

GRANT OF EASEMENT AND AGREEMENT

THIS GRANT OF EASEMENT AND AGREEMENT ("Agreement") is made and entered into as of the 11th day of January 2023 by Diaga, LLC, a Colorado Limited Liability Company, whose address is 28 Mead Lane, Durango, CO 81301 ("Grantor") and Durango River View RV Resort, LLC, whose address is 8350 E. Raintree, Suite 220, Scottsdale, Arizona 85260 ("Grantee").

WHEREAS, Grantor owns real property located in La Plata County, Colorado described as:

Lot 1A-A, DIAGA, LLC SUBDIVISION, PROJECT NO. 2022-0131 according to the plat thereof filed for record December 1, 2022 as Reception No. 1217658 ("Grantor's Property" or "the Burdened Property"); and

WHEREAS, Grantee owns real property located in La Plata County, Colorado described as:

Lot 1A-B and Lot 1A-C, DIAGA, LLC SUBDIVISION, PROJECT NO. 2022-0131 according to the plat thereof filed for record December 1, 2022 as Reception No. 1217658 ("Grantee Property" or "the Benefitted Property"); and

WHEREAS, Grantor desires to grant the following easements to Grantee: (i) across Grantor's Property for ingress and egress to and from the 45-foot Easement (defined below), and (ii) across the 45-foot Easement for ingress and egress to and from County Road 252.

NOW THEREFORE, for consideration, the receipt and sufficiency of which is hereby acknowledged.

Grantor hereby grants, bargains, sells, conveys and confirms unto Grantee, its successors and assigns the following:

1. a non-exclusive access and utility easement between and adjoining the entirety of the south boundary of the Burdened Property and the south boundary of the 45-foot Easement for the benefit of the Benefitted Property; said access and utility easement being approximately thirty-eight (38) feet wide as more particularly described on the attached Exhibit A (the "Gap Easement"); and
2. a non-exclusive access and utility easement along the entire area of the forty-five foot (45') wide easement upon the portion of Grantor's Property that is described in that Grant of Easement and Agreement, recorded at Reception Number 1211136 in the real property records of La Plata County, Colorado (the "45-foot Easement").

Grantor assigns to Grantee, a portion of the retained right of access in and to the 45-foot Easement. The Benefitted Property and Grantor's Property are originally jointly the "Grantor's Property" under the terms of the 45-foot Easement, but such "Grantor's Property" has subsequently been subdivided into multiple Lots.

Grantee's right to of access over the 45-foot Easement is subject to the obligation of reimbursement to Hermosa Sanitation District for 50% of the cost of construction of the road to the extent of the



percentage of the 45-foot Easement Grantee intends to utilize, and the cost of the maintenance obligations in similar proportion.

Notwithstanding the foregoing, Grantor reserves unto itself, the right to use and occupancy of the area of the 45-foot Easement for the benefit of Lot 1A-A in accordance with the terms of the 45-foot Easement, subject to the obligations contained in the 45-foot Easement document regarding cost reimbursement and maintenance obligations (the cost reimbursement allocatable to "Grantor's Property" under the 45-foot Easement to be shared by Grantor and Grantee hereunder according to the proportions of the 45-foot Easement used by each).

The Gap Easement and the 45-foot Easement shall be for purposes of ingress and egress to the Benefitted Property and for buried utilities only.

Grantee shall be responsible for the maintenance, upkeep and repair associated with Grantee's use of the Gap Easement for its own purposes. Grantee shall periodically inspect, maintain, repair, and reconstruct any improvements on the Gap Easement to ensure the safe, lawful, and reasonable use of the Gap Easement for its intended purpose.

If Grantee desires to install an address sign at the County Road 252 entrance to the 45-foot Easement, the location, size and materials must first be approved by Grantor. Thereafter, if Grantor desires to relocate Grantee's signage, this shall be at Grantor's sole expense and only with Grantee's written consent, which will not be reasonably withheld.

