

**RECESSED MEETING OF THE MAYOR AND BOARD OF ALDERMEN
TUESDAY, OCTOBER 15, 1996
MUNICIPAL COURTROOM - 305 MONROE STREET**

The Mayor and Board of Aldermen of the City of Clinton met in Recessed Meeting at 7 P.M., at the Municipal Courtroom, 305 Monroe Street, pursuant to a Recess Order adopted by said Mayor and Board of Aldermen at their Meeting of October 1, 1996, as found on page 124 of this Minute Book Y.

WELCOME AND CALL TO ORDER - Mayor Rosemary Aultman

INVOCATION AND PLEDGE OF ALLEGIANCE TO THE FLAG - The invocation was led by Alderman Brabham followed by the Pledge of Allegiance to the Flag led by Alderman DePriest.

ROLL CALL - City Clerk Nelson Byrd

Present - Jehu Brabram - Alderman-At-Large
George Ferrell - Alderman Ward 1
Rodney DePriest - Alderman Ward 2
Ben Todd - Alderman Ward 3
Phil Fisher - Alderman Ward 4
Herb Touchton - Alderman Ward 5
Sharbert Lott - Alderman Ward 6

City Attorney - Ken Dreher
City Clerk - Nelson Byrd

RECOGNITION - KIDS TOWNE WINS FACILITY AWARD OF MERIT

Parks and Recreation Director David Freeman announced that he had nominated Kids Towne Playground for a facilities design award at the Mississippi Recreation and Parks Association state convention and it had won over all other facilities nominated throughout the State. Mayor Aultman challenged all the community to pull together to rebuild the damage to this facility caused by a recent fire.

AGENDA CHANGES

Mayor Aultman announced to add to the agenda "Request for Dimensional variance for 416 Woodstone Road" recommended from Planning and Zoning Board.

APPROVAL OF CONSENT AGENDA ITEMS A-N:

MOTION made by Alderman Fisher and **SECONDED** by Alderman Touchton to approve Consent Agenda Items A-N as listed on page 143 of this Minute Book Y, noting that Consent Agenda Item B will serve to advertise favorably the opportunities, possibilities, and resources of the City of Clinton. **MOTION CARRIED UNANIMOUSLY** Item L can be found of pages 145-152 of this Minute Book Y.

ADOPTION OF RESOLUTION FOR DIMENSIONAL VARIANCE FOR STONEGATE APARTMENTS AT 416 WOODSTONE ROAD

MOTION made by Alderman DePriest and **SECONDED** by Alderman Brabham to adopt that Resolution found on pages 153-155 of this Minute Book Y for a dimensional variance at Stonegate Apartments on 416 Woodstone Road as recommended by Planning and Zoning Board. **MOTION CARRIED UNANIMOUSLY**

PROPOSAL BY SHERIFF MCMILLAN TO ENTER INTO MEMORANDUM OF AGREEMENT WITH MISSISSIPPI DEPARTMENT OF TRANSPORTATION TO BEAUTIFY I-20 BETWEEN SPRINGRIDGE ROAD AND CLINTON-RAYMOND

Sheriff Malcolm McMillan proposed to the Mayor and Board of Alderman to enter into a Memorandum of Agreement with the Mississippi Department of Transportation for the Hinds County Penal Farm to provide manpower to beautify and maintain the property between Springridge Road and Clinton-Raymond Road along I-20 in Clinton. In this partnership, Sheriff McMillan will provide manpower but needs the City of Clinton to provide a tractor and

finish mower. NO BOARD ACTION

Alderman Ferrell left the Board Room at 7:41 P.M.

APPROVAL OF RESOLUTION ADDRESSING REQUEST FOR QUASI PUBLIC USE OF PROPOSED NATURE CENTER NEAR 617 DUNTON ROAD

MOTION made by Alderman Touchton and SECONDED by Alderman Brabham to approve that resolution found on pages 156-160 of this Minute Book Y to approve request for quasi public use of proposed nature center near 617 Dunton Road. MOTION CARRIED 5-1 with Alderman Fisher voting "no."

Residents of Dunton Road and Hester presented a petition against the request stating their concerns. The petition consists of 42 names and can be found on file in the office of the City Clerk.

AUTHORIZATION FOR MAYOR TO ENTER INTO 5 YEAR LEASE AGREEMENT FOR INDUSTRIAL PARK TOWER CELLULAR ANTENNA

MOTION made by Alderman Brabham and SECONDED by Alderman Todd to authorize Mayor to enter into 5 year lease agreement with Powertel/Memphis Inc. for a Industrial Park water tower cellular antenna subject to approval of final exhibits by City Engineer Richard Broome. Said lease agreement may be found on pages 161-167 of this Minute Book Y. MOTION CARRIED UNANIMOUSLY

APPROVAL OF APPLICATION, RESOLUTIONS AND FINAL ORDER FOR AD VALOREM TAX EXEMPTIONS

MOTION made by Alderman Todd and SECONDED by Alderman Fisher to approve ad valorem tax exemption for Gulf States Cannery on new equipment valued at \$745,113.34 as presented by City Clerk Nelson Byrd. MOTION CARRIED UNANIMOUSLY

MOTION made by Aldermen Lott and SECONDED by Alderman Brabham to approve 5 year extension of property that was completed on January 1, 1992 with a true value of \$662,710.20. MOTION CARRIED UNANIMOUSLY Applications, Resolutions and Final Orders can be found on pages 168-187 of this Minute Book Y.

REPORT FROM STREET PAVING TASK FORCE

A task force consisting of Aldermen Phil Fisher, Rodney DePriest, and Sharbert Lott to study a long-term street paving program gave a report and recommendation that can be found on pages 188-190 of this Minute Book Y. NO BOARD ACTION

ADJOURNMENT 8:04 P.M.

The being no further business to discuss, MOTION made by Alderman Lott and SECONDED by Alderman Touchton to adjourn. MOTION CARRIED UNANIMOUSLY

Copy of Agenda may be found on Pages 143-144 of this Minute Book Y.

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

October 22, 1996
Date

ATTEST: Nelson Byrd
Nelson Byrd, City Clerk

October 22, 1996
Date

SEAL

MUNICIPAL COMPLIANCE QUESTIONNAIRE

INFORMATION

Note: Due to the size of some municipalities, some of the questions may not be applicable. If so, mark N/A in answer blanks. Answers to other questions may require more than "yes" or "no," and, as a result, more information on this questionnaire may be required and/or separate workpapers may be needed.

- 1. Name and address of municipality: CITY OF CLINTON
P.O. Box 156 CLINTON, MS. 39060
- 2. List the date and population of the latest official U.S. Census or most recent official census:
1990 21,847
- 3. Names, addresses and telephone numbers of officials (include elected officials, chief administrative officer, and attorney).
SEE ATTACHED
- 4. Period of time covered by this questionnaire:
From: 10-1-95 To: 9-30-96
- 5. Expiration date of current elected officials' term: JULY 1997

CLINTON, MS.
(MUNICIPALITY)

Certification to Municipal Compliance Questionnaire

Year Ended September 30, 1996

We have reviewed all questions and responses as contained in this Municipal Compliance Questionnaire for the Municipality of CLINTON, MS., and, to the best of our knowledge and belief, all responses are accurate.

Nelson Byrd
(City Clerk's Signature)

10-1-96
(Date)

Rosemary A. Queltman
(Mayor's Signature)

October 3, 1996
(Date)

Minute Book References:

Book Number Y

Page 145-152

(Clerk is to enter minute book references when questionnaire is accepted by board.)

IV-A8

MUNICIPAL COMPLIANCE QUESTIONNAIRE

ANSWER ALL QUESTIONS: Y - YES, N - NO, N/A - NOT APPLICABLE

PART I - GENERAL

1. Have all ordinances been entered into the ordinance book and included in the minutes? (Section 21-13-13) Y
2. Do all municipal vehicles have public license plates and proper markings? (Sections 25-1-87 and 27-19-27) Y
3. Are municipal records open to the public? (Section 25-61-5) Y
4. Are meetings of the board open to the public? (Section 25-41-5) Y
5. Are notices of special or recess meetings posted? (Section 25-41-13) Y
6. Are all required personnel covered by appropriate surety bonds?
 - Appointed officers and those handling money, see statutes governing the form of government (i.e., Section 21-3-5 for Code Charter) Y
 - Municipal clerk (Section 21-15-38) Y
 - Deputy clerk (Section 21-15-23) Y
 - Chief of police (Section 21-21-1) Y
 - Deputy police (Section 45-5-9) (if hired under this law) Y
7. Are minutes of board meetings prepared to properly reflect the actions of the board? (Sections 21-15-17 and 21-15-19) Y
8. Are minutes of board meetings signed by the mayor or majority of the board within 22 days of the meeting? (Section 21-15-33) Y
9. Has the municipality complied with the nepotism law in its employment practices? (Section 25-1-53) Y
10. Did all officers, employees of the municipality, or their relatives avoid any personal interest in any contracts with the municipality during their term or within one year after their terms of office or employment? (Section 25-4-105) Y

IV-A9

MUNICIPAL COMPLIANCE QUESTIONNAIRE

11. Does the municipality contract with a Certified Public Accountant or an auditor approved by the State Auditor for its annual audit within twelve months of the end of each fiscal year? (Section 21-35-31)
12. Has the municipality published a synopsis or notice of the annual audit within 30 days of acceptance? (Section 21-35-31 or 21-17-19)

Y

Y

PART II - CASH AND RELATED RECORDS

1. Where required, is a claims docket maintained? (Section 21-39-7)
2. Are all claims paid in the order of their entry in the claims docket? (Section 21-39-9)
3. Does the claims docket identify the claimant, claim number, amount and fund from which each warrant will be issued? (Section 21-39-7)
4. Are all warrants approved by the board, signed by the mayor or majority of the board, attested to by the clerk, and bearing the municipal seal? (Section 21-39-13)
5. Are warrants for approved claims held until sufficient cash is available in the fund from which it is drawn? (Section 21-39-13)
6. Has the municipality adopted and entered on its minutes a budget in the format prescribed by the Office of the State Auditor? (Sections 21-35-5, 21-35-7 and 21-35-9)
7. Does the municipality operate on a cash basis budget, except for expenditures paid within 30 days of fiscal year end or for construction in progress? (Section 21-35-23)
8. Has the municipality held a public hearing and published its adopted budget? (Section 21-35-5)
9. Has the municipality complied with legal publication requirements when budgetary changes of 10% or more are made to a department's budget? (Section 21-35-25)

Y

Y

Y

Y

Y

Y

Y

Y

Y

IV-A10

L

MUNICIPAL COMPLIANCE QUESTIONNAIRE

10. If revenues are less than estimated and a deficit is anticipated, did the board revise the budget by its regular July meeting? (Section 21-35-25) Y
11. Have financial records been maintained in accordance with the chart of accounts prescribed by the State Auditor? (Section 21-35-11) Y
12. Does the municipal clerk submit to the board a monthly report of expenditures against each budget item for the preceding month and fiscal year to date and the unexpended balances of each budget item? (Section 21-35-13) Y
13. Does the board avoid approving claims and the city clerk not issue any warrants which would be in excess of budgeted amounts, except for court-ordered or emergency expenditures? (Section 21-35-17) Y
14. Has the municipality commissioned municipal depositories? (Sections 27-105-353 and 27-105-363) Y
15. Have investments of funds been restricted to those instruments authorized by law? (Section 21-33-323) Y
16. Are donations restricted to those specifically authorized by law? [Section 21-17-5 (Section 66, Miss. Constitution) -- Sections 21-19-45 through 21-19-59, etc.] Y
17. Are fixed assets property tagged and accounted for? (Section 7-7-211 - Municipal Audit and Accounting Guide) Y
18. Is all travel authorized in advance and reimbursements made in accordance with Section 25-3-41? Y
19. Are all travel advances made in accordance with the State Auditor's regulations? (Section 25-3-41) Y

