

**MINUTES OF THE BOARD OF SUPERVISORS
OF MADISON COUNTY, MISSISSIPPI**

REGULAR MEETING OF MARCH 11, 2005
Recessed from regular meeting of March 7, 2005

BE IT REMEMBERED that the regular meeting of the Board of Supervisors of Madison County, Mississippi was duly convened, held and conducted on March 11, 2005, in the Law Library on the second floor of the Madison County Circuit Courthouse in Canton, Mississippi, as follows:

Sheriff Toby Trowbridge announced that he appeared at the regular meeting place of the Board, the same being the Law Library on the second floor of the Madison County Circuit Courthouse on March 7, 2005 at 9:00 a.m. and found no quorum present and announced, pursuant to Miss. Code Ann. § 19-3-23, that the meeting of the Board was adjourned from day to day until 9:00 a.m., Friday, March 11, 2005.

Upon such announcement, and said date and time announced by the Sheriff having arisen, the President of the Board, Paul Griffin, presided and called the meeting to order. The following members were present that day:

Present:

Supervisor Douglas L. Jones
Supervisor Tim Johnson
Supervisor Andy Taggart
Supervisor Karl M. Banks
Supervisor Paul Griffin
Sheriff Toby Trowbridge
Chancery Clerk Arthur Johnston

Absent:

None

Also in attendance:

County Administrator Donnie Caughman
County Comptroller Mark Houston
County Zoning Administrator Brad Sellers
County Purchase Clerk Hardy Crunk
Board Secretary Cynthia Parker
Johnny Brunini, Esq. for Board Attorney Edmund Brunini, Jr.

In re: Approval of Minutes From the February 2005 Term

WHEREAS, Chancery Clerk Arthur Johnston did present the Board with the Minutes of the previous meetings of the Board of Supervisors during the February 2005 term, said meetings having been conducted on February 7, 18, and 25, 2005,

Following discussion, Mr. Douglas L. Jones did offer and Mr. Karl M. Banks did second a motion to approve the minutes as presented with certain amendments which were read in open session, and certain other, typographical and/or editorial changes, and to authorize the President to sign said minutes after said corrections have been made. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye

President's Initials: _____

Date Signed: _____

Supervisor Paul Griffin

Aye

the matter carried unanimously and the minutes for the February 2005 term of the Board of Supervisors of Madison County were and are hereby approved as amended.

SO ORDERED this the 11th day of March, 2005.

In re: Approval of Consent Agenda Items

WHEREAS, the Board President announced that he and County Administrator Donnie Caughman had conferred in advance of the meeting as to certain matters denominated "Consent Items" which bear Item numbers (2) through (15) on the Agenda and that the same appeared to be routine, non-controversial matters on which all Supervisors were likely to agree, and

WHEREAS, the Board President did explain that any Supervisor could, in advance of the call of the question, request that any item be removed from the Consent Agenda, and

WHEREAS, Tax Assessor Gerald Barber did request that Item (15) be removed from the Consent Agenda and withheld from consideration, and

WHEREAS, Supervisor Andy Taggart did request that Items (11) and (14) be removed from the Consent Agenda and addressed separately, and

WHEREAS, Supervisor Douglas L. Jones did request that Item (10) be removed from the Consent Agenda and addressed separately, and

WHEREAS, the following items were taken up as "Consent Items," to-wit:

(2) Approval of Request by Madison County School District to Assist with Maintenance of Baseball Field at Velma Jackson High School

The request for assistance with maintenance items on the Velma Jackson High School Baseball Field submitted by the Board of Trustees of the Madison County School District as set forth in that certain correspondence dated February 16, 2005 from Michael Kent, Superintendent, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes, was and is hereby approved.

(3) Granting of Request by the City of Canton to Use County Election Equipment for 2005 Municipal Election

In accordance with the request submitted by City Clerk Valerie Smith dated March 1, 2005, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes, the City of Canton was and is hereby authorized to utilize the county's scanning machine and the services of a technician to operate the same for the 2005 Municipal Elections to be conducted on May 3, 2005, May 17, 2005 and June 7, 2005.

(4) Granting of Request by the City of Madison to Use County Election Equipment for 2005 Municipal Election

The request of the City of Madison use election equipment for the 2005 Municipal Elections to be conducted on May 3, 2005, May 17, 2005 and June 7, 2005, as set forth in that certain item of correspondence dated February 2, 2005 from City Clerk Susan Crandall, was and is hereby approved.

(5) Recommendation to Accept Key, LLC as Lowest and Best Term Bidder for Bridge

President's Initials: _____

Date Signed: _____

Construction & Repair

The request of Purchase Clerk Hardy Crunk to accept term bid for Bridge Construction and Repair for the term ending June 30, 2005 submitted by Key, LLC as the lowest and best such bid in response to the advertisement for same was and is hereby approved, and a true and correct copy of Mr. Crunk's Memorandum dated March 3, 2005 setting forth the Board's reasoning relative to the award of the same is attached hereto as Exhibit A.

(6) Authorization to Advertise for Network Administrator for Information Technology Department

Director of Information Technology Don Dean was and is hereby granted permission to advertise for the position of Network Administrator in the *Madison County Herald* as set forth in that certain memorandum dated March 11, 2005 from County Administrator Donnie Caughman, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes.

(7) Authorization of Sample & Associates to Assist the County in the Acquisition of Rights of Way for County Projects in FY 2005

Mr. Woody Sample of Sample & Associates was and is hereby authorized and directed to assist the County in the acquisition of rights of way for the County in FY 2005, as set forth in that certain item of correspondence dated March 2, 2005, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes.

(8) Approval of Request to Transfer County Vehicles

The items of inventory referred to in those certain "Items for Transfer" forms, a true and correct copies of which may be found in the Miscellaneous Appendix to these Minutes, were and are hereby transferred accordingly, to wit: that certain 2001 Chevrolet Impala, Inventory # 2917 was and is hereby transferred from 100 Board of Supervisors to 690 Planning & Zoning, and that certain 2000 Ford Expedition, Inventory # 523 was and is hereby transferred from 100 Board of Supervisors to 152 Information Technology.

(9) Approval and Adoption of Internet/E-Mail Usage Policy

That certain Internet/E-Mail Usage Policy, a true and correct copy of which is attached hereto as Exhibit B, was and is hereby approved and adopted for employees using county computers.

(12) Deletion of Homestead Accounts Still on State Tax Commission Records

Homestead exemptions for those individuals listed on the attachment to that certain item of correspondence from Ms. Emily Anderson, Homestead Director dated March 8, 2005 were and are hereby deleted, and the Chancery Clerk was and is hereby directed to execute all appropriate and necessary forms to reflect such and to forward the same to Ms. Gina Brister with the Mississippi State Tax Commission, a true and correct copy of all such forms may be found in the Miscellaneous Appendix to these Minutes.

(13) Approval of Amended Homestead Applications and Corrections and Deletions of Homestead Exemptions

The following amended homestead applications and/or homestead corrections on property in Madison County, Mississippi for the following individuals and parcel numbers and for the reasons set forth below were and are hereby approved:

<u>Name</u>	<u>Parcel Number</u>	<u>Reason</u>
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President's Initials: _____

Date Signed: _____

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Craig, Delores L.	83I-30-001/04	Over 65
Hambrick, Mattie	61I-32D-001/01.05	Deleted in error
Harbin, Bobby Lee	83E-15B-014	Over 65
Hoderfield, Margaret H.	72D-17D-001/01.54	Over 65
Mitchell, Virginia	72E-21A-001/12	SSD
Jones, John Jr.	92F-13D-143	Over 65

Copies of said amendments/corrections/deletions are found in the Miscellaneous Appendix to these Minutes.

Thereafter, Mr. Karl M. Banks did offer and Mr. Andy Taggart did second a motion to approve, adopt, and authorize each of the above and foregoing matters, the same being numbered Items (2) through(9), (12) and (13) herein above. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously, and each item was and is hereby approved, adopted and authorized.

SO ORDERED this the 11th day of March 2005.

In re: Approval of Eight (8) Certain Utility Permits

WHEREAS, County Engineer Mike McKenzie did appear before the Board requesting approval of eight (8) certain permits allowing use and occupancy for the construction or adjustment of a utility within certain roads or highway rights of way, and

WHEREAS, said permits were as follows:

- (1) Time Warner Cable – seeking to place underground CATV cable by means of trenching and/or boring on Nichols Road at Highway 51
- (2) Time Warner Cable - seeking to place underground CATV cable by means of trenching and/or boring on Industrial Blvd. at Old Jackson Road
- (3) Time Warner Cable - seeking to place underground CATV cable by means of trenching and/or boring on Industrial Blvd.
- (4) Time Warner Cable - seeking to place underground CATV cable by means of trenching and/or boring on Church Road
- (5) Time Warner Cable - seeking to place underground CATV cable by means of trenching and/or boring on Nichols Road at Links Drive
- (6) Bear Creek Water Association, Inc. - seeking to bore and jack 60 l.f. 12" steel casing under Old Canton Road
- (7) Entergy - seeking to build new 3 phase shielded A477 line from Highway 51 along W. Holmes St. and cross I55 on Richmond Grove Road and Highland Colony Parkway
- (8) Centerpoint Energy - seeking to construct a natural gas utility facility between Shoreline Drive and a point just east of Deweese Road

WHEREAS, true and correct copies of the above and foregoing permit applications may be found in the Miscellaneous Appendix to these Minutes, and

WHEREAS, the Board does desire to approve said applications,

President's Initials: _____

Date Signed: _____

Following discussion, Mr. Karl M. Banks did offer and Mr. Andy Taggart did second a motion to approve said permit applications. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said permits were and are hereby approved.

SO ORDERED this the 11th day of March, 2005.

In re: Approval of Sole Source Item

WHEREAS, County Purchase Clerk Hardy Crunk did present a request for the approval and purchase of a sole source item for a long block engine for a steel wheel roller at the Road Department, and

WHEREAS, Mr. Crunk did present documentation supporting the sole source designation as to said equipment, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes, and

WHEREAS, the Board does desire to and does hereby approve said request and does find and determine (a) that Tubb Equipment was and is a sole source provider of such equipment, but that Mr. Crunk and Road Manager Prentiss Guyton shall supplement minutes, via the Miscellaneous Appendix hereto, with evidence of their efforts to ascertain whether such items are available in the market from a source other than Tubb, and (b) that the sole source purchase of such equipment from Tubb Equipment in the amount of \$3,987.65 should be approved,

Following discussion, Mr. Andy Taggart did offer and Mr. Karl M. Banks did second a motion to designate Tubb Equipment as a sole source vendor for the purchase of a long block engine in the amount of \$3,987.65 and to authorize the purchase of same and to direct Mr. Crunk and Mr. Guyton to supplement the record accordingly, such supplementation now being reflected in the Miscellaneous Appendix to these Minutes. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said sole source item was and is hereby approved.

SO ORDERED this the 11th day of March, 2005.

In re: Approval of Petitions for Reduction of Assessment of Real Property 2004

WHEREAS, Tax Assessor Gerald Barber did appear before the Board and presented petitions for the reduction of assessment of real property taxes in the amount of (1) \$154,868, and (2) \$352,779 which petitions, together with their respective spreadsheet attachments are attached hereto as Exhibit C and D spread hereupon, and incorporated herein by reference, and

President's Initials: _____

Date Signed: _____

WHEREAS, the Board does desire and intend to approve the reduction in tax assessments as requested by the taxpayers listed on, and in the amounts and for the reasons as set forth in, the aforesaid Exhibits,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to approve said Petitions for Reduction of Assessment. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said Petitions for Reduction of Assessment were and are hereby approved.

