

APNs: 1419-26-210-001, 002, 003, 004,
005, 006, 007, 008, 009 & 010

DOUGLAS COUNTY, NV **2019-933510**
Rec:\$35.00
\$35.00 Pgs=3 08/14/2019 03:14 PM
SIGNATURE TITLE - ZEPHYR COVE
KAREN ELLISON, RECORDER

When Recorded Return To:
Genoa Springs LLC
P.O. Box 2194
Stateline, Nevada 89449

MEMORANDUM OF AGREEMENT

THIS MEMORANDUM OF AGREEMENT is entered into as of the 12th day of Aug, 2019, by and between Genoa Golf Group IV, LLC, a Nevada limited liability company ("Genoa Golf") and Genoa Springs, a Nevada limited liability company ("Genoa Springs").

Property: Genoa Golf and Genoa Spring entered into that certain Membership Incentive Agreement dated as of the 12th day of August, 2019 ("Agreement"), whereby Genoa Springs is obligated to pay Genoa Golf upon Genoa Springs' sale of individual lots with single-family residences that make up that certain real property more particularly described in the attached Exhibit A in the Douglas County, Nevada (the "Land").

Notices. Any notice provided for herein shall be given by personal delivery or by certified United States Mail, return receipt requested, postage prepaid, addressed, if to Genoa Golf, to:

Genoa Golf Group IV, LLC
Attention: Fred Gartrell
P.O. Box 350
Genoa, Nevada 89411
Email: fred@genoalakes.com

and, if to Genoa Springs:

Genoa Springs LLC
Attention: Richard Gardner
P.O. Box 2194
Stateline, Nevada 89449
Email: richar.gardner5561@gmail.com

All notices under this Memorandum shall be in writing and shall be effective three (3) days after having been mailed by certified mail, return receipt requested, or at such time as they

are delivered personally to Genoa Gold or Genoa Springs, at their addresses shown above, or to such other addresses as may thereafter be designated by notice. The person and the place to which notices are to be mailed may be changed by either party by notice to the other.

IN WITNESS WHEREOF, the parties have caused their duly authorized representatives to sign this **AGREEMENT** as of the date first written above.

GENOA GOLF GROUP IV, LLC
a Nevada limited liability company

By: [Signature]
O. Fred Gartrell, Manager

GENOA SPRINGS LLC
a Nevada limited liability company

By: [Signature]
Richard K. Gardner, Manager

STATE OF NEVADA)
: ss.
COUNTY OF Carson City)

On August 12, 2019, O. Fred Gartrell, personally appeared before me, a notary public, personally known to me to be the person whose name is subscribed to the foregoing instrument and who acknowledged to me that he is the manager of Genoa Golf Club IV, LLC, a Nevada limited liability company, and who acknowledged to me that he executed the foregoing Memorandum on behalf of said entity.

[Signature]
Notary Public

STATE OF NEVADA)
: ss.
COUNTY OF Carson City)



On August 12, 2019, Richard K. Gardner, personally appeared before me, a notary public, personally known to me to be the person whose name is subscribed to the foregoing instrument and who acknowledged to me that he is the manager of Genoa Springs LLC, a Nevada limited liability company, and who acknowledged to me that he executed the foregoing Memorandum on behalf of said entity.

[Signature]
Notary Public



EXHIBIT A

Lots 1-8, 53 and 54 of PHASE 1 for GENDA LAKES NORTH SUBDIVISION, according to the map thereof, filed in the office of the County Recorder of Douglas County, state of Nevada, on April 29, 2019, as File No. 2019-~~928381~~, Official Records.

APNs:

1419-26-210-001, 1419-26-210-002, 1419-26-210-003, 1419-26-210-004, 1419-26-210-005, 1419-26-210-006, 1419-26-210-007, 1419-26-210-008, 1419-26-210-009 and 1419-26-210-010

