

**PETITION REQUESTING THE CREATION OF
TV PUBLIC INFRASTRUCTURE DISTRICT
IN THE COUNTY OF TOOELE, UTAH**

March 26, 2024

Utah Inland Port Authority
111 South Main Street, Suite 550
Salt Lake City, Utah 84111
(801) 538-8950
blh@utah.gov

The undersigned (the “Petitioners”) hereby request that the Utah Inland Port Authority (“UIPA”) create a public infrastructure district (the “District”) pursuant to the Local District Act, Title 17B, Chapter 1, Utah Code Annotated 1953 and the Public Infrastructure District Act, Title 17D, Chapter 4, Utah Code Annotated 1953 (collectively, the “Acts”). The Petitioners request the formation of the District in order to assist in the financing of public infrastructure to service and benefit the area within the proposed District.

I. Petitioners

Petitioner / Owner:

Zenith Bolinder, LLC, a Delaware limited liability company
8 The Green, Suite A
Dover, Delaware 19901
(801) 913-5959

Petitioner / Owner:

GSL Industrial, LLC, a Delaware limited liability company
8 The Green, Suite A
Dover, Delaware 19901
(801) 913-5959

Contact Sponsor:

Charles Akerlow
8371 South State Street, Suite 202
(801) 913-5959
charles@zenithpartners.org

The Petitioners represent 100% of the surface property owners within the proposed District’s boundaries. There are no registered voters residing within the proposed District’s boundaries.

II. Proposed District Boundaries

The Petitioners request that the initial District's boundaries include the real property depicted on Exhibit A (the "District Boundaries"). The Petitioners further request that the annexation area of the District be as depicted on Exhibit B (the "Annexation Area").

III. Requested Service

The Petitioners request the District be created for the purpose of financing the construction of public infrastructure relating to the Development, as permitted under the Acts; to service and benefit the District and annexation area, as shall be further described in the governing document relating to the District.

IV. Board of Trustees

The Petitioners hereby waive the residency requirement of Section 17D-4-202 of the Acts and proposes that the Boards of Trustees for the District be initially composed of three (3) members appointed by UIPA who are agents, or officers of the property owner, as follows:

Trustee 1: Matt Smock

Trustee 2: Mark Horne

Trustee 3: Charles Akerlow

The board seats will transition from appointed to elected positions in accordance with the provisions of the governing document.

V. Petitioner's Representations

The Petitioners hereby represent and warrant that:

- (a) Those signing on behalf of the Petitioners are authorized to do so;
- (b) The Petitioners are the owners of the real property included within the District Boundaries;
- (c) This Petition is signed by 100% of the surface property owners of real property within the District Boundaries;
- (d) The Petitioners will not include any portion of the Annexation Area (if any) into the District without the consent of 100% of the surface property owners thereof and registered voters, if any, residing within such area;
- (e) There are no registered voters residing within the District Boundaries; and
- (f) The proposed Trustees listed above are registered voters at their primary residence and are either a property owner or the agent or officer of a property owner.

VI. Petitioners Consent

The Petitioners hereby consent to:

- (a) The creation of the public infrastructure district within the District Boundaries;

- (b) The annexation of any portion of the Annexation Area into the District upon petition by the owner of such portion and any registered voters residing thereon;
- (c) A waiver of the residency requirement for members of the Board of Trustees of the District as permitted under Section 17D-4-202(3)(a) of the Acts;
- (d) A waiver of the entirety of the protest period described in Section 17B-1-213 of the Acts, pursuant to Section 17D-4-201(2)(b) of the Acts;
- (e) The recording of a notice as required under Section 17B-1-215(2)(a) and 17D-1-209(1)(a) of the Acts, which will apply to all real property within the District Boundaries;
- (f) The District levying a property tax of up to \$0.006 per dollar of taxable value of taxable property within the District Boundaries, specifically including the properties of the Petitioners; and
- (g) The issuance by the District of bonds repayable through property taxes.