SO ORDERED this the 11th day of March, 2005.

In re: Approval of Claims Docket for March 11, 2005

WHEREAS, the Board reviewed the claims docket for March 11, 2005; and

WHEREAS, the Chancery Clerk did assure the Board of Supervisors that all claims had been properly documented and where necessary, purchase orders were obtained in advance as required by law; and

WHEREAS, the following is a summary of all claims and funds from which said claims are to be paid:

Fund	Claim Nos.	No. of Claims	Amount
001	2592 to 2657, 2659 to 2701, 2703 to 2775	181	546,238.64
012	102 to 111	10	18,200.07
046	2 to 2	1	2,000.00
095	9 to 10	2	299,894.90
096	4 to 4	1	3,378.00
097	129 to 138	10	14,297.93
105	43 to 46	4	125,777.69
113	21 to 24	4	6,677.80
116	16 to 17	2	50.31
119	2 to 2	1	42,200.00
120	46 to 50	5	145.39
121	6 to 6	1	73.51
137	74 to 83	9	10,680.66
150	521 to 527, 529 to 546, 548 to 563	42	97,081.21
160	53 to 54	2	11,967.50
190	117 to 131	15	9,901.42
302	7 to 11	5	454,801.84
682	12 to 12	1	57,760.49
690	9 to 10	2	188,024.28
691	9 to 10	2	100,503.40
	TOTAL ALL FUNDS	300	1,989,655.04

Following discussion, Mr. Andy Taggart did offer and Mr. Douglas L. Jones did second a motion

President's Initials: _____

Date Signed: _____

to approve the claims docket with the exception of the following held and rejected claims:

HELD CLAIMS

Fund	Claim No.	Payee	Amount
001	2658	Copeland, Cook, Taylor & Bush	\$1,241.35
001	2702	Pizza Pro of Canton	22.86
113	25	Pegasus Support Center	918.00
137	77	MCEDA	1,500.00
137	77	MCEDA	263.06
137	77	MCEDA	114.89
150	528	Madison County Equipment Company	128.48
150	547	Sam Hailey Oil Co.	288.75

REJECTED CLAIMS

Fund	Claim No.	Payee	Amount
137	77	MCEDA	\$800.00
137	77	MCEDA	450.00
137	77	MCEDA	750.00

Said motion directed that invoice numbers should be attached to each claim on the claims docket and further directed the Chancery Clerk to publish the Summary of Claims as required by law and to authorize the Board President to sign and approve the Claims Docket, a copy of which is found in the Miscellaneous Appendix to these Minutes together with a separate Resolution approving payment of said claims, which resolution is attached hereto as Exhibit E, spread hereupon, and incorporated herein by reference. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	No
Supervisor Paul Griffin	No

the matter carried by a majority vote (3-2) and said Claims Docket was and is hereby approved with the exception of the above noted held and rejected items, and the Chancery Clerk was and is instructed to issue pay warrants accordingly.

SO ORDERED this the 11th day of March, 2005.

In re: Alleged Zoning Violation by Tommie and Dorothy Bachus

WHEREAS, County Zoning Administrator Brad Sellers did appear before the Board advising that certain property bearing parcel # 81I-31-2/01.05 located at Lot 6 Devonshire Farms and owned by Tommie and Dorothy Bachus stood in violation of Article IV, Section 400, of the Madison County Zoning Ordinance, and

WHEREAS, Mr. Sellers did remind the Board that the Board had been more than fair with the Bachuses, having granted them until January 1, 2005 to rectify the violation and complete construction on said unoccupied dwelling and having given them additional time prior to that date,

Following discussion, Mr. Andy Taggart did offer and Mr. Karl M. Banks did second a motion to authorize the Board Attorney to institute such legal proceedings in Chancery Court as he deems necessary to enforce the county's building regulations, including the levying of any and all

President's Initials: _____

Date Signed: _____

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applicable fines and penalties. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and Mr. Brunini was and is hereby so authorized and directed.

SO ORDERED this the 11th day of March, 2005.

In re: Approval of Final Plat of Park View, Part 1 Subdivision

WHEREAS, Planning & Zoning Administrator Brad Sellers appeared before the Board of Supervisors and presented the final plat for Park View, Part 1 Subdivision and requested the Board to approve same, indicating and representing that the same met with all appropriate and applicable county requirements, and

WHEREAS, Mr. Sellers did also advise the Board that the original developer has dropped plans to develop this tract and owners are requesting a new master plan be accepted to allow Mr. Tom Miller to develop 17 acres lying within the geographical confines of said PUD, in compliance with the PUD zoning, and

WHEREAS, Mr. Sellers did also announce that his research indicated that no official master plan for said PUD had ever been presented to or approved by the Board, although a preliminary drawing and plan had been submitted to his office, and

WHEREAS, Mr. Sellers did also advise the Board that all streets listed on said plat are to be accepted as public roads, to the extent such streets are depicted on said plats, to-wit: Willow Street,

Following lengthy discussion of this matter, Mr. Karl M. Banks did offer and Mr. Andy Taggart did second a motion to (1) accept, adopt and approve the master development plan as proposed by Mr. Miller as to the 17 acres in question, a true and correct copy of which plan may be found in the Miscellaneous Appendix to these Minutes, contingent upon receipt of Health Department approval of water system for the subdivision, and subject to the requirement that approval of the Madison County Board of Supervisors would be required on any changes to said plat and/or the accompanying covenants until such time as fifty percent (50%) of the lots in the subdivision are sold to individuals and subject to zoning ordinances that the Board finds will be applicable upon adoption thereof in the future, and (2) find and declare that no master plan has ever been approved by this Board and that the affected landowners within the PUD have been given due notice as required by law and have joined in said request. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the Master Plan of Park View, Part 1 Subdivision was and is hereby approved with the aforesaid provisos.

SO ORDERED this the 11th day of March, 2005.

In re: Request from James K. Smith for Special Event

President's Initials: _____

Date Signed: _____

Day, Saturday, March 12, 2005

WHEREAS, Planning & Zoning Administrator Brad Sellers did present a request from Mr. James K. Smith requesting permission to have a Special Event Day on Saturday, March 12, 2005 for a concert and motorcycle race, as set forth in that certain undated correspondence from Mr. Smith, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to approve said request from Mr. James K. Smith but to find and declare that the county was not and would not be a sponsor of said event. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said request was and is hereby approved.

SO ORDERED this the 11th day of March, 2005.

In re: Approval of Culvert Installations on Public Rights of Way

WHEREAS, Ms. Shirley Brown on behalf of County Road Manager Prentiss Guyton appeared before the Board of Supervisors and requested approval of certain work orders pertaining to the installation of culverts along public rights of way and not on private property on the following dates and at the following locations:

<u>Date</u>	<u>Work Order</u>	<u>Address</u>
2/22/05	22793	1262 Hwy 49
2/22/05	22810	339 Putnam Road
2/22/05	22529	103 Cherrybrook Drive
2/23/05	22515	203 Sharon Road
2/23/05	22539	406 Sundial Road
2/24/05	22840	229 Trace Harbor Road
2/24/05	19290	202 Loring Road
2/25/05	22842	133 Cotton Blossom Road
3/1/05	22863	5754 Hwy 51
3/4/05	22805	951 Way Road

WHEREAS, the Board does desire to pull and disallow work order # 22522 located at 291 Caroline Blvd., and

WHEREAS, the Board hereby finds that the installation of each such culvert is needed on the road listed to protect, preserve, and maintain the road and the county right of way thereon.

Following discussion, Mr. Karl M. Banks did offer and Mr. Douglas L. Jones did second a motion to approve the installations of culverts on the dates and at the locations and for the reasons set forth above. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	No
Supervisor Karl M. Banks	Aye

President's Initials: _____

Date Signed: _____

Supervisor Paul Griffin

Aye

the matter carried by a majority vote (4-1) and said culvert installation requests were and are hereby approved.

SO ORDERED this the 11th day of March, 2005.

In re: Acknowledgment of 2004 Audit Report from the Madison County Nursing Home

Following a presentation by Mr. Daniel Logan, Administrator of the Madison County Nursing Home, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to acknowledge receipt of the 2004 Audit Report from the Madison County Nursing Home, a true and correct copy of which Report may be found in the Miscellaneous Appendix to these Minutes. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said report was and is hereby acknowledged.

SO ORDERED this the 11th day of March, 2005.

In re: Request to Survey Access Road to Kirkwood Cemetery

Following a presentation by County Engineer Rudy Warnock and discussion among the Board, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to authorize and direct Mr. Warnock to conduct a survey of the access road to Kirkwood Cemetery and prepare a description thereof in order that International Paper Company can donate certain other lands so as to grant the county a more direct and clear route to said cemetery. The vote on the matter being as follows:

Supervisor Douglas L. Jones	No
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	No
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried by a majority vote (3-2) of the Board and Mr. Warnock was and is so authorized and directed.

SO ORDERED this the 11th day of March, 2005.

In re: Request to Appoint Committee to Inspect Henderson Road

Following a discussion initiated by District 3 Supervisor Andy Taggart, Mr. Tim Johnson did offer and Mr. Douglas L. Jones did second a motion to appoint a committee comprised of Mr. Karl M. Banks and Mr. Tim Johnson to inspect Henderson Road, located in District 3, and report to the Board at their earliest opportunity their assessment of its suitability to become a public road. The vote on the matter being as follows:

President's Initials: _____

Date Signed: _____

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said committee was and is hereby so appointed.

SO ORDERED this the 11th day of March, 2005.

***In re: Authorization of Architect to Prepare Bid Documents
for Phases 1 and 2 of Lake Caroline Fire Station***

Following a presentation by Architect Joseph Orr, and following substantive discussion, Mr. Karl M. Banks did offer and Mr. Andy Taggart did second a motion to approve the construction of phases 1 and 2 of the Lake Caroline Fire Station as those phases are reflected in the report by Mr. Orr, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes and to authorize and direct Mr. Orr to prepare bid documents to include both phases accordingly. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said project was and is hereby approved, and Mr. Orr was and is so authorized and directed.

SO ORDERED this the 11th day of March, 2005.

***In re: Extension of Bid Acceptance Date for Thirty (30) Days
Regarding the Construction of the Camden Fire Station***

Following discussion, Mr. Douglas L. Jones did offer and Mr. Karl M. Banks did second a motion to authorize the extension of the bid acceptance date for the construction of the Camden Fire Station for thirty (30) days contingent upon approval of Board Attorney Edmund L. Brunini, Jr. as to the legalities thereof and contingent upon the consent of the lowest bidders thereon. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the bid acceptance date for the construction of the Camden Fire Station was and is hereby extended.

SO ORDERED this the 11th day of March, 2005.

***In re: Setting Date for Public Hearing on American Dream Downpayment
Initiative Funds/FY 2005 Home Investment Partnerships Program***

President's Initials: _____

Date Signed: _____

WHEREAS, Mr. Bobby Rayburn on behalf of Ms. Maureen Simpson, representing Canton Community Development Corporation, did appear before the Board and requested that the Board adopt that certain Resolution, a true and correct copy of which is attached hereto as Exhibit F, spread hereupon and incorporated herein by reference,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to adopt said resolution. The vote on the matter being as follows:

Supervisor Douglas L. Jones	No
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	No
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried by majority vote (3-2) and said resolution was and is hereby adopted.

SO ORDERED this the 11th day of March, 2005.

