

STATE OF UTAH



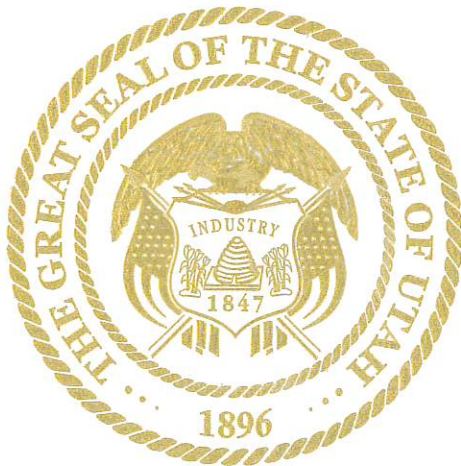
OFFICE OF THE LIEUTENANT GOVERNOR

CERTIFICATE OF CREATION

I, Deidre M. Henderson, Lieutenant Governor of the State of Utah, hereby certify that there has been filed in my office a notice of creation for the PROMONTORY COMMERCE CENTER PUBLIC INFRASTRUCTURE DISTRICT NO. 1 located in WEBER COUNTY, dated JULY 7, 2023, complying with Section §17B-1-215 and §67-1a-6.5 Utah Code Annotated, 1953, as amended.

Now, therefore, notice is hereby given to all whom it may concern that the attached is a true and correct copy of the notice of creation, referred to above, on file with the Office of the Lieutenant Governor pertaining to the PROMONTORY COMMERCE CENTER PUBLIC INFRASTRUCTURE DISTRICT NO. 1, located in WEBER COUNTY, State of Utah.

IN TESTIMONY WHEREOF, I have hereunto set my hand, and affixed the Great Seal of the State of Utah this 14th day of July, 2023 at Salt Lake City, Utah.