VII. Electronic Means; Counterparts

This Petition may be circulated by electronic means and executed in several counterparts, including by electronic signature, all or any of which may be treated for all purposes as an original and shall constitute and be one and the same document.

IN WITNESS WHEREOF, the Petitioners have executed this Petition as of the date indicated above.

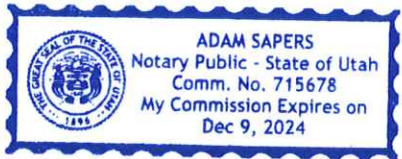
Zenith Bolinder, LLC, a Delaware limited liability company

By: *Charles Stewart*
Its: Manager

STATE OF UTAH)
 ss:

COUNTY OF)
 -

On this 22 day of March 2024, personally appeared before me Charles, whose identity is personally known to me (or proven on the basis of satisfactory evidence) and who by me duly sworn did say that they are the director of Zenith Bolinder, LLC, that he/she was duly authorized by said company to sign this Petition, and that they acknowledged to me that said company executed the same for the uses and purposes set forth herein.



Charles Stewart
NOTARY PUBLIC

IN WITNESS WHEREOF, the Petitioners have executed this Petition as of the date indicated above.

GSL Industrial, LLC, a Delaware limited liability company

By: *Charles Akerlow*
Its: Manager

STATE OF UTAH)
 ss:

COUNTY OF Salt Lake)
 -

On this 22 day of March 2024, personally appeared before me Charles Akerlow whose identity is personally known to me (or proven on the basis of satisfactory evidence) and who by me duly sworn did say that they are the director of GSL Industrial, LLC, that he/she was duly authorized by said company to sign this Petition, and that they acknowledged to me that said company executed the same for the uses and purposes set forth herein.

Adam Sapers
NOTARY PUBLIC

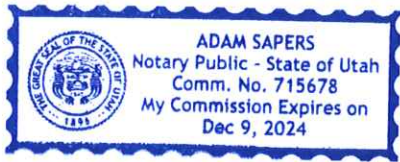
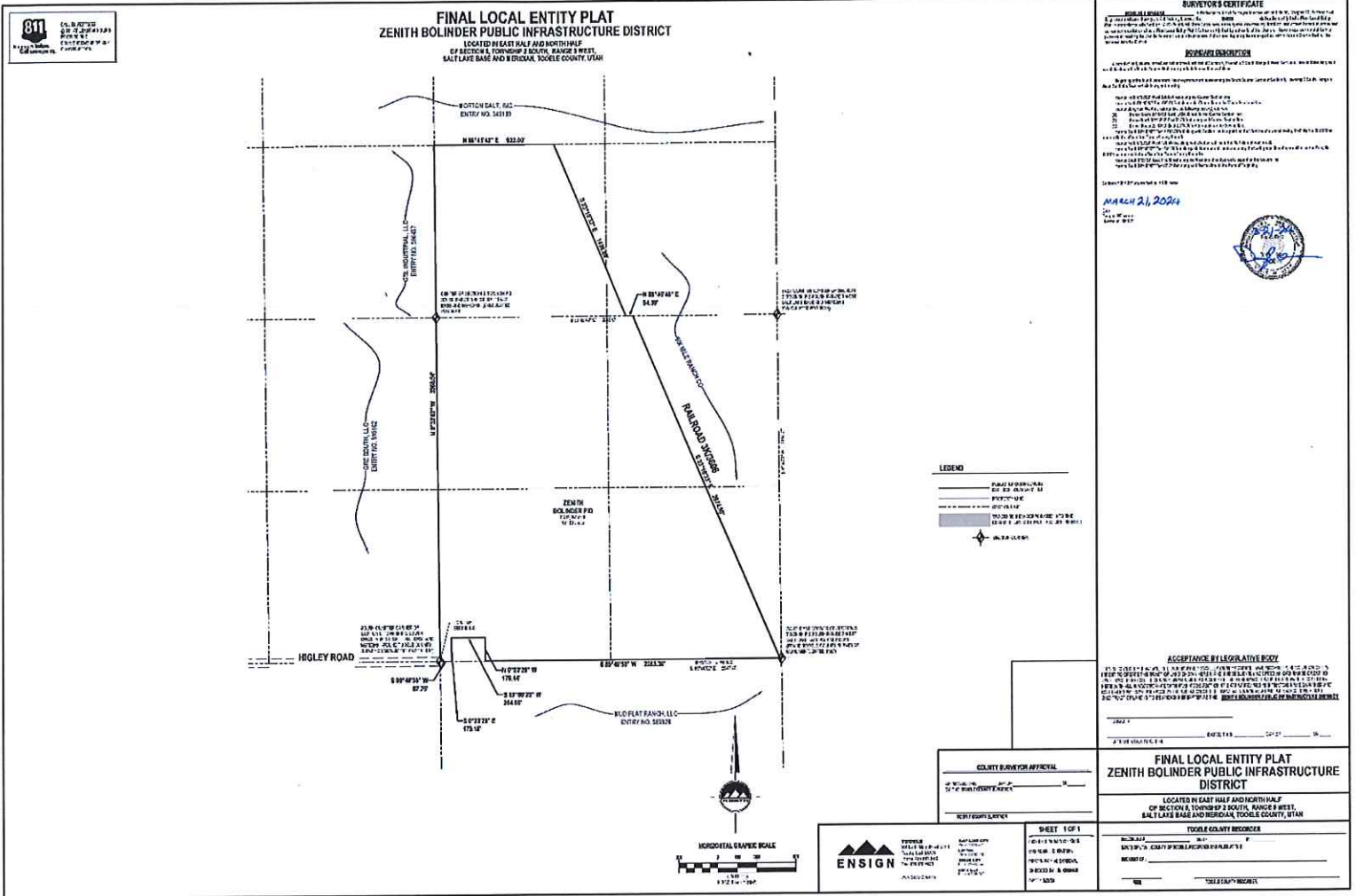