PART III - PURCHASING AND RECEIVING

1. Are bids solicited for purchases, when required by law (written bids and advertising)? [Section 31-7-13(b) and (c)] Y
2. Are all lowest and best bid decisions properly documented? [Section 31-7-13(d)] Y

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MUNICIPAL COMPLIANCE QUESTIONNAIRE

3. Are all one-source item and emergency purchases documented on the board's minutes? [Section 31-7-13(m) and (k)] Y
4. Do all officers and employees understand and refrain from accepting gifts or kickbacks from suppliers? (Section 31-7-23) Y

PART IV - BONDS AND OTHER DEBT

1. Has the municipality complied with the percentage of taxable property limitation on bonds and other debt issued during the year? (Section 21-33-303) Y
2. Has the municipality levied and collected taxes, in a sufficient amount for the retirement of general obligation debt principal and interest? (Section 21-33-87) Y
3. Have the required trust funds been established for utility revenue bonds? (Section 21-27-65) Y
4. Have expenditures of bond proceeds been strictly limited to the purposes for which the bonds were issued? (Section 21-33-317) Y
5. Has the municipality refrained from borrowing, except where it had specific authority? (Section 21-17-5) Y

PART V - TAXES AND OTHER RECEIPTS

1. Has the municipality adopted the county ad valorem tax rolls? (Section 27-35-167) Y
2. Are interest and penalties being collected on delinquent ad valorem taxes? (Section 21-33-53) Y
3. Has the municipality conducted an annual land sale for delinquent ad valorem taxes? (Section 21-33-63) Y
4. Have the various ad valorem tax collections been deposited into the appropriate funds? (Separate Funds for Each Tax Levy) (Section 21-33-53) Y

IV-A12

L

MUNICIPAL COMPLIANCE QUESTIONNAIRE

5. Has the increase in ad valorem taxes, if any, been limited to amounts allowed by law? (Sections 27-39-320 and 27-39-321) Y
6. Are local privilege taxes collected from all businesses located within the municipality, except those exempted? (Section 27-17-5) Y
7. Are transient vendor taxes collected from all transient vendors within the municipality, except those exempted? (Section 75-85-1) Y
8. Is money received from the state's "Municipal Fire Protection Fund" spent only to improve municipal fire departments? (Section 83-1-37) Y
9. Has the municipality levied or appropriated not less than 1/4 mill for fire protection and certified to the county it provides its own fire protection or allowed the county to levy such tax? (Sections 83-1-37 and 83-1-39) Y
10. Are state-imposed court assessments collected and settled monthly? (Section 99-19-73) Y
11. Are all fines and forfeitures collected when due and settled immediately to the municipal treasury? (Section 21-15-21) Y
12. Are bids solicited by advertisement or, under special circumstances, three appraisals obtained when real property is sold? (Section 21-17-1) Y

IV-A13

MUNICIPAL COMPLIANCE QUESTIONNAIRE

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ANSWER TO QUESTION 3.
PAGE IV-A7

CITY OF CLINTON

Street Address: 300 Jefferson Street
Clinton, MS 39056

Mailing Address: P.O. Box 156
Clinton, MS 39060

Telephone Numbers
924-5462 - City Hall
924-5252 - Police Dept.
924-6421 - Fire Dept.
924-2239 - Public Works
924-6082 - Parks & Rec
924-3374 - Econ. Dev.
925-4605 - fax

MAYOR

ADDRESS

PHONE

Rosemary Aultman (R)
07-01-46
[Lester]

107 Caroline Cove
P.O. Box 156

924-0418
924-5462 - City Hall

ALDERMAN-AT-LARGE

Jehu W. Brabham (R)
09-02-49
[Cheryl]

106 Longwood Drive

924-0418 (home)
924-9912 (office)

ALDERMEN

O.C. George Ferrell (I)
Ward 1
03-28-51 [Willie Mae]

208 Lovett Drive

924-0210 (home)

Rodney W. DePriest (R)
Ward 2
08-21-66 [Becki]

202 Country Cove Drive

924-2660 (home)

Ben L. Todd (R)
Ward 3
10-18-36 [Betty]

1404 Huntcliff Way (H)
201 Clinton Blvd. Box 87

924-1200 (home)
925-2200 (office)*
925-2221 (fax)

(*if not available at office leave message with Carol Daniel)

Phil Fisher (R)
Ward 4
[Kathy]

1012 Post Road

924-4419 (home)
924-8514 (office)

Herb Touchton (R)
Ward 5
05-07-34

530 Belle Place

924-6797 (home)
932-2880 X6209 (office)

Sharbert K. Lott (R)
Ward 6
06-22-43 [Martha]

306 Church Street
450 Landmark Center
175 E. Capitol (05)

924-0335 (home)
961-1882 (office)

Elected June 8, 1993 with term of office running through July 6, 1997.

CITY ATTORNEY

Ken Dreher

1414 Rosemont Drive
Clinton, MS 39056

924-3812 (home)
957-2600 (office)

RESOLUTION APPROVING DESIGNATION OF QUASI-PUBLIC
FACILITY FOR CLINTON COMMUNITY ACTION NATURE CENTER

Be it Resolved by the Mayor and Board of Aldermen of the City of Clinton, Mississippi that:

Upon the request of the Clinton Community Action Nature Center for a designation of the property described in Exhibit A attached as a public or quasi-public facility and the recommendation for approval of such designation by the Planning and Zoning Commission of the City of Clinton, said request is approved subject to the following conditions:

1. Ingress and egress to the property and proposed structure shall be located on Dunton Road as shown in the proposed site plan attached as Exhibit B. The entrance road shall be a hard surfaced road at least 20 feet wide to provide for two-way traffic.
2. Off street parking shall be provided as shown in Exhibit B and such parking shall be at least 100 feet from the property lines of adjoining land owners.
3. All reasonable security for the project will be provided by the Clinton Community Action Nature Center or its successors. The facility will be closed thirty minutes before sundown and not reopened until one hour after sunrise.
4. The entrance may have a small sign to designate the facility, but any sign shall be in compliance with all appropriate ordinances.

5. Garbage and refuse collection shall be the responsibility of the Clinton Community Action Nature Center or its successors. No garbage bins or containers shall be placed on Lot 13, Hester Subdivision, Part 1. All garbage bins and containers shall be placed at least 100 feet from the property lines of adjoining land owners.
6. Approval of this request is granted subject to the property being used as a nature center and park operated by the Clinton Community Action Nature Center or its successors and generally in compliance with the attached site plan.
7. The use of the property as proposed is generally compatible with adjacent properties.
8. Except as modified by these conditions, the property shall be subject to all applicable ordinances and regulations.

The forgoing Resolution, having been reduced to writing, Alderman TOUCHTON moved that said Resolution be adopted. Alderman BRABHAM seconded. The vote was as follows:

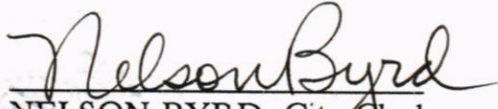
Alderman Brabham voted:	<u>AYE</u>
Alderman Ferrell voted	<u>ABSENT</u>
Alderman Depriest voted:	<u>AYE</u>
Alderman Todd voted:	<u>AYE</u>
Alderman Fisher voted:	<u>NO</u>
Alderman Touchton voted:	<u>AYE</u>
Alderman Lott voted:	<u>AYE</u>

Approved on the 15 day of October, 1996.

CITY OF CLINTON, MISSISSIPPI


ROSEMARY AULTMAN, Mayor

ATTEST:


NELSON BYRD, City Clerk

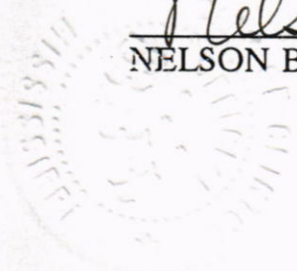


EXHIBIT "A"

32.22 Acres, more or less, lying North of Hester Subdivision and being further described as SE 1/4 of SW 1/4 of SE 1/4 of Section 20, Township 6 North, Range 1 West, Clinton, Hinds County, Mississippi.

and

Lot 13, Hester Subdivision, Part 1, Hinds County, Mississippi

OLD
SCHOOL
SITE

MEMORIAL
SITE

WALLS

PARKING

RESTROOMS SITE

382

386

384

27'

FH

25' R

378

23'

75'

374

374

PROP. LINE

205'

PROP. LINE

155'

SEE DRAWING L2

LOT 13 HESTER
SUBDIVISION PART I

100'

160

DUNTON ROAD

90°-0'

60'

76'

7'

40'

14'

114'

16'

R15'

R30'

R15'

R50'

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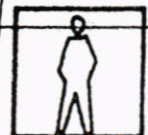
R30'

R15'

R30'

R15'

R30'



NOTE:
UNDER
DRIPLI

NOTE:

385.5'

386

387.4'

NOTE: DRAWING
PROPERTY LINE

U

2-13'

152.95' PROP. LINE

155'

152.95'

152.95'

152.95'

152.95'

152.95'

152.95'

152.95'

152.95'

152.95'

152.95'

152.95'

152.95'

4" THICK
EXPOSED AGGREGATE
CONCRETE DRIVE
REINFORCED
6X8 & 8
WIDE HIGH

NOTE: LOC
DRAWING ON
FOR DRIVE

LEASE AGREEMENT

THIS LEASE entered into on _____ 1996, by and between the City of Clinton, Mississippi ("Lessor"), and Powertel/Memphis, Inc. ("Lessee").

WITNESSETH:

The Lessor owns a water tower ("Water Tower") in Clinton, Mississippi, on property described in Exhibit A ("Property"); and

The Lessee desires to lease space on the Water Tower for the location of an antenna and related equipment (collectively "Antenna") and private easements through the Property ("Easements") for ingress and egress and for the location of related equipment (collectively "Equipment") from the Lessor, and the Lessor desires to lease space on the Water Tower and grant Easements to the Lessee, as provided by the Agreement. Exhibit B is a description of the easement for ingress and egress. Exhibit C is a description of the equipment, mounting heights of the antennae and other personal property owned by the Lessee which shall be located on the Property. Exhibit D is the proposed site plan.

The Lessor and Lessee agree as follows:

1. The exact placement of the Antenna on the Property will be agreed upon between Lessor and Lessee and will be acceptable for receiving transmissions by the Lessee. The Lessee shall propose a specific location for the Antenna on the Water Tower which shall be subject to the reasonable approval of the Lessor. To the extent desired by either party, the location of the Easement shall be proposed by the Lessee and shall be subject to the reasonable approval of the Lessor, and shall be specifically

described by a survey prepared at the expense of the Lessee by a surveyor or engineer proposed by the Lessee and subject to the reasonable approval of the Lessor. To the extent commercially feasible, Lessee shall cause the Antenna and any Equipment attached to the exterior of the Water Tower to be of a color which will be compatible and blend with the color of the Water Tower and subject to approval by Lessor.

2. Lessee shall install, operate and maintain the Antenna and the Equipment in full compliance with all ordinances of the City of Clinton, Mississippi, and all other applicable laws, rules and regulations.

3. In return for the right of placing the Antenna and Equipment on the Property, Lessee agrees to pay Lessor \$11520 per year, payable on the commencement date of the lease and annually thereafter during the term of the lease on the anniversary of the commencement date.

4. (a) The term of this Lease Agreement ("Term") shall be 5 years commencing on _____, and ending at midnight on _____, unless sooner terminated as otherwise provided by this Lease Agreement (collectively "Expiration Date").

(b) Upon the expiration or sooner termination of the Term, the Lessee, at its sole cost and expense, shall remove the Antenna and Equipment, and all Easements shall terminate.

(c) In the event that Lessee determines that the Antenna needs to be moved or relocated on the Water Tower, Lessee will give to Lessor 30 days written

notice. The Lessee shall propose a new location on the Water Tower for the Antenna, which will be subject to the reasonable approval of the Lessor. Lessor may require a relocation of the Antenna on the Water Tower if the then existing location of the Antenna on the Water Tower interferes with a proposed use to be made of the Water Tower by Lessor for essential public function. In no event shall Lessee be obligated to relocate its equipment on the Water Tower to accommodate a proposed use of the Water Tower by an entity other than Lessor. In no event shall Lessee be obligated to pay the cost to relocate the Antenna on more than one (1) occasion during the term of this Lease. The cost of relocation shall be borne by the Lessee.

