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NOV 26 2014

BEFORE THE BOARD OF SUPERVISORS OF THE COUNTY OF MADISON
STATE OF MISSISSIPPI

IN THE MATTER OF REZONING OF
CERTAIN LAND SITUATED IN
SECTION 30, TOWNSHIP 8 NORTH,
RANGE 2 EAST, MADISON COUNTY,
MISSISSIPPI

PETITIONER:

MINNIE J. BOZEMAN FAMILY LIMITED PARTNERSHIP

PETITION TO REZONE AND RECLASSIFY REAL PROPERTY

Comes now Minnie J. Bozeman Family Limited Partnership (“Petitioner”), owner of the hereinafter land and property, and files this Petition with the Board of Supervisors of Madison County, Mississippi, to rezone and reclassify a tract or parcel of land situated in Section 30, Township 8 North, Range 2 East, Madison County, Mississippi, more particularly described as set forth on **Exhibit A** attached hereto and incorporated herein by reference (the “Subject Property”), from its present Zoning District Classification of SU-1 Special Use District to C-2 Highway Commercial District. In support of its Petition, Petitioner states as follows:

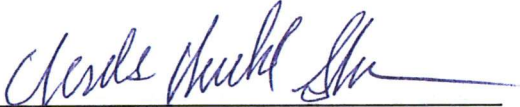
1. The Subject Property consists of approximately 40.6862 acres.
2. The highest and best use of the Subject Property is C-2 as restricted by instrument attached hereto as **Exhibit D**. While the zoning proposed is not in compliance with the adopted Land Use and Transportation Plan of Madison County, Petitioner requests that the Land Use and Transportation Plan be amended consistent with this Petition.
3. The character of the neighborhood has changed to such an extent that reclassification of the Subject Property as C-2 is justified and a public need exists for such reclassification. See **Exhibit B** for a list of changes and/or conditions that support reclassification as requested herein, including demographic data and other metrics.

THEREFORE, for these reasons, Petitioner respectfully requests that the Board of Supervisors of Madison County receive, duly consider, and enter an order amending the Official Zoning Map to reflect C-2 zoning, reclassifying the Subject Property from its present classification of Special Use to Highway Commercial District, and amending the official Comprehensive Plan for Madison County consistent with the rezoning requested above.

[signature page to follow]

This the 26th day of November, 2014.

**THE MINNIE J. BOZEMAN FAMILY LIMITED
PARTNERSHIP**, a Mississippi limited partnership

By: 
Charles Richard Skinner, General Partner

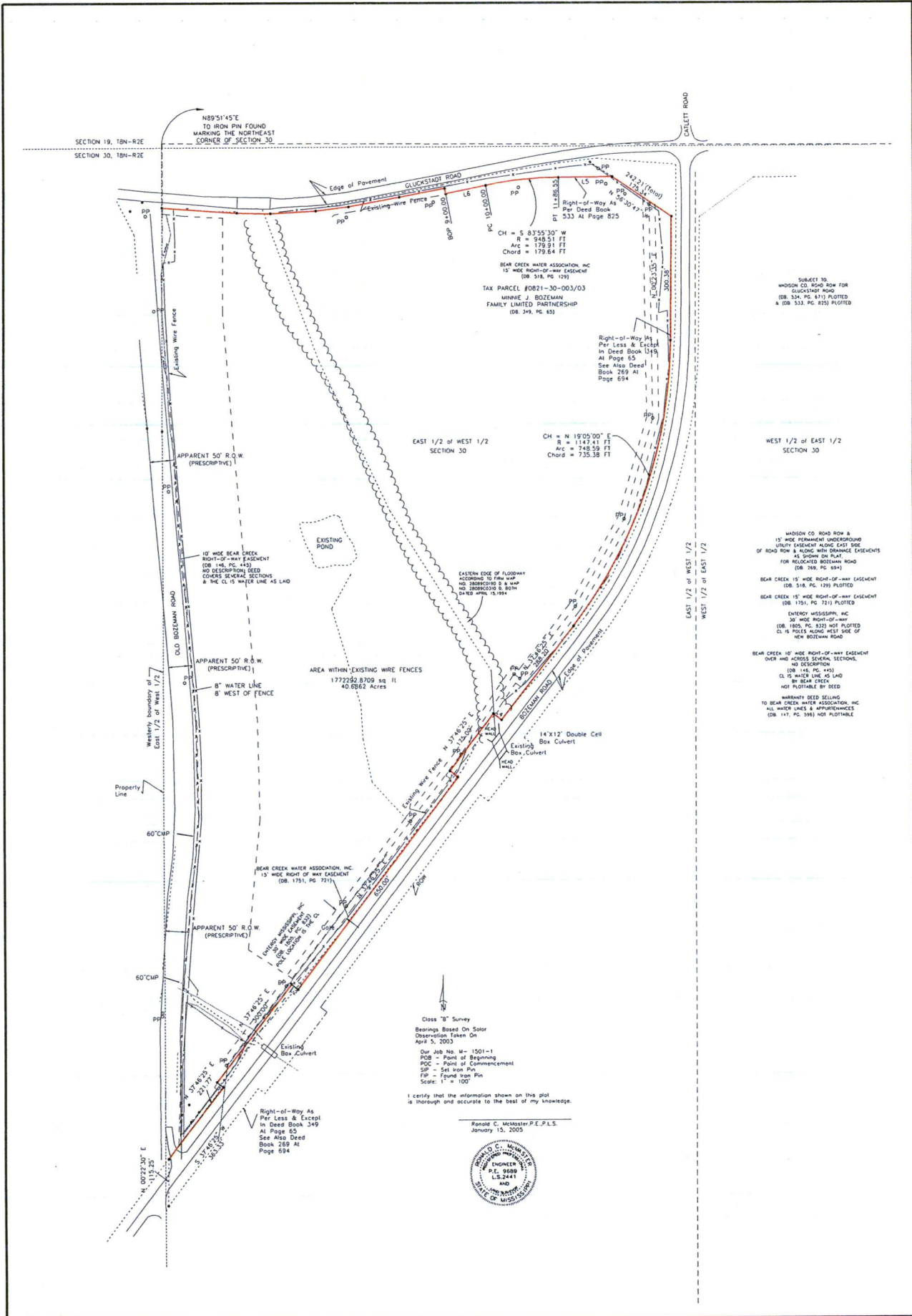


William C. Smith, III
Attorney for Petitioner

EXHIBIT A

LEGAL DESCRIPTION

All that part of the West $\frac{1}{2}$ of the East $\frac{1}{2}$ and the East $\frac{1}{2}$ of the West $\frac{1}{2}$ of Section 30, T8N-R2E, lying Westerly of the Westerly Right-Of-Way of Bozeman Road (State Aid Project No. SAP-45(44), and lying Southerly of the Southerly Right-Of-Way of Gluckstadt Road, as same existed in November, 2014.



SUBJECT TO
MADISON CO. ROAD ROW FOR
GLUCKSTADT ROAD
(DB. 534, PG. 671) PLOTTED
& (DB. 533, PG. 825) PLOTTED

WEST 1/2 OF EAST 1/2
SECTION 30

MADISON CO. ROAD ROW &
15' WIDE PERMANENT UNDERGROUND
UTILITY EASEMENT ALONG EAST SIDE
OF ROAD ROW & ADJACENT DISTANCE EASEMENTS
AS SHOWN ON PLAT
FOR RELOCATED BOZEMAN ROAD
(DB. 248, PG. 674)

BEAR CREEK 15' WIDE RIGHT-OF-WAY EASEMENT
(DB. 518, PG. 129) PLOTTED

BEAR CREEK 15' WIDE RIGHT-OF-WAY EASEMENT
(DB. 1751, PG. 721) PLOTTED

CANTONKY MISSISSIPPI, INC.
30' WIDE RIGHT-OF-WAY
(DB. 1805, PG. 822) NOT PLOTTED
CL IS POLES ALONG WEST SIDE OF
NEW BOZEMAN ROAD

BEAR CREEK 10' WIDE RIGHT-OF-WAY EASEMENT
OVER AND ACROSS SEVERAL SECTIONS,
NO DESCRIPTION
(DB. 146, PG. 443)
CL IS WATER LINE AS LAD
BY BEAR CREEK
NOT PLOTTABLE BY DEED

WARRANTY DEED SELLING
TO BEAR CREEK WATER ASSOCIATION, INC.
ALL WATER LINES & APPURTENANCES
(DB. 147, PG. 598) NOT PLOTTABLE

Class "B" Survey
Bearings Based On Solar
Observation Taken On
April 5, 2003

Our Job No. = 1501-1
POB = Point of Beginning
POC = Point of Commencement
SIP = Set Iron Pin
FIP = Found Iron Pin
Scale: 1" = 100'

I certify that the information shown on this plat
is thorough and accurate to the best of my knowledge.

