

LAW OFFICES OF ANDY J. CLARK, PLLC
350 INDUSTRIAL DRIVE SOUTH
MADISON, MS 39110

P-601-622-7334

andy@andyjclark.com

F-601-898-1025

LETTER AGREEMENT

December 17, 2014

Board of Supervisors
Madison County, Mississippi
125 West North Street
Canton, MS 39046

Madison County Planning & Zoning Commission
125 West North Street
Canton, MS 39046

Mannsdale-Livingston Historic Preservation District
c/o Mr. Ken Primos
Ms. Rita McGuffie

RE: Town of Livingston/Livingston Cooking School

Dear Sirs and Madam:

I serve as counsel to the developers of The Town of Livingston. As you are aware, one of the businesses at the Town of Livingston, Farmer's Table Cooking School, is complete and ready to open. The developers of the Town of Livingston submitted a set of plans of the building to the Madison County Planning & Zoning Commission ("P&Z"). Those plans were submitted to and approved by the Mannsdale-Livingston Historic Preservation District ("MLHPD"), and then approved by the P&Z. Later, another set of tenant improvement plans were submitted for a permit application, and the permit was obtained. The second set did not match or comply with the approved plan, and the revised plan was not submitted to P & Z or MLHPD for reapproval. Nonetheless, the Farmer's Table Cooking School was constructed per the permitted tenant improvement plans.

The developers of the Town of Livingston recognize the differences in the approved plans and the permitted tenant improvement plans. As a means of proceeding with obtaining final approval and a Certificate of Occupancy, the developers of the Town of Livingston propose a plan as follows:

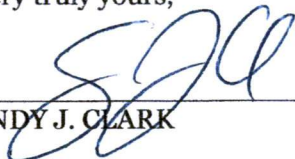
1. Railing will be installed on the front elevations of the Farmer's Market Cooking School per the architectural renderings attached hereto as Exhibit "A."

2. Exterior mechanical and exhaust equipment will be screened from view per the architectural renderings attached hereto as Exhibit "B."
3. Proposals of ways to "soften" the aesthetics of the exterior windows will be solicited from the architect and submitted to MLHPD and P&Z by December 19, 2014.
4. Landscaping and highway improvements to the "buffer" between Highways 463 and 22 will be completed per the approved landscape plan on file with MLHPD and Madison County. Said improvements to be completed as soon as possible. Anticipated time of completion is 20 days, weather permitting, but in any event, Developer will exert best efforts to complete the improvements in a timely manner, not to exceed 60 days from date of this letter.
5. Developer hereby agrees to exert best efforts to ensure that tenants understand procedure, as well as the instructions, responsibilities and requirements for tenants as to any change in approved plans by providing a letter to tenants at the negotiation phase of any lease at the The Town of Livingston.
6. Developer understands that the Madison County Planning and Zoning Department and the Madison County Board of Supervisors maintain jurisdictional authority to take appropriate action in the event the above conditions are not met.

Therefore, please consider this as the request of the developers of The Town of Livingston for the Board of Supervisors of Madison County to grant an exception, and approve a Certificate of Occupancy to be issued to the Farmer's Table Cooking School as the above-referenced plan is implemented.

I remain Thank you for your consideration of this request. With kindest personal regards,

