

**PARKWAY SOUTH PUBLIC IMPROVEMENT DISTRICT
MADISON COUNTY, MISSISSIPPI**

April 25, 2014

Board of Supervisors
Madison County, Mississippi
P. O. Box 608
Canton, MS 39046

Gentlemen:

As requested by you, the proposal by Trustmark National Bank to make a loan to the Trustee of the Series 2007 Bonds issued by Parkway South Public Improvement District in an amount sufficient to reimburse Madison County for the payment made on May 11, 2012, under the Contribution Agreement has been presented to and approved by the Board of Directors of the PID.

On behalf of the PID Board, we further acknowledge that this loan to the Trustee and reimbursement by the Trustee to Madison County for the payment made in May of 2012, is being made on behalf of the Parkway South PID.

The PID Board appreciates the continued cooperation by Madison County with respect to the financing of this PID project and the willingness of Trustmark National Bank for proposing this arrangement on behalf of the PID.

Sincerely,

PARKWAY SOUTH PUBLIC IMPROVEMENT
DISTRICT

BY: 
H. D. Brock, Chairman

cc: Mike Espy, Esq.
Samuel L. Bryson
John Kirk
Chris Haynes
Sam Steen