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RETURN TO:
RETURN RECORDED DOCUMENT TO:

HARTLEY, ROWE & FOWLER, P.C.
P. O. BOX 489
DOUGLASVILLE, GA 30133

FILE NO.
99-008W

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(B)

EXCEPTION 4
Schedule B - Part II
RTG#2-14163

FILED

1999 APR -5 P 3 15

SUPERIOR COURT
DOUGLAS COUNTY, GA
CINDY W. CHAFFIN, CLK.

STATE OF GEORGIA
COUNTY OF DOUGLAS

DECLARATION OF RESTRICTIVE COVENANTS
AND DEVELOPMENT AGREEMENT

CROSS REFERENCE: DEED BOOK 1129, PAGE 656, DOUGLAS COUNTY,
GEORGIA RECORDS.

April THIS AGREEMENT (the "Agreement") is made and entered effective the 1st day of
March, 1999, between MIRROR LAKE, LLC ("Seller"), WEST GEORGIA NATIONAL BANK
("Purchaser") and HARRY D. COATS, MARK M. YOUNG, JEFF R. MATTHEWS and PHILLIP
KAUFFMAN (collectively, the "Seller-Related Parties") which parties agree as follows:

RECITALS:

A. By Limited Warranty Deed of even date, Seller has conveyed to Purchaser the real
property (the "Bank Property") described on Exhibit "A" attached hereto and incorporated herein by
reference.

B. Seller is the owner of real property (the "Mirror Lake Property") described on Exhibit
"B" attached hereto and incorporated herein by reference, and has the option to acquire additional
property (the "Option Property") as described on Exhibit "B-1".

C. Seller intends to develop a portion of the Mirror Lake Property (the "Commercial
Property") generally depicted on Exhibit "C" attached hereto as a commercial and retail
development.

D. It is desirable that in connection with the development of the Bank Property, the
Commercial Property, the Mirror Lake Property, and the Option Property that certain rights,

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covenants, agreements, conditions and restrictions affecting the Bank Property, the Commercial Property, the Mirror Lake Property, and the Option Property be granted and established.

NOW, THEREFORE, in consideration of Ten Dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties do hereby agree as follows:

1. **Relocation Agreement.** It is the intent of the parties that the Bank Property shall be located at the intersection of the northerly edge of the right of way of Conners Road (as a 24 meter right of way) and the easterly edge of the right of way (the "Relocated Right of Way") of Pumpkintown Road, as the right of way of Pumpkintown Road will be relocated and established pursuant to DOT Project No. GWW5053(1). The current description of the Property as set forth on Exhibit "A" is based upon existing plans of the State of Georgia Department of Transportation (the "DOT") for the location of the Relocated Right of Way. In the event the Relocated Right of Way, as actually acquired by the DOT is not in the same location as reflected in the description of the Bank Property set forth on Exhibit "A", then Purchaser and Seller shall execute corrective deeds and conveyances as necessary to establish the lines and corners of the Bank Property so that the same shall be bounded south by Conners Road, west by the Relocated Right of Way, as finally acquired, and the Bank Property otherwise shall have the same metes, bounds and total area as shown on the survey thereof prepared by Steve Turner for West Georgia National Bank and Lawyers Title Insurance Corporation, dated March 30, 1999. Any corrective deeds or conveyances shall be executed by Seller and Purchaser within sixty (60) days after acquisition by the DOT of the Relocated Right of Way, and definitive ascertainment of the boundaries of the Bank Property.

2. **Reconveyance Agreement.** Purchaser, or Purchaser's successors in title to the Bank Property, shall have the option (the "Reconveyance Option") to require that Seller repurchase the Bank Property, and Seller covenants and agrees that upon exercise of the Reconveyance Option it shall purchase the Bank Property subject to and upon the following terms and conditions:

a. The Reconveyance Option may only be exercised if the DOT does not commence actual construction (to be evidenced by grading by earth moving equipment) of the Flyover Bridge and roadway known as DOT Project GWW5053(1) to provide access from Interstate 20 to Pumpkintown Road by the third anniversary of Closing.

b. Purchaser may exercise the Reconveyance Option within ninety (90) days after the third anniversary of Closing, and only by the delivery of written notice to Seller at the address set forth below. In the event the Reconveyance Option is timely exercised, the closing shall take place within sixty (60) days thereafter at a time and location mutually acceptable to Seller and Purchaser.

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c. In the event the Reconveyance Option is exercised, closing shall be upon the following terms:

i. The purchase price for the Bank Property shall be \$550,000.00, payable all cash at closing.

ii. Ad valorem taxes for the year of closing shall be prorated between Seller and Purchaser.

iii. Purchaser shall reconvey to Seller, by Limited Warranty Deed, good and marketable fee simple title to the Bank Property subject only to (i) all matters of record as of the date of this Agreement; (ii) zoning ordinances affecting the Bank Property; (iii) ad valorem taxes and assessments for the year of conveyance; (iv) general utility easements of record servicing the Bank Property; and (v) such other exceptions to title as Seller shall approve.

iv. Purchaser shall pay the real estate transfer tax for the deed of reconveyance, and Seller shall pay all other closing costs, including all costs associated with any purchase-money financing, and all recording taxes due with the filing of the limited warranty deed.

3. Restrictive Covenants. Seller, the Seller-Related Parties, the Seller-Affiliated Entities (as defined below) and Purchaser hereby declare, grant, and agree that the Bank Property, the Commercial Property, the Mirror Lake Property, the Option Property, and the Restricted Property (as defined below) shall be held, conveyed, encumbered, used, occupied and improved subject to the following covenants, conditions, and restrictions, all of which shall run with the land and be binding on all parties having or acquiring any right, title or interest therein or thereto which covenants, conditions and restrictions shall be for the benefit of each owner of any portion thereof and shall be binding upon and inure to the benefit of each successor in title of Seller, the Seller-Related Parties, the Seller-Affiliated Entities and Purchaser.

a. For a period of twenty (20) years from the date of this Agreement, without the prior written consent of a then-owner (or a majority of owners, if more than one) of the Commercial Property, the Bank Property shall be used only for financial institutions, office buildings, or a restaurant facility (provided, however, there shall not be allowed a restaurant which receives more than 50% of its revenue through take-out or drive-through service).

b. For a period (i) of twenty (20) years from the date of this Agreement, or (ii) until Purchaser should sell or lease the Bank Property to a third party, or (iii) until Purchaser should merge with or be acquired by a publicly traded corporation with total assets in excess

of \$15 billion, whichever should first occur, without the prior written consent of the then-owner of the Bank Property, no portion of the Mirror Lake Property or the Commercial Property, shall be operated or used as a bank, credit union, savings bank or other deposit-gathering financial institution, or for the operation of any automated teller machine or like device. This paragraph shall not, however, prohibit operation or use of a bank, credit union, savings bank or other deposit-gathering financial institution or any ATM machine that is fully contained within a building as to which the primary use is the sale of groceries and food products. All sales of the Mirror Lake Property shall include this restriction in the instrument of lease or conveyance. If Seller or any of the Seller-Related Parties shall now or hereafter own either individually or as a majority owner in a partnership, corporation, limited liability company, or related entity (the "Seller-Affiliated Entities"), all of any portion of the Option Property, then the provisions of this Paragraph (b) shall be applicable thereto, and all sales or leases of any portion of the Option Property by any of such parties or entities shall include this restriction in the instrument of lease or conveyance.

c. For a period of twenty (20) years from the date of this Agreement, without the prior written consent of the then-owner of the Bank Property, no portion of the Commercial Property shall be used for any manufacturing, industrial or light industrial purpose (as such uses are defined in the then-applicable zoning ordinance of the City of Villa Rica, Georgia), or for any bar, nightclub, dance hall or disco in which less than 60% of revenue is devoted to and derived from food service.

d. For purposes of this Paragraph (3), "Restricted Properties" shall mean all properties located, in whole or in part (i) within a one mile radius of the Bank Property; or (ii) within 500 feet of the right of way of Georgia Highway 61 between the intersection of Georgia Highway 61 and Old Stone Road north to the intersection of Georgia Highway 61 and Watson Drive; or (iii) within 500 feet of the right of way of Pumpkintown Road or Stockmar Road between the western boundary of the Mirror Lake Property and Highway 61. For a period of twenty (20) years from the date of this Agreement, without the prior written consent of the then-owner of the Bank Property, neither Seller, nor any of the Seller-Related Parties or Seller-Affiliated Entities shall own, sell or lease any Restricted Property for use as a bank, credit union, savings bank or other deposit-gathering financial institution, or for the operation of any automated teller machine or like device. This paragraph shall not, however, prohibit operation or use of a bank, credit union, savings bank or other deposit-gathering financial institution or any ATM machine that is fully contained within a building as to which the primary use is the sale of groceries and food products. Any Restricted Property sold or leased by Seller, any Seller-Related Party, or any Seller-Affiliated Entity shall include this restriction in the instrument of lease or conveyance.

c. If Seller, any of the Seller-Related Parties, or any Seller-Related Entity shall now or hereafter own the property (the "Schoerner Property") described on Exhibit "D" attached hereto, then such owner (or owners) shall be allowed to sell only one property to be used and operated as a retail branch bank within the bounds of the Schoerner Property, and then only if no other retail branch bank shall then exist within the bounds of the Schoerner Property. Any portion of the Schoerner Property sold or leased by Seller, any Seller-Related Party or any Seller-Affiliated Entity shall include this restriction in the instrument of lease or conveyance.

4. Development Agreement

a. Utility Easements. Within one (1) year of receipt of a written request from Purchaser to Seller, Seller will construct (i) sanitary sewer lines, surface water retention ponds, and a surface water conveyance system on the Commercial Property (the sanitary sewer line, surface water retention ponds, and surface water conveyance system are collectively referred to as the "Drainage System"), together with (ii) all utility systems and facilities necessary to provide water, gas, electric and telephone service (collectively, the "Utility System") to the boundaries of the Bank Property. Seller will bear the cost of the initial construction of the Drainage System and the Utility System. Seller hereby grants and conveys to the Purchaser, for the benefit of the Bank Property, the non-exclusive, perpetual, irrevocable right, easement and privilege for the benefit of the Bank Property, to tie into, use, maintain, replace and repair the Drainage System and the Utility System and any and all utility service lines, pipes, conduits, services systems or rights now existing or hereafter established in or upon the Commercial Property or the Mirror Lake Property. The rights, easements and privileges declared and granted pursuant to the provisions of this paragraph shall be subject to the following terms, conditions and obligations:

i. Any maintenance or repair of the Drainage or Utility Systems shall be in compliance with all laws and regulations of any governmental authority having jurisdiction over the same.

ii. The owner of each property shall maintain and keep in good repair the portion of the Drainage System and the Utility System benefitting only such property located on any portion of the property owned by another and shall restore at its sole expense the surface of any property owned by another and improvements, if disturbed in connection with any maintenance and repair. Any owner of a property whose negligence or intentional conduct causes the need for the repair or maintenance of the Drainage System or the Utility System shall promptly render such repair and maintenance at its own expense.

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iii. Should that portion of the Drainage System or the Utility System requiring repair benefit both properties, the cost and expense of maintenance or repair of such system shall be borne by the owners of the properties so benefitted in the same proportion that the land area of the respective properties bears to the aggregate land area of both properties.

iv. Seller (or its successor in title) shall have the right, as its sole cost and expense, to relocate any portion of the Drainage System or the Utility System located on the Commercial Property, provided that such relocation does not result in any interruption of service or use and is done in accordance with and subject to the other provisions of this Agreement.

v. Seller, and its successors in title to the Commercial Property, shall have the right to use the surface of the Commercial Property over the Drainage System and Utility System for parking, or any other purpose, provided that no building shall be constructed over such systems or lines.

b. **Access Easements.** Seller hereby grants and conveys to Purchaser, for the benefit of the Bank Property, the non-exclusive, perpetual, irrevocable right, privilege and easement to the continuous and uninterrupted use in common with others in, upon, over and across the areas of the Commercial Property that are designated for the passage of motor vehicles, for the purposes of ingress, egress and regress over and across the Commercial Property from curb cuts that Purchaser may elect to install along the common boundary of the Bank Property and the Commercial Property. The rights, easements and privileges declared and granted pursuant to the provisions of this Paragraph shall be subject to the following terms, conditions and obligations:

i. Seller may close all or any portion of the areas designated for ingress, egress and regress to such extent as may be necessary, in the opinion of Seller's counsel, to avoid dedication of such areas or portions of such areas or to avoid the creation of any rights of the public in such areas, provided, however, such closure will not restrict ingress and regress to the Bank Property; and

ii. Seller may change the location of buildings and other structures on the Commercial Property to any location, so long as such change of location does not restrict ingress and egress to the Bank Property. Upon such change of location, the portion of the Commercial Property upon which buildings or structures have been erected shall not longer be deemed to be part of the areas designated for ingress, egress and regress; and

iii. The rights, easements and privileges granted in this Paragraph are for the benefit of and restricted solely to the owner of the Bank Property and any assignee, tenant or lessee to whom such owner grants the benefits of such easements, rights and privileges, and to the customers, employees and invitees thereof, but not for the benefit of the general public, whether as third party beneficiary or otherwise.

c. Bank Property. The Bank Property shall be owned, improved, developed and maintained in accordance with the development guidelines and commercial deed restrictions attached to this Agreement as Exhibit "E".