***In re: Acquisition and Preparation of Easements for
Gluckstadt Road Widening Project***

At the request of County Engineer Rudy Warnock and following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to direct Board Attorney Edmund L. Brunini, Jr. to prepare easements relative to the Gluckstadt Road Widening Project based upon Mr. Warnock's designs, plats and legal descriptions, true and correct copies of which may be found in the Miscellaneous Appendix to these Minutes. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and Mr. Brunini was and is hereby so directed and authorized.

SO ORDERED this the 11th day of March, 2005.

***In re: Final Acceptance of Closeout Documents Pertaining to
State Aid Bridge Replacement Project BR-0045(22)BO***

The Board reviewed those certain final closeout documents received from the Office of State Aid Road Construction within the Mississippi Department of Transportation concerning SABP Project BR-0045 (22) BO, commonly known as the Old Yazoo City Bridge Project, a true and correct copy of which documents, including an Order of this Board pertaining hereto, are attached hereto as Exhibit G, spread hereupon and incorporated herein by reference. Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to adopt and approve said Order and related documents and authorize and direct the Board President and the Chancery Clerk to execute the same forthwith. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

President's Initials: _____

Date Signed: _____

the matter carried unanimously and said documents were and are hereby approved and adopted.

SO ORDERED this the 11th day of March, 2005.

In re: Correction, Nunc Pro Tunc, the Minutes of December 17, 2004

WHEREAS, the Board has reviewed its minutes of the December 2004 term, particularly the Minutes of December 17, 2004 pertaining to void tax sales, and

WHEREAS, the Board has been advised and has found and determined that said Minutes are substantially correct but, through error, do not accurately reflect the action taken, and

WHEREAS, item #22 at page 13 of 32 captioned "Void Tax Sales" should reflect "Tax Year," rather than "Tax Sale Year" in the far right column, to-wit:

OWNER	PURCHASER	AMOUNT	TAX YEAR
James Moore	Red Wing Land Co., LP	\$340.95	2001
James Moore	W. C. or Anne L. Young	\$465.78	2002
James Moore	W. L. Tate	\$465.78	2003
Tamara & Ben Alford	State of Mississippi	\$277.08	2002
Tamara & Ben Alford	State of Mississippi	\$ 30.76	2002

Following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to correct the Minutes of December 17, 2004 accordingly. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the minutes of December 17, 2004 were and are hereby corrected *nunc pro tunc* accordingly.

SO ORDERED this the 11th day of March, 2005.

In re: Authorization of Board Members to Travel to Mississippi Association of Supervisors Annual Convention

WHEREAS, County Administrator Donnie Caughman informed the Board that the Mississippi Association of Supervisors Annual Convention was scheduled for June 20 through 23, 2005 at the Mississippi Coast Coliseum in Biloxi, and

WHEREAS, the Board does desire to approve the payment of travel and related expenses for any Board member, elected official, or appointed department head to attend said conference, the Board finding that such expenses are in the best interest of the county,

Following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to authorize the payment of travel, lodging and food expenses of any Board member, elected official, or appointed department head as well as the Board Attorney and County Engineer to attend said conference. The vote on the matter being as follows:

President's Initials: _____

Date Signed: _____

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Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and such approval was and is hereby granted.

SO ORDERED this the 11th day of March, 2005.

In re: Acknowledging Receipt of Correspondence from MDOT Concerning a 4-Way Stop at Highways 17 and 43 and at Finney Road and Highway 43

The Board President announced that he had received copies of correspondence from County Administrator Donnie Caughman to the Mississippi Department of Transportation requesting that MDOT erect a four way stop at the intersections of (1) Highways 17 and 43 and (2) Finney Road and Highway 17. Following discussion, Mr. Paul Griffin did offer and Mr. Tim Johnson did second a motion to officially acknowledge receipt of said correspondence. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said correspondence was and is hereby acknowledged.

SO ORDERED this the 11th day of March, 2005.

In re: Consideration of the Advanced Refunding of Certain General Obligation Road and Bridge Bonds in the Original Principal Amount of \$23,500,000 and the Issuance of New Bonds in Consideration Thereof

The Board of Supervisors of Madison County, Mississippi (the "County"), took up for further consideration the matter of the issuance of General Obligation Refunding Bonds, Series 2005, of said County, in the principal amount of not to exceed Nineteen Million Dollars (\$19,000,000). After a discussion of the subject, Supervisor Tim Johnson offered and moved the adoption of the following resolution:

RESOLUTION AUTHORIZING AND DIRECTING THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2005, OF MADISON COUNTY, MISSISSIPPI (THE "COUNTY") IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED NINETEEN MILLION DOLLARS (\$19,000,000) TO RAISE MONEY FOR THE PURPOSE OF PROVIDING FUNDS FOR THE ADVANCED REFUNDING OF A PORTION OF THE COUNTY'S OUTSTANDING GENERAL OBLIGATION ROAD AND BRIDGE BOND, SERIES 2001, DATED JANUARY 1, 2001, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$23,500,000, AND THE ADVANCE REFUNDING OF CERTAIN OUTSTANDING MATURITIES OF THE MISSISSIPPI DEVELOPMENT BANK SPECIAL OBLIGATION BONDS, SERIES 2001 (MADISON COUNTY, MISSISSIPPI GENERAL OBLIGATION ROAD AND BRIDGE BOND PROJECT), DATED AS OF

President's Initials: _____

Date Signed: _____

JANUARY 1, 2001, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$23,500,000; AND FOR RELATED PURPOSES.

WHEREAS, the Board of Supervisors of Madison County, Mississippi, acting for and on behalf of said Madison County, Mississippi, hereby finds, determines, adjudicates and declares as follows:

1. (a) In addition to any words and terms elsewhere defined herein, the following words and terms shall have the following meanings, unless some other meaning is plainly intended:

"Act" shall mean Sections 31-27-1 et seq., Mississippi Code of 1972, as amended.

"Act of Bankruptcy" shall mean the filing of a petition in bankruptcy by or against the County under any applicable bankruptcy, insolvency, reorganization or similar law, now or hereafter in effect.

"Agent" shall mean any Paying Agent or Transfer Agent, whether serving in either or both capacities, and herein designated by the Governing Body.

"Authorized Officer" means the President of the Governing Body, the Clerk of the County, and any other officer designated from time to time as an Authorized Officer by resolution of the County, and when used with reference to any act or document also means any other Person authorized by resolution of the County to perform such act or sign such document.

"Beneficial Owner" means, whenever used with respect to a Bond, the person in whose name such Bond is recorded as the Beneficial Owner of such Bond by a DTC participant on the records of such DTC participant, or such person's subrogee.

"Book-Entry System" means a book-entry system established and operated for the recordation of Beneficial Owners of the Bonds as described in Section 3 herein.

"Bond" or "Bonds" shall mean the not to exceed \$19,000,000 General Obligation Refunding Bonds, Series 2005, of the County authorized and directed to be issued in this Bond Resolution.

"Bond Counsel" shall mean Butler, Snow, O'Mara, Stevens & Cannada, PLLC, Jackson, Mississippi.

"Bond Resolution" shall mean this resolution as it may be amended from time to time.

"Callable Bonds" means, together, the Callable 2001 Bank Bonds and the Callable 2001 County Bond.

"Callable 2001 Bank Bonds" shall mean the 2001 Bank Bonds which mature in the years 2014 through 2026, both inclusive.

"Callable 2001 County Bond" means the portion of the 2001 County Bond corresponding to the Callable 2001 Bank Bonds as contemplated in the 2001 Bond Resolution.

"Clerk" shall mean the Chancery Clerk of the County.

"County" shall mean Madison County, Mississippi.

"Direct Participant" means a broker-dealer, bank or other financial institution for which the Securities Depository holds Bonds as a securities depository.

President's Initials: _____

Date Signed: _____

"DTC" means The Depository Trust Company.

"DTC Participants" shall mean any participant for whom DTC is a Security Depository Nominee.

"Escrow Agent" shall mean Trustmark National Bank, Jackson, Mississippi.

"Escrow Agreement" shall mean that certain Escrow Agreement dated as of April 1, 2005 by and between the Escrow Agent and the County.

"Escrow Fund" shall mean the Escrow Fund set up under the Escrow Agreement and held by the Escrow Agent.

"Governing Body" shall mean the Board of Supervisors of the County.

"Indirect Participant" means a broker-dealer, bank or other financial institution for which the Securities Depository holds Bonds as a securities depository through a Direct Participant.

"Letter of Representations" shall mean the letter of representation from the County and/or Paying Agent to DTC under the Book-Entry System.

"Paying Agent" shall mean any bank, trust company or other institution hereafter designated by the Governing Body for the payment of the principal of and interest on the Bonds.

"Person" shall mean an individual, partnership, corporation, trust or unincorporated organization and a government or agency or political subdivision thereof.

"President" shall mean the president of the Board of Supervisors of Madison County, Mississippi.

"Record Date" shall mean, as to interest payments, the 15th day of the calendar month preceding the dates set for payment of interest on the Bonds and, as to payments of principal, the 15th day of the calendar month preceding the maturity date or the date set for redemption.

"Record Date Registered Owner" shall mean the Registered Owner as of the Record Date.

"Refunded Bonds" means, together, the Refunded 2001 Bank Bonds and the Refunded 2001 County Bond.

"Refunded 2001 Bank Bonds" shall mean the 2001 Bank Bonds which mature in the years 2014 through 2026, both inclusive.

"Refunded 2001 County Bond" shall mean the portion of the 2001 County Bond which corresponds to the Refunded 2001 Bank Bonds, as contemplated in the 2001 Bond Resolution.

"Refunding Project" shall mean paying the principal of and interest on the Refunded Bonds and the redemption price of the Callable Bonds.

"Registered Owner" shall mean the Person whose name shall appear in the registration records of the County maintained by the Transfer Agent.

"Securities Depository" means The Depository Trust Company and any substitute for or successor to such securities depository that shall maintain a Book-Entry System with respect to the Bonds.

"Securities Depository Nominee" means the Securities Depository or the nominee of such Securities Depository in whose name there shall be registered on the registration records the

President's Initials: _____

Date Signed: _____

Bonds to be delivered to such Securities Depository during the continuation with such Securities Depository of participation in its Book-Entry System.

"Transfer Agent" shall mean any bank, trust company or other institution hereafter designated by the Governing Body for the registration of owners of the Bonds and for the performance of such other duties as may be herein or hereafter specified by the Governing Body.

"2001 Bank Bonds" shall mean the Mississippi Development Bank Special Obligation Bonds, Series 2001 (Madison County, Mississippi General Obligation Road and Bridge Bond Project), dated as of January 1, 2001, issued in the original principal amount of \$23,500,000, of which \$22,545,000 remains outstanding.

"2001 Bond Resolution" shall mean the General Obligation Bond Resolution of the Governing Body of the County dated December 8, 2000, which secures the 2001 County Bond.

"2001 County Bond" shall mean the Madison County, Mississippi General Obligation Road and Bridge Bond, Series 2001, dated January 1, 2001, issued in the aggregate principal amount of \$23,500,000 of which \$22,545,000 remains outstanding.

"2001 Indenture" shall mean the Indenture of Trust, dated as of January 1, 2001, by and between the Mississippi Development Bank and Trustmark National Bank, Jackson, Mississippi, as trustee, securing the 2001 Bank Bonds.

"2001 Trustee" shall mean Trustmark National Bank, as Trustee under the 2001 Indenture.

"2005 Bond Fund" shall mean the Madison County, Mississippi General Obligation Refunding Bonds, Series 2005, 2005 Bond Fund provided for in Section 13 hereof.

"2005 Costs of Issuance Fund" shall mean the Madison County, Mississippi General Obligation Refunding Bonds, Series 2005, 2005 Costs of Issuance Fund provided for in Section 14 hereof.

