
SPACE ABOVE THIS LINE FOR RECORDER'S USE

**PREPARED BY AND WHEN
RECORDED MAIL TO:
Sherman Associates, Inc.
233 Park Avenue South
Suite 201
Minneapolis, MN 55415**

GRANT OF TEMPORARY UTILITY EASEMENT

THIS GRANT OF TEMPORARY UTILITY EASEMENT (this "Grant") is given as of the ____ day of July, 2012, by **WEST SIDE FLATS URBAN DEVELOPMENT LLC**, a Minnesota limited liability company and the **CITY OF SAINT PAUL, MINNESOTA**, a public body corporate and politic of the State of Minnesota (the "City"), for the benefit of **CENTURY LINK** ("Century Link")

RECITALS

A. West Side Flats and the City are the fee owners of certain real property located in the City of Saint Paul, Ramsey County, Minnesota ("West Side Flats Property") that is encumbered by certain easements for communication purposes, including dedicated right-of-ways in Water Street, Starkey Street, a street and utility easement for Levee Road, along with certain rights for the protection of these lines which are not covered by recorded easement, as shown on Exhibit A attached hereto (the "Existing Easements") for certain communication facilities (the "Existing Utility Facilities").

B. West Side Flats plans to redevelop part the West Side Flats Property into an apartment project, with parking and related improvements (the "West Side Flats Improvements"), and in connection with such redevelopment, West Side Flats will relocate the Existing Easements.

C. In consideration of Century Link's agreement to release the Existing Easements and allow for the relocation of the Existing Easements (the "Relocated Easements"), West Side Flats and the City have agreed to create and grant temporary non-exclusive easements (the "Temporary Easements") allowing the Existing Facilities to remain in their current locations as depicted on Exhibit B attached hereto (the "Temporary Easement Areas") pursuant to the terms and conditions of this Agreement.

NOW, THEREFORE, in consideration of the foregoing recitals and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows.

ARTICLE 1

DEFINITIONS

Terms defined in the recitals of this Grant shall have the meanings set forth therein.

ARTICLE 2

EASEMENT

2.1 **Grant of Easement.** West Side Flats and the City hereby grant Temporary Easements for the benefit of Century Link over and upon the Temporary Easement Areas, subject to the terms and conditions set forth herein.

2.2 **Duration of Easement.** The Temporary Easements shall terminate on the date that the Relocated Easements are operational, as evidenced by a Termination of Temporary Utility Easement executed by West Side Flats and the City and recorded in the real estate records of Ramsey County, Minnesota.

2.3 **Release of Easements.** Century Link has consented to the vacation of the Existing Easements and thus the Existing Easements are released.

ARTICLE 3

GENERAL PROVISIONS

3.1 **Time.** Time is of the essence of this Agreement and each and all of its provisions.

3.2 **Law Applicable.** This Grant shall be governed by and construed under the laws of the state of Minnesota.

3.3 **Counterparts.** This Grant may be executed in counterparts, each of which shall constitute an original and all of which together shall constitute one and the same instrument.

**SIGNATURE PAGE TO
GRANT OF TEMPORARY UTILITY EASEMENT**

IN WITNESS WHEREOF, the undersigned has caused this Agreement to be made as of the day and year first above written.

**WEST SIDE FLATS URBAN DEVELOPMENT
LLC, a Minnesota limited liability company**

By: _____
Name: George E. Sherman
Its: President and Chief Manager

STATE OF MINNESOTA)
) ss
COUNTY OF HENNEPIN)