d. Commercial Property. The Commercial Property shall be owned, improved, developed and maintained in accordance with the following provisions, which shall be deemed covenants running with the land and binding on all owners of the property described and their successors in title:

i. Seller covenants and agrees that the Commercial Property shall be subjected to the provisions of a Declaration of Covenants, Conditions and Restrictions (the "Declaration") to be filed by Seller as Declarant prior to the sale, lease or conveyance of any portion of the Commercial Property. The Declaration shall provide for approval ("Architectural Approval") by Seller or by an Architectural Control Committee to be formed, of all exterior construction, alteration or addition of any improvements to be located within the Commercial Property.

ii. For so long as Seller shall retain the right of Architectural Approval under the Declaration, then Seller covenants and agrees to consult in good faith with Purchaser, and receive the comments and recommendations of Purchaser on all issues as to which Architectural Approval shall be required. In the event Seller shall have formed an Architectural Control Committee under the terms of the Declaration, and shall have delegated authority for Architectural Approval to the Architectural Control Committee, then Purchaser shall have the right to place Purchaser's Villa Rica City Executive as a member of the Architectural Control Committee.

iii. Notwithstanding the provisions of section (ii) above, at such time as Seller shall no longer retain Architectural Approval (either as the "Declarant" under the Declaration or by virtue of the Declarant's absolute right to approve all members of the Architectural Control Committee) then no exterior construction, alteration or addition of any improvement shall be commenced or placed upon the Commercial Property unless the Architectural Plan and Design shall have been submitted in writing to and approved in writing by an architect (the "Bank Architect") designated

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by the then-owner of the Bank Property. Such Plan and Design shall contain sufficient detail to allow the Bank Architect to make his review, and shall show the kind, shape, height, materials and location of proposed improvements. The Bank Architect shall approve the proposed plan unless he shall determine that the proposed plan is not of like quality and aesthetically in harmony with the improvements located upon the Bank Property. In the event the proposed Plan and Design are not approved, then written notice of disapproval shall be provided to the property owner submitting the Plan and Design for approval, accompanied with an explanation of the reason for disapproval, and changes or modifications to the Plan and Design, as proposed, that would cause the same to be acceptable and approved.

iv. Any structure or improvement placed or made in violation of this Paragraph (c) shall be deemed to be non-conforming. Upon written request from the owner of the Bank Property, the owner of the non-conforming structure or improvement shall, at their own cost and expense, remove the non-conforming structure or improvement and restore the land to substantially the same condition as existed prior to the non-conforming work.

v. In no event shall any buildings be erected or constructed within the Commercial Property with an exterior metal finish.

5. Notices.

a. Every notice, demand, consent, approval or other document or instrument required or permitted to be served upon or given to any other party hereto shall be in writing and shall be delivered in person, sent by overnight commercial courier, or sent in registered or certified form, postage prepaid, return receipt requested, to the following addresses:

Mirror Lake, LLC
1000 Shoreline Parkway
Villa Rica, GA 30180

West Georgia National Bank
725 West Bankhead Highway
P. O. Box 129
Villa Rica, GA 30180

Harry D. Coats
3679 Fowler Ridge
Douglasville, GA 30135

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Mark M. Young
4281 Valley Trail Drive
Atlanta, GA 30339

Jeff R. Matthews
P. O. Box 324
Villa Rica, GA 30180

Phillip Kauffman
120 Lisa Lane
Carrollton, GA 30117

or such other address as the parties may direct from time to time by written notice given in accordance with this Agreement. All notices given shall be deemed received on the date of delivery if delivered in person or sent by overnight commercial courier, or three days following the date of mailing if sent by registered or certified mail.

b. Any owner of property subject to this Agreement may register the address to which notices should be sent by recording in the Douglas County, Georgia real estate records a notice specifying such address and cross-referencing this Agreement, and by sending a copy of such notice to all parties whose addresses are listed herein and to all parties who have previously recorded such notices.

c. Whenever any owner of a property that is subject to this Agreement requires the consent or approval of the owner (the "Approving Owner") of any other property, then the party requesting such consent or approval shall submit to the Approving Owner a written notice delivered in accordance with the provisions of this section describing the action for which such party seeks consent or approval, together with such documents or instruments as may be reasonably necessary for the Approving Owner to review in connection therewith. The Approving Owner shall then have thirty (30) days from the effective date of such notice in which to respond to the request of such party for consent or approval. If the Approving Owner does not respond to such request within said thirty (30) day period, the Approving Owner shall be deemed to have consented to and approved the action for which consent or approval was requested.

6. General Provisions.

a. Each present and subsequent owner of any property governed by the terms of this Agreement shall comply with the terms and provisions hereof. Failure to comply with

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this Agreement shall be grounds for an action to recover sums due for damages or injunctive relief or both, maintainable by the property owner for whose benefit the provision is imposed.

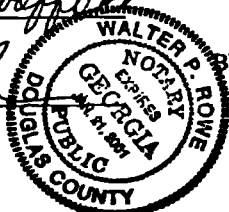
- b. Time is of the essence of this Agreement.
- c. This Agreement shall be governed by the laws of the State of Georgia.
- d. This Agreement supersedes all prior discussions and agreements between the parties with respect to the subject matter hereof, and contains the sole and entire agreement between the parties.
- e. This Agreement may not be modified or amended unless such agreement is set forth in writing and signed by Seller and Purchaser.
- f. This Agreement shall apply to, inure to the benefit of and be binding upon and enforceable against Seller, the Seller-Related Parties, the Seller-Related Entities, and Purchaser and their respective heirs, representatives, successors, successors in title and assigns as the case may be.
- g. This Agreement is executed in multiple counterparts for execution in Douglas County, Georgia and Carroll County, Georgia.

IN WITNESS WHEREOF, the parties have executed this Agreement under their hand and seal to be effective the day and year first above written.

Signed, sealed and delivered in
the presence of:

Sarah J. Swafford
Witness

Walter P. Rome
Notary Public



MIRROR LAKE, LLC

BY: *[Signature]* (SEAL)
HARRY D. COATS, MANAGING MEMBER

BY: *[Signature]* (SEAL)
MARK M. YOUNG, MANAGING MEMBER

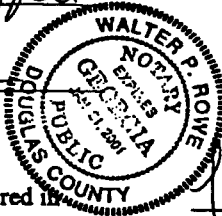
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Signed, sealed and delivered in
the presence of:

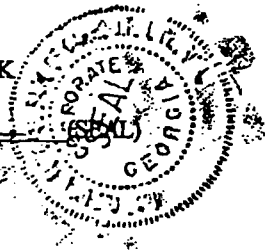
Dorothy J Swafford
Witness

Walter P. Rowe
Notary Public



WEST GEORGIA NATIONAL BANK

BY: H. B. LIPHAM III
SENIOR VICE-PRESIDENT

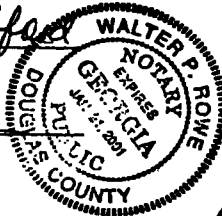


(AFFIX CORPORATE SEAL)

Signed, sealed and delivered in
the presence of:

Dorothy J Swafford
Witness

Walter P. Rowe
Notary Public

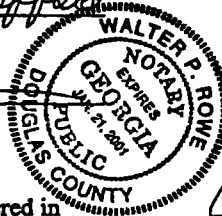


H. D. Coats (SEAL)
HARRY D. COATS

Signed, sealed and delivered in
the presence of:

Dorothy J Swafford
Witness

Walter P. Rowe
Notary Public

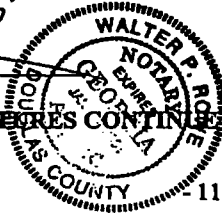


Mark M. Young (SEAL)
MARK M. YOUNG

Signed, sealed and delivered in
the presence of:

Dorothy J Swafford
Witness

Walter P. Rowe
Notary Public



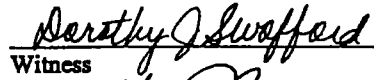
Jeff R. Matthews (SEAL)
JEFF R. MATTHEWS

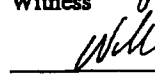
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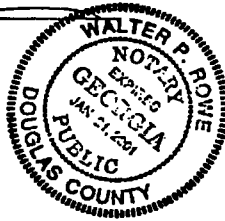
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Signed, sealed and delivered in
the presence of:

 (SEAL)
PHILLIP KAUFFMAN


Witness


Notary Public



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EXHIBIT "A"
BANK PROPERTY

(197612)

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EXHIBIT "A"

BANK PROPERTY

ALL THAT TRACT or parcel of land lying and being in Land Lot 175 of the 2nd District and 5th Section of Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, commence at the intersection of the northerly edge of the right of way of Conners Road (60 foot right of way) with the east line of Land Lot 175, said district and section; and proceed thence in a westerly direction along the northerly edge of the right of way of Conners Road 1934.74 feet to a point; thence North 03 degrees 55 minutes 04 seconds West along the extended right of way of Conners Road 9.65 feet to a nail found, said point being the TRUE POINT OF BEGINNING; thence along the relocated right of way of Conners Road the following courses and distances: South 86 degrees 04 minutes 47 seconds West 156.14 feet to a nail found; thence South 85 degrees 37 minutes 31 seconds West 41.32 feet to a nail found; thence along the relocated right of way of Pumpkintown Road (60 meter right of way) the following courses and distances: North 52 degrees 05 minutes 03 seconds West 89.00 feet to a nail found; thence following the arc of a curve to the left a distance of 163.66 feet to a nail found (said arc having a radius of 1542.00 feet and being subtended by a chord bearing North 26 degrees 45 minutes 55 seconds West a length of 163.58 feet); thence departing the right of way of Pumpkintown Road and proceeding North 78 degrees 12 minutes 47 seconds East 330.40 feet to an iron pin; thence South 03 degrees 55 minutes 01 seconds East 255.00 feet to a nail found at the point of beginning.

The captioned premises being shown upon a survey for West Georgia National Bank and Lawyers Title Insurance Corporation prepared March 30, 1999 by John S. Turner, Surveyor, which plat of survey by reference thereto is incorporated in this description.

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EXHIBIT "B"
MIRROR LAKE PROPERTY

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EXHIBIT B**LEGAL DESCRIPTION**

(Liberty Road Properties Tracts Four and Five and Gold Mine Tract)

All that tract or parcel of land lying and being in Land Lots 174, 175, 178, 179, 206 and 207, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176, 2nd District, 5th Section, Carroll County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, begin at a 1 1/4 inch open top pipe found located at the intersection of the western Land Lot line of Land Lot 207, 2nd District, 5th Section, Douglas County, Georgia and the southern right-of-way line of Stockmar Road (50 foot right-of-way); thence leaving the western Land Lot line of Land Lot 207, 2nd District, 5th Section, Douglas County, Georgia, and running in a southeasterly and northeasterly direction along the southern right-of-way line of Stockmar Road (50 foot right-of-way) the following courses and distances: south 88 degrees 11 minutes 03 seconds east, a distance of 98.58 feet to a point; south 89 degrees 40 minutes 17 seconds east, a distance of 99.84 feet to a point; north 78 degrees 55 minutes 49 seconds east, a distance of 98.90 feet to a point; north 71 degrees 00 minutes 52 seconds east, a distance of 101.27 feet to a point; north 71 degrees 03 minutes 57 seconds east, a distance of 98.55 feet to a point; north 73 degrees 54 minutes 31 seconds east, a distance of 97.48 feet to a point; north 76 degrees 05 minutes 30 seconds east, a distance of 97.93 feet to a point; north 79 degrees 27 minutes 49 seconds east, a distance of 98.39 feet to a point; north 83 degrees 30 minutes 41 seconds east, a distance of 100.44 feet to a point; north 83 degrees 00 minutes 30 seconds east, a distance of 99.86 feet to a point; north 80 degrees 03 minutes 33 seconds east, a distance of 97.01 feet to a point; north 78 degrees 02 minutes 25 seconds east, a distance of 98.94 feet to a point; north 75 degrees 38 minutes 24 seconds east, a distance of 94.32 feet to a point; north 71 degrees 03 minutes 58 seconds east, a distance of 100.32 feet to a point; north 64 degrees 43 minutes 15 seconds east, a distance of 99.45 feet to a point; north 60 degrees 55 minutes 44 seconds east, a distance of 99.21 feet to a point; north 57 degrees 40 minutes 14 seconds east, a distance of 98.61 feet to a point; north 52 degrees 54 minutes 13 seconds east, a distance of 100.78 feet to a point; north 47 degrees 49 minutes 14 seconds east, a distance of 102.11 feet to a point; north 46 degrees 45 minutes 06 seconds east, a distance of 99.11 feet to a point; north 50 degrees 24 minutes 03 seconds east, a distance of 98.86 feet to a point; north 54 degrees 47 minutes 45 seconds east, a distance of 100.79 feet to a point; north 58 degrees 15 minutes 59 seconds east, a distance of 101.01 feet to a point; north 61 degrees 36 minutes 04 seconds east, a distance of 99.86 feet to a point; north 63 degrees 54 minutes 30 seconds east, a distance of 100.96 feet to a point; north 64 degrees 56 minutes 44 seconds east, a distance of 218.85 feet to a point; north 67 degrees 50 minutes 15 seconds east, a distance of 102.93 feet to a point; north 76 degrees 11 minutes 30 seconds east, a distance of 100.11 feet to a point;