"Underwriter" shall mean Wiley Bros.-Aintree Capital, LLC, Nashville, Tennessee.

(b) Words of the masculine gender shall be deemed and construed to include correlative words of the feminine and neuter genders. Unless the context shall otherwise indicate, words and terms herein defined shall be equally applicable to the plural as well as the singular form of any of such words and terms.

2. The County is authorized under the provisions of the Act to issue its General Obligation Refunding Bonds, Series 2005 to provide funds for the advanced refunding of the Refunded 2001 County Bond pursuant to the terms and provisions of the 2001 Bond Resolution and the advance refunding of the Refunded 2001 Bank Bonds pursuant to the terms and provisions of the 2001 Indenture. It is advisable and in the public interest to issue the Bonds for the purpose stated herein.

3. The estimated cost of advance refunding the Refunded Bonds and paying the costs of issuance of the Bonds herein directed to be issued is not to exceed Nineteen Million Dollars (\$19,000,000).

4. It has now become necessary to make provision for the preparation, execution and issuance of said Bonds.

**NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY,
ACTING FOR AND ON BEHALF OF THE COUNTY, AS FOLLOWS:**

President's Initials: _____

Date Signed: _____

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SECTION 1. In consideration of the purchase and acceptance of any and all of the Bonds by those who shall hold the same from time to time, this Bond Resolution shall constitute a contract between the County and the Registered Owners from time to time of the Bonds. The pledge made herein and the covenants and agreements herein set forth to be performed on behalf of the County for the benefit of the Registered Owners shall be for the equal benefit, protection and security of the Registered Owners of any and all of the Bonds, all of which, regardless of the time or times of their authentication and delivery or maturity, shall be of equal rank without preference, priority or distinction.

SECTION 2. The Bonds are hereby authorized and ordered to be prepared and issued in the principal amount of not to exceed Nineteen Million Dollars (\$19,000,000) to raise money to provide funds for the Refunding Project as authorized by the Act and this Bond Resolution.

SECTION 3. (a) The Bonds shall initially be issued pursuant to a Book-Entry System administered by the Securities Depository with no physical distribution of Bond certificates to be made except as provided in this Section 3. Any provision of this Bond Resolution or the Bonds requiring physical delivery of the Bonds shall, with respect to any Bonds held under the Book-Entry System, be deemed to be satisfied by a notation on the registration records maintained by the Paying Agent that such Bonds are subject to the Book-Entry System.

(b) So long as a Book-Entry System is being used, one Bond in the aggregate principal amount of the Bonds and registered in the name of the Securities Depository, the Securities Depository Nominee and the Participants and Indirect Participants will evidence beneficial ownership of the Bonds in authorized denominations, with transfers of ownership effected on the records of the Securities Depository, the Participants and the Indirect Participants pursuant to rules and procedures established by the Securities Depository, the Participants and the Indirect Participants. The principal of and any premium on each Bond shall be payable to the Securities Depository Nominee or any other person appearing on the registration records as the Registered Owner of such Bond or its registered assigns or legal representative at the principal office of the Paying Agent. So long as the Book-Entry System is in effect, the Securities Depository will be recognized as the Holder of the Bonds for all purposes. Transfer of principal, interest and any premium payments or notices to Participants and Indirect Participants will be the responsibility of the Securities Depository and transfer of principal, interest and any premium payments or notices to Beneficial Owners will be the responsibility of the Participants and Indirect Participants. No other party will be responsible or liable for such transfers of payments or notices or for maintaining, supervising or reviewing such records maintained by the Securities Depository, the Participants or the Indirect Participants. While the Securities Depository Nominee or the Securities Depository, as the case may be, is the Registered Owner of the Bonds, notwithstanding any other provisions set forth herein, payments of principal of, redemption premium, if any, and interest on the Bonds shall be made to the Securities Depository Nominee or the Securities Depository, as the case may be, by wire transfer in immediately available funds to the account of such Holder, without notice to or the consent of the Beneficial Owners, the Paying Agent, with the consent of the County, and the Securities Depository may agree in writing to make payments of principal and interest in a manner different from that set out herein. In such event, the Paying Agent shall make payments with respect to the Bonds in such manner as if set forth herein.

(c) The Securities Depository may discontinue providing its services as securities depository with respect to the Bonds at any time by giving reasonable notice to County or Agent. Under such circumstances, in the event that a successor securities depository is not obtained, Bond certificates are required to be printed and delivered.

(d) The County may decide to discontinue use of the system of book-entry-only transfers through the Securities Depository (or a successor securities depository). In that event, Bond certificates will be printed and delivered to the Securities Depository.

(e) Each Securities Depository and the Participants, the Indirect Participants and the Beneficial Owners of the Bonds, by their acceptance of the Bonds, agree that the County and the

President's Initials: _____

Date Signed: _____

Paying Agent shall have no liability for the failure of any Securities Depository to perform its obligation to any Participant, Indirect Participant or other nominee of any Beneficial Owner of any Bonds to perform any obligation that such Participant, Indirect Participant or other nominee may incur to any Beneficial Owner of the Bonds.

(f) Notwithstanding any other provision of this Bond Resolution, on or prior to the date of issuance of the Bonds, the Paying Agent shall have executed and delivered to the initial Securities Depository a Letter of Representations governing various matters relating to the Securities Depository and its activities pertaining to the Bonds. The terms and provisions of such Letter of Representations are incorporated herein by reference and in the event there shall exist any inconsistency between the substantive provisions of the said Letter of Representations and any provisions of this Bond Resolution, then, for as long as the initial Securities Depository shall serve with respect to the Bonds, the terms of the Letter of Representations shall govern.

(g) Notwithstanding any provision in this Bond Resolution to the contrary, at all times in which the Book-Entry System is in effect, any references to physical delivery of a Bond shall not be required.

SECTION 4. (a) Payments of interest on the Bonds shall be made to the Record Date Registered Owner, and payments of principal shall be made upon presentation and surrender thereof at the principal office of the Paying Agent to the Record Date Registered Owner in lawful money of the United States of America. The Bonds shall be registered as to both principal and interest; shall be dated the date of delivery thereof; shall be issued in the principal denomination of \$5,000 each, or integral multiples thereof up to the amount of a single maturity; shall be numbered from one upward in the order of issuance; shall bear interest from the date thereof at the rate or rates specified by further order of the Governing Body, not to exceed eleven percent (11%) per annum, payable on March 1 and September 1 of each year (each an "Interest Payment Date"), commencing September 1, 2005; and shall mature and become due and payable on March 1 (except for one maturity in September 1, 2005) in the years and in the principal amounts as shall be set forth by further order of the Governing Body, such principal amounts to be in compliance with the Act.

(b) Bonds maturing on March 1, 2016 and thereafter, are subject to redemption prior to their stated dates of maturity at par, plus accrued interest to the date of redemption, either in whole at any time on or after March 1, 2015, or in part, in inverse order of maturity and by lot within a maturity, on March 1, 2015, or on any Interest Payment Date thereafter.

(c) Notice of redemption identifying the numbers of Bonds or portions thereof to be redeemed shall be given to the Registered Owners thereof by first class mail at least thirty (30) days and not more than sixty (60) days prior to the date fixed for redemption. Failure to mail or receive any such notice, or any defect therein or in the mailing thereof, shall not affect the validity of any proceedings for the redemption of Bonds. Any notice mailed as provided herein shall be conclusively presumed to have been given, irrespective of whether received. If such written notice of redemption is made and if due provision for payment of the redemption price is made, all as provided above, the Bonds which are to be redeemed thereby automatically shall be deemed to have been redeemed prior to their scheduled maturities, and they shall not bear interest after the date fixed for redemption, and they shall not be regarded as being outstanding except for the right of the owner to receive the redemption price out of the funds provided for such payment. If at the time of mailing of any notice of redemption, there shall not be on deposit with the Paying Agent sufficient moneys to redeem all of the Bonds called for redemption, such notice shall state that it is subject to the deposit of moneys with the Paying Agent not later than on the redemption date and shall be of no effect unless such moneys are deposited.

(d) The Bonds, for which the payment of sufficient moneys or, to the extent permitted by the laws of the State of Mississippi, (a) direct obligations of, or obligations for the payment of the principal of and interest on which are unconditionally guaranteed by, the United States of America ("Government Obligations"), (b) certificates of deposit or municipal obligations fully

President's Initials: _____

Date Signed: _____

secured by Government Obligations or (c) evidences of ownership of proportionate interests in future interest or principal payments on Government Obligations held by a bank or trust company as custodian, under which the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor on the Government Obligations and which Government Obligations are not available to satisfy any claim of the custodian or any person claiming through the custodian or to whom the custodian may be obligated, or (d) State and Local Government Series ("SLGS") Securities, and (e) municipal obligations, the payment of the principal of, interest and redemption premium, if any, on which are irrevocably secured by Government Obligations and which Government Obligations are not subject to redemption prior to the date on which the proceeds attributable to the principal of such obligations are to be used and have been deposited in an escrow account which is irrevocably pledged to the payment of the principal of and interest and redemption premium, if any, on such municipal obligations (all of which collectively, with Government Obligations, "Defeasance Securities"), shall have been deposited with an escrow agent appointed for such purpose, which may be the Paying and Transfer Agent, shall be deemed to have been paid, shall cease to be entitled to any lien, benefit or security under this Bond Resolution and shall no longer be deemed to be outstanding hereunder, and the Registered Owners shall have no rights in respect thereof except to receive payment of the principal of and interest on such Bonds from the funds held for that purpose. Defeasance Securities shall be considered sufficient under the Bond Resolution if said investments, with interest, mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal when due on such Bonds.

SECTION 5. (a) When the Bonds shall have been validated and executed as herein provided, they shall be registered as an obligation of the County in the office of the Clerk in a record maintained for that purpose, and the Clerk shall cause to be imprinted upon the reverse side of each of the Bonds, over such person's manual or facsimile signature and manual or facsimile seal, such person's certificate in substantially the form set out in Section 6.

(b) The Bonds shall be executed by the manual or facsimile signature of the President and countersigned by the manual or facsimile signature of the Clerk, with the seal of the County imprinted or affixed thereto; provided, however all signatures and seals appearing on the Bonds, other than the signature of an authorized officer of the Transfer Agent hereafter provided for, may be facsimile and shall have the same force and effect as if manually signed or impressed. In case any official of the County whose signature or a facsimile of whose signature shall appear on the Bonds shall cease to be such official before the delivery or reissuance thereof, such signature or such facsimile shall nevertheless be valid and sufficient for all purposes, the same as if such official had remained in office until delivery or reissuance.

(c) The Bonds shall be delivered to the Underwriter upon payment of the purchase price therefor in accordance with the terms and conditions of their sale and award, together with a complete certified transcript of the proceedings had and done in the matter of the authorization, issuance, sale and validation of the Bonds, and the final, unqualified approving opinion of Bond Counsel, which opinion shall be imprinted on the reverse of each of the Bonds.

(d) Prior to or simultaneously with the delivery by the Transfer Agent of any of the Bonds, the County shall file with the Transfer Agent:

(i) a copy, certified by the Clerk, of the transcript of proceedings of the Governing Body in connection with the authorization, issuance, sale and validation of the Bonds; and

(ii) an authorization to the Transfer Agent, signed by the President, to authenticate and deliver the Bonds to the Underwriter.

(e) At delivery, the Transfer Agent shall authenticate the Bonds and deliver them to the Underwriter thereof upon payment of the purchase price of the Bonds to the County.