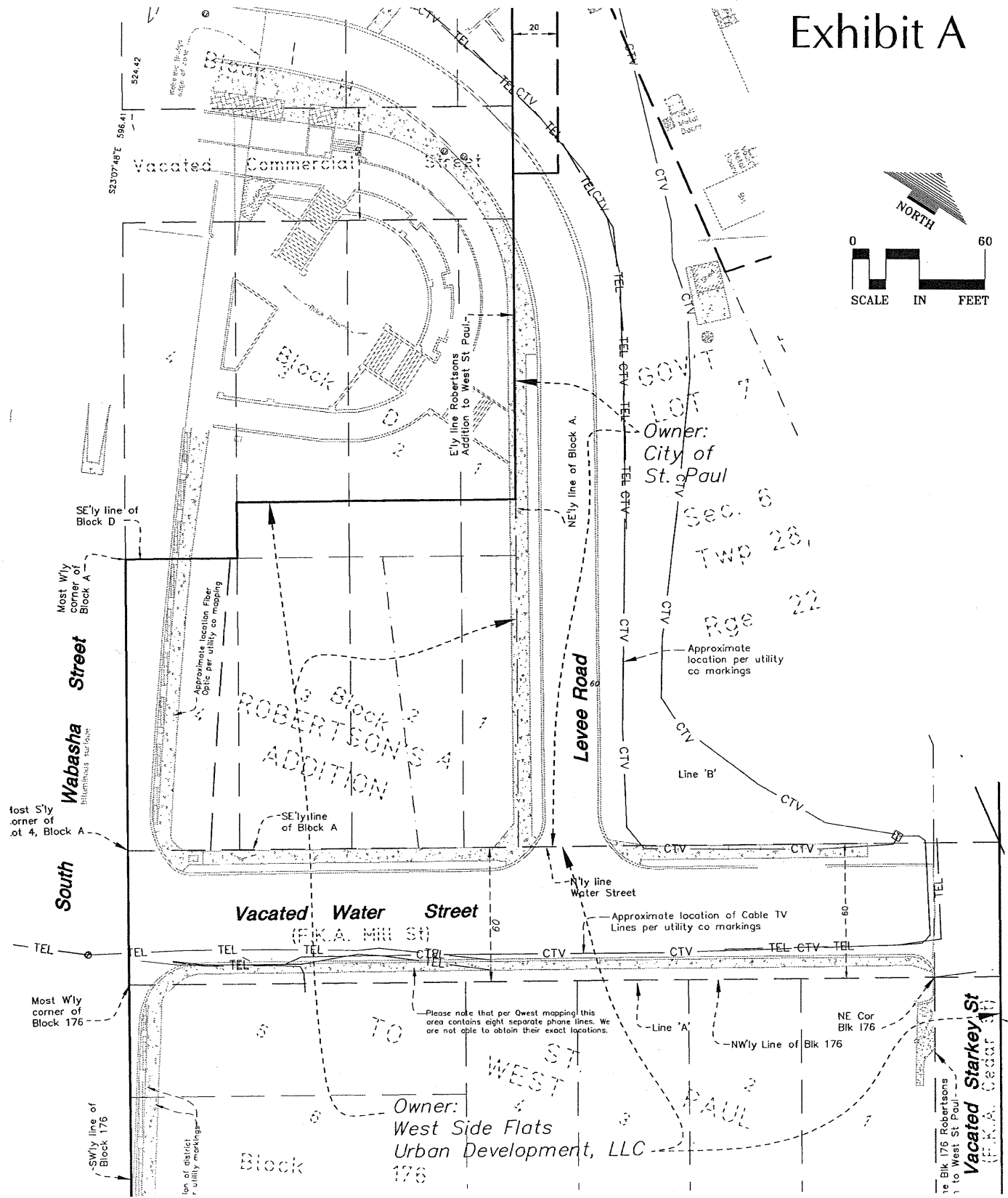
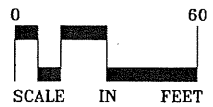
This instrument was acknowledged before me this ____ day of July, 2012, by George E. Sherman, President and Chief Manager of West Side Flats Urban Development LLC, a Minnesota limited liability company, on behalf of the limited liability company.

Notary Public

EXHIBIT A

Depiction of Utility Facilities

Exhibit A



Loucks Associates

7200 Hemlock Lane, Suite 300

Minneapolis, Minnesota 55369-5592

Telephone: (763)424-5505 - Fax: (763)424-5822

Web Page: www.LoucksAssociates.com

Planning • Civil Engineering • Land Surveying
Landscape Architecture • Environmental

I hereby certify that this survey, plan or report was prepared by me or under my direct supervision and that I am a duly Licensed Land Surveyor under the laws of the State of Minnesota.