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south 88 degrees 49 minutes 13 seconds east, a distance of 101.86 feet to a point;
 south 82 degrees 27 minutes 41 seconds east, a distance of 99.92 feet to a point;
 south 82 degrees 53 minutes 13 seconds east, a distance of 98.68 feet to a point;
 south 87 degrees 25 minutes 52 seconds east, a distance of 102.75 feet to a point;
 north 87 degrees 55 minutes 40 seconds east, a distance of 99.91 feet to a point;
 north 85 degrees 25 minutes 59 seconds east, a distance of 100.38 feet to a point;
 north 84 degrees 01 minutes 22 seconds east, a distance of 631.81 feet to a point;
 north 83 degrees 41 minutes 52 seconds east, a distance of 100.32 feet to a point;
 north 82 degrees 45 minutes 55 seconds east, a distance of 98.76 feet to a point;
 north 81 degrees 04 minutes 19 seconds east, a distance of 285.76 feet to a point;
 north 80 degrees 06 minutes 25 seconds east, a distance of 98.62 feet to a point;
 north 74 degrees 46 minutes 56 seconds east, a distance of 101.34 feet to a point;
 north 71 degrees 56 minutes 38 seconds east, a distance of 150.77 feet to a point;
 north 74 degrees 09 minutes 30 seconds east, a distance of 99.49 feet to a point;
 north 73 degrees 42 minutes 41 seconds east, a distance of 95.88 feet to a point;
 north 76 degrees 01 minutes 13 seconds east, a distance of 103.70 feet to a point;
 north 73 degrees 27 minutes 12 seconds east, a distance of 101.98 feet to a point;
 north 71 degrees 07 minutes 11 seconds east, a distance of 77.84 feet to a point located on the
 southern right-of-way line of Stockmar Road (50 foot right-of-way); thence leaving the southern
 right-of-way line of Stockmar Road (50 foot right-of-way) and running in a southeasterly
 direction south 22 degrees 25 minutes 30 seconds east, a distance of 585.51 feet to a point; south
 01 degrees 33 minutes 41 seconds west, a distance of 731.15 feet to a point; south 05 degrees 23
 minutes 10 seconds west 707.43 feet to a point; south 35 degrees 26 minutes 17 seconds, a
 distance of 2152.91 feet to a point; south 19 degrees 24 minutes 42 seconds east, a distance of
 359.21 feet to a point; south 06 degrees 57 minutes 25 seconds, a distance of 1151.12 feet to a
 point; south 00 degrees 52 minutes 34 seconds east, a distance of 870.52 feet to a point; south 86
 degrees 59 minutes 10 seconds west, a distance of 356.22 feet to a point; south 41 degrees 00
 minutes 21 seconds west, a distance of 900.00 feet to a point located on the northern right-of-way
 line of Conners Road (60 foot right-of-way); running thence along the northern right-of-way line
 of Conners Road (60 foot right-of-way) the following courses and distances: south 73 degrees 42
 minutes 55 seconds west, a distance of 111.14 feet to a point; south 71 degrees 21 minutes 00
 seconds west, a distance of 301.19 feet to a point located at the intersection of the northern right-
 of-way line of Conners Road (60 foot right-of-way) and the common Land Lot line of Land Lots
 174 and 175, 2nd District, 5th Section, Douglas County, Georgia; thence leaving the northern
 right-of-way line of Conners Road (60 foot right-of-way) and running in a northeasterly direction
 along the common Land Lot line of Land Lots 174 and 175, 2nd District, 5th Section, Douglas
 County, Georgia, the following courses and distances: north 02 degrees 48 minutes 07 seconds
 east, a distance of 565.80 feet to a rebar found; north 02 degrees 44 minutes 02 seconds east, a
 distance of 1554.60 feet to an open top iron pin found located at the intersection of the Land Lot
 lines of Land Lots 174, 175, 178 and 179, 2nd District, 5th Section, Douglas County, Georgia;
 running thence in a southwesterly direction along the common Land Lot line of Land Lots 175
 and 178 south 89 degrees 49 minutes 42 seconds west, a distance of 2193.30 feet to a rebar
 found; thence leaving the common Land Lot line of Land Lots 175 and 178, 2nd District, 5th

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Section, Douglas County, Georgia and running in a southeasterly direction south 00 degrees 12 minutes 11 seconds east, a distance of 460.00 feet to a point; south 88 degrees 55 minutes 57 seconds west, a distance of 1514.27 feet to a rebar found located on the eastern right-of-way line of Pumkintown Road (100 foot right-of-way); running thence along the eastern right-of-way line of Pumkintown Road (100 foot right-of-way) north 26 degrees 39 minutes 43 seconds west, a distance of 300 feet to a rebar found located on the eastern right-of-way line of Pumkintown Road (100 foot right-of-way); thence leaving the eastern right-of-way line of Pumkintown Road (100 foot right-of-way) and running in a northeasterly direction north 89 degrees 45 minutes 57 seconds east, a distance of 936.47 feet to a point located on the common Land Lot Line of Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176 2nd District, 5th Section, Carroll County, Georgia; running thence in a northeasterly direction along the common Land Lot Line of Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176 2nd District, 5th Section, Carroll County, Georgia, north 02 degrees 47 minutes 42 seconds, a distance of 214.42 feet to a stone found located at the intersection of the Land Lot lines of Land Lots 175 and 178, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176 and 177, 2nd District, 5th Section, Carroll County, Georgia; thence running in a northeasterly direction along the common Land Lot line of Land Lots 178, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 177 2nd District, 5th Section, Carroll County, Georgia, the following courses and distances: north 01 degrees 34 minutes 07 seconds east, a distance of 248.42 feet to a rebar found; north 01 degrees 37 minutes 12 seconds east, a distance of 248.53 feet to a rebar found; north 01 degrees 32 minutes 57 seconds east, a distance of 2730.82 feet to an open top iron pin found at a stone located at the intersection of the Land Lot lines of Land Lots 178 and 207, 2nd District, 5th Section, Douglas County, Georgia and Land Lot 177, 2nd District, 5th Section, Carroll County, Georgia; running thence along the western Land Lot line of Land Lot 207, 2nd District, 5th Section, Douglas County, Georgia, north 00 degrees 29 minutes 36 seconds east, a distance of 212.30 feet to a 1 1/4 inch open top pipe found located at the intersection of the western Land Lot line of Land Lot 207, 2nd District, 5th Section, Douglas County, Georgia and the southern right-of-way line of Stockmar Road (50 foot right-of-way) and being the POINT OF BEGINNING, and being described as Liberty Road Properties Tract Four on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078;

TOGETHER WITH:

All that tract or parcel of land lying and being in Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING begin at an open top iron pin found located at the intersection of the Land Lot lines of Land Lots 174, 175, 178 and 179, 2nd District, 5th Section, Douglas County, Georgia; running thence in a southwesterly direction along the common Land Lot line of Land Lots 174 and 175 south 02 degrees 44 minutes 02 seconds west, a distance of 1554.60 feet to a rebar found located on the common Land Lot line of Land Lots 174 and 175;

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thence leaving the common Land Lot line of Land Lots 174 and 175 and running in a southwesterly direction south 89 degrees 48 minutes 21 seconds west, a distance of 834.80 feet to a point and being the TRUE POINT OF BEGINNING; running thence in a southeasterly direction south 09 degrees 56 minutes 28 seconds east, a distance of 773.97 feet to a point located on the northern right-of-way line of Conners Road (60 foot right-of-way); running thence along the northern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances: south 79 degrees 29 minutes 43 seconds west, a distance of 107.92 feet to a point; south 82 degrees 53 minutes 58 seconds west, a distance of 113.57 feet to a point; south 85 degrees 09 minutes 02 seconds west, a distance of 107.87 feet to a point; south 85 degrees 53 minutes 42 seconds west, a distance of 642.41 feet to a point; south 85 degrees 56 minutes 02 seconds west, a distance of 616.82 feet to a point; south 81 degrees 27 minutes 40 seconds west, a distance of 68.60 feet to a 5/8 inch rebar found located on the northern right-of-way line of Conners Road (50 foot right-of-way); thence leaving the northern right-of-way line of Conners Road (50 foot right-of-way) and running in a northwesterly direction north 05 degrees 46 minutes 04 seconds west, a distance of 195.49 feet to a point; south 81 degrees 45 minutes 44 seconds west, a distance of 213.62 feet to a 1/2 inch rebar found located on the eastern right-of-way line of Pumkintown Road (100 foot right-of-way); running thence in a northwesterly direction along the eastern right-of-way line of Pumkintown Road (100 foot right-of-way) the following courses and distances: north 13 degrees 11 minutes 15 seconds west, a distance of 48.69 feet to a point; north 17 degrees 22 minutes 00 seconds west, a distance of 159.59 feet to a point; north 21 degrees 27 minutes 34 seconds west, a distance of 178.44 feet to a point located on the eastern right-of-way line of Pumkintown Road (100 foot right-of-way); thence leaving the eastern right-of-way line of Pumkintown Road (100 foot right-of-way) and running in a northeasterly direction north 89 degrees 38 minutes 12 seconds west, a distance of 1268.78 feet to a 3/4 inch open top iron pin found; north 01 degrees 23 minutes 39 seconds east, a distance of 365.46 feet to a 1/2 inch rebar found; north 89 degrees 48 minutes 21 seconds east, a distance of 593.99 feet to a point and being the TRUE POINT OF BEGINNING, and being described as Liberty Road Properties Tract Five on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078;

TOGETHER WITH:

All that tract or parcel of land lying and being in Land Lot 206, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, begin at the intersection of the western right-of-way line of a dirt road (right-of-way width varies) and the northern right-of-way line of Stockmar Road (30 foot right-of-way) and being the POINT OF BEGINNING; running thence in a southwesterly direction along the northern right-of-way line of Stockmar Road (30 foot right-of-way), the following courses and distances:

south 39 degrees 07 minutes 57 seconds west, a distance of 48.68 feet to a point;
south 25 degrees 37 minutes 58 seconds west, a distance of 67.46 feet to a point;

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south 16 degrees 01 minutes 08 seconds west, a distance of 75.38 feet to a point;
 south 10 degrees 10 minutes 54 seconds west, a distance of 100.49 feet to a point;
 south 13 degrees 05 minutes 19 seconds west, a distance of 55.67 feet to a point;
 south 21 degrees 00 minutes 32 seconds west, a distance of 66.44 feet to a point;
 south 31 degrees 25 minutes 19 seconds west, a distance of 55.21 feet to a point;
 south 39 degrees 56 minutes 53 seconds west, a distance of 54.90 feet to a point;
 south 45 degrees 08 minutes 46 seconds west, a distance of 245.37 feet to a point;
 south 45 degrees 56 minutes 04 seconds west, a distance of 100.00 feet to a point;
 south 51 degrees 16 minutes 03 seconds west, a distance of 58.03 feet to a point;
 south 57 degrees 36 minutes 23 seconds west, a distance of 42.11 feet to a point located on the
 northern right-of-way line of Stockmar Road (30 foot right-of-way); thence leaving the northern
 right-of-way line of Stockmar Road (30 foot right-of-way) and running in a northwesterly
 direction along the eastern right-of-way line of Stockmar Road (50 foot right-of-way) north 27
 degrees 06 minutes 24 seconds west, a distance of 10.00 feet to a point located on the northern
 right-of-way line of Stockmar Road (50 foot right-of-way); running thence in a southwesterly
 direction along the northern right-of-way line of Stockmar Road (50 foot right-of-way) the
 following courses and distances:
 south 67 degrees 29 minutes 31 seconds west, a distance of 100.00 feet to a point;
 south 72 degrees 02 minutes 23 seconds west, a distance of 100.00 feet to a point;
 south 74 degrees 37 minutes 47 seconds west, a distance of 100.00 feet to a point;
 south 76 degrees 52 minutes 48 seconds west, a distance of 100.00 feet to a point;
 south 75 degrees 49 minutes 55 seconds west, a distance of 100.00 feet to a point;
 south 72 degrees 30 minutes 47 seconds west, a distance of 100.00 feet to a point;
 south 71 degrees 56 minutes 19 seconds west, a distance of 100.00 feet to a point;
 south 74 degrees 40 minutes 28 seconds west, a distance of 100.00 feet to a point;
 south 80 degrees 08 minutes 24 seconds west, a distance of 100.00 feet to a point;
 south 80 degrees 56 minutes 12 seconds west, a distance of 237.39 feet to a point;
 south 82 degrees 14 minutes 33 seconds west, a distance of 100.00 feet to a point; thence leaving
 the northern right-of-way line of Stockmar Road (50 foot right-of-way) and running in a
 northwesterly direction north 01 degrees 01 minutes 57 seconds west, a distance of 1263.39 feet
 to a point; north 89 degrees 33 minutes 09 seconds east, a distance of 520.11 feet to a ½ inch
 open top iron pipe found; north 89 degrees 58 minutes 48 seconds east, a distance of 1188.84 feet
 to a 5/8 inch rebar found located on the western right-of-way line of a dirt road (right-of-way
 width varies); running thence in a southeasterly direction along the western right-of-way line of
 said dirt road (right-of-way width varies) the following courses and distances: south 09 degrees
 09 minutes 16 seconds east, a distance of 96.37 feet to a point; south 13 degrees 40 minutes 01
 seconds east, a distance of 109.33 feet to a point located at the intersection of the western right-
 of-way line of said dirt road (right-of-way width varies) and the northern right-of-way line of
 Stockmar Road (30 foot right-of-way) and being the POINT OF BEGINNING, and being
 described as Gold Mine Tract on the survey for Mirror Lake, L.L.C., dated September 5, 1997,
 last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S.
 Turner, Georgia Registered Land Surveyor No. 2078;

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Said property containing 587.70 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

EXHIBIT B

LEGAL DESCRIPTION
(Jones & Smith Tract)

