

**REGULAR MEETING OF THE MAYOR AND BOARD OF ALDERMEN
TUESDAY, APRIL 4, 1995 - 7 P.M.
MUNICIPAL COURTROOM - 305 MONROE STREET**

The Mayor and Board of Aldermen of the City of Clinton, Mississippi, met in Regular Meeting on Tuesday, April 4, 1995, 7 P.M., at the 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 DePriest followed by the Pledge of Allegiance to the Flag led by Alderman Todd.

ROLL CALL - City Clerk Nelson Byrd

Present - Jehu Brabham - Alderman-at-Large
O. C. 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
Mayor Rosemary Aultman - Presiding

City Attorney Ken Dreher
City Clerk Nelson Byrd

Absent - Sharbert Lott - Alderman Ward 6

ANNOUNCEMENTS

(a) Mayor Aultman announced that the Metro Crime Commission will be meeting in the Clinton Courtroom on Thursday, April 6, 1995, 8 a.m., and is open to the public.

(b) Mayor Aultman expressed thanks to all City employees who worked hard to make the Brick Streets Festival/Civil-War Re-enactment and the Magnolia Cup Soccer Tournament a tremendous success.

AGENDA CHANGES

Mayor Aultman announced the following changes to the agenda: (1) change Consent Agenda Item H from \$5,500.00 to \$5,550.00; (2) change Consent Agenda Item M from \$1,005.00 to \$1,050.00; (3) remove agenda item #9 (drainage problem on Shadowwood).

APPROVAL OF CONSENT AGENDA ITEMS A-FF:

MOTION made by Alderman Ferrell and **SECONDED** by Alderman Touchton to approve Consent Agenda Items A-FF with noted changes above as listed on pages 1210-1211 of this Minute Book W, noting that Consent Agenda Items D, EE, & FF, will serve to advertise favorably the opportunities, possibilities, and resources of the City of Clinton. Quotes listed in items C, H, Q, R, S, & T are on file in the Office of the City Clerk. **MOTION CARRIED UNANIMOUSLY.** Certificate listed in Consent Agenda Item F may be found on page 1212 of this Minute Book W.

PROPERTY RE-ZONED ON HIGHWAY 80 FOR BAPTIST HOSPITAL

MOTION made by Alderman Brabham and **SECONDED** by Alderman Touchton to approve the re-zoning request of Mississippi Baptist Hospital to re-zone property in the 500 block of Highway 80 west (east of Clinton Raymond Road/I-20 intersection) from S-1 to C-2 to construct a primary health care clinic which will be leased to physicians and will maintain a health education facility. **MOTION CARRIED UNANIMOUSLY.** Proof of Publication that proper public hearing was held may be found in the minutes of the City of Clinton

Planning and Zoning Board.

DIMENSIONAL VARIANCE DENIED TO TACO BELL

No representative from Taco Bell being present to present the request of a dimensional variance for a high rise sign at the northwest quadrant of Springridge Road and I-20, **MOTION** made by Alderman Todd and **SECONDED** by Alderman Fisher to uphold the decision of the City of Clinton Planning and Zoning Board and deny said dimensional variance request. **MOTION CARRIED UNANIMOUSLY.** Proof of proper public hearing may be found in the minutes of the City of Clinton Planning and Zoning Board.

1995 CDBG PROFESSIONAL SERVICES APPROVED

MOTION made by Alderman Fisher and **SECONDED** by Alderman Ferrell to approve the following recommendations for professional services for the 1995 CDBG as made by the Selection Committee appointed at the March 21, 1995 meeting of the Board of Aldermen: (1) Administration - Jimmy Gouras, Urban Planning Consultants; (2) Legal - Pyle, Mills, Dreher, & Dye, P. A.; (3) Appraisal - Jim Terry Appraisal Service; (4) Review Appraiser - Al Clark Enterprises, Inc.; and (5) Engineering - Alford Engineering. **MOTION CARRIED UNANIMOUSLY.**

COMMUNITY FACILITIES PLAN APPROVED

MOTION made by Alderman Fisher and **SECONDED** by Alderman Todd to accept the Community Facilities Plan as presented noting that the errors in the draft will be corrected before final publication. **MOTION CARRIED UNANIMOUSLY.** Copy on file in the Office of the City Clerk.