Richard L. Licht - PLS

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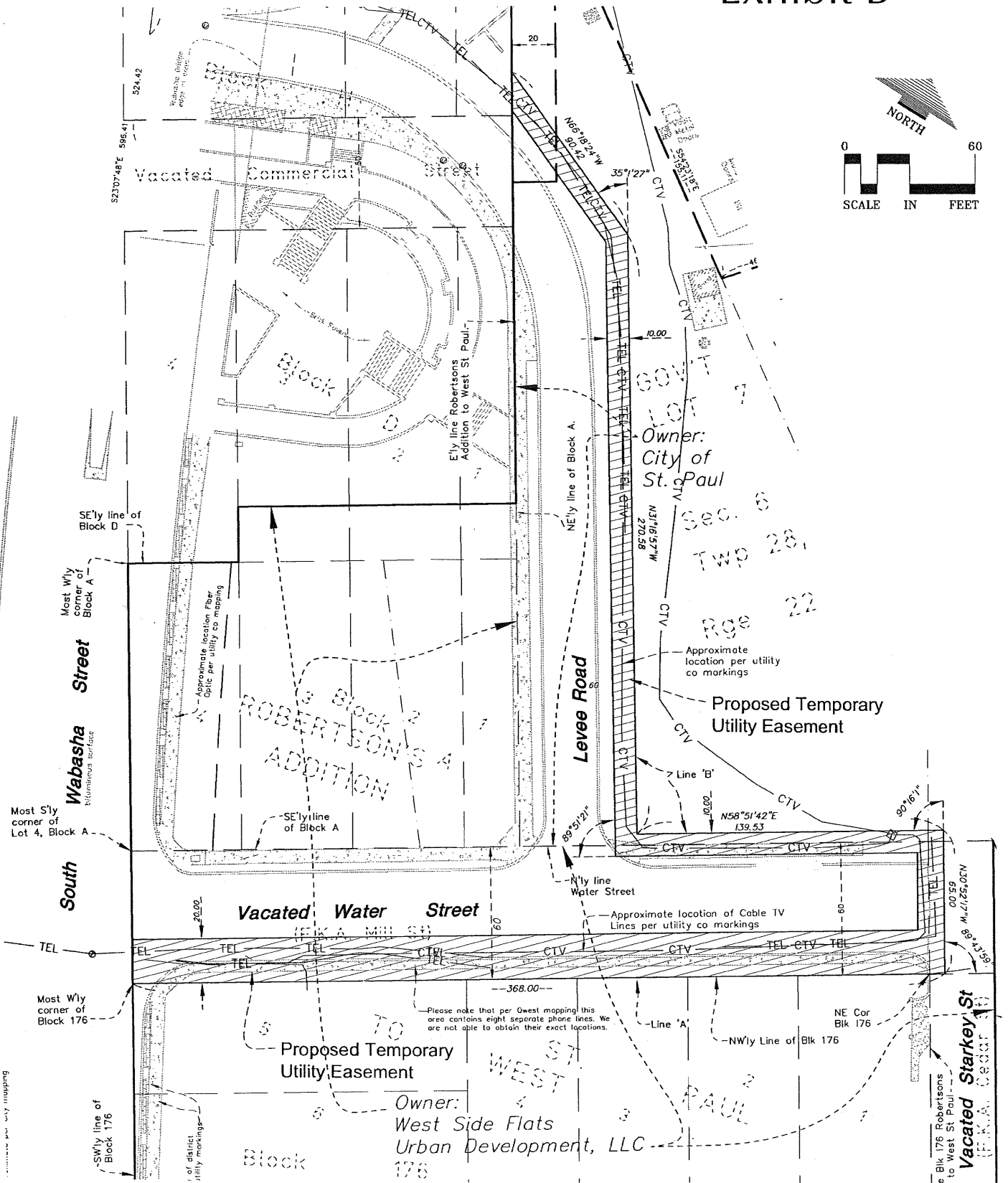
License No.

Date

EXHIBIT B

Temporary Easement Areas

Exhibit B



Loucks Associates

7200 Hemlock Lane, Suite 300
 Minneapolis, Minnesota 55369-5592
 Telephone: (763)424-5505 Fax: (763)424-5822
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 Planning • Civil Engineering • Land Surveying
 Landscape Architecture • Environmental

I hereby certify that this survey, plan or report was prepared by me or under my direct supervision and that I am a duly Licensed Land Surveyor under the laws of the State of Minnesota.

Richard L. Licht
 Richard L. Licht - PLS