All that tract or parcel of land lying and being in Land Lots 176 and 177, 2nd District, 5th Section, Carroll County, Georgia and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING, begin at an open top iron pin found located at the intersection of the Land Lot lines of Land Lots 174, 175, 178 and 179, 2nd District, 5th Section, Douglas County, Georgia; running thence in a southwesterly direction along the common Land Lot line of Land Lots 175 and 178, 2nd District, 5th Section, Douglas County, Georgia, the following courses and distances: south 89 degrees 49 minutes 42 seconds west, a distance of 2193.30 feet to a rebar found; south 89 degrees 49 minutes, 38 seconds west, a distance of 700.09 feet to a stone found located at the intersection of the Land Lot lines of Land Lots 175 and 178, 2nd District, 5th Section, Douglas County, Georgia, and Land Lots 176 and 177, 2nd District, 5th Section, Carroll County, Georgia, and being the TRUE POINT OF BEGINNING; running thence in a southwesterly direction along the common Land Lot line of Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176, 2nd District, 5th Section, Carroll County, Georgia, south 02 degrees 47 minutes 27 seconds west, a distance of 214.42 feet to a point located on the common Land Lot line of Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176, 2nd District, 5th Section, Carroll County, Georgia; thence leaving the common Land Lot line of Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176, 2nd District, 5th Section, Carroll County, Georgia, and running in a southwesterly direction south 89 degrees 45 minutes 57 seconds west, a distance of 936.47 feet to a rebar found located on the eastern right-of-way line of Pumkintown Road (100 foot right-of-way); running thence in a northwesterly direction along the eastern right-of-way line of Pumkintown Road (100 foot right-of-way) the following courses and distances: north 26 degrees 39 minutes 43 seconds west, a distance of 239.09 feet to a point; north 26 degrees 39 minutes 43 seconds west, a distance of 119.22 feet to a point; north 23 degrees 18 minutes 09 seconds west, a distance of 144.02 feet to a rebar found located on the eastern right-of-way line of Pumkintown Road (100 foot right-of-way); thence leaving the eastern right-of-way line of Pumkintown Road (100 foot right-of-way) and running in a northeasterly direction north 89 degrees 19 minutes 23 seconds east, a distance of 1171.54 feet to a rebar found located on the common Land Lot line of Land Lot 178, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 177, 2nd District, 5th Section, Carroll County, Georgia; running thence in a southwesterly direction along the common Land Lot line of Land Lot 178, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 177, 2nd District, 5th Section, Carroll County, Georgia, south 01 degrees 34 minutes 07 seconds west, a distance of 248.42 feet to a stone found located at the intersection of the Land Lot lines of Land Lots 175 and 178, 2nd District, 5th Section, Douglas County, Georgia, and Land Lots 176 and 177, 2nd District, 5th Section, Carroll County, Georgia, and being the TRUE POINT OF BEGINNING, said property containing 11.137 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBIT B**LEGAL DESCRIPTION**

(Humphries Tract)

All that tract or parcel of land lying and being in Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and Land Lot 176, 2nd District, 5th Section, Carroll County, Georgia and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING begin at an open top iron pin found located at the intersection of the Land Lot lines of Land Lots 174, 175, 178 and 179, 2nd District, 5th Section, Douglas County, Georgia and being the POINT OF BEGINNING; running thence in a southwesterly direction along the common Land Lot line of Land Lots 174 and 175 south 02 degrees 44 minutes 02 seconds west, a distance of 1554.60 feet to an iron pin found located on the common Land Lot line of Land Lots 174 and 175; thence leaving the common Land Lot line of Land Lots 174 and 175 and running thence in a southwesterly direction south 89 degrees 48 minutes 21 seconds west, a distance of 1428.78 feet to a half-inch rebar found; running thence south 89 degrees 48 minutes 21 seconds west, a distance of 699.09 feet to a point; north 00 degrees 11 minutes 11 seconds west, a distance of 439.39 feet to a point; south 89 degrees 48 minutes 18 seconds west, a distance of 1038.92 feet to a rebar found located on the eastern right-of-way line of Pumpkintown Road (100 foot right-of-way); running thence along the eastern right-of-way line of Pumpkintown Road (100 foot right-of-way) the following courses and distances: north 36 degrees 58 minutes 19 seconds west, a distance of 394.04 feet to a point; north 37 degrees 13 minutes 08 seconds west, a distance of 288.19 feet to a point; north 31 degrees 25 minutes 38 seconds west, a distance of 99.74 feet to a rebar found located on the eastern right-of-way line of Pumpkintown Road (100 foot right-of-way); thence leaving the eastern right-of-way line of Pumpkintown Road (100 foot right-of-way) and running in a northeasterly direction north 88 degrees 55 minutes 57 seconds east, a distance of 1514.27 feet to a point; north 00 degrees 12 minutes 11 seconds west, a distance of 460.00 feet to a rebar found located on the common Land Lot lines of Land Lots 175 and 178; running thence along the common Land Lot line of Land Lots 175 and 178 in a northeasterly direction north 89 degrees 49 minutes 42 seconds east, a distance of 2193.30 feet to an open top iron pin found located at the intersection of the Land Lot lines of Land Lots 174, 175, 178 and 179, 2nd District, 5th Section, Douglas County, Georgia and being the POINT OF BEGINNING, said property containing 95.984 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBIT B**LEGAL DESCRIPTION**
(Harmon Tract)

All that tract or parcel of land lying and being in Land Lot 174, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING begin at point located at the intersection of the common Land Lot line of Land Lots 174 and 175 and the southern right-of-way line of Conners Road (60 foot right-of-way) and running thence along the southern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances:

north 72 degrees 27 minutes 07 seconds east, a distance of 100.09 feet to a point;
north 70 degrees 58 minutes 42 seconds east, a distance of 222.21 feet to a point;
north 73 degrees 35 minutes 40 seconds east, a distance of 105.23 feet to a point;
north 81 degrees 06 minutes 44 seconds east, a distance of 99.64 feet to a point;
north 85 degrees 34 minutes 05 seconds east, a distance of 109.78 feet to a point;
south 89 degrees 53 minutes 01 seconds east, a distance of 107.60 feet to a point;
south 81 degrees 34 minutes 51 seconds east, a distance of 107.67 feet to a point;
south 63 degrees 45 minutes 56 seconds east, a distance of 152.84 feet to a point;
south 62 degrees 15 minutes 18 seconds east, a distance of 138.16 feet to a point;
south 70 degrees 13 minutes 24 seconds east, a distance of 117.76 feet to a point;
south 85 degrees 05 minutes 46 seconds east, a distance of 103.98 feet to a point;
north 78 degrees 44 minutes 36 seconds east, a distance of 100.62 feet to a point located on the southern right-of-way line of Conners Road (60 foot right-of-way) and being the TRUE POINT OF BEGINNING; thence continuing along the southern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances: north 61 degrees 55 minutes 33 seconds east, a distance of 109.58 feet to a point; north 52 degrees 40 minutes 30 seconds east, a distance of 223.43 feet to a point located on the southern right-of-way line of Conners Road (60 foot right-of-way); thence leaving the southern right-of-way line of Conners Road (60 foot right-of-way) and running in a southwesterly direction south 01 degrees 02 minutes 41 seconds west, a distance of 459.72 feet to a 1/2 inch rebar found; north 89 degrees 23 minutes 55 seconds west, a distance of 222.71 feet to a 3/4 inch crimped top iron pin found; north 09 degrees 05 minutes 55 seconds west, a distance of 273.71 feet to a point located on the southern right-of-way line of Conners Road (60 foot right-of-way) and being the TRUE POINT OF BEGINNING, said property containing 2.074 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBITLEGAL DESCRIPTION
(Siddons Tract)

All that tract or parcel of land lying and being in Land Lot 174, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING begin at a ½ inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180; running thence in a northwesterly direction along the common Land Lot line of Land Lots 174 and 179, 2nd District, 5th Section, Douglas County, Georgia, north 89 degrees 21 minutes 05 seconds west, a distance of 522.07 feet to a ½ inch rebar found located on the common Land Lot line of Land Lots 174 and 179; 2nd District, 5th Section, Douglas County, Georgia; thence leaving the common Land Lot line of Land Lots 174 and 179, 2nd District, 5th Section, Douglas County, Georgia, and running in a southwesterly direction south 00 degrees 33 minutes 13 seconds west, a distance of 1136.64 feet to a ½ inch crimped top iron pin found and being the TRUE POINT OF BEGINNING; running thence south 00 degrees 33 minutes 13 seconds west, a distance of 230.70 feet to a point located on the northern right-of-way line of Connors Road (60 foot right-of-way); running thence in a southwesterly direction along the northern right-of-way line of Connors Road (60 foot right-of-way) the following courses and distances:
south 57 degrees 13 minutes 19 seconds west, a distance of 110.19 feet to a point;
south 56 degrees 39 minutes 54 seconds west, a distance of 171.26 feet to a point;
south 58 degrees 05 minutes 44 seconds west, a distance of 113.94 feet to a point located on the northern right-of-way line of Connors Road (60 foot right-of-way); thence leaving the northern right-of-way line of Connors Road (60 foot right-of-way) and running in a northwesterly direction north 33 degrees 23 minutes 40 seconds west, a distance of 187.05 feet to a ½ inch crimped top iron pin found; north 56 degrees 36 minutes 20 seconds east, a distance of 524.18 to a ½ inch crimped top iron pin found and being the TRUE POINT OF BEGINNING, said property containing 2.006 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBIT B

LEGAL DESCRIPTION

(Jeffers Tract)

All that tract or parcel of land lying and being in Land Lot 174, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING begin at a ½ inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180 and being the POINT OF BEGINNING; running thence in a southwesterly direction along the common Land Lot line of Land Lots 173 and 174, 2nd District, 5th Section, Douglas County, Georgia, south 00 degrees 37 minutes 38 seconds west a distance of 1167.65 feet to a point located at the intersection of the common Land Lot line of Land Lots 173 and 174, 2nd District, 5th Section, Douglas County, Georgia, and the northern right-of-way line of Conners Road (60 foot right-of-way); running thence in a southwesterly direction along the northern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances:

south 78 degrees 25 minutes 29 seconds west, a distance of 126.00 feet to a point;
south 71 degrees 43 minutes 30 seconds west, a distance of 103.08 feet to a point;
south 68 degrees 25 minutes 30 seconds west, a distance of 116.08 feet to a point;
south 66 degrees 17 minutes 26 seconds west, a distance of 101.87 feet to a point;
south 62 degrees 16 minutes 24 seconds west, a distance of 112.90 feet to a point located on the northern right-of-way line of Conners Road (60 foot right-of-way); thence leaving the northern right-of-way line of Conners Road (60 foot right-of-way) and running in a northeasterly direction north 00 degrees 33 minutes 13 seconds east, a distance of 230.70 feet to a ½ inch crimped top iron pin found; north 00 degrees 33 minutes 13 seconds east, a distance of 1136.64 feet to a ½ inch rebar found located on the common Land Lot line of Land Lots 174 and 179, 2nd District, 5th Section, Douglas County, Georgia; running thence in a southeasterly direction along the common Land Lot line of Land Lots 174 and 179, 2nd District, 5th Section, Douglas County, Georgia, south 89 degrees 21 minutes 05 seconds east, a distance of 522.07 feet to a ½ inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180 and being the POINT OF BEGINNING, said property containing 14.973 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBIT B**LEGAL DESCRIPTION**
(Armstrong Tract)

All that tract or parcel of land lying and being in Land Lot 173, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING begin at a ½ inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180 and being the POINT OF BEGINNING; running thence in a northeasterly direction along the common Land Lot line of Land Lots 173 and 180, north 89 degrees 57 minutes 21 seconds east, a distance of 824.78 feet to a one inch open top iron pin found located on the common Land Lot line of Land Lots 173 and 180; thence leaving the common Land Lot line of Land Lots 173 and 180 and running in a southwesterly direction south 00 degrees 49 minutes 11 seconds west, a distance of 1075.71 feet to a point located on the northern right-of-way line of Connors Road (60 foot right-of-way) running thence in a southwesterly direction along the northern right-of-way line of Connors Road (60 foot right-of-way) the following courses and distances: south 71 degrees 30 minutes 30 seconds west, a distance of 119.60 feet; south 74 degrees 17 minutes 10 seconds west, a distance of 94.76 feet to a point; south 80 degrees 10 minutes 40 seconds west, a distance of 95.42 feet to a point; south 85 degrees 30 minutes 51 seconds west, a distance of 113.41 feet to a point; thence leaving the northern right-of-way line of Connors Road (60 foot right-of-way) and running in a northeasterly direction north 03 degrees 58 minutes 56 seconds east, a distance of 516.20 feet to a point; north 89 degrees 47 minutes 05 seconds west, a distance of 440.60 feet to a point located on the common Land Lot line of Land Lots 173 and 174; running thence in a northeasterly direction along the common Land Lot lines of Land Lots 173 and 174 north 00 degrees 37 minutes 38 seconds east, a distance of 647.14 feet to a ½ inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180 and being the POINT OF BEGINNING, said property containing 16.641 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBIT A**LEGAL DESCRIPTION
(Knopp Tract)**