5. To the extent allowed by law and insurance policy language, the Lessor and the Lessee, in their own behalf and in behalf of their insurers, hereby each waive any and all claims which such party may have against the other party during the Term for any loss of, or damage to, any of such party's property located within or upon, or constituting a part of, the Water Tower and Property to the extent that such loss or damage is actually recovered under an insurance policy, regardless of cause or origin, including negligence, of such other party hereto. The foregoing mutual waivers shall be in addition to, and not in limitation or derogation of, any other waiver or release contained in this Lease with respect to any loss of or damage to property of the parties hereto. The foregoing mutual waivers are intended to preclude the assignment of any of the above mentioned claims by way of subrogation or otherwise to an insurance company or any other person, and each party hereto shall notify such party's insurers

of the foregoing mutual waivers. Each party shall be responsible to have such party's applicable insurance policies properly endorsed, if necessary, to prevent the invalidation of the insurance coverage by reason of the foregoing waivers.

6. The Lessee hereby agrees to defend, indemnify and hold harmless the Lessor, and its duly authorized officers, employees and agents, from and against any and all fines, suits, claims, demands, losses and actions, including reasonable attorney's fees, for any injury to person or damage or loss of property in, on or about the Water Tower and Property which are attributable to Lessee's use or occupancy of the Water Tower and Property and/or the Lessee's breach of this Lease, unless the foregoing results from or is attributable to the gross negligence or willful misconduct of the Lessor.

7. During the Term, if the Property shall be damaged or destroyed in whole or in part by fire or other casualty, to such an extent that Lessee cannot use or operate the Antenna, then Lessee or Lessor may terminate this Lease by written notice to the other party.

8. During the Initial Term and all Renewal Terms, Lessee shall maintain, at its own expense, insurance covering claims for public liability, personal injury, death and property damage under a policy of general liability insurance, or its equivalent, with limits of not less than Five Hundred Thousand Dollars (\$500,000.00) per person and One Million Dollars (1,000,000.00) per occurrence and property damage insurance of not less than Five Hundred Thousand Dollars (\$500,000.00). Such insurance shall

insure against liabilities arising out of or in connection with Lessee's use or occupancy of the Property.

9. Upon request by the other party, the Lessor and the Lessee each agree to execute, acknowledge and deliver a memorandum of lease, in form and substance reasonably satisfactory to each party, for recordation in the public records of the county in which the Property is located. Either the Lessor or the Lessee shall have the right to record such memorandum of lease.

10. Except in those instances when Lessee must access the Property for emergency service, Lessee will use reasonable efforts to notify the director of the Clinton Public Works Department twenty-four hours before entering the Property for routine or scheduled maintenance. Lessee will attempt to notify Lessor in advance before accessing the Property, in both non-emergency and emergency situations.

11. At any time and from time to time, upon not less than ten days' prior written notice by one party to the other (the party receiving such notice herein referred to as the "Notified Party"), the Notified Party shall, without charge, execute, acknowledge and deliver a statement in writing addressed to such party as the other party may reasonably designate certifying, to the extent the following are true and correct, and if not true or correct, indicating the reasons therefor: (i) this Lease is unmodified and in full force and effect or, if there have been modifications, that the same is in full force and effect as modified and stating the modifications, (ii) the payments required by Section 3 and any other obligations due hereunder have been

provided, (iii) whether or not, to the knowledge of the signer of such certificate, the other party is in default in performance of any of the terms and provisions of this Lease and, if so, specifying each such default of which the signer may have knowledge, (iv) whether there is any pending claim by the Notified Party against the other party under this Lease, and if so, the nature thereof and the dollar amount, if any, of such claim, and (v) the Notified Party is not in default in the performance of its obligations under this Lease or specifying any such default and stating what action the Notified Party is taking or proposes to take with respect thereto.

12. Lessor covenants that it shall not enter into a lease, license or grant another right of use to the Water Tower which Lessee reasonably believes will create interference with Lessee's wireless communications operations. Lessee acknowledges that Lessee does not have an exclusive right to conduct wireless communications operations on the Water Tower.

13. This Lease Agreement is transferrable and assignable by the Lessee with the prior written approval of the Lessor, which shall not be unreasonably withheld.

14. The provisions of this Lease Agreement shall be binding upon, and inure to the benefit of, the parties hereto and their respective legal representatives, successors and permitted assigns.

15. All notices or demands by or from Lessor to Lessee, or Lessee to Lessor, shall be in writing. Such notices or demands shall be mailed to the other party at the following address:

LESSOR:

City Clerk
CITY OF CLINTON
300 Jefferson Street
Clinton, MS 39056
(601)924-5462

LESSEE:

POWERTEL/Memphis, Inc.
1239 O. G. Skinner Drive
West Point, GA 31833
ATTN: Real Estate Dept.
(Dave Allen: 901-381-8709)

WITNESS execution hereof on the date first written above.

Lessor:

City of Clinton, Mississippi

By: Rosemary S. Aultman
Mayor

ATTEST:

Nelson Byrd
City Clerk

Lessee:

POWERTEL/Memphis, Inc.

By: Rich J. [Signature] EVP/OM
Title

167

STATE OF TENNESSEE

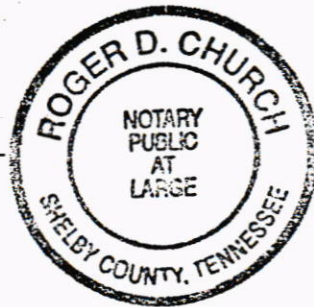
COUNTY OF SHELBY

Personally appeared before me, the undersigned authority in and for the said county and state, on this 11th day of November, 1996, within my jurisdiction, Nick Jebbia, the within named Executive Vice President who acknowledged that he is the Vice President of InterCel Memphis MTA, Inc. and that for and on behalf of the said corporation, and as its act and deed, executed the above and foregoing instrument, after first having been duly authorized by said corporation to do so.

Roger D Church (NOTARY PUBLIC)

My Commission expires:

My Commission Expires Sept. 14, 1999



167- CONT'D

EXHIBIT "A"

BEING SITUATED IN THE NW 1/4 OF THE SW 1/4 OF SECTION 24, T6N-R2W, CLINTON, HINDS COUNTY, MISSISSIPPI AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT A 5/8" IRON PIPE MARKING THE NORTHEAST CORNER OF AFORESAID SECTION 24 AND RUN THENCE SOUTH, 3075.63'; RUN THENCE WEST, 4879.25' TO THE SOUTHEAST CORNER OF AND THE POINT OF BEGINNING FOR THE PROPERTY HEREIN DESCRIBED; RUN THENCE S82°06'33"W, 30.00'; RUN THENCE N7°53'27"W, 30.00'; RUN THENCE N82°06'33"E, 30.00'; RUN THENCE S7°53'27"E, 30.00' TO THE POINT OF BEGINNING.

EXHIBIT "B"

EASEMENT NO. 1

BEING SITUATED IN THE NW 1/4 OF THE SW 1/4 OF SECTION 24, T6N-R2W, CLINTON, HINDS COUNTY, MISSISSIPPI AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT A 5/8" IRON PIPE MARKING THE NORTHEAST CORNER OF AFORESAID SECTION 24 AND RUN THENCE SOUTH, 3075.63'; RUN THENCE WEST 4879.25' TO THE SOUTHEAST CORNER OF THE ABOVE DESCRIBED EQUIPMENT PROPERTY; RUN THENCE N7°53'27"W, ALONG THE EASTERN BOUNDARY OF SAID EQUIPMENT PROPERTY, 10.00' TO THE POINT OF BEGINNING FOR THE HEREIN DESCRIBED EASEMENT; CONTINUE THENCE N7°53'27"W, ALONG THE EASTERN BOUNDARY OF SAID EQUIPMENT PROPERTY; 20.00' TO THE NORTHEAST CORNER THEREOF; RUN THENCE N82°06'33"E, 32.95' TO THE WESTERN RIGHT-OF-WAY LINE OF CLINTON INDUSTRIAL PARK DRIVE; RUN THENCE S5°24'43"E, ALONG THE SAID WESTERN RIGHT-OF-WAY LINE, 20.02'; RUN THENCE S82°06'33"W, 32.08' TO THE POINT OF BEGINNING.

EASEMENT NO. 2

BEING SITUATED IN THE NW 1/4 OF THE SW 1/4 OF SECTION 24, T6N-R2W, CLINTON, HINDS COUNTY, MISSISSIPPI AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT A 5/8" IRON PIPE MARKING THE NORTHEAST CORNER OF AFORESAID SECTION 24 AND RUN THENCE SOUTH, 3075.63'; RUN THENCE WEST, 4879.25' TO THE SOUTHEAST CORNER OF THE ABOVE DESCRIBED EQUIPMENT PROPERTY; RUN THENCE S82°06'33"W, ALONG THE SOUTHERN BOUNDARY OF SAID EQUIPMENT PROPERTY, 30.00' TO THE SOUTHWEST CORNER THEREOF; RUN THENCE N7°53'27"W, ALONG THE WESTERN BOUNDARY OF SAID EQUIPMENT PROPERTY, 19.93' TO THE POINT OF BEGINNING FOR THE HEREIN DESCRIBED EASEMENT; RUN THENCE S89°01'44"W, 48.01'; RUN THENCE N0°58'16"W, 10.00'; RUN THENCE N89°01'44"E, 46.80' TO THE NORTHEAST CORNER OF THE SAID EQUIPMENT PROPERTY; RUN THENCE S7°53'27"E, 10.07' TO THE POINT OF BEGINNING.

EXHIBIT "C"

INTERCEL, INC
PCS Partners
Memphis, MTA

B&V Project 28505.0200
B&V File 12.1602.20
B&V Memo No: Memo-201
October 14, 1996

MEMORANDUM

TO: Roger Church
TeleSite Services, LLC

FROM: Don Kocher

SUBJECT: Equipment List for InterCel Site: M162, Clinton

The subject watertower site will have the following equipment:

- 1-RBS Cabinet
- 1-Future RBS Cabinet
- 6-Antennas
- 3-Future Antennas
- 1-LNA (Low Noise Amplifier) per Antenna
- 2-1 5/8" Coaxial Cable per Antenna LNA
- 1-Protection Cabinet
- 1-Automatic Transfer Switch
- 1-Generator
- 1-Fuel Tank
- 1-Power Pole

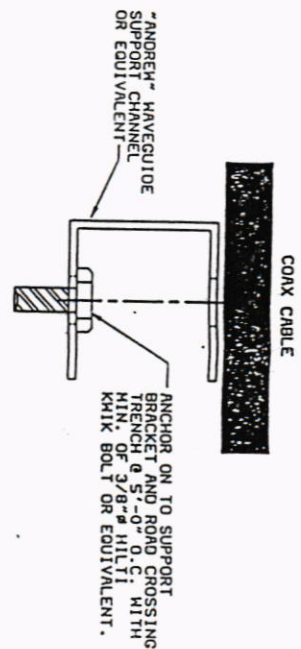
cc: Dave Allen
Delania Watson

Memo201

EXHIBIT "D"

