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CONVEYANCE OF DEVELOPMENT RIGHT AND DECLARATION OF CONSERVATION COVENANTS AND RESTRICTIONS

This Conveyance of Development Right and Declaration of Conservation Covenants and Restrictions (the "Conveyance and Declaration") made this 1916 day of September, 1986, by PACE ISLAND, LTD., a Florida limited partnership (the "Owner");

WITNESSETH: '

WHEREAS, the Owner holds title in fee simple to certain real property described in Exhibit "A" attached hereto and situated in Clay County, Florida (the "Property"); and

WHEREAS, the Owner has applied for the designation of its development of properties adjacent to the Property as a Florida Quality Development pursuant to Section 380.061, Florida Statutes; and

WHEREAS, Section 380.061(3)(a), Florida Statutes, requires as a condition precedent for designation as a Florida Quality Development that the Owner protect in perpetuity the natural attributes of the wetlands and waterbodies which exist on the Property; and

WHEREAS, in accordance with the above-referenced condition precedent and in consideration of the designation as a Florida Quality Development, the Owner desires to convey, pursuant to Section 193.501(1)(a), Florida Statutes to the State of Florida Board of Trustees of the Internal Improvement Trust Fund (the "Board of Trustees") the development right of the Property and to covenant with the Board of Trustees, pursuant to Sections 193.501(1)(b) and 704.06(1), Florida Statutes, that the Property be subject to certain conservation covenants and restrictions; and

WHEREAS, The Board of Trustees, through the State of Florida Department of Natural Resources, has consented to this Conveyance and Declaration;

NOW, THEREFORE, for good and valuable consideration,

(1) The Owner, pursuant to Section 193.501(1)(a), Florida Statutes, hereby conveys the development right of the Property to

THIS HISTORY OF PROPARED BY

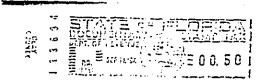
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1300 GULF LIFE COIVE

TACKSONVILLE, FLORIDA 12207





the Board of Trustees, subject to the exceptions listed in paragraphs 3, 4, 5, and 6 below.

- (2) The Owner, pursuant to Sections 193.501(1)(b) and 704.06(1), Florida Statutes, hereby imposes the following conservation covenants and restrictions (the "Covenants") on the Property. Except as specifically permitted under paragraphs 3, 4, 5, and 6 below, the Property shall not be used for any of the following purposes:
 - (a) Construction or placing of buildings, roads, signs, billboards or other advertising, utilities or other structures on or above the ground;
 - (b) Dumping or placing of soil or other substance or material as land fill, or dumping or placing of trash, waste, or unsightly or offensive materials;
 - (c) Removal or destruction of native trees, shrubs, or -- other vegetation, except for trimming or pruning as permitted by the State of Florida, Department of Environmental Regulation and the State of Florida, Department of Natural Resources;
 - (d) Excavation, dredging, or removal of loam, peat, gravel, soil, rock, phosphate, petroleum, minerals, metals or other material substance in such manner as to affect the surface;
 - (e) Surface use except for purposes that permit the Property to remain predominantly in its natural condition; and
 - (f) Activities detrimental to drainage, flood control, water conservation, erosion control, soil conservation, or fish and wildlife habitat preservation.
- (3) The existing berm located within the Property which runs for a distance of approximately 5,500 feet between "Point X" and "Point Y" as shown on Exhibit "B" attached hereto and which lies adjacent to an existing man-made lake may be used for the following described activities and for the installation, maintenance and replacement of the following related improvements:
 - (a) Foot paths, boardwalks, and nature trails.
 - (b) Observation decks and open air shelters.