All that tract or parcel of land lying and being in Land Lot 173, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING, begin at a one-half inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180 and running thence in a southwesterly direction along the common Land Lot line of Land Lots 173 and 174, south 00 degrees 37 minutes 38 seconds west, a distance of 647.14 feet to a point located on the common Land Lot line of Land Lots 173 and 174 and being the TRUE POINT OF BEGINNING; thence leaving the common Land Lot line of Land Lots 173 and 174 and running thence in a southeasterly direction south 89 degrees 47 minutes 05 seconds east, a distance of 440.60 feet to a point; south 03 degrees 58 minutes 56 seconds west, a distance of 516.20 feet to a point located on the northern right-of-way line of Connors Road (60 foot right-of-way); running thence along the northern right-of-way line of Connors Road (60 foot right-of-way) the following courses and distances: north 88 degrees 43 minutes 51 seconds west, a distance of 267.52 feet to a point; south 86 degrees 04 minutes 46 seconds west, a distance of 143.33 feet to a point located at the intersection of the northern right-of-way line of Connors Road (60 foot right-of-way) and the common Land Lot line of Land Lots 173 and 174; thence leaving the northern right-of-way line of Connors Road (60 foot right-of-way) and running in a northeasterly direction along the common Land Lot line of Land Lots 173 and 174, north 00 degrees 37 minutes 38 seconds west, a distance of 520.51 feet to a point located on the common Land Lot line of Land Lots 173 and 174 and being the TRUE POINT OF BEGINNING, said property containing 5.017 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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1244 0173

EXHIBIT A**LEGAL DESCRIPTION**

(Hembres Tract One)

All that tract or parcel of land lying and being in Land Lot 173, 2nd District, 5th Section, Douglas County, Georgia and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, begin at the intersection of the southern right-of-way line of Connors Road (60 foot right-of-way) and the eastern right-of-way line of Tyson Road (50 foot right-of-way); running thence in a northeasterly direction along the southern right-of-way line of Connors Road (60 foot right-of-way) the following courses and distances:

north 75 degrees 28 minutes 16 seconds east, a distance of 138.83 feet to a point;
 north 73 degrees 35 minutes 31 seconds east, a distance of 110.61 feet to a point;
 north 71 degrees 13 minutes 16 seconds east, a distance of 102.99 feet to a point;
 north 68 degrees 51 minutes 52 seconds east, a distance of 99.44 feet to a point;
 north 66 degrees 33 minutes 29 seconds east, a distance of 108.40 feet to a point;
 north 64 degrees 37 minutes 53 seconds east, a distance of 295.16 feet to a point located on the southern right-of-way line of Connors Road (60 foot right-of-way); thence leaving the southern right-of-way line of Connors Road (60 foot right-of-way) and running in a southeasterly direction south 00 degrees 44 minutes 40 seconds east a distance of 2358.60 feet to a 5/8 inch rebar found located on the common Land Lot line of Land Lots 148 and 173; thence running in a northwesterly direction along the common Land Lot line of Land Lots 148 and 173, north 89 degrees 32 minutes 13 seconds west, a distance of 1430.04 feet to a 1/2 inch rebar found located on the eastern right-of-way line of Tyson Road (50 foot right-of-way); running thence in a northeasterly direction along the eastern right-of-way line of Tyson Road (50 foot right-of-way) the following courses and distances:

north 30 degrees 12 minutes 14 seconds east, a distance of 225.10 feet to a point;
 north 29 degrees 02 minutes 10 seconds east, a distance of 98.57 feet to a point;
 north 22 degrees 22 minutes 19 seconds east, a distance of 111.10 feet to a point;
 north 18 degrees 47 minutes 09 seconds east, a distance of 220.38 feet to a point;
 north 19 degrees 21 minutes 42 seconds east, a distance of 346.26 feet to a point;
 north 18 degrees 51 minutes 03 seconds east, a distance of 266.36 feet to a point;
 north 17 degrees 23 minutes 37 seconds east, a distance of 282.59 feet to a point;
 north 13 degrees 25 minutes 19 seconds east, a distance of 112.21 feet to a point;
 north 09 degrees 38 minutes 51 seconds east, a distance of 96.79 feet to a point;
 north 07 degrees 03 minutes 14 seconds east, a distance of 100.09 feet to a point;
 north 02 degrees 24 minutes 02 seconds east, a distance of 101.55 feet to a point;
 north 02 degrees 48 minutes 38 seconds west, a distance of 107.01 feet to a point;
 north 06 degrees 53 minutes 26 seconds west, a distance of 90.06 feet to a point located on the eastern right-of-way line of Tyson Road (50 foot right-of-way) and the southern right-of-way line of Connors Road (60 foot right-of-way) and being the POINT OF BEGINNING, said property containing 50.455 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBIT B**LEGAL DESCRIPTION**
(Hembree Tract Two)

All that tract or parcel of land lying and being in Land Lot 173, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING begin at the intersection of the southern right-of-way line of Conners Road (60 foot right-of-way) and the western right-of-way line of Tyson Road (50 foot right-of-way) and being the POINT OF BEGINNING; running thence in a southeasterly and southwesterly direction along the western right-of-way line of Tyson Road (50 foot right-of-way) the following courses and distances:

south 06 degrees 45 minutes 05 seconds east, a distance of 83.67 feet to a point;
south 02 degrees 46 minutes 00 seconds east, a distance of 100.54 feet to a point;
south 02 degrees 25 minutes 03 seconds west, a distance of 99.29 feet to a point;
south 07 degrees 07 minutes 28 seconds west, a distance of 96.35 feet to a point;
south 09 degrees 41 minutes 13 seconds west, a distance of 95.38 feet to a point;
south 13 degrees 27 minutes 38 seconds west, a distance of 105.45 feet to a point;
south 17 degrees 22 minutes 59 seconds west, a distance of 278.85 feet to a point;
south 18 degrees 50 minutes 45 seconds west, a distance of 265.15 feet to a point;
south 19 degrees 21 minutes 42 seconds west, a distance of 347.90 feet to a point;
south 18 degrees 47 minutes 04 seconds west, a distance of 220.03 feet to a point;
south 22 degrees 10 minutes 55 seconds west, a distance of 103.67 feet to a point;
south 29 degrees 01 minutes 23 seconds west, a distance of 96.98 feet to a point;
south 30 degrees 11 minutes 05 seconds west, a distance of 254.38 feet to a 1/2 inch rebar found located at the intersection of the western right-of-way line of Tyson Road (50 foot right-of-way) and the common Land Lot line of Land Lots 148 and 173; thence leaving the western right-of-way line of Tyson Road (50 foot right-of-way) and running in a northwesterly direction along the common Land Lot line of Land Lots 148 and 173, north 89 degrees 31 minutes 37 seconds west, a distance of 116.86 feet to a 1/2 inch rebar found; north 00 degrees 49 minutes 11 seconds east, a distance of 1810.90 feet to a point located on the southern right-of-way line of Conners Road (60 foot right-of-way); thence running in a northeasterly direction along the southern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances:
north 70 degrees 20 minutes 39 seconds east, a distance of 274.47 feet to a point;
north 71 degrees 55 minutes 11 seconds east, a distance of 100.25 feet to a point;
north 73 degrees 48 minutes 00 seconds east, a distance of 95.20 feet to a point;
north 75 degrees 17 minutes 13 seconds east, a distance of 265.75 feet to a point located at the intersection of the southern right-of-way line of Conners Road (60 foot right-of-way) and the western right-of-way line of Tyson Road (50 foot right-of-way) and being the POINT OF BEGINNING, said property containing 21.799 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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1244 0175

EXHIBIT B**LEGAL DESCRIPTION**

(Norvell Tract One)

All that tract or parcel of land lying and being in Land Lots 172 and 173, 2nd District, 5th Section, Douglas County, Georgia and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, begin at the intersection of the southern right-of-way line of Connors Road (60 foot right-of-way) and the western right-of-way line of Nalley Road (30 foot right-of-way) and being the POINT OF BEGINNING, running thence in a southwesterly and southeasterly direction along the western right-of-way line of Nalley Road (30-foot right-of-way) the following courses and distances:

south 00 degrees 00 minutes 28 seconds west, a distance of 159.41 feet to a point;
 south 03 degrees 37 minutes 01 seconds east, a distance of 50.46 feet to a point;
 south 09 degrees 33 minutes 27 seconds east, a distance of 51.65 feet to a point;
 south 11 degrees 35 minutes 11 seconds east, a distance of 195.57 feet to a point;
 south 13 degrees 22 minutes 47 seconds east, a distance of 47.05 feet to a point;
 south 21 degrees 16 minutes 47 seconds east, a distance of 53.70 feet to a point;
 south 30 degrees 08 minutes 34 seconds east, a distance of 50.43 feet to a point;
 south 34 degrees 29 minutes 40 seconds east, a distance of 99.07 feet to a point;
 south 34 degrees 11 minutes 11 seconds east, a distance of 99.39 feet to a point;
 south 27 degrees 20 minutes 33 seconds east, a distance of 50.63 feet to a point;
 south 21 degrees 41 minutes 54 seconds east, a distance of 100.07 feet to a point;
 south 19 degrees 11 minutes 21 seconds east, a distance of 99.65 feet to a point;
 south 19 degrees 07 minutes 51 seconds east, a distance of 99.16 feet to a point;
 south 17 degrees 03 minutes 33 seconds east, a distance of 99.19 feet to a point;
 south 15 degrees 59 minutes 57 seconds east, a distance of 51.90 feet to a point;
 south 19 degrees 19 minutes 11 seconds east, a distance of 55.68 feet to a point;
 south 20 degrees 56 minutes 32 seconds east, a distance of 208.39 feet to a point;
 south 21 degrees 48 minutes 59 seconds east, a distance of 92.06 feet to a point;
 south 26 degrees 30 minutes 17 seconds east, a distance of 46.46 feet to a point;
 south 29 degrees 38 minutes 51 seconds east, a distance of 58.72 feet to a Georgia Power monument; south 35 degrees 10 minutes 32 seconds east, a distance of 151.74 feet to a Georgia Power monument located on the northern right-of-way line of Southern Railroad (200 foot right-of-way); running thence in a southwesterly direction along the northern right-of-way line of Southern Railroad (200 foot right-of-way), the following courses and distances:
 south 62 degrees 37 minutes 31 seconds west, a distance of 107.97 feet to a point;
 south 62 degrees 48 minutes 43 seconds west, a distance of 100.00 feet to a point;
 south 60 degrees 55 minutes 21 seconds west, a distance of 100.00 feet to a point;
 south 58 degrees 59 minutes 22 seconds west, a distance of 100.00 feet to a point;
 south 57 degrees 00 minutes 21 seconds west, a distance of 100.00 feet to a point;
 south 54 degrees 48 minutes 38 seconds west, a distance of 100.00 feet to a point;

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south 53 degrees 19 minutes 00 seconds west, a distance of 100.00 feet to a point;
south 51 degrees 14 minutes 56 seconds west, a distance of 78.41 feet to a point;
south 49 degrees 47 minutes 43 seconds west, a distance of 82.53 feet to a point;
south 48 degrees 13 minutes 54 seconds west, a distance of 569.97 feet to a 1/2 inch rebar found located at the intersection of the northern right-of-way line of Southern Railroad (200 foot right-of-way) and the common Land Lot line of Land Lots 148 and 173; thence leaving the northern right-of-way line of Southern Railroad (200 foot right-of-way) and running in a northwesterly direction along the common Land Lot line of Land Lots 148 and 173, north 89 degrees 16 minutes 01 seconds west, a distance of 197.43 feet to a 5/8 inch rebar found; north 00 degrees 44 minutes 40 seconds east a distance of 2358.60 feet to a point located on the southern right-of-way line of Connors Road (60 foot right-of-way); running thence in a northeasterly direction along the southern right-of-way line of Connors Road (60 foot right-of-way) the following courses and distances:

north 65 degrees 23 minutes 15 seconds east, a distance of 135.69 feet to a point;
north 65 degrees 26 minutes 19 seconds east, a distance of 99.78 feet to a point;
north 66 degrees 59 minutes 42 seconds east, a distance of 98.95 feet to a point;
north 70 degrees 33 minutes 43 seconds east, a distance of 97.40 feet to a point;
north 73 degrees 21 minutes 04 seconds east, a distance of 98.73 feet to a point;
north 75 degrees 04 minutes 13 seconds east, a distance of 98.22 feet to a point;
north 74 degrees 46 minutes 26 seconds east, a distance of 98.77 feet to a point;
north 72 degrees 19 minutes 54 seconds east, a distance of 49.70 feet to a point located on the southern right-of-way line of Connors Road (60 foot right-of-way) and the western right-of-way line of Nalley Road (30 foot right-of-way) and being the POINT OF BEGINNING, said property containing 52.012 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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EXHIBIT A**LEGAL DESCRIPTION**

(Norvell Tract Two)

All that tract or parcel of land lying and being in Land Lot 173, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING, begin at a one-half inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180 and running thence in a northeasterly direction along the common Land Lot line of Land Lots 173 and 180, north 89 degrees 57 minutes 21 seconds east, a distance of 824.78 feet to a one inch open top pipe found located on the common Land Lot line of Land Lots 173 and 180 and being the TRUE POINT OF BEGINNING; running thence in a southeasterly direction along the common Land Lot line of Land Lots 173 and 180 the following courses and distances: south 88 degrees 28 minutes 25 seconds east, a distance of 670.75 feet to a one inch open top iron pipe found; south 89 degrees 23 minutes 40 seconds east, a distance of 853.55 feet to a point; thence leaving the common Land Lot line of Land Lots 173 and 180 and running in a southeasterly direction south 00 degrees 44 minutes 40 seconds east, a distance of 511.78 feet to a point located on the northern right-of-way line of Connors Road (60 foot right-of-way); running thence in a southwesterly direction along the northern right-of-way line of Connors Road (60 foot right-of-way) the following courses and distances:

south 64 degrees 39 minutes 51 seconds west, a distance of 322.94 feet to a point;
south 66 degrees 34 minutes 16 seconds west, a distance of 104.68 feet to a point;
south 68 degrees 52 minutes 42 seconds west, a distance of 98.53 feet to a point;
south 71 degrees 13 minutes 40 seconds west, a distance of 98.14 feet to a point;
south 73 degrees 33 minutes 33 seconds west, a distance of 107.82 feet to a point;
south 75 degrees 22 minutes 00 seconds west, a distance of 455.23 feet to a point;
south 73 degrees 49 minutes 26 seconds west, a distance of 96.57 feet to a point;
south 71 degrees 56 minutes 14 seconds west, a distance of 103.74 feet to a point;
south 70 degrees 14 minutes 43 seconds west, a distance of 252.93 feet to a point; thence leaving the northern right-of-way line of Connors Road (60 foot right-of-way) and running in a northeasterly direction north 00 degrees 49 minutes 11 seconds east, a distance of 1075.71 feet to a one inch open top iron pipe found located on the common Land Lot line of Land Lots 173 and 180 and being the TRUE POINT OF BEGINNING, said property containing 28.591 acres, more or less, and being described on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

EXHIBIT "B"
(Villa Rica Gold Mine, Inc. Tract)

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TRACT ONE

All that tract or parcel of land lying and being in Land Lot 177 of the 2nd District and 5th Section of Carroll County, Georgia, and being more particularly shown as a 7.14 acre tract on a plat prepared by Armstrong Land Surveying, Inc., dated 5/24/92, and entitled "Survey for W. A. Humphries Estate," said plat being recorded in Plat Book 44, page 90, in the Office of the Clerk of Superior Court of Carroll County, Georgia. Said plat and the record therein contained are by reference incorporated herein.