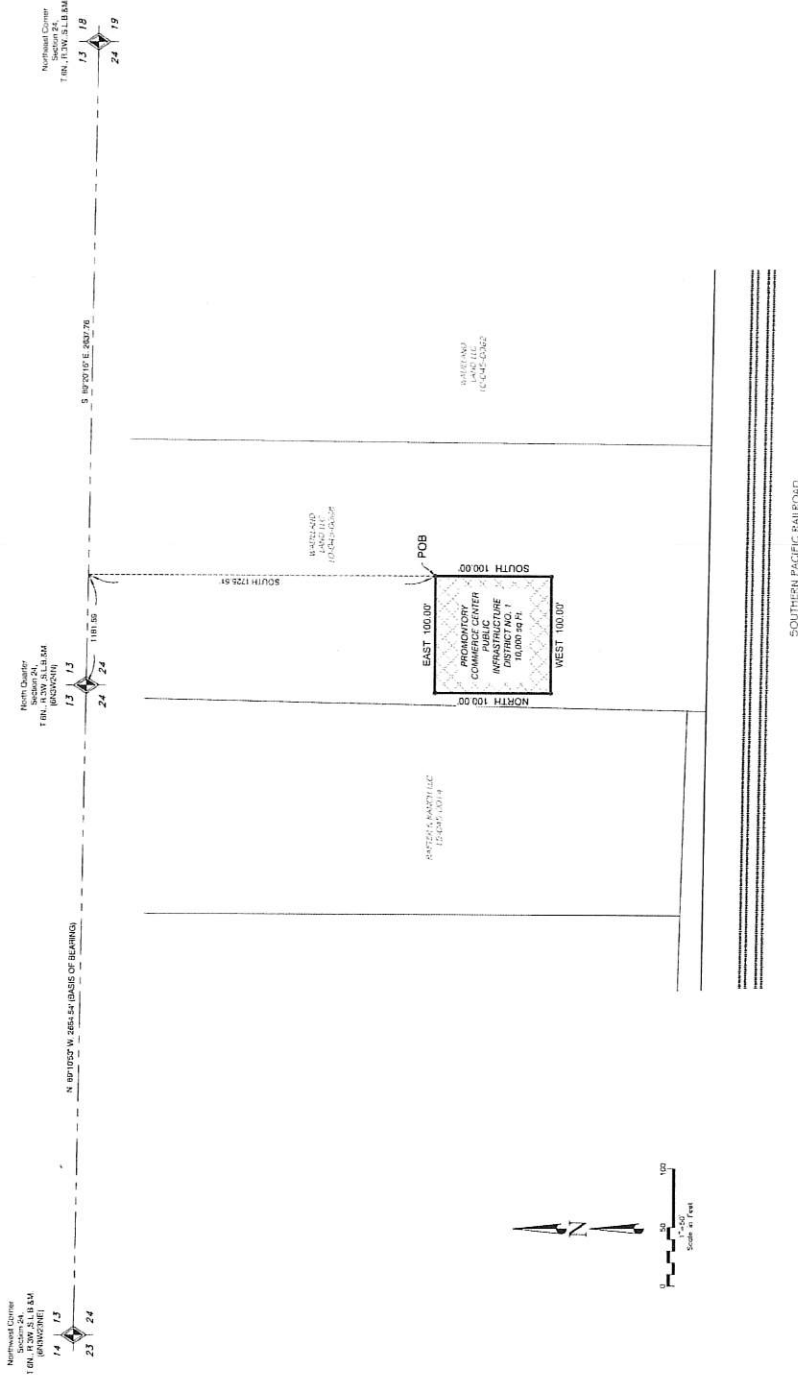


A handwritten signature in black ink, reading 'Deidre M. Henderson'.

DEIDRE M. HENDERSON
Lieutenant Governor

FINAL LOCAL ENTITY PLAT PROMONTORY COMMERCE CENTER PUBLIC INFRASTRUCTURE DISTRICT NO. 1 RESOLUTION NO. 30-2023

LOCATED IN THE NORTHEAST QUARTER OF SECTION 24, TOWNSHIP 6 NORTH, RANGE 3 WEST,
SALT LAKE BASE AND MERIDIAN
WEBER COUNTY, UTAH

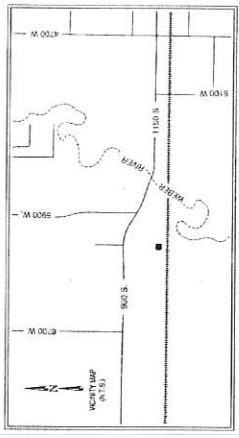


Legend of Symbols & Abbreviations

- Annulation Boundary
- - - Adjacent Parcel
- Section Line
- Angle Point in Annulation Boundary (Not Mapped)
- Section Corner Monument (Not Located)

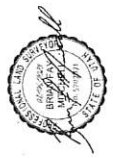
NARRATIVE

This plat and the description thereon have been prepared for the purpose of amending the Promontory Commerce Center Public Infrastructure District No. 1. The area described and graphically depicted herein. The information herein was compiled from documents or records found in the Office of the Weber County Recorder and does not purport to be a true and correct copy of the same to be amended.



SURVEYOR'S CERTIFICATE

I, Brent F. Merrill, do hereby certify that I am a Professional Land Surveyor in the State of Utah, and that I have examined the plat hereon in accordance with Title 58, Chapter 22, of the Professional Engineers and Land Surveyors Act, to the best of my ability, and that the same is in accordance with Section 17-25(5) and that the same is a true and correct representation of said Final Local Entity Plat.



Signed this 21st day of July, 2023.

BOUNDARY DESCRIPTION

An annulation into Public Infrastructure District being pieces of land located in the Northeast Quarter of Section 24, Township 6 North, Range 3 West, Salt Lake Base and Meridian and is described as follows:

Beginning at a corner which is 100.00 feet S. 89° 01' 15" E. along the Section line and 1725.54 feet from the South Quarter Corner of said Section 24; thence South 100.00 feet thence West 100.00 feet thence East 100.00 feet to the Point of Beginning

Covers approximately 10,000 sq. ft., more or less.

WEBER COUNTY SURVEYOR

I hereby certify that the Weber County Surveyor's Office has reviewed this plat and all conditions for approval by the office and that the same is in accordance with the provisions of the Professional Engineers and Land Surveyors Act, and that the same has been recorded through the appropriate channels and is a true and correct representation of the same.