Ronald C. McMaster, P.E., P.L.S.
January 15, 2005



DESIGNED	DATE
DRAWN	NOV., 2014
CHECKED	
BY	

EXHIBIT FOR PROPERTY IN SECTION 30, T8N-R2E, MADISON COUNTY, MISSISSIPPI

McMASTER & ASSOCIATES, INC.
Civil Engineers and Land Surveyors
129 East Jefferson Street
Troy, MS 39114
Telephone 662-746-1090

One Woodgreen, Suite 108
Madison, MS 39110
Tel. 601-605-1090
Fax 601-605-1091

Field Work On
This Survey Was
Performed During
The Month Of
November, 2004

EXHIBIT B

Pursuant to Section 2606.03(B) of the Madison County Zoning Ordinance (2013), a petition for rezoning must show “that the character of the neighborhood has changed to such an extent as to justify reclassification, AND that there is a PUBLIC NEED for the rezoning” (emphasis in original). Therefore, Petitioner submits the following in support of its request:

- There has been a consistent progression of commercial development from I-55 westward along and in the vicinity of Gluckstadt Road, beginning with the development of Distribution Drive, then the additions of American Way and Enterprise Drive.
- Just across I-55, Gluckstadt Business Park was developed and is zoned commercial.
- Lexington Drive was developed, and is zoned commercial.
- The property on Gluckstadt Road formerly owned by John and Jennifer Minninger was rezoned to C-1 and is now occupied with seven (7) businesses.
- The property where Storage Depot is situated was rezoned from residential to C-2.
- A residence located at 1019 Gluckstadt Road and adjacent to Red Oak Plantation subdivision was rezoned from residential to C-1A and is now occupied by a real estate broker’s office.
- The map attached hereto as **Exhibit C** shows how commercial zoning has progressed westward along both side of Gluckstadt Road toward the Subject Property.
- Water and sewer are now available in the area through Bear Creek Water Association, as evidenced by the letter provided by Petition with this Petition.
- The Mississippi Department of Transportation is currently replacing the I-55/Gluckstadt Road interchange.
- Gluckstadt Road has been widened to three lanes.
- The intersection of Gluckstadt Road with Bozeman Road and Catlett Road is now serviced by a signal light.
- Future plans for Madison County include widening Bozeman Road to five lanes with curbs and gutters.
- The progression of the neighborhood from predominantly A-1 Agricultural and R-1 Residential Estate District to commercial uses and moderate density residential is evidenced by the foregoing examples of commercial rezoning and development as well as the development of Stillhouse Creek Subdivision, Belle Terre Subdivision, Ridgefield Subdivision and Red Oak Plantation Subdivision.

The Madison County Comprehensive Plan states that the objective for commercial planning shall be “to produce a desirable land use pattern by guiding the location and design of commercial development through proper planning and zoning of commercial sites” (p. 12). Accordingly, Policy 15 of the Madison County Comprehensive Plan’s Commercial Goals is stated as follows: “Commercial uses will be located in areas in close proximity to their service populations and will be designed to produce an architecturally pleasing and harmonious business environment that will maintain property values over time” (p. 12).

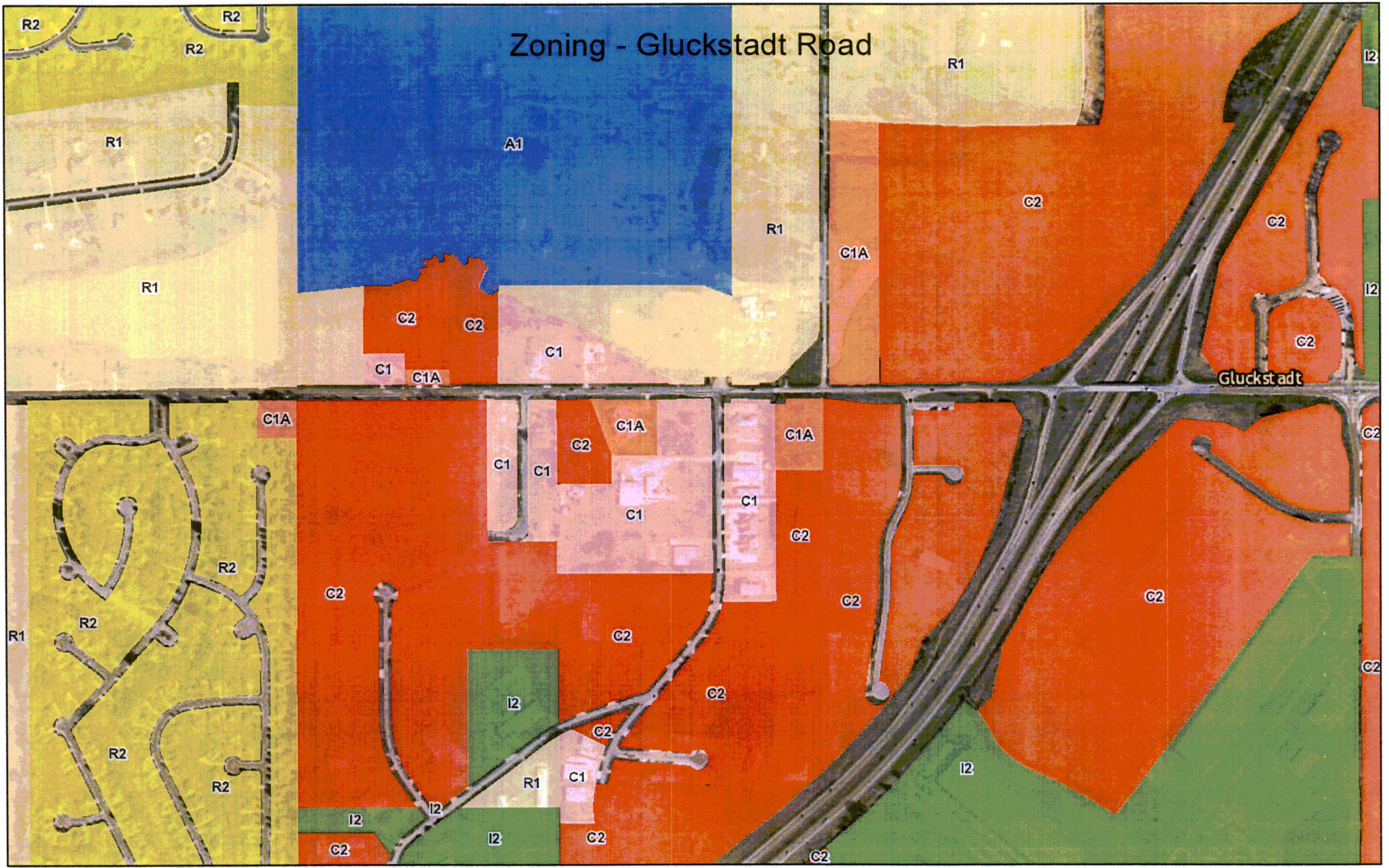
The Subject Property is located on the west side of Bozeman Road across from Belle Terre Subdivision but does not abut any residential subdivisions. Access to the businesses located in the proposed development will be via interior streets, with controlled signage and lighting. The

Subject Property's proximity to the many residential subdivisions and other residences located in the area furthers the goals, objectives and policies of the Madison County Comprehensive Plan by providing commercial services to the families living in the area in an aesthetically and architecturally pleasing, carefully planned development. Rather than adversely affecting property values in the neighborhood, the proposed development's quality and amenities will preserve and enhance residents' quality of life. All requirements of the Madison County Zoning Ordinance will be observed and the full site plan will be submitted for any proposed development.

