

**CITY OF CLINTON
REGULAR MEETING OF THE MAYOR AND BOARD OF ALDERMEN
TUESDAY, NOVEMBER 21, 2006 - 7:00 P.M.
MUNICIPAL COURTROOM – 305 MONROE STREET**

WELCOME AND CALL TO ORDER Mayor Rosemary Aultman

INVOCATION AND PLEDGE OF ALLEGIANCE TO THE FLAG

The invocation was led by Alderman Bishop followed by the pledge of allegiance to the flag led by Alderman Morgan.

ROLL CALL City Clerk, Russell Wall

Present: Jehu Brabham – Alderman-at-Large
 Tony Hisaw – Alderman Ward 1
 Tony Greer – Alderman Ward 2
 Mike Bishop – Alderman Ward 3
 Mike Morgan – Alderman Ward 5
 William Barnett – Alderman Ward 6

Absent: Phil Fisher – Alderman Ward 4

APPROVAL OF AGENDA ITEMS A-P

MOTION made by Alderman Greer and **SECONDED** by Alderman Brabham to approve Consent Agenda Items A-P. **MOTION CARRIED UNANIMOUSLY**

**APPROVAL TO MAKE AN OFFER OF APPRAISED VALUE TO BRUENBURG, LLC
FOR A SANITARY EASEMENT**

Upon presentation by Richard Broome, City Engineer, **MOTION** made by Alderman Hisaw and **SECONDED** by Alderman Greer the Board approved the request to make an offer of appraised value (\$2,900.00) to Bruenburg, LLC for a sanitary easement. **MOTION CARRIED UNANIMOUSLY**

APPROVAL TO MAKE AN OFFER OF APPRAISED VALUE TO BRUENBURG HOMEOWNERS ASSOCIATION FOR A SANITARY EASEMENT

Upon presentation by Richard Broome, City Engineer, **MOTION** made by Alderman Hisaw and **SECONDED** by Alderman Greer the Board approved the request to make an offer of appraised value (\$2,200.00) to Bruenburg Homeowners Association for a sanitary easement. **MOTION CARRIED UNANIMOUSLY**

APPROVE MEGAPLASTICS RAIL SPUR CONSTRUCTION CHANGE REQUEST #2

Upon presentation by Richard Broome, City Engineer, **MOTION** made by Alderman Hisaw and **SECONDED** by Alderman Brabham the Board approved the Megaplastics rail spur construction change request #2. **MOTION CARRIED UNANIMOUSLY**

APPOINTMENT OF TARA LYTAL AS MANAGER OF THE MAIN STREET PROGRAM

Upon presentation by Rosemary Aultman, Mayor, **MOTION** made by Alderman Brabham and **SECONDED** by Alderman Greer the Board approved the appointment of Tara Lytal as Manager of the Main Street Program. **MOTION CARRIED UNANIMOUSLY**

ADJOURN 7:26 P.M.

MOTION made by Alderman Brabham and **SECONDED** by Alderman Greer to adjourn. **MOTION CARRIED UNANIMOUSLY**

APPROVED: Rosemary G. Aultman
Rosemary G. Aultman, Mayor

November 27, 2006
Date

APPROVED: Russell L. Wall
Russell L. Wall, City Clerk

November 27, 2006
Date



CITY OF CLINTON AGENDA ITEM FACT SHEET

BOARD MEETING DATE: November 21, 2006

AGENDA ITEM NO. 7

CONSENT AGENDA: \$

TO:

FOR:

BOARD APPROVED

ACCOUNT NO.:

NOV 21 2006

INTRODUCED BY:

CITY OF CLINTON

DISCUSSION/ACTION: Board authority to make offer of appraised value to Bruenburg, LLC sanitary easement.

INTRODUCED BY: Richard L. Broome, P.E.

BOARD ACTION:

MOTION MADE BY: Hisaw

SECONDED BY: Greer

VOTE CAST:

"AYE" "NAY"

ACTION TAKEN:

Brabham

✓

Hisaw

✓

Greer

✓

Bishop

✓

Fisher

A

Morgan

✓

Barnett

✓

Mayor Aultman

✓

AGENDA ITEMS MUST BE TURNED IN TO THE CITY CLERK WITH ALL ATTACHMENTS NO LATER THAN 5 P.M. ON THE WEDNESDAY PRECEEDING THE TUESDAY BOARD MEETING TO BE INCLUDED ON THE AGENDA. THIS DEADLINE GIVES THE CLERK TIME TO PREPARE THE AGENDA AND ALSO TO COPY THE AGENDA. PLEASE REMEMBER ALL OF THIS TAKES SOME TIME AND THIS IS WHY WE HAVE THIS DEADLINE. THANKS.

Jim Terry Appraisal Service

October 25, 2006

Williford, Gearhart, & Knight, Inc.
Clinton, Miss.

RE: Off I-20 Frontage & Natchez Trace
Clinton, Miss. 39056

BOARD APPROVED

NOV 21 2006

CITY OF CLINTON

TO WHOM IT MAY CONERN:

As requested, an appraisal of the captioned property has been prepared. The value estimated is the market value of the fee simple estate. These terms are defined in the appraisal report that is being submitted to you with this letter.

A personal inspection of the property has been made, as well as the properties used in this report for comparison. All of the data that were pertinent to making the appraisal are in the report.

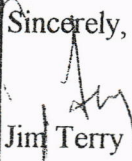
This transmittal letter is followed by the certification of the appraisal and the narrative appraisal report. Your attention is directed to the "General Underlying Assumptions" and "Limiting Conditions" which are considered usual for this type of assignment and have been included at the beginning of the report. Based upon these data and the analyses thereof, it is my opinion that the Easement Value of the land, as of November 25, 2006 is:

Value of Permanent Easement: \$2,500.00

Value of Temporary Easement: \$400.00

I appreciate the opportunity to have worked on this assignment. If I can be of further assistance, please contact me.

Sincerely,


Jim Terry

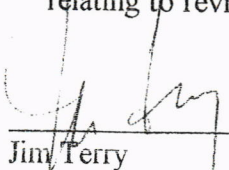
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CERTIFICATION**

I certify that, to the best of my knowledge and belief,

- 1.. the statements of fact contained in this report are true and correct.
- 2.. the reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions and are my personal, professional analyses, opinions and conclusions.
- 3.. I have no present or prospective interest in the property that is the subject of this report, and I have no personal interest or bias with respect to the parties involved.
- 4.. My compensation is not contingent upon the reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event.
- 5.. My analyses, opinions and conclusions were developed, and this report has been prepared in conformity with the requirements of the Uniform Standards of Professional Appraisal Practice, Code of Professional Ethics and the Standards of Professional Practice of the Appraisal Institute.
- 6.. I have made a personal inspection of the property that is the subject of this report.
- 7.. no one provided significant professional assistance to the person signing this report.
- 8.. the use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.



Jim Terry
State-Certified General R. E.
Appraiser #GA-180

10/25/06

Date

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GENERAL UNDERLYING ASSUMPTIONS

Legal Matters:

The legal description used in this report is assumed to be correct, but it may not necessarily have been confirmed by survey. No responsibility is assumed in connection with a survey or for encroachments or overlapping or other discrepancies that might be revealed thereby. Any sketches included in the report are only for the purpose of aiding the reader in visualizing the property and are not necessarily a result of a survey.

No responsibility is assumed for an opinion of legal nature, such as to ownership of the property or condition of title.

The appraiser assumes the title to the property to be marketable; that, unless stated to the contrary, the property is appraised as an unencumbered fee which is not used in violation of acceptable ordinances, statutes or other governmental regulations.

Non-apparent Conditions:

The appraiser assumes that there are no hidden or non-apparent conditions of the property, subsoil or structures which would render it more or less valuable than otherwise comparable property. The appraiser is not an expert in determining the presence or absence of hazardous substance, defined as all hazardous or toxic materials, waste, pollutants or contaminants (including, but not limited to asbestos, PCB, UFFI, or other raw materials or chemicals) used in construction or otherwise present on the property.

The appraiser assumes no responsibility for the studies or analysis which would be required to conclude the presence or absence of such substances or for loss as a result of the presence of such substances. The client is urged to retain an expert in this field, if desired. The value estimate is based on the assumption that the subject property is not affected.

Information and Data:

Information, estimates, and opinions furnished to the appraiser and contained in the report, were obtained from sources considered reliable and believed to be true and correct. However, no responsibility for accuracy of such items furnished the appraiser can be assumed by the appraiser.

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All mortgages, liens, encumbrances, and servitudes have been disregarded unless so specified within the appraisal report. The subject property is appraised as though under responsible ownership and competent management.

Zoning and Licenses:

It is assumed that all applicable zoning and use regulations and restrictions have been complied with, unless a non-conforming use has been stated, defined and considered in the valuation.

It is assumed that the subject property complies with all applicable federal, state and local environmental regulations and laws unless non-compliance is stated, defined and considered in the valuation.

It is assumed that the information relating to the location of or existence of public utilities that has been obtained through a verbal inquiry for the appropriate utility authority, or has been ascertained from visual evidence is correct. No warranty has been made regarding the exact location or capacities of public utility systems.

It is assumed that all licenses, consents or other legislative or administrative authority from local, state or national governmental or private entity or organization have been, or can be, obtained or renewed for any use on which the value estimate contained in the valuation report is based.

GENERAL LIMITING CONDITIONS

The appraiser will not be required to give testimony or appear in court due to preparing the appraisal with reference to the subject property in question, unless prior arrangements have been made.

Possession of the report does not carry with it the right of publication. Out-of-context quoting from or partial reprinting of this appraisal report is not authorized. Further, neither all nor any part of this appraisal report shall be disseminated to the general public by the use of media for public communication without the prior written consent of the appraiser signing this appraisal report.

The authentic copies of this report are bound with a cover which reveals the *Jim Terry Appraisal Service* name. Any copy that does not contain an original signature of the appraiser is unauthorized and may have been altered, and is considered invalid.

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Disclosure of the contents of this report is governed by the By-laws and Regulations of the Appraisal Institute. Neither all nor any part of the contents of this report (especially any conclusions as to value, the identity of the appraiser or the firm with which he is connected, or any reference to the Appraisal Institute or to the appraisal designations)

shall be disseminated to the public through advertising media, public relations media, news media, sales media, or any other public means of communication without the prior written consent and approval of the author.

The distribution of the total valuation in this report, between land and improvements, is applicable only as a part of the whole property. The land value, or the separate value of the improvements, must not be used in conjunction with any other appraisal or estimate and invalid if so used.

No environmental or concurrency impact studies were either requested or made in conjunction with this appraisal report. The appraiser, thereby, reserves the right to alter, amend, revise, or rescind any of concurrency impact studies, research or investigation.

An appraisal related to an estate in land that is less than the whole fee simple applies only to the fractional interest involved. The value of this fractional interest plus the value of all other fractional interests may or may not equal the value of the entire fee simple estate considered as a whole.

The appraisal report related to a geographical portion of a larger parcel is applied only to such geographical portion and should not be considered as applying with equal validity to other portions of the larger parcel or tract. The value for such geographical portions plus the value of all other geographical portions may or may not equal the value of the entire parcel or tract considered as an entity.

The appraisal is subject to any proposed improvements or additions being completed as set forth in the plans, specifications, and representations referred to in this report, and all work being performed in a good and workmanlike manner. The appraisal is further subject to the proposed improvements or additions being constructed in accordance with the regulations of the local, county, and state authorities. The plans, specifications, and representations referred to are an integral part of the appraisal report when new construction or new additions, renovations, refurbishing, or remodeling applies.

If this appraisal is used for mortgage loan purposes, the appraiser invites attention to the fact that (1) the equity cash requirements of the sponsor have not been analyzed, (2) The loan ratio has not been suggested, and (3) the amortization method and term have not been suggested.

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The function of this report is *not* use in conjunction with a syndication of real property. This report cannot be used for said purposes and, therefore, any use of this report relating to syndication activities is strictly prohibited and unauthorized. If such an unauthorized

use of this report takes place, it is understood and agreed that *Jim Terry Appraisal Service* has no liability to the client and/or third parties.

Acceptance of and/or use of this appraisal report constitutes acceptance of the foregoing General Underlying Assumptions and General Limiting Conditions. The appraiser's duties, pursuant to the employment to make the appraisal, are complete upon delivery and acceptance of this report. However, any corrections or errors should be called to the attention of the appraiser within 60 days of the delivery of the report.

The Americans with Disabilities Act ("ADA") became effective January 26, 1992. The appraiser has not made a specific compliance survey and analysis of this property to determine whether or not it is in conformity with the various detailed requirements of the ADA. It is possible that a compliance survey of the property, together with a detailed analysis of the requirements of the ADA, could reveal that the property is not in compliance with one or more of the requirements of the Act. If so, this fact could have a negative effect upon the value of the property. Since the appraiser has no direct evidence relating to this issue, possible non-compliance with the requirements of ADA in estimating the value of this property has not been considered.

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EXECUTIVE SUMMARY

PROPERTY TYPE: Residential

PROPERTY LOCATION: Off I-20/Natchez Trace

OWNER: Bruenburg LLC

DATE OF VALUATION: 10/25/06

PROPERTY RIGHTS APPRAISED: Fee Simple

SITE DATA: 17.19 acres

IMPROVEMENT DATA: None

ZONING: R-1, Residential

HIGHEST AND BEST USE: Residential

VALUE INDICATIONS: Permanent Easement: \$2,500.00
Temporary Easement: \$400.00

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SCOPE OF APPRAISAL

The scope of the appraisal requires compliance with the Uniform Standards of Professional Appraisal Practice Promulgated by the Appraisal Standards board of the Appraisal Foundation and The Guide Notes to the Standards of Professional Appraisal Practice adopted by The Appraisal Institute. The standards contain binding requirements and specific guidelines that deal with the procedures to be followed in developing an appraisal, analysis, or opinion. These uniform standards set the requirements to communicate the appraisers' analyses, opinions, and conclusions in a manner that will be meaningful and not misleading in the marketplace. The scope of the assignment further requires compliance with the Bank requirements outlined in the letter of engagement.

A narrative appraisal report on the subject property has been prepared. The subject property data such as size, location, quality, and zoning are considered and presented in this report. Market data, including land sales, building costs, rental rates, operating expenses, comparable improved sales, and supply and demand are among the items researched, analyzed, and presented. The data is used to consider the highest and best use of the subject property and to estimate the market value.