This 21st day of July, A.D. 2023

[Signature]
Weber County Surveyor

PROMONTORY COMMERCE CENTER PUBLIC INFRASTRUCTURE DISTRICT

The plat is approved as to form by Commissioners of Weber County, Utah
The 21st day of July, A.D. 2023

[Signature]
Vice Chairman, Weber County Commission
ATTEST: *[Signature]*
TITLE: Weber County Clerk/Recorder

RECORDED BY: WEBER COUNTY RECORDER
 INDEXED BY: _____
 DATE: _____ TIME: _____ BOOK: _____ PAGE: _____
 FILE #: _____
 WWW.WEBERRECORDER.UTAH

PREPARED BY:
CIR CIVIL ENGINEERING + SURVEYING
 1075 S. 2100 W. WASHINGTON, UTAH 84403
 PHONE 435-337-9141

SHEET 1 / 1

NOTICE OF AN IMPENDING BOUNDARY ACTION
To the Lieutenant Governor, State of Utah

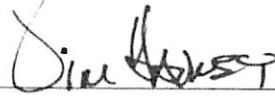
Pursuant to the provisions of Utah Code Ann. §17B-1-215 and § 67-1a-6.5, Weber County (“County”), a body politic and political subdivision of the State of Utah, hereby gives notice to the Utah Lieutenant Governor that a petition has been submitted to the County to create a public infrastructure district in accordance with the Public Infrastructure District Act, Title 17D, Chapter 4, Utah Code Annotated; which would be named the **Promontory Commerce Center Public Infrastructure District No. 1**. The District is proposed to provide financing and construction of public infrastructure improvements to facilitate the development of commercial parcels in western Weber. The petition has been certified by the County clerk under Section 17B-1-209.

The County hereby certifies that all of the legal requirements necessary for the creation of the Promontory Commerce Center Public Infrastructure District No. 1 have been completed and respectfully requests the issuance of a Certificate of Creation pursuant to Utah Code Ann. § 67-1a-6.5.

Accompanying this Notice is a copy of the certified petition pursuant to Section 17D-4-201(2)(d); a letter from the Utah State Retirement Office pursuant to Section 67-1a-6.5(3)(d); and a copy of an approved final local entity plat prepared and certified by a licensed surveyor and approved by the Weber County Surveyor pursuant to Section 17-23-20.

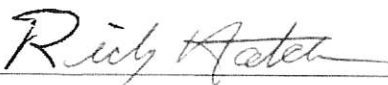
Dated this 7th day of July 2023.

BOARD OF WEBER COUNTY
COMMISSIONERS



James H. “Jim” Harvey, Vice Chair

ATTEST


Ricky Hatch, County Clerk





Utah Retirement Systems

Retirement Office

560 East 200 South | Salt Lake City, UT 84102-2021
801-366-7700 | 800-365-8772 | Fax: 801-366-7734
www.urs.org

Daniel D. Andersen
Executive Director

PEHP Health & Benefits

560 East 200 South | Salt Lake City, UT 84102-2004
801-366-7500 | 800-365-8772 | Fax: 801-366-7596
www.pehp.org

R. Chet Loftis
Managing Director

July 5, 2023

Sent Via Email to: bquinney@co.weber.ut.us

Promontory Commerce Center Public Infrastructure District No. 1
Brandan Quinney
Deputy Weber County Attorney
2380 Washington Blvd, Suite 230
Ogden, UT 84401

RE: Eligibility for Participation of a Newly Created Entity in the Utah State Retirement Systems

Dear Mr. Quinney:

When a governmental entity is being incorporated or created, Utah law requires the Utah State Retirement Office ("Office") to provide a letter to that entity identifying the potential provisions under Utah Code Title 49, Utah State Retirement and Insurance Benefit Act ("Retirement Act"), with which it shall comply. See Utah Code Ann. § 67-1a-6.5(3)(d). This letter serves as the official notice for Promontory Commerce Center Public Infrastructure District No. 1, a newly created public infrastructure district.