(f) Bonds, blank as to denomination, rate of interest, date of maturity and CUSIP

President's Initials: _____

Date Signed: _____

number and sufficient in quantity in the judgment of the County to meet the reasonable transfer and reissuance needs on the Bonds, shall be printed and delivered to the Transfer Agent in generally accepted format, and held by the Transfer Agent until needed for transfer or reissuance, whereupon the Transfer Agent shall imprint the appropriate information as to denomination, rate of interest, date of maturity and CUSIP number prior to the registration, authentication and delivery thereof to the transferee holder. The Transfer Agent is hereby authorized upon the approval of the Governing Body to have printed from time to time as necessary additional Bonds bearing the facsimile seal of the County and facsimile signatures of the persons who were the officials of the Governing Body as of the date of original issue of the Bonds.

SECTION 6. (a) The County will appoint the Paying and Transfer Agent for the Bonds. The Paying and Transfer Agent shall be a bank or trust company located within the State of Mississippi. The County specifically reserves the right to hereafter designate a separate Transfer Agent and/or Paying Agent in its discretion in the manner hereinafter provided.

(b) So long as any of the Bonds shall remain outstanding, the County shall maintain with the Transfer Agent records for the registration and transfer of the Bonds. The Transfer Agent is hereby appointed registrar for the Bonds, in which capacity the Transfer Agent shall register in such records and permit to be transferred thereon, under such reasonable regulations as may be prescribed, any Bond entitled to registration or transfer.

(c) The County shall pay or reimburse the Agent for reasonable fees for the performance of the services normally rendered and the incurring of normal expenses reasonably and necessarily paid as are customarily paid to paying agents, transfer agents and bond registrars, subject to agreement between the County and the Agent. Fees and reimbursements for extraordinary services and expenses, so long as not occasioned by the negligence, misconduct or willful default of the Agent, shall be made by the County on a case-by-case basis, subject, where not prevented by emergency or other exigent circumstances, to the prior written approval of the Governing Body.

(d) (i) An Agent may at any time resign and be discharged of the duties and obligations of either the function of the Paying Agent or Transfer Agent, or both, by giving at least sixty (60) days' written notice to the County, and may be removed from either or both of said functions at any time by resolution of the Governing Body delivered to the Agent. The resolution shall specify the date on which such removal shall take effect and the name and address of the successor Agent, and shall be transmitted to the Agent being removed within a reasonable time prior to the effective date thereof. Provided, however, that no resignation or removal of an Agent shall become effective until a successor Agent has been appointed pursuant to the Bond Resolution.

(ii) Upon receiving notice of the resignation of an Agent, the County shall promptly appoint a successor Agent by resolution of the Governing Body. Any appointment of a successor Agent shall become effective upon acceptance of appointment by the successor Agent. If no successor Agent shall have been so appointed and have accepted appointment within thirty (30) days after the notice of resignation, the resigning Agent may petition any court of competent jurisdiction for the appointment of a successor Agent, which court may thereupon, after such notice as it may deem appropriate, appoint a successor Agent.

(iii) In the event of a change of Agents, the predecessor Agent shall cease to be custodian of any funds held pursuant to this Bond Resolution in connection with its role as such Agent, and the successor Agent shall become such custodian; provided, however, that before any such delivery is required to be made, all fees, advances and expenses of the retiring or removed Agent shall be fully paid. Every predecessor Agent shall deliver to its successor Agent all records of account, registration records, lists of Registered Owners and all other records, documents and instruments relating to its duties as such Agent.

President's Initials: _____

Date Signed: _____

(iv) Any successor Agent appointed under the provisions hereof shall be a bank, trust company or national banking association having Federal Deposit Insurance Corporation insurance of its accounts, duly authorized to exercise corporate trust powers and subject to examination by and in good standing with the federal and/or state regulatory authorities under the jurisdiction of which it falls.

(v) Every successor Agent appointed hereunder shall execute, acknowledge and deliver to its predecessor Agent and to the County an instrument in writing accepting such appointment hereunder, and thereupon such successor Agent, without any further act, shall become fully vested with all the rights, immunities and powers, and subject to all the duties and obligations, of its predecessor.

(vi) Should any transfer, assignment or instrument in writing be required by any successor Agent from the County to more fully and certainly vest in such successor Agent the estates, rights, powers and duties hereby vested or intended to be vested in the predecessor Agent, any such transfer, assignment and written instruments shall, on request, be executed, acknowledged and delivered by the County.

(vii) The County will provide any successor Agent with certified copies of all resolutions, orders and other proceedings adopted by the Governing Body relating to the Bonds.

(viii) All duties and obligations imposed hereby on an Agent or successor Agent shall terminate upon the accomplishment of all duties, obligations and responsibilities imposed by law or required to be performed by this Bond Resolution.

(e) Any corporation or association into which an Agent may be converted or merged, or with which it may be consolidated or to which it may sell or transfer its assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party, shall be and become successor Agent hereunder and vested with all the powers, discretion, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of either the County or the successor Agent, anything herein to the contrary notwithstanding, provided only that such successor Agent shall be satisfactory to the County and eligible under the provisions of Section 6(d)(iv) hereof.

SECTION 7. The Bonds shall be in substantially the following form, with such appropriate variations, omissions and insertions as are permitted or required by this Bond Resolution:

[BOND FORM]

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

MADISON COUNTY

GENERAL OBLIGATION REFUNDING BOND

SERIES 2005

NO. _____ \$ _____

Rate of Interest	Maturity	Date of Original Issue	CUSIP
_____	_____ 1, _____	_____, 2005	_____

President's Initials: _____

Date Signed: _____

For Searching Reference Only: Page 22 of 38 (03/11/05)

Registered Owner: Cede & Co.

Principal Amount: _____ DOLLARS

Madison County, State of Mississippi (the "County"), a body politic existing under the Constitution and laws of the State of Mississippi, acknowledges itself to owe and for value received, promises to pay in lawful money of the United States of America to the Registered Owner identified above, upon the presentation and surrender of this Bond, at the principal office of _____, _____, _____, as paying agent (the "Paying Agent") for the General Obligation Refunding Bonds, Series 2005, of the County (the "Bonds"), on the maturity date identified above, the principal amount identified above. Payment of the principal amount of this Bond shall be made to the Registered Owner hereof who shall appear in the registration records of the County maintained by _____, _____, _____, as transfer agent for the Bonds (the "Transfer Agent"), as of the 15th day of the calendar month preceding the maturity date hereof.

The County further promises to pay interest on such principal amount from the date of this Bond or from the most recent interest payment date to which interest has been paid at the rate of interest per annum set forth above, on March 1 and September 1 of each year (each an "Interest Payment Date"), commencing September 1, 2005, until said principal sum is paid, to the Registered Owner hereof who shall appear in the registration records of the County maintained by the Transfer Agent as of the 15th day of the calendar month preceding the applicable Interest Payment Date.

Payments of principal of and interest on this Bond shall be made by check or draft mailed on the Interest Payment Date to such Registered Owner at his address as it appears on such registration records. The Registered Owner hereof may change such address by written notice to the Transfer Agent by certified mail, return receipt requested, or such other method as may be subsequently prescribed by the Transfer Agent, such notice to be received by the Transfer Agent not later than the 15th day of the month preceding the applicable principal or Interest Payment Date.

This Bond is one of a series of Bonds of like date of original issue, tenor and effect, except as to denomination, number, rate of interest and date of maturity, issued in the aggregate authorized principal amount of not to exceed _____ Dollars (\$_____) to raise money for the purpose of providing funds for the advanced refunding of a portion of the County's General Obligation Road and Bridge Bond, Series 2001, dated January 1, 2001, issued in the aggregate principal amount of \$23,500,000, and the advanced refunding of certain outstanding maturities of the Mississippi Development Bank Special Obligation Bonds, Series 2001 (Madison County, Mississippi General Obligation Road and Bridge Bond Project), dated as of January 1, 2001, issued in the original principal amount of \$23,500,000.

This Bond is issued under the authority of the Constitution and statutes of the State of Mississippi, including Sections 31-27-1 et seq., Mississippi Code of 1972, as amended, and by the further authority of proceedings duly had by the Board of Supervisors of the County, including a resolution adopted March 11, 2005 and _____, 2005 (together, the "Bond Resolution").

Bonds maturing on March 1, 2016 and thereafter, are subject to redemption prior to their stated dates of maturity at par, plus accrued interest to the date of redemption, either in whole at any time on or after March 1, 2015, or in part, in inverse order of maturity and by lot within a maturity, on March 1, 2015, or on any Interest Payment Date thereafter. Notice of redemption identifying the numbers of Bonds or portions thereof to be redeemed shall be given to the Registered Owners thereof by first class mail at least thirty (30) days and not more than sixty (60) days prior to the date fixed for redemption. Failure to mail or receive any such notice, or any defect therein or in the mailing thereof, shall not affect the validity of any

President's Initials: _____

Date Signed: _____

proceedings for the redemption of Bonds. Any notice mailed as provided herein shall be conclusively presumed to have been given, irrespective of whether received. If such written notice of redemption is made and if due provision for payment of the redemption price is made, all as provided above, the Bonds which are to be redeemed thereby automatically shall be deemed to have been redeemed prior to their scheduled maturities, and they shall not bear interest after the date fixed for redemption, and they shall not be regarded as being outstanding except for the right of the owner to receive the redemption price out of the funds provided for such payment. If at the time of mailing of any notice of redemption, there shall not be on deposit with the Paying Agent sufficient moneys to redeem all of the Bonds called for redemption, such notice shall state that it is subject to the deposit of moneys with the Paying Agent not later than on the redemption date and shall be of no effect unless such moneys are deposited.

The Bonds are registered as to both principal and interest. The Bonds are to be issued or reissued in the denomination of \$5,000 each, or integral multiples thereof up to the amount of a single maturity.

This Bond may be transferred or exchanged by the Registered Owner hereof in person or by his attorney duly authorized in writing at the principal office of the Transfer Agent, but only in the manner, subject to the limitations in the Bond Resolution, and upon surrender and cancellation of this Bond. Upon such transfer or exchange, a new Bond or Bonds of like aggregate principal amount in authorized denominations of the same maturity will be issued.

The County and the Paying Agent may deem and treat the Registered Owner hereof as the absolute owner for the purpose of receiving payment of or on account of principal hereof and interest due hereon and for all other purposes and neither the County nor the Paying Agent shall be affected by any notice to the contrary.

The Bonds are and will continue to be payable as to principal and interest out of and secured by an irrevocable pledge of the avails of a direct and continuing tax to be levied annually without limitation as to time, rate or amount upon all the taxable property within the geographical limits of the County; provided, however, that such tax levy for any year shall be abated pro tanto to the extent the County on or prior to September 1 of that year has transferred money to the 2005 Bond Fund of the Bonds, or has made other provisions for funds, to be applied toward the payment of the principal of and interest on the Bonds due during the ensuing fiscal year of the County, in accordance with the provisions of the Bond Resolution. The County, when necessary, will levy annually a special tax upon all taxable property within the geographical limits of the County adequate and sufficient to provide for the payment of the principal of and the interest on the Bonds as the same falls due.

This Bond shall not be valid or become obligatory for any purpose or be entitled to any benefit or security under the Bond Resolution until the certificate of registration and authentication hereon shall have been signed by the Transfer Agent.

IT IS HEREBY CERTIFIED, RECITED AND REPRESENTED that all conditions, acts and things required by law to exist, to have happened and to have been performed precedent to and in the issuance of the Bonds, in order to make the same legal and binding general obligations of the County, according to the terms thereof, do exist, have happened and have been performed in regular and due time, form and manner as required by law. For the performance in apt time and manner of every official act herein required, and for the prompt payment of this Bond, both principal and interest, the full faith and credit of the County are hereby irrevocably pledged.