THIS IS THE SAME PROPERTY as described in a Warranty Deed recorded in Deed Book 759, page 172, Carroll County, Georgia Public Deed Records.

TRACT TWO

All that tract or parcel of land lying and being in Land Lot 176 of the 2nd District and 5th Section of Carroll County, Georgia, and Land Lot 175 of the 2nd District and 5th Section of Douglas County, Georgia, and being more particularly shown as a 8.92 acre tract, and an 11.38 acre tract on that certain plat prepared by Armstrong Land Surveying, Inc., dated 5/24/92, entitled "Survey for W. A. Humphries Estate". Said plat is recorded in Plat Book 44, page 90, in the Office of the Clerk of the Superior Court of Carroll County, Georgia, and in Plat Book 19, page 246, in the Office of the Clerk of the Superior Court of Douglas County, Georgia. Said plat and the contents thereof are incorporated herein for a more complete and accurate description of said property.

THIS IS THE SAME PROPERTY as shown in a deed recorded in Deed Book 759, page 173, Carroll County, Georgia Public Deed Records and in Deed Book 788, page 211, Douglas County, Georgia Public Deed Records.

EXHIBIT B
(Liberty Road Properties Tract)
Legal Description

All that tract or parcel of land lying and being in Land Lots 206 and 207, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING, begin at the intersection of the western right-of-way line of a dirt road (right-of-way width varies) and the northern right-of-way line of Stockmar Road (30 foot right-of-way); running thence in a northwesterly direction along the western right-of-way line of said dirt road (right-of-way width varies), the following courses and distances:

north 13 degrees 40 minutes 01 seconds west, a distance of 109.33 feet to a point;
north 09 degrees 09 minutes 16 seconds west, a distance of 96.37 feet to a 5/8 inch rebar found located on the western right-of-way line of said dirt road (right-of-way width varies); thence leaving the western right-of-way line of said dirt road (right-of-way width varies) and running in a southwesterly direction south 89 degrees 58 minutes 48 seconds west, a distance of 1188.84 feet to a 1/2 inch open top iron pipe found; south 89 degrees 33 minutes 09 seconds west, a distance of 520.11 feet to a point and being the TRUE POINT OF BEGINNING; running thence in a southeasterly direction south 01 degrees 01 minutes 57 seconds east, a distance of 1263.39 feet to a point located on the northern right-of-way line of Stockmar Road (50 foot right-of-way); running thence in a southwesterly direction along the northern right-of-way line of Stockmar Road (50 foot right-of-way) the following courses and distances:

south 83 degrees 14 minutes 45 seconds west, a distance of 100.00 feet to a point;
south 84 degrees 06 minutes 50 seconds west, a distance of 100.00 feet to a point;
south 83 degrees 55 minutes 52 seconds west, a distance of 457.65 feet to a point;
south 84 degrees 19 minutes 12 seconds west, a distance of 100.00 feet to a point;
south 85 degrees 08 minutes 27 seconds west, a distance of 100.00 feet to a point;
south 87 degrees 36 minutes 09 seconds west, a distance of 100.00 feet to a point;
north 88 degrees 07 minutes 21 seconds west, a distance of 100.00 feet to a point;
north 82 degrees 59 minutes 40 seconds west, a distance of 99.34 feet to a point;
north 82 degrees 23 minutes 22 seconds west, a distance of 100.00 feet to a point;
north 86 degrees 40 minutes 32 seconds west, a distance of 87.32 feet to a point;
south 81 degrees 15 minutes 53 seconds west, a distance of 100.00 feet to a point;
south 70 degrees 19 minutes 24 seconds west, a distance of 100.00 feet to a point;
south 65 degrees 32 minutes 17 seconds west, a distance of 199.99 feet to a point;
south 64 degrees 32 minutes 51 seconds west, a distance of 100.00 feet to a point;
south 63 degrees 24 minutes 40 seconds west, a distance of 100.00 feet to a point;
south 60 degrees 17 minutes 46 seconds west, a distance of 100.00 feet to a point;
south 57 degrees 59 minutes 53 seconds west, a distance of 100.00 feet to a point;
south 54 degrees 33 minutes 59 seconds west, a distance of 100.00 feet to a 1/2 inch rebar found located on the northern right-of-way line of Stockmar Road (50 foot right-of-way); thence leaving

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the northern right-of-way line of Stockmar Road (50 foot right-of-way) and running in a northeasterly direction north 04 degrees 06 minutes 39 seconds east, a distance of 1714.45 feet to a 1/2 inch rebar found; south 88 degrees 54 minutes 40 seconds east, a distance of 868.62 feet to a 5/8 inch rebar found located on the common Land Lot line of Land Lots 206 and 207; north 89 degrees 33 minutes 09 seconds east, a distance of 1131.56 feet to a point and being the TRUE POINT OF BEGINNING, said property containing 65.169 acres, more or less, and being described as Tract One on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

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LESS AND EXCEPT FROM THE MIRROR LAKE PROPERTY IS THE PROPERTY
CONVEYED BY THE FOLLOWING INSTRUMENTS:

1. Deed to Mirror Lakes of Carrollton Development, LLC dated June 17, 1998, filed of record in Deed Book 1167, Page 366, Douglas County, Georgia Records.
2. Deed to Bob Adams Homes, Inc. dated July 8, 1998, filed of record in Deed Book 1174, Page 480, Douglas County, Georgia Records.
3. Deed to Douglas County Board of Education dated December 22, 1998, filed of record in Deed Book 1219, Page 191, Douglas County, Georgia Records.
4. Deed to Bob Adams Homes, Inc. dated January 6, 1999, filed of record in Deed Book 1224, Page 691, Douglas County, Georgia Records.
5. Deed to The Ryland Group, Inc. dated January 29, 1999, filed of record in Deed Book 1229, Page 468, Douglas County, Georgia Records.
6. Deed to Hedgewood Properties, Inc. dated February 1, 1999, filed of record in Deed Book 1229, Page 787, Douglas County, Georgia Records.
7. Deed dated March 22, 1999 conveying Lots 325 through 330 of Park Place at Mirror Lake, and to be filed of record in Douglas County and Carroll County, Georgia.

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EXHIBIT "B-1"
OPTION PROPERTY

(22221.1)

Legal Description

Option Property

(Tracts 1, 2, 3 and 6 - 655.48 acres, more or less)

All that tract or parcel of land lying and being in Land Lots 206 and 207, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING, begin at the intersection of the western right-of-way line of a dirt road (right-of-way width varies) and the northern right-of-way line of Stockmar Road (30 foot right-of-way); running thence in a northwesterly direction along the western right-of-way line of said dirt road (right-of-way width varies), the following courses and distances:

north 13 degrees 40 minutes 01 seconds west, a distance of 109.33 feet to a point;
north 09 degrees 09 minutes 16 seconds west, a distance of 96.37 feet to a 5/8 inch rebar found located on the western right-of-way line of said dirt road (right-of-way width varies); thence leaving the western right-of-way line of said dirt road (right-of-way width varies) and running in a southwesterly direction south 89 degrees 58 minutes 48 seconds west, a distance of 1188.84 feet to a 1/2 inch open top iron pipe found; south 89 degrees 33 minutes 09 seconds west, a distance of 520.11 feet to a point and being the TRUE POINT OF BEGINNING; running thence in a southeasterly direction south 01 degrees 01 minutes 57 seconds east, a distance of 1263.39 feet to a point located on the northern right-of-way line of Stockmar Road (50 foot right-of-way); running thence in a southwesterly direction along the northern right-of-way line of Stockmar Road (50 foot right-of-way) the following courses and distances:

south 83 degrees 14 minutes 45 seconds west, a distance of 100.00 feet to a point;
south 84 degrees 06 minutes 50 seconds west, a distance of 100.00 feet to a point;
south 83 degrees 55 minutes 52 seconds west, a distance of 457.65 feet to a point;
south 84 degrees 19 minutes 12 seconds west, a distance of 100.00 feet to a point;
south 85 degrees 08 minutes 27 seconds west, a distance of 100.00 feet to a point;
south 87 degrees 36 minutes 09 seconds west, a distance of 100.00 feet to a point;
north 88 degrees 07 minutes 21 seconds west, a distance of 100.00 feet to a point;
north 82 degrees 59 minutes 40 seconds west, a distance of 99.34 feet to a point;
north 82 degrees 23 minutes 22 seconds west, a distance of 100.00 feet to a point;
north 86 degrees 40 minutes 32 seconds west, a distance of 87.32 feet to a point;
south 81 degrees 15 minutes 53 seconds west, a distance of 100.00 feet to a point;
south 70 degrees 19 minutes 24 seconds west, a distance of 100.00 feet to a point;
south 65 degrees 32 minutes 17 seconds west, a distance of 199.99 feet to a point;
south 64 degrees 32 minutes 51 seconds west, a distance of 100.00 feet to a point;
south 63 degrees 24 minutes 40 seconds west, a distance of 100.00 feet to a point;
south 60 degrees 17 minutes 46 seconds west, a distance of 100.00 feet to a point;
south 57 degrees 59 minutes 53 seconds west, a distance of 100.00 feet to a point;
south 54 degrees 33 minutes 59 seconds west, a distance of 100.00 feet to a 1/2 inch rebar found

located on the northern right-of-way line of Stockmar Road (50 foot right-of-way); thence leaving the northern right-of-way line of Stockmar Road (50 foot right-of-way) and running in a northeasterly direction north 04 degrees 06 minutes 39 seconds east, a distance of 1714.45 feet to a 1/2 inch rebar found; south 88 degrees 54 minutes 40 seconds east, a distance of 868.62 feet to a 5/8 inch rebar found located on the common Land Lot line of Land Lots 206 and 207; north 89 degrees 33 minutes 09 seconds east, a distance of 1131.56 feet to a point and being the TRUE POINT OF BEGINNING, said property containing 65.169 acres, more or less, and being described as Tract One on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078;