Based upon the information provided, the Office has determined that Promontory Commerce Center Public Infrastructure District No. 1 is an "employer" under the Retirement Act as a political subdivision of the state by virtue of its status as a district. Accordingly, Promontory Commerce Center Public Infrastructure District No. 1 must comply with the participation requirements of the Retirement Act.

This does not mean that Promontory Commerce Center Public Infrastructure District No. 1 must provide retirement benefits to its employees. However, at the present time and throughout the future, Promontory Commerce Center Public Infrastructure District No. 1 is required by law to participate with URS if and when it offers any type of retirement benefit to its employees.

Promontory Commerce Center Public Infrastructure District No. 1 may not currently have employees or may have not yet elected to provide a retirement benefit to its employees. Please be aware, it is not the obligation of the Office to monitor the activities of Promontory Commerce Center Public Infrastructure District No. 1. By law, it is Promontory Commerce Center Public Infrastructure District No. 1's obligation to apply for membership with URS if and when it chooses to provide a retirement benefit to its employees.

Once Promontory Commerce Center Public Infrastructure District No. 1 begins participation with URS, its public employees will be covered under either the Tier 1 or Tier 2 public employee retirement systems, as described in the Retirement Act. If Promontory Commerce Center Public

Infrastructure District No. 1 employs public safety or firefighter service employees, those employees will be covered under the separate Tier 1 or Tier 2 systems for public safety and/or firefighter service employees described in the Retirement Act.

In addition, Participating Employers of URS are required by Utah Code Ann. § 49-11-606 to “cover all employees eligible for service credit under this title.” As such, once admitted as a participating employer, Promontory Commerce Center Public Infrastructure District No. 1 will be required to cover all eligible employees, pursuant to the eligibility rules found in the Retirement Act.

Please note that the above-referenced laws are those used to determine eligibility for participation and are not the only laws with which a participating employer must comply. Participating employers are required to “inform themselves of their rights and obligations” under Title 49 and should become familiar with all provisions of the Retirement Act. Once Promontory Commerce Center Public Infrastructure District No. 1 is admitted into the system, URS provides education about the requirements with which Promontory Commerce Center Public Infrastructure District No. 1 must comply as a participating employer.

Additionally, please be aware that should Promontory Commerce Center Public Infrastructure District No. 1 fail to participate with URS while offering another retirement benefit to its employees, Promontory Commerce Center Public Infrastructure District No. 1’s employees may have a claim against it for service credit under the Retirement Act, which the Office is required to enforce. Under the Retirement Act, such a claim would include all past employer contributions, interest, and in some cases, penalties. See Utah Code Ann. § 49-11-601(3).

Please do not hesitate to contact me if you have any questions.

Sincerely,

/s/ Daniel D. Andersen

Daniel D. Andersen
Executive Director
Utah State Retirement Office

cc: Dee Larsen, URS General Counsel
James D. Hammer, URS Employer Services Director

April 21, 2023

Weber County Economic Development Department
Attn: Stephanie Russell
2380 Washington Blvd. Suite 360
Ogden, UT 84401

**Petition Requesting the Creation of a
Public Infrastructure District in Weber County, Utah**

This Petition Requesting the Creation of a Public Infrastructure District in Weber County, Utah (this “**Petition**”), made by BlackPine, LLC (the “**Petitioner**”), requests that Weber County, Utah (the “**County**”) create three (3) Public Infrastructure Districts (collectively, the “**PIDs**”) pursuant to the Local District Act, Utah Code § 17B-1-101 *et seq.*, and the Public Infrastructure District Act, Utah Code § 17D-4-101 *et seq.* (collectively, the “**Act**”).

The purpose of the PIDs is to assist in financing the construction of improvements for the project commonly known as the Promontory Commerce Center (the “**Project**”) being developed on that certain real property more particularly described and depicted on Exhibit A¹, attached hereto and incorporated herein by reference (the “**Property**”).

