



~~L2008-1231-1~~

L2016 003

WHEN RECORDED, RETURN TO:

City Clerk
City of Flagstaff
211 West Aspen Avenue
Flagstaff, Arizona 86001-5399
271-5108873

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE is made and entered into this 30th day of December, 2008, by and between the CITY OF FLAGSTAFF, an Arizona municipal corporation ("Landlord"), and JOY CONE CO., a Pennsylvania corporation ("Tenant").

1. The Parties have entered into and executed that certain Lease dated December 30th, 2008 (the "Lease") whereby Landlord has leased to Tenant, and Tenant has leased from Landlord, the land described in *Exhibit "A"* attached hereto and incorporated herein by this reference, together with all improvements owned by Landlord thereon, together with all rights and privileges appurtenant thereto and all present and future improvements thereon (collectively the "Premises"), for the term as set forth in a Development Agreement between the Parties recorded by the Coconino County Recorder as Document No. 3509631 The Lease sets forth all terms and provision relative to the lease of the Premises by Landlord to Tenant. Tenant has the right to mortgage its leasehold interest as described in **Section 4** of the Lease and there are restrictions on the right of Parties to transfer or encumber their respective interests in the Premises or the Lease as described in **Section 15** of the Lease.

2. The Parties consider the Lease to be a binding agreement between them creating vested rights in and for Tenant superior to the right, title and interest of any party hereafter acquiring any interest in the Premises, including but not limited to purchasers of the Premises or lien holders acquiring any lien or encumbrance interest against the Premises. All persons dealing with the Premises are advised to contact Tenant and Landlord to ascertain the current status of the Lease and Lessee's tenancy rights and leasehold interests in the Premises. The Parties are executing and recording this Memorandum, as authorized by the Lease, to provide notice to all persons dealing with the Premises of the binding and vested rights of Tenant and the leasehold interests of Tenant created by the Lease.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease to be effective on the date first written above.

ATTEST:

"CITY"

Laura Matthews for
City Clerk

CITY OF FLAGSTAFF, an Arizona municipal corporation

APPROVED AS TO FORM:

Jim Lane for
City Attorney

By [Signature]
Name Sara Presler
Title Mayor

STATE OF ARIZONA)
) ss.
COUNTY OF COCONINO)

On this 30 day of December, 2008, before me, the undersigned officer, personally appeared Sara Presler, who acknowledged her/himself to be Mayor of the CITY OF FLAGSTAFF, an Arizona municipal corporation:

X whom I know personally;
_____ whose identity was proven to me on the oath of _____, a credible witness by me duly sworn;
_____ whose identity I verified on the basis of his/her _____,

and s/he, in such capacity, being authorized so to do, executed the foregoing instrument for the purposes therein contained on behalf of that entity.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


NOTARY SEAL:

[Signature]
Notary Public



"JOY CONE"

JOY CONE CO., a Pennsylvania corporation

By 
Name SCOTT P. KALMANEK
Title SECRETARY/TREASURER/CFO

STATE OF Pennsylvania)
) ss.
COUNTY OF Mercer)

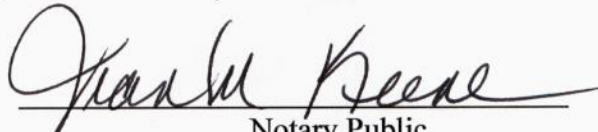
On this 19th day of December, 2008, before me, the undersigned officer, personally appeared Scott P. Kalmanek, who acknowledged her/himself to be Secretary / Treasurer / CFO of JOY CONE CO., a Pennsylvania corporation:

whom I know personally;
 whose identity was proven to me on the oath of _____, a credible witness by me duly sworn;
 whose identity I verified on the basis of his/her _____,

and s/he, in such capacity, being authorized so to do, executed the foregoing instrument for the purposes therein contained on behalf of that entity.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

NOTARY SEAL:


Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Jean M. Keene, Notary Public
City of Hermitage, Mercer County
My commission expires September 19, 2009



EXHIBIT "A" TO MEMORANDUM OF LEASE

Legal Description of Property

TRACK 5A, OF PULLIAM AIRPARK UNIT 1, AMENDED, ACCORDING TO THE PLAT OF RECORD IN THE OFFICE OF THE COUNTY RECORDER OF COCONINO COUNTY, ARIZONA, RECORDED IN CASE 6, MAP 44-44E.

EXCEPTING AND RESERVING UNTO THE UNITED STATES ALL URANIUM, THORIUM, OR ALL OTHER MATERIALS DETERMINED PURSUANT TO SECTION 5 (B) (1) OF THE ATOMIC ENERGY ACT OF 1946 (60 STAT. 761) TO BE PECULIARLY ESSENTIAL TO THE PRODUCTION OF FISSIONABLE MATERIALS CONTAINED IN WHATEVER CONCENTRATION AS RESERVED BY INSTRUMENT RECORDED IN BOOK 5 OF OFFICIAL RECORDS, PAGE 187.