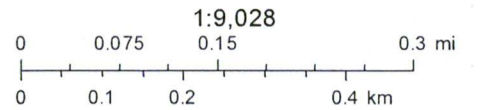
EXHIBIT C

**MAP OF COMMERCIAL ZONING PROGRESSION
ALONG GLUCKSTADT ROAD WEST FROM I-55**

[attached]

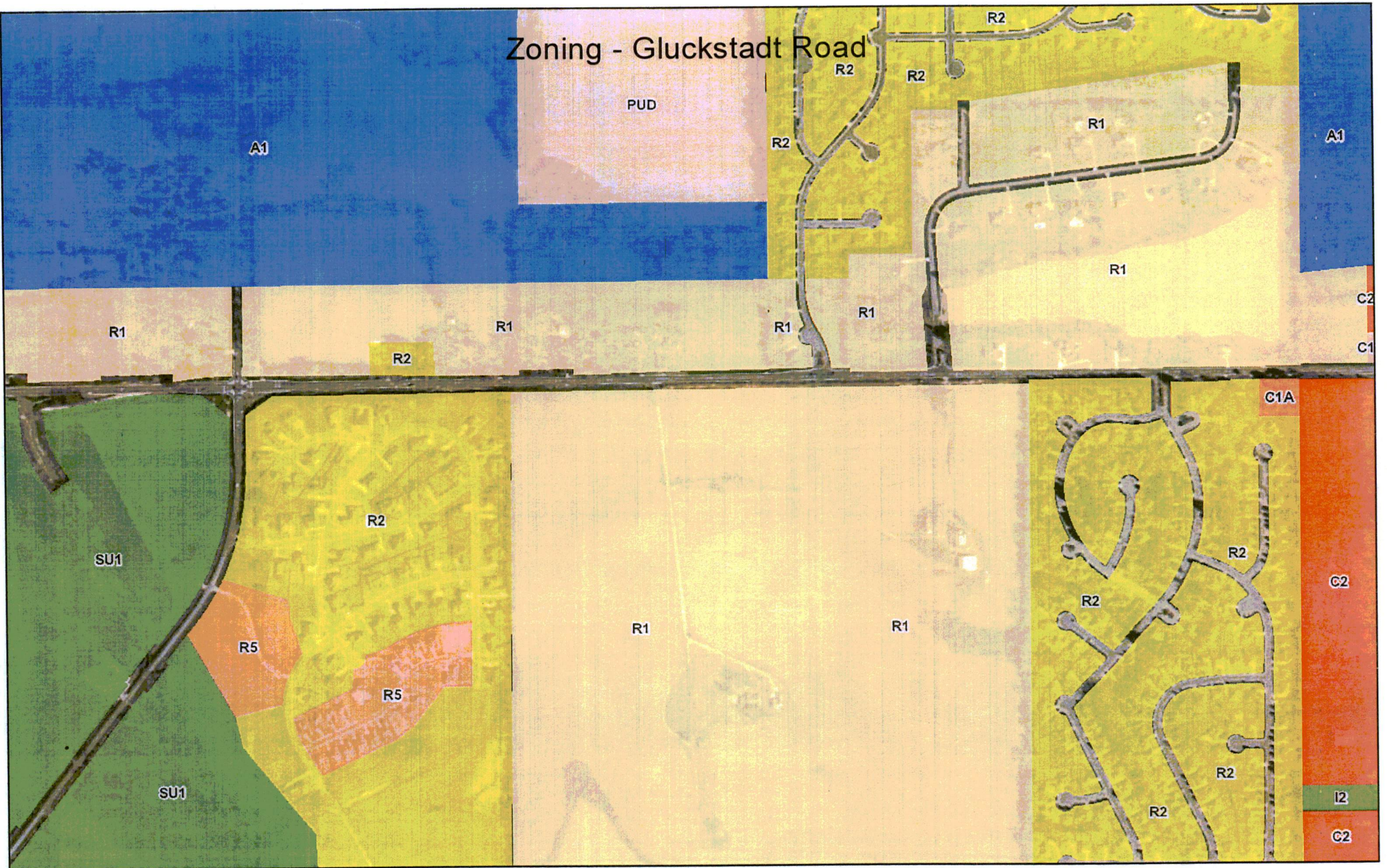


November 11, 2014

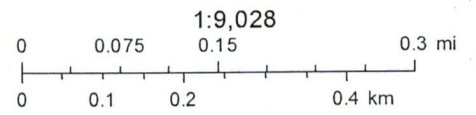


Source: Esri, DigitalGlobe, GeoEye, i-cubed, Earthstar Geographics, CNES/Airbus DS, USDA, USGS, AEX, Getmapping, Aerogrid, IGN, IGP,

Zoning - Gluckstadt Road



November 12, 2014



Source: Esri, DigitalGlobe, GeoEye, i-cubed, Earthstar Geographics, CNES/Airbus DS, USDA, USGS, AEX, Getmapping, Aerogrid, IGN, IGP,

EXHIBIT D

PROPOSED DECLARATION OF RESTRICTIONS

[attached]

Space Above Line For Official Use Only

Instrument Prepared By and To Be Returned To: Butler Snow LLP Attn: W. Eugene Magee MS Bar No.: 1824 1020 Highland Colony Parkway, Suite 1400 Ridgeland, MS 39157 (601) 948-5711	Declarant: Minnie J. Bozeman Family Limited Partnership 65 Bozeman-Paine Circle Madison, MS 39110 (____) _____-_____
Indexing Instructions to the Chancery Clerk of the Madison County, Mississippi: The real property described herein is located in Madison County, Mississippi in: West ½ of the East ½ and the East ½ of the West ½ of Section 30, T8N-R2E, Madison County, Mississippi; and Belle Terre, Parts 1 and 2, a subdivision according to a map or plat thereof which is on file and of record in the office of the Chancery Clerk of Madison County, Mississippi, in Plat Cabinet D at Slide 162.	

DECLARATION OF RESTRICTIONS

This Declaration of Restrictions ("**Declaration**") is made and entered into as of the ____ day of _____, 2014, by the Minnie J. Bozeman Family Limited Partnership, a Mississippi limited partnership ("**Declarant**").

WHEREAS, Declarant is the owner of that certain property more particularly described in **Exhibit "A"** attached hereto, incorporated herein by reference and expressly made a part hereof for all purposes as if fully copied herein ("**Commercial Property**"), located on the southwest corner of the intersection of Bozeman Road and Gluckstadt Road ("**Intersection**") in unincorporated Madison County, Mississippi; and

WHEREAS, Belle Terre Subdivision, Parts 1 and 2 (collectively the "**Subdivision**") is located on that certain property more particularly described in **Exhibit "B"** attached hereto, incorporated herein by reference and expressly made a part hereof for all purposes as if fully copied herein ("**Benefited Property**"), which Subdivision and Benefited Property are located on the southeast corner of the Intersection directly across Bozeman Road from, and generally east of, the Commercial Property; and

WHEREAS, on February 26, 2010, Declarant filed an application ("**Application**") with the Madison County Zoning Administrator to rezone the Commercial Property from a Special

Use District (SU-1) under Article XXII of the Zoning Ordinance of Madison County, Mississippi, as then in effect ("**2010 Zoning Ordinance**"), to a General Commercial District (C-1) ("**GC-1**") under Article XVIII of the 2010 Zoning Ordinance ("**Rezoning**"); and

WHEREAS, the Rezoning of the Commercial Property to GC-1 under the 2010 Zoning Ordinance was opposed by certain Homeowners because such Rezoning could have permitted the subsequent issuance of conditional use permits for special exceptions to the permitted land uses of GC-1 property under Section 1801 of the 2010 Zoning Ordinance for conditional uses of the Commercial Property under Section 1802 of the 2010 Zoning Ordinance, which potential conditional uses on the Commercial Property were considered to be undesirable adjoining the Subdivision; and

WHEREAS, the Madison County Planning and Zoning Commission approved the Application of the Declarant for the Rezoning on April 08, 2010, but this Rezoning approval was appealed by certain concerned homeowners owning homes in the Subdivision and on the Benefited Property (with all of the then, current, and future homeowners owning homes in the Subdivision and on the Benefited Property for use as their personal residences, collectively the "**Homeowners**") to the Madison County Board of Supervisors, which also approved the Rezoning on June 07, 2010, despite the objection of certain concerned Homeowners, with the Rezoning subsequently again being affirmed by the Madison County Circuit Court on December 14, 2012; and

WHEREAS, on May 27, 2014, however, the Court of Appeals of the State of Mississippi, in *Maureen B. Speyerer and Paul D. Speyerer v. Board of Supervisors of Madison County, Mississippi*, No. 2013-CA-00068-COA ("**Lawsuit**"), reversed and rendered the Rezoning of the Commercial Property, with the result that the Commercial Property continues to be zoned as special use property under the Zoning Ordinance (as revised and adopted in February, 2013, the "**Revised Zoning Ordinance**"); and