- (c) Jogging and cycling trails.
- (d) Picnic areas and playgrounds.
- (e) Landscaping.
- (f) Underground utility lines and installations in connection with items (a) through (e) above in this paragraph 3.
- (4) Existing water bodies located within the Property may be used for the following described activities:
 - (a) Boating, but excluding boats which are powered by internal combustion engines.
 - (b) Fishing.
- (5) Any portion of the Property may be used for the following described activities and for the installation, maintenance and replacement of the following related improvements, provided, however, the Owner obtains all necessary governmental permits for such activities and improvements:
 - (a) Foot paths, boardwalks, and nature trails.
 - (b) Observation decks and open air shelters.
 - (c) Underground utility lines and installations in connection with items (a) and (b) above in this paragraph 5.
- (6) The Property may also be used for any of the activities and improvements required or permitted under
 - (a) Permit (File No. 101110409) issued by the State of Florida Department of Environmental Regulation.
 - (b) Permit No. 4-019-0031C issued by the St. Johns River Water Management District.
 - (c) Permit No. %6IPM-21086 issued by the United States
 Army Corps of Engineers.
 - (d) The Development Order for Designation of Pace Island as a Florida Quality Development, Notice of which is recorded under Clerk's Number 86-20139 in the public records of Clay County, Florida, as may be amended.
- (7) No right of access by the general public to the Property or any portion thereof is conveyed by this Conveyance and Declaration.

OR 0984 PAGE 631

- (8) The Owner, as fee simple owner of the Property, agrees to bear all costs and liabilities relating to the operation and maintenance of the Property and does hereby indemnify and hold harmless the Board of Trustees from same.
- Board of Trustees by injunctive relief and other appropriate available remedies. Any cost incurred by the Board of Trustees in enforcing this Conveyance and Declaration, including reasonable attorney's fees and costs of restoration necessitated by a violation, shall be borne by the Owner. Any forbearance on behalf of the Board of Trustees to exercise its rights in the event of a violation shall not be deemed or construed to be a waiver of the Board of Trustees' rights hereunder in the event of any subsequent violation. The Board of Trustees may enter the Property in a reasonable manner and at reasonable times to ensure compliance with this Conveyance and Declaration.
- (10) This Conveyance and Declaration shall run with the land and be binding upon the Owner, its successors and assigns. In the event the Owner conveys fee simple title to the Property or any portion thereof to the Pace Island Owner's Association, Inc. (the "Association") or to a person or persons as a site for a single family residence, the Owner shall be relieved of all duties and liabilities arising under this Conveyance and Declaration subsequent to the date of the conveyance by the Owner and relating to the Property or portion thereof conveyed, and the Association or person(s) to which fee simple title has been conveyed shall bear all such duties and liabilities which subsequently arise.
- (11) This Conveyance and Declaration shall remain in effect in perpetuity following its date of recordation.

IN WITNESS WHEREOF, the Owner has set its hand on the day and year first above written.

PACE ISLAND, LTD. by and through its General Partners

GOLDEN HAZARD, INC.

Y: _____

FLORIDA TITLE GROUP, INC.

By: Tts President

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this ANN day of SEPSEMBER, 1986, by John H. Pace, Jr., the President of Golden Hazard, Inc. and A.R. JAMES, the Vice President of Florida Title Group, Inc. as General Partners of PACE ISLAND, LTD., a Florida limited partnership

My Commission Expires: Side of Floride At Large

My Commission Expires Hovember 25, 1964.

JURISIDICTIONAL AREAS - PACE ISLAND PROJECT

OR 0984 FAGE 633

PARCEL "J-1":

