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06/09/2009

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Official Record

Recording requested By  
CITY OF CALIENTE

Lincoln County - NV  
Leslie Boucher - Recorder

Fee:

RPTT:

Book- 248

Page-

Page 1 of 7  
Recorded By: LB

0667



APN \_\_\_\_\_

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Assignment and Assumption Agreement  
Title of Document

Affirmation Statement

X I, the undersigned hereby affirm that the attached document, including any exhibits, hereby submitted for recording **does not contain** the social security number of any person or persons. (Per NRS 239B.030)

\_\_\_\_\_ I, the undersigned hereby affirm that the attached document, including any exhibits, hereby submitted for recording **does contain** the social security number of a person or persons as required by law: \_\_\_\_\_  
(State specific law)

Patrice Lytle \_\_\_\_\_  
Signature Title  
City Clerk

Patrice Lytle \_\_\_\_\_  
Print

6-9-09  
Date

Grantees address and mail tax statement:

City of Caliente  
P.O. Box 1006  
Caliente, NV 89008



### ASSIGNMENT AND ASSUMPTION AGREEMENT

FOR VALUE RECEIVED, UNION PACIFIC RAILROAD COMPANY, a Delaware corporation ("Assignor"), ASSIGNS AND TRANSFERS to City of Caliente, Nevada ("Assignee"), its successors and assigns, all of Assignor's right, title and interest in and to the leases and licenses (collectively, "Licenses") to the extent the Licenses affect the real property ("Property") described on Exhibit A, which Licenses are listed on Exhibit B.

Assignee agrees to (a) perform all of the obligations of Assignor pursuant to the Licenses as they relate to the Property accruing on and after the date hereof, and (b) indemnify, defend and hold Assignor harmless from and against any and all claims, causes of actions and expenses (including reasonable attorney's fees) incurred by Assignor and arising out of (1) Assignee's failure to comply with terms of the Licenses as they relate to the Property on and after the date hereof, or (2) claims under the Licenses as they relate to the Property by the licensees named in the Licenses accruing on and after the date hereof.

This assignment is made and accepted without recourse against Assignor as to the performance by any party under such Licenses.

All exhibits attached to this Agreement are incorporated herein for all purposes.

Dated the 12<sup>th</sup> day of May, 2009.

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

By: *Tom K. Lane*  
Title: Assistant Vice President - Real Estate

**CITY OF CALIENTE, NEVADA (Assignee)  
a Municipal corporation of the State of Nevada**

By: *Tom Beck*  
Title: Mayor Pro-Tem



**EXHIBIT A**

**LEGAL DESCRIPTION OF PROPERTY  
TO BE ATTACHED**

COPY



# UNION PACIFIC RAILROAD COMPANY Caliente, Lincoln County, Nevada EXHIBIT "A"

A STRIP OF LAND IN THE CITY OF CALIENTE, LINCOLN COUNTY, NEVADA,  
MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHICH IS N00°20'39"W 1033.01 FEET ALONG THE BASIS OF BEARING AND WEST 1280.65 FEET FROM THE SOUTHEAST CORNER OF SECTION 7, TOWNSHIP 4 SOUTH, RANGE 67 EAST, M.D.M. RUNNING THENCE N76°47'50"W 6.00 FEET; THENCE N13°12'10"E 30.86 FEET; THENCE ALONG THE ARC OF A 24.50 FOOT RADIUS CURVE TO THE RIGHT 20.01 FEET (CURVE HAS A CENTRAL ANGLE OF 46°48'15" AND A CHORD BEARING N36°36'18"E 19.46 FEET); THENCE N60°05'06"E 174.81 FEET; THENCE N59°10'41"E 129.02 FEET; THENCE N63°16'37"E 50.12 FEET; THENCE N59°15'49"E 100.00 FEET; THENCE N55°17'36"E 50.12 FEET; THENCE N57°54'23"E 234.05 FEET; THENCE N59°03'55"E 265.58 FEET; THENCE N59°09'33"E 471.43 FEET; THENCE N59°01'25"E 514.39 FEET; THENCE N59°02'57"E 522.28 FEET; THENCE N59°20'31"E 522.38 FEET; THENCE N59°17'13"E 129.21 FEET; THENCE ALONG THE ARC OF A 695.00 FOOT RADIUS CURVE TO THE RIGHT 117.35 (CURVE HAS A CENTRAL ANGLE OF 09°40'28" AND A CHORD BEARING N64°14'21"E 117.21 FEET); THENCE N70°28'19"E 292.34 FEET; THENCE ALONG THE ARC OF A 200.00 FOOT RADIUS CURVE TO THE LEFT 81.47 FEET (CURVE HAS A CENTRAL ANGLE OF 23°20'25" AND A CHORD BEARING N58°49'48"E 80.91 FEET); THENCE N47°09'35"E 28.04 FEET; THENCE ALONG THE ARC OF A 25.00 FOOT RADIUS CURVE TO THE RIGHT 44.83 FEET (CURVE HAS A CENTRAL ANGLE OF 102°44'46" AND A CHORD BEARING S 81°28'01"E 39.06 FEET); THENCE S30°05'38"E 23.45 FEET; THENCE S30°44'08"E 9.27 FEET; THENCE S59°15'52"W 24.74 FEET THENCE ALONG THE ARC OF A 33.00 FOOT RADIUS CURVE TO THE RIGHT 44.86 FEET (CURVE HAS A CENTRAL ANGLE OF 77°53'44" AND A CHORD BEARING N81°47'16"W 41.49 FEET); THENCE ALONG THE ARC OF A 225.00 FOOT RADIUS CURVE TO THE RIGHT 86.73 FEET (CURVE HAS A CENTRAL ANGLE OF 22°05'28" AND A CHORD BEARING S59°27'47"W 86.19 FEET); THENCE S70°27'28"W 291.71 FEET; THENCE ALONG THE ARC OF A 670.00 FOOT RADIUS CURVE TO THE LEFT 113.13 FEET (CURVE HAS A CENTRAL ANGLE OF 09°40'28" AND A CHORD BEARING S64°14'21"W 113.00 FEET); THENCE S59°20'13"W 127.14 FEET; THENCE S59°20'41"W 524.33 FEET; THENCE S59°02'53"W 522.15 FEET; THENCE S59°01'12"W 514.38 FEET; THENCE S59°09'45"W 471.49 FEET; THENCE S 59°03'09"W 265.53 FEET; THENCE S57°57'11"W 238.46 FEET; THENCE S59°15'56"W 195.64 FEET; THENCE S59°10'46"W 129.41 FEET; THENCE S60°05'06"W 174.81 FEET. THENCE S60°00'25"W 25.81 FEET; THENCE: S13°12'10"W 12.80 FEET TO THE POINT OF BEGINNING.