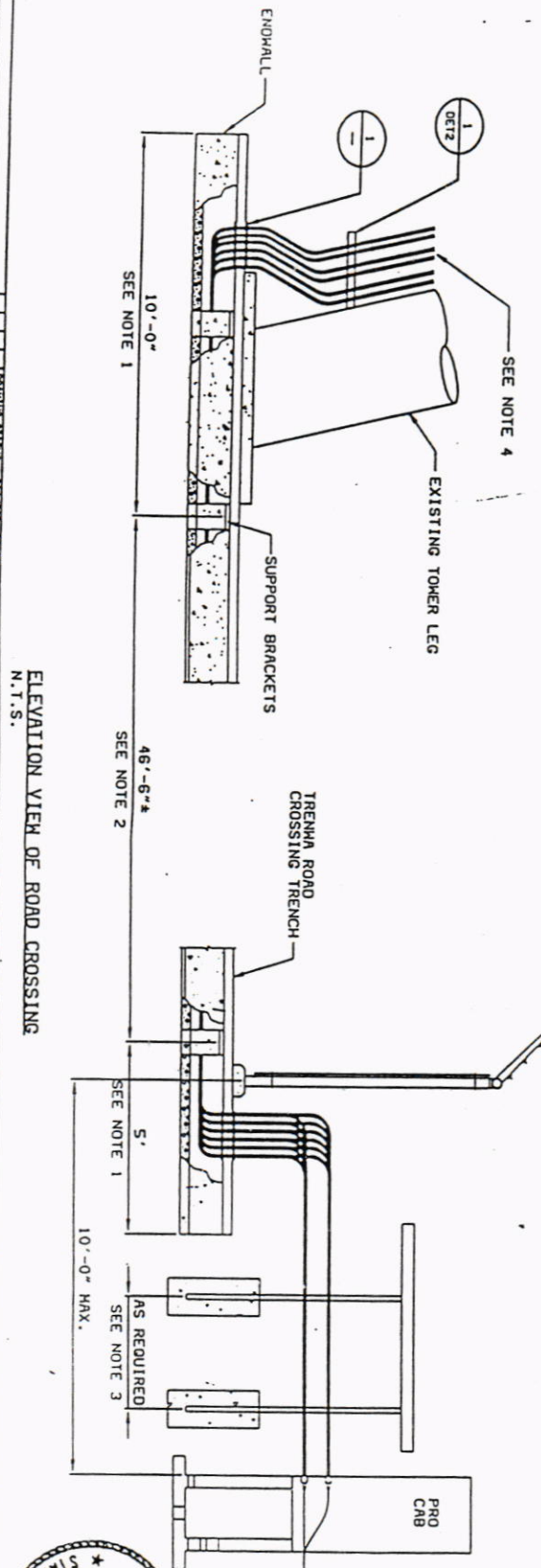
(Consisting of this page plus 10 additional pages)

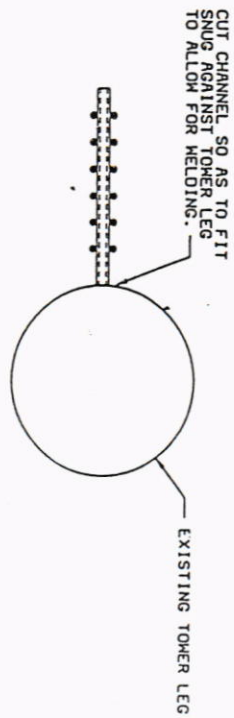




1. TERMINAL ROAD CROSSING TRENCH, 1810-2405 AND 1 TO ROAD 2405 SHALL TERMINATE TO THE EXISTING SYSTEM USING C-3000US SUPPORT BRACKETS, U-1650 SIDEWALLS, STEEL 110'S, AND HISC. MATERIALS REQUIRED TO FORM SEALED ENJOINTS.
2. TERMINAL ROAD PROPERTY LINE TO ROAD 110'S, 1111 110'S, 1120 ROAD 110'S, 1124 110'S, 1125 110'S, 1126 110'S, 1127 110'S, 1128 110'S, 1129 110'S, 1130 110'S, 1131 110'S, 1132 110'S, 1133 110'S, 1134 110'S, 1135 110'S, 1136 110'S, 1137 110'S, 1138 110'S, 1139 110'S, 1140 110'S, 1141 110'S, 1142 110'S, 1143 110'S, 1144 110'S, 1145 110'S, 1146 110'S, 1147 110'S, 1148 110'S, 1149 110'S, 1150 110'S, 1151 110'S, 1152 110'S, 1153 110'S, 1154 110'S, 1155 110'S, 1156 110'S, 1157 110'S, 1158 110'S, 1159 110'S, 1160 110'S, 1161 110'S, 1162 110'S, 1163 110'S, 1164 110'S, 1165 110'S, 1166 110'S, 1167 110'S, 1168 110'S, 1169 110'S, 1170 110'S, 1171 110'S, 1172 110'S, 1173 110'S, 1174 110'S, 1175 110'S, 1176 110'S, 1177 110'S, 1178 110'S, 1179 110'S, 1180 110'S, 1181 110'S, 1182 110'S, 1183 110'S, 1184 110'S, 1185 110'S, 1186 110'S, 1187 110'S, 1188 110'S, 1189 110'S, 1190 110'S, 1191 110'S, 1192 110'S, 1193 110'S, 1194 110'S, 1195 110'S, 1196 110'S, 1197 110'S, 1198 110'S, 1199 110'S, 1200 110'S, 1201 110'S, 1202 110'S, 1203 110'S, 1204 110'S, 1205 110'S, 1206 110'S, 1207 110'S, 1208 110'S, 1209 110'S, 1210 110'S, 1211 110'S, 1212 110'S, 1213 110'S, 1214 110'S, 1215 110'S, 1216 110'S, 1217 110'S, 1218 110'S, 1219 110'S, 1220 110'S, 1221 110'S, 1222 110'S, 1223 110'S, 1224 110'S, 1225 110'S, 1226 110'S, 1227 110'S, 1228 110'S, 1229 110'S, 1230 110'S, 1231 110'S, 1232 110'S, 1233 110'S, 1234 110'S, 1235 110'S, 1236 110'S, 1237 110'S, 1238 110'S, 1239 110'S, 1240 110'S, 1241 110'S, 1242 110'S, 1243 110'S, 1244 110'S, 1245 110'S, 1246 110'S, 1247 110'S, 1248 110'S, 1249 110'S, 1250 110'S, 1251 110'S, 1252 110'S, 1253 110'S, 1254 110'S, 1255 110'S, 1256 110'S, 1257 110'S, 1258 110'S, 1259 110'S, 1260 110'S, 1261 110'S, 1262 110'S, 1263 110'S, 1264 110'S, 1265 110'S, 1266 110'S, 1267 110'S, 1268 110'S, 1269 110'S, 1270 110'S, 1271 110'S, 1272 110'S, 1273 110'S, 1274 110'S, 1275 110'S, 1276 110'S, 1277 110'S, 1278 110'S, 1279 110'S, 1280 110'S, 1281 110'S, 1282 110'S, 1283 110'S, 1284 110'S, 1285 110'S, 1286 110'S, 1287 110'S, 1288 110'S, 1289 110'S, 1290 110'S, 1291 110'S, 1292 110'S, 1293 110'S, 1294 110'S, 1295 110'S, 1296 110'S, 1297 110'S, 1298 110'S, 1299 110'S, 1300 110'S, 1301 110'S, 1302 110'S, 1303 110'S, 1304 110'S, 1305 110'S, 1306 110'S, 1307 110'S, 1308 110'S, 1309 110'S, 1310 110'S, 1311 110'S, 1312 110'S, 1313 110'S, 1314 110'S, 1315 110'S, 1316 110'S, 1317 110'S, 1318 110'S, 1319 110'S, 1320 110'S, 1321 110'S, 1322 110'S, 1323 110'S, 1324 110'S, 1325 110'S, 1326 110'S, 1327 110'S, 1328 110'S, 1329 110'S, 1330 110'S, 1331 110'S, 1332 110'S, 1333 110'S, 1334 110'S, 1335 110'S, 1336 110'S, 1337 110'S, 1338 110'S, 1339 110'S, 1340 110'S, 1341 110'S, 1342 110'S, 1343 110'S, 1344 110'S, 1345 110'S, 1346 110'S, 1347 110'S, 1348 110'S, 1349 110'S, 1350 110'S, 1351 110'S, 1352 110'S, 1353 110'S, 1354 110'S, 1355 110'S, 1356 110'S, 1357 110'S, 1358 110'S, 1359 110'S, 1360 110'S, 1361 110'S, 1362 110'S, 1363 110'S, 1364 110'S, 1365 110'S, 1366 110'S, 1367 110'S, 1368 110'S, 1369 110'S, 1370 110'S, 1371 110'S, 1372 110'S, 1373 110'S, 1374 110'S, 1375 110'S, 1376 110'S, 1377 110'S, 1378 110'S, 1379 110'S, 1380 110'S, 1381 110'S, 1382 110'S, 1383 110'S, 1384 110'S, 1385 110'S, 1386 110'S, 1387 110'S, 1388 110'S, 1389 110'S, 1390 110'S, 1391 110'S, 1392 110'S, 1393 110'S, 1394 110'S, 1395 110'S, 1396 110'S, 1397 110'S, 1398 110'S, 1399 110'S, 1400 110'S, 1401 110'S, 1402 110'S, 1403 110'S, 1404 110'S, 1405 110'S, 1406 110'S, 1407 110'S, 1408 110'S, 1409 110'S, 1410 110'S, 1411 110'S, 1412 110'S, 1413 110'S, 1414 110'S, 1415 110'S, 1416 110'S, 1417 110'S, 1418 110'S, 1419 110'S, 1420 110'S, 1421 110'S, 1422 110'S, 1423 110'S, 1424 110'S, 1425 110'S, 1426 110'S, 1427 110'S, 1428 110'S, 1429 110'S, 1430 110'S, 1431 110'S, 1432 110'S, 1433 110'S, 1434 110'S, 1435 110'S, 1436 110'S, 1437 110'S, 1438 110'S, 1439 110'S, 1440 110'S, 1441 110'S, 1442 110'S, 1443 110'S, 1444 110'S, 1445 110'S, 1446 110'S, 1447 110'S, 1448 110'S, 1449 110'S, 1450 110'S, 1451 110'S, 1452 110'S, 1453 110'S, 1454 110'S, 1455 110'S, 1456 110'S, 1457 110'S, 1458 110'S, 1459 110'S, 1460 110'S, 1461 110'S, 1462 110'S, 1463 110'S, 1464 110'S, 1465 110'S, 1466 110'S, 1467 110'S, 1468 110'S, 1469 110'S, 1470 110'S, 1471 110'S, 1472 110'S, 1473 110'S, 1474 110'S, 1475 110'S, 1476 110'S, 1477 110'S, 1478 110'S, 1479 110'S, 1480 110'S, 1481 110'S, 1482 110'S, 1483

MAYEGUIDE SUPPORT CHANNEL DETAIL

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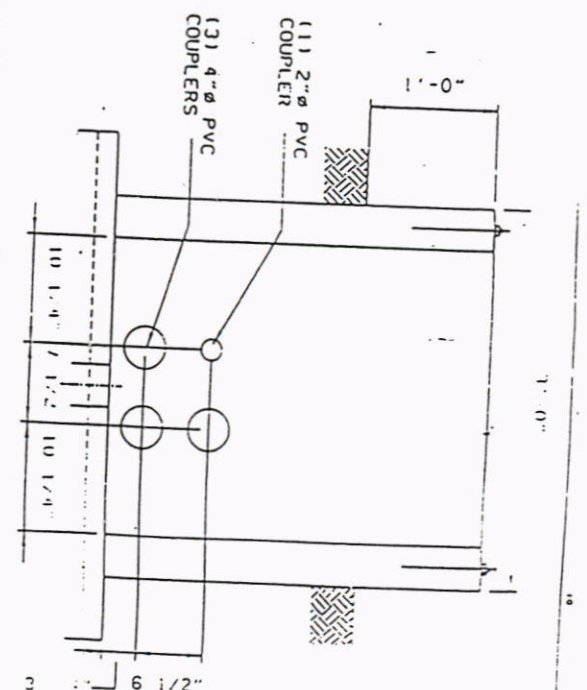
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1. THIS INTALLATION SHALL CONFORM TO THE NATIONAL ELECTRICAL CODE AND ANY APPLICABLE LOCAL CODES AND ORDINANCES. SEE LOCAL AUTHORITIES FOR ANY REQUIREMENTS BEYOND THESE LISTED.
2. CONTRACTOR SHALL PROVIDE ALL MATERIALS NECESSARY FOR 200 AMP SERVICE.
3. INSTALL STRAPS, 2'-0" MAX.
4. THE TREATED WOOD POLE IS TO BE FURNISHED AND INSTALLED BY THE CONTRACTOR WITH THE OVERALL LENGTH AND EMBEDMENT DEPTH TO BE IN ACCORDANCE WITH THE LOCAL ELECTRIC UTILITY'S STANDARDS.
5. THE LOCAL ELECTRIC UTILITY COMPANY WILL MAKE THE SERVICE CONNECTIONS AT THIS POINT.