The appraiser lacks the knowledge and experience with respect to the detection and measurement of hazardous substances. Therefore, this assignment does not cover the presence or absence of such substances as discussed in the General Underlying Assumptions section. However, any visual or obviously known hazardous substances affecting the property will be reported and as an indication of its impact on value will be discussed.

The documentation necessary to arrive at the value is considered in this appraisal report. The market data has been *collected, confirmed, and analyzed*. Comparable sales were chosen for their similar highest and best uses as outlined within the report. All sales were analyzed and compared to the subject property based on their similarities and dissimilarities. The replacement costs of similar structures and income generated by

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equal properties, have been compared. These approaches were considered and judged in reaching a final estimate of value.

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IMPORTANT DEFINITIONS

Definition of Market Value:

The most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller each acting prudently and knowledgeably, and assuming the price is not affected by undue stimulus. Implicit in this definition is the consummation of a sale as a specified date and the passing of title from seller to buyer under conditions whereby:

1. Buyer and seller are typically motivated;
2. Both parties are well-informed or well-advised, and acting in what they consider their own best interests;
3. A reasonable time is allowed for exposure in the open market;
4. Payment is made in terms of cash in U.S. Dollars or in terms of financial arrangements comparable thereto; and
5. The price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions

granted by anyone associated with the sale. The definition of market value was taken from the Department of the Treasury, Office of the Comptroller of the Currency, 12CFR Part 34, dated August 24, 1990 (Section 34.42 Definitions)

Market Value Comments: The factors of utility, scarcity, desire, and effective purchasing power are apparent in the definition. The implication that buyer and seller are working under equal pressure is seldom completely true, although typical motivation for each does imply a reasonable balance for a market value transaction.

Market prices do not necessarily follow all of these concepts and are often affected by salesmanship and the urgency and need of the buyer and/or seller. The central difference between market price and market value lies in the premise of knowledge and willingness both of which are contemplated in market value, but not in market price.

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Stated differently, at any given moment of time, market value denotes what a property is actually worth under certain specified conditions, while market price denotes the actual sale price.

Probability of Value Change: The market value of the property appraised in the report is estimated as of aforementioned date. Constantly changing economic, social, political, and physical conditions have varying effects upon real property values. Even after the passage of a relatively short period of time, property values may change substantially and require a review of the appraisal and re-certification.

Definition of Fee Simple Estate or Interest:

Fee simple estate is the absolute ownership unencumbered by any other interest or estate subject only to the four powers of government. (The Dictionary of Real Estate Appraisal, 2nd Edition, by American Institute of Real Estate Appraisers, 1989.) The four governmental powers include eminent domain, escheat, police power, and taxation.

Definition of Highest and Best Use:

Highest and Best Use may be defined as: The reasonably probable and legal use of vacant land or an improved property, which is physically possible, appropriately supported, financially feasible, and that results in the highest value. The four criteria the Highest and Best Use must meet are legal permissibility, physical possibility, financial feasibility, and maximum profitability. (The Dictionary of Real Estate Appraisal, 2nd Edition, by American Institute of Real Estate appraisers, 1989).

The definition immediately preceding applies specifically to the Highest and Best Use of land and/or property. It is to be recognized that in cases where a site has existing improvements on it, the Highest and Best Use may very well be concluded to be different from the existing use. The existing use will continue, however, unless and until land value in its Highest and Best Use exceeds the total value of the property in its existing use.

Also implied, is that the estimation of Highest and Best Use results from judgment and analytical skill, i.e., that the use concluded from analysis represents an opinion, not a

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fact to be found. In appraisal practice, the concept of highest and best use represents the premise upon which value is based. In the context of most probable selling price (market value), another appropriate term to reflect Highest and Best use would be most probable use. In the context of investment value, an alternative term would be most profitable use.

The Highest and Best Use of both land as though vacant and property as improved must meet four criteria. The Highest and Best Use must be: 1) physically possible, 2) legally permissible, 3) financially feasible, and 4) maximally productive. These criteria are usually considered sequentially; a use may be physically possible, but this is irrelevant if it is feasibly impossible or legally prohibited. Only when there is a reasonable possibility that one of the prior, unacceptable conditions can be changed is it appropriate to proceed with the analysis. If, for example, current zoning does not permit a potential Highest and Best Use, but there is a reasonable possibility that the zoning can be changed, the proposed use can be considered on that basis. (The Appraisal of Real Estate, 9th Ed. By American Institute of Real Estate Appraisers, 1987).

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LOCATION

The subject property is located off I-20 and Natchez Trace. The site is a good location for residences, since it is adjacent to Bruenburg S/D and very near subdivisions, school, shopping, and interstates.

LEGAL DESCRIPTION

See Addendum

THE PURPOSE OF THE APPRAISAL

The purpose of the appraisal is to estimate the market value of the utility easement and road as of October 25, 2006. This appraisal will be used for estimating lease value.

PROPERTY IDENTIFICATION

The property being appraised (subject property) consists of 17.19 acres and .16 acres permanent easement.

DATE OF VALUATION/INSPECTION DATES

The effective date of the appraisal is October 25, 2006. The property was inspected on this date. The comparable sales were inspected during the same time period.

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AREA DESCRIPTION

Subject property is located in an area which is composed of Hinds, Madison, and Rankin Counties. The area is located close to the center of the state and is approximately 200 miles south of Memphis, Tennessee and 90 miles north of New Orleans, Louisiana. It is approximately 40 miles east of the Mississippi River and 100 miles west of the Alabama state line. Jackson is the state's capitol and largest city.

The largest concentration of population is in Jackson with a total of 196, 637 people. However, while the primary job locations are in Jackson, a large part of the residential development recently has been in Rankin and Madison counties. The reason for this trend is lower taxes, better suburban school systems, and the county's desirable recreation areas, primarily the 35,000 acre Ross Barnett Reservoir and its adjoining 18,000 acres.

There are 33 private and parochial schools as well as 37 public elementary and 19 public secondary schools in the area. There are 7 colleges and 2 junior colleges within 30 miles of Jackson. The area offers over 100 various civic and fraternal organizations with representation of almost every major national and regional group in addition to many local services, professional and civic clubs. These clubs are quite strong in their support of community projects all over the counties and their influence can be felt throughout the area in the promotion of economic growth. In addition, almost every religious denomination is represented in this area.

The Jackson area is located extremely close to the geographic center of the growing middle south. Within 400 miles of the area, there are 45 metropolitan areas with a population in excess of 32 million.

Thirteen banks and three savings and loans serve the area. Assets of all combined are approximately 7 billion dollars.

Each county has a five-man board of supervisors. The supervisors are elected. They are responsible for the construction and maintenance of county roads, buildings, ferries, and bridges as well as other duties as may be required by law. The Board prepares the

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budget and levies such taxes on property of the county as may be necessary to meet the needs of the budget. They also authorize bond issues. The cities and towns in Hinds and Rankin Counties operate under a Mayor-Board of Alderman form of government.

A unique service provided by the State of Mississippi to businesses and the general public is the Research and Development Center. The Research and Development Center assists business firms and state and local government in economic development matters. This center has a staff of more than 150 specialists trained in economics, business, and engineering. It is closely associated with the university system in the state, in order to provide the best technical assistance available.

The typical topography of the area is generally rolling in nature with many lakes and streams. Woods are plentiful with forest area making up approximately 48% of the land area. Other large areas are devoted to other agricultural enterprises including cattle, hogs, cotton, soybeans, and poultry. The area is among the nation's leaders in broiler production.

The area's strategic location allows access to every mode of transportation to state, regional, national, and world markets. Highways, railway lines, and air service from all directions intersect in Jackson. Water transportation is available at Vicksburg which is 40 miles west of Jackson.

Two major highways, Interstates 55 and 20, intersect in Jackson. Interstate 20 extends from South Carolina to Texas where it connects with Interstate 10 to San Diego, CA. U.S. Highways 49, 51, and 80 also intersect in the city. Numerous other state and farm-to-market roads cross the area.

Eighteen common carrier truck lines render service to and from the area and maintain terminals in the Jackson area. Six carriers offer intrastate service, ten offer interstate services. Interline service is available to every state in the U.S., with overnight hauls throughout the Southeast and lower Mississippi Valley.

Rail service is provided by the Illinois Central Gulf Railroad. Illinois Central Gulf Railroad's yards in Jackson have a capacity for 3,300 cars. Amtrak has one daily train to

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Chicago, Illinois and one to New Orleans. One bus line, Greyhound-Continental, offers inbound and outbound schedules daily from Jackson.

There are four airports in the area, with the largest being Jackson International Airport, a full service, commercial air carrier airport. Two major airlines operate scheduled flights daily to major cities across the nation. Air freight is also available at Jackson International with ramp space and warehouse terminal facilities available.

The Jackson area has been shown to be an attractive place to live with all the desired physical facilities and amenities. The social aspects of the area also should be attractive to potential and existing residents.

Services provided by the different governmental agencies are at least above the average of comparable areas. The leadership in the past has been fiscally responsible.

The economic picture is encouraging. Population growth in the area shows a steady upward trend. The economy of this part of the state has at least equaled the South as a whole.

The population and economic growth should continue at their present rates for the foreseeable future. This trend would be changed only if there is a major economic recession affecting the entire nation.

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NEIGHBORHOOD DATA

Clinton, Miss.

The city of Clinton is located in Hinds County west of and adjacent to Jackson, the state capitol. Jackson is the center of government, the center of health care, and the largest city in the state. Clinton is, in effect, a bedroom community of Jackson. Many Clinton residents are employed in Jackson and otherwise depend upon the Jackson economy.

The 1990 census reported Clinton to have a population of 21,847 which is an increase of 49% over the decade of the 1980s. Clinton has been steadily growing and, as of June 1984, received a growth spurt in the form of an approved annexation of approximately 13.5 square miles of land and additional population of approximately 2,900 people. This annexation more than doubles the size of the land area in the city and increases population by about 20%.

The main campus of Mississippi College, an institution of higher learning with an enrollment of about 3,500, is in the part of Clinton known as Olde Town.

Clinton Boulevard, U.S. 80, Northside Drive and Interstate 20, all provide good access from the Jackson area. Pinehaven Road and Cynthia Road provide access from the north. Clinton-Raymond Road and Springridge Road provide access from the south. Streets within the city receive average maintenance.

Generally, the topography is level. There are few areas identified as flood hazard areas. Clinton has its share of a subsoil condition known as Yazoo clay which is an obstacle for builders in constructing foundations. The entire area of greater Jackson is affected by this soil to some extent.

Clinton's newly annexed area includes an industrial park to the west. The anchor industry is Packard Electric, a division of General Motors. Most industries in the park are "clean". None emit odors or smoke to any great degree.

The city's fiscal character is strong. It has a Class A bond rating, which for a city its size is excellent. Clinton property taxes for 1990-91 are \$28.15 per \$1,000 of assessed

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value. Hinds County property tax inside city limits is \$29.04 per \$1,000 of assessed value. Clinton school taxes are 47.76.

City services such as water and sewer are adequate. The city contracts garbage pickup with Browning Ferris. Police and fire protection are good. The city has a class 6 fire insurance rating.

In summary, the quality of life in Clinton is attractive to a large number of people who would locate in the greater Jackson, Mississippi area. Prospects for increasing real estate values are good.

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HISTORY

This property was purchased on 5/18/2001 and is in the process of developing a residential subdivision (Bruenburg)

TAXES

The taxes appear reasonable for this type property.

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THE APPRAISAL PROCESS
APPRAISAL METHODS

An appraisal of real estate is an opinion of value of a specific property as of a certain date. The appraiser supports his opinion by gathering information from the appropriate real estate market and by analyzing this; he reaches a conclusion as to the value.

The market is made up of people making transactions in real estate. These may be buyers, sellers, renters, tenants, or any others with an interest in real property. The transaction that the appraiser looks for is one in which some sort of voluntary exchange has been made between two or more parties.

Experience, through the years, has developed what has become known as the "appraisal process", which is a systematic means of gathering and analyzing data from the market. The data are used in what is called the three approaches to value. They are the **Cost Approach**, the **Market Data (Sales) Approach**, and the **Income (Rent) Approach**. Most appraisals should use at least two of the three approaches, but sometimes it is not possible to do so.

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HIGHEST AND BEST USE

The **Highest and Best Use** of a property is the most profitable use found among those uses which are currently legal, possible and feasible. The considerations necessary, therefore, in estimating **Highest and Best Use** are:

1. Legality of an existing or a proposed use.
2. Physical possibility of creating or sustaining the use.
3. Economic feasibility of the use.
4. The most profitable use among those which are legal, feasible, and possible.

The analysis of **Highest and Best Use** involves two steps:

1. Estimated **Highest and Best Use** of the site as if VACANT.
2. Estimated **Highest and Best Use** of the whole property as IMPROVED.

Inasmuch as zoning and private restrictions form some limitations on which uses are legal for a site, they likewise affect **Highest and Best Use**. In some cases where there is a strong probability of a zoning change or a removal of restrictions, etc., there can possibly be an estimated **Highest and Best Use** which is not now a permissible one. However, there should be a pronounced trend toward such potential change, and the appraiser must not indulge in mere speculation.

The **Highest and Best Use** of the subject property vacant is for residences.

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SITE ANALYSIS

LOCATION	: I-20/Natchez Trace
CONFORMITY	: Does Conform
SANITARY SEWER	: Yes
STORM SEWER	: Yes
SIDEWALKS	: Yes
CURB/GUTTER	: Yes
STREET LIGHTS	: Yes
STREET ACCESS/TYPE	: I-20/Natchez Trace/Asphalt
OFF-SITE IMPROVEMENTS	: Average
TOPOGRAPHY	: Above Street
DRAINAGE	: Appears Adequate
ZONING	: R-1, Residential
FLOOD ZONE	: Not in Flood Zone

(See Map #280071 000 2 C)

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LAND VALUATION

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METHODS OF ESTIMATING LAND VALUE

Four methods of estimating land value, as listed in The Appraisal of Real Estate, published by the American Institute of Real Estate Appraisers, are:

- (1) **The Market Data or Sales Comparison Approach.** This calls for appraisal by comparing, weighing, and relating sales of similar vacant sites to the land being appraised. The sales are referred to as "comparable sales".
- (2) **The Abstraction Method.** This involves allocation of the total value of the property between the buildings and land. This may be accomplished either on a ratio basis or by subtracting a figure representing building value from the total value of the improved property.
- (3) **The Anticipated Use or Development Method.** This is applicable to undeveloped land and calls for estimating total value as if the land were developed as a subdivision and sold as lots. Development costs are subtracted from anticipated gross sales to arrive at an estimated value of the undeveloped land.
- (4) **The Land Residual Method.** The residual income imputable to land is capitalized into a value estimate for the land. This is applicable to income producing property where the improvements are new and are the Highest and Best Use of the land.