WHEREAS, the Lawsuit was filed by the Speyerers in their own name but not only for their own benefit but also for the benefit of certain other unnamed Homeowners who were not parties to the Lawsuit, as well as for the benefit of all of the then, current, and future Homeowners owning homes for use as their personal residences from time to time in the Subdivision and on the Benefited Property (collectively the "**Beneficiaries**"); and

WHEREAS, in settlement of their Rezoning dispute and in order to allow the Declarant to continue to proceed with the development of the Commercial Property, the Speyerers and the Belle Terre Property Owners' Association, Inc. have agreed with the Declarant not to contest or oppose any new application filed by Declarant to rezone the Commercial Property to C-2 in consideration of the granting by the Declarant of this Declaration imposing certain use restrictions and covenants on the Commercial Property; and

WHEREAS, Declarant, therefore, desires to establish certain use restrictions and covenants upon the Commercial Property for the benefit of the Beneficiaries and the Benefited Property;

NOW, THEREFORE, Declarant, for itself, its successors and assigns, does hereby agree that the Commercial Property shall be subject to and shall be used in conformance with the following covenants and agreements:

1. No building or structure shall be constructed, maintained or used on the Commercial Property unless such building, structure or use shall conform to the following agreements, covenants and requirements:

- a. Upon any development of the Commercial Property as C-2, the owner of the Commercial Property shall continuously provide and maintain that the Commercial Property shall not be leased, used or occupied, or conveyed to any other party, for any of the following permitted uses as enumerated in Section 1901, and as defined in Section 201, of the Revised Zoning Ordinance as currently in effect or as subsequently hereafter amended from time to time or any new zoning ordinance adopted in substitution therefor (collectively the **“Zoning Ordinances”**) or in any successor provision to Section 1901 in a Zoning Ordinance, and as defined in Section 201, of the Revised Zoning Ordinance (collectively the **“Restricted Permitted Uses”**):
- (i) hotels and motels, provided however that Declarant reserves to itself and its successors in interest the right to develop a four-star or five-star boutique hotel with less than 120 rooms;
 - (ii) bowling alleys, skating rinks, motion picture theaters and similar indoor recreational or entertainment enterprises conducted within fully-enclosed buildings, provided however that Declarant reserves to itself and its successors in interest the right to request that all or a portion of the Commercial Property may be used for a motion picture theater in any subsequent rezoning of the Commercial Property;
 - (iii) mortuaries and funeral homes;
 - (iv) convenience stores;
 - (v) service stations/convenience car care establishments;
 - (vi) new vehicle sales, rental or lease;
 - (vii) yard and garden centers, as defined in the Revised Zoning Ordinance;
 - (viii) garages/body shops, as defined in the Revised Zoning Ordinance, with indoor storage of vehicles;
 - (ix) public recreational or open space facilities; or

- (x) railroads and spur tracks.
- b. Upon any development of the Commercial Property as C-2, the owner of the Commercial Property shall continuously provide and maintain that the Commercial Property shall not be leased, used or occupied, or conveyed to any other party for the following uses and structures enumerated in Section 1902, and as defined in Section 201, of the Revised Zoning Ordinance (collectively the “**Restricted Conditional Uses**”):
- (i) public or quasi-public facilities and utilities in compliance with Section 402 and other regulations of this Ordinance;
 - (ii) big box retail establishments in excess of 30,000 square feet;
 - (iii) heavy equipment sales and service;
 - (iv) building material sales where some or all building materials, such as bricks, lumber, concrete culverts, etc. are displayed/ stored outdoors or are visible from adjoining thoroughfares;
 - (xi) garages/body shops, as defined in the Revised Zoning Ordinance, with outdoor storage of vehicles;
 - (v) fireworks stands;
 - (vi) outdoor advertising (billboards) as defined by the Revised Zoning Ordinance;
 - (vii) Adult Entertainment, including adult arcades, adult bookstores, adult cabarets, adult motels, adult motion picture theaters, and other adult entertainment activities as defined as defined in Section 201 of the Revised Zoning Ordinance;
 - (viii) recreational vehicle parks;
 - (ix) rental housing; or
 - (x) used (pre-owned) vehicle sales.
- c. *Provided, however,* that, in the event of any future revisions in the lists of specifically enumerated conditional uses or structures applicable to a C-2 classification (or any successor classification thereto) in the Zoning Ordinances applicable to the Commercial Property such that one (1) or more of the Restricted Conditional Uses are no longer listed as conditional uses or structures in the Zoning Ordinances, the Enumerated Uses shall nevertheless continue to be uses of the Commercial Property prohibited by this Declaration.

- d. *Provided further, however,* that, despite the specific reference in this Declaration to the Restricted Conditional Uses, any new, additional conditional uses applicable to C-2 (or any successor classification thereto) in the Zoning Ordinances shall also constitute uses of the Commercial Property prohibited by this Declaration.

2. Any of the foregoing restrictions may be waived, amended, modified, released or terminated at any time and from time to time by Declarant; *provided, however,* that Declarant shall not and may not waive, amend, modify, release or terminate any restrictions without the prior written consent of at least fifty-one percent (51%) of the then Beneficiaries, during such time that such Benefited Property continues to be used and to be zoned under the Zoning Ordinances for single-family detached residential dwellings.

3. The foregoing restrictions and agreements are imposed on the Commercial Property for the benefit of the Beneficiaries owning part of the Benefited Property and of the Benefited Property itself. Accordingly, all references herein to "Declarant" shall mean the Declarant herein and any successors or assigns in title who may subsequently become the owner of the Commercial Property. In the event that another entity or individual shall become the owner of the Commercial Property, then such entity or individual shall be considered the Declarant for all purposes of this Declaration, and a transfer of title to the Commercial Property shall have no effect upon the continuing validity and binding nature of the covenants, restrictions and agreements imposed herein on the Commercial Property.

4. It is the intention of the Declarant that this Declaration and the agreements, restrictions and covenants herein made shall be deemed to be, and the Declarant hereby agrees that this Declaration and the agreements, restrictions and covenants herein made are, restrictive covenants running with the land for the benefit of the Beneficiaries and Benefited Property and shall be binding upon the Commercial Property and upon any other person who may from time to time own, lease or otherwise have an interest in the Commercial Property.

5. This Declaration is made in and shall be construed pursuant to the laws of the State of Mississippi.

6. The foregoing provisions notwithstanding, in the event that one or more of the Beneficiaries contests or opposes any new application filed by Declarant to rezone the Commercial Property to C-2 as defined in the Revised Zoning Ordinance, this Declaration shall immediately terminate, be repealed in its entirety, and rendered null and void by such contest or opposition, with no further action required by Declarant.

[Remainder of This Page Intentionally Left Blank – Next Page is Signature Page]

IN WITNESS WHEREOF, the undersigned has executed this Declaration to be effective as of the day and year above set forth, although actually executed on the date set forth in each respective acknowledgment below.

THE MINNIE J. BOZEMAN FAMILY LIMITED PARTNERSHIP, a Mississippi limited partnership

By: _____
Printed Name: Charles Richard Skinner
Its: General Partner

In consideration of Declarant imposing the foregoing restrictions upon the Commercial Property, the undersigned hereby agree to not contest or oppose any new application filed by Declarant to rezone the Commercial Property to C-2 as defined in the Revised Zoning Ordinance.

Maureen B. Speyerer
Date: _____, 2014

Paul D. Speyerer
Date: _____, 2014

W. Eugene Magee
Date: _____, 2014

Belle Terre Property Owners' Association, Inc.

By: _____
Name: _____
Its: _____
Date: _____, 2014

STATE OF MISSISSIPPI

COUNTY OF _____

Personally appeared before me, the undersigned authority in and for the said county and state, on this ____ day of _____, 2014, within my jurisdiction, the within named Charles Richard Skinner, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument and acknowledged that he executed the same in his representative capacity, and that by his signature on the instrument, and as the act and deed of the entity upon behalf of which he acted, executed the above and foregoing instrument, after first having been duly authorized so to do.