SCS APPLICATION PROCESS APPROVED

Acting upon the request of City Engineer Broome for Board authorization to make application for three SCS projects and to begin engineering work, tightening up cost estimates which will be brought back at a later time for Board approval, and to define the required easements for the (1) Highway 80/Kitchings Drive area SCS project; (2) Highway 80/Old Spring Road area SCS project; and (3) Pebble Brook Project (which involves 7 additional homeowners), noting that each of these projects would be based on a 90/10 basis with the City responsible for 10% construction cost plus engineering design, construction and inspection services on contract, **MOTION** made by Alderman Touchton and **SECONDED** by Alderman DePriest to proceed with said above recommendation. **MOTION CARRIED UNANIMOUSLY.**

COACH HUTTON HONORED WITH PROCLAMATION

Coach Doug Hutton was honored with a proclamation recognizing his distinguished career in coaching and athletic ability, noting that he had recently been inducted into the Mississippi Sports Hall of Fame. A copy of said proclamation is on file in the Office of the Mayor.

RIVERWOOD APPLICATION FOR AD VALOREM EXEMPTION APPROVED

MOTION made by Aldermen Ferrell and **SECONDED** by Alderman Todd to approve the resolutions found on pages 1213-1227 of this Minute Book W authorizing applications for ad valorem exemptions for Riverwood International property with a true value of \$1,183,185.00 and \$9,706,719.00 respectively, noting that 56 new jobs are being created with preference given to Clinton residents. **MOTION CARRIED UNANIMOUSLY.**

FREEMAN APPOINTED AS PARKS AND RECREATION DIRECTOR

Acting upon the recommendation of Mayor Aultman, **MOTION** made by

Alderman Brabham and SECONDED by Alderman Fisher to approve David Freeman as the new Parks and Recreation Director effective May 1, 1995. MOTION CARRIED UNANIMOUSLY. Freeman will begin at pay grade 12, step 6.

ADJOURNMENT - 7:38 P.M.

There being no further business to discuss, MOTION made by Alderman Todd and SECONDED by Alderman Fisher to Recess until April 18, 1995, 7 P.M. MOTION CARRIED UNANIMOUSLY.

Copy of Agenda may be found on Pages 1210-1211 of this Minute Book W.

APPROVED:

Rosemary Aultman
Rosemary Aultman, Mayor

April 6, 1995
Date

ATTEST:

Nelson Byrd
Nelson Byrd, City Clerk

April 6, 1995
Date

SEAL

**RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF
CLINTON, MISSISSIPPI, AUTHORIZING APPLICATION
OF RIVERWOOD INTERNATIONAL USA, INC.,
FOR EXEMPTION FROM AD VALOREM TAXES AS AUTHORIZED
BY SECTION 27-31-101 ET. SEQ. OF THE MISSISSIPPI
CODE OF 1972 FOR ADDITIONS COMPLETED DECEMBER 31, 1994**

The Board next took up for consideration the matter of granting tax exemption from ad valorem taxes for Riverwood International USA, Inc., and the following resolution, having first been reduced to writing, was introduced:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN
OF CLINTON, MISSISSIPPI, GRANTING TAX EXEMPTION
FROM AD VALOREM TAXES FOR A TEN-YEAR PERIOD TO
RIVERWOOD INTERNATIONAL USA, INC., AS
AUTHORIZED BY SECTION 27-31-101 ET SEQ., OF
THE MISSISSIPPI CODE, AS AMENDED.

WHEREAS, Riverwood International USA, Inc. filed in triplicate with this Board its Application for exemption from ad valorem taxation on expanded facilities completed December 31, 1994, and located at Riverwood's plant within the industrial park of the City of Clinton, Hinds County, Mississippi; and

WHEREAS, Riverwood International USA, 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, the additions and expansions of equipment were completed on December 31, 1994, and as of that date the true value of all property to be exempt was One Million One Hundred Eighty-Three Thousand One Hundred Eighty-Five Dollars (\$1,183,185.00), as shown in an itemized list provided with the Application, a copy of which is attached thereto as Exhibit "A"; and

WHEREAS, this Board finds as a fact that the property described in the aforesaid Application constitutes an expanded industrial enterprise of public utility which was completed on the 31st day of December, 1994, and that Riverwood International USA, Inc. is entitled to the exemption sought of ten (10) years beginning on the first day of January, 1995, and ending on the 31st day of December, 2004, subject to approval and certification by the Mississippi State Tax Commission.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Board of Aldermen of Clinton, Mississippi, as follows:

1. That the Application for ad valorem tax exemption by Riverwood International USA, Inc. on the property described in Exhibit "A" of the Application filed by said Company for tax exemption, for a ten (10) year period beginning on the 1st day of January, 1995, and ending on the 31st day of December, 2004, be and the same is hereby approved, and said exemption is hereby granted, subject to certification of eligibility by the Mississippi State Tax Commission.