The first method will be used in this appraisal.

Jim Terry Appraisal Service
COMPARABLE SALE NUMBER 1

TYPE	: Residential Land Sale
COUNTY	: Hinds
DATE	: 12/00
GRANTOR	: Todd
GRANTEE	: Parkman
CONSIDERATION	: \$400,000 or \$.167 SF
SIZE	: 2,395,800 SF
LOCATION	: Williamson Road
ZONING	: Residential
BOOK	: 4720
PAGE	: 26

Jim Terry Appraisal Service

COMPARABLE SALE NUMBER 2

TYPE	: Residential Land Sale
COUNTY	: Hinds
DATE	: 8/17/01
GRANTOR	: Morrissey
GRANTEE	: Falkner
CONSIDERATION	: \$120,000 or \$.34 SF
SIZE	: 348,480 SF
LOCATION	: Midway Road
ZONING	: Residential
BOOK	: 478
PAGE	: 396

Jim Terry Appraisal Service

COMPARABLE SALE NUMBER 3

TYPE	: Residential Land Sale
COUNTY	: Hinds
DATE	: 3/05
GRANTOR	: Mayo
GRANTEE	: Keith
CONSIDERATION	: \$327,500 or .75 psf
SIZE	: 435,600 SF
LOCATION	: Pinehaven
ZONING	: Residential

Jim Terry Appraisal Service
COMPARABLE SALE NUMBER 4

TYPE	: Residential Land Sale	
COUNTY	: Hinds	
DATE	: 3/22/05	Book: 6236 Page: 309
GRANTOR	: Mayo	
GRANTEE	: Keith	
CONSIDERATION	: \$202,500 or \$.46 SF	
SIZE	: 435,600 sf	
LOCATION	: Pinehaven Road	
ZONING	: Residential	

Jim Terry Appraisal Service
LAND COMPARABLE SALES ANALYSIS
(BEFORE THE TAKE)

NUMBER	SALE PRICES	ADJUSTMENT FOR UNIT TIME SIZE LOCATION	ADJUSTED PRICES
1	.17	- +.80 -	.31
2	.34	- -.20 -	.27
3	.75	- -.20 -	.60
4	.46	- -.20 -	.37

The sales indicate a range, after adjustments are made, of \$.27 to \$.60 per square feet of total land area.

The indicated square foot cost of \$.36 is applied to the subject land square footage of 748,796 and the indicated value is \$269,567. (Rounded: \$270,000)

Jim Terry Appraisal Service
LAND COMPARABLE SALES ANALYSIS

(After the Take)

NUMBER	SALE PRICES	ADJUSTMENT FOR UNIT			ADJUSTED PRICES
		TIME	SIZE	LOCATION	
1	.17	-	+.80	-	.31
2	.34	-	-.20	-	.27
3	.75	-	-.20	-	.60
4	.46	-	-.20	-	.37

The sales indicate a range, after adjustments are made, of \$.27 to \$.60 per square feet of total land area.

The indicated square foot cost of \$.36 is applied to the subject land square footage of 741,826 and the indicated value is \$267,057.

Before value \$269,567

\$267,057

Value of permanent lease \$2,510 Say: \$2,500

Value of Temporary lease \$2,510 X .08 X 2 = \$401.60 Say: \$400.00

Jim Terry Appraisal Service

ADDENDUM

Borrower

Property Address Bruenburg Land

City Clinton

County

Hinds

State

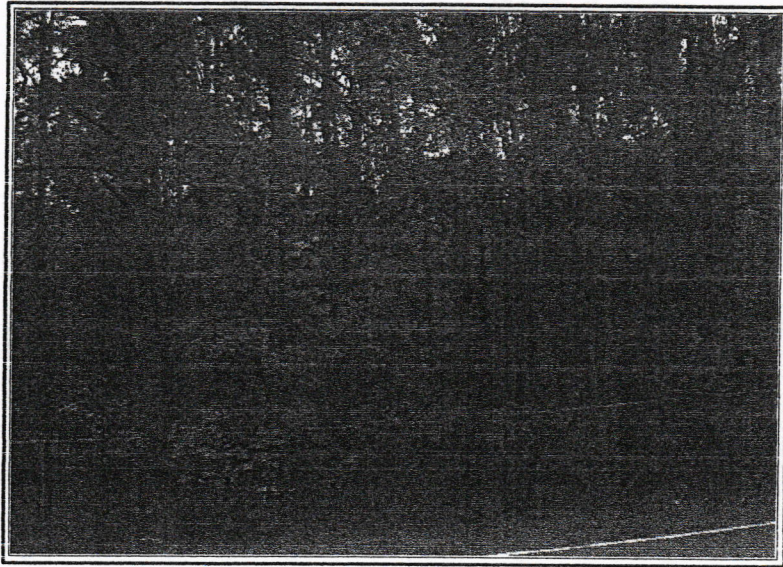
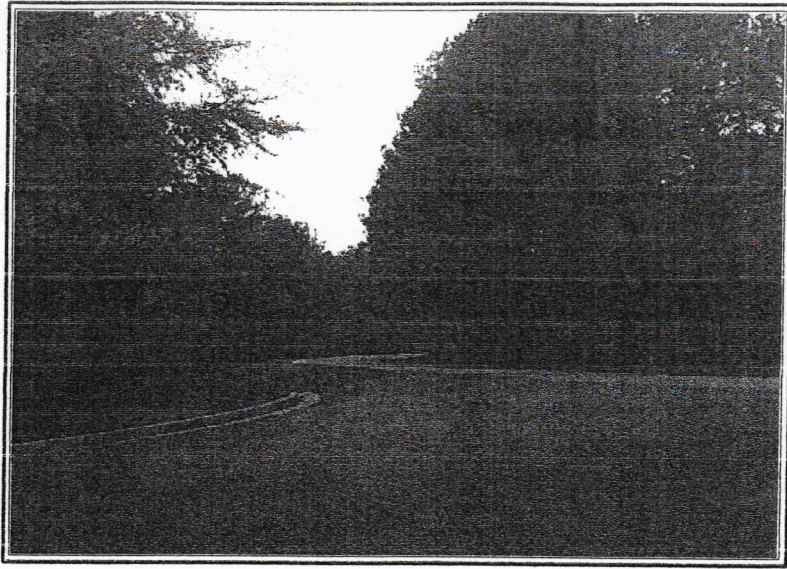
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Zip Code

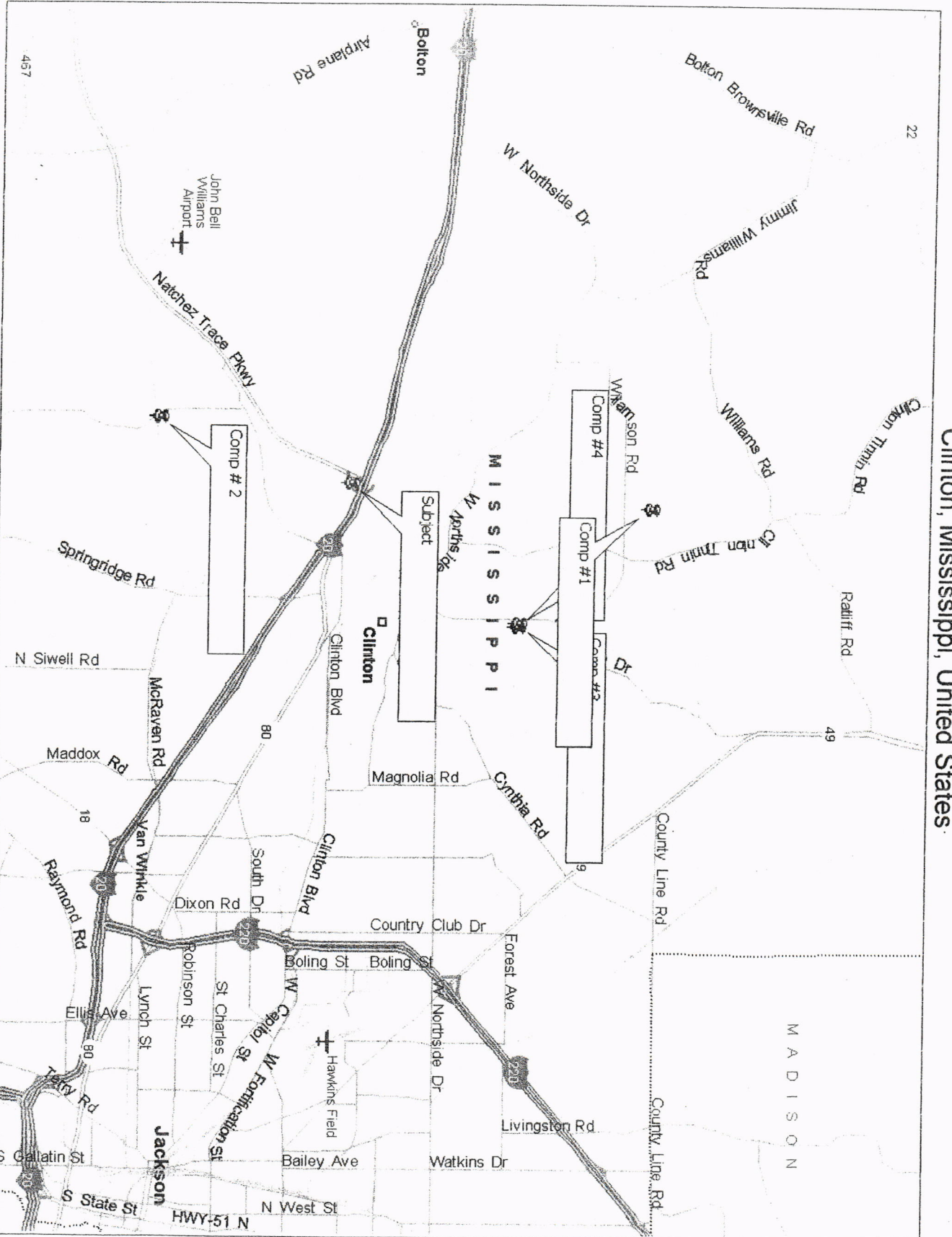
39056

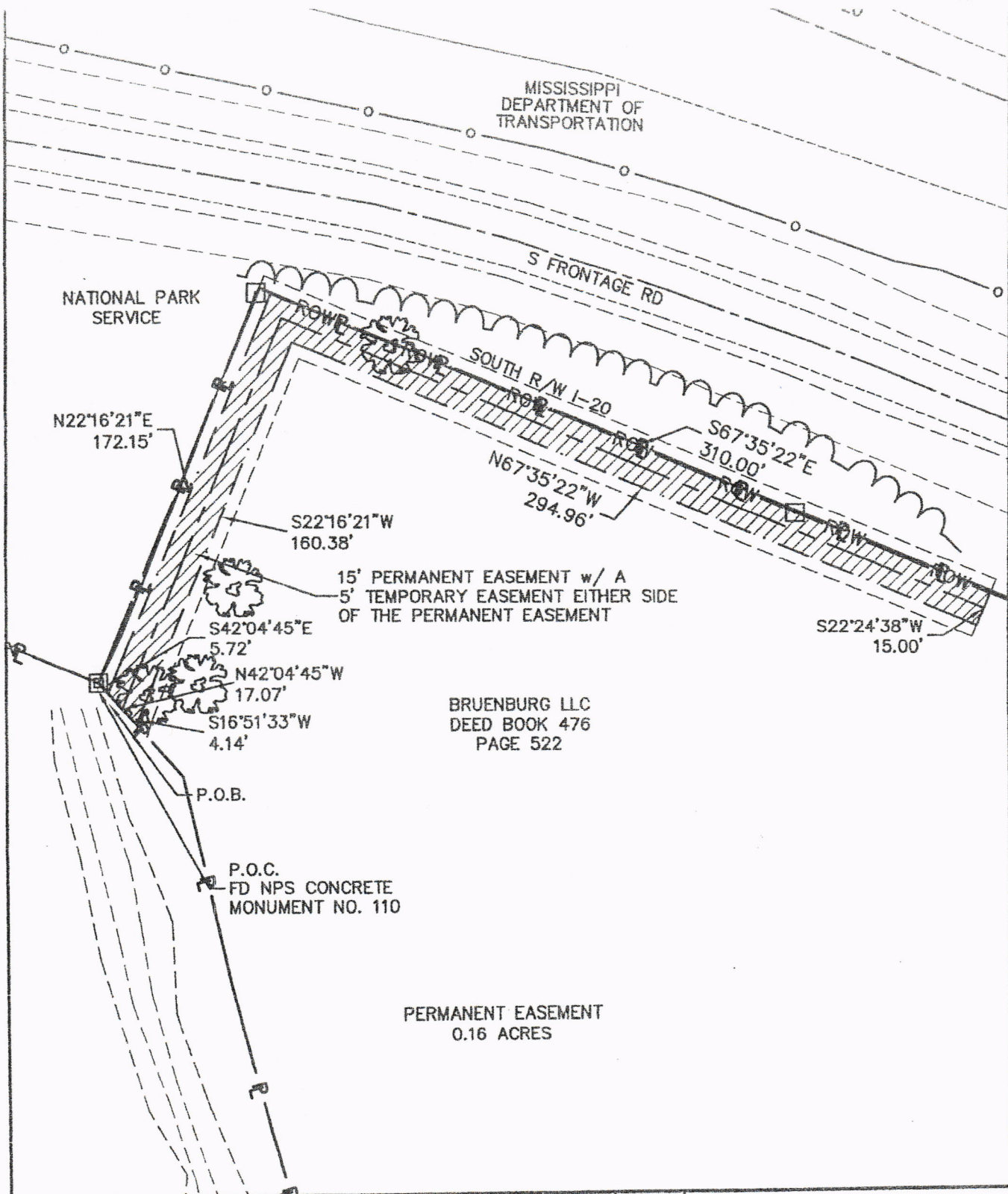
Lender/Client Willford, Gearhart & Knight, Inc.

Address Clinton



Clinton, Mississippi, United States





WILLIFORD, GEARHART & KNIGHT, INC.

ENGINEERS & SURVEYORS

DATE
12-07-05

DRAWN BY
BG

MICHIGAN STATE SURVEYING & EASEMENTS

SCALE
1" = 50'

WORK# - 05-154

CITY OF CLINTON
FORCE MAIN EASEMENT
BRUENBURG LLC

SHEET NO.