SEAL HERE WITH A WEATHER TIGHT BUSHING AND SEALANT.

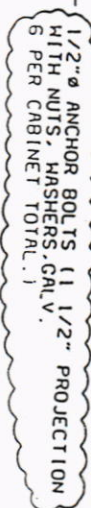
1. 1/2" x 10' GROUND ROD.

167-H

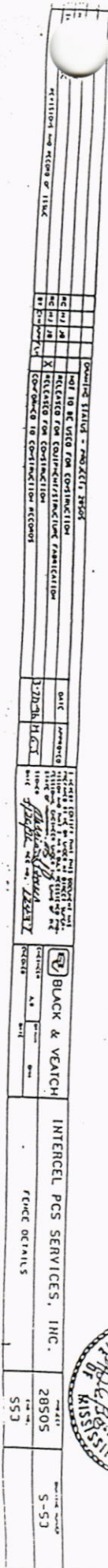


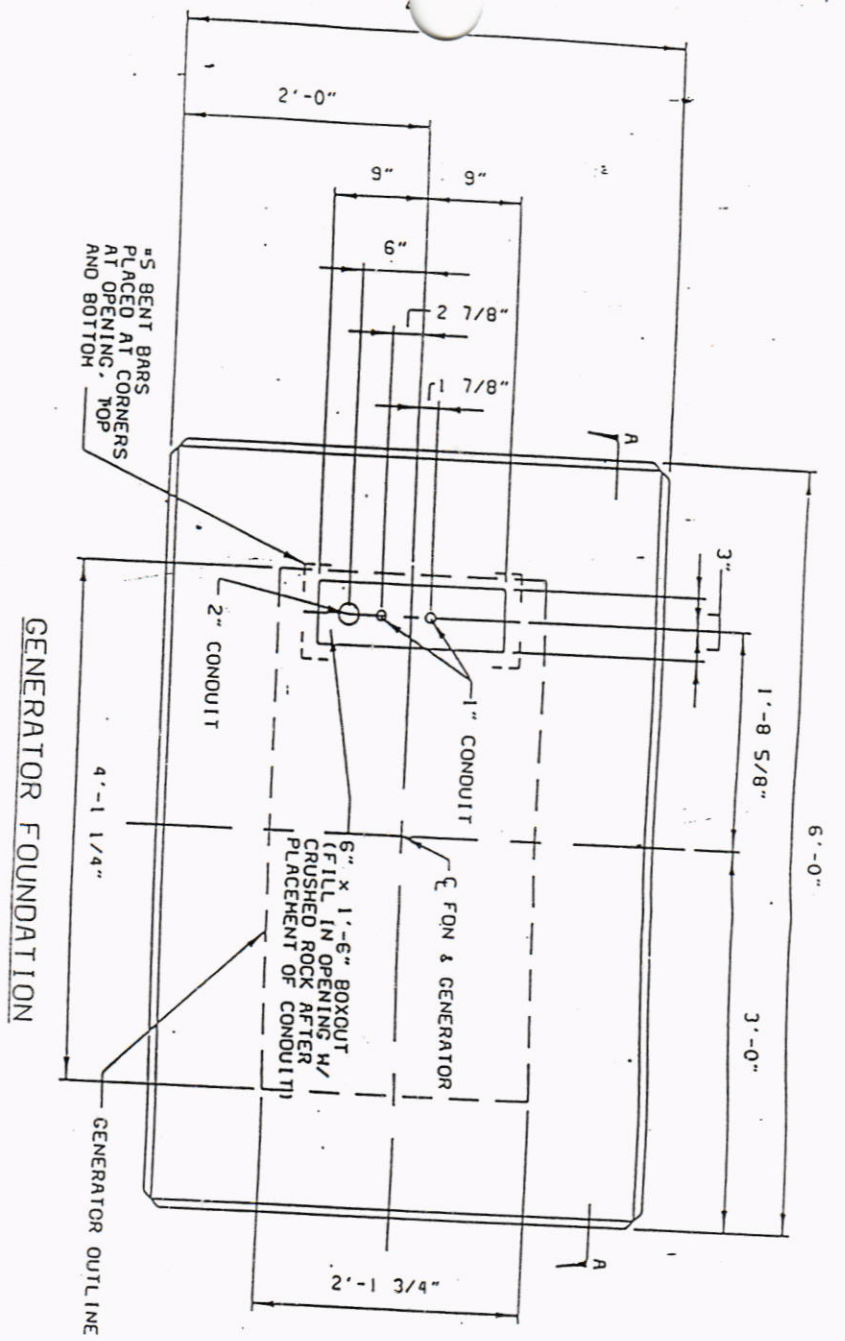
SECTION C-C

- PRE-CAST PROTECTION CABINET



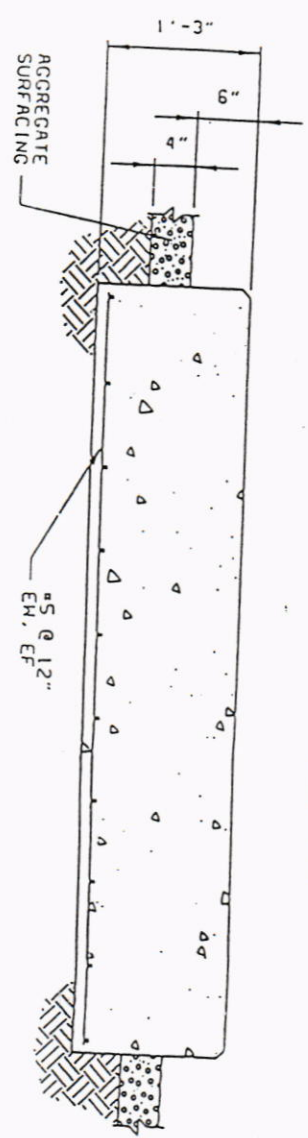
4" Ø HOLE IN BOTTOM
(CAST IN 1/4" 20
FLAT EXPANDED METAL
IN BOTTOM. GALV.)





NOTES:

1. ALL ABOVE GROUND FOUNDATIONS SHALL HAVE 3/4" CHALKER, UNLESS OTHERWISE SPECIFIED.
2. ALL ABOVE GRADE FOUNDATION SURFACES SHALL BE STEEL TROWEL FINISHED UNLESS OTHERWISE NOTED.

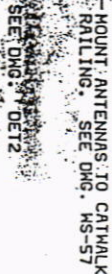


REVISION - RECORD OF WORK	DATE	BY	DESCRIPTION	DATE	BY	DESCRIPTION	DATE	BY	DESCRIPTION
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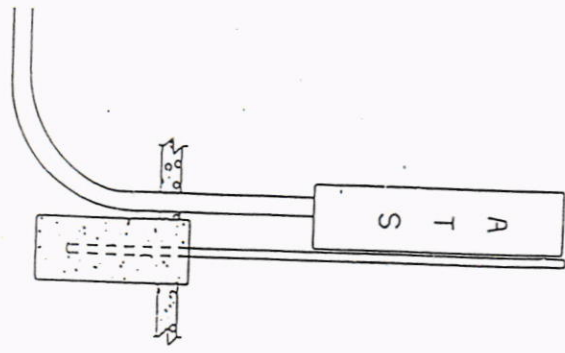
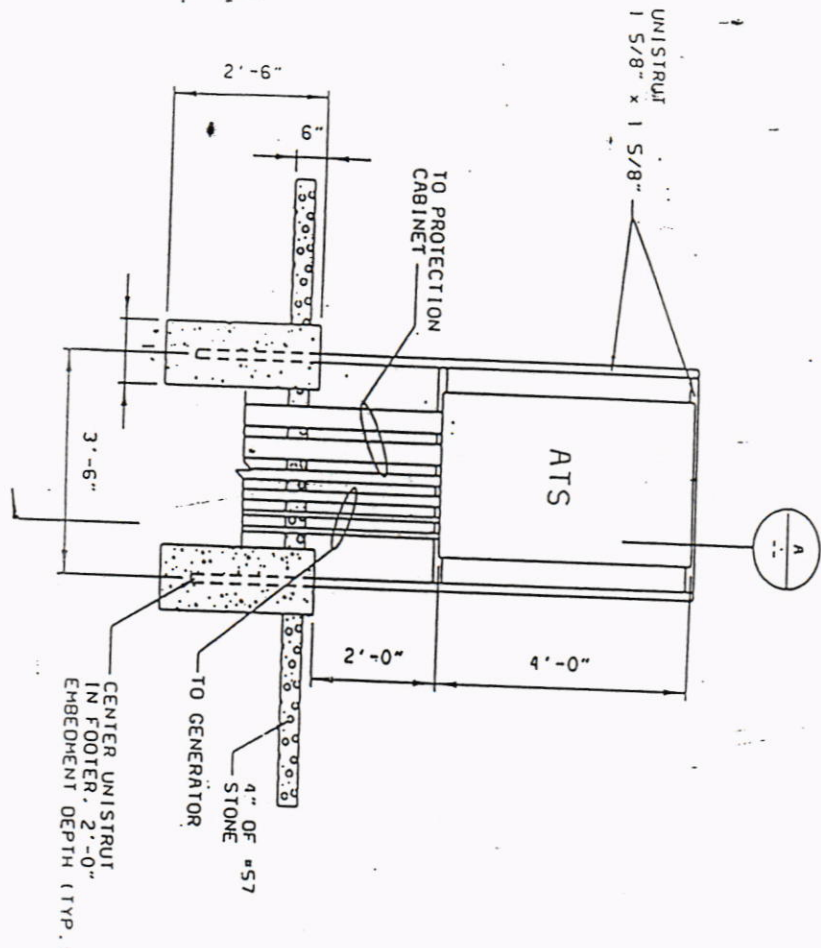


INTERCEL PCS SERVICES, INC
FOUNDATION DETAILS
28505
SSA
S-54

10

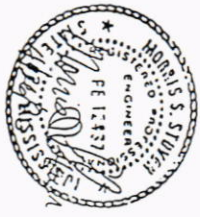


NOTES
 1. ALL UNISTRUT TO BE HOT DIPPEO GALVANIZED.