I. Petitioner

Petitioner is or will be the sole surface owner of the Property within the proposed PIDs’ boundaries. The Property is currently owned by the undersigned parties identified herein as the “**Consenting Parties.**” Petitioner represents that the Consenting Parties (A) include all of the current surface property owners of the Property, and (B) consist of all of the registered voters within the Property. The Consenting Parties, by their signatures to this Petition, approve and consent to the creation of the PIDs. Petitioner is the designated contact sponsor for this Petition, and its contact information is as follows:

To Petitioner: BlackPine, LLC
 1141 E 2800 N
 North Ogden, UT 84414
 Attn: Daniel Stephens
 daniel@theblackpinegroup.com
 Phone: 801-875-1480

II. Proposed District Boundaries

The Petitioner requests that the PIDs’ annexation boundary match the boundaries of the Project, which encompasses the entirety of the Property to be described and depicted on Exhibit A. Each of Promontory Commerce Center Public Infrastructure District I’s, the Promontory Commerce Center Public Infrastructure District II’s, and the Promontory Commerce Center Public

¹ A survey of the Property to the current Exhibit A legal description is available upon request.

Infrastructure District III's proposed initial boundaries are more particularly described on Exhibit B attached hereto, and depicted in the proposed plat maps attached hereto as Exhibit C.

III. Requested Service

The Petitioner requests that the PIDs be created for the purposes of financing the construction and improvement of public infrastructure and improvements serving the Project and the County, as permitted under the Act, and all as shall be further described in a governing document relating to the PIDs, including, without limitation, those allowed under Utah Code § 11-14-103, including the following, among others:

- A. The parks and trails within the Project (Utah Code § 11-14-103(1)(b)(v));
- B. The rights-of-way, roads, bridges, viaducts, tunnels, sidewalks, curbs, gutters, water lines, sewage lines, storm drains, electricity lines, communication lines, natural gas lines, street lighting, and parking buildings, lots, and facilities (Utah Code § 17B-1-202(1)(a)(x), § 11-14-103(1)(b)(vii));
- C. Water systems or any other improvements, facilities, or property used in connection with the acquisition, storage, transportation, and supplying of water for domestic, industrial, irrigation, recreational, and other purposes and preventing pollution of water (Utah Code § 17B-1-202(1)(a)(xii), § 11-14-103(1)(b)(ii));
- D. Sewer systems, sewage treatment plants, incinerators, and other improvements, facilities, or property used in connection with the collection, treatment, and disposal of sewage, garbage, or other refuse (Utah Code § 11-14-103(1)(b)(iii));
- E. Drainage and flood control systems, storm sewers, and any other improvements, facilities, or property used in connection with the collection, transportation, or disposal of water (Utah Code § 11-14-103(1)(b)(iv)); or
- F. Underground electrical utility lines, electric light works, electric generating systems, and any other improvements, facilities, or property used in connection with the generation and acquisition of electricity (Utah Code § 17B-1-202(1)(a)(xv), Utah Code § 11-14-103(1)(b)(xi)).²

The PIDs shall have the authority to acquire and hold the underlying real property for all infrastructure and improvements. The PIDs shall have the authority to transfer the infrastructure financed through the proposed PID to local districts or other governmental entities for service.

IV. Board of Trustees

Under the Act, a nonresident may serve as a trustee of the PIDs' board if the person is "an owner of land or an agent or officer of the owner of land within the boundaries of the public infrastructure district." Utah Code § 17D-4-202(3)(c).

² Electrical company's charge to developer for installation of underground electrical utility lines to be confirmed. If the PIDs will construct electrical facilities, then pursuant to 17B-1-202(1)(b), notice to, and coordination with, the electrical utility is required.

As Petitioner will be the sole surface owner of the Property, the Petitioner proposes that the initial Board of Trustees for each of the PIDs be composed of the following three members appointed by the Weber County Commission:

- A. Garrett Hansen, as officer of Petitioner
- B. Daniel Stephens, as officer of Petitioner
- C. Brad Margetts, as agent of Petitioner

For the time period prior to Petitioner's ownership of the Property, the Consenting Parties, by their signatures to this Petition, consent to the waiver of the residency requirement for the PIDs' board members pursuant to Utah Code § 17D-4-202(3)(a)(i).