The Gap Easement and the 45-foot Easement shall run with the land and each and every one of the benefits and burdens thereof shall inure to and be binding upon the respective legal representatives, heirs, executors, administrators, successors and assigns of the parties. To that end, this document shall be recorded in the real property records of the Clerk and Recorder's Office in La Plata County, Colorado.

Grantee shall be solely responsible for the use and maintenance of the Gap Easement and shall hold Grantor harmless from all claims, suits, loss and damages caused by, resulting from or arising out of the use of the easement by Grantee, its guests, licensees and invitees; and in the event of a breach of this provision, the prevailing party shall be reimbursed its reasonable attorney's fees and costs.

IN WITNESS WHEREOF, the Grantor and Grantee have executed this Grant of Easement and Agreement as of the day and year first above written.

[signatures on following page]

GRANTOR:

Diaga, LLC

By: Palmer Pipe and Construction, LLC, Member

By: [Signature]

By: John Patrick Palmer, Member

GRANTEE:

Durango River View RV Resort, LLC

By: [Signature]
By: Scott Roberts, Manager

STATE OF COLORADO)

) ss.

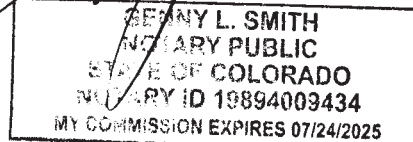
COUNTY OF LA PLATA)

The foregoing Easement was acknowledged before me this 13th day of January, 2022, by 23
John Patrick Palmer, Member of Palmer Pipe and Construction, LLC, Member of Diaga, LLC.

Witness my hand and official seal.

My commission expires: 7-24-25

[Signature]
Notary Public



STATE OF Arizona)

) ss.

COUNTY OF Maricopa)

The foregoing Easement was acknowledged before me this 11 day of January, 2022, by 23
Scott Roberts, Manager of Durango River View RV Resort, LLC.

Witness my hand and official seal.

My commission expires: March 27, 2023

[Signature]
Notary Public

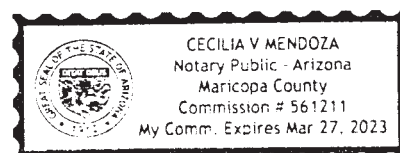


Exhibit A

Description of Easement

EXHIBIT "A" - EASEMENT DESCRIPTION
A PORTION OF LOT 1A-A, DIAGA, LLC
SUBDIVISION PROJECT NO. PL20220131
IN THE SW1/4NE1/4 OF SECTION 15, T 36 N, R 9 W, N.M.P.M.
LA PLATA COUNTY, COLORADO

EASEMENT DESCRIPTION

An easement located in the SW1/4NE1/4 of Section 15, Township 36 North, Range 9 West of the New Mexico Principal Meridian, La Plata County, Colorado, being a portion of Lot 1A-A, DIAGA, LLC SUBDIVISION PROJECT NO. PL20220131, according to the plat thereof filed in the Office of the La Plata County Clerk and Recorder under Reception Number _____, being more particularly described as follows:


BEGINNING at the Southwest corner of said Lot 1A-A, whence the Center One-quarter corner of said Section 15 bears N 03°08'08" W, a distance of 125.47 feet;
THENCE N 01°53'36" E, along the westerly line of said Lot 1A-A, a distance of 38.82 feet;
THENCE along the southerly line of an Access & Utility Easement dedicated in said Reception Number 1211135 the following five (5) courses:

- 1) THENCE N 87°58'34" E, a distance of 155.31 feet;
 - 2) THENCE along the arc of a curve to the left having a radius of 572.50 feet, an internal angle of 35°20'01", a chord that bears N 70°18'33" E for 347.49 feet, a distance of 353.05 feet;
 - 3) THENCE N 52°38'33" E, a distance of 101.69 feet;
 - 4) THENCE along the arc of a curve to the right having a radius of 177.50 feet, an internal angle of 10°36'59", a chord that bears N 57°57'02" E for 32.84 feet, a distance of 32.89 feet;
 - 5) THENCE N 63°15'32" E, a distance of 153.49 feet;
- THENCE S 26°14'27" E, along the easterly line of said Lot 1A-A, being the westerly Right of Way of County Road 252, a distance of 38.73 feet;
THENCE along the southerly line of said Lot 1A-A the following five (5) courses:
- 1) THENCE S 63°15'32" W, a distance of 153.15 feet;
 - 2) THENCE along the arc of a curve to the left having a radius of 138.77 feet, an internal angle of 10°36'59", a chord that bears S 57°57'02" W for 25.68 feet, a distance of 25.71 feet;
 - 3) THENCE S 52°38'33" W, a distance of 101.69 feet;
 - 4) THENCE along the arc of a curve to the right having a radius of 611.23 feet, an internal angle of 35°20'01", a chord that bears S 70°18'33" W for 370.99 feet, a distance of 376.94 feet;
 - 5) THENCE S 87°58'34" W, a distance of 157.97 feet to the POINT OF BEGINNING.

Said easement contains 0.717 acres, more or less.

SURVEYORS STATEMENT

I, David O. Freienmuth, a Registered Professional Land Surveyor in the State of Colorado, do hereby state that this survey was made under my direct supervision and checking, is in accordance with applicable standards of practice and that it is true and correct to the best of my knowledge and belief and is not a guarantee of warranty, either expressed or implied.



David O. Freienmuth
P.L.S. 32437
Date: 25 OCT 22
For and on behalf of
Animas Surveying & Mapping Corporation
PLAT NOTICES

NOTICE: According to Colorado law, you must commence any legal action based upon any defect in this survey within three years after you first discovered such defect. In no event, may any action based upon any defect in this survey be commenced more than ten years from the date of the certification shown hereon.

NOTICE: All linear dimensions shown hereon are U. S. Survey feet.

EXHIBIT "A" - EASEMENT DESC.

A PORTION OF LOT 1A-A, DIAGA, LLC SUBDIVISION
PROJECT NO. PL20220131
IN SECTION 15, T 36 N, R 9 W, N.M.P.M.
LA PLATA COUNTY, COLORADO