ATS SUPPORT

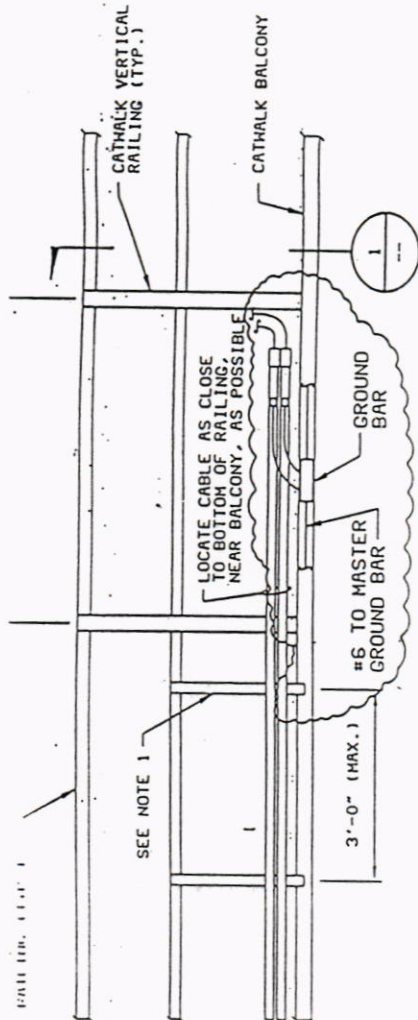
SECTION A



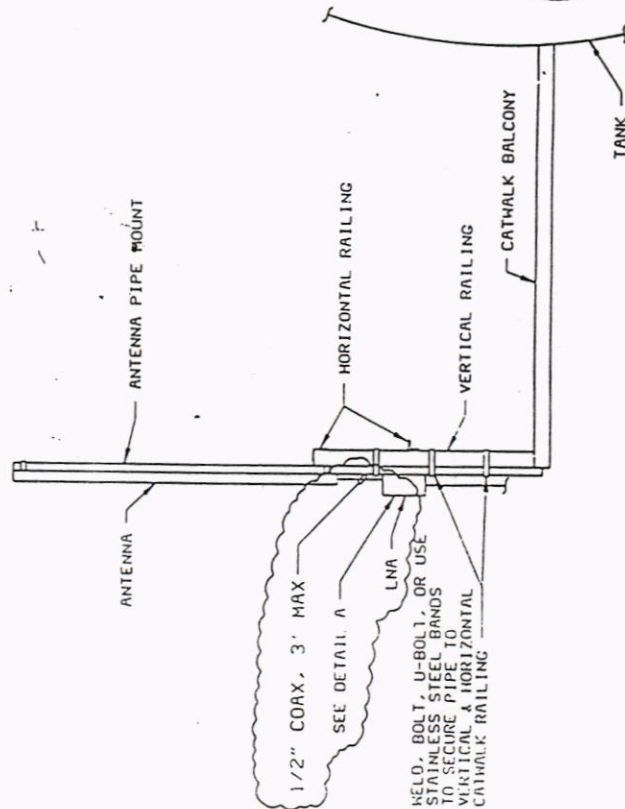
DESIGNED BY: [Signature]		CHECKED BY: [Signature]		DATE: 12/1/83	
DRAWN BY: [Signature]		PROJECT: 28505		SHEET: 556	
NOT TO BE USED FOR CONSTRUCTION		INTERCEL PCS SERVICES, INC.		28505	
NOT TO BE USED FOR CONSTRUCTION		TYPICAL PCS SITE		556	
NOT TO BE USED FOR CONSTRUCTION		ATS SUPPORT		556	

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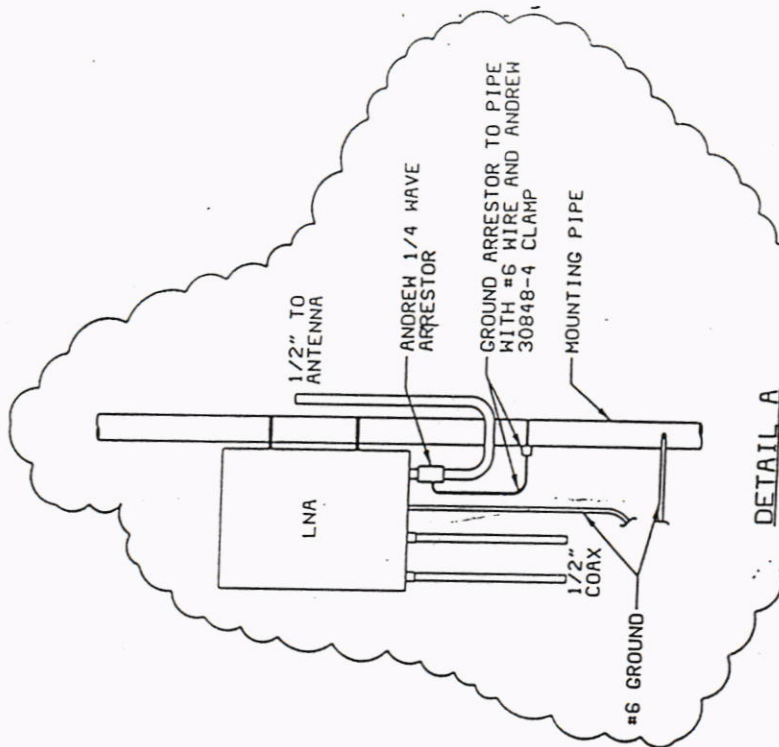
1. WELD, BOLT, U-BOLT, OR USE STAINLESS STEEL BAND TO SECURE UNISTRUT (GALV.) TO RAILING. IF REQUIRED, TO ASSURE UNISTRUT IS BEYOND VERTICAL RAILING, CHANNEL AND COMBINATION UNISTRUT SHALL BE USED. ATTACH HANGVEGID TO UNISTRUT WITH ANCHOR HANGER B-42396A-2, UNISTRUT P1008 SPRING NUT AND PROPER LENGTH SCREW.



TYPICAL ANTENNA MOUNT TO CATWALK



SECTION 1



DETAIL A

DRAWING STATUS - PROJECT 28505										LEGAL COUNSEL MUST HAVE REVIEWED AND APPROVED THIS DOCUMENT BEFORE IT IS RELEASED. DESIGNER MUST HAVE THE USE OF THE STATE OF FLORIDA.										PROJECT 28505										DRAWING NUMBER HS-57									
DATE										DATE										DATE										DATE									
MAJOR REVISIONS										NOT TO BE USED FOR CONSTRUCTION										APPROVED										BLACK & VEATCH									
INITIAL, DATE										RELEASED FOR CONSTRUCTION										DATE										DATE									
REVISIONS AND REASON IF NEEDED										RELEASED FOR EQUIPMENT/STRUCTURE FABRICATION										DATE										DATE									
DATE										RELEASED FOR CONSTRUCTION										DATE										DATE									
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DESCRIPTION	EXHIBIT "A"	COST
DIFUSED AIR SYSTEM		\$ 24,649.94
RIGHT ANGLE DIVERTER CAN LINE 1		20,300.00
DENSITY METER		13,356.87
SYRUP ROOM COMPUTER		57,956.50
NISSAN NI C35 FORKLIFT		19,549.31
NISSAN NI C35 FORKLIFT		19,549.31
NISSAN NI C35 FORKLIFT		19,549.31
NISSAN NI C35 FORKLIFT		19,549.31
SYRUP RECOVERY TANK		34,865.44
VIDEO JET 1701 PRINTER		12,442.89
1 LITER BLOW MOLD		14,430.23
NISSAN NI C35 FORKLIFT		19,549.31
OIL/WATER SEPARATOR		25,416.61
#1218-2-25 COOLING TOWER		60,631.03
REFURBISH 2L HUSKY PREFORM MOLD		39,658.08
16/20 OZ. LOWER LOCKING RING-SIDEL		8,341.53
2L LOWER LOCKING RING FOR SIDEL		8,341.53
20 OZ. CONTR SPRT BLOW MOLD INSERTS		95,562.25
20 OZ. CONTR COKE BLOW MOLD INSERTS		86,267.15
INSERT HOLDERS - 2 PC CONTOUR MOLDS		56,807.52
HEAT EXCHAMBER FOR CIP SYSTEM		19,843.25
1993 OTTAWA COMMANDO YARD TRUCK		33,990.00
IBM 6408 LINE MATRIX PRINTER		7,627.76
IBM 6408 LINE MATRIX PRINTER		7,627.76
VILIER AMMONIA COMPRESSOR		<u>19,250.45</u>
TOTAL		\$745,113.34

Applicant further prays that it be granted an exemption from ad valorem taxation, except State and School District taxation for a period of five (5) years beginning on the 31st day of December, 1996, and ending on the 31st of December, 2001, upon the raw materials and work in process used in the production of the products produced by the equipment described in Exhibit "A".

Applicant further prays that this Board approve this Application by an Order or Resolution spread upon its minutes, declaring that such property is exempt from all ad valorem taxation, except State and School District ad valorem taxation, for the said five (5) year period with the right of Applicant to apply for a second five (5) year exemption before December 31, 2001, and forward the original and three (3) copies of this Application and a certified transcript of such approval to the Mississippi State Tax Commission, and upon approval of such Application by the said Mississippi State Tax Commission and certification of its approval, the Board enter a Final Order on its minutes granting the exemption herein prayed.

Respectfully submitted, this the 8 day of October, 1996.

GULF STATES CANNERS, INC.

BY: Randy Lee
Randy Lee, Controller

DESCRIPTION	EXHIBIT "A"	COST
DIFUSED AIR SYSTEM		\$ 24,649.94
RIGHT ANGLE DIVERTER CAN LINE 1		20,300.00
DENSITY METER		13,356.87
SYRUP ROOM COMPUTER		57,956.50
NISSAN NI C35 FORKLIFT		19,549.31
NISSAN NI C35 FORKLIFT		19,549.31
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IBM 6408 LINE MATRIX PRINTER		7,627.76
VILIER AMMONIA COMPRESSOR		<u>19,250.45</u>
TOTAL		\$745,113.34

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF CLINTON,
HINDS COUNTY, MISSISSIPPI,
GRANTING EXEMPTION FROM AD VALOREM TAXATION

The Board next took up for consideration the matter of granting tax exemption from ad valorem taxes for Gulf States Cannery, Inc., and the following Resolution, having first been reduced to writing, was introduced:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF CLINTON,
HINDS COUNTY, MISSISSIPPI,
GRANTING TAX EXEMPTION FROM AD VALOREM TAXES
FOR A PERIOD OF FIVE YEARS TO
GULF STATES CANNERS, INC.,
AS AUTHORIZED BY SECTION 27-31-101, ET SEQ.,
OF THE MISSISSIPPI CODE OF 1972, AS AMENDED.

WHEREAS, Gulf States Cannery, Inc., filed in triplicate with this Board its Application for exemption from ad valorem taxation;

WHEREAS, Gulf States Cannery, Inc., has produced written verification and documentation to this Board as to the authenticity and correctness of its Application in regard to the true value of the prayed for exemption and the completion date of said enterprise; and,

WHEREAS, this Board finds as a fact that the property described in the aforesaid Application constitutes an industrial enterprise of public utility which was completed on the 15th day of March, 1996, and that said Company is entitled to the exemption sought of a period of five (5) years, beginning on December 31, 1996, subject to the approval and certification by the Mississippi State Tax Commission.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Board of Aldermen of the City of Clinton, Hinds County, Mississippi, as

follows:

1. That the Application for ad valorem tax exemption by Gulf States Cannery, Inc., for a period of five (5) years, beginning December 31, 1996, on the property described in the Application filed by said Company for tax exemption and described in Exhibit "A" attached hereto, be, and the same is hereby, approved, subject to approval and certification by the Mississippi State Tax Commission.

2. That Gulf States Cannery, Inc., is hereby granted tax exemption on ad valorem taxes, except State and School District ad valorem taxation, for a period of five (5) years, beginning December 31, 1996.

3. That Applicant be granted exemption from ad valorem taxation for raw materials and work in process used in the production of plastic and can products for which the subject exemption is granted, which exemption shall run concurrently with the exemption of the items shown on Exhibit "A" attached to the subject application.

4. That the Clerk of this Board be, and he is hereby, directed to spread a copy of this Order on the minutes of this Board; that said Clerk shall forward the original and three certified copies of the Application and a certified copy of the transcript of this Order approving said Application to the Mississippi State Tax Commission for its approval and certification; and said Clerk shall also forward one certified copy to the Tax Assessor of Hinds County, Mississippi, and obtain the

Certificate of said Tax Assessor stating that the personal property as itemized in the Application and the raw materials and work in process have been placed on the appropriate tax roll as "Non-Taxable", except for State and School District ad valorem taxes, for the duration of the exemption period only.

5. That the Applicant be granted the right to apply for a second five (5) year exemption before December 31, 2001.

After a full discussion of this matter, Mr. Todd moved that the foregoing Resolution be adopted and said motion was seconded by Mr. Fisher, and upon the question being put to a vote, the Resolution was unanimously adopted by the affirmative vote of the members of the Board of Aldermen of the City of Clinton, Hinds County present.

