited liability company, by Timothy DeRosa, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at Las Vegas, Nevada this 15<sup>th</sup> day of October, 2004.


  
\_\_\_\_\_  
Notary Public

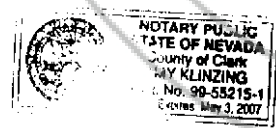


STATE OF NEVADA  
COUNTY OF CLARK ss:

BEFORE ME, a Notary Public in and for said County and State, personally appeared the above-named Assignee, BLT Acquisition Group, LLC, a Nevada limited liability company, by Brent Ramenofsky, its Manager, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at Las Vegas, Nevada this 15<sup>th</sup> day of October, 2004.

  
\_\_\_\_\_  
Notary Public





**LEGAL DESCRIPTION**

Real property in the City of , County of Lincoln, State of Nevada, described as follows:

PARCEL 1:

Government Lots 1 and 3 in Section 33, Township 12 South, Range 71 East, M.D.B.&M.

PARCEL 2:

Government Lot 8 in Section 34, Township 12 South, Range 71 East, M.D.B.&M.

APN: 008-261-05 and 008-261-06