TOGETHER WITH

All that tract or parcel of land lying and being in Land Lots 174, 179, 180, 205 and 206, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, begin at a point located at the intersection of the common Land Lot line of Land Lots 204 and 205 and the southern right-of-way line of Brewer Road (30 foot right-of-way) and being the POINT OF BEGINNING; thence leaving the southern right-of-way line of Brewer Road (30 foot right-of-way) and running in a southwesterly direction along the common Land Lot line of Land Lots 204 and 205, the following courses and distances: south 01 degrees 06 minutes 32 seconds west, a distance of 18.21 feet to a 1/2 inch rebar found; south 01 degrees 06 minutes 32 seconds west, a distance of 2313.86 feet to a one inch iron pipe found located at the intersection of the Land Lot line of Land Lots 180, 181, 204 and 205; thence leaving the common Land Lot line of Land Lots 204 and 205 and running in a northwesterly direction along the common Land Lot line of Land Lots 180 and 205 north 89 degrees 15 minutes 21 seconds west, a distance of 1530.07 feet to a 1/2 inch rebar found located on the common Land Lot line of Land Lots 180 and 205; thence leaving the common Land Lot line of Land Lots 180 and 205 and running in a southwesterly direction south 00 degrees 33 minutes 02 seconds west, a distance of 3355.52 feet to a one inch open top pipe found located on the common Land Lot line of Land Lots 173 and 180; running thence in a northwesterly direction along the common Land Lot line of Land Lots 173 and 180 the following courses and distances: north 88 degrees 28 minutes 25 seconds west, a distance of 670.75 feet to a one inch open top iron pin found; south 89 degrees 57 minutes 21 seconds west, a distance of 824.78 feet to a 1/2 inch rebar found located at the intersection of the Land Lot lines of Land Lots 173, 174, 179 and 180; running thence in a northwesterly direction along the common Land Lot line of Land Lots 174 and 179 north 89 degrees 21 minutes 05 seconds west, a distance of 522.07 feet to a 1/2 inch rebar found located on the common Land Lot line of Land Lots 174 and 179; thence leaving the common Land Lot line of Land Lots 174 and 179 and running in a southwesterly direction south 00 degrees 33 minutes 13 seconds west, a distance of 1136.64 feet to a 1/2 inch crimped top iron pin found; south 56 degrees 36 minutes 20 seconds west, a distance of 524.18 feet to a 1/2 inch crimped top iron pin found; south 33 degrees 23 minutes 40 seconds east, a distance of 187.05 feet to a point located on the northern right-of-way line of Conners Road (60 foot right-of-way); running thence in a

southwesterly direction along the northern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances:

south 61 degrees 45 minutes 04 seconds west, a distance of 150.51 feet to a point;
south 68 degrees 18 minutes 14 seconds west, a distance of 296.80 feet to a point;
south 63 degrees 42 minutes 26 seconds west, a distance of 101.39 feet to a point;
south 53 degrees 28 minutes 56 seconds west, a distance of 107.16 feet to a point;
south 52 degrees 10 minutes 55 seconds west, a distance of 348.15 feet to a point;
south 60 degrees 51 minutes 29 seconds west, a distance of 93.18 feet to a point;
south 78 degrees 54 minutes 25 seconds west, a distance of 93.52 feet to a point;
north 84 degrees 18 minutes 11 seconds west, a distance of 83.47 feet to a point;
north 70 degrees 11 minutes 02 seconds west, a distance of 101.15 feet to a point;
north 62 degrees 14 minutes 59 seconds west, a distance of 133.45 feet to a point;
north 63 degrees 52 minutes 27 seconds west, a distance of 173.43 feet to a point;
north 82 degrees 33 minutes 22 seconds west, a distance of 122.51 feet to a point;
north 89 degrees 53 minutes 54 seconds west, a distance of 105.76 feet to a point;
south 85 degrees 38 minutes 44 seconds west, a distance of 115.23 feet to a point;
south 81 degrees 14 minutes 09 seconds west, a distance of 105.50 feet to a point; thence leaving the northern right-of-way line of Conners Road (60 foot right-of-way) and running in a northeasterly direction north 41 degrees 00 minutes 21 seconds east, a distance of 900.00 feet to a point; north 86 degrees 59 minutes 10 seconds west, a distance of 356.22 feet to a point; north 00 degrees 52 minutes 34 seconds west, a distance of 870.52 feet to a point; north 06 degrees 57 minutes 25 seconds east, a distance of 1151.12 feet to a point; north 19 degrees 24 minutes 42 seconds west, a distance of 359.21 feet to a point; north 35 degrees 26 minutes 17 seconds east, a distance of 2152.91 feet to a point; north 05 degrees 23 minutes 10 seconds east, a distance of 707.43 feet to a point; north 01 degrees 33 minutes 41 seconds east, a distance of 731.15 feet to a point; north 22 degrees 25 minutes 30 seconds west, a distance of 585.51 feet to a point located on the southern right-of-way line of Stockmar Road (50 foot right-of-way); running thence in a northeasterly direction along the northern right-of-way line of Stockmar Road (50 foot right-of-way) north 66 degrees 28 minutes 46 seconds east, a distance of 82.56 feet to a point located on the southern right-of-way line of Stockmar Road (50 foot right-of-way); running thence along the eastern right-of-way line of Stockmar Road (50 foot right-of-way) north 27 degrees 06 minutes 24 seconds west, a distance of 9.87 feet to a point located on the southern right-of-way line of Stockmar Road (30 foot right-of-way); running thence in a northeasterly direction along the southern right-of-way line of Stockmar Road (30 foot right-of-way) the following courses and distances:

north 57 degrees 36 minutes 23 seconds east, a distance of 46.55 feet to a point;
north 51 degrees 16 minutes 03 seconds east, a distance of 61.09 feet to a point;
north 45 degrees 55 minutes 58 seconds east, a distance of 101.81 feet to a point;
north 45 degrees 08 minutes 46 seconds east, a distance of 246.73 feet to a point;
north 39 degrees 56 minutes 53 seconds east, a distance of 58.50 feet to a point;
north 31 degrees 25 minutes 19 seconds east, a distance of 60.18 feet to a point;
north 21 degrees 00 minutes 32 seconds east, a distance of 71.25 feet to a point;
north 13 degrees 05 minutes 19 seconds east, a distance of 58.51 feet to a point;

north 10 degrees 10 minutes 54 seconds east, a distance of 99.72 feet to a point;
north 16 degrees 01 minutes 08 seconds east, a distance of 71.33 feet to a point;
north 25 degrees 37 minutes 58 seconds east, a distance of 61.39 feet to a point;
north 39 degrees 07 minutes 57 seconds east, a distance of 45.13 feet to a point located on the southern right-of-way line of Stockmar Road (30 foot right-of-way) and Brewer Road (30 foot right-of-way); running thence in a northeasterly direction along the southern right-of-way line of Brewer Road (30 foot right-of-way) the following courses and distances:

north 54 degrees 20 minutes 52 seconds east, a distance of 52.43 feet to a point;
north 63 degrees 45 minutes 18 seconds east, a distance of 50.80 feet to a point;
north 69 degrees 45 minutes 24 seconds east, a distance of 117.39 feet to a point;
north 74 degrees 33 minutes 08 seconds east, a distance of 98.58 feet to a point;
north 79 degrees 19 minutes 49 seconds east, a distance of 101.89 feet to a point;
north 83 degrees 28 minutes 04 seconds east, a distance of 102.47 feet to a point;
north 89 degrees 22 minutes 22 seconds east, a distance of 99.04 feet to a point;
south 88 degrees 57 minutes 25 seconds east, a distance of 483.89 feet to a point;
south 87 degrees 32 minutes 37 seconds east, a distance of 99.59 feet to a point;
south 82 degrees 27 minutes 35 seconds east, a distance of 103.59 feet to a point;
south 80 degrees 55 minutes 57 seconds east, a distance of 102.88 feet to a point;
south 79 degrees 35 minutes 14 seconds east, a distance of 105.73 feet to a point;
south 72 degrees 08 minutes 22 seconds east, a distance of 98.15 feet to a point;
south 67 degrees 00 minutes 48 seconds east, a distance of 99.78 feet to a point;
south 67 degrees 41 minutes 49 seconds east, a distance of 99.01 feet to a point;
south 71 degrees 55 minutes 46 seconds east, a distance of 100.99 feet to a point;
south 73 degrees 27 minutes 27 seconds east, a distance of 98.57 feet to a point;
south 73 degrees 08 minutes 40 seconds east, a distance of 101.41 feet to a point;
south 69 degrees 40 minutes 17 seconds east, a distance of 98.63 feet to a point;
south 66 degrees 44 minutes 54 seconds east, a distance of 101.98 feet to a point;
south 67 degrees 24 minutes 24 seconds east, a distance of 101.64 feet to a point;
south 75 degrees 38 minutes 02 seconds east, a distance of 86.52 feet to a point;
south 89 degrees 38 minutes 29 seconds east, a distance of 106.43 feet to a point;
north 80 degrees 27 minutes 22 seconds east, a distance of 100.98 feet to a point;
north 77 degrees 53 minutes 11 seconds east, a distance of 100.64 feet to a point;
north 76 degrees 00 minutes 56 seconds east, a distance of 101.18 feet to a point;
north 74 degrees 23 minutes 14 seconds east, a distance of 101.26 feet to a point;
north 71 degrees 32 minutes 28 seconds east, a distance of 100.08 feet to a point;
north 64 degrees 41 minutes 16 seconds east, a distance of 96.57 feet to a point;
north 56 degrees 12 minutes 14 seconds east, a distance of 107.00 feet to a point;
north 55 degrees 10 minutes 16 seconds east, a distance of 56.43 feet to a point located at the intersection of the common Land Lot line of Land Lots 204 and 205 and the southern right-of-way line of Brewer Road (30 foot right-of-way) and being the POINT OF BEGINNING;

LESS AND EXCEPT:

1244 0187

All that tract or parcel of land lying and being in Land Lot 180, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING, begin a 1 1/2 inch pipe found located at the intersection of the common Land Lot lines of Land Lots 172, 173, 180 and 181 and running in a northwesterly direction north 62 degrees 38 minutes 15 seconds west, a distance of 2007.22 feet to a 1/2 inch rebar found and being the TRUE POINT OF BEGINNING; running thence in a northwesterly direction north 83 degrees 37 minutes 01 seconds west, a distance of 310.78 feet to a point; north 83 degrees 37 minutes 01 seconds west, a distance of 228.68 feet to a point; north 15 degrees 45 minutes 32 seconds east, a distance of 363.28 feet to a point; north 15 degrees 40 minutes 35 seconds east, a distance of 140.15 feet to a point; north 02 degrees 55 minutes 58 seconds east, a distance of 148.09 feet to a point; north 13 degrees 58 minutes 11 seconds west, a distance of 135.16 feet to a point; north 70 degrees 00 minutes 45 seconds east, a distance of 370.42 feet to a point; south 66 degrees 21 minutes 14 seconds east, a distance of 80.29 feet to a point; north 35 degrees 14 minutes 01 seconds east, a distance of 83.59 feet to a point; north 62 degrees 55 minutes 50 seconds east, a distance of 56.25 feet to a point; south 05 degrees 22 minutes 56 seconds west, a distance of 1016.36 feet to a 1/2 inch rebar found and being the TRUE POINT OF BEGINNING;

TOGETHER WITH A FORTY (40) FOOT ACCESS ROAD, SAID ACCESS ROAD BEING TWENTY (20) FEET ON EACH SIDE OF THE CENTERLINE OF THE FOLLOWING DESCRIBED CENTERLINE:

TO FIND THE TRUE POINT OF BEGINNING, begin a 1 1/2 inch pipe found located at the intersection of the common Land Lot lines of Land Lots 172, 173, 180 and 181 and running in a northwesterly direction north 62 degrees 38 minutes 15 seconds west, a distance of 2007.22 feet to a 1/2 inch rebar found; running thence in a northwesterly direction north 83 degrees 37 minutes 01 seconds west, a distance of 310.78 feet to a point and being the TRUE POINT OF BEGINNING of said centerline; running thence along the centerline of said Access Road the following courses and distances:

south 33 degrees 50 minutes 00 seconds west, a distance of 57.02 feet to a point;
south 29 degrees 35 minutes 12 seconds east, a distance of 60.46 feet to a point;
south 23 degrees 48 minutes 20 seconds east, a distance of 179.31 feet to a point;
south 29 degrees 33 minutes 03 seconds east, a distance of 113.85 feet to a point;
south 31 degrees 50 minutes 58 seconds east, a distance of 100.77 feet to a point;
south 82 degrees 38 minutes 18 seconds east, a distance of 130.91 feet to a point;
north 61 degrees 06 minutes 22 seconds east, a distance of 85.24 feet to a point;
north 76 degrees 46 minutes 49 seconds east, a distance of 140.20 feet to a point;
south 89 degrees 52 minutes 13 seconds east, a distance of 79.23 feet to a point located on the common Land Lot line of Land Lots 180 and 181;

Said property containing 455.441 acres, more or less, and being described as Tract Two on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997,

prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078;

TOGETHER WITH

All that tract or parcel of land lying and being in Land Lots 147, 173, 174 and 175, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING begin at a tack in a stone located at the intersection of the Land Lot lines of Land Lots 148, 147, 173 and 174; running thence in a southwesterly direction along the common Land Lot line of Land Lots 147 and 148 south 01 degrees 35 minutes 00 seconds west, a distance of 224.49 feet to a ½ inch rebar found located at the intersection of the common Land Lot line of Land Lots 147 and 148 and the northern right-of-way line of Southern Railroad (200 foot right-of-way); thence leaving the common Land Lot line of Land Lots 147 and 148 and running in a northwesterly and southwesterly direction along the northern right-of-way line of Southern Railroad (200 foot right-of-way) the following courses and distances:

north 76 degrees 32 minutes 29 seconds west, a distance of 396.53 feet to a point;
north 76 degrees 34 minutes 59 seconds west, a distance of 115.83 feet to a point;
north 76 degrees 52 minutes 19 seconds west, a distance of 100.27 feet to a point;
north 77 degrees 53 minutes 07 seconds west, a distance of 103.36 feet to a point;
north 79 degrees 56 minutes 28 seconds west, a distance of 108.45 feet to a point;
north 82 degrees 08 minutes 56 seconds west, a distance of 100.04 feet to a point;
north 84 degrees 05 minutes 47 seconds west, a distance of 100.75 feet to a point;
north 86 degrees 04 minutes 45 seconds west, a distance of 103.27 feet to a point;
north 88 degrees 02 minutes 09 seconds west, a distance of 103.53 feet to a point;
north 89 degrees 58 minutes 28 seconds west, a distance of 103.35 feet to a point;
south 88 degrees 07 minutes 09 seconds west, a distance of 101.60 feet to a point;
south 86 degrees 03 minutes 50 seconds west, a distance of 84.44 feet to a square pipe;
south 84 degrees 52 minutes 45 seconds west, a distance of 115.52 feet to a point;
south 82 degrees 41 minutes 02 seconds west, a distance of 97.83 feet to a point;
south 81 degrees 45 minutes 54 seconds west, a distance of 98.39 feet to a point;
south 81 degrees 39 minutes 31 seconds west, a distance of 476.20 feet to a point;
south 81 degrees 39 minutes 31 seconds west, a distance of 642.90 feet to a ½ inch rebar found located on the northern right-of-way line of Southern Railroad (200 foot right-of-way); thence leaving the northern right-of-way line of Southern Railroad (200 foot right-of-way) and running in a northwesterly direction north 54 degrees 05 minutes 53 seconds west, a distance of 345.52 feet to a ½ inch rebar found located at the intersection of the Land Lot lines of Land Lots 146, 147, 174 and 175; running thence in a southwesterly direction along the common Land Lot line of Land Lots 146 and 175, south 89 degrees 35 minutes 17 seconds west, a distance of 25.74 feet to a point located on the common Land Lot Line of Land Lots 146 and 175; thence leaving the common Land Lot line of Land Lots 146 and 175, and running in a northwesterly direction north 61 degrees 58 minutes 44 seconds west, a distance of 129.35 feet to a point; running thence north