V. Representations

The Petitioner hereby represents and warrants that:

- A. The person signing this Petition on behalf of Petitioner is authorized to do so;
- B. The Consenting Parties include all of the current surface property owners of the Property;
- C. The Consenting Parties consist of all of the registered voters within the Property;
- D. The Petition is approved and consented by 100% of the surface property owners and all registered voters within the proposed PIDs boundaries;
- E. Each proposed Trustee listed in Section IV above is a registered voter at his or her primary residence and is an agent or officer of the Petitioner;

VI. Petitioner's and Consenting Parties' Consent

Each of the Petitioner and the Consenting Parties hereby approves and consents to the following:

- A. The creation of the PIDs as set forth herein;
- B. A waiver of the residency requirement for members of the Board of Trustees for the PIDs as permitted under Utah Code § 17D-4-202(3)(a)(i);
- C. A waiver of the entirety of the protest period described in Utah Code §§ 17B-1-213 and 17D-4-201(2)(b);
- D. The recording of a notice affecting the Property within the proposed PIDs boundaries as required under Utah Code § 17D-4-303(3);

- E. Three (3) PIDs each levying a property tax of up to .015 per dollar of taxable value or taxable property within such PID's boundaries, as permitted under Utah Code § 17D-4-303(1), and acknowledges that the Property will be subject to such tax;
- F. The issuance by the PIDs of bonds repayable through property taxes; and
- G. Daniel Stephens, officer of Petitioner, acting as the contact sponsor with respect to this Petition.

VII. Proposed PID Name

Petitioner requests that the PIDs be called the Promontory Commerce Center Public Infrastructure District I, the Promontory Commerce Center Public Infrastructure District II, and the Promontory Commerce Center Public Infrastructure District III, respectively.

VIII. Electronic Means; Counterparts


This Petition may be conducted 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 instrument.

[Signatures, Names, and Addresses Follow]

IN WITNESS WHEREOF, the Petitioner has executed this Petition as of the date first indicated above.

PETITIONER:

BLACKPINE, LLC, a Utah limited liability company

By:  _____

Name: Daniel Stephens

Its: Managing Partner

The undersigned Consenting Parties, by their signatures to this Petition, approve and consent to the foregoing Petition, as set forth therein, and to the creation of the PID.

CONSENTING PARTIES:

WADELAND LAND, L.L.C.,
a Utah limited liability company

By: Clint Wade
Name: Clint Wade
Its: Owner

Address of Property (if Property owner):
6137 W 900 S
Ogden, Utah

Clint Wade
By: Clint Wade, an individual (as
registered voter within the PID Boundaries)

Tara Wade
By: Tara Wade, an individual (as
registered voter within the PID Boundaries)

Rhett Wade
by: Rhett Wade

EXHIBIT A
Legal Description and Map of
Project and PIDs' Annexation
Boundary:

That certain real property located in Weber County, State of Utah, more particularly described as follows:

An entire tract of land located in the Southeast Quarter of Section 13 and Northeast Quarter of Section 24, Township 6 North, Range 3 West Salt Lake Base and Meridian and the Northwest, Southwest, and Southeast Quarters of Section 18 and the Northwest Quarter of Section 19, Township 6 North, Range 2 West, Salt Lake Base and Meridian and is described as follows:

Beginning at the West Quarter Corner of said Section 18, thence N. 00°46'18" E. 633.01 feet; thence S. 89°13'42" E. 355.83 feet; thence N. 00°46'18" E. 693.55 feet to and along an existing fence; thence S. 89°26'42" E. 103.02 feet along an existing fence; thence S. 89°04'05" E. 1204.08 feet along said existing fence and extension thereof to an existing fence; thence S. 00°49'03" W. 215.14 feet along an existing fence; thence S. 88°56'35" E. 100.00 feet; thence N. 00°34'07" E. 270.01 feet; thence N. 89°36'54" W. 100.04 feet to an existing fence; thence along said existing fence the following five (5) courses: 1) N. 00°08'13" E. 349.24 feet; 2) S. 89°18'42" E. 581.00 feet; 3) S. 00°55'36" W. 1,723.45 feet; 4) S. 89°14'50" E. 445.55 feet; 5) S. 00°28'55" W. 446.95 feet to the center channel of the Weber River, which is East 2676 feet and South 479 feet more or less from said West Quarter Corner of Section 18; thence southerly 3471 feet more or less along said center channel of the Weber River to a easterly extension of the southerly line of said Section 18, which is East 2527 feet and South 2651 feet more or less from said West Quarter Corner of Section 18; thence N. 89°52'27" W. 68.38 feet along said Section line to a Weber County Witness Corner marking the southerly line of said Section 18; thence southwesterly 2590 feet more or less along the westerly bank of the Weber River and northerly bank of the old channel of the Weber River to a northeasterly right-of-way line of 12th Street, which is East 701 feet and South 3438 feet more or less from said West Quarter Corner of Section 18; thence northwesterly 1908 feet more or less along said right-of-way line to a point which is West 999 feet West and South 2592 feet more or less from said West Quarter Corner of Section 18; thence N. 00°39'45" E. 278.80 feet; thence N. 89°20'15" W. 301.09 feet to an existing fence line; thence along an existing fence the following fifteen (15) courses: 1) N. 00°39'46" E. 721.69 feet; 2) S. 89°13'52" E. 172.50 feet; 3) S. 88°37'11" E. 217.42 feet; 4) N. 02°01'27" W. 72.46 feet; 5) N. 09°32'04" E. 26.26 feet; 6) N. 05°42'37" W. 119.37 feet; 7) N. 02°29'55" W. 85.84 feet; 8) S. 88°21'02" E. 146.04 feet; 9) S. 87°51'36" E. 131.30 feet; 10) S. 84°22'51" E. 73.31 feet; 11) S. 89°03'20" E. 272.64 feet; 12) S. 89°20'03" E. 256.97 feet; 13) N. 81°14'06" E. 11.96 feet; 14) S. 89°03'45" E. 110.64 feet; 15) N. 89°38'18" E. 60.15 feet to said westerly right-of-way line of 5900 West Street, which is East 150.00 feet and South 1316 feet more or less from said West Quarter Corner of Section 18; thence northerly 1333 feet more or less along said westerly right-of-way line to a westerly line of said Section 18; thence N. 00°11'57" E. 108.46 feet along said Section line to the **Point of Beginning**.

Contains approximately 295 acres, more or less.

An entire tract of land located in the Northeast Quarter of Section 24, Township 6 North, Range 3 West Salt Lake Base and Meridian and is described as follows:

Beginning at the intersection of the easterly line of said Section 24 and the northerly right-of-way line of Southern Pacific Railroad, which is 684.01 feet N. 00°27'54" E. along the Section line from a Witness Monument (6N3W24EWCN) to the East Quarter Corner of said Section 24, said Witness Monument being 225.21 feet N. 00°27'54" E. (Calculated) from the East Quarter Corner of Section 24; thence N. 89°13'44" W. 1,555.00 feet along said northerly right-of-way line; thence N. 01°03'05" E. 1,915.60 feet to the southerly right-of-way line of 12th Street; thence easterly 1646.00 feet more or less along said southerly right-of-way line of 12th Street to said easterly line of Section 24; thence S. 00°27'54" W. 1,437.61 feet to the **Point of Beginning**.

Contains approximately 63 acres, more or less.

Parcel Identification Numbers:

150510045
150510026
150510020
150510018
150510019
150530011
150530012
150530013
100450062
100350008
100450005
150530020
150510022
150510023
100350007
100450067
100450068
100450065