IN WITNESS WHEREOF, the County has caused this Bond to be executed in its name by the manual or facsimile signature of the President of the Board of Supervisors of the County, countersigned by the manual or facsimile signature of the Clerk of the County, under the manual or facsimile seal of the County, which said manual or facsimile signatures and seal said officials

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adopt as and for their own proper signatures and seal, as of the ___ day of _____, 2005.

MADISON COUNTY, MISSISSIPPI

There shall be printed in the lower left portion of the face of the Bonds a registration and authentication certificate in substantially the following form:

CERTIFICATE OF REGISTRATION AND AUTHENTICATION

This Bond is one of the Bonds described in the within mentioned Bond Resolution and is one of the General Obligation Refunding Bonds, Series 2005, of Madison County, Mississippi.

_____, _____
as Transfer Agent

BY: _____
Authorized Officer

Date of Registration and Authentication: _____

There shall be printed on the reverse of the Bonds a registration and validation certificate and an assignment form in substantially the following form:

REGISTRATION AND VALIDATION CERTIFICATE

STATE OF MISSISSIPPI

COUNTY OF MADISON

I, the undersigned Chancery Clerk of Madison County, Mississippi, do hereby certify that the within Bond has been duly registered by me as an obligation of said County pursuant to law in a record kept in my office for that purpose, and has been validated and confirmed by Decree of the Chancery Court of Madison County, Mississippi, rendered on the ___ day of _____, 2005.

Chancery Clerk

(SEAL)

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

(Name and Address of Assignee)
the within Bond and does hereby irrevocably constitute and appoint _____, _____, Mississippi, as Transfer Agent to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

NOTICE: The signature to this Assignment must correspond with the name of the Registered Owner as it appears upon the face of the within Bond in every particular manner, without any alteration whatever.

Signatures guaranteed:

President's Initials: _____

Date Signed: _____

NOTICE: Signature(s) must be guaranteed by an approved eligible guarantor institution, an institution that is a participant in a Securities Transfer Association recognized signature guarantee program.

(Authorized Officer)

Date of Assignment: _____

Insert Social Security Number or Other
Tax Identification Number of Assignee: _____

[END OF BOND FORM]

SECTION 8. In case any Bond shall become mutilated or be stolen, destroyed or lost, the County shall, if not then prohibited by law, cause to be authenticated and delivered a new Bond of like date, number, maturity and tenor in exchange and substitution for and upon cancellation of such mutilated Bond, or in lieu of and in substitution for such Bond stolen, destroyed or lost, upon the Registered Owner's paying the reasonable expenses and charges of the County in connection therewith, and in case of a Bond stolen, destroyed or lost, his filing with the County or Transfer Agent evidence satisfactory to them that such Bond was stolen, destroyed or lost, and of his ownership thereof, and furnishing the County or Transfer Agent with such security or indemnity as may be required by law or by them to save each of them harmless from all risks, however remote.

SECTION 9. For the purpose of effectuating and providing for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue, there shall be and is hereby levied a direct, continuing special tax upon all of the taxable property within the geographical limits of the County, adequate and sufficient, after allowance shall have been made for the expenses of collection and delinquencies in the payment of taxes, to produce sums required for the payment of the principal of and the interest on the Bonds; provided, however, that such tax levy for any year shall be abated pro tanto to the extent the County on or prior to September 1 of that year has transferred money to the 2005 Bond Fund of the Bonds, or has made other provisions for funds, to be applied toward the payment of the principal of and interest on the Bonds due during the ensuing fiscal year of the County, in accordance with the provisions of the Bond Resolution. Said tax shall be extended upon the tax rolls and collected in the same manner and at the same time as other taxes of the County are collected, and the rate of tax which shall be so extended shall be sufficient in each year fully to produce the sums required as aforesaid, without limitation as to time, rate or amount. The avails of said tax are hereby irrevocably pledged for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue. Should there be a failure in any year to comply with the requirements of this section, such failure shall not impair the right of the Registered Owners of any of the Bonds in any subsequent year to have adequate taxes levied and collected to meet the obligations of the Bonds, both as to principal and interest.

SECTION 10. Only such of the Bonds as shall have endorsed thereon a certificate of registration and authentication in substantially the form hereinabove set forth, duly executed by the Transfer Agent, shall be entitled to the rights, benefits and security of this Bond Resolution. No Bond shall be valid or obligatory for any purpose unless and until such certificate of registration and authentication shall have been duly executed by the Transfer Agent, which executed certificate shall be conclusive evidence of registration, authentication and delivery under

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this Bond Resolution. The Transfer Agent's certificate of registration and authentication on any Bond shall be deemed to have been duly executed if signed by an authorized officer of the Transfer Agent, but it shall not be necessary that the same officer sign said certificate on all of the Bonds that may be issued hereunder at any one time.

SECTION 11. (a) In the event the Underwriter shall fail to designate the names, addresses and social security or tax identification numbers of the Registered Owners of the Bonds within thirty (30) days of the date of sale, or at such other later date as may be designated by the County, one Bond registered in the name of the Underwriter may be issued in the full amount for each maturity. Ownership of the Bonds shall be in the Underwriter until the initial Registered Owner has made timely payment and, upon request of the Underwriter within a reasonable time of the initial delivery of the Bonds, the Transfer Agent shall re register any such Bond upon its records in the name of the Registered Owner to be designated by the Underwriter in the event timely payment has not been made by the initial Registered Owner.

(b) Except as hereinabove provided, the Person in whose name any Bond shall be registered in the records of the County maintained by the Transfer Agent may be deemed the absolute owner thereof for all purposes, and payment of or on account of the principal of or interest on any Bond shall be made only to or upon the order of the Registered Owner thereof, or his legal representative, but such registration may be changed as hereinafter provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

SECTION 12. (a) Each Bond shall be transferable only in the records of the County, upon surrender thereof at the office of the Transfer Agent, together with a written instrument of transfer satisfactory to the Transfer Agent duly executed by the Registered Owner or his attorney duly authorized in writing. Upon the transfer of any Bond, the County, acting through its Transfer Agent, shall issue in the name of the transferee a new Bond or Bonds of the same aggregate principal amount and maturity and rate of interest as the surrendered Bond or Bonds.

(b) In all cases in which the privilege of transferring Bonds is exercised, the Transfer Agent shall authenticate and deliver Bonds in accordance with the provisions of this Bond Resolution.

SECTION 13. (a) The County hereby establishes the 2005 Bond Fund which shall be maintained with a qualified depository in its name for the payment of the principal of and interest on the Bonds, and the payment of Agents' fees in connection therewith. There shall be deposited into the 2005 Bond Fund as and when received:

(i) The accrued interest and premium, if any, received upon delivery of the Bonds;

(ii) The avails of any of the ad valorem taxes levied and collected pursuant to Section 9 hereof;

(iii) Any income received from investment of monies in the 2005 Bond Fund; and

(iv) Any other funds available to the County which may be lawfully used for payment of the principal of and interest on the Bonds, and which the Governing Body, in its discretion, may direct to be deposited into the 2005 Bond Fund.

(b) As long as any principal of and interest on the Bonds remains outstanding, the Clerk is hereby irrevocably authorized and directed to withdraw from the 2005 Bond Fund sufficient monies to make the payments herein provided for and to transfer same to the account of the Paying Agent in time to reach said Paying Agent at least five (5) days prior to the date on which said interest or principal and interest shall become due.

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SECTION 14. The County hereby establishes the 2005 Costs of Issuance Fund which shall be held by the Escrow Agent under the Escrow Agreement. Certain portions of the principal proceeds received upon the sale of the Bonds shall be deposited in the 2005 Costs of Issuance Fund. Any income received from investment of monies in the 2005 Costs of Issuance Fund shall be deposited in the 2005 Costs of Issuance Fund. Funds in the 2005 Costs of Issuance Fund shall be used to pay the costs, fees and expenses incurred by the County in connection with the authorization, issuance, sale, validation and delivery of the Bonds. Any amounts which remain in the 2005 Costs of Issuance Fund after the payment of the costs of issuance for the Bonds shall be transferred by the Escrow Agent to the County for deposit to the 2005 Bond Fund and used as permitted under State law.

SECTION 15. A certain portion of the principal proceeds of the Bonds will be remitted directly to the Escrow Agent for deposit in the Escrow Fund which funds will be sufficient together with investment income thereon to effectuate the advanced refunding of the Refunded Bonds and the redemption of the Callable Bonds, pursuant to the Escrow Agreement.

SECTION 16. (a) Payment of principal on the Bonds shall be made, upon presentation and surrender of the Bonds at the principal office of the Paying Agent, to the Record Date Registered Owner thereof who shall appear in the registration records of the County maintained by the Transfer Agent as of the Record Date.

(b) Payment of each installment of interest on the Bonds shall be made to the Record Date Registered Owner thereof whose name shall appear in the registration records of the County maintained by the Transfer Agent as of the Record Date. Interest shall be payable in the aforesaid manner irrespective of any transfer or exchange of such Bond subsequent to the Record Date and prior to the due date of the interest.

(c) Principal of and interest on the Bonds shall be paid by check or draft mailed on the Interest Payment Date to Registered Owners at the addresses appearing in the registration records of the Transfer Agent. Any such address may be changed by written notice from the Registered Owner to the Transfer Agent by certified mail, return receipt requested, or such other method as may be subsequently prescribed by the Transfer Agent, such notice to be received by the Transfer Agent not later than the 15th day preceding the applicable principal or Interest Payment Date to be effective as of such date.

SECTION 17. The Bonds may be submitted to validation as provided by Chapter 13, Title 31, Mississippi Code of 1972, and to that end the Clerk is hereby directed to make up a transcript of all legal papers and proceedings relating to the Bonds and to certify and forward the same to the State's Bond Attorney for the institution of validation proceedings.

SECTION 18. The County hereby covenants that it will not make any use of the proceeds of the Bonds or do or suffer any other action that would cause: (i) the Bonds to be "arbitrage bonds" as such term is defined in Section 148(a) of the Internal Revenue Code of 1986, as amended ("Code"), and the Regulations promulgated thereunder; (ii) the interest on the Bonds to be included in the gross income of the Registered Owners thereof for federal income taxation purposes; or (iii) the interest on the Bonds to be treated as an item of tax preference under Section 57(a)(5) of the Code.

SECTION 19. The County hereby covenants as follows:

(a) it has not abandoned, sold or otherwise disposed of any facility, equipment or improvement financed or refinanced directly or indirectly with the proceeds of the Refunded Bonds;

(b) it does not intend to, during the term that any of the Bonds allocable to the Refunding Project are outstanding, abandon, sell or otherwise dispose of any facility, equipment or improvement financed directly or indirectly with the proceeds of the Refunded Bonds;

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(c) it shall timely file with the Ogden, Utah Service Center of the Internal Revenue Service, such information report or reports as may be required by Section 148(f) and 149(e) of the Code;

(d) it shall take no action that would cause the Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Code;

(e) it will not employ an abusive arbitrage device in connection with the issuance by it of the Bonds which will (1) enable it to obtain a material financial advantage (based on arbitrage) apart from the savings that may be realized as a result of the lower interest rates on the Bonds than on the Refunded Bonds and (2) overburden the tax-exempt bond market;

(f) the amount of "excess gross proceeds", as such term is defined in Income Tax Regulation § 1.148-10(c)(2), of the Bonds allocable to the Refunding Project will not exceed one percent (1%) of the proceeds received from the sale thereof; and

(g) it shall make, or cause to be made, the rebate required by Section 148(f) of the Code in the manner described in Regulation 1.148-0 through 1.148-11, 1.149(b)-1, 1.149(d)-1, 1.149(g)-1, 1.150-1, 1.150-2, as such regulations and statutory provisions may be modified insofar as they apply to the Bonds.