A portion of Sections 20 and 43, Township 4 South, Range 26 East, Clay County, Florida, being more particularly described as follows: COMMENCE at the Southeast corner of Lot 28, Creighton Forest Unit Two, as recorded in Plat Book 4, Pages 35 and 36 of the Public Records of said County; thence South 89°28'49" West, along said Southerly line of Lot 28, a distance of South 89°28'49" West, along said Southerly line of Lot 28, a distance of 793.57 feet to the POINT OF BEGINNING; thence continue South 89°28'49" West, along said South line of Lot 28, a distance of 212.56 feet to the Southwest corner of said Lot 28; thence South 76°00'18" West, along a West, along said South line of Lot 28, a distance of 212.56 feet to the Southwest corner of said Lot 28; thence South 76°00'18" West, along a traverse line (not a boundary), 1230.99 feet to a point hereinafter referred to as Reference Point "A"; thence South 76°00'18" West, continuing along said traverse line, 682.77 feet; thence South 32°29'47" West, continuing along said traverse line, 182.72 feet to a point hereinafter referred to as Reference Point "E"; thence South 32°29'47" West, continuing along said traverse line, 324.32 feet to a point hereinafter referred to as Reference Point "E"; thence South 24°09'59' West, along said traverse line, 967.07 feet to a point hereinafter referred to as Reference Point "C"; thence return to said Point of Beginning; thence South 17°41'11" East, 87.78 feet; thence South 12°57'57" East, 22.36 feet; thence South 21°13'00" West, 29.83 feet; thence South 42°05'07" West, 36.19 feet; thence South 22°13' West, 366.79 feet; thence South 79°12'19" West, 334.67 feet; thence South 26°21'04" East, 91.13 feet; thence South 25°11'51" East, 178.78 feet; thence North 89°56'35" East, 258.14 feet; thence South 50°31'21" East, 94.39 feet; thence North 22°09'09" East, 86.71 feet; thence North 80°25'39" East, 36.69 feet; thence South 32°9'38" East, 153.81 feet; thence South 50°32'25" West, 1557.64 feet; thence North 68°31'27" West, 104.43 feet; thence North 68°31'27" West, 104.43 feet; thence North 68°31'27" West, 104.43 feet; thence North 68°31'27" West, 186.80 feet; thence North 68°31'28" West, 80.16 feet; thence North 68°31'28" West, 19.06 feet; thence North 68°31'28" West, 19.06 feet; thence South 76°00'33" West, 90.61 feet; thence North 68°31'28" West, 19.06 feet; thence South 76°00'33" West, 90.61 feet; thence North 68°31'48" West, 80.16 feet; thence North 68°31'48" West, 80.16 feet; thence North 68°31'48" West, 80.16 fee 16°45'38" West, along the Northerly boundary of said lands described and recorded in Official Records Book 528, Page 640, a distance of 10 feet, more or less, to the Mean High Water Line of said Doctor's Lake; thence Northeasterly along the Mean High Water Line of said Doctor's Lake and the meanderings thereof, 1350 feet, more or less, to an intersection with the Westerly boundary of said Lot 28, Creighton Forest Unit Two; thence South 00°30'11" East, 160 feet, more or less, to the Southwesterly corner of 00°30'11" East, 160 feet, more or less, to the Southwesterly corner of said Lot 28; thence North 89°28'49" East, along the South line of said Lot 28, a distance of 212.56 feet to the POINT OF BEGINNING.

Containing 35.8 acres, more or less.

PARCEL "J-2":

A portion of Sections 20, 28, 29, 43, 44 and 45, all being in Township 4 South, Range 26 East, Clay County, Florida, being more particularly described as follows: COMMENCE at the Southeast corner of Lot 28, Creighton Records of said County; thence North 89°28'49" East, along the Southerly boundary of said Creighton Forest Unit Two, a distance of 2427.65 feet to the Westerly right of way line of U.S. Highway No. 17 (State Road No. 15, as per S.R.D. Right of Way Map Section 71020-2505, and 2509, dated 6/10/65); thence Courtherly along the Westerly right of and 2509, dated boundary of said Creighton Forest Unit Two, a distance of 2427.85 feet the Mesterly right of way line of U.S. Highway No. 17 (State Road No. 15, as per S.R.D. Right of Way Map Section 71020-2505, and 2509, dated U.S. Highway No. 17, run the following three courses and distances: Course No. 1: South 0528'52" West, 314.42 feet to the point of curvature of a curve to the left; Course No. 2: Southerly along and around the arc of a curve to the left; Course No. 2: Southerly along and around the arc of a curve concave Easterly and having a radius of 5529.58 feet, an arc distance of 243.32 feet, said arc being subtended by a chord bearing and distance of South 07043'09" West, 243.30 feet to the point of tangency of said curve; Course No. 3: South 08e57'27" West, 2173.09 feet to the POINT OF EEGINNING; thence North 58°31'09" West, 213.09 feet; thence South 70°032'05. West, 375.74 feet; thence North 03°09'20" West, 104.74 feet; thence North 41°19'23" West, 87.05 feet; thence North 57°22'04" West, 218.28 feet; thence North 35°35'47" West, 122.26 feet; thence North 85°56'38" East, 111.05 feet; thence North 56°36'34" East, 43.86 feet; thence North 76°10'43" East, 142.39 feet; thence North 13°36'09" East, 36.31 feet; thence North 44°29'48" East, 85.44 feet; thence North 11°26'52" East, 36.31 feet; thence North 18°646'14" West, 70.46 feet; thence North 11°26'52" East, 36.31 feet; thence North 88°56'37" West, 58.31 feet; thence South 56°42'01" West, 92.20 feet; thence North 88°56'37" West, 58.31 feet; thence South 56°42'01" West, 92.20 feet; thence North 88°56'37" West, 58.31 feet; thence South 88°62'40'4" West, 97.11 feet; thence North 76°55'38" West, 109.82 feet; thence North 88°56'37" West, 10