1 OF 1

Indexing instructions:

SE 1/4 of NW 1/4, SW 1/4 of NE 1/4 and NW 1/4 of SE 1/4
and NE 1/4 of SW 1/4 of Section 25, T6N, R2W,
Second Judicial District of Hinds County, Clinton, Mississippi

Prepared by:

William C. Smith III
Taylor, Covington & Smith, P.A.
P.O. Box 3509
Jackson, Mississippi 39207-3509
(601) 969-7817

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which is hereby acknowledged, the undersigned **CLINTON PARTNERSHIP**, a Mississippi general partnership, GRANTOR, does hereby sell, convey and warrant unto **BRUENBURG, LLC**, a Mississippi limited liability company, GRANTEE, the real property lying and being situated in the Second Judicial District, Hinds County, Mississippi and being more particularly described as follows:

**SEE EXHIBIT "A" ATTACHED HERETO
AND MADE A PART HEREOF BY REFERENCE**

IT IS AGREED AND UNDERSTOOD that the taxes for the current year have been prorated as of this date on an estimated basis, and when said taxes are actually determined, if the proration as of this date is incorrect, then the GRANTOR agrees to pay to said GRANTEE or his assigns any deficit on an actual proration. Likewise, GRANTEE agrees to pay to said GRANTOR or its assigns any overpayment on an actual proration.

THIS CONVEYANCE and the warranty herein contained is made subject to the terms and conditions of those certain covenants or restrictions, including but not limited to those terms and conditions contained in those certain Deeds to the State of Mississippi recorded in Book 138 at Page 169 and Book 171 at Page 509 and those terms and

conditions contained in that certain Deed to the State Highway Commission recorded in Book 199 at Page 206.

The undersigned Louis E. Ridgway, Jr., Julius M. Ridgway, and Leona R. York do hereby represent and warrant that they are the co-managing partners of Clinton Partnership, a Mississippi general partnership, and that they have the capacity and authority to execute this Warranty Deed together with all documents reasonably necessary and incident to the conveyance of the above described property to the Grantee herein.

FURTHER, the undersigned Grantor does hereby reserve unto itself and its successors and assigns, an unrestricted right of ingress and egress over, across and through the primary road ("Primary Road Easement") to be constructed by Grantee as approved and permitted by the City of Clinton, which road shall abut the line constituting the common line of Grantee's property described on Exhibit "A", and Grantor's remaining property, and running generally northwesterly through the property described on Exhibit "A" so as to connect to one of the public roads in the adjacent Bruenburg development which in turn will provide access to the Interstate-20 South frontage road. By acceptance of delivery of this instrument, Grantee does hereby covenant and agree to construct said road and dedicate same for use by the public. At such time as the Primary Road Easement is dedicated to the public, the Primary Road Easement shall terminate by operation of this instrument without further action by Grantor or Grantee. It is agreed and understood that the Primary Road Easement shall not be converted to a private road without the expressed written consent of Grantor or its successors and assigns.

THIS CONVEYANCE IS SUBJECT TO any and all recorded mineral severances applicable to the above described property.

Exhibit "A"

Legal Description for Bailey's Ridge of BruenBurg

A 17.19 acre tract situated in the SE 1/4 of the NE 1/4 of Section 25, Township 6 North, Range 2 West, in the Second Judicial District of Hinds County, in the City of Clinton, in the Great State of Mississippi, being a part of a 248.00 acre tract as conveyed to Clinton Partnership by deed of conveyance found in Book 345, Page 118 of the Office of the Chancery Clerk of Hinds County located in the Town of Raymond, herein incorporated into the following metes and bounds description:

Commence at an axle found representing the Southeast corner of Section 25, Township 6 North, Range 2 West, Second Judicial District of Hinds thence run North 00 degrees 22 minutes 50 seconds West 2,652.69 feet to point, said point being the True Point of Beginning of the tract herein described:

From the True Point of Beginning, thence run North 89 degrees 46 minutes 05 seconds West a distance of 1,003.10 feet; thence run North 34 degrees 55 minutes 57 seconds East a distance of 19.80 feet; thence run North 13 degrees 05 minutes 07 seconds East a distance of 113.00 feet; thence run North 21 degrees 01 minutes 27 seconds East a distance of 364.32 feet; thence run North 76 degrees 07 minutes 57 seconds West a distance of 48.91 feet; thence run North 13 degrees 52 minutes 03 seconds East a distance of 305.00 feet; thence run North 18 degrees 09 minutes 20 seconds East a distance of 76.55 feet; hence run East a distance of 780.34 feet; thence run South 00 degrees 22 minutes 50 seconds East a distance of 851.02 feet back to the True Point of Beginning, said tract containing 17.19 acres, more or less.

WITNESS THE DULY AUTHORIZED SIGNATURES of the undersigned on this the

17th day of May, 2001.

CLINTON PARTNERSHIP,
a Mississippi general partnership

Julius M. Ridgway
By: JULIUS M. RIDGWAY
Title: Co-Managing Partner

Louis E. Ridgway, Jr.
By: LOUIS E. RIDGWAY, JR.
Title: Co-Managing Partner

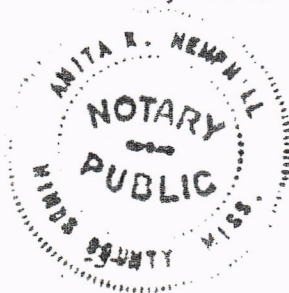
Leona R. York
By: LEONA R. YORK
Title: Co-Managing Partner

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY APPEARED before me, the undersigned authority in and for the said County and State, on this the 18th day of May, 2001, within my jurisdiction, the within named Julius M. Ridgway, who acknowledged that he is Co-Managing Partner of Clinton Partnership, a Mississippi General Partnership, and that for and on behalf of said general partnership and as its act and deed, he executed, signed and delivered the above and foregoing instrument, after first having been duly authorized by said general partnership so to do.

Anita R. Hemphill
Notary Public

My Commission Expires
APRIL 8, 2003
FOUNDED 1848. DISCOUNT NOTARY SERVICE



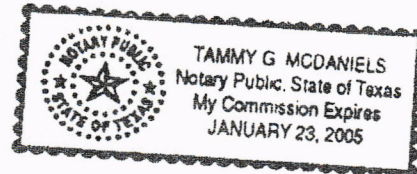
STATE OF TEXAS
COUNTY OF Kerr

PERSONALLY APPEARED before me, the undersigned authority in and for the said County and State, on this the 11 day of May, 2001, within my jurisdiction, the within named Louis E. Ridgway, Jr., who acknowledged that he is Co-Managing Partner of Clinton Partnership, a Mississippi General Partnership, and that for and on behalf of said general partnership and as its act and deed, he executed, signed and delivered the above and foregoing instrument, after first having been duly authorized by said general partnership so to do.

Tammy G. McDaniels
Notary Public

My Commission Expires:

January 23, 2005



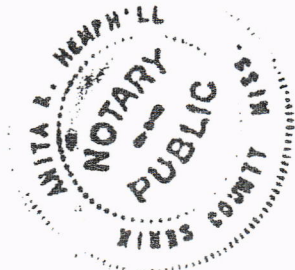
STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY APPEARED before me, the undersigned authority in and for the said County and State, on this the 18th day of May, 2001, within my jurisdiction, the within named Leona R. York, who acknowledged that she is Co-Managing Partner of Clinton Partnership, a Mississippi General Partnership, and that for and on behalf of said general partnership and as its act and deed, she executed, signed and delivered the above and foregoing instrument, after first having been duly authorized by said general partnership so to do.

Anita R. Hemphill
Notary Public

My Commission Expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES APRIL 8, 2003
POWERED THROUGH THE NOTARY SERVICE



Grantor's Address:
P.O. Box 16667
Jackson, MS 39236-6667
Telephone: (601) 362-0502

Grantee's Address
P.O. Box 328
Madison, MS 39130
Telephone: (601) 856-0009

CITY OF CLINTON AGENDA ITEM FACT SHEET

BOARD MEETING DATE: November 21, 2006

AGENDA ITEM NO. 8

CONSENT AGENDA: \$

TO:

FOR:

ACCOUNT NO.:

INTRODUCED BY:

BOARD APPROVED
NOV 21 2006
CITY OF CLINTON

DISCUSSION/ACTION: Board authority to make offer of appraised value to Homeowner Association sanitary easement.

INTRODUCED BY: Richard L. Broome, P.E.

BOARD ACTION:

MOTION MADE BY: Hisaw

SECONDED BY: Greer

<u>VOTE CAST:</u>	<u>"AYE"</u>	<u>"NAY"</u>	<u>ACTION TAKEN:</u>
Brabham	☒	☐	
Hisaw	☒	☐	
Greer	☒	☐	
Bishop	☒	☐	
Fisher	☒	☐	
Morgan	☒	☐	
Barnett	☒	☐	
Mayor Aultman	☒	☐	

AGENDA ITEMS MUST BE TURNED IN TO THE CITY CLERK WITH ALL ATTACHMENTS NO LATER THAN 5 P.M. ON THE WEDNESDAY PRECEEDING THE TUESDAY BOARD MEETING TO BE INCLUDED ON THE AGENDA. THIS DEADLINE GIVES THE CLERK TIME TO PREPARE THE AGENDA AND ALSO TO COPY THE AGENDA. PLEASE REMEMBER ALL OF THIS TAKES SOME TIME AND THIS IS WHY WE HAVE THIS DEADLINE. THANKS.

Jim Terry Appraisal Service

October 25, 2006

Williford, Gearhart, & Knight Inc.
Clinton, Miss.

RE: Off I-20 Frontage and Natchez Trace
Clinton, Miss. 39056

BOARD APPROVED
NOV 21 2006
CITY OF CLINTON

TO WHOM IT MAY CONERN:

As requested, an appraisal of the captioned property has been prepared. The value estimated is the market value of the fee simple estate. These terms are defined in the appraisal report that is being submitted to you with this letter.

A personal inspection of the property has been made, as well as the properties used in this report for comparison. All of the data that were pertinent to making the appraisal are in the report.

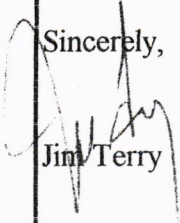
This transmittal letter is followed by the certification of the appraisal and the narrative appraisal report. Your attention is directed to the "General Underlying Assumptions" and "Limiting Conditions" which are considered usual for this type of assignment and have been included at the beginning of the report. Based upon these data and the analyses thereof, it is my opinion that the Easement Value of the land, as of November 25, 2006 is:

Value of Permanent Easement: \$1,900.00

Value of Temporary Easement: \$300.00

I appreciate the opportunity to have worked on this assignment. If I can be of further assistance, please contact me.

Sincerely,


Jim Terry

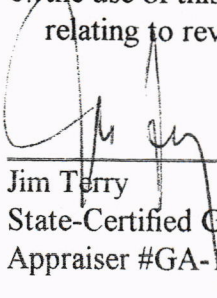
Jim Terry Appraisal Service

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**Jim Terry Appraisal Service
CERTIFICATION**

I certify that, to the best of my knowledge and belief,

- 1.. the statements of fact contained in this report are true and correct.
- 2.. the reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions and are my personal, professional analyses, opinions and conclusions.
- 3.. I have no present or prospective interest in the property that is the subject of this report, and I have no personal interest or bias with respect to the parties involved.
- 4.. My compensation is not contingent upon the reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value estimate, the attainment of a stipulated result, or the occurrence of a subsequent event.
- 5.. My analyses, opinions and conclusions were developed, and this report has been prepared in conformity with the requirements of the Uniform Standards of Professional Appraisal Practice, Code of Professional Ethics and the Standards of Professional Practice of the Appraisal Institute.
- 6.. I have made a personal inspection of the property that is the subject of this report.
- 7.. no one provided significant professional assistance to the person signing this report.
8. the use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.



Jim Terry
State-Certified General R. E.
Appraiser #GA-180

10/25/06

Date

Jim Terry Appraisal Service
GENERAL UNDERLYING ASSUMPTIONS

Legal Matters:

The legal description used in this report is assumed to be correct, but it may not necessarily have been confirmed by survey. No responsibility is assumed in connection with a survey or for encroachments or overlapping or other discrepancies that might be revealed thereby. Any sketches included in the report are only for the purpose of aiding the reader in visualizing the property and are not necessarily a result of a survey.

No responsibility is assumed for an opinion of legal nature, such as to ownership of the property or condition of title.

The appraiser assumes the title to the property to be marketable; that, unless stated to the contrary, the property is appraised as an unencumbered fee which is not used in violation of acceptable ordinances, statutes or other governmental regulations.

Non-apparent Conditions:

The appraiser assumes that there are no hidden or non-apparent conditions of the property, subsoil or structures which would render it more or less valuable than otherwise comparable property. The appraiser is not an expert in determining the presence or absence of hazardous substance, defined as all hazardous or toxic materials, waste, pollutants or contaminants (including, but not limited to asbestos, PCB, UFFI, or other raw materials or chemicals) used in construction or otherwise present on the property.

The appraiser assumes no responsibility for the studies or analysis which would be required to conclude the presence or absence of such substances or for loss as a result of the presence of such substances. The client is urged to retain an expert in this field, if desired. The value estimate is based on the assumption that the subject property is not affected.

Information and Data:

Information, estimates, and opinions furnished to the appraiser and contained in the report, were obtained from sources considered reliable and believed to be true and correct. However, no responsibility for accuracy of such items furnished the appraiser can be assumed by the appraiser.

Jim Terry Appraisal Service

All mortgages, liens, encumbrances, and servitudes have been disregarded unless so specified within the appraisal report. The subject property is appraised as though under responsible ownership and competent management.

Zoning and Licenses:

It is assumed that all applicable zoning and use regulations and restrictions have been complied with, unless a non-conforming use has been stated, defined and considered in the valuation.

It is assumed that the subject property complies with all applicable federal, state and local environmental regulations and laws unless non-compliance is stated, defined and considered in the valuation.

It is assumed that the information relating to the location of or existence of public utilities that has been obtained through a verbal inquiry for the appropriate utility authority, or has been ascertained from visual evidence is correct. No warranty has been made regarding the exact location or capacities of public utility systems.

It is assumed that all licenses, consents or other legislative or administrative authority from local, state or national governmental or private entity or organization have been, or can be, obtained or renewed for any use on which the value estimate contained in the valuation report is based.