NOTARY PUBLIC

My commission expires:

[AFFIX NOTARIAL SEAL]

STATE OF MISSISSIPPI

COUNTY OF _____

Personally appeared before me, the undersigned authority in and for the said county and state, on this ____ day of _____, 2014, within my jurisdiction, the within named Maureen B. Speyerer, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument, and that by her signature on the instrument, she executed the above and foregoing instrument.

NOTARY PUBLIC

My commission expires:

[AFFIX NOTARIAL SEAL]

STATE OF MISSISSIPPI

COUNTY OF _____

Personally appeared before me, the undersigned authority in and for the said county and state, on this ____ day of _____, 2014, within my jurisdiction, the within named Paul D. Speyerer, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument, and that by his signature on the instrument, he executed the above and foregoing instrument.

NOTARY PUBLIC

My commission expires:

[AFFIX NOTARIAL SEAL]

STATE OF MISSISSIPPI

COUNTY OF _____

Personally appeared before me, the undersigned authority in and for the said county and state, on this ____ day of _____, 2014, within my jurisdiction, the within named W. Eugene Magee, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument, and that by his signature on the instrument, he executed the above and foregoing instrument.

NOTARY PUBLIC

My commission expires:

[AFFIX NOTARIAL SEAL]

STATE OF MISSISSIPPI

COUNTY OF _____

Personally appeared before me, the undersigned authority in and for the said county and state, on this ____ day of _____, 2014, within my jurisdiction, the within named _____, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument and acknowledged that she executed the same in her representative capacity, and that by her signature on the instrument, and as the act and deed of the entity upon behalf of which she acted, executed the above and foregoing instrument, after first having been duly authorized so to do.

NOTARY PUBLIC

My commission expires:

[AFFIX NOTARIAL SEAL]

EXHIBIT A

Legal Description – Commercial Property

All that part of the West ½ of the East ½ and the East ½ of the West ½ of Section 30, T8N-R2E, lying Westerly of the Westerly Right-Of-Way of Bozeman Road (State Aid Project No. SAP-45(44), and lying Southerly of the Southerly Right-Of-Way of Gluckstadt Road, as same existed in November, 2014.

EXHIBIT B

Legal Description – Benefited Property

Belle Terre, Parts 1 and 2, a subdivision according to a map or plat thereof which is on file and of record in the office of the Chancery Clerk of Madison County, Mississippi, in Plat Cabinet D at Slide 162, reference to which is hereby made in aid of and as a part of this description.

BEAR CREEK
WATER ASSOCIATION



P. O. Box 107
Canton, MS 39046

Phone: (601) 856-5969
Fax: (601) 856-8936

November 13, 2014

Mr. Scott Weeks
Madison County Planning & Zoning
P. O. Box 608
Canton, MS 39046

Dear Mr. Sellers,

The land, consisting of 40.6862 acres, that is proposed for rezoning at the southwest corner of Bozeman Road and Gluckstadt Road, located in Section 30, T8N, R2E, adjacent to Belle Terre Subdivision in Madison County, MS, is in the water and sewer service area of Bear Creek Water Association, Inc.

Extension of water and sewer to this property will be made in accordance with the Association's rules and regulations.

Please let me know should you have comments or questions by calling 601-856-5969.

Sincerely,



Anthony McMullen, Jr.
General Manager

Indexing Instructions:

102.6 acres on N end of NE 1/4, S36, T8N, R1E (metes and bounds) less 3.71 acres in NW of Section 31, T8N, R2E, Madison County; All of that part of the NW (1/4) of S32, T8N, R2E, which lies N and W of U. S. Highway 55; N (1/2) less 25 acres in shape of parallelogram off W side and 15 1/2 acres in SW 1/4 (metes and bounds) S31, T8N, R2E; W 1/2 E 1/2 and E 1/2 W 1/2, Section 30, T8N, R2E less 13 acres.

WARRANTY DEED

STATE OF MISSISSIPPI
COUNTY OF MADISON

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand received and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I, MINNIE J. BOZEMAN, (Grantor), do hereby sell, convey and warrant unto MINNIE J. BOZEMAN FAMILY LIMITED PARTNERSHIP, (Grantee), all of my undivided interest in and to the certain parcels of land, situated in Madison County, State of Mississippi, more particularly described as:

MADISON COUNTYTRACT 1

The subject property as being described below is made up of several Tracts and parcels of land. It is located in Madison County, Mississippi. It consists mainly of pasture land and some timber land.

102.6 acres on the north end of the NE 1/4 of Section 36, Township 8 North, Range 1 East; and beginning at the northwest corner of Section 36, Township 8 North, Range 1 East, run thence east along the north boundary line of said Section 2640 feet to the northeast corner of the NW 1/4 of said Section 36, thence south 1973 feet, more or less, to the land formerly owned by J. M. Hartfield, thence west 1320 feet, thence in a northwesterly direction 1657 feet,

more or less, to a point which is 813 feet south of the north boundary line of said Section 36, which point is where the south and east lines of Lot 16 of Engleside Farms, when described according to plat thereof recorded in Plat Book 1, Page 34, of the records of the Chancery Clerk of Madison County, Mississippi, intersect, thence westerly 140 feet to a point which is 865 feet due south of the point of beginning, thence North 865 feet to the point of beginning, containing 100 acres, more or less; and a certain tract of land in the northwest corner of Section 31, Township 8 North, Range 2 East, described as beginning at the northwest corner of said Section and run thence east 6 chains to the road, thence south 25.5 chains along said road, thence west 6 chains to the west line of said Section 31, thence north to the point of beginning, containing 18 acres, more or less.

LESS AND EXCEPT: Commencing at the Northwest corner of Section 31, Township 8 North, Range 2 East, Madison County, Mississippi, run thence East along the North line of Section 31, 396 feet; thence South along the West line of Bozeman Road 800 feet to the point of beginning of the property herein described; continue thence South along the West line of Bozeman Road 396.1 feet; thence West 438 feet; thence North 396.1 feet; thence East 438 feet to the point of beginning, and all lying and being situated in the NE 1/4 NE 1/4 of Section 36, Township 8 North, Range 1 East, and NW 1/4 NW 1/4 of Section 31, Township 8 North, Range 2 East, Madison County, Mississippi, and containing 3.71 acres, more or less.

TRACT 2

All of that part of the Northwest Quarter of Section 32, Township 8 North, Range 2 East, which lies North and West of U. S. Highway No. 55, the West line of which highway is more fully established in that deed to the State Highway Commission now of record in the office of the Chancery Clerk of Madison County, Mississippi, in Deed Book 77 at page 536 thereof.

TRACT 3

N 1/2 less 25 acres in the shape of parallelogram off the west side thereof, and 15 1/2 acres in the SW 1/4 described as: Beginning at the northeast corner of said SW 1/4 thence South 10 chains and 15 links, thence West 15 chains and 16 links, thence North 11 chains and 10 links, thence East to the Point of beginning, all in Section 31, Township 8 North, Range 2 East.

All that part of the following described tract that lies North and West of U. S. Highway 55: Beginning at the northeast corner of the SE 1/4 of Section 31, Township 8 North, Range 2 East, running thence South on Section line 460 yards; thence South 80 degrees 30 minutes West 175 yards, thence South 85 degrees West 425 yards, thence West 280 yards, thence North 525 yards to the center of Section line, thence East to point of beginning, all in Section 31, Township 8 North, Range 2 East.

TRACT 4

W 1/2 E 1/2 and E 1/2 W 1/2 of Section 30, Township 8 North, Range 2 East.