2. That the Clerk of this Board be and is hereby directed to spread a copy of this Order on the minutes of this Board; and 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 certification of eligibility; and said Clerk shall also forward one certified copy to the Tax Assessor of the City of Clinton and obtain the Certificate of said Tax Assessor stating that the personal property as itemized in the Application has 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.

After a full discussion of this matter, Alderman Ferrell, moved that the foregoing Resolution be adopted and said motion was seconded by Alderman Todd, and upon the question being put to a vote, the vote was as follows:

Alderman Jehu Brabham voted:
Alderman George Ferrell voted:
Alderman Rodney DePriest voted:
Alderman Ben Todd voted:
Alderman Phil Fisher voted:
Alderman Herb Touchton voted:
Alderman Sharbert Lott voted:

Aye
Aye
Aye
Aye
Aye
Aye
Absent

WHEREUPON, the foregoing Resolution was declared, passed, and adopted at a regular meeting of the Mayor and Board of Aldermen of Clinton, Mississippi, on this, the 4th day of April, 1995.


ROSEMARY AULTMAN, Mayor
City of Clinton, Mississippi

ATTEST:


NELSON BYRD, City Clerk
City of Clinton, Mississippi

(SEAL)

JGGP\BOT-2.RES

**APPLICATION OF RIVERWOOD INTERNATIONAL USA, INC.
FOR EXEMPTION FROM AD VALOREM TAXES ON ADDITIONAL
AND EXPANDED PROPERTIES AND EQUIPMENT AS AUTHORIZED
BY SECTION 27-31-101 ET. SEQ. OF THE MISSISSIPPI CODE
OF 1972 FOR ADDITIONS COMPLETED DECEMBER 31, 1994**

TO THE MAYOR AND BOARD OF ALDERMEN OF CLINTON, MISSISSIPPI:

1. Riverwood International USA, Inc. (herein "Riverwood"), files this its application in triplicate for exemption from ad valorem taxation and would respectfully represent unto this Honorable Board as follows:

2. Applicant Riverwood is a Delaware corporation with its national administrative headquarters in Atlanta, Georgia, and is qualified to do business in Mississippi, and is in good standing in the State of Mississippi.

3. Riverwood is now operating a paper cutting, printing and container manufacturing type of industry within the industrial park of the City of Clinton, Hinds County, Mississippi, which factory contains bona fide expanded facilities of public utility within the meaning of Section 27-31-101 et. seq. and related Sections of the Mississippi Code, as amended, and is eligible for the exemption granted by the above-mentioned section by specific enumeration, namely "manufacturing". The exemption prayed for in this Application is for additions or expansions of the above-mentioned plant through the addition of new equipment owned by Riverwood and used in connection with or necessary to the operation of Riverwood's manufacturing enterprise as provided in Section 27-31-115 of the Mississippi Code, as amended.

4. That said new additions or expansions of equipment and machinery were completed on the 31st day of December, 1994, within the meaning of the applicable statutes of the State of Mississippi, and, therefore, the exemption hereby sought is for ten (10) consecutive years to begin on the 1st day of January, 1995, and to end on the 31st day of December, 2004 and is for that certain tangible personal property shown on the attached Exhibit "A".

5. The City of Clinton/Hinds County Tax Assessor will assess City of Clinton ad valorem taxes on the property described in Exhibit "A" against Riverwood.

6. The new additions or expansions of equipment will make more secure and support additional jobs and increased annual payrolls in Riverwood's Clinton, Mississippi Plant. Over the years this plant has undergone almost constant growth and expansion.

7. The true value, or initial cost, of all property to be exempted is \$1,183,185.00 as shown in the itemized list attached hereto as Exhibit "A" and made a part hereof.

8. Applicant is not seeking to exempt the said property described on Exhibit "A" from Mississippi state ad valorem taxation or from ad valorem taxation for school district purposes.