GENERAL LIMITING CONDITIONS

The appraiser will not be required to give testimony or appear in court due to preparing the appraisal with reference to the subject property in question, unless prior arrangements have been made.

Possession of the report does not carry with it the right of publication. Out-of-context quoting from or partial reprinting of this appraisal report is not authorized. Further, neither all nor any part of this appraisal report shall be disseminated to the general public by the use of media for public communication without the prior written consent of the appraiser signing this appraisal report.

The authentic copies of this report are bound with a cover which reveals the *Jim Terry Appraisal Service* name. Any copy that does not contain an original signature of the appraiser is unauthorized and may have been altered, and is considered invalid.

Jim Terry Appraisal Service

Disclosure of the contents of this report is governed by the By-laws and Regulations of the Appraisal Institute. Neither all nor any part of the contents of this report (especially any conclusions as to value, the identity of the appraiser or the firm with which he is connected, or any reference to the Appraisal Institute or to the appraisal designations)

shall be disseminated to the public through advertising media, public relations media, news media, sales media, or any other public means of communication without the prior written consent and approval of the author.

The distribution of the total valuation in this report, between land and improvements, is applicable only as a part of the whole property. The land value, or the separate value of the improvements, must not be used in conjunction with any other appraisal or estimate and invalid if so used.

No environmental or concurrency impact studies were either requested or made in conjunction with this appraisal report. The appraiser, thereby, reserves the right to alter, amend, revise, or rescind any of concurrency impact studies, research or investigation.

An appraisal related to an estate in land that is less than the whole fee simple applies only to the fractional interest involved. The value of this fractional interest plus the value of all other fractional interests may or may not equal the value of the entire fee simple estate considered as a whole.

The appraisal report related to a geographical portion of a larger parcel is applied only to such geographical portion and should not be considered as applying with equal validity to other portions of the larger parcel or tract. The value for such geographical portions plus the value of all other geographical portions may or may not equal the value of the entire parcel or tract considered as an entity.

The appraisal is subject to any proposed improvements or additions being completed as set forth in the plans, specifications, and representations referred to in this report, and all work being performed in a good and workmanlike manner. The appraisal is further subject to the proposed improvements or additions being constructed in accordance with the regulations of the local, county, and state authorities. The plans, specifications, and representations referred to are an integral part of the appraisal report when new construction or new additions, renovations, refurbishing, or remodeling applies.

If this appraisal is used for mortgage loan purposes, the appraiser invites attention to the fact that (1) the equity cash requirements of the sponsor have not been analyzed, (2) The loan ratio has not been suggested, and (3) the amortization method and term have not been suggested.

Jim Terry Appraisal Service

The function of this report is not use in conjunction with a syndication of real property. This report cannot be used for said purposes and, therefore, any use of this report relating to syndication activities is strictly prohibited and unauthorized. If such an unauthorized

use of this report takes place, it is understood and agreed that *Jim Terry Appraisal Service* has no liability to the client and/or third parties.

Acceptance of and/or use of this appraisal report constitutes acceptance of the foregoing General Underlying Assumptions and General Limiting Conditions. The appraiser's duties, pursuant to the employment to make the appraisal, are complete upon delivery and acceptance of this report. However, any corrections or errors should be called to the attention of the appraiser within 60 days of the delivery of the report.

The Americans with Disabilities Act ("ADA") became effective January 26, 1992. The appraiser has not made a specific compliance survey and analysis of this property to determine whether or not it is in conformity with the various detailed requirements of the ADA. It is possible that a compliance survey of the property, together with a detailed analysis of the requirements of the ADA, could reveal that the property is not in compliance with one or more of the requirements of the Act. If so, this fact could have a negative effect upon the value of the property. Since the appraiser has no direct evidence relating to this issue, possible non-compliance with the requirements of ADA in estimating the value of this property has not been considered.

Jim Terry Appraisal Service

EXECUTIVE SUMMARY

PROPERTY TYPE: Residential

PROPERTY LOCATION: Off I-20/Natchez Trace

OWNER: Bruenburg LLC

DATE OF VALUATION: 10/25/06

PROPERTY RIGHTS APPRAISED: Fee Simple

SITE DATA: 24.86 acres

IMPROVEMENT DATA: None

ZONING: R-1, Residential

HIGHEST AND BEST USE: Residential

VALUE INDICATIONS: Permanent Easement: \$1,900.00
Temporary Easement: \$300.00

Jim Terry Appraisal Service

SCOPE OF APPRAISAL

The scope of the appraisal requires compliance with the Uniform Standards of Professional Appraisal Practice Promulgated by the Appraisal Standards board of the Appraisal Foundation and The Guide Notes to the Standards of Professional Appraisal Practice adopted by The Appraisal Institute. The standards contain binding requirements and specific guidelines that deal with the procedures to be followed in developing an appraisal, analysis, or opinion. These uniform standards set the requirements to communicate the appraisers' analyses, opinions, and conclusions in a manner that will be meaningful and not misleading in the marketplace. The scope of the assignment further requires compliance with the Bank requirements outlined in the letter of engagement.

A narrative appraisal report on the subject property has been prepared. The subject property data such as size, location, quality, and zoning are considered and presented in this report. Market data, including land sales, building costs, rental rates, operating expenses, comparable improved sales, and supply and demand are among the items researched, analyzed, and presented. The data is used to consider the highest and best use of the subject property and to estimate the market value.

The appraiser lacks the knowledge and experience with respect to the detection and measurement of hazardous substances. Therefore, this assignment does not cover the presence or absence of such substances as discussed in the General Underlying Assumptions section. However, any visual or obviously known hazardous substances affecting the property will be reported and as an indication of its impact on value will be discussed.

The documentation necessary to arrive at the value is considered in this appraisal report. The market data has been *collected, confirmed, and analyzed*. Comparable sales were chosen for their similar highest and best uses as outlined within the report. All sales were analyzed and compared to the subject property based on their similarities and dissimilarities. The replacement costs of similar structures and income generated by

Jim Terry Appraisal Service

equal properties, have been compared. These approaches were considered and judged in reaching a final estimate of value.

Jim Terry Appraisal Service
IMPORTANT DEFINITIONS

Definition of Market Value:

The most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller each acting prudently and knowledgeably, and assuming the price is not affected by undue stimulus. Implicit in this definition is the consummation of a sale as a specified date and the passing of title from seller to buyer under conditions whereby:

1. Buyer and seller are typically motivated;
2. Both parties are well-informed or well-advised, and acting in what they consider their own best interests;
3. A reasonable time is allowed for exposure in the open market;
4. Payment is made in terms of cash in U.S. Dollars or in terms of financial arrangements comparable thereto; and
5. The price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions

granted by anyone associated with the sale. The definition of market value was taken from the Department of the Treasury, Office of the Comptroller of the Currency, 12CFR Part 34, dated August 24, 1990 (Section 34.42 Definitions)

Market Value Comments: The factors of utility, scarcity, desire, and effective purchasing power are apparent in the definition. The implication that buyer and seller are working under equal pressure is seldom completely true, although typical motivation for each does imply a reasonable balance for a market value transaction.

Market prices do not necessarily follow all of these concepts and are often affected by salesmanship and the urgency and need of the buyer and/or seller. The central difference between market price and market value lies in the premise of knowledge and willingness both of which are contemplated in market value, but not in market price.

Jim Terry Appraisal Service

Stated differently, at any given moment of time, market value denotes what a property is actually worth under certain specified conditions, while market price denotes the actual sale price.

Probability of Value Change: The market value of the property appraised in the report is estimated as of aforementioned date. Constantly changing economic, social, political, and physical conditions have varying effects upon real property values. Even after the passage of a relatively short period of time, property values may change substantially and require a review of the appraisal and re-certification.

Definition of Fee Simple Estate or Interest:

Fee simple estate is the absolute ownership unencumbered by any other interest or estate subject only to the four powers of government. (The Dictionary of Real Estate Appraisal, 2nd Edition, by American Institute of Real Estate Appraisers, 1989.) The four governmental powers include eminent domain, escheat, police power, and taxation.

Definition of Highest and Best Use:

Highest and Best Use may be defined as: The reasonably probable and legal use of vacant land or an improved property, which is physically possible, appropriately supported, financially feasible, and that results in the highest value. The four criteria the Highest and Best Use must meet are legal permissibility, physical possibility, financial feasibility, and maximum profitability. (The Dictionary of Real Estate Appraisal, 2nd Edition, by American Institute of Real Estate appraisers, 1989).

The definition immediately preceding applies specifically to the Highest and Best Use of land and/or property. It is to be recognized that in cases where a site has existing improvements on it, the Highest and Best Use may very well be concluded to be different from the existing use. The existing use will continue, however, unless and until land value in its Highest and Best Use exceeds the total value of the property in its existing use.

Also implied, is that the estimation of Highest and Best Use results from judgment and analytical skill, i.e., that the use concluded from analysis represents an opinion, not a

Jim Terry Appraisal Service

fact to be found. In appraisal practice, the concept of highest and best use represents the premise upon which value is based. In the context of most probable selling price (market value), another appropriate term to reflect Highest and Best use would be most probable use. In the context of investment value, an alternative term would be most profitable use.

The Highest and Best Use of both land as though vacant and property as improved must meet four criteria. The Highest and Best Use must be: 1) physically possible, 2) legally permissible, 3) financially feasible, and 4) maximally productive. These criteria are usually considered sequentially; a use may be physically possible, but this is irrelevant if it is feasibly impossible or legally prohibited. Only when there is a reasonable possibility that one of the prior, unacceptable conditions can be changed is it appropriate to proceed with the analysis. If, for example, current zoning does not permit a potential Highest and Best Use, but there is a reasonable possibility that the zoning can be changes, the proposed use can be considered on that basis. (The Appraisal of Real Estate, 9th Ed. By American Institute of Real Estate Appraisers, 1987).

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LOCATION

The subject property is located off I-20 and Natchez Trace. The site is a good location for residences, since it is adjacent to Bruenburg S/D and very near subdivisions, school, shopping, and interstates.

LEGAL DESCRIPTION

See Addendum

THE PURPOSE OF THE APPRAISAL

The purpose of the appraisal is to estimate the market value of the utility easement and road as of October 25, 2006. This appraisal will be used for estimating lease value.

PROPERTY IDENTIFICATION

The property being appraised (subject property) consists of 24.86 acres and .12 acres permanent easement.

DATE OF VALUATION/INSPECTION DATES

The effective date of the appraisal is October 25, 2006. The property was inspected on this date. The comparable sales were inspected during the same time period.

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AREA DESCRIPTION

Subject property is located in an area which is composed of Hinds, Madison, and Rankin Counties. The area is located close to the center of the state and is approximately 200 miles south of Memphis, Tennessee and 90 miles north of New Orleans, Louisiana. It is approximately 40 miles east of the Mississippi River and 100 miles west of the Alabama state line. Jackson is the state's capitol and largest city.

The largest concentration of population is in Jackson with a total of 196, 637 people. However, while the primary job locations are in Jackson, a large part of the residential development recently has been in Rankin and Madison counties. The reason for this trend is lower taxes, better suburban school systems, and the county's desirable recreation areas, primarily the 35,000 acre Ross Barnett Reservoir and its adjoining 18,000 acres.

There are 33 private and parochial schools as well as 37 public elementary and 19 public secondary schools in the area. There are 7 colleges and 2 junior colleges within 30 miles of Jackson. The area offers over 100 various civic and fraternal organizations with representation of almost every major national and regional group in addition to many local services, professional and civic clubs. These clubs are quite strong in their support of community projects all over the counties and their influence can be felt throughout the area in the promotion of economic growth. In addition, almost every religious denomination is represented in this area.

The Jackson area is located extremely close to the geographic center of the growing middle south. Within 400 miles of the area, there are 45 metropolitan areas with a population in excess of 32 million.

Thirteen banks and three savings and loans serve the area. Assets of all combined are approximately 7 billion dollars.

Each county has a five-man board of supervisors. The supervisors are elected. They are responsible for the construction and maintenance of county roads, buildings, ferries, and bridges as well as other duties as may be required by law. The Board prepares the

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budget and levies such taxes on property of the county as may be necessary to meet the needs of the budget. They also authorize bond issues. The cities and towns in Hinds and Rankin Counties operate under a Mayor-Board of Alderman form of government.

A unique service provided by the State of Mississippi to businesses and the general public is the Research and Development Center. The Research and Development Center assists business firms and state and local government in economic development matters. This center has a staff of more than 150 specialists trained in economics, business, and engineering. It is closely associated with the university system in the state, in order to provide the best technical assistance available.

The typical topography of the area is generally rolling in nature with many lakes and streams. Woods are plentiful with forest area making up approximately 48% of the land area. Other large areas are devoted to other agricultural enterprises including cattle, hogs, cotton, soybeans, and poultry. The area is among the nation's leaders in broiler production.

The area's strategic location allows access to every mode of transportation to state, regional, national, and world markets. Highways, railway lines, and air service from all directions intersect in Jackson. Water transportation is available at Vicksburg which is 40 miles west of Jackson.

Two major highways, Interstates 55 and 20, intersect in Jackson. Interstate 20 extends from South Carolina to Texas where it connects with Interstate 10 to San Diego, CA. U.S. Highways 49, 51, and 80 also intersect in the city. Numerous other state and farm-to-market roads cross the area.

Eighteen common carrier truck lines render service to and from the area and maintain terminals in the Jackson area. Six carriers offer intrastate service, ten offer interstate services. Interline service is available to every state in the U.S., with overnight hauls throughout the Southeast and lower Mississippi Valley.

Rail service is provided by the Illinois Central Gulf Railroad. Illinois Central Gulf Railroad's yards in Jackson have a capacity for 3,300 cars. Amtrak has one daily train to

Jim Terry Appraisal Service

Chicago, Illinois and one to New Orleans. One bus line, Greyhound-Continental, offers inbound and outbound schedules daily from Jackson.

There are four airports in the area, with the largest being Jackson International Airport, a full service, commercial air carrier airport. Two major airlines operate scheduled flights daily to major cities across the nation. Air freight is also available at Jackson International with ramp space and warehouse terminal facilities available.

The Jackson area has been shown to be an attractive place to live with all the desired physical facilities and amenities. The social aspects of the area also should be attractive to potential and existing residents.

Services provided by the different governmental agencies are at least above the average of comparable areas. The leadership in the past has been fiscally responsible.

The economic picture is encouraging. Population growth in the area shows a steady upward trend. The economy of this part of the state has at least equaled the South as a whole.