Very truly yours,



ANDY J. CLARK



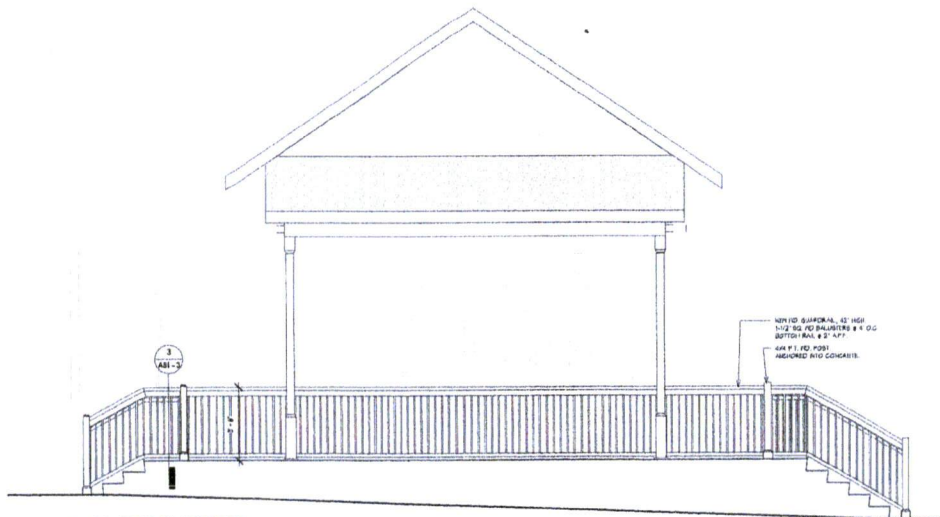
LIVINGSTON HOLDINGS, LLC

THOMAS DAVID LANDRUM, MEMBER

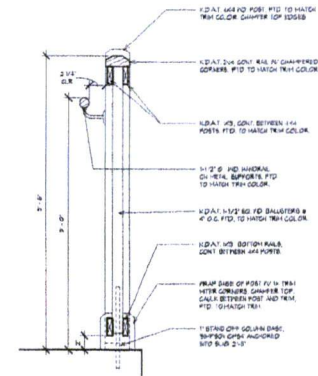


MICHAEL C. BOLLENBACHER, MEMBER

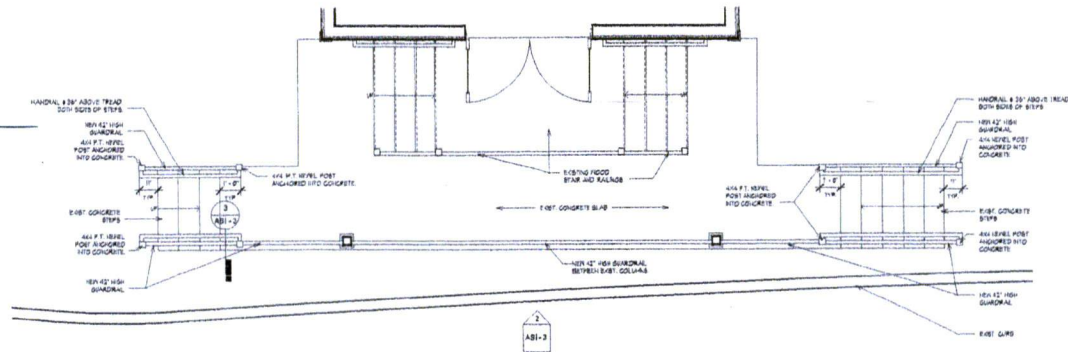
Exhibit "A"



2 FRONT ELEVATION
Scale: 3/8" = 1'-0"



3 RAILING DETAIL
Scale: 1 1/2" = 1'-0"



1 FRONT PORCH AND STEPS PLAN
Scale: 3/8" = 1'-0"

NOTE: ON 11" x 17" PRINTS, ALL DIMENSIONS ARE TO SCALE UNLESS NOTED

James Dodds AIA
Architect
410 South Seventh Street
Brentwood, TN 37027
Office: (615) 335-1177
Fax: (615) 335-0778
jdd@aiaarchitect.com

VIKING STORE
Building A
Livingston Township

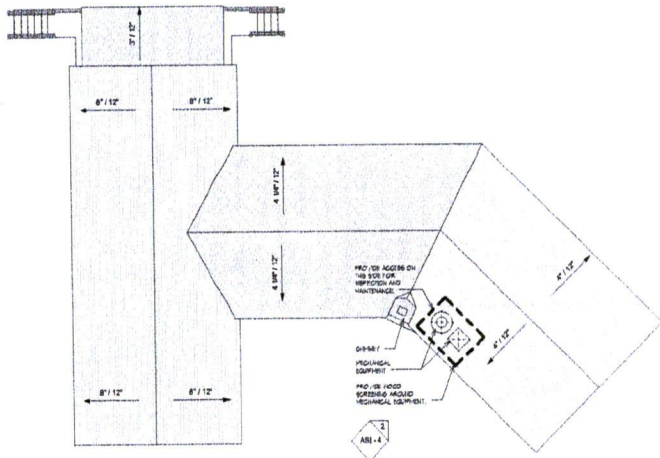
2666

No.	Description	Date

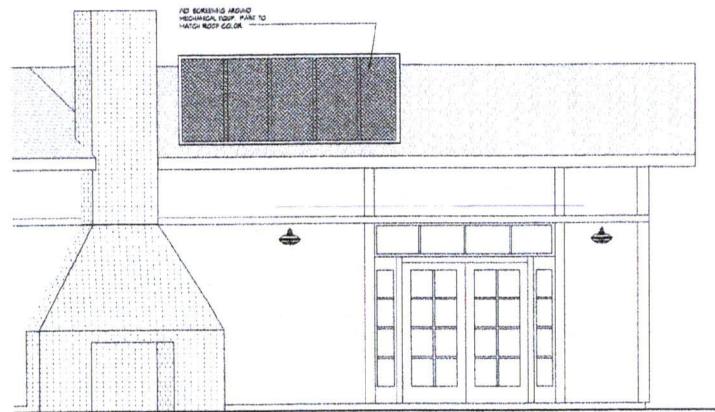
CONSTRUCTION DOCUMENTS
ISSUE DATE: DECEMBER 12, 2014



ASI-3
Contract at Network



1 ROOF PLAN WITH EXHAUST
Scale: 1/8" = 1'-0"



2 PARTIAL REAR ELEVATION
Scale: 3/8" = 1'-0"

James Dwyer, AIA
Architect
65 North Avenue Street
East Troy, N.Y. 10926
Phone: 518-338-1717
Fax: 518-338-1711
jdw@dwyr.com

VIKING STORE
Building A
Lispenard Township

2666

No.	Description	Date

CONSTRUCTION DOCUMENTS

DATE: DECEMBER 12, 2014

SCALE: AS SHOWN



ASI - 4
Unnamed

NOTE: 12/13/2014 10:57:48 AM