

BILL OF SALE

For the consideration set forth in Section 4 of the Agreement for Purchase and Sale of Assets (the "Purchase Agreement"), a copy of which is attached hereto as Appendix A, by and between the City of American Fork, a Utah municipal corporation and political subdivision of the State of Utah ("Seller"), and Surpha, Inc., a Nevada corporation and American Fiber, Inc., a Utah corporation and wholly-owned subsidiary of Surpha, Inc. (together "Buyer"), dated as of June 6, 2008, Seller does hereby grant, bargain, transfer, sell, assign, convey and deliver (or has previously done so) to Buyer all of Seller's right, title and interest in and to the Assets (as defined in Section 1 of the Purchase Agreement and Exhibit A to the Purchase Agreement).


Buyer hereby acknowledges that Seller is making no representation or warranty with respect to the Assets being conveyed hereby. Seller for itself, its successors and assigns hereby agrees that, at any time forthwith upon the reasonable written request of Buyer, Seller will do further acts and execute and deliver such additional documents as may reasonably become necessary to assure and confirm unto and vest in Buyer, its successors and assigns, title to the Assets conveyed, transferred and delivered by this Bill of Sale.

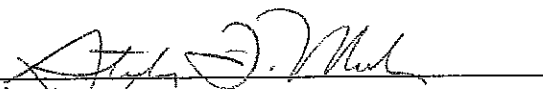
This Bill of Sale is subject to the terms and conditions of the Purchase Agreement and nothing herein shall be construed to limit or expand said terms and conditions. To the extent any conflict is found to exist between this Bill of Sale and the Purchase Agreement, the terms and conditions of the Purchase Agreement shall prevail. This Bill of Sale may be executed in one or more counterparts (and by different parties or separate counterparts), each of which shall be deemed an original and all of which, when taken together, shall constitute one instrument. Telecopied counterpart signature pages will be conclusive evidence of execution.

Executed effective this 6th day of June, ~~2007~~²⁰⁰⁸.

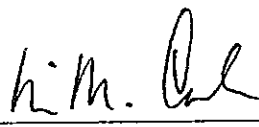
City of American Fork,
a Utah municipal corporation

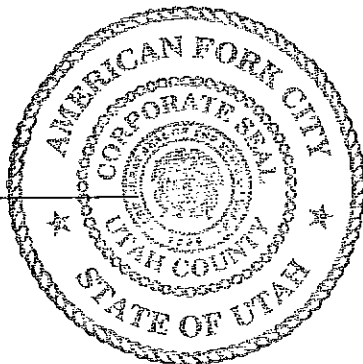
APPROVED AS TO FORM:


By: Heber M. Thompson
Mayor

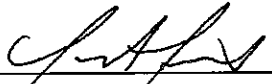

City Attorney

ATTEST:


City Recorder



ACCEPTED AND RECEIVED:


By: _____
Title: *president*