LESS AND EXCEPT: Thirteen (13) acres that the Grantor's personal residence is located upon said 13 acres being marked and set out by the plank fence surrounding same; and

LESS AND EXCEPT: Beginning at a point on the South right-of-way line of existing Gluckstadt Road; said point being 5,287.86 feet North of, and 2,849.36 feet East of, a found 1/4" rebar at the apparent Southwest corner of Section 30, Township 8 North, Range 2 East, Madison County, Mississippi. From said point; thence

South 54 degrees 18 minutes 33 seconds West for a distance of 253.92 feet; thence

South 00 degrees 23 minutes 35 seconds West for a distance of 300.38 feet; thence

Along the arc of a curve to the right for a distance of 794.26 feet; said curve having a delta angle to 37 degrees 22 minutes 50 seconds, a radius of 1217.41 feet and a chord of South 19 degrees 05 minutes 00 seconds West with a distance of 780.24 feet; thence

South 37 degrees 46 minutes 25 seconds West for a distance of 288.20 feet; thence

Turn though an angle of 90 degrees to the right and a distance of 25.00 feet; thence

South 37 degrees 46 minutes 25 seconds West for a distance of 175.00 feet; thence

Turn through an angle of 90 degrees to the left and a distance of 25.00 feet;
thence

South 37 degrees 46 minutes 25 seconds West for a distance of 650.00 feet;
thence

Turn through an angle of 90 degrees to the right and a distance of 20.00 feet;
thence

South 37 degrees 46 minutes 25 seconds West for a distance of 250.00 feet;
thence

Turn through an angle of 90 degrees to the left and a distance of 20.00 feet;
thence

South 37 degrees 46 minutes 25 seconds West for a distance of 363.33 feet to a
point in the existing centerline of Bozeman Road; thence

North 00 degrees 22 minutes 30 seconds East along the centerline of the existing
Bozeman Road for a distance of 115.25 feet; thence

North 37 degrees 46 minutes 25 seconds East for a distance of 221.77 feet;
thence

Turn through an angle of 90 degrees to the right and a distance of 20.00 feet;
thence

North 37 degrees 46 minutes 25 seconds East for a distance of 300.00 feet;
thence

Turn through an angle of 90 degrees to the left and a distance of 20.00 feet;
thence

North 37 degrees 46 minutes 25 seconds East for a distance of 650.00 feet;
thence

Turn through an angle of 90 degrees to the right and a distance of 25.00 feet;
thence

Turn through an angle of 90 degrees to the left and a distance of 25.00 feet;
thence

North 37 degrees 46 minutes 25 seconds East for a distance of 213.20 feet; thence

Along the arc of a curve to the left for a distance of 748.59 feet; said curve having a delta angle of 37 degrees 22 minutes 50 seconds, a radius of 1147.41 feet and a chord of North 19 degrees 05 minutes 00 seconds East with a distance of 735.38 feet; thence

North 00 degrees 23 minutes 35 seconds East for a distance of 300.38 feet; thence

North 56 degrees 30 minutes 47 seconds West for a distance of 242.21 feet to a point on the South right-of-way of existing Gluckstadt Road; thence

North 86 degrees 43 minutes 22 seconds East along the South right-of-way line of said Gluckstadt Road, for a distance of 238.41 feet to the intersection of the South right-of-way line of said Gluckstadt Road and the centerline of the proposed realignment of Bozeman Road; thence

North 89 degrees 54 minutes 24 seconds East along the South right-of-way line of said Gluckstadt Road, for a distance of 240.21 feet back to the POINT OF BEGINNING of the above described tract of land containing 5.84 acres, more or less.

Also included are permanent drainage easements and temporary construction easements as shown on the accompanying plats marked G-1344-001 sheets 1 and 2 and being incorporated herein by reference.

Ad valorem taxes on the above described property will be prorated between Grantor and Grantee to date of this conveyance.

WITNESS my signature, this the 28th day of December, 1994.

Minnie J. Bozeman
MINNIE J. BOZEMAN

0349 Page 070

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority in and for the above stated County and State, on this the 28th day of December, 1994, within my jurisdiction, the within named MINNIE J. BOZEMAN, who acknowledged before me that she executed the above and foregoing Warranty Deed on the day and date shown above.

Candice Shone Jewell
NOTARY PUBLIC

My Commission Expires:

June 5, 1995

GRANTOR'S ADDRESS:

Minnie J. Bozeman
45 Bozeman-Paine Circle
Madison, Mississippi 39110
Phone: (601) 856-6339 (Res.)

GRANTEE'S ADDRESS:

Minnie J. Bozeman Family Limited
Partnership
45 Bozeman-Paine Circle
Madison, Mississippi 39110
Phone: (601) 856-6339 (Res.)

0349 PAGE 071

PREPARED BY:

J. DAVID CLARK, JR.
STUBBLEFIELD & CLARK, P.A.
980 Deposit Guaranty Plaza
210 East Capitol Street
Jackson, Mississippi 39201
(601) 352-8500



STATE OF MISSISSIPPI, COUNTY OF MADISON:

I certify that the within instrument was filed for record in my office this 29 day
of Dec, 1994, at 3:45 o'clock P.M., and was duly recorded
on the DEC 29 1994, Book No. 349, Page 65.

STEVE DUNCAN, CHANCERY CLERK

BY: Chler D.C.



Attorneys and Counselors at Law

est. 1895

WILLIAM C. SMITH III
DIRECT DIAL: (601) 965-1809
E-MAIL ADDRESS:
wsmith@watkinseager.com

Mailing Address:
P.O. Box 650
Jackson, Mississippi 39205
Telephone: (601) 965-1900
Facsimile: (601) 965-1901

November 26, 2014

VIA HAND DELIVERY

The Honorable Mary Hawkins Butler
Mayor of the City of Madison
City Hall
1004 Madison Avenue
Madison, MS 39110

RE: In the Matter of Rezoning of Certain Land Situated in Section 30, Township 8 North, Range 2 East, Madison County, Mississippi; Minnie J. Bozeman Family Limited Partnership, Petitioner

Dear Mayor:

Please find enclosed a copy of our client's Petition to Rezone its property at the corner of Bozeman Road and Gluckstadt Road. We are communicating with the adjacent property owners as the process moves along. Everything is moving along smoothly and we anticipate finalizing the use restrictions for the subject property in the next ten days.

Please call me if you have any questions or would like to discuss this matter.

Sincerely yours,

WATKINS & EAGER PLLC

William C. Smith III

WCSIII/smc

Enclosure(s)

cc: Carl John Hedglin, Esquire (w/encls.)
Mr. Scott Weeks (w/o encls.)

Space Above Line For Official Use Only

Instrument Prepared By and To Be Returned To: Butler Snow LLP Attn: W. Eugene Magee MS Bar No.: 1824 1020 Highland Colony Parkway, Suite 1400 Ridgeland, MS 39157 (601) 948-5711	Declarant: Minnie J. Bozeman Family Limited Partnership 65 Bozeman-Paine Circle Madison, MS 39110 (601) 965-1900
Indexing Instructions to the Chancery Clerk of the Madison County, Mississippi: The real property described herein is located in Madison County, Mississippi in: West ½ of the East ½ and the East ½ of the West ½ of Section 30, T8N-R2E, Madison County, Mississippi; and Belle Terre, Parts 1 and 2, a subdivision according to a map or plat thereof which is on file and of record in the office of the Chancery Clerk of Madison County, Mississippi, in Plat Cabinet D at Slide 162.	

DECLARATION OF RESTRICTIONS

This Declaration of Restrictions ("**Declaration**") is made and entered into as of the ___ day of _____, 2015, by the Minnie J. Bozeman Family Limited Partnership, a Mississippi limited partnership ("**Declarant**").

WHEREAS, Declarant is the owner of that certain property more particularly described in **Exhibit "A"** attached hereto, incorporated herein by reference and expressly made a part hereof for all purposes as if fully copied herein ("**Commercial Property**"), located on the southwest corner of the intersection of Bozeman Road and Gluckstadt Road ("**Intersection**") in unincorporated Madison County ("**County**"), Mississippi; and

WHEREAS, Belle Terre Subdivision, Parts 1 and 2 (collectively the "**Subdivision**") is located on that certain property more particularly described in **Exhibit "B"** attached hereto, incorporated herein by reference and expressly made a part hereof for all purposes as if fully copied herein ("**Benefited Property**"), which Subdivision and Benefited Property are located on the southeast corner of the Intersection directly across Bozeman Road from, and generally east of, the Commercial Property; and

WHEREAS, on February 26, 2010, Declarant filed an application ("**2010 Application**") with the Madison County Zoning Administrator to rezone the Commercial Property from a

Special Use District (SU-1) under Article XXII of the Zoning Ordinance of Madison County, Mississippi, as then in effect ("**Zoning Ordinance**"), to a "General Commercial District (C-1)" ("**C-1**") under Article XVIII of the 2010 Zoning Ordinance ("**2010 Rezoning**"); and

WHEREAS, the proposed 2010 Rezoning of the Commercial Property to C-1 under the 2010 Zoning Ordinance was opposed by certain concerned homeowners owning homes in the Subdivision and on the Benefited Property (with all of the then, current, and future homeowners owning homes in the Subdivision and on the Benefited Property for use as their personal residences from time to time, collectively the "**Homeowners**") because such 2010 Rezoning could have permitted the subsequent issuance of conditional use permits for special exceptions to the permitted land uses of C-1 property under Section 1801 of the 2010 Zoning Ordinance for conditional uses of the Commercial Property under Section 1802 of the 2010 Zoning Ordinance, which potential conditional uses on the Commercial Property were considered to be undesirable adjoining the Subdivision; and