1244 0189

70 degrees 32 minutes 38 seconds west, a distance of 99.21 feet to a point; running thence north 77 degrees 45 minutes 03 seconds west, a distance of 101.91 feet to a point; running thence north 00 degrees 16 minutes 13 seconds west, a distance of 561.67 feet to a point located on the southern right-of-way line of Conners Road (60 foot right-of-way); running thence in a northeasterly direction along the southern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances:

north 72 degrees 34 minutes 47 seconds east, a distance of 392.61 feet to a point;
north 72 degrees 27 minutes 07 seconds east, a distance of 100.09 feet to a point;
north 70 degrees 58 minutes 42 seconds east, a distance of 222.21 feet to a point;
north 73 degrees 35 minutes 40 seconds east, a distance of 105.23 feet to a point;
north 81 degrees 06 minutes 44 seconds east, a distance of 99.64 feet to a point;
north 85 degrees 34 minutes 05 seconds east, a distance of 109.78 feet to a point;
south 89 degrees 53 minutes 01 seconds east, a distance of 107.60 feet to a point;
south 81 degrees 34 minutes 51 seconds east, a distance of 107.67 feet to a point;
south 63 degrees 45 minutes 56 seconds east, a distance of 152.84 feet to a point;
south 62 degrees 15 minutes 18 seconds east, a distance of 138.16 feet to a point;
south 70 degrees 13 minutes 24 seconds east, a distance of 117.76 feet to a point;
south 85 degrees 05 minutes 46 seconds east, a distance of 103.98 feet to a point;
north 78 degrees 44 minutes 36 seconds east, a distance of 100.62 feet to a point; thence leaving the southern right-of-way line of Conners Road (60 foot right-of-way) and running in a southeasterly direction south 09 degrees 05 minutes 55 seconds east, a distance of 273.71 feet to a 3/4 inch crimped top iron pin found; running thence south 89 degrees 23 minutes 55 seconds east, a distance of 222.71 feet to a 1/2 inch rebar found; running thence north 01 degrees 02 minutes 41 seconds east, a distance of 459.72 feet to a point located on the southern right-of-way line of Conners Road (60 foot right-of-way); thence running in a northeasterly direction along the southern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances:

north 51 degrees 28 minutes 38 seconds east, a distance of 130.71 feet to a point;
north 53 degrees 23 minutes 07 seconds east, a distance of 101.17 feet to a point;
north 63 degrees 39 minutes 26 seconds east, a distance of 92.90 feet to a point;
north 68 degrees 18 minutes 17 seconds east, a distance of 294.38 feet to a point;
north 61 degrees 54 minutes 14 seconds east, a distance of 162.64 feet to a point;
north 58 degrees 07 minutes 08 seconds east, a distance of 110.25 feet to a point;
north 56 degrees 40 minutes 49 seconds east, a distance of 178.70 feet to a point;
north 58 degrees 19 minutes 43 seconds east, a distance of 111.50 feet to a point;
north 61 degrees 21 minutes 57 seconds east, a distance of 98.77 feet to a point;
north 66 degrees 17 minutes 56 seconds east, a distance of 106.19 feet to a point;
north 68 degrees 25 minutes 39 seconds east, a distance of 106.22 feet to a point;
north 71 degrees 48 minutes 12 seconds east, a distance of 102.70 feet to a point;
north 78 degrees 15 minutes 34 seconds east, a distance of 106.54 feet to a point;
north 85 degrees 43 minutes 18 seconds east, a distance of 143.13 feet to a point;
south 89 degrees 20 minutes 05 seconds east, a distance of 285.91 feet to a point;
north 86 degrees 17 minutes 07 seconds east, a distance of 103.24 feet to a point;

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north 80 degrees 10 minutes 09 seconds east, a distance of 100.82 feet to a point;
north 74 degrees 18 minutes 43 seconds east, a distance of 100.59 feet to a point;
north 71 degrees 30 minutes 30 seconds east, a distance of 99.23 feet to a point located on the southern right-of-way line of Conners Road (60 foot right-of-way); thence leaving the southern right-of-way line of Conners Road (60 foot right-of-way) and running in a southwesterly direction south 00 degrees 49 minutes 11 seconds west, a distance of 1810.90 feet to a ½ inch rebar found located on the common Land Lot line of Land Lots 148 and 173; thence running in a northwesterly direction along the common Land Lot line of Land Lots 148 and 173, north 89 degrees 31 minutes 28 seconds west, a distance of 814.81 feet to a tack in a stone located at the intersection of the Land Lot lines of Land Lots 148, 147, 173 and 174 and being the POINT OF BEGINNING, said property containing 123.192 acres, more or less, and being described as Tract Three on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078;

TOGETHER WITH

All that tract or parcel of land lying and being in Land Lot 175, 2nd District, 5th Section, Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING begin at an open top iron pin found located at the intersection of the Land Lot lines of Land Lots 174, 175, 178 and 179, 2nd District, 5th Section, Douglas County, Georgia; running thence in a southwesterly direction along the common Land Lot line of Land Lots 174 and 175 south 02 degrees 44 minutes 02 seconds west, a distance of 1554.60 feet to a rebar found located on the common Land Lot line of Land Lots 174 and 175 and being the TRUE POINT OF BEGINNING; running thence in a southwesterly direction along the common Land Lot line of Land Lots 174 and 175 south 02 degrees 48 minutes 07 seconds west, a distance of 565.80 feet to a point located at the intersection of the common Land Lot line of Land Lots 174 and 175 and the northern right-of-way line of Conners Road (60 foot right-of-way); running thence in a southwesterly direction along the northern right-of-way line of Conners Road (60 foot right-of-way) the following courses and distances: south 72 degrees 39 minutes 35 seconds west, a distance of 492.52 feet to a point; south 73 degrees 13 minutes 26 seconds west, a distance of 102.93 feet to a point; south 77 degrees 20 minutes 05 seconds west, a distance of 107.44 feet to a point; thence leaving the northern right-of-way line of Conners Road (60 foot right-of-way) and running in a northwesterly direction north 09 degrees 56 minutes 28 seconds west, a distance of 773.97 feet to a point; north 89 degrees 48 minutes 21 seconds east, a distance of 834.80 feet to a rebar found located on the common Land Lot line of Land Lots 174 and 175, 2nd District, 5th Section, Douglas County, Georgia, and being the TRUE POINT OF BEGINNING, said property containing 11.679 acres, more or less, and being described as Tract Six on the survey for Mirror Lake, L.L.C., dated September 5, 1997, last revised December 29, 1997, prepared by Turner Engineering & Land Surveying, John S. Turner, Georgia Registered Land Surveyor No. 2078.

LESS AND EXCEPT that parcel conveyed to Mirror Lake, LLC on February 12, 1999 at Deed Book 1232, Page 741, Douglas County, Georgia Records.

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0191

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EXHIBIT "C"
COMMERCIAL PROPERTY

(22221-1)

BK PG
1244 0192

EXHIBIT "C"

COMMERCIAL PROPERTY

ALL THAT TRACT or parcel of land lying and being in Land Lot 175 of the 2nd District and 5th Section of Douglas County, Georgia, and Land Lot 176 of the 2nd District and 5th Section of Carroll County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, commence at the intersection of the northerly edge of the right of way of Conners Road (60 foot right of way) with the east line of Land Lot 175, said district and section in Douglas County; and proceed thence in a westerly direction along the northerly edge of the right of way of Conners Road 1934.74 feet to a point, said point being the TRUE POINT OF BEGINNING; thence North 03 degrees 55 minutes 04 seconds West along the extended right of way of Conners Road 9.65 feet to a point; thence North 03 degrees 55 minutes 01 seconds West 255.00 feet to a point; thence South 78 degrees 12 minutes 47 seconds West 330.40 feet to a point on the easterly edge of the relocated right of way of Pumpkintown Road; thence in a northwesterly direction along the easterly edge of the relocated right of way of Pumpkintown Road the following courses and distances: Following a curve to the left an arc distance of 188.04 feet to a point (said arc having a radius of 1542.00 feet and being subtended by a chord bearing North 33 degrees 17 minutes 57 seconds West a distance of 187.93 feet); thence North 36 degrees 45 minutes 36 seconds West 146.49 feet to a point; thence North 24 degrees 33 minutes 20 seconds West 27.33 feet to a point; thence North 24 degrees 33 minutes 20 seconds West 174.09 feet to a point; thence North 36 degrees 46 minutes 50 seconds West 65.62 feet to a point; thence North 54 degrees 47 minutes 05 seconds West 137.99 feet to a point; thence North 36 degrees 46 minutes 50 seconds West 96.38 feet to a point; thence North 36 degrees 46 minutes 50 seconds West 547.27 feet to a point; thence departing the right of way of Pumpkintown Road North 89 degrees 48 minutes 18 seconds East 655.29 feet to a point; thence South 56 degrees 09 minutes 17 seconds East 240.66 feet to a point; thence South 78 degrees 01 minutes 02 seconds East 329.44 feet to a point; thence North 77 degrees 07 minutes 44 seconds East 323.89 feet to a point; thence South 03 degrees 58 minutes 56 seconds East 89.38 feet to a point; thence South 13 degrees 54 minutes 13 seconds East 599.47 feet to a point; thence South 24 degrees 42 minutes 31 seconds East 360.30 feet to a point; thence South 04 degrees 06 minutes 18 seconds East 128.81 feet to a point on the northerly edge of the right of way of Conners Road (60 foot right of way); thence South 85 degrees 53 minutes 42 seconds West along the right of way of Conners Road 391.40 feet to a point; thence South 85 degrees 50 minutes 08 seconds West along the right of way of Conners Road 260.08 feet to the point of beginning.

The captioned premises being shown as the Commercial Site of 29.438 acres upon the exhibit plat of the Commercial Site at Mirror Lake prepared April 1, 1999 by Turner Engineering & Land Surveying.

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EXHIBIT "D"
SCHOERNER PROPERTY

(22221.1)

01244
0194

BK PG
1244 0194

EXHIBIT "D"

SCHOERNER PROPERTY

ALL THAT TRACT or parcel of land lying and being in Land Lot 176 of the 2nd District of Carroll County, Georgia, and being shown on the tax maps of the Carroll County Tax Assessors, City of Villa Rica Map No. 22, Block 18, Parcel 32 of 47.83 acres and Block 13, Parcel 62 of 20 acres. The parties have each initialed the appropriate parcel upon a copy of the referenced tax map, the same being on file at the office of West Georgia National Bank in Villa Rica, Georgia.

{22221.1}

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EXHIBIT "E"

DEVELOPMENT GUIDELINES AND COMMERCIAL DEED RESTRICTIONS

[22221.1]

EXHIBIT "E"

DEVELOPMENT GUIDELINES AND COMMERCIAL DEED RESTRICTIONS

1. No alterations shall be made to the Property until site plans and grading plans have been approved in writing by Seller, who shall have the right to establish and amend procedures and standard to guide its review of site plans. In particular, no clearing and grading shall take place until Seller has given written approval of the proposed ingress and egress, on site circulation and parking, building location and all areas where it is proposed to remove existing trees. No trees on the site with a diameter of at least six inches shall be removed without the specific written approval of Seller.
2. Purchaser shall be responsible for grading the Property in such a manner so as not to block any natural or manmade swales, or drainage structures. Earth bents, silt fence, mulch boards, grading, gravel blankets and any other approved erosion and erosion control measures shall be installed prior to grading to prevent mud and silt from running off the Property onto streets or any adjoining property. Any mud or silt deposited in the streets or adjoining property as a result of construction, equipment, lack of silt control, or delivery of materials shall be removed immediately. Number three gravel or larger is required at each access point to the Property where truck or construction traffic will be entering or exiting. It is the responsibility of Purchaser to keep the streets in front of the Property clean. Silt fencing is to be installed to a minimum depth of six inches where runoff will likely occur, as required by the City of Villa Rica. Seller shall require two lines of silt fencing with baled hay reinforcement on any area affecting Mirror Lake or its tributaries.
1. No structure shall be erected or placed on the Property until the building plans, drainage and grading plans, specifications and site plans for such structure have been approved in writing by Seller. As a minimum, final plans and specifications shall show the nature, kind, shape, dimensions, materials, basic exterior finishes, and colors, location, floor plans and elevations of the proposed structure. Exterior alterations or additions shall be subject to the original restrictions and shall conform essentially to the original architectural design. Any proposed change in the color scheme of the exterior of any building or improvements on the Property must be approved in writing by Seller. All structures which are erected or placed on the Property and all alterations which are made to such structures shall conform to the approved plans, specifications and site plan. The exterior of all structures must be completed within one year of the date Seller approves the plans, except where such completion is impossible or would result in great hardship to Purchaser or Purchaser's builder due to strikes, fires, national emergency or natural calamities.
4. No fence, wall or overhead utility of any kind shall be erected or permitted to remain upon any portion of the Property without written approval from Seller