EXHIBIT A

62°23'02" East, 57.15 feet; thence North 65°16'28" East, 154.03 feet; thence South 10°38'58" East, 136.27 feet; thence South 49°56'27" East, 130.14 feet; thence South 58°57'56" East, 212.06 feet; thence South 61°13'50" East, 187.79 feet; thence South 63°27'51" East, 575.71 feet; thence South 60°48'02" East, 162.08 feet; thence South 60°15'42" East, 270.70 feet; thence South 48°59'25" East, 291.43 feet; thence South 14°24'57" West, 176.61 feet; thence South 08°06'17" East, 99.25 feet; thence South 48°24'49" West, 234.91 feet; thence South 50°58'23" West, 129.54 feet; thence South 50°36'12" West, 165.37 feet; thence South 79°52'51" West, 116.30 feet; thence South 19°36'21" West, 135.11 feet; thence South 37°37'13" East, 454.93 feet to the point of curvature of a curve to the right; thence Southeasterly along and around the arc of a curve concave Southwesterly and having a radius of 540.00 feet, an arc distance of 79.56 feet, said arc being subtended by a chord bearing and distance of South 33°23'58" East, 79.49 feet to the point of tangency of said curve; thence South 29°10'44" East, 476.08 feet to the point of curvature of a curvature of a curve to the right; thence Southeasterly along and around 62°23'02" East, 57.15 feet; thence North 65°16'28" East, 154.03 feet; distance of 79.56 feet, said arc being subtended by a chord bearing and distance of South 330:2758" East, 79.49 feet to the point of tangency of said curve; thence South 29:10'44" East, 476.08 feet to the point of curvature of a curve to the right; thence Southeasterly along and around the arc of a curve concave Southwesterly and having a radius of 540.00 feet, an arc distance of 334.48 feet, said arc being subtended by a chord bearing and distance of South 10'26'03" East, 329.16 feet to the point of tangency of said curve; thence South 06:16'38" West, 84.15 feet; thence South 69:13'25" East, 25.27 feet; thence North 240'06'51" East, 48.47 feet; thence North 66:13'38" East, 111.26 feet; thence North 49:06'35" East, 145.22 feet; thence South 62:05'38" East, 75.90 feet; thence South 68:35'58" East, 110.00 feet; thence North 62:01'1'14' East, 43.26 feet; thence North 22:43'18" East, 115.43 feet; thence North 00:33'58" East, 39.05 feet; thence South 39:39'16" East, 58.86 feet; thence North 10:25'44" West, 56.78 feet; thence North 00:35'58" East, 142.30 feet; thence North 39:39'16" East, 58.86 feet; thence South 48:08'25" East, 142.30 feet; thence North 67:30'48' East, 15.7 feet; thence South 68:32'13' East, 13.30 feet; thence South 68:32'13' East, 13.30 feet; thence North 67:30'48' East, 12.31 feet; thence South 68:32'10" East, 35.36 feet; thence North 59:30'54" East, 12.31 feet; thence South 68:33'10" East, 35.36 feet; thence North 59:32'28" East, 75.86 feet; thence North 89:30'33" East, 15.62 feet; thence South 50:51'33" East, 128.10 feet; thence North 68:30'33" East, 15.62 feet; thence South 68:30'33" East, 18:46 feet; thence North 88:30'35" East, 36.06 feet; thence North 68:30'33" East, 17:90 feet; thence North 88:00'25" East, 18:46 feet; thence North 88:30'35" East, 36:06 feet; thence North 88:30'35" East, 36:06 feet; thence North 88:30'35" East, 36:06 feet; thence North 88:30'33" East, 77:90 feet; thence North 88:00'25" East, 18:40 feet; thence North 88:30'33 East, 18:40 feet; thence North 88:30'33 East, 18:4

feet to an angle point in said right of way line; 08°57'27" East, 26.78 feet to the POINT OF BEGINNING. . said right of way line; Course

Containing 313.52 acres, more or less.