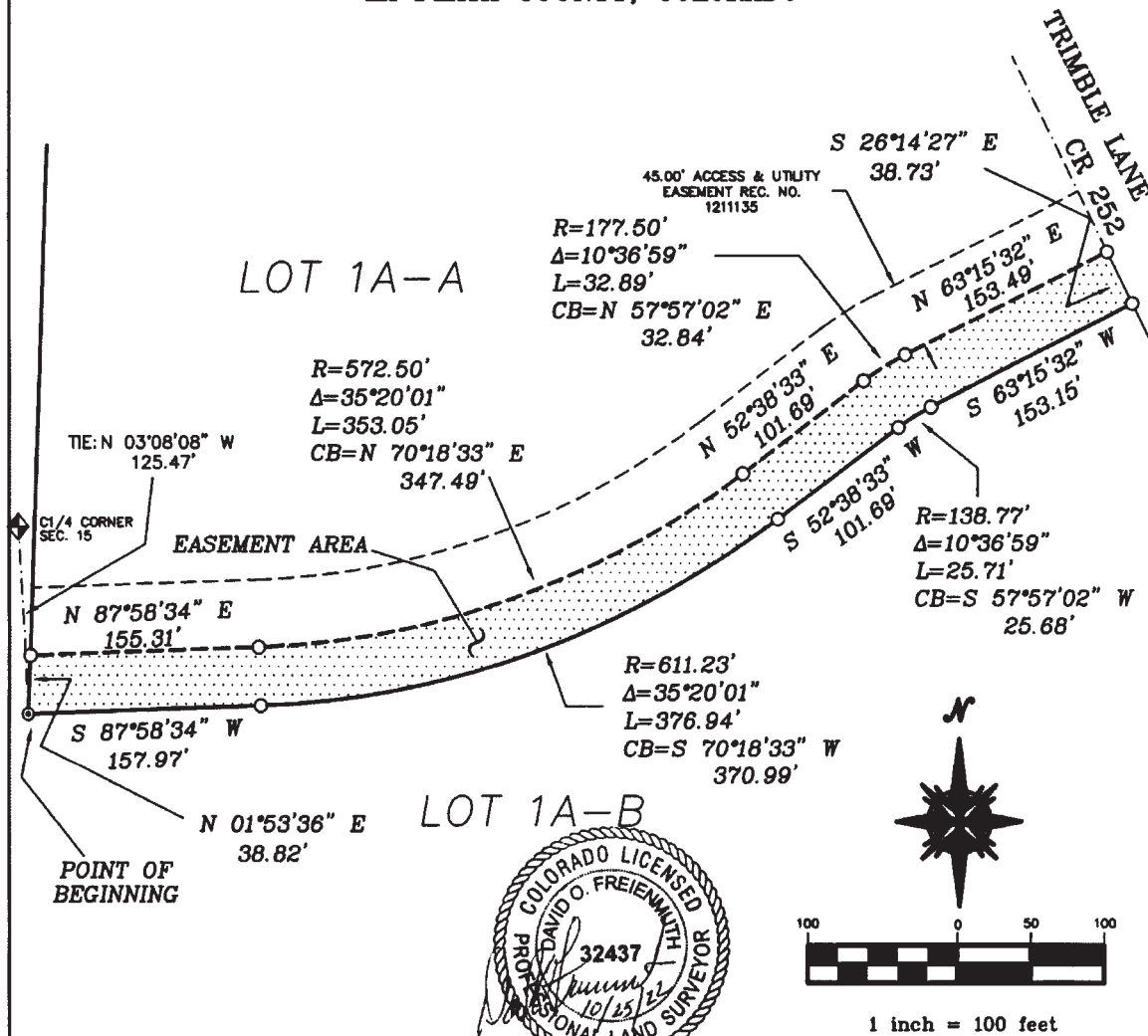

960 E. 2nd Avenue
P.O. Box 497
Durango, CO 81302
(970) 385-6891

DRAWN BY: BOF	CHECKED BY: df
DATE: 25 OCT 22 Rev.	
SCALE: 1" = 50' SHEET 1 of 2	
JOB NUMBER: 1451Eas3	
PROP. OWNER(S): DIAGA, LLC	

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IN THE SW1/4NE1/4 OF SECTION 15, T 36 N, R 9 W, N.M.P.M.
 LA PLATA COUNTY, COLORADO



- = DIRECTION CHANGE IN EASEMENT BOUNDARY, NOTHING FOUND OR SET.
- ⊙ = FOUND: 2" ALUM. CAP ON A 5/8" REBAR, STAMPED; "ANIMAS SURVEYING & MAPPING PLS 32437"
- ◆ = FOUND: 2" ALUM. CAP ON A 5/8" REBAR, STAMPED; "ROUNDTREE PE&LS 9185"

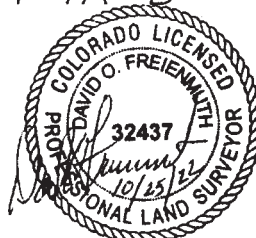


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PROJECT NO. PL20220131	
IN SECTION 15, T 36 N, R 9 W, N.M.P.M.	
LA PLATA COUNTY, COLORADO	
ANIMAS Surveying & Mapping	960 E. 2nd Avenue P.O. Box 497 Durango, CO 81302 (970) 385-6891
DRAWN BY: DOF	CHK'D BY: df
DATE: 25 OCT 22	Rev.
SCALE: 1"=100'	SHEET 2 of 2
JOB NUMBER: 1451Eas3	
PROP. OWNER(S): DIAGA, LLC	