Exhibit A

District Boundaries

Parcel 1



Parcel 2

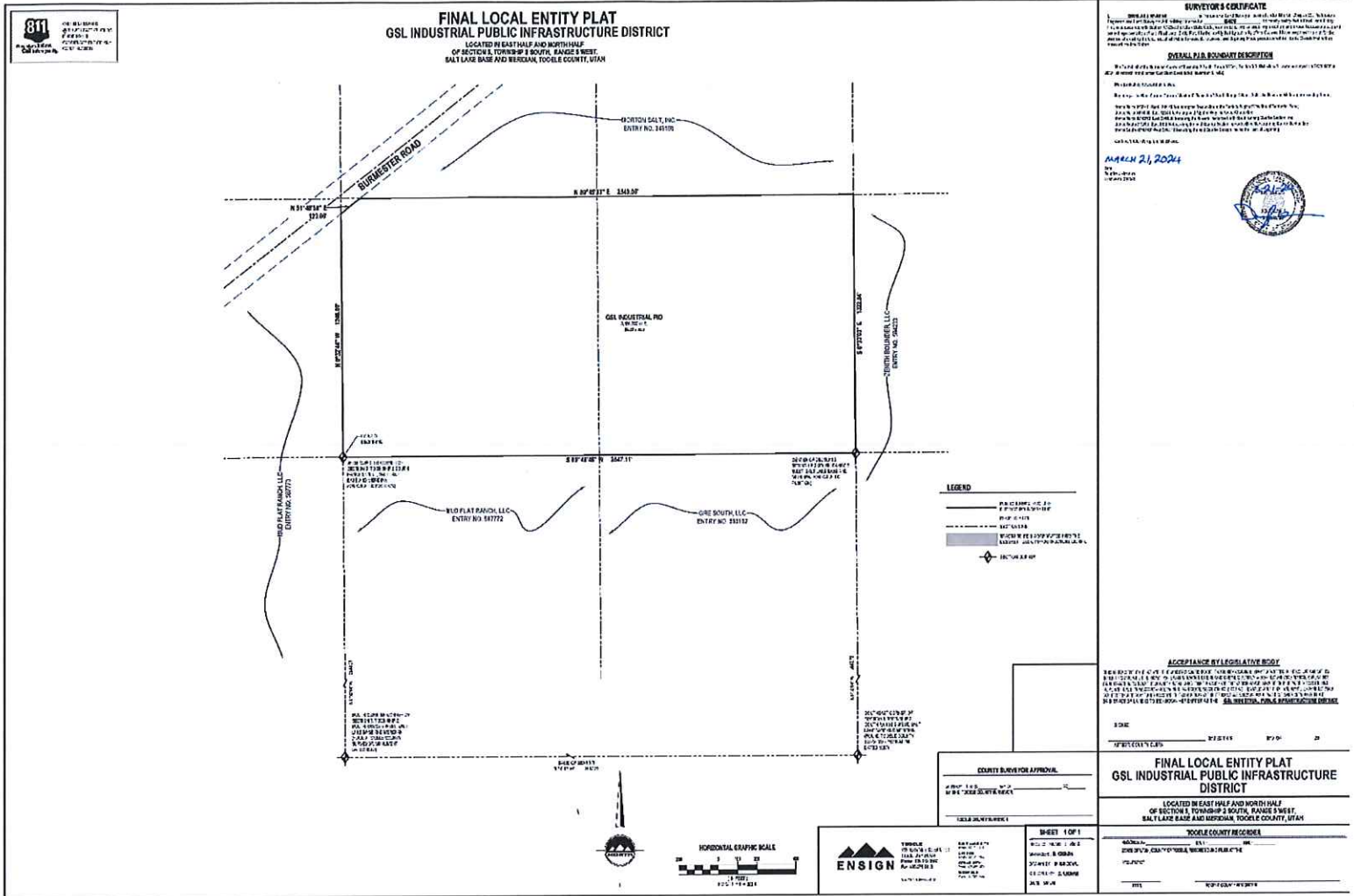


Exhibit B

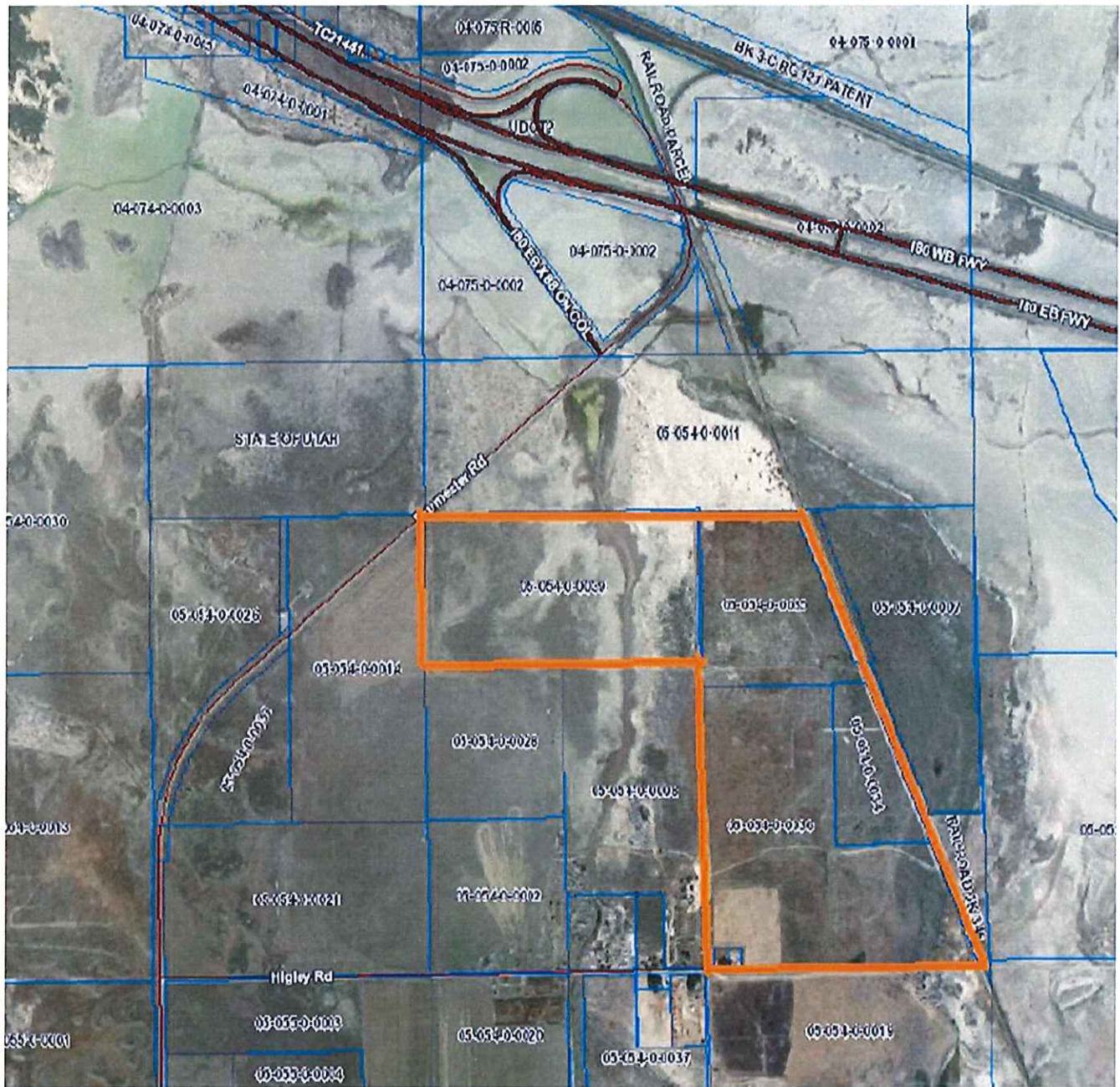
Annexation Area Boundaries

Parcels: 05-054-0-0036, 05-054-0-0035, 05-054-0-0034, 05-054-0-0039

A part of Sections 5,8, Township 2 South, Range 5 West, Salt Lake Base and Meridian, US Survey,

Beginning at a point, said point being N 89° 48' 08" E for a distance of 2,663.68 feet from the Northwest Quarter of the Northwest Quarter of Section 8, Township 2 South, Range 5 West or POINT OF BEGINNING; and running thence, N 00° 33' 03.5" W for a distance of 2,645.71 feet to a point on a line, thence, N 89° 08' 09" W for a distance of 1,322.24 feet to a point on a line, thence, S 89° 31' 57" W for a distance of 1,343.38 feet to a point on a line, thence, N 0° 00' 24" E for a distance of 1,325.78 feet, thence, N 89° 35' 05.8" E for a distance of 921.99 feet to a point on a line, thence, S 23° 10' 33.0" E for a distance of 1436.89 feet to a point on a line, thence, N 89° 46' 31.8" E for a distance of 49.99 feet to a point on a line, thence, S 23° 11' 20.3" E for a distance of 1437.40 feet to a point on a line, thence, N 89° 47' 24.1" E for a distance of 3.94 feet to a point on a line, thence, S 23° 10' 32.8" E for a distance of 1437.58 feet to a point on a line, thence, S 89° 10' 30.6" W for a distance of 3.78 feet to a point on a line, thence, S 23° 00' 39.5" E for a distance of 0.57 feet to a point on a line, thence S 89° 49' 30.9" W a distance of 2631.47 feet to the POINT OF BEGINNING; Containing 242.74 acres more or less.

Annexation Area Boundary Map



Notwithstanding the above legal description, unless otherwise agreed to in writing by UIPA, the Annexation Area does not include Parcels: 05-054-0-0025 and 05-054-0-0010 which are part of the Tooele Valley Project Area.