The population and economic growth should continue at their present rates for the foreseeable future. This trend would be changed only if there is a major economic recession affecting the entire nation.

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NEIGHBORHOOD DATA

Clinton, Miss.

The city of Clinton is located in Hinds County west of and adjacent to Jackson, the state capitol. Jackson is the center of government, the center of health care, and the largest city in the state. Clinton is, in effect, a bedroom community of Jackson. Many Clinton residents are employed in Jackson and otherwise depend upon the Jackson economy.

The 1990 census reported Clinton to have a population of 21,847 which is an increase of 49% over the decade of the 1980s. Clinton has been steadily growing and, as of June 1984, received a growth spurt in the form of an approved annexation of approximately 13.5 square miles of land and additional population of approximately 2,900 people. This annexation more than doubles the size of the land area in the city and increases population by about 20%.

The main campus of Mississippi College, an institution of higher learning with an enrollment of about 3,500, is in the part of Clinton known as Olde Town.

Clinton Boulevard, U.S. 80, Northside Drive and Interstate 20, all provide good access from the Jackson area. Pinehaven Road and Cynthia Road provide access from the north. Clinton-Raymond Road and Springridge Road provide access from the south. Streets within the city receive average maintenance.

Generally, the topography is level. There are few areas identified as flood hazard areas. Clinton has its share of a subsoil condition known as Yazoo clay which is an obstacle for builders in constructing foundations. The entire area of greater Jackson is affected by this soil to some extent.

Clinton's newly annexed area includes an industrial park to the west. The anchor industry is Packard Electric, a division of General Motors. Most industries in the park are "clean". None emit odors or smoke to any great degree.

The city's fiscal character is strong. It has a Class A bond rating, which for a city its size is excellent. Clinton property taxes for 1990-91 are \$28.15 per \$1,000 of assessed

Jim Terry Appraisal Service

value. Hinds County property tax inside city limits is \$29.04 per \$1,000 of assessed value. Clinton school taxes are 47.76.

City services such as water and sewer are adequate. The city contracts garbage pickup with Browning Ferris. Police and fire protection are good. The city has a class 6 fire insurance rating.

In summary, the quality of life in Clinton is attractive to a large number of people who would locate in the greater Jackson, Mississippi area. Prospects for increasing real estate values are good.

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HISTORY

This property was purchased on 5/18/2001 and is in the process of developing a residential subdivision (Bruenburg)

TAXES

The taxes appear reasonable for this type property.

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THE APPRAISAL PROCESS
APPRAISAL METHODS

An appraisal of real estate is an opinion of value of a specific property as of a certain date. The appraiser supports his opinion by gathering information from the appropriate real estate market and by analyzing this; he reaches a conclusion as to the value.

The market is made up of people making transactions in real estate. These may be buyers, sellers, renters, tenants, or any others with an interest in real property. The transaction that the appraiser looks for is one in which some sort of voluntary exchange has been made between two or more parties.

Experience, through the years, has developed what has become known as the "appraisal process", which is a systematic means of gathering and analyzing data from the market. The data are used in what is called the three approaches to value. They are the **Cost Approach**, the **Market Data (Sales) Approach**, and the **Income (Rent) Approach**. Most appraisals should use at least two of the three approaches, but sometimes it is not possible to do so.

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HIGHEST AND BEST USE

The **Highest and Best Use** of a property is the most profitable use found among those uses which are currently legal, possible and feasible. The considerations necessary, therefore, in estimating **Highest and Best Use** are:

1. Legality of an existing or a proposed use.
2. Physical possibility of creating or sustaining the use.
3. Economic feasibility of the use.
4. The most profitable use among those which are legal, feasible, and possible.

The analysis of **Highest and Best Use** involves two steps:

1. Estimated **Highest and Best Use** of the site as if VACANT.
2. Estimated **Highest and Best Use** of the whole property as IMPROVED.

Inasmuch as zoning and private restrictions form some limitations on which uses are legal for a site, they likewise affect **Highest and Best Use**. In some cases where there is a strong probability of a zoning change or a removal of restrictions, etc., there can possibly be an estimated **Highest and Best Use** which is not now a permissible one. However, there should be a pronounced trend toward such potential change, and the appraiser must not indulge in mere speculation.

The **Highest and Best Use** of the subject property vacant is for residences.

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SITE ANALYSIS

LOCATION	: I-20/Natchez Trace
CONFORMITY	: Does Conform
SANITARY SEWER	: Yes
STORM SEWER	: Yes
SIDEWALKS	: Yes
CURB/GUTTER	: Yes
STREET LIGHTS	: Yes
STREET ACCESS/TYPE	: I-20/Natchez Trace/Asphalt
OFF-SITE IMPROVEMENTS	: Average
TOPOGRAPHY	: Above Street
DRAINAGE	: Appears Adequate
ZONING	: R-1, Residential
FLOOD ZONE	: Not in Flood Zone

(See Map #280071 000 2 C)

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LAND VALUATION

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METHODS OF ESTIMATING LAND VALUE

Four methods of estimating land value, as listed in The Appraisal of Real Estate, published by the American Institute of Real Estate Appraisers, are:

- (1) **The Market Data or Sales Comparison Approach.** This calls for appraisal by comparing, weighing, and relating sales of similar vacant sites to the land being appraised. The sales are referred to as "comparable sales".
- (2) **The Abstraction Method.** This involves allocation of the total value of the property between the buildings and land. This may be accomplished either on a ratio basis or by subtracting a figure representing building value from the total value of the improved property.
- (3) **The Anticipated Use or Development Method.** This is applicable to undeveloped land and calls for estimating total value as if the land were developed as a subdivision and sold as lots. Development costs are subtracted from anticipated gross sales to arrive at an estimated value of the undeveloped land.
- (4) **The Land Residual Method.** The residual income imputable to land is capitalized into a value estimate for the land. This is applicable to income producing property where the improvements are new and are the Highest and Best Use of the land.

The first method will be used in this appraisal.

Jim Terry Appraisal Service
COMPARABLE SALE NUMBER 1

TYPE	: Residential Land Sale
COUNTY	: Hinds
DATE	: 12/00
GRANTOR	: Todd
GRANTEE	: Parkman
CONSIDERATION	: \$400,000 or \$.167 SF
SIZE	: 2,395,800 SF
LOCATION	: Williamson Road
ZONING	: Residential
BOOK	: 4720
PAGE	: 26

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COMPARABLE SALE NUMBER 2

TYPE	: Residential Land Sale
COUNTY	: Hinds
DATE	: 8/17/01
GRANTOR	: Morrissey
GRANTEE	: Falkner
CONSIDERATION	: \$120,000 or \$.34 SF
SIZE	: 348,480 SF
LOCATION	: Midway Road
ZONING	: Residential
BOOK	: 478
PAGE	: 396

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COMPARABLE SALE NUMBER 3

TYPE	: Residential Land Sale
COUNTY	: Hinds
DATE	: 3/05
GRANTOR	: Mayo
GRANTEE	: Keith
CONSIDERATION	: \$327,500 or .75 psf
SIZE	: 435,600 SF
LOCATION	: Pinehaven
ZONING	: Residential

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COMPARABLE SALE NUMBER 4

TYPE	: Residential Land Sale
COUNTY	: Hinds
DATE	: 3/22/05 Book: 6236 Page: 309
GRANTOR	: Mayo
GRANTEE	: Keith
CONSIDERATION	: \$202,500 or \$.46 SF
SIZE	: 435,600 sf
LOCATION	: Pinehaven Road
ZONING	: Residential

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LAND COMPARABLE SALES ANALYSIS
(BEFORE THE TAKE)

NUMBER	SALE PRICES	ADJUSTMENT FOR UNIT			ADJUSTED PRICES
		TIME	SIZE	LOCATION	
1	.17	-	+.80	-	.31
2	.34	-	-.20	-	.27
3	.75	-	-.20	-	.60
4	.46	-	-.20	-	.37

The sales indicate a range, after adjustments are made, of \$.27 to \$.60 per square feet of total land area.

The indicated square foot cost of \$.36 is applied to the subject land square footage of 1,082,902 and the indicated value is \$389,845. (Rounded: \$390,000)

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LAND COMPARABLE SALES ANALYSIS

(After the Take)

NUMBER	SALE PRICES	ADJUSTMENT FOR UNIT			ADJUSTED PRICES
		TIME	SIZE	LOCATION	
1	.17	-	+.80	-	.31
2	.34	-	-.20	-	.27
3	.75	-	-.20	-	.60
4	.46	-	-.20	-	.37

The sales indicate a range, after adjustments are made, of \$.27 to \$.60 per square feet of total land area.

The indicated square foot cost of \$.36 is applied to the subject land square footage of 1,077,675 and the indicated value is \$387,963.

Before value \$389,845

\$387,963

Value of permanent lease \$1,882 Say: \$1,900

Value of Temporary lease \$1,882 X .08 X 2 = \$301.12 Say: \$300.00

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ADDENDUM

Borrower

Property Address Bruenburg Land

City Clinton

County

Hinds

State

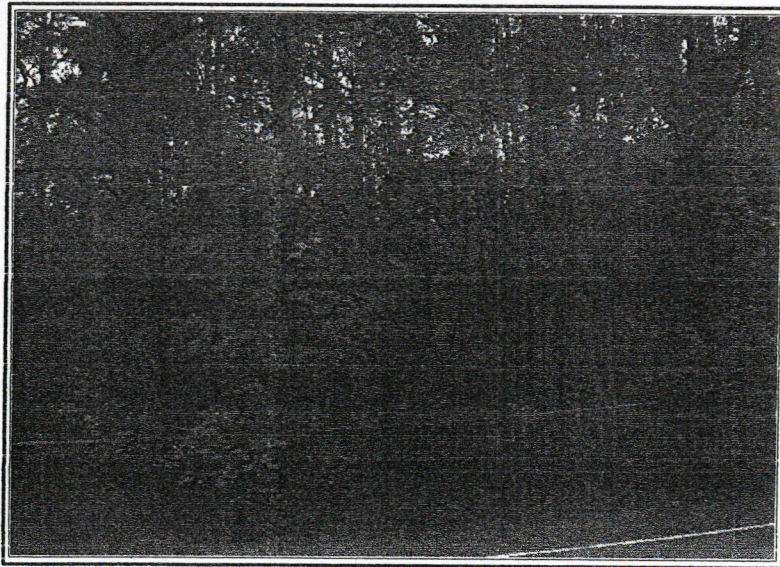
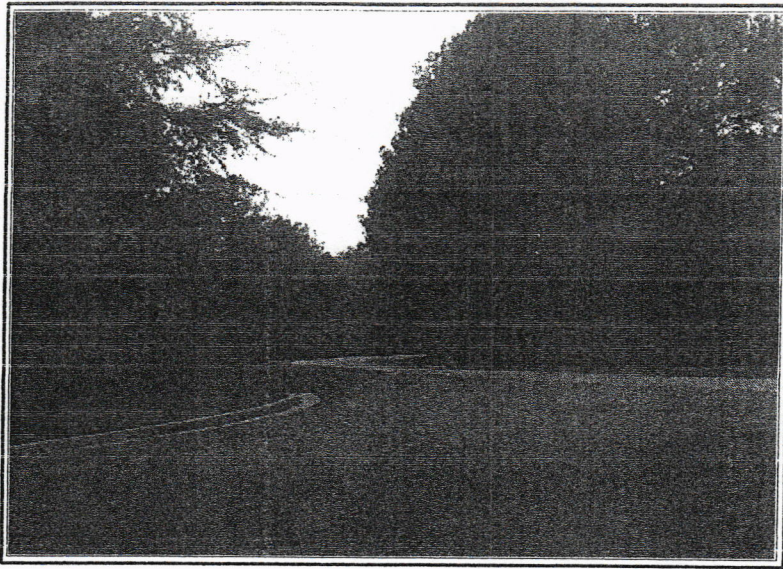
MS