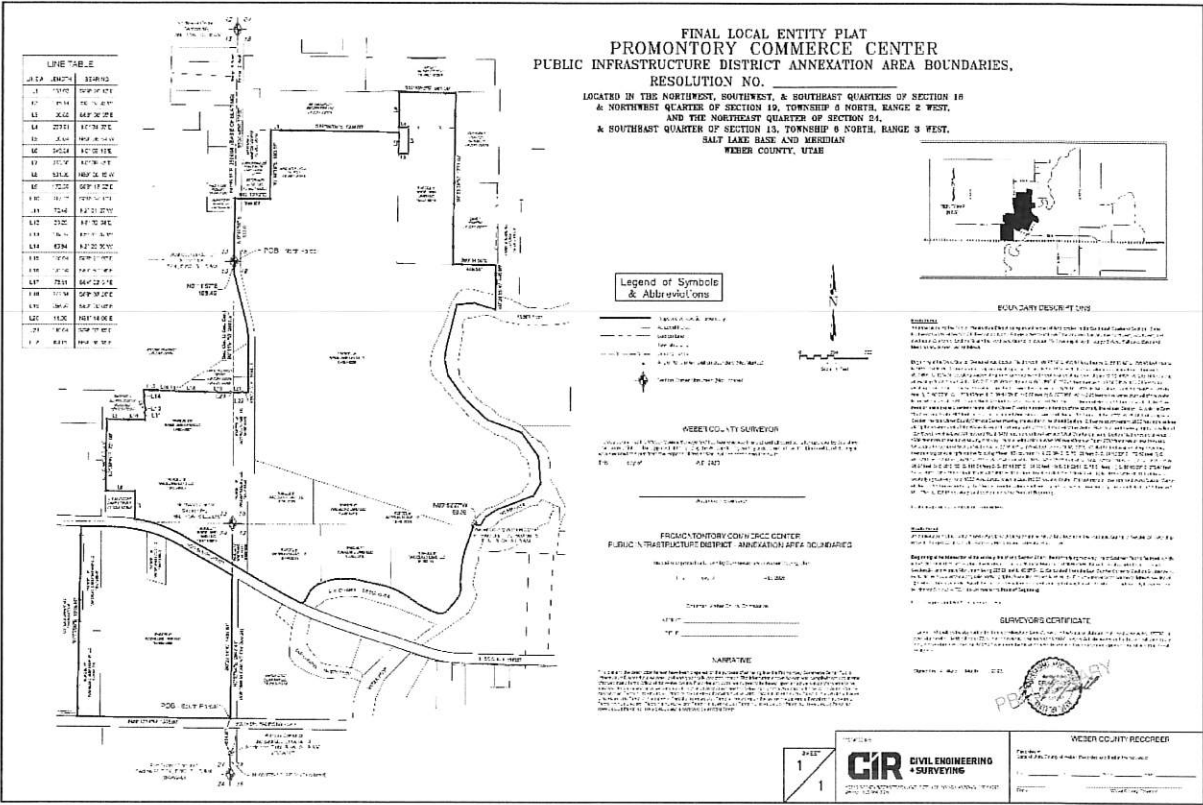


EXHIBIT B
Legal Descriptions of the PIDs:

Promontory Commerce Center Public Infrastructure District I:

A parcel of land located in the Northeast Quarter of Section 24, Township 6 North, Range 3 West, Salt Lake Base and Meridian and is described as follows:

Beginning at a point which is 1181.59 feet S. 89°20'15" E. along the Section line and 1725.51 feet South from the North Quarter Corner of said Section 24; thence South 100 feet; thence West 100 feet; thence North 100 feet; thence East 100 feet to the Point of Beginning.

Contains approximately 10,000 Sq Ft., more or less.

Promontory Commerce Center Public Infrastructure District II:

A parcel of land located in the Northeast Quarter of Section 24, Township 6 North, Range 3 West, Salt Lake Base and Meridian and is described as follows:

Beginning at a point which is 1290.21 feet S. 89°20'15" E. along the Section line and 1840.78 feet South from the North Quarter Corner of said Section 24; thence South 100 feet; thence West 100 feet; thence North 100 feet; thence East 100 feet to the Point of Beginning.

Contains approximately 10,000 Sq Ft., more or less.

Promontory Commerce Center Public Infrastructure District III:

A parcel of land located in the Northeast Quarter of Section 24, Township 6 North, Range 3 West, Salt Lake Base and Meridian and is described as follows:

Beginning at a point which is 1181.59 feet S. 89°20'15" E. along the Section line and 1842.04 feet South from the North Quarter Corner of said Section 24; thence South 100 feet; thence West 100 feet; thence North 100 feet; thence East 100 feet to the Point of Beginning.

Contains approximately 10,000 Sq Ft., more or less.

EXHIBIT C
Plats