PARCEL "J-3":

of Sections 28 and 29, Township 4 South, Range 26 East, County, Florida, being more particularly described as follows: COMMENCE at the Southwest corner of said Section 28; thence North 00°43'17" West, along the Westerly line thereof, 1330.93 feet; thence North 44°42'47" the Southwest corner of said Section 28; thence North 0043'17' West, along the Westerly line thereof, 1330.93 feet; thence North 44.42'47' West, along the Southwesterly line of those lands described and recorded in Official Records Book 327, Page 118, a distance of 353.09 feet to the POINT OF BEGINNING; thence North 04.06'36' West, 71.33 feet; thence North 32.45'25' East, 124.96 feet; thence North 05.49'35' East, 35.90 feet; thence North 40.00'09' West, 51.31 feet; thence North 34.08'23' East, 95.22 feet; thence North 88.17'22' East, 129.25 feet; thence North 88.17'22' East, 129.25 feet; thence North 88.14 feet; thence North 120'24'30' East, 47.31 feet; thence North 14.49'04' East, 68.14 feet; thence North 21.02'23' East, 54.10 feet; thence South 70.039'48' East, 107.73 feet; thence South 05.2'45' East, 61.85 feet; thence South 33.46'25' East, 75.71 feet; thence South 41.02'45' East, 58.22 feet; thence South 10.01'55' East, 148.22 feet; thence South 01.12'02' West, 55.90 feet; thence South 55.40'03' East, 148.32 feet; thence North 18.45'24' East, 107.04 feet; thence North 18.9'39' West, 104.56 feet; thence North 62.32'00' East, 79.65 feet; thence South 70.58'23' East, 55.05 feet; thence North 65.18' East, 148.32 feet; thence North 18.045'24' East, 107.04 feet; thence North 19.19'39' West, 104.56 feet; thence North 62.032'00' East, 79.65 feet; thence South 70.58' 23' East, 50.05 feet; thence North 65.18' East, 148.32 feet; thence North 18.045' 24' East, 107.04 feet; thence North 19.19' 39' West, 104.56 feet; thence North 19.26'03' West, 26.39 feet to the point of curvature of a curve to the left; thence Northerly along and around the arc of a curve concave Westerly and having a radius of 460.00 feet, an arc distance of 87.77 feet, said arc being subtended by a chord bearing and distance of North 33.23'58' West, 26.39 feet to the point of turvature of a curve concave Westerly and having a radius of 460.00 feet, an arc distance of North 33.23'58' West, 67.71 feet to the point of tangency of said curve; thence Nort Southeasterly along the Mean High Water Line of Doctor's Lake and the meanderings thereof, 800 feet, more or less, to an intersection with the Southwesterly line of those lands described and recorded in Official Records Book 327, Page 118 of said Public Records, also bearing North 44°42'47" West from aforesaid Point of Beginning; thence South 44°42'47" West, along last said line, 1232 feet, more or less, to the POINT OF BEGINNING.

Containing 48 acres, more or less.

EXHIBIT A

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PARCEL "J-4":

A portion of Section 20, Township 4 South, Range 26 East, Clay County, Florida, being more particularly described as follows: COMMENCE at the Southeast corner of Lot 28, Creighton Forest Unit Two, as recorded in Plat Book 4, Pages 35 and 36 of the Public Records of said County; thence South 89°28'49" West, along the Southerly line of said Lot 28, Creighton Forest Unit Two, a distance of 1006.13 feet to the Southwest corner of said Lot 28; thence South 76°00'18" East, along a traverse line (not a boundary), 1230.99 feet; thence South 61°51'40" West, continuing along said traverse line, 682.77 feet; thence South 32°29'47" West, along said traverse line, 967.07 feet to the POINT OF BEGINNING; thence South 43°29'52" West, 96.26 feet; thence North 49°58'12" West, 64.40 feet; thence South 34°04'59" West, 168.91 feet; thence South 55°31'06" West, 86.13 feet; thence South 54°15'02" West, 75.31 feet; thence South 66°48'39" West, 118.74 feet; thence South 20°15'47" East, 93.83 feet; thence South 05°44'02" East, 26.52 feet; thence North 76°32'07" West, 15.65 feet; thence North 21°13'49" West, 35.36 feet; thence North 73°39'26" West, 79.69 feet; thence South 45°18'39" West, 114.09 feet; thence South 55°27'02" West, 113.07 feet; thence South 45°18'39" West, 114.09 feet; thence South 55°27'02" West, 113.07 feet; thence South 45°55'55" West, 44.70 feet; thence South 55°26'20" West, 73.04 feet; thence South 45°18'39" West, 114.09 feet; thence South 55°27'02" West, 113.07 feet; thence South 45°18'39" West, 114.09 feet; thence South 55°27'02" West, 113.07 feet; thence South 45°18'39" West, 114.09 feet; thence South 55°27'02" West, 113.07 feet; thence South 45°18'39" West, 114.09 feet; thence South 55°27'02" West, 113.07 feet; thence South 45°18'39" West, 114.09 feet; thence South 55°27'02" West, 115°08' West,