WHEREAS, the Madison County Planning and Zoning Commission approved the 2010 Application of the Declarant for the 2010 Rezoning on April 08, 2010, but this 2010 Rezoning approval was appealed by certain Homeowners, Maureen B. Speyerer and Paul D. Speyerer ("**Speyerers**") to the Madison County Board of Supervisors, which also approved the 2010 Rezoning on June 07, 2010, despite the objection of certain concerned Homeowners, with the 2010 Rezoning subsequently again being affirmed by the Madison County Circuit Court on December 14, 2012; and

WHEREAS, on May 27, 2014, however, the Court of Appeals of the State of Mississippi, in *Maureen B. Speyerer and Paul D. Speyerer v. Board of Supervisors of Madison County, Mississippi*, No. 2013-CA-00068-COA ("**Lawsuit**"), reversed and rendered the 2010 Rezoning of the Commercial Property, with the result that the Commercial Property continues to be zoned as SU-1 property under the Zoning Ordinance of Madison County, Mississippi now in effect (as revised and adopted in February, 2013, the "**Revised Zoning Ordinance**"); and

WHEREAS, the Lawsuit was filed by the Speyerers in their own name but not only for their own benefit but also for the benefit of certain other unnamed Homeowners who were not parties to the Lawsuit, as well as for the benefit of all of the then current and future Homeowners owning homes for use as their personal residences from time to time in the Subdivision and on the Benefited Property (collectively the "**Beneficiaries**"); and

WHEREAS, on November 26, 2014, Declarant filed another application ("**2014 Application**") with the Madison County Zoning Administrator to rezone the Commercial Property from a "Special Use District (SU-1)" under Article XXII of the Revised Zoning Ordinance, to a "Highway Commercial District (C-2)" ("**C-2**") under Article XIX of the Revised Zoning Ordinance ("**2014 Rezoning**"); and

WHEREAS, in settlement of their rezoning dispute and in order to allow the Declarant to continue to proceed with the 2014 Rezoning and development of the Commercial Property as C-2 property, the Speyerers and the Belle Terre Property Owners' Association, Inc. have agreed with the Declarant not to contest or oppose the 2014 Application filed by Declarant to rezone the Commercial Property to C-2 in consideration of the granting by the Declarant of this Declaration imposing certain use restrictions and covenants on the Commercial Property; and

WHEREAS, Declarant, therefore, desires to establish certain use restrictions and covenants upon the Commercial Property for the benefit of the Beneficiaries and the Benefited Property;

NOW, THEREFORE, Declarant, for itself, its successors and assigns, and in consideration of the undersigned Beneficiaries agreement to forego their right to contest or oppose the 2014 Application filed by Declarant for the 2014 Rezoning of the Commercial Property to C-2, does hereby agree that the Commercial Property shall be subject to and shall be used in conformance with the following covenants and agreements:

1. No building or structure shall be constructed, maintained or used on the Commercial Property unless such building, structure or use shall conform to the following agreements, covenants and requirements:
 - a. Upon any development of the Commercial Property as C-2, the owner of the Commercial Property shall continuously provide and maintain that the Commercial Property shall not be leased, used or occupied, or conveyed to any other party, for any of the following uses otherwise permitted by and as enumerated in Section 1901, and as defined in Section 201, of the Revised Zoning Ordinance as currently in effect or as subsequently hereafter amended from time to time or any new zoning ordinance adopted in substitution therefor (collectively the "**Zoning Ordinances**") or in any successor provision to Section 1901 in a Zoning Ordinance, and/or as defined in any successor provision to Section 201 in a Zoning Ordinance (collectively the "**Restricted Permitted Uses**"):
 - (i) hotels and motels, provided however that Declarant reserves to itself and its successors in interest the right to develop a boutique hotel with sixty (60) rooms or less and having a four-star or five-star rating (or equivalent, without limitation, diamond, key or letter rating) issued by a nationally-recognized, independent rating body (as opposed to user-generated ratings) such as, without limitation, Forbes or Mobil travel and dining guides, Trip Advisor, or equivalent ratings by, without limitation, Frommer's or Zagat's;
 - (ii) supermarkets, provided however that Declarant reserves to itself and its successors in interest the right to develop a grocery store with 30,000 square feet or less;
 - (iii) veterinary clinics and/or hospitals and pet shops with outside runs;
 - (iv) bowling alleys, skating rinks, motion picture theaters and similar indoor recreational or entertainment enterprises conducted within fully-enclosed buildings;
 - (v) mortuaries and funeral homes;
 - (vi) convenience stores;

- (vii) service stations/convenience car care establishments;
 - (viii) new vehicle sales, rental or lease;
 - (ix) vehicle service centers;
 - (x) yard and garden centers and greenhouse operations;
 - (xi) garages/body shops with indoor storage of vehicles stored onsite;
 - (xii) public recreational or open space facilities;
 - (xiii) fast-food restaurants and food delivery stores, provided however that Declarant reserves to itself and its successors in interest the right to use one or more portions of the Commercial Property for fast casual restaurants such as, without limitation, Panera Bread Company or Newk's.
 - A. For the purposes of this restriction, Chick-fil-A shall not be considered a fast-food restaurant and shall be permitted upon the Commercial Property, provided however that no portion of the Commercial Property bordering on Bozeman Road shall be used for a Chick-fil-A.
 - B. Also for purposes of this restriction, food product carry-out stores, such as, without limitation, bakeries, coffee shops, and candy and ice cream/ frozen yogurt stores, shall not be considered a fast-food restaurant, provided however that no portion of the Commercial Property bordering on Bozeman Road shall be used for a food product carry-out store providing drive-through service, with the exception of Starbuck's or Cups Espresso Cafe; or
 - (xiv) railroads and spur tracks.
- b. Upon any development of the Commercial Property as C-2, the owner of the Commercial Property shall continuously provide and maintain that the Commercial Property shall not be leased, used or occupied, or conveyed to any other party for and of the following special uses and structures enumerated in Section 1902, and as defined in Section 201, of the Revised Zoning Ordinance or in any successor provisions to Section 1902 in a Zoning Ordinance and/or as defined in any successor provision to Section 201 in a Zoning Ordinance (collectively the "**Restricted Conditional Uses**"):
- (i) public or quasi-public facilities and utilities in compliance with Section 402 and other regulations of the Revised Zoning

Ordinance or in any successor provisions to Section 402 and other successor regulations of the Revised Zoning Ordinance in a Zoning Ordinance;

- (ii) big box retail establishments in excess of 30,000 square feet;
 - (iii) heavy equipment sales and service;
 - (iv) building material sales where some or all building materials, such as bricks, lumber, concrete culverts, etc. are displayed/ stored outdoors or are visible from adjoining thoroughfares;
 - (xv) garages/body shops with outdoor storage of vehicles;
 - (v) fireworks stands;
 - (vi) outdoor advertising (billboards);
 - (vii) Adult Entertainment Use, including adult arcades, adult bookstores, adult cabarets, adult motels, adult motion picture theaters, and other adult entertainment activities as defined in Section 201 of the Revised Zoning Ordinance or in any successor provisions to Section 201 in a Zoning Ordinance;
 - (viii) recreational vehicle parks;
 - (ix) rental housing; or
 - (x) used (pre-owned) vehicle sales, rental or lease.
- c. **Provided, however,** that, in the event of any future revisions in the lists of specifically enumerated conditional uses or structures applicable to a C-1 or C-2 classification (or any successor classification thereto) in Section 1802 or Section 1902, respectively, of the Revised Zoning Ordinance or in any successor provision thereto in the Zoning Ordinances applicable to the Commercial Property such that one (1) or more of the Restricted Conditional Uses are no longer listed as conditional uses or structures applicable to a C-1 or C-2 classification (or any successor classification thereto) in Section 1802 or Section 1902, respectively, of the Revised Zoning Ordinance or in any successor provision thereto in the Zoning Ordinances, the Restricted Conditional Uses shall nevertheless continue to be uses of the Commercial Property prohibited by this Declaration.
- d. **Provided further, however,** that, despite the specific listing in this Declaration of the Restricted Conditional Uses, any new, additional conditional uses applicable to C-1 or C-2 (or any successor classification thereto) in Section 1802 or Section 1902, respectively, of the Revised Zoning Ordinance or in any successor provision thereto in the Zoning Ordinances shall also constitute uses of the Commercial Property prohibited by this Declaration.

e. Upon any development of the Commercial Property for C-1 or C-2 purposes permitted under this Declaration, the owner of the Commercial Property shall use its best efforts to continuously provide and maintain that:

(i) the use of the Commercial Property shall not cause unreasonable noise pollution (from outdoor speakers or activities), visual pollution (from the size or height of building-mounted or free-standing signage) and/or light pollution (whether from electric building-mounted signage or free-standing lighting or signage) on the Benefited Property; and

(ii) all free-standing signage will be low-rise, monument-style signage and all free-standing lighting will be downward-directed.