PRAYER

WHEREFORE, applicant prays that this Board of Aldermen will enter a finding that applicant's factory is in fact an expanded enterprise of public utility, and that the same was completed on the 31st day of December, 1994, within the meaning of the applicable laws of Mississippi; and

That applicant will be granted an exemption from ad valorem taxation, except State of Mississippi and School District ad valorem taxation, as provided by law, upon all of the tangible property described in Exhibit "A" attached hereto and made a part hereof, which is used in, or necessary to, the operation of Riverwood's plant in the industrial park of the City of Clinton, Hinds County, Mississippi, for ten (10) years, beginning on the 1st day of January, 1995, and ending on the 31st day of December, 2004; and

That this Board of Aldermen will 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 of Mississippi and School District ad valorem taxation, for ten (10) years, and that it will forward the original and three certified copies of this application and a certified transcript of such approval to the Mississippi State Tax Commission and after receipt

by this Board of certification of the Mississippi State Tax Commission approval, the Board will enter a final order on its minutes granting the exemption herein prayed for. Applicant requests such other and further relief as to which it may be entitled.

Respectfully submitted, this the 13th day of March, 1995.

RIVERWOOD INTERNATIONAL USA, INC.

BY:

Rod Stough
ROD STOUGH
Plant Manager

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, ROD STOUGH, who stated that he is Plant Manager of Riverwood International USA, Inc., Clinton, Mississippi, and that the matters set out in the foregoing Application for Exemption from Ad Valorem Taxation are true and correct.

SWORN TO AND SUBSCRIBED BEFORE ME, on this, the 13th day of March, 1995.

Gregory J. Corley
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Aug. 31, 1997

OF COUNSEL:

JOHN G. GOURLAY, JR.
GERALD & BRAND
Suite 900, One Jackson Place
188 East Capitol Street
Post Office Box 158
Jackson, Mississippi 39205-0158
(601) 948-3030

JGCP\BOT-11.APP

EXHIBIT "A"

RIVERWOOD INTERNATIONAL USA, INC.

True value of property (its cost) added to the Clinton, Mississippi Plant of Riverwood and completed on December 31, 1994:

Machinery and equipment related to one offset Webb press bearing serial number S0530.

TOTAL COST

\$1,183,185.00

**RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF
CLINTON, MISSISSIPPI, AUTHORIZING APPLICATION
OF BOT FINANCIAL CORPORATION, AS OWNER/LESSOR AND
RIVERWOOD INTERNATIONAL USA, INC., AS LESSEE
FOR EXEMPTION FROM AD VALOREM TAXES AS AUTHORIZED
BY SECTION 27-31-101 ET. SEQ. OF THE MISSISSIPPI
CODE OF 1972 FOR ADDITIONS COMPLETED DECEMBER 31, 1994**

The Board next took up for consideration the matter of granting tax exemption from ad valorem taxes for BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, and the following resolution, having first been reduced to writing, was introduced:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN
OF CLINTON, MISSISSIPPI, GRANTING TAX EXEMPTION
FROM AD VALOREM TAXES FOR A TEN-YEAR PERIOD TO
BOT FINANCIAL CORPORATION, AS OWNER/LESSOR, AND
RIVERWOOD INTERNATIONAL USA, INC., AS LESSEE,
AS AUTHORIZED BY SECTION 27-31-101 ET SEQ., OF
THE MISSISSIPPI CODE, AS AMENDED.

WHEREAS, BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, filed in triplicate with this Board their Application for exemption from ad valorem taxation on expanded facilities completed December 31, 1994, and located at Riverwood's plant within the industrial park of the City of Clinton, Hinds County, Mississippi; and

WHEREAS, BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, have produced written verification and documentation to this Board as to the authenticity and correctness of their Application in regard to the true value of the prayed-for exemption and the completion date of said enterprise; and

WHEREAS, the additions and expansions of equipment were completed on December 31, 1994, and as of that date the true value of all property to be exempt was Nine Million Seven Hundred Six Thousand Seven Hundred Nineteen Dollars (\$9,706,719.00), as shown in an itemized list provided with the Application, a copy of which is attached thereto as Exhibit "A"; and

WHEREAS, this Board finds as a fact that the property described in the aforesaid Application constitutes an expanded industrial enterprise of public utility which was completed on the 31st day of December, 1994, and that BOT Financial Corporation, as

Owner/Lessor, and Riverwood International USA, Inc., as Lessee, are entitled to the exemption sought of ten (10) years beginning on the first day of January, 1995, and ending on the 31st day of December, 2004, subject to approval and certification by the Mississippi State Tax Commission.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Board of Aldermen of Clinton, Mississippi, as follows:

1. That the Application for ad valorem tax exemption by BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, on the property described in Exhibit "A" of the Application filed by said Companies for tax exemption, for a ten (10) year period beginning on the 1st day of January, 1995, and ending on the 31st day of December, 2004, be and the same is hereby approved, and said exemption is hereby granted, subject to certification of eligibility by the Mississippi State Tax Commission.