WHEREUPON, the foregoing Resolution was declared passed and adopted at a regular meeting of the Mayor and Board of Aldermen of the City of Clinton, Hinds County, Mississippi, on this 15 day of OCTOBER, 1996.

CITY OF CLINTON, MISSISSIPPI

BY:

Rosemary Aultman
MAYOR

ATTEST:

Nelson Byrd
CITY CLERK

CERTIFICATE OF HINDS COUNTY TAX ASSESSOR

STATE OF MISSISSIPPI

COUNTY OF HINDS

I, Mike Barnes, Tax Assessor of the City of Clinton, Hinds County, Mississippi, do hereby certify that the above and foregoing property was entered on the "State Tax Only" or other appropriate tax roll on the ____ day of _____, 1996, at _____ .M., for a period of five (5) years from and after the 31st day of December, 1996.

This the ____ day of _____, 1996.

MIKE BARNES, TAX ASSESSOR

SEAL

APPLICATION OF GULF STATES CANNERS, INC.,
FOR EXEMPTION FROM AD VALOREM TAXES
FOR A PERIOD OF FIVE YEARS AS AUTHORIZED
BY SECTION 27-31-101, ET SEQ., OF THE
MISSISSIPPI CODE OF 1972, AS AMENDED

TO THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF CLINTON, HINDS
COUNTY, MISSISSIPPI:

(1)

Gulf States Canners, Inc., files this its Application in triplicate for exemption from ad valorem taxation, and respectfully represents unto this Honorable Mayor and Board of Aldermen of the City of Clinton, Hinds County, Mississippi, as follows:

(2)

Applicant, Gulf States Canners, Inc., is a Mississippi corporation domiciled in the City of Clinton, Hinds County, Mississippi.

(3)

Applicant is now operating as a plastics products manufacturer and as a processor of canned soft drinks within the City of Clinton, Hinds County, Mississippi, which factory is a bona fide expanded enterprise of public utility within the meaning of Section 27-31-101, et seq., and related Sections of the Mississippi Code of 1972, as amended, and is eligible for the exemption granted by the above mentioned Sections, by specific enumeration, a manufacturer and processor as contemplated by the pertinent laws of the State of Mississippi, particularly Title 27, Chapter 31, Mississippi Code of 1972. The exemption sought in this Application is for the acquisition of additional equipment necessary for the operation of Applicant and for raw materials and work in process of Applicant

used in connection with the said additional equipment.

(4)

Said enterprise was completed on the 15th day of March, 1996, within the meaning of the applicable statutes of the State of Mississippi, and, therefore, the exemption hereby claimed should commence on December 31, 1996, as provided by Section 27-31-105, Mississippi Code of 1972, as amended.

(5)

On the date of this Application, Applicant employs at its Clinton Industrial Park plant approximately eighty (80) employees with an estimated annual payroll of approximately \$3,000,000.00. Additionally, the operations of Applicant have created numerous additional jobs for firms in Hinds County, Mississippi, supplying trucking services for the transporting of Applicant's products to various consumers of these products in the States of Louisiana, Arkansas, Tennessee, Alabama and Mississippi.

(6)

The additions and expansions hereinabove described will create ten (10) new jobs, and, in addition, will preserve the competitive position of Applicant. The additions and expansions described in this Application are essential to the preservation of existing jobs and to the maintenance of Applicant's competitive position with other manufacturing operations.

(7)

The exemption of the tangible property described in Exhibit "A" should be granted for a period of five (5) years from December

31, 1996.

(8)

The true value of the property for which exemption is sought as listed on Exhibit "A" is \$745,113.34.

(9)

Applicant also seeks exemption from ad valorem taxation for the raw materials and work in process used in the production of the plastic and can products for which the subject exemption is sought, which exemption for raw materials and work in process shall run concurrently with the exemption of the items shown on Exhibit "A" attached to this Application. Applicant estimates the value of these raw materials and work in process would not exceed at any time during the life of the exemption the sum of \$2,000,000.00.

Wherefore, Applicant prays that this Board enter a finding that Applicant's factory is, in fact, an expanded enterprise of public utility, and that the same was completed on the 15th day of March, 1996, within the meaning of the applicable laws of the State of Mississippi.

Applicant further prays that it be granted an exemption from ad valorem taxes except State and School District ad valorem taxes, as provided by law, for a period of five (5) years beginning on the 31st day of December, 1996, and ending on the 31st day of December, 2001, upon all of the tangible property described "A" attached hereto and made a part hereof, used in, or necessary to the operation of Applicant's factory in the City of Clinton, Hinds County, Mississippi.

APPLICATION OF GULF STATES CANNERS, INC.,
FOR A FIVE YEAR EXTENSION OF THE
AD VALOREM TAX EXEMPTION PREVIOUSLY GRANTED
FOR ADDITIONS TO AND EXPANSION OF
ITS FACILITIES AND PROPERTIES IN
THE CLINTON INDUSTRIAL PARK,
HINDS COUNTY, MISSISSIPPI

TO THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF CLINTON, HINDS
COUNTY, MISSISSIPPI:

Gulf States Canners, Inc., files this request in triplicate
for a five-year extension of the ad valorem tax exemption
previously granted it on additions to and extensions of its
facilities completed January 1, 1992, and respectfully represents
as follows:

(1)

Applicant, Gulf States Canners, Inc., is a Mississippi
corporation with its principal place of business in Clinton,
Mississippi, and is duly qualified to do business in Mississippi.

(2)

Applicant is now and has been for a number of years prior to
this date the owner and operator of a plant engaged in the
production of soft drinks at its plant located at 1006 Industrial
Park Drive, Clinton, Mississippi.

(3)

By Final Order of the Mayor and Board of Aldermen dated August
4, 1992, which Order is recorded in Minute Book ✓, at page 182-184,
the Board granted Applicant a five-year ad valorem tax exemption on
additions to or expansions of and replacement of equipment
completed on January 1, 1992, pursuant to the provisions of Section
27-31-101, et seq., of the Mississippi Code of 1972. A true copy

of the said Final Order is attached hereto as Exhibit "A". The Order states that the exemption was granted for ten (10) years, with the exemption beginning the 1st day of January, 1992, and ending on the 31st day of December, 2001. Applicant files a request for a confirmation of said exemption in accordance with Section 27-31-101, et seq., of the Mississippi Code, as amended. The exemption was granted upon personal property having a true value of Six Hundred Sixty-Two Thousand Seven Hundred Ten Dollars Twenty Cents (\$662,710.20) which was shown and itemized on Exhibit "A" to the original exemption application.

(4)

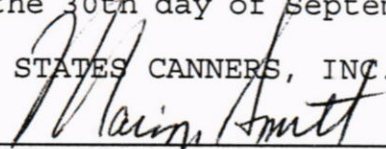
Since the granting of the original exemption, Applicant has disposed of certain of the equipment upon which exemption was granted and the items upon which the exemption should be continued are described in Exhibit "B" attached hereto and made a part hereof.

Wherefore, Applicant prays that the Mayor and Board of Aldermen of the City of Clinton, Hinds County, Mississippi, enter a Final Order confirming the above mentioned tax exemption in accordance with the original grant ending on the 31st day of December, 2001, and that a certified copy of said Final Order be furnished to the Hinds County Tax Assessor's Office.

Respectfully submitted, this the 30th day of September, 1996.

GULF STATES CANNERS, INC.

BY:


MARION SMITH, ATTORNEY

STATE OF MISSISSIPPI
COUNTY OF ADAMS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, MARION SMITH, who stated on oath that he is the attorney for GULF STATES CANNERS, INC.; that the matters set out in the foregoing request are true and correct to the best of his knowledge, information and belief; and that he is authorized by said corporation to provide this certification.

Marion Smith
MARION SMITH

Sworn to and subscribed before me, on this the 30th day of September, 1996.

Brenda Burgess
Notary Public

MY COMMISSION EXPIRES:

5-23-98

OF COUNSEL:

MARION SMITH
MSB #7628
TRULY, SMITH, LATHAM & KUEHNLE
P.O. BOX 1307
NATCHEZ, MS 39121
(601) 442-6495

FINAL ORDER OF THE MAYOR AND
BOARD OF ALDERMEN OF CLINTON, MISSISSIPPI,
GRANTING AN EXEMPTION FROM CITY AD VALOREM TAXES

The Mayor and Board of Aldermen next took up for consideration the matter of granting exemption from city ad valorem taxes to Gulf States Cannery, Inc., and the following Resolution, having first been reduced to writing, was introduced:

WHEREAS, Gulf States Cannery, Inc., a Mississippi corporation qualified and doing business in the City of Clinton, Mississippi, filed in triplicate with the Mayor and Board of Aldermen its Application for Ad Valorem Tax Exemption pursuant to Section 27-31-101, et seq., of the Mississippi Code of 1972, as amended, seeking exemption from city ad valorem taxes, except school district ad valorem taxes, for the Applicant's additions to and expansions of its facilities and properties located in the Clinton Industrial Park, Hinds County, Mississippi, said additions and expansions having a true value of \$662,710.20, as itemized in Exhibit "A" to the Application, and Applicant sought exemption from ad valorem taxes on all raw materials used in the production of the plastic products produced by the said expansion, which raw materials have a value not exceeding \$3,500,000.00;

WHEREAS, Gulf States Cannery, Inc., filed in triplicate with the Mayor and Board of Aldermen its Application for Ad Valorem Tax Exemption pursuant to Section 27-31-7 of the Mississippi Code of 1972, as amended, seeking exemption from ad valorem taxes for certain manufactured products held for sale or shipment to other than final consumer, and as a companion Application to Petitioner's Application for exemption for city ad valorem taxes on additions to and expansions of its facilities and properties at its plant in the Clinton Industrial Park, Hinds County, Mississippi;

WHEREAS, said Applications were approved by the Mayor and Board of Aldermen of Clinton, Mississippi, on 4-21-92 and _____, by Resolutions granting said tax exemptions from city ad valorem taxes, except school district ad valorem taxes, to the end that the properties constituting the additions, expansions and equipment replacements as described in the Applications be reflected on the tax rolls for subsequent years

Exhibit

"A"

commencing with the year 1992 at valuations uniform with other property of like kind and character similarly situated, and as so valued, taxes and assessments thereon be levied solely for ad valorem taxation for school district purposes for the said year 1992 and the ensuing two (2) consecutive five (5) year periods; and that the manufactured products held for sale or shipment to other than final consumer be exempt from city ad valorem taxation, except ad valorem taxes for school district purposes, pursuant to the provisions of Section 27-31-7 of the Mississippi Code of 1972, as amended. That said exemptions commence on December 31, 1991, with the tax year 1992, and terminate on December 31, 2001.

(2)

That Gulf States Cannery, Inc., is hereby granted tax exemption from city ad valorem taxes, except school district ad valorem taxes, for the additions to and expansions of its facilities and properties located in the Clinton Industrial Park, Hinds County, Mississippi, for the raw materials used in the production of the plastic products for which the exemption is granted, and for the manufactured products held for sale or shipment to other than final consumer as follows:

(a) the tangible property described in Exhibit "A" to the Application for Exemption on Additions to and Expansions of its Facilities and Properties, which property has a true value of \$662,710.20;

(b) raw materials used in the production of plastic products manufactured by the tangible property described in (a) above, the value of which raw materials will not exceed at any one time \$3,500,000.00;

(c) certain manufactured products held for sale or shipment to some purchaser other than the final consumer.

The above exemptions shall be for a period of ten (10) years beginning December 31, 1991, and ending December 31, 2001.

(3)

That the Clerk of this Board be, and she hereby is, directed to spread a copy of this Order on the minutes of the Board, and to

forward a certified copy of this order to the Mississippi Board of Economic Development and the Mississippi State Tax Commission.

After a full discussion of this matter, Alderman Finell moved that the foregoing Resolution be adopted, which Motion was seconded by Alderman Valente, and upon the question being put to a vote, the Resolution was adopted with 6 votes in the affirmative and 0 votes in the negative by the Mayor and Board of Aldermen of the City of Clinton, Mississippi.