Zip Code

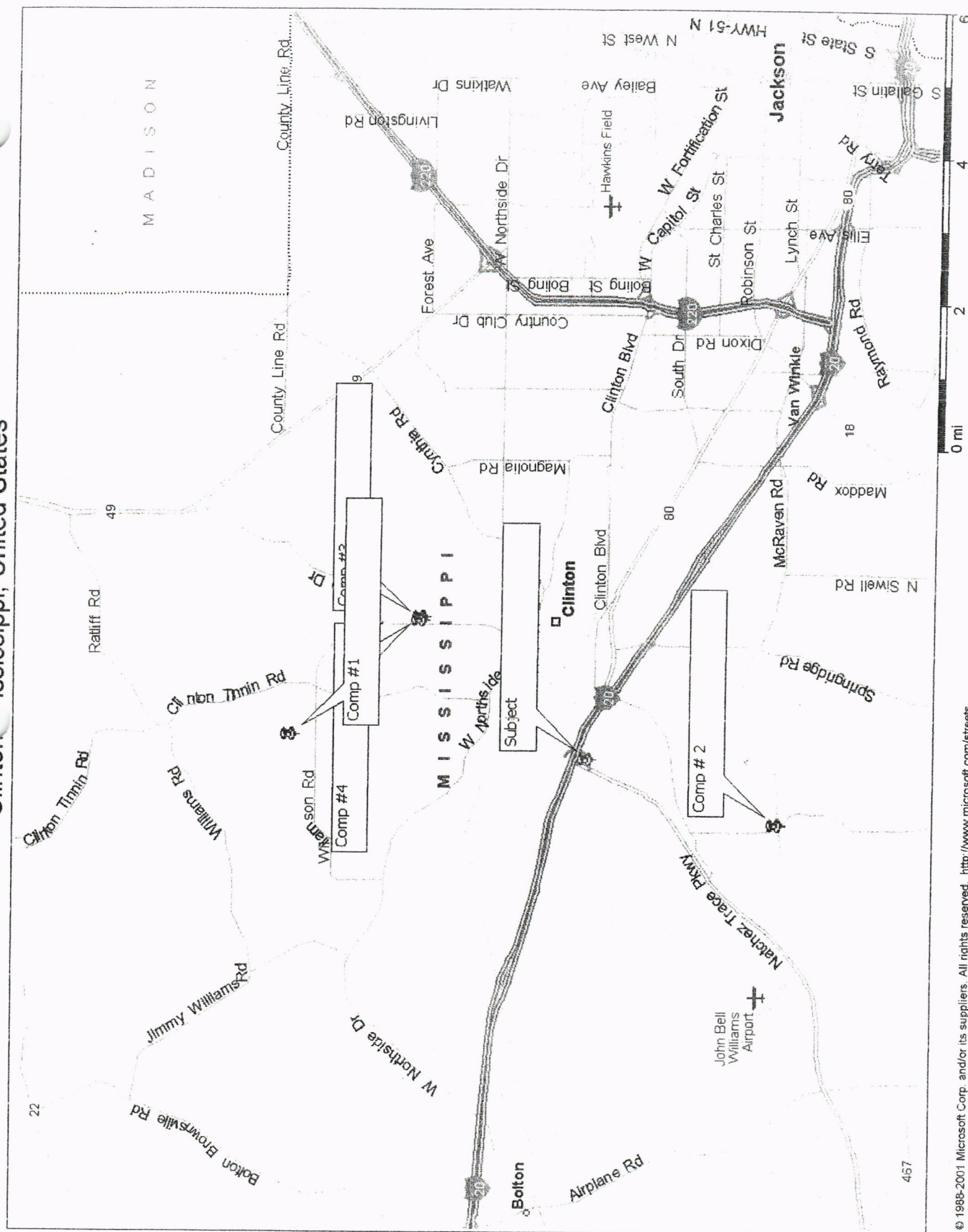
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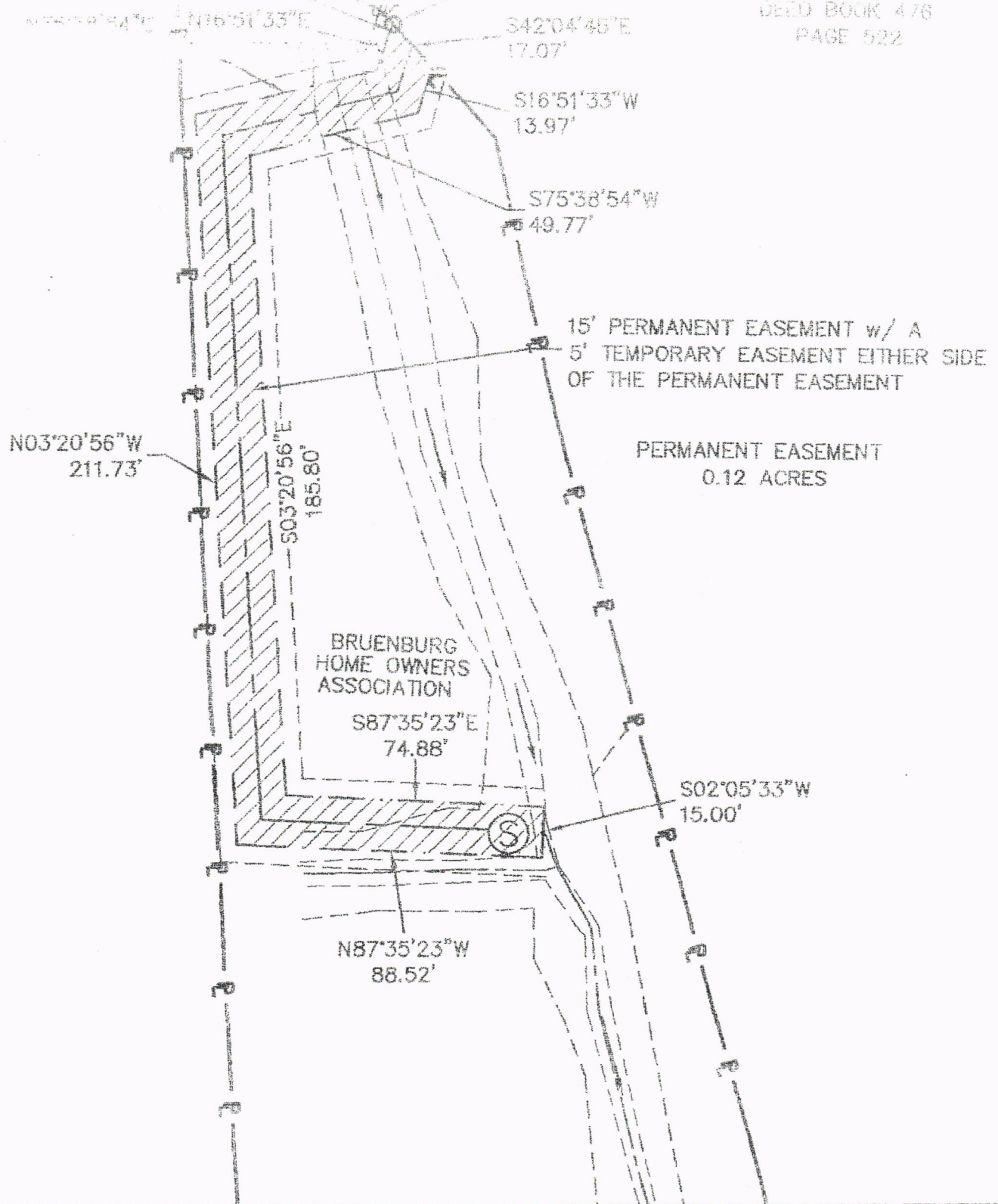
Lender/Client Willford, Gearhart & Knight, Inc.

Address Clinton



Clinton, Mississippi, United States





WILLIFORD, GEARHART & KNIGHT, INC.
ENGINEERS & SURVEYORS

DATE 12/1/01	CITY OF CLINTON FORCE MAIN EASEMENT	
DRAWN BY [Signature]	BRUENBURG HOME OWNERS ASSOCIATION	
SCALE 1" = 100'	SHEET NO. 1	OF 1

Indexing instructions:

SE 1/4 of NW 1/4, SW 1/4 of NE 1/4 and NW 1/4 of SE 1/4
and NE 1/4 of SW 1/4 of Section 25, T6N, R2W,
Second Judicial District of Hinds County, Clinton, Mississippi

Prepared by:

William C. Smith III
Taylor, Covington & Smith, P.A.
P.O. Box 3509
Jackson, Mississippi 39207-3509
(601) 969-7817

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which is hereby acknowledged, the undersigned **CLINTON PARTNERSHIP**, a Mississippi general partnership, GRANTOR, does hereby sell, convey and warrant unto **BRUENBURG, LLC**, a Mississippi limited liability company, GRANTEE, the real property lying and being situated in the Second Judicial District, Hinds County, Mississippi and being more particularly described as follows:

**SEE EXHIBIT "A" ATTACHED HERETO
AND MADE A PART HEREOF BY REFERENCE**

IT IS AGREED AND UNDERSTOOD that the taxes for the current year have been prorated as of this date on an estimated basis, and when said taxes are actually determined, if the proration as of this date is incorrect, then the GRANTOR agrees to pay to said GRANTEE or his assigns any deficit on an actual proration. Likewise, GRANTEE agrees to pay to said GRANTOR or its assigns any overpayment on an actual proration.

THIS CONVEYANCE and the warranty herein contained is made subject to the terms and conditions of those certain covenants or restrictions, including but not limited to those terms and conditions contained in those certain Deeds to the State of Mississippi recorded in Book 138 at Page 169 and Book 171 at Page 509 and those terms and

conditions contained in that certain Deed to the State Highway Commission recorded in Book 199 at Page 206.

The undersigned Louis E. Ridgway, Jr., Julius M. Ridgway, and Leona R. York do hereby represent and warrant that they are the co-managing partners of Clinton Partnership, a Mississippi general partnership, and that they have the capacity and authority to execute this Warranty Deed together with all documents reasonably necessary and incident to the conveyance of the above described property to the Grantee herein.

FURTHER, the undersigned Grantor does hereby reserve unto itself and its successors and assigns, an unrestricted right of ingress and egress over, across and through the primary road ("Primary Road Easement") to be constructed by Grantee as approved and permitted by the City of Clinton, which road shall abut the line constituting the common line of Grantee's property described on Exhibit "A", and Grantor's remaining property, and running generally northwesterly through the property described on Exhibit "A" so as to connect to one of the public roads in the adjacent Bruenburg development which in turn will provide access to the Interstate-20 South frontage road. By acceptance of delivery of this instrument, Grantee does hereby covenant and agree to construct said road and dedicate same for use by the public. At such time as the Primary Road Easement is dedicated to the public, the Primary Road Easement shall terminate by operation of this instrument without further action by Grantor or Grantee. It is agreed and understood that the Primary Road Easement shall not be converted to a private road without the expressed written consent of Grantor or its successors and assigns.

THIS CONVEYANCE IS SUBJECT TO any and all recorded mineral severances applicable to the above described property.

Exhibit "A"

BOOK 476 PAGE 528

STATE OF MS
COUNTY OF HINDS
FILED - RECORDED

MAY 22 8 03 AM '01

Legal Description for
Stonebridge III of BruenBurg

BOOK 476
PAGE 528
CHANCERY CLERK

A 12.66 acre tract situated in the SE 1/4 of the NE 1/4, the SW 1/4 of the NE 1/4, the NW 1/4 of the SE 1/4 and the NE 1/4 of SE 1/4 of Section 25, Township 6 North, Range 2 West, in the Second Judicial District of Hinds County, in the City of Clinton, in the Great State of Mississippi, being a part of a 248.00 acre tract as conveyed to Clinton Partnership by deed of conveyance found in Book 345, Page 118 of the Office of the Chancery Clerk of Hinds County located in the Town of Raymond, herein incorporated into the following metes and bounds description:

Commence at an axle found representing the Southeast corner of Section 25, Township 6 North, Range 2 West, Second Judicial District of Hinds thence run North 00 degrees 22 minutes 50 seconds West 2,700.61 feet to point; thence run West a distance of 2,148.31 feet to the Southwest corner of Lot 127 of Stonebridge II of BruenBurg, a Subdivision filed of record in Plat Cabinet A, Slot 74 of the Chancery Clerk's office of Hinds County, in Raymond, Mississippi, said point being the True Point of Beginning of the tract herein described:

From the True Point of Beginning, thence run South 33 degrees 46 minutes 47 seconds West a distance of 48.16 feet; thence run South 08 degrees 01 minutes 05 seconds East a distance of 158.47 feet; thence run South 23 degrees 54 minutes 16 seconds East a distance of 265.93 feet; thence run South 70 degrees 58 minutes 33 seconds East a distance of 84.00 feet; thence run South 16 degrees 13 minutes 59 seconds West a distance of 325.47 feet; thence run South 73 degrees 46 minutes 01 seconds East a distance of 244.01 feet; thence run North 33 degrees 21 minutes 31 seconds East a distance of 394.88 feet; thence run North 60 degrees 06 minutes 16 seconds East a distance of 216.30 feet; thence run North 56 degrees 28 minutes 10 seconds East a distance of 223.76 feet; thence run North 46 degrees 38 minutes 25 seconds East a distance of 190.72 feet; thence run North 39 degrees 56 minutes 03 seconds East a distance of 108.67 feet; thence run North 34 degrees 55 minutes 57 seconds East a distance of 54.97 feet; thence run North 13 degrees 05 minutes 07 seconds East a distance of 113.00 feet; thence run North 21 degrees 01 minutes 27 seconds East a distance of 364.32 feet; thence run North 76 degrees 07 minutes 57 seconds West a distance of 148.91 feet; thence run North 64 degrees 18 minutes 11 seconds West a distance of 50.84 feet, said point being the southeast corner of Stonebridge I of BruenBurg, a Subdivision filed of record in Plat Cabinet A, Slot 71 of the Chancery Clerk's office of Hinds County in Raymond, Mississippi; thence run South 59 degrees 55 minutes 46 seconds West a distance of 196.37 feet; thence run South 27 degrees 19 minutes 05 seconds East a distance of 24.57 feet; thence run along a curve to the right, said curve having a radius of 291.80 feet, a length of 140.13 feet, a chord bearing of South 13 degrees 33 minutes 39 seconds East, and a chord distance of 138.79 feet; thence run along a curve to the right, said curve having a radius of 345.00 feet, a length of 332.93 feet, a chord bearing of South 27 degrees 50 minutes 30 seconds West, and a chord distance of 320.16 feet; thence run along a curve to the right, said curve having a radius of 1,704.82 feet, a length of 264.35 feet, a chord bearing of South 59 degrees 55 minutes 46 seconds West, and a chord distance of 264.09 feet; thence run along a curve to the left, said curve having a radius of 415.00 feet, a length of 159.19 feet, a chord bearing of South 53 degrees 22 minutes 57 seconds West, and a chord distance of 158.22 feet; thence run North 45 degrees 52 minutes 35 seconds West a distance of 117.87 feet; thence run along a curve to the right, said curve having a radius of 325.00 feet, a length of 19.30 feet, a chord bearing of South 44 degrees 27 minutes 02 seconds West, and a chord distance of 19.29 feet; thence run North 39 degrees 48 minutes 29 seconds West a distance of 186.04 feet; thence run North 72 degrees 20 minutes 20 seconds West a distance of 112.59 feet; thence run South 88 degrees 36 minutes 25 seconds West a distance of 51.78 feet; thence run North 70 degrees 37 minutes 15 seconds West a distance of 122.23 feet back to the True Point of Beginning, said tract containing 12.66 acres, more or less.

7.00
17

476 met 526

Exhibit "A"

A 12.20 acre tract situated in the SE 1/4 of the NW 1/4, the SW 1/4 of the NE 1/4, the NW 1/4 of the SE 1/4 and the NE 1/4 of SW 1/4 of Section 25, Township 6 North, Range 2 West, in the Second Judicial District of Hinds County, in the City of Clinton, in the Great State of Mississippi, being a part of a 248.00 acre tract as conveyed to Clinton Partnership by deed of conveyance found in Book 345, Page 118 of the Office of the Chancery Clerk of Hinds County located in the Town of Raymond, herein incorporated into the following metes and bounds description:

Commence at an axle found representing the Southeast corner of Section 25, Township 6 North, Range 2 West, Second Judicial District of Hinds; thence run North 00 degrees 22 minutes 50 seconds West 2,839.88 feet to point; thence run West a distance of 2,580.23 feet to the Southwest corner of Bellemeade II of BruenBurg, a subdivision filed of record in Plat Cabinet A, Slot 74 of the Chancery Clerk's office of Hinds County, in Raymond, Mississippi, said point being the True Point of Beginning of the tract herein described:

From the True Point of Beginning, thence run South 67 degrees 35 minutes 35 seconds East a distance of 320.00 feet; thence run North 22 degrees 24 minutes 25 seconds East for 29.19 feet; thence run South 70 degrees 37 minutes 15 seconds East for 133.43 feet; thence run South 33 degrees 46 minutes 47 seconds West for 48.16 feet; thence run South 08 degrees 01 minutes 05 seconds East a distance of 158.47 feet; thence run South 23 degrees 54 minutes 16 seconds East a distance of 265.93 feet; thence run South 70 degrees 58 minutes 33 seconds East a distance of 84.00 feet; thence run South 16 degrees 13 minutes 59 seconds West a distance of 325.47 feet; thence run North 73 degrees 46 minutes 01 seconds West a distance of 518.16 feet; thence run South 22 degrees 24 minutes 25 seconds West a distance of 169.32 feet; thence run North 67 degrees 35 minutes 35 seconds West a distance of 320.00 feet to the east right-of-way line of the Natchez Trace Parkway; thence run, along said right-of-way line, North 22 degrees 24 minutes 25 seconds East a distance of 875.00 feet to the Southwest corner of Bellemeade II of BruenBurg, a subdivision filed of record in Plat Cabinet A, Slot 74 of the Chancery Clerk's Office of Hinds County, in Raymond, Mississippi back to the True Point of Beginning, said tract containing 12.20 acres, more or less.