Contains 2.17 acres more or less.

AND ALSO, A STRIP OF LAND IN THE CITY OF CALIENTE, LINCOLN COUNTY, NEVADA  
MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHICH IS N00°20'39"W 2273.46 FEET ALONG THE BASIS OF BEARING AND EAST 1180.65 FEET FROM THE SOUTHEAST CORNER OF SECTION 7, TOWNSHIP 4 SOUTH, RANGE 67 EAST, M.D.M.; RUNNING THENCE N59°06'47"E 18.91 FEET; THENCE S76°02'26"E 82.21 FEET; THENCE ALONG THE ARC OF A 17.00 FOOT RADIUS CURVE TO THE LEFT 13.36 FEET (CURVE HAS A CENTRAL ANGLE OF



45°02'10" AND A CHORD BEARING N81°26'29"E 13.02 FEET); THENCE N59°21'39"E 103.58 FEET; THENCE N59°20'21"E 467.31 FEET; THENCE N57°28'15"E 82.44 FEET; THENCE N57°30'09"E 229.98 FEET; THENCE ALONG THE ARC OF A 10.00 FOOT RADIUS CURVE TO THE LEFT 15.31 FEET (CURVE HAS A CENTRAL ANGLE 87°43'29" AND A CHORD BEARING N13°37'27"E 13.86 FEET); THENCE N30°14' 17"W 0.93 FEET; THENCE N59°45'43"E 8.00 FEET; THENCE N62°15'08"E 6.01 FEET; THENCE S30°14'17"E 0.67 FEET; THENCE ALONG THE ARC A 24.00 FOOT RADIUS CURVE TO THE RIGHT 36.75 FEET (CURVE HAS A CENTRAL ANGLE OF 87°43'29" AND A CHORD BEARING S13°37'27"W 33.26 FEET); THENCE S57°29'39"W 312.64 FEET; THENCE S59°20'20"W 402.46 FEET; THENCE S59°21'13"W 168.56 FEET; THENCE ALONG THE ARC OF A 31.00 FOOT RADIUS CURVE TO THE RIGHT 24.37 FEET (CURVE HAS A CENTRAL ANGLE OF 45°02'10" AND A CHORD BEARING S81°26'29"W 23.74 FEET); THENCE N76°02'26"W 70.11 FEET; THENCE ALONG THE ARC OF A 25.00 FOOT RADIUS CURVE TO THE LEFT 19.57 FEET (CURVE HAS A CENTRAL ANGLE OF 44°50'47" AND A CHORD BEARING S81°32'11"W 19.07 FEET); THENCE N30°48'10"W 11.18 FEET TO THE POINT OF BEGINNING.

CONTAINING 0.33 ACRES, MORE OR LESS.

OFFICE OF REAL ESTATE

OMAHA, NEBRASKA  
March 20, 2009  
LD0252898



**EXHIBIT B**

**LIST OF LEASES/LICENSES TO BE ASSIGNED**

COPY



0133843

EXHIBIT "B"

U.P.R.R. REAL ESTATE DEPARTMENT

PROPOSED OF SALE LAND

CITY OF CALIENTE, NV

MILE POST NO. 459

FOLDER NO. 0252898

PROJECT	AUDIT	FOLDER	PARTY NAME	PURPOSE	COUNTY	CITY	ST	MP START	DISPOSITION	CONTAINED
101548	114149	55844	CALIENTE, CITY OF	Crossing - Wireline	LINCOLN	CALIENTE	NV	459.71	Assigned	Partially
11951	A95355	54541	LINCOLN COUNTY TELEPHONE SYSTE	Encroachment - Wireline	LINCOLN	CALIENTE	NV	459.3	Assigned	Partially
667135	234494	223185	CITY OF CALIENTE	Crossing Pipeline	Lincoln	CALIENTE	NV	459.78	Assigned	Partially
667136	234491	223186	CITY OF CALIENTE	Crossing Pipeline	Lincoln	CALIENTE	NV	459.15	Assigned	Partially
546080	A61453		CALIENTE; CITY OF	Crossing - Wireline	Lincoln	CALIENTE	NV	0	Assigned	Partially
122277	76558	53459	CALIENTE, CITY OF	Crossing - Wireline	LINCOLN	CALIENTE	NV	459.8	Assigned	Partially
605138	A73772		LINCOLN COUNTY TELEPHONE SYSTEM	Crossing - Wireline	Lincoln	CALIENTE	NV	0	Assigned	Partially
148468	172542	42598	CALIENTE, CITY OF	Encroachment - Pipeline	LINCOLN	CALIENTE	NV	459.15	Assigned	Partially
6845	A62335	52941	CALIENTE, CITY OF	Encroachment - Pipeline	LINCOLN	CALIENTE	NV	265	Assigned	Partially