WHEREUPON, the foregoing Resolution was declared passed and adopted at a regular meeting of the Mayor and Board of Aldermen of the City of Clinton, Mississippi, on this the 4th day of August, 1992.

CITY OF CLINTON, MISSISSIPPI

BY:

Billy R Smith
MAYOR

ATTEST:

Nelson Byrd
CITY CLERK

EXHIBIT "B"

ASSET #	DESCRIPTION	ACQ. DATE	COST	ACCT. #
2101	VIDEO JET CODER	10/14/91	\$17,523.94	1710-110
2102	ALLEN BRADLEY ON PALLETZR	10/14/91	9,387.78	1710-110
2103	REMANUFACTURE VILTER			
	COMPRSR	10/25/91	15,387.00	1710-110
2104	CONVEYOR AT JONES PACKER	12/31/91	3,170.00	1710-110
3145	CENTRAL HIGH PRESSURE	05/31/91	22,530.60	1720-110
3146	EVAPCO CONDENSER	06/01/91	78,430.75	1720-110
5072	NISSAN FORKLIFT	07/03/91	22,268.00	1720-110
5073	NISSAN FORKLIFT	07/03/91	22,268.00	1720-110
5074	HEAT PLATE EXCHANGER	08/02/91	26,242.00	1720-110
5075	UV BLOWER W/STAND	12/15/91	1,785.00	1720-110
5076	HEAT EXCHANGER	09/16/91	11,320.83	1720-110
TOTAL			\$230,313.90	

FINAL ORDER OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF CLINTON, HINDS COUNTY, MISSISSIPPI,
GRANTING REQUEST OF GULF STATES CANNERS, INC.,
FOR A FIVE-YEAR EXTENSION OF THE FIVE-YEAR
AD VALOREM TAX EXEMPTION PREVIOUSLY GRANTED
ON ITS ADDITIONS COMPLETED JANUARY 1, 1992,
TO ITS CLINTON PLANT FACILITIES

WHEREAS, by Final Order of the Mayor and Board of Aldermen of the City of Clinton, Hinds County, Mississippi, dated August 4, 1992, which is recorded at Minute Book ✓, at page 182-184, the Mayor and Board granted Applicant, GULF STATES CANNERS, INC., a ten-year ad valorem tax exemption on the additions, expansions and replacement of equipment at its Clinton plant facilities completed January 1, 1992, pursuant to the applicable law then in effect, which was Section 27-31-101, et seq., as amended; and

WHEREAS, the aforementioned exemption granted by the Mayor and Board of Aldermen on August 4, 1992, was for the period commencing January 1, 1992, and expiring December 31, 2001, upon personal property involved in said additions, expansions and replacement equipment of the true value of \$662,710.20, which was shown and itemized on Exhibit "A" to the original exemption application; and

WHEREAS, GULF STATES CANNERS, INC., has filed in triplicate with the Mayor and Board of Aldermen its request for a confirmation of the ad valorem tax exemption previously granted on the additions, expansions and replacement of equipment completed January 1, 1992, at its plant facilities in Clinton; and

WHEREAS, the Mayor and Board of Aldermen find as a fact that the request of the Applicant herein for a confirmation of the above described ad valorem tax exemption has been made to and filed with the Clerk.

NOW, THEREFORE, BE IT ORDERED by the mayor and Board of Aldermen of the City of Clinton, Hinds County, Mississippi:

(1) The request of GULF STATES CANNERS, INC., for a confirmation of the ad valorem tax exemption granted it on August 4, 1992, on additions, expansions and replacement of equipment completed January 1, 1992, to its plant facilities in Clinton in the amount of \$662,710.20 is hereby approved in accordance with the original grant expiring December 31, 2001, on those items of personal property described in Exhibit "B" attached to the Application, provided, however, that nothing herein shall be construed to exempt the said properties from state ad valorem taxation or from ad valorem taxation for school district purposes.

(2) The Clerk shall enter this Final Order in the minutes of the Mayor and Board of Aldermen, City of Clinton, Hinds County, Mississippi, and shall forward a certified copy of this Final Order to the Hinds County Tax Assessor.

SO ORDERED, this the 15th day of October, 1996.

MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF CLINTON, HINDS
COUNTY, MISSISSIPPI

BY: Rosemary G. Gultman
MAYOR

ATTEST:

Nelson Byrd
CITY CLERK

CITY of CLINTON MISSISSIPPI

PHIL FISHER
ALDERMAN WARD 4

October 13, 1996

Dear Mayor and Board,

During the month of July this board appointed a task force to review the street paving program of the city. The board appointed Rodney, Sharbert, and me to work on this project. I wanted to update you on our work. I realize this report was due earlier, however, the city has been very busy with World Comm rezoning and a Master Water and Sewer Plan and I did not want to put another very important issue out during that time.

I want to thank Harold, Richard, and Tim for their interest and time during this review. They went out of their way to assist us and answered all our questions in their usual professional manner.

We were tasked with answering six questions (see attachment 1). In order to do that we met with Harold, Richard, and Tim and reviewed the past paving efforts and the future needs of the city. As part of our learning process, Richard arranged a meeting with a representative from a paving company to ride around town and point out our needs. The results of that trip re-inforced the dire situation we have with our streets and the urgency to move forward with a comprehensive plan to address those needs.

Let me now review the six questions and our recommendations. You will see that some of the questions raised have already had action taken either through this year's budget or other events.

1. Recommend the criteria for paving: We recommend that paving begin immediately, delay only worsens the situation. Streets should be paved according to need and that need should be based on legitimate engineering standards. You will recall that we allocated money last year to send our city personnel to school on this topic, and also provided money for a

computer program to analyze the data. This gathering of information was completed in the spring of 1996 and put in the computer this summer. The process of recording this data was very lengthy, but has been completed. I understand that a new list of streets, based on this current data has been developed. Please note, in keeping with our promise, none of the task force members have seen this list. We said we would not attempt to influence this effort and we have not.

2. Determine the status of the raw data and recommend an order of paving: See point 1.

3. Recommend whether or not the city will pave State Aid/FAU roads in our limits or demand the county uphold its responsibility in this area: We recommend that the city continue to request the county's assistance on the streets they are responsible for. You should remember that the mayor went back to the county in August with a \$200,000 request for paving on city streets and was turned down. As I recall, Supervisor Chappell's motion to allocate the funds did not receive a second. The citizens of this city should receive a portion of their \$3,000,000 sent to the county in taxes and we feel that street paving is a good area to spend some of that money. Our city streets are used by county residence and we believe all would benefit.

4. Recommend a reasonable length of time to cycle through all the streets in the city: In order for a comprehensive program to be effective it must be continued year after year. According to Richard, the life of a street should average 12 to 15 years. The city has 130 miles of streets. In order to meet this time frame we should plan on paving 13 miles of city streets a year. Any comprehensive program should be balanced with the amount of money we can afford. According to our city engineer, this will take between \$400,000 to \$450,000 (at today's value) per year to accomplish this. Already we are moving in this direction. This year we budgeted \$400,000 for paving and \$20,000 for an asphalt roller (total \$420,000). Any money the county budgets to us for paving should be used for additional paving and not replace the base amount.

5. Recommend the number of miles of road that should be paved per year: 13 miles. Because we are already behind, we need to pave a few extra miles per year.

6. Make recommendations on other paving matters as brought up by department heads: The need for upgrading paving equipment was expressed. We have started that process by budgeting for an asphalt roller and should continue to upgrade as needed. Proper maintenance is of great

importance to the life of our streets. By providing for our equipment needs we extend the life of our streets.

As you can see, there is much work to be done in this area. With this years budget, we have already put in place a comprehensive plan that will allow us to pave and maintain our streets into the next century. The key element to success is a continued commitment to this process by budgeting as recommended and seeing this program through.

Harold
Richard
Twin

A handwritten signature in dark ink, appearing to be 'P. L. P.' or similar, written in a cursive style.

1012 Post Rd. / Clinton, Mississippi 39056 / (601) 924 - 8514

**RESOLUTION APPROVING DIMENSIONAL
VARIANCE FOR STONEGATE APARTMENTS**

WHEREAS, the Owner of Stonegate Apartments, 416 Woodstone Road, Clinton, Mississippi, built this project under previous regulations that permitted twelve (12) units per acre; and

WHEREAS, the Zoning Regulations of the City of Clinton, Mississippi now permitted a density of ten (10) units per acre pursuant to Section 702.02; and

WHEREAS, the Owner is refinancing said project and the Lender is concerned about rebuilding in the event of a casualty loss of some of the buildings; and

WHEREAS, the Mayor and Board of Aldermen of the City of Clinton, Mississippi, find that the requested variance will be in harmony with the general purposes and intent of the Zoning Ordinance and will not be injurious to the neighborhood or otherwise detrimental to the public welfare; and

WHEREAS, the Owner has complied with Section 2005 of the Zoning Regulations regarding dimensional variances; and

WHEREAS, the Planning and Zoning Board has recommended granting a dimensional variance.

BE IT RESOLVED by the Mayor and Board of Aldermen of the City of Clinton, Mississippi that the requested dimensional variance should be granted subject to the following:

Rebuilding to the present density shall only be permitted in the event of a casualty loss;

Only replacement of existing buildings destroyed or damaged through a casualty loss is intended;

Said project will continue as a nonconforming use upon such rebuilding; and

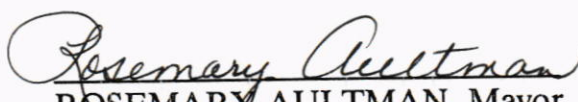
A legal description of the project property is attached hereto as Exhibit "A".

The forgoing Resolution, having been reduced to writing, Alderman DEPRIEST moved that said Resolution be adopted. Alderman BRABHAM seconded. The vote was as follows:

Alderman Brabham voted:	<u>AYE</u>
Alderman Ferrell voted	<u>AYE</u>
Alderman Depriest voted:	<u>AYE</u>
Alderman Todd voted:	<u>AYE</u>
Alderman Fisher voted:	<u>AYE</u>
Alderman Touchton voted:	<u>AYE</u>
Alderman Lott voted:	<u>AYE</u>

Approved on the 15th day of October, 1996.

CITY OF CLINTON, MISSISSIPPI


ROSEMARY AULTMAN, Mayor

ATTEST:

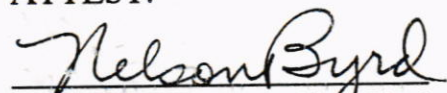

NELSON BYRD, City Clerk

EXHIBIT A

Commence at the Southeast Corner of Section 29, Township 6 North, Range 1 West, First Judicial District, Hinds County, Mississippi and run South 89 Degrees 37 Minutes West for a distance of 2,226.88 feet to the Southwest corner of Stonegate Subdivision, Part 2, thence North 00 Degrees 12 Minutes 05 Seconds West for distance of 495.00 feet to the Point of Beginning of the tract herein described; thence North 88 Degrees 46 Minutes 14 Seconds West for a distance of 794.91 feet to the Southwest corner of the property herein described; thence North 01 Degrees 10 Minutes 56 Seconds West for a distance of 228.96 feet to a point; thence North 89 Degrees 33 Minutes 34 Seconds East for a distance of 230.00 feet to a point; thence North 01 Degrees 09 Minutes 58 Seconds West for a distance of 256.00 feet to a point on the South right of way of Woodstone Road; thence North 89 Degrees 29 Minutes 49 Seconds East for a distance of 195.20 feet to a point; thence South 87 Degrees 24 Minutes 40 Seconds East for a distance of 138.44 feet to a point; thence North 84 Degrees 57 Minutes 15 Seconds East for a distance of 240.28 feet to the Northeast corner of the property herein described; thence South 00 Degrees 12 Minutes 05 Seconds East for a distance of 520.27 feet to the Point of Beginning. The above described parcel contains 7.75 acres.