

BILL OF SALE

This BILL OF SALE (this "Bill of Sale") is entered into effective as of the 25th day of February 2025 by Meadowbrook Water Users Association, a nonprofit mutual water corporation ("Seller") in favor of Oquirrh Point Improvement District, a Utah special district ("Buyer"). Capitalized terms not otherwise defined herein shall have the respective meanings set forth in that certain Asset Purchase Agreement entered into by and between Seller and Buyer dated as of February 25, 2025 (the "Agreement").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Seller hereby transfers, assigns, conveys, sets over and delivers to Buyer, all of Seller's right, title and interest in and to the Purchased Assets (as defined in Section 1.1 of the Agreement).

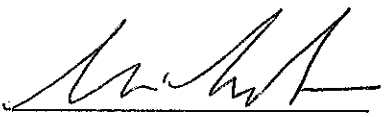
Nothing contained in this Bill of Sale shall be deemed to supersede any of the covenants, agreements, representations or warranties of the applicable parties contained in the Agreement. This Bill of Sale shall not alter, modify or amend the terms of the Agreement in any respect, or subject the parties to any lesser or greater liabilities, obligations or duties than provided therein. To the extent there is a conflict between the terms and provisions of this Bill of Sale and the Agreement, the terms and provisions of the Agreement will govern.

This Bill of Sale shall inure to the benefit of the parties hereto and their respective successors and assigns. This Bill of Sale shall be governed by and construed in accordance with the laws of the State of Utah without giving effect to the conflict of laws principles thereof. None of the provisions of this Bill of Sale may be waived, changed or altered except in a signed writing by the party against whom enforcement of the same is sought.

IN WITNESS WHEREOF, Seller and Buyer have caused this Bill of Sale to be executed effective as of the date first written above.

SELLER:

MEADOWBROOK WATER USERS
ASSOCIATION

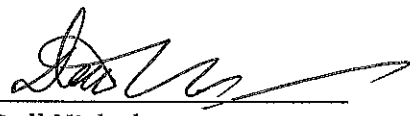
By: 

Name: Chris Meacham

Title: President

BUYER:

OQUIRRH POINT IMPROVEMENT
DISTRICT

By: 

Name: Dell Nichols

Title: Chairman