Containing 1.5 acres, more or less.

PARCEL "J-5":

A portion of Section 29, Township 4 South, Range 26 East, Clay County, Florida, being more particularly described as follows: COMMENCE at the Southeast corner of said Section 29; thence North 00°43'17" West, along the East line of said Section 29, a distance of 1330.93 feet to the Southeast corner of Government Lot 3, said Section 29; thence North 44°42'47" West, along the Southwesterly line of said lands described in Official Records Book 327, Page 118, a distance of 1525.00 feet; thence North 06°31'50" West, 800.00 feet; thence North 39°37'46" West, 230.00 feet to the POINT OF BEGINNING; thence North 62°20'26" West, 169.37 feet; thence South 87°32'56" West, 97.27 feet; thence North 61°37'46" West, 155.94 feet; thence South 47°01'16" West, 114.47 feet; thence North 68°06'14" West, 60.03 feet; thence North 82°16'32" West, 98.49 feet; thence North 81°19'16" West, 140 feet, more or less, to the Mean High Water Line of Doctor's Lake; thence Southeasterly along the Mean High Water Line of said Doctor's Lake, 685 feet, more or less, to an intersection with a line bearing South 39°37'46" West from aforesaid Point of Beginning; thence North 39°37'46" East, along last said line, 230 feet, more or less, to the POINT OF BEGINNING.

Containing 2 acres, more or less.

PARCEL J-6:

A portion of Section 44, Township 4 South, Range 26 East, Clay County, Florida, being more particularly described as follows: BEGIN at the Southeast corner of Lot 28, Creighton Forest Unit Two, as recorded in Plat Book 4, Pages 35 and 36 of the Public Records of said County; thence North 89·28'49" East, along the Southerly boundary of said Creighton Forest Unit Two, a distance of 1960.12 feet to the POINT OF BEGINNING; thence continue North 89·28'49" East, along said Southerly boundary of Creighton Forest Unit Two, 170.91 feet; thence South 27·17'33" West, 191.54 feet; thence South 26·10'52" West, 152.53 feet; thence South 09·25'44" West, 50.12 feet; thence South 20·30'49" West, 19.92 feet; thence South 41·42'26" West, 78.16 feet; thence South 57·44'14" West, 28.88 feet; thence South 04·20'35" West, 75.94 feet; thence South 39·22'10" West, 41.05 feet; thence South 22·14'23" East, 106.00 feet; thence South 14·02'19" West, 26.31 feet; thence South 32·31'39" West, 76.48 feet; thence South 16·36'08" West, 29.05 feet; thence North 84·51'06" West, 174.75 feet; thence North 77·38'05" West, 111.72 feet; thence North 47·30'35" East, 68.90 feet; thence North 32·11'11" East, 113.55 feet; thence North 43·03'36" East, 73.06 feet; thence North 06·03'40" East, 88.76 feet; thence South 86·11'18" East, 77.88 feet; thence North 46·17'40" East, 75.77 feet; thence North 07·08'10" East, 85.05 feet; thence North 18·36'38" East, 77.13 feet; thence North 17·35'59" West, 46.62 feet; thence North 05·06'53" East, 77.00 feet; thence North 32·12'37" East, 48.30 feet; thence North 37·49'28" East, 78.92 feet to the POINT OF BEGINNING.

Containing 2.9473 acres, more or less.

EXHIBIT A