2. Any of the foregoing restrictions may be waived, amended, modified, released or terminated at any time and from time to time by Declarant; *provided, however*, that Declarant shall not and may not waive, amend, modify, release or terminate any restrictions without the prior written consent of at least fifty-five percent (55%) of the then Beneficiaries, during such time that such Benefited Property continues to be used and to be zoned under the Zoning Ordinances for single-family detached residential dwellings.

3. The foregoing restrictions and agreements are imposed on the Commercial Property for the benefit of the Beneficiaries owning part of the Benefited Property and of the Benefited Property itself. Accordingly, all references herein to "Declarant" shall mean the Declarant herein and any successors or assigns in title who may subsequently become the owner of the Commercial Property. In the event that another entity or individual shall become the owner of the Commercial Property, then such entity or individual shall be considered the Declarant for all purposes of this Declaration, and a transfer of title to the Commercial Property shall have no effect upon the continuing validity and binding nature of the covenants, restrictions and agreements imposed herein on the Commercial Property.

4. It is the intention of the Declarant that this Declaration and the agreements, restrictions and covenants herein made shall be deemed to be, and the Declarant hereby agrees that this Declaration and the agreements, restrictions and covenants herein made are, restrictive covenants running with and encumbering the land for the benefit of the Beneficiaries and Benefited Property and shall be binding upon the Commercial Property and upon any person who may from time to time own, lease or otherwise have an interest in or be a successor in interest to the Commercial Property.

5. This Declaration is made in and shall be construed pursuant to the laws of the State of Mississippi.

6. The foregoing provisions notwithstanding, in the event that one or more of the undersigned Beneficiaries contests or opposes the 2014 Application filed by Declarant to rezone the Commercial Property to C-2 as defined in the Revised Zoning Ordinance, or if the 2014 Application filed by Declarant to rezone the Commercial Property to C-2 as defined in the

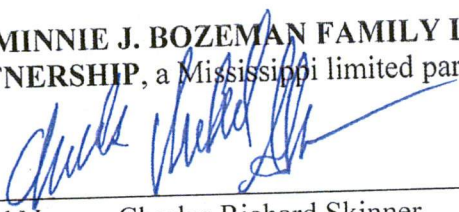
Revised Zoning Ordinance is successfully contested by any other Beneficiary who is not a party to this Declaration so that the 2014 Application for Rezoning to C-2 is not finally approved, this Declaration shall immediately terminate, be repealed in its entirety, and be rendered null and void by such contest or opposition, with no further action required by Declarant.

[Remainder of This Page Intentionally Left Blank – Next Page is Signature Page]

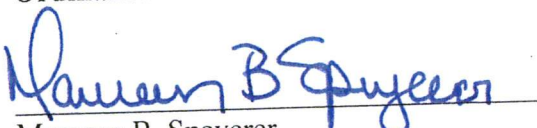
IN WITNESS WHEREOF, the undersigned has executed this Declaration to be effective as of the day and year above set forth, although actually executed on the date set forth in each respective acknowledgment below.

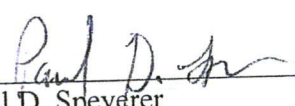
THE MINNIE J. BOZEMAN FAMILY LIMITED PARTNERSHIP, a Mississippi limited partnership

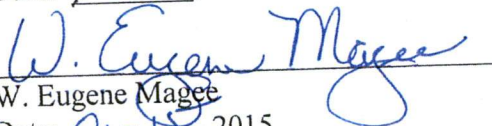
Date: _____, 2015

By: 
Printed Name: Charles Richard Skinner
Its: General Partner


In consideration of Declarant imposing the foregoing restrictions upon the Commercial Property, the undersigned Beneficiaries hereby agree to forego their right to contest or oppose, and agree not to contest or oppose, the 2014 Application filed by Declarant to rezone the Commercial Property to C-2 as defined in the Revised Zoning Ordinance.


Maureen B. Speyerer
Date: 11-20, 2015


Paul D. Speyerer
Date: 11-20, 2015


W. Eugene Magee
Date: 01-15, 2015

Belle Terre Property Owners' Association, Inc.

By: 
Name: Russell Simkins
Its: President
Date: 1/19, 2015

STATE OF MISSISSIPPI

COUNTY OF Madison

Personally appeared before me, the undersigned authority in and for the said county and state, on this 11th day of February, 2015, within my jurisdiction, the within named Charles Richard Skinner, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument and acknowledged that he executed the same in his representative capacity, and that by his signature on the instrument, and as the act and deed of the entity upon behalf of which he acted, executed the above and foregoing instrument, after first having been duly authorized so to do.

[Signature]
NOTARY PUBLIC

My commission expires:

[AFFIX NOTARIAL SEAL]



STATE OF MISSISSIPPI

COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the said county and state, on this 20 day of January, 2015, within my jurisdiction, the within named Maureen B. Speyerer, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument, and that by her signature on the instrument, she executed the above and foregoing instrument.

[Signature: Lisa M. Garrison]
NOTARY PUBLIC

My commission expires:

July 5, 2017
[AFFIX NOTARIAL SEAL]



STATE OF MISSISSIPPI

COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the said county and state, on this 20 day of January, 2015, within my jurisdiction, the within named Paul D. Speyerer, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument, and that by his signature on the instrument, he executed the above and foregoing instrument.

Lisa M. Garrison
NOTARY PUBLIC

My commission expires:

July 5, 2017
[AFFIX NOTARIAL SEAL]



STATE OF MISSISSIPPI

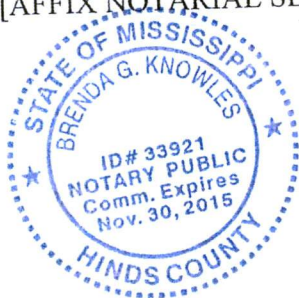
COUNTY OF Madison

Personally appeared before me, the undersigned authority in and for the said county and state, on this 15 day of January, 2015, within my jurisdiction, the within named W. Eugene Magee, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument, and that by his signature on the instrument, he executed the above and foregoing instrument.

Brenda Knowles
NOTARY PUBLIC

My commission expires:

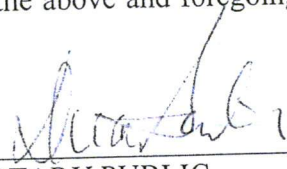
[AFFIX NOTARIAL SEAL]



STATE OF MISSISSIPPI

COUNTY OF Madison

Personally appeared before me, the undersigned authority in and for the said county and state, on this 19th day of January, 2015, within my jurisdiction, the within named Russell ^{Simkins} ~~Simkins~~, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed in the above and foregoing instrument and acknowledged that he executed the same in his representative capacity, and that by his signature on the instrument, and as the act and deed of the entity upon behalf of which he acted, executed the above and foregoing instrument, after first having been duly authorized so to do.



NOTARY PUBLIC

My commission expires:



[AFFIX NOTARIAL SEAL]

EXHIBIT A

Legal Description – Commercial Property

All that part of the West ½ of the East ½ and the East ½ of the West ½ of Section 30, T8N-R2E, lying Westerly of the Westerly Right-Of-Way of Bozeman Road (State Aid Project No. SAP-45(44), and lying Southerly of the Southerly Right-Of-Way of Gluckstadt Road, as same existed in November, 2014.

EXHIBIT B

Legal Description – Benefited Property

Belle Terre, Parts 1 and 2, a subdivision according to a map or plat thereof which is on file and of record in the office of the Chancery Clerk of Madison County, Mississippi, in Plat Cabinet D at Slide 162, reference to which is hereby made in aid of and as a part of this description.