SECTION 20. The County hereby agrees for the benefit of the holders and beneficial owners of the Bonds for so long as it remains obligated to advance funds to pay the Bonds to provide certain updated financial information and operating data annually, and timely notice of specified material events, to certain information vendors as set forth in this Section. This information will be available to securities brokers and others who subscribe to receive the information from the vendors.

The County will provide certain updated financial information and operating data to certain information vendors annually. The information to be updated includes all quantitative financial information and operating data with respect to the County of the general type included in the Official Statement in APPENDIX A under the headings "ECONOMIC AND DEMOGRAPHIC INFORMATION," "TAX INFORMATION" and "DEBT INFORMATION" and other financial information set forth in APPENDICES B and C of the Official Statement.

The County will update and provide this information within six months after the end of each fiscal year of the County ending in or after 2005. The County will provide the updated information to each nationally recognized municipal securities information repository ("NRMSIR") and to any state information depository ("SID") that is designated by the State of Mississippi and approved by the staff of the United States Securities and Exchange Commission (the "SEC").

The County may provide updated information in full text or may incorporate by reference certain other publicly available documents, as permitted by Securities Exchange Act 15c2-12 (the "SEC Rule 15c2-12"). The updated information will include audited financial statements, if the County's audit is completed by the required time. If audited financial statements are not available by the required time, the County will provide unaudited financial statements by such time and audited financial statements when the audit report becomes available. Any such financial statements will be prepared in accordance with the accounting principles promulgated by the State of Mississippi or such other accounting principles as the County may be required to employ from time to time pursuant to law or regulation.

The County's current fiscal year end is September 30. Accordingly, it must provide updated information by March 31 in each year, unless the County changes its fiscal year. If the County changes its fiscal year, it will notify each NRMSIR and any SID of the change. Anyone requesting information under the continuing disclosure requirements of SEC Rule

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15c2-12 should contact the Chancery Clerk, Madison County Chancery Clerk and Administrative Building, 146 W. Center Street, Canton, Mississippi 39046, Telephone Number: (601) 855-5526.

The County will also provide timely notices of certain events to certain information vendors. The County will provide notice of any of the following events with respect to the Bonds, if such event is material to a decision to purchase or sell Bonds: (1) principal and interest payment delinquencies; (2) non-payment related defaults; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions or events affecting the tax-exempt status of the Bonds; (7) modifications to rights of holders of the Bonds; (8) Bond calls; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Bonds; and (11) rating changes. Neither the Bonds nor this Bond Resolution makes any provisions for debt service reserves. In addition, the County will provide timely notice of any failure by the County to provide information, data, or financial statements in accordance with its agreement described above under paragraphs 2, 3 and 4 of this Section. The County will provide each notice described in this paragraph to any SID and to either each NRMSIR or the Municipal Securities Rulemaking Board ("MSRB").

The County has agreed to provide the foregoing information to NRMSIRs or the MSRB and any SID. The information will be available to holders of Bonds only if the holders comply with the procedures and pay the charges established by such information vendors or obtain the information through securities brokers who do so.

The County has agreed to update information and to provide notices of material events only as described in this Section. The County has not agreed to provide other information that may be relevant or material to a complete presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described herein. The County makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Bonds at any future date. The County disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement, although holders or beneficial owners of Bonds may seek a writ of mandamus to compel the County to comply with its agreement.

The County may amend its continuing disclosure agreement only if (1) the amendment is made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in identity, nature, or status of the County, (2) the agreement, as amended, would have complied with SEC Rule 15c2-12 at the date of sale of the Bonds, taking into account any amendments or interpretations of the SEC Rule 15c2-12 as well as any change in circumstance, and (3) the County receives an opinion of nationally recognized bond counsel to the effect that the amendment does not materially impair the interests of the holders and beneficial owners of the Bonds. If any such amendment is made, the County will include in its next annual update an explanation in narrative form of the reasons for the change and its impact on the type of operating data or financial information being provided.

SECTION 21. Each of the following constitutes an event of default under this Bond Resolution:

(a) failure by the County to pay any installment of principal of or interest on any Bond at the time required;

(b) failure by the County to perform or observe any other covenant, agreement or condition on its part contained in this Bond Resolution or in the Bonds, and the continuance thereof for a period of thirty (30) days after written notice thereof to the County by the Registered Owners of not less than ten percent (10%) in principal amount of the then outstanding Bonds; or

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(c) an Act of Bankruptcy occurs.

SECTION 22. The President, the Clerk and any other Authorized Officers of the County are, and each of them acting alone is, hereby authorized and directed to take such actions and to execute such documents as may be necessary to effectuate the purposes of this Bond Resolution.

SECTION 23. All orders, resolutions or proceedings of the Governing Body in conflict with any provision hereof shall be, and the same are hereby repealed, rescinded and set aside, but only to the extent of such conflict. For cause, this Bond Resolution shall become effective upon the adoption hereof.

Following the reading of the foregoing Bond Resolution, Supervisor Karl M. Banks seconded the motion for its adoption. The President put the question to a roll call vote, and the result was as follows:

Supervisor Douglas Jones	voted: Aye
Supervisor R. Andrew Taggart	voted: Aye
Supervisor Paul Griffin	voted: Aye
Supervisor Karl Banks	voted: Aye
Supervisor Tim Johnson	voted: Aye

The motion having received the affirmative vote of a majority of the members present, the President declared the motion carried and the Bond Resolution adopted this the 11th day of March, 2005.

SO ORDERED this the 11th day of March, 2005.

In re: Consideration of the Advanced Refunding of Certain General Obligation Road and Bridge Bonds in the Original Principal Amount of \$23,500,000 and the Issuance of New Bonds in Consideration Thereof

RESOLUTION OF THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI (THE "COUNTY") AUTHORIZING AND APPROVING THE EXECUTION AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT FOR THE SALE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2005 (THE "BONDS") OF THE COUNTY; AUTHORIZING AND APPROVING THE ISSUANCE OF THE BONDS; APPROVING THE FORM OF AND EXECUTION OF A BOND PURCHASE AGREEMENT FOR THE SALE OF THE BONDS; APPROVING AND AUTHORIZING THE FORM OF, EXECUTION AND DISTRIBUTION OF AN OFFICIAL STATEMENT PERTAINING TO THE BONDS; AND FOR RELATED PURPOSES.

WHEREAS, the Board of Supervisors (the "Governing Body") of Madison County, Mississippi (the "County"), acting for and on behalf of the County, desires to authorize, pursuant to authority under Sections 31-27-1 et seq., Mississippi Code of 1972, as amended (the "Refunding Act") the sale of General Obligation Refunding Bonds, Series 2005, to be dated the date of delivery thereof (the "Bonds"), of the County for the purpose of providing funds for the (i) advanced refunding of a portion of the outstanding Madison County, Mississippi General Obligation Road and Bridge Bond, Series 2001, dated January 1, 2001, issued in the original principal amount of \$23,500,000 (the "2001 County Bond"), and the advance refunding of certain maturities of the Mississippi Development Bank Special Obligation Bonds, Series 2001 (Madison County, Mississippi General Obligation Road and Bridge Bond Project), dated January 1, 2001, issued in the original principal amount of \$23,500,000 (the "2001 Bank Bonds"), maturing in the

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years 2014 through 2026, both inclusive (the "Refunded Bonds"); and (ii) paying the cost of such borrowing; and

WHEREAS, the Governing Body recognizes that the current low interest rate environment provides an opportunity to realize savings from the issuance of the Bonds and the Governing Body further realizes that the Governing Body must move expeditiously to accomplish the greatest savings possible by the issuance of the Bonds. In that the bond market is volatile, the Governing Body needs to authorize negotiation of the terms of the sale of the Bonds to Wiley Bros.-Aintree Capital, LLC (the "Underwriter"), subject to the satisfaction of the conditions as hereinafter set forth and authorize the President of the Governing Body and Chancery Clerk of the County, along with Butler, Snow, O'Mara, Stevens & Cannada, PLLC, Jackson, Mississippi (the "Bond Counsel") and Government Consultants, Inc., Jackson, Mississippi, as Financial Advisor (the "Financial Advisor"), to negotiate for the sale of the Bonds and to execute a Bond Purchase Agreement, the form of which is attached hereto (the "Bond Purchase Agreement"), prior to a scheduled meeting of the Governing Body in order to maximize the savings to the County regarding the issuance of the Bonds; and

WHEREAS, it is necessary to approve the execution of the Preliminary Official Statement to be dated the date of distribution thereof (the "Preliminary Official Statement") for the sale of the Bonds and the distribution thereof to prospective purchasers of the Bonds; and

WHEREAS, it is necessary to approve the form of and execution of a Bond Purchase Agreement with regard to the sale of the Bonds; and

WHEREAS, it is necessary to approve the form of, execution and distribution of an Official Statement, to be dated the date of execution of the Bond Purchase Agreement (the "Official Statement") for the Bonds; and

WHEREAS, it is necessary to authorize an application for and execution of a commitment for municipal bond insurance for the Bonds.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of Madison County, Mississippi, acting for and on behalf of the County, as follows:

SECTION 1. That the Governing Body of the County hereby authorizes the President of the Governing Body and the Chancery Clerk of the County, Government Consultants, Inc., Jackson, Mississippi, as Financial Advisor, and Butler, Snow, O'Mara, Stevens & Cannada, PLLC, Jackson, Mississippi, Bond Counsel, to negotiate the terms for the sale of the Bonds to the Underwriter and approves the form of the Bond Purchase Agreement attached hereto as **EXHIBIT A (Exhibit H to these Minutes)** and authorizes the execution by the President of the Governing Body and Chancery Clerk of the County of the Bond Purchase Agreement in substantially the same form, for and on behalf of the County, with such completions, changes, insertions and modifications as shall be approved by the officers executing and delivering the same (the execution thereof shall constitute conclusive evidence approval of any such completions, changes, insertions and modifications), under the following conditions: (1) the size of the Bonds will not exceed Nineteen Million Dollars (\$19,000,000); (2) the net interest cost of the Bonds will not exceed four and one-half percent (4.50%); (3) the Bonds will mature no later than March 1, 2026; (4) the issuance of the Bonds will result in (a) gross overall cash flow savings of at least \$500,000 over the Refunded Bonds, and (b) an overall net present value savings to maturity of not less than two percent (2%) on the Refunded Bonds, which overall net present value savings to maturity on the Refunded Bonds of not less than two percent (2%) meets or exceeds the requirements of Section 31-27-13 of the Refunding Act; (5) the costs of issuance of the Bonds will not exceed one and seventy hundredths percent (1.70%) of the par amount of the Bonds, which amount shall not include the premium, if any, for municipal bond insurance or the Underwriter's discount; and (6) terms and provisions of the Bonds in compliance with the Refunding Act.

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SECTION 2. That the Governing Body of the County hereby approves, ratifies and adopts the Preliminary Official Statement for the sale of the Bonds in substantially the form attached hereto as **EXHIBIT B, (Exhibit I to these Minutes)** with such changes and amendments as approved by the President of the Governing Body and the Chancery Clerk of the County executing the same (the execution thereof shall constitute approval of any completions, changes, insertions or modifications). The County hereby deems the Preliminary Official Statement to be "final" as required by Rule 15c2-12(b)(1) of the Securities and Exchange Commission.