2. That the Clerk of this Board be and is hereby directed to spread a copy of this Order on the minutes of this Board; and 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 certification of eligibility; and said Clerk shall also forward one certified copy to the Tax Assessor of the City of Clinton and obtain the Certificate of said Tax Assessor stating that the personal property as itemized in the Application has 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.

After a full discussion of this matter, Alderman Ferrell, moved that the foregoing Resolution be adopted and said motion was seconded by Alderman Todd, and upon the question being put to a vote, the vote was as follows:

Alderman Jehu Brabham voted:

Alderman George Ferrell voted:

Alderman Rodney DePriest voted:

Aye
Aye
Aye

Alderman Ben Todd voted:

Aye

Alderman Phil Fisher voted:

Aye

Alderman Herb Touchton voted:

Aye

Alderman Sharbert Lott voted:

Absent

WHEREUPON, the foregoing Resolution was declared, passed, and adopted at a regular meeting of the Mayor and Board of Aldermen of Clinton, Mississippi, on this, the 4th day of April, 1995.

Rosemary Aultman
ROSEMARY AULTMAN, Mayor
City of Clinton, Mississippi

ATTEST:

Nelson Byrd
NELSON BYRD, City Clerk
City of Clinton, Mississippi

(SEAL)

JGGP\BOT-2.RES

**APPLICATION OF BOT FINANCIAL CORPORATION, AS OWNER/LESSOR,
AND RIVERWOOD INTERNATIONAL USA, INC., AS LESSEE,
FOR EXEMPTION FROM AD VALOREM TAXES ON ADDITIONAL
AND EXPANDED PROPERTIES AND EQUIPMENT AS AUTHORIZED
BY SECTION 27-31-101 ET. SEQ. OF THE MISSISSIPPI CODE
OF 1972 FOR ADDITIONS COMPLETED DECEMBER 31, 1994**

TO THE MAYOR AND BOARD OF ALDERMEN OF CLINTON, MISSISSIPPI:

1. BOT Financial Corporation (herein "BOT"), as Owner/Lessor, and Riverwood International USA, Inc. (herein "Riverwood"), as Lessee, file this their application in triplicate for exemption from ad valorem taxation and would respectfully represent unto this Honorable Board as follows:

2. Applicant BOT is a Delaware corporation having its principal place of business at Boston, Massachusetts, and is qualified to do business in Mississippi, with its registered office being in Hinds County, Mississippi, and is in good standing in the State of Mississippi. Applicant Riverwood is a Delaware corporation with its national administrative headquarters in Atlanta, Georgia, and is qualified to do business in Mississippi, and is in good standing in the State of Mississippi.

3. Riverwood is now operating a paper cutting, printing and container manufacturing type of industry within the industrial park of the City of Clinton, Hinds County, Mississippi, which factory contains bona fide expanded facilities of public utility within the meaning of Section 27-31-101 et. seq. and related Sections of the Mississippi Code, as amended, and is eligible for the exemption granted by the above-mentioned section by specific enumeration, namely "manufacturing". The exemption prayed for in this Application is for additions or expansions of the above-mentioned plant through the addition of new equipment owned by BOT (who, in part, is in the business of owning and leasing manufacturing machinery and equipment to manufacturers) which is leased by BOT to Riverwood and used in connection with or necessary to the operation of Riverwood's manufacturing enterprise as provided in Section 27-31-115 of the Mississippi Code, as amended.

4. That said new additions or expansions of equipment and machinery were completed on the 31st day of December, 1994, within

the meaning of the applicable statutes of the State of Mississippi, and, therefore, the exemption hereby sought is for ten (10) consecutive years to begin on the 1st day of January, 1995, and to end on the 31st day of December, 2004.

5. Through an Equipment Leasing Agreement dated January 7, 1994, BOT agreed to acquire and lease that certain tangible personal property shown on the attached Exhibit "A" to Riverwood for use in Riverwood's manufacturing business.

