

CITY PARKWAY V, INC.

RESOLUTION APPROVING THE QUITCLAIM DEED TO TRANSFER APPROXIMATELY 6.55 ACRES OF REAL PROPERTY LOCATED AT UNION PARK TO CITY PARKWAY IV A, INC., APPROVING THE ASSIGNMENT AND ASSUMPTION OF ALL RELATED CONTRACTS AND PROVIDING FOR ALL OTHER MATTERS PROPERLY RELATED THERETO

WHEREAS, City Parkway V, Inc. is the owner of approximately 6.55 acres of certain real property (the "Site") located at Union Park in downtown Las Vegas, Nevada; and

WHEREAS, City Parkway V, Inc. desires to transfer the Site to City Parkway IV A, Inc. for the purpose of distinguishing certain property in Union Park which is eligible into the gaming overlay district in Union Park and revising the gaming overlay district petition to encompass this Site only for that purpose; and

WHEREAS, it is in the best interests of City Parkway V, Inc. and City Parkway IV A, Inc. that the transfer of the Site be effectuated to clarify with certainty the portion of Union Park eligible into the gaming overlay district.

NOW, THEREFORE, BE IT RESOLVED that City Parkway V, Inc. does hereby approve the transfer of approximately 6.55 acres located at Union Park and more specifically described in the Quitclaim Deed attached hereto as Exhibit "A" and incorporated herein to City Parkway IV A, Inc.; and

RESOLVED FURTHER, that the officers of City Parkway V, Inc. are authorized to execute the Quitclaim Deed and related documents to effectuate the transfer; and

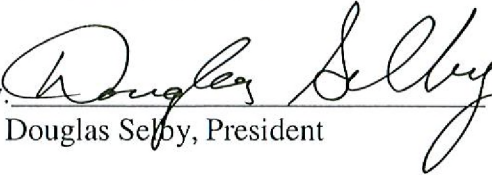
RESOLVED FURTHER, that the officers of City Parkway V, Inc. are authorized to record the executed Quitclaim Deed and all necessary related documents in the Office of the County Recorder, Clark County, State of Nevada; and

RESOLVED FURTHER, that City Parkway V, Inc. does hereby approve the assignment and assumption of all related contracts and obligations of City Parkway V, Inc. which relate to the Site to City Parkway IV A, Inc. and authorizes the officers of City Parkway V, Inc. to execute any assignment and assumption instruments and all related documents to effectuate the assignment.


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This Resolution was approved and adopted by the Board of Directors of City Parkway V, Inc. at a duly held meeting held on April 29, 2008.

CITY PARKWAY V, INC.

By: 
Douglas Selby, President

ATTEST:


Steve Houchens, Secretary-Treasurer

APPROVED AS TO FORM:

 4/29/08
Date

APN # 139-34-110-004

De-1

Receipt/Conformed Copy

Recorded at the Request of:

City Parkway V, Inc.
400 Stewart Avenue
Las Vegas, Nevada 89101

Requestor:
LAS VEGAS CITY
05/01/2008 13:35:10 T20080076574
Book/Instr: 20080501-0002091
Deed Page Count: 6
Fees: \$0.00 N/C Fee: \$0.00
RPTT: EX#002

When Recorded, Return to:

TAX STATEMENT TO:
Office of Business Development
City of Las Vegas
400 Stewart Avenue, 2nd Floor
Las Vegas, Nevada 89101
CITY PARKWAY IV A INC.

Debbie Conway
Clark County Recorder

QUITCLAIM DEED

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, City Parkway V, Inc., a Nevada non-profit corporation, does hereby REMISE, RELEASE AND QUITCLAIM to City Parkway IV A, Inc., a Nevada non-profit corporation, the real property in the City of Las Vegas, County of Clark, State of Nevada, described on Exhibit "A" attached hereto.

DATED this 29th day of April, 2008.

CITY PARKWAY V, INC.
By: *Douglas Selby*
Douglas Selby, President

Approved as to form:
J. Pennington 4/29/08
Date

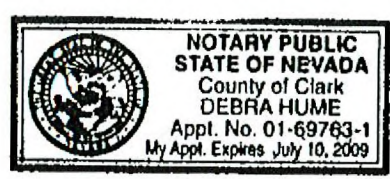
ACKNOWLEDGMENT

State of Nevada)
) ss.
County of Clark)

On this 29th day of April, 2008, personally appeared before me, a Notary Public in and for said County and State, Douglas A. Selby, known to me to be the President of City Parkway V, Inc. and he acknowledged to me that he executed the same for and on behalf of City Parkway V, Inc. and that he executed the said instrument freely and voluntarily and for the uses and purposes therein mentioned.

WITNESS my hand and official seal.

Debra Hume
NOTARY PUBLIC in and for said County
and State





APRIL 21, 2008
UNION PARK – P/Q
BY: ARR
P.R. BY: HJB/NJA
(PAGE 1 OF 2)
REV 2 – 4/29/08

EXHIBIT "A"

EXPLANATION: THIS DESCRIPTION DESCRIBES A PARCEL OF LAND GENERALLY LOCATED AT THE SOUTHWEST CORNER OF GRAND CENTRAL PARKWAY AND THE UNION PACIFIC RAILROAD FOR DEED PURPOSES.

PARCEL P / Q

BEING A PORTION OF LOT 5 OF THAT COMMERCIAL SUBDIVISION KNOWN AS "PARKWAY CENTER" ON FILE IN THE OFFICE OF THE COUNTY RECORDER, CLARK COUNTY, NEVADA IN BOOK 53 OF PLATS, AT PAGE 61, LYING WITHIN THE NORTH HALF (N1/2) OF THE NORTHWEST QUARTER (NW 1/4) OF SECTION 34, TOWNSHIP 20 SOUTH, RANGE 61 EAST, M.D.M., CITY OF LAS VEGAS, CLARK COUNTY NEVADA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE MOST EASTERLY, NORTHEAST CORNER OF SAID LOT 5, BEING ON THE NORTHWESTERLY RIGHT-OF-WAY LINE OF THE UNION PACIFIC RAIL ROAD; THENCE SOUTH $27^{\circ}55'16''$ WEST, ALONG THE EAST LINE OF SAID LOT 5, COINCIDENT WITH THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID UNION PACIFIC RAIL ROAD, 741.16 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 1510.00 FEET, A RADIAL LINE TO SAID BEGINNING BEARS NORTH $31^{\circ}53'35''$ WEST; THENCE SOUTHWESTERLY 157.61 FEET, DEPARTING SAID EAST LINE AND THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID UNION PACIFIC RAILROAD AND ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $05^{\circ}58'50''$; THENCE NORTH $62^{\circ}07'30''$ WEST, 191.52 FEET; THENCE NORTH $27^{\circ}53'43''$ EAST, 123.38 FEET TO THE BEGINNING OF A CURVE CONCAVE WESTERLY HAVING A RADIUS OF 703.00 FEET; THENCE NORTHERLY, 463.53 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $37^{\circ}46'43''$; THENCE NORTH $09^{\circ}53'00''$ WEST, 89.69 FEET TO THE BEGINNING OF A CURVE CONCAVE EASTERLY HAVING A RADIUS OF 30.00 FEET; THENCE NORTHERLY, 12.66 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $24^{\circ}10'18''$ TO THE SOUTHERLY RIGHT-OF-WAY LINE OF GRAND CENTRAL PARKWAY; THENCE NORTH $74^{\circ}18'09''$ EAST, ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, 222.76 FEET TO THE BEGINNING OF A

APRIL 21, 2008
UNION PARK – P/Q
REV-2 4/29/08
DESCRIPTION CONTINUED
(PAGE 2 OF 2)

CURVE CONCAVE SOUTHERLY HAVING A RADIUS OF 350.00 FEET; THENCE EASTERLY, 266.51 FEET ALONG SAID CURVE AND CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE THROUGH A CENTRAL ANGLE OF 43°37'41"; THENCE SOUTH 27°55'50" WEST, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, 5.00 FEET; THENCE SOUTH 62°04'10" EAST, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, 68.79 FEET TO THE **POINT OF BEGINNING**, AS SHOWN ON THE "EXHIBIT TO ACCOMPANY LEGAL DESCRIPTION" ATTACHED HERETO AND MADE A PART HEREOF.

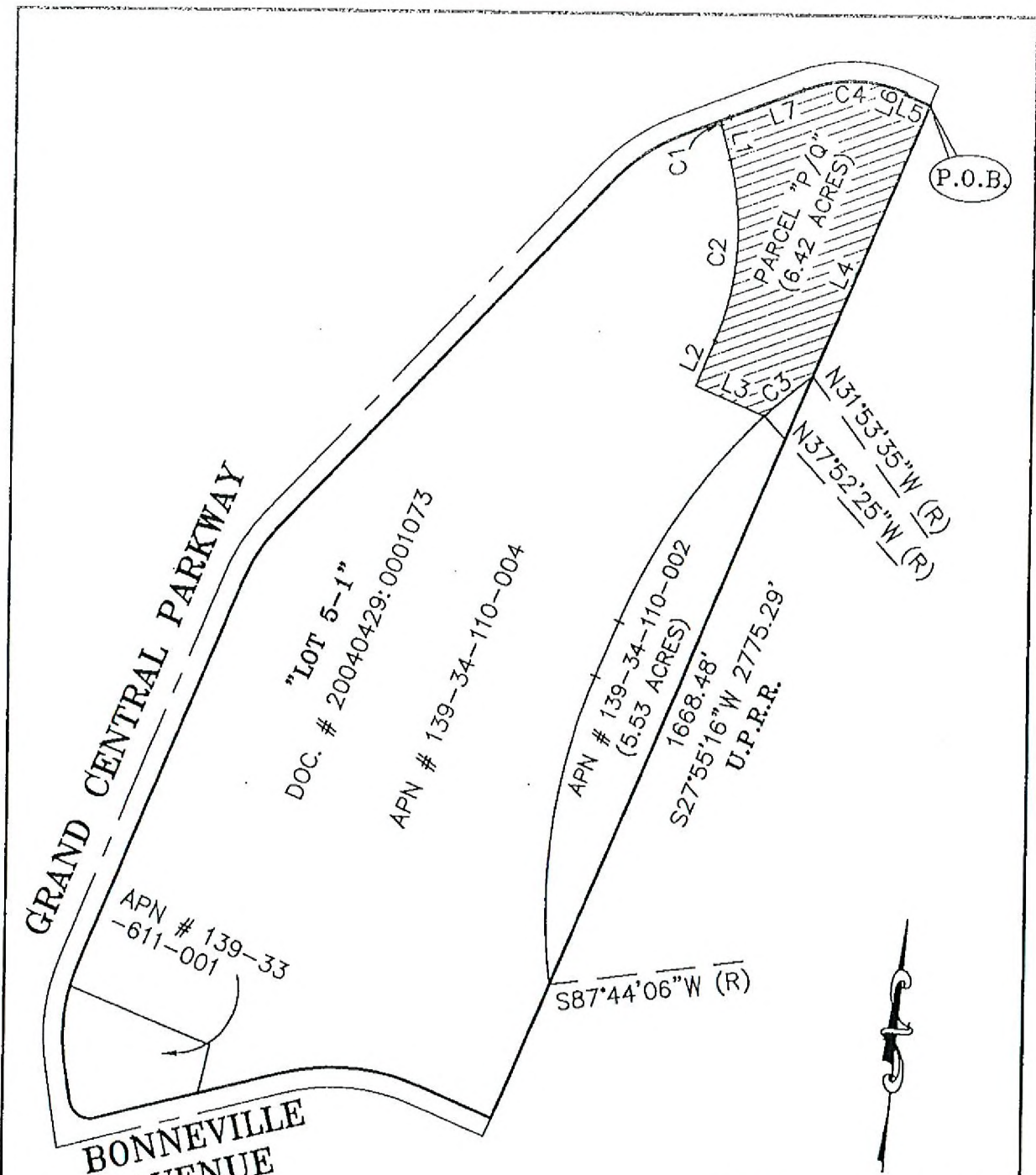
CONTAINING 6.42 ACRES, MORE OR LESS, AS DETERMINED BY COMPUTER METHODS.

BASIS OF BEARINGS:

SOUTH 27°55'16" WEST, BEING THE EAST LINE OF LOT 5 OF THAT COMMERCIAL SUBDIVISION KNOWN AS "PARKWAY CENTER" ON FILE IN THE OFFICE OF THE COUNTY RECORDER, CLARK COUNTY, NEVADA IN BOOK 53 OF PLATS, AT PAGE 61,

NOTE: THIS DESCRIPTION IS PROVIDED AS A CONVENIENCE AND IS NOT INTENDED FOR THE PURPOSE OF SUBDIVIDING LAND NOT IN CONFORMANCE WITH NEVADA REVISED STATUTES.

END OF DESCRIPTION.



SCALE : 1" = 400'

SHEET 1 OF 2



EXHIBIT TO ACCOMPANY LEGAL DESCRIPTION
 A PORTION OF LOT 5
 PARCEL "P/Q"

CITY OF LAS VEGAS - SURVEY
 3001 RONEMUS DRIVE, LAS VEGAS, NEVADA 89128 (702) 229-6217

DRAWING: PARCEL Q EXHIBIT
 DRAWN BY: HJB
 CHECKED BY: ARR
 DATE: 04-21-2008

CURVE TABLE				
CURVE	LENGTH	RADIUS	DELTA	TANGENT
C1	12.66'	30.00'	24°10'18"	6.43'
C2	463.53'	703.00'	37°46'43"	240.54'
C3	157.61'	1510.00'	05°58'50"	78.88'
C4	266.51'	350.00'	43°37'41"	140.09'

LINE TABLE		
LINE	LENGTH	BEARING
L1	89.69'	N09°53'00"W
L2	123.38'	N27°53'43"E
L3	191.52'	N62°07'30"W
L4	741.16'	S27°55'16"W
L5	68.79'	S62°04'10"E
L6	5.00'	S27°55'50"W
L7	222.76'	N74°18'09"E

LEGEND

- - - - -	CENTERLINE
- - - - -	PARCEL LINE
- - - - -	BOUNDARY LINE

BASIS OF BEARINGS:

SOUTH 27°55'16" WEST, BEING THE EAST LINE OF LOT 5 OF THAT COMMERCIAL SUBDIVISION KNOWN AS "PARKWAY CENTER" ON FILE IN THE OFFICE OF THE COUNTY RECORDER, CLARK COUNTY, NEVADA IN BOOK 53 OF PLATS, AT PAGE 61.

SHEET 2 OF 2



EXHIBIT TO ACCOMPANY LEGAL DESCRIPTION

A PORTION OF LOT 5
PARCEL "P/Q"

CITY OF LAS VEGAS - SURVEY
3001 RONEMUS DRIVE, LAS VEGAS, NEVADA 89128 (702) 229-6217

DRAWING: PARCEL Q EXHIBIT

DRAWN BY: HJB

CHECKED BY: ARR

DATE: 04-30-2008