SECTION 3. That the distribution of copies of said Preliminary Official Statement by the Underwriter to prospective purchasers of the Bonds is hereby authorized and approved.

SECTION 4. The Governing Body hereby authorizes an application for a commitment for municipal bond insurance from a provider of municipal bond insurance (the "Bond Insurer") for the Bonds. Any changes, insertions, or omissions as may be required by the Bond Insurer as conditions to the issuance of its municipal bond insurance policy to the Bond Purchase Agreement and the Preliminary Official Statement are hereby approved by the Governing Body, with the execution of the Bond Purchase Agreement and the Preliminary Official Statement being conclusive evidence of such approval. The Governing Body further authorizes the execution of said commitment for municipal bond insurance and any additional documents and certificates which are required by the Bond Insurer to provide credit enhancement in connection with the issuance of the Bonds.

SECTION 5. The President of the Governing Body and the Chancery Clerk of the County or any other authorized officer of the Governing Body, be, and they are hereby authorized and directed for and on behalf of the County, to take any and all such actions as may be required by the County to carry out and to give effect to the aforesaid documents authorized pursuant to this resolution and to execute all papers, documents, certificates and other instruments that may be required for the carrying out of the authority conferred by this resolution in order to evidence said authority.

SECTION 6. Upon the execution of the Bond Purchase Agreement, the President of the Governing Body and Chancery Clerk of the County are hereby authorized and directed to cause to be prepared and to execute a final Official Statement in connection with the Bonds in substantially the form of the Preliminary Official Statement, subject to minor amendments and supplement as approved by the President of the Governing Body and Chancery Clerk of the County executing same (the execution thereof shall constitute approval of any such completions, changes, insertions and modifications).

SECTION 7. All orders, resolutions or proceedings of the Governing Body in conflict with any provision hereof shall be, and the same are hereby repealed, rescinded and set aside, but only to the extent of such conflict. For cause, this resolution shall become effective upon the adoption hereof.

Supervisor Tim Johnson made the motion to adopt the foregoing resolution. Supervisor Karl M. Banks seconded the motion to adopt the foregoing resolution and, the question being put to a roll call vote, the result was as follows:

Supervisor Douglas Jones	voted: Aye
Supervisor R. Andrew Taggart	voted: Aye
Supervisor Paul Griffin	voted: Aye
Supervisor Karl Banks	voted: Aye
Supervisor Tim Johnson	voted: Aye

The motion having received the affirmative vote of a majority of the members present, the President declared the motion carried and this resolution adopted, on this the 11th day of March,

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Date Signed: _____

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2005.

EXHIBIT A

FORM OF BOND PURCHASE AGREEMENT

(Exhibit H to these Minutes)

EXHIBIT B

FORM OF PRELIMINARY OFFICIAL STATEMENT

(Exhibit I to these Minutes)

In re: Authorization of the Butler Snow Law Firm, Government Consultants, Inc. and the law firm of Brunini Grantham Grower and Hewes to Explore the Feasibility of Refunding Certain Other Bonds of the County

The Board of Supervisors of Madison County, Mississippi (the "County"), took up for consideration the matter of authorizing an analysis of the outstanding indebtedness of the County to determine the feasibility of issuing general obligation refunding bonds for the purpose of providing debt service savings for the County, and approving the employment of professionals regarding such analysis and the issuance of general obligation refunding bonds of the County to accomplish such purposes. After a discussion of the subject, Supervisor Andy Taggart offered and moved the adoption of the following resolution:

RESOLUTION OF THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI (THE "COUNTY"), TO AUTHORIZE THE ANALYSIS OF THE OUTSTANDING INDEBTEDNESS OF THE COUNTY TO DETERMINE THE FEASIBILITY OF REFUNDING OR RESTRUCTURING ALL OR ANY PORTION OF SUCH INDEBTEDNESS TO PROVIDE DEBT SERVICE SAVINGS TO THE COUNTY; TO APPROVE THE EMPLOYMENT OF CERTAIN PROFESSIONALS TO PERFORM SAID ANALYSIS AND TO PREPARE THE NECESSARY DOCUMENTS NECESSARY IN CONNECTION WITH THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS OF THE COUNTY TO RAISE MONEY FOR THE PURPOSE OF REFUNDING ALL OR ANY PORTION OF SUCH INDEBTEDNESS OF THE COUNTY; AND FOR RELATED PURPOSES.

WHEREAS, the Board of Supervisors of Madison County, Mississippi (the "Governing Body" of the "County"), hereby finds, determines, adjudicates and declares as follows:

1. The Governing Body desires to (i) analyze the outstanding indebtedness of the County to determine the feasibility of refunding certain portions or all of the outstanding indebtedness of the County to provide debt service savings to the County, and (ii) to authorize the issuance of general obligation or revenue refunding bonds of the County, and/or to borrow funds by entering into a loan (the "Loan") with the Mississippi Development Bank (the "Bank") to be funded from bonds issued by the Bank (the "Bank Bonds"), to provide funds to effectuate such refunding.

2. It is necessary and in the public interest for the County to issue its general obligation or revenue refunding bonds, and/or to enter into the Loan with the Bank under authority of Sections 31-15-1 et seq., Sections 31-27-1 et seq., and/or 31-25-1 et seq., of the

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Mississippi Code of 1972, as amended.

3. That in order to analyze the outstanding indebtedness of the County and to prepare the necessary offering documents to effectuate the issuance of general obligation or revenue refunding bonds of the County and/or for the County to enter into the Loan, it is in the best interest of the County to authorize the law firm of Butler, Snow, O'Mara, Stevens & Cannada, PLLC, Jackson, Mississippi, as Bond Counsel, Government Consultants, Inc., as the County's Financial Advisor, and the law firm of Brunini, Grantham, Grower & Hewes, PLLC, Jackson, Mississippi, as counsel to the County, (i) to analyze the outstanding indebtedness of the County to determine the feasibility of refunding a portion of or all of such indebtedness to provide debt service savings to the County, and (ii) to prepare and distribute all necessary documents and to do all things required in order to sell general obligation or revenue refunding bonds of the County and/or enter into the Loan with the Bank, and to effectuate the issuance of such bonds by the County or such Bank Bonds at a subsequent date subject to the approval of the Governing Body of the County.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY, ACTING FOR AND ON BEHALF OF THE COUNTY, AS FOLLOWS:

SECTION 1. The Governing Body hereby authorizes the analysis of the County's outstanding indebtedness and the issuance of general obligation or revenue refunding bonds and/or to enter into a Loan with the Bank, to effectuate the refunding of such indebtedness determined to be beneficial to the County under authority of Sections 31-15-1 et seq., Sections 31-27-1 et seq., and/or 31-25-1 et seq., of the Mississippi Code of 1972, as amended. .

SECTION 2. The Governing Body herein employs the law firm of Butler, Snow, O'Mara, Stevens & Cannada, PLLC, Jackson, Mississippi, as Bond Counsel, Government Consultants, Inc., Jackson, Mississippi, as the County's Financial Advisor, and the law firm of Brunini, Grantham, Grower & Hewes, PLLC, Jackson, Mississippi, as counsel to the County, (i) to analyze the outstanding indebtedness of the County to determine the feasibility of refunding a portion of or all of such indebtedness to provide debt service savings for the County, and (ii) to prepare and distribute all necessary documents and to do all things required for the sale of general obligation or revenue refunding bonds of the County and/or to enter into a Loan with the Bank, including, without limitation, the distribution of preliminary official statements of the County regarding the sale of such general obligation or revenue refunding bonds of the County and/or any Bank Bonds, and to effectuate the issuance of such general obligation or revenue refunding bonds and/or entering into the Loan at a subsequent date subject to the approval of the Governing Body of the County. No fee will be due to Butler, Snow, O'Mara, Stevens & Cannada, PLLC, or Government Consultants, Inc., unless the Governing Body approves the sale and issuance of said general obligation refunding bonds.

Supervisor Karl M. Banks seconded the motion to adopt the foregoing resolution, and the question being put to a roll call vote, the result was as follows:

Supervisor Doug Jones	voted: Aye
Supervisor Tim Johnson	voted: Aye
Supervisor Andrew Taggart	voted: Aye
Supervisor Karl M. Banks	voted: Aye
Supervisor Paul Griffin	voted: Aye

The motion having received the affirmative vote of a majority of the members present, the President declared the motion carried and the resolution adopted, on this the 11th day of March, 2005.

SO ORDERED this the 11th day of March, 2005.

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In re: Establishment of Just Compensation for the Acquisition of Certain Parcels in Connection with (1) the Petrified Forest Road 2005 NRCS Project and (2) the Abernathy Road 2005 NRCS Project

WHEREAS, Mr. Woody Sample with Sample & Associates did submit two certain memoranda dated March 11, 2005, true and correct copies of which are attached hereto as Collective Exhibit J recommending that the Board establish just compensation for parcels owned by Mr. Harris Callum, Mrs. Lane Vodicka and Mr. Gary Beckwith in the amounts set forth in said exhibits,

Following discussion and due deliberation and consideration thereof, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to establish just compensation as to said properties in accordance with said recommendations. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and just compensation as to said parcels was and is hereby established accordingly.

SO ORDERED this the 11th day of March, 2005.

In re: Request to Establish Mary's Drive as Public Road

WHEREAS, County Administrator Donnie Caughman did inform the Board that he was in receipt of a petition from the homeowners in the area of Mary's Drive supporting the request for public dedication and requesting the transfer of the street to the county in accordance with Miss. Code Ann. § 65-7-57 and that said petition satisfies the requirements of said statute, and

WHEREAS, on February 18, 2005, the Board appointed Supervisor Douglas L. Jones and Supervisor Tim Johnson as a committee to assess the road and report back to the Board their findings in accordance with Miss. Code Ann. § 65-7-57, and

WHEREAS, Mr. Jones did report on behalf of said committee that said committee had viewed said road, and carefully considered the features thereof and determined that said road was not suitable to be made a public road,

Following discussion, Mr. Tim Johnson did offer and Mr. Douglas L. Jones did second a motion to find and declare that said road was not acceptable as a public road and to deny the request and petition to establish Mary's Road as a public road. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the request and petition to establish Mary's Road as a public road was and is hereby denied.

President's Initials: _____

Date Signed: _____

SO ORDERED this the 11th day of March, 2005.

***In re: Approval and Authorization of the Firm of
Burns Cooley Dennis to Carry out Soil Testing on
Calhoun Station Parkway Pursuant to its Contract
with Madison County***

Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to authorize and direct the firm of Burns Cooley Dennis to perform soil testing services on property within the Calhoun Station Parkway Project, said firm to perform such services pursuant to the currently existing contract between said firm and the county, provided, however, that mileage reimbursement rate be no more than the federal rate of \$.405 per mile. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said firm was and is hereby authorized and directed accordingly.

SO ORDERED this the 11th day of March, 2005.

THERE BEING NO FURTHER BUSINESS to come before the Board of Supervisors of Madison County, Mississippi, upon motion duly made by Supervisor Tim Johnson and seconded by Supervisor Andy Taggart and approved by the unanimous vote of the Board, the meeting of the Board of Supervisors was recessed until Friday, March 18, 2005 at 9:00 a. m. to consider certain petitions to re-zone certain property in Madison County, to entertain public hearings thereon as previously noticed, and to conduct any other business which may properly come before the Board.

Paul Griffin, President
Madison County Board of Supervisors

Date signed: _____

ATTEST:

Arthur Johnston, Chancery Clerk

President's Initials: _____

Date Signed: _____

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