6. The City of Clinton/Hinds County Tax Assessor will assess City of Clinton ad valorem taxes on the property described in Exhibit "A" against BOT, as owner/lessor of the subject property, and under said Equipment Lease Agreement dated January 7, 1994, Riverwood, as lessee, pays the said ad valorem taxes as additional rent to BOT as owner/lessor.

7. The new additions or expansions of equipment will make more secure and support additional jobs and increased annual payrolls in Riverwood's Clinton, Mississippi Plant. Over the years this plant has undergone almost constant growth and expansion.

8. The true value, or initial cost, of all property to be exempted is \$9,706,719.00 as shown in the itemized list attached hereto as Exhibit "A" and made a part hereof.

9. Applicants are not seeking to exempt the said property described on Exhibit "A" from Mississippi state ad valorem taxation or from ad valorem taxation for school district purposes.

PRAYER

WHEREFORE, applicant prays that this Board of Aldermen will enter a finding that applicant's factory is in fact an expanded enterprise of public utility, and that the same was completed on the 31st day of December, 1994, within the meaning of the applicable laws of Mississippi; and

That applicants be granted an exemption from ad valorem taxation, except State of Mississippi and School District ad valorem taxation, as provided by law, upon all of the tangible property described in Exhibit "A" attached hereto and made a part hereof, which is used in, or necessary to, the operation of

applicant Riverwood's plant in the industrial park of the City of Clinton, Hinds County, Mississippi, for ten (10) years, beginning on the 1st day of January, 1995, and ending on the 31st day of December, 2004; and

That this Board of Aldermen will 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 of Mississippi and School District ad valorem taxation, for ten (10) years, and that it will forward the original and three certified copies of this application and a certified transcript of such approval to the Mississippi State Tax Commission and after receipt by this Board of certification of the Mississippi State Tax Commission approval, the Board will enter a final order on its minutes granting the exemption herein prayed for. Applicants request such other and further relief as to which they may be entitled.

Respectfully submitted, this the 13TH day of March, 1995.

RIVERWOOD INTERNATIONAL USA, INC.

BY: Rod Stough

ROD STOUGH
Plant Manager

BOT FINANCIAL CORPORATION

BY: [Signature]

VICE PRESIDENT

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, ROD STOUGH, who stated that he is Plant Manager of Riverwood International USA, Inc., Clinton, Mississippi, and that the matters set out in the foregoing Application for Exemption from Ad Valorem Taxation as they pertain

to it are true and correct.

SWORN TO AND SUBSCRIBED BEFORE ME, on this, the 13th day
of March, 1995.

Reggie J. Corley
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Aug. 31, 1997

STATE OF MASSACHUSETTS

COUNTY OF Suffolk

PERSONALLY APPEARED BEFORE ME, the undersigned authority in
and for the jurisdiction aforesaid, Joseph Porta, who stated
that he is Vice President of BOT Financial Corporation, and
that the matters set out in the foregoing Application for Exemption
from Ad Valorem Taxation as they pertain to it are true and
correct.

SWORN TO AND SUBSCRIBED BEFORE ME, on this, the 21st day
of March, 1995.

Sandra K. Ironfield
NOTARY PUBLIC

My Commission Expires:

Sandra K. Ironfield

NOTARY PUBLIC

My commission exp. July 27, 2001

OF COUNSEL:

JOHN G. GOURLAY, JR.
GERALD & BRAND
Suite 900, One Jackson Place
188 East Capitol Street
Post Office Box 158
Jackson, Mississippi 39205-0158
(601) 948-3030

JGCP\BOT-2.APP

EXHIBIT "A"

BOT FINANCIAL CORPORATION

AND

RIVERWOOD INTERNATIONAL USA, INC.

True value of property (its cost) leased from BOT Financial Corporation and added to the Clinton, Mississippi Plant of Riverwood and completed on December 31, 1994:

One offset Webb press bearing serial number S0530.

TOTAL COST

\$9,706,719.00

F.

Certificate of Attendance

The University of Mississippi Law Center
Awards this Certificate to
Marie McGraw

for having attended the

**Municipal Court Clerks Regional Seminar
Holiday Inn North - Jackson, MS
March 14, 1995**

conducted by the

Mississippi Judicial College

6 Hours

Linda E. Beasley
Program Manager

Kevin D. Muma
Director