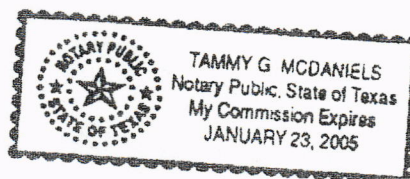
STATE OF TEXAS
COUNTY OF Kerr

PERSONALLY APPEARED before me, the undersigned authority in and for the said County and State, on this the 11 day of May, 2001, within my jurisdiction, the within named Louis E. Ridgway, Jr., who acknowledged that he is Co-Managing Partner of Clinton Partnership, a Mississippi General Partnership, and that for and on behalf of said general partnership and as its act and deed, he executed, signed and delivered the above and foregoing instrument, after first having been duly authorized by said general partnership so to do.

Tammy G. McDaniels
Notary Public

My Commission Expires:

January 23, 2005

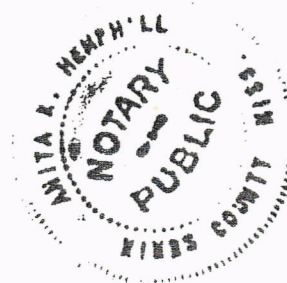


STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY APPEARED before me, the undersigned authority in and for the said County and State, on this the 18th day of May, 2001, within my jurisdiction, the within named Leona R. York, who acknowledged that she is Co-Managing Partner of Clinton Partnership, a Mississippi General Partnership, and that for and on behalf of said general partnership and as its act and deed, she executed, signed and delivered the above and foregoing instrument, after first having been duly authorized by said general partnership so to do.

Anita R. Thompson
Notary Public

My Commission Expires:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COM. EXPIRES: APRIL 6, 2003
POWERED BY MISSISSIPPI NOTARY SERVICE



Grantor's Address:
P.O. Box 16667
Jackson, MS 39236-6667
Telephone: (601) 362-0502

Grantee's Address
P.O. Box 328
Madison, MS 39130
Telephone: (601) 856-0009

WITNESS THE DULY AUTHORIZED SIGNATURES of the undersigned on this the

11th day of May, 2001.

CLINTON PARTNERSHIP,
a Mississippi general partnership

Julius M. Ridgway
By: JULIUS M. RIDGWAY
Title: Co-Managing Partner

Louis E. Ridgway, Jr.
By: LOUIS E. RIDGWAY, JR.
Title: Co-Managing Partner

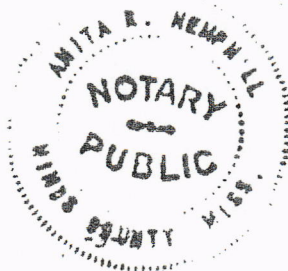
Leona R. York
By: LEONA R. YORK
Title: Co-Managing Partner

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY APPEARED before me, the undersigned authority in and for the said County and State, on this the 18th day of May, 2001, within my jurisdiction, the within named Julius M. Ridgway, who acknowledged that he is Co-Managing Partner of Clinton Partnership, a Mississippi General Partnership, and that for and on behalf of said general partnership and as its act and deed, he executed, signed and delivered the above and foregoing instrument, after first having been duly authorized by said general partnership so to do.

Anita R. Hemphill
Notary Public

My Commission Expires
JUL 8, 2003
FOR THE HINDS COUNTY NOTARY SERVICE



Jim Terry Appraisal Service

ADDENDUM

RESUME

JAMES E. TERRY
P.O. Box 2218
Clinton, Mississippi 39060

EDUCATION

GENERAL

Columbia, Mississippi Public Schools
Pearl River Jr. College
University of Southern Mississippi

SPECIAL COURSES

Courses 101, 102 of the Society of Real Estate Appraisers
GRI Courses I, II, III, & IV
Appraisal of Multifamily Properties I, Columbia, Maryland
Appraisal of Multifamily Properties II, Columbia, Maryland
Commercial Investment Appraisals, Jackson, Mississippi
Advanced Commercial Appraisals, Little Rock, Arkansas
Basic Valuation of Income Property, Little Rock, Arkansas
Advanced Valuation of Income Property, Little Rock, Arkansas
Standards of Professional Practices Course, Jackson, Mississippi

EXPERIENCE

Forty years experience in residential, multifamily, and commercial appraisals. Twelve years experience with Federal Housing Administration (HUD), six years with Veterans Administration, and thirteen years operating appraisal firm. Taught Real Estate Appraisal Course at Hinds Community College.

PROFESSIONAL AFFILIATIONS

Associate, The Appraisal Institute. Member of Clinton Chamber of Commerce.

APPROVED AS APPRAISER FOR:

AMS Mortgage
AmSouth Mortgage Company, Inc.
Bank of Mississippi
Bailey Mortgage

Jim Terry Appraisal Service

RESUME (cont.)

Chase Manhattan Mortgage
Colonial Mortgage Company
Countrywide Mortgage Company
Deposit Guaranty Mortgage Company
Deposit Guaranty Bank
ERA Mortgage Company
Federal Deposit Insurance Corp.
FirstBanc Mortgage Corp.
First Fidelity Bank
First Guaranty Mortgage
First Tennessee Bank
Genesis Relocation Co.
H.C. Bailey
John Deere
Lumberman's Investment
Merchants and Farmers
Merchants and Planters
Molton, Allen, and Williams
Mortgage Associates
National Mortgage
Residential Mortgage
Southern Mortgage
Sunburst Bank
Trans Equity
Trustmark National Bank
Court Appraiser, 1st judicial district
Right of Way Appraisals, City of Clinton
Right of Way Appraisals, Hinds County
Review Appraisals, City of Clinton

*State Certified General Appraiser



BOARD APPROVED

NOV 21 2006

CITY OF CLINTON

November 6, 2006

Richard L. Broome, PE
City Engineer
City of Clinton
P.O. Box 156
Clinton, MS 39060-0156

RECEIVED
NOV 07 2006

CITY OF CLINTON
ENGINEERING DEPARTMENT

RE: Megaplastics Rail Spur
Clinton, Mississippi
CDBG Project No. 1120-03-147-ED-01

Dear Richard:

Transmitted are three (3) copies of the Construction Change Request #2 for the referenced project. This Construction Change Request deals with the addition of a Double Switch Point Derail as directed by the Kansas City Southern Railroad resulting from changes in the grade of the track requested by Wayne Cooksey and reflected in the revised drawings that were issued on March 31, 2006. The change results in an increase in the contract amount, but due to a significant underrun in several pay items the increase can be paid without an increase in cost to the City of Clinton, as will be reflected in the final change order to be submitted later this month. This Change Request is being provided for your review and presentation to the Mayor and Board of Aldermen for their approval.

Should you have any questions or need additional information, please feel free to call me.

Sincerely,

ABMB ENGINEERS, INC.



Eric Jefferson, PE

Attachments:

F:\PROJECTS\1529 Clinton Rail Spur - MegaPlastics\Correspondence\Broome - CO#2.doc

700 NORTH STATE STREET, SUITE 300 JACKSON, MISSISSIPPI 39202 601.354.0696 601.354.0433 f
901 JACKSON STREET VICKSBURG, MISSISSIPPI 39180 601.638.2642 601.634.1227 f

CONSTRUCTION CHANGE REQUEST

No. 2
Date: November 6, 2006

Mayor and Board of Aldermen
City of Clinton, Mississippi
CDBG Project No. 1120-03-147-ED-01
Megaplastics Rail Spur

BOARD APPROVED
NOV 21 2006
CITY OF CLINTON

Attn: Mayor and Board of Aldermen
City of Clinton, Mississippi

The following changes on the above project, with stations, quantities and items involved, are recommended for the reasons stated in detail below:

- A. PROPOSED: To decrease the contract amount for Pay Item #RR-4, Derail Assembly
- REASON FOR CHANGES: Modifications were made to the grade of the rail spur at the direction of Kansas City Southern during construction, and as a result a different type of derail assembly is required on the track than the one specified under the original contract documents.
- B. PROPOSED: To add Pay Item RR-6, Double Switch Point Derail Assembly
To add Pay Item 901-S-612-B, Relocate Existing Fence
- REASON FOR CHANGES: Modifications made to the grade of the rail spur at the direction of Kansas City Southern during construction required a double switch point derail, and relocation of an existing fence at Pickens Hardwood.

Original Quantity

Pay Item # RR-4	Derail Assembly	1 Each @	\$1,350.00	=	\$1,350.00
Pay Item # RR-6	Double Switch Point Derail		Not Applicable		
Pay Item #901-S-612-B	Relocate Existing Fence		Not Applicable		
Original Value of Work Items					\$1,350.00

Revised Quantity

Pay Item # RR-4	Derail Assembly	0 Each @	\$1,350.00	=	\$0.00
Pay Item # RR-6	Double Switch Point Derail	1 Each @	\$7,150.00	=	\$7,150.00
Pay Item #901-S-612-B	Relocate Existing Fence	1 Lump	\$2,160.00	=	\$2,160.00
Revised Value of Work Items					\$9,310.00

Net Increase in Construction Cost: \$7,960.00

ORIGINAL CONTRACT PRICE	\$243,109.00 (C)
TOTAL OF PREVIOUS CHANGE ORDERS	
Change Order No. 1 (9/16/05)	\$119,950.00 (D)
CURRENT CONTRACT PRICE (ITEMS C + D)	\$363,059.00 (E)
Cost for This Change Order	\$7,960.00 (F)
TOTAL CONTRACT AMOUNT WITH REQUESTED CHANGE ORDER (E + F)	\$371,019.00 (G)

APPROVALS:

RECOMMENDED: November 6, 2006

Erin D. Hester
Project Engineer (ABMB Engineers)

APPROVED: November 21, 2006

Rosemary G. Rustman
Mayor, City of Clinton, Mississippi

CITY OF CLINTON AGENDA ITEM FACT SHEET

BOARD MEETING DATE: November 21, 2006

AGENDA ITEM NO. 10

CONSENT AGENDA:

TO:

FOR:

BOARD APPROVED

ACCOUNT NO:

NOV 21 2006

INTRODUCED BY:

CITY OF CLINTON

DISCUSSION/ACTION: Appointment of Tara Lytal as Manager of the Main Street Program

INTRODUCED BY: Rosemary Aultman, Mayor

BOARD ACTION:

MOTION MADE BY: Brabham

SECONDED BY: Greer

VOTE CAST:
TAKEN:

"AYE"

"NAY"

ACTION

Brabham

✓

Hisaw

✓

Greer

✓

Bishop

✓

Fisher

A

Morgan

✓

Barnett

✓

Mayor Aultman

AGENDA ITEMS MUST BE TURNED IN TO THE CITY CLERK WITH ALL ATTACHMENTS NO LATER THAN 5 P.M. ON THE WEDNESDAY PRECEEDING THE TUESDAY BOARD MEETING TO BE INCLUDED ON THE AGENDA. THIS DEADLINE GIVES THE CLERK TIME TO PREPARE THE AGENDA AND ALSO TO COPY THE AGENDA. PLEASE REMEMBER ALL OF THIS TAKES SOME TIME AND THIS IS WHY WE HAVE THIS DEADLINE. THANKS.

Tara Lynn Lytal

August 1, 2006

Mayor Rosemary Aultman
300 Jefferson Street
Clinton, Mississippi 39056

Dear Mayor Aultman,

I am writing to express my interest in the Main Street program. The administration's commitment to revitalizing older areas in Clinton is exciting and I would like the opportunity to be a part of such an initiative.

Included is a copy of my resume' for your review and consideration. I believe you will see I have the appropriate combination of education and experience which includes retail experience, design experience and a master's degree in public relations that would prove beneficial to the Main Street program. I would appreciate discussing the Main Street program with you and the associated leadership opportunities.

Sincerely,

Tara Lytal

Tara Lytal

AUG 2 2006

CITY OF CLINTON

BOARD APPROVED

NOV 21 2006

CITY OF CLINTON

Tara Lynn Lytal
304 East College Street
Clinton, Mississippi 39056
(601) 925-4648

BOARD APPROVED
NOV 21 2006
CITY OF CLINTON

Education

1992-1994 Master of Science in Communication from Mississippi College
1985-1990 Bachelor of Arts in Interior Design from Mississippi College

Work Experience

June 1994-current The Cupboard Gifts & Interiors
Interior Designer Clinton, Mississippi

Duties include assisting clients with full service interior design; buying for the business; assisting with business management including advertising and employee scheduling; display and merchandising for the retail shop

August 2003-2005 Mississippi College
Adjunct Professor Clinton, Mississippi

Duties included teaching Professional Communications

1989-1994 The Final Touch Interiors
Interior Designer Jackson, Mississippi

Duties included full service interior designer 1990-1994 and professional internship Spring of 1989

Work related experience

- Participated in Designer Show Houses in Jackson, MS and Clinton, MS
- Serve on The Olde Town Clinton Historic Review Board, 1998 to present
- Serve on Clinton's Architectural Review Board, 2001 to present
- Arts Council of Clinton board member 2000-2005; President 2002-2003
- Junior Civic League of Clinton 1999 to present; President 2002-2003
- Clinton Chamber of Commerce board member 2002-2004; chairperson of the retail development committee
- Leadership Clinton Class of 1998-1999
- Leadership Clinton team project - planned, funded and implemented the Olde Towne Courtyard, downtown Clinton
- Who's Who Among American Colleges and Universities, 1989
- Joan Myer's Art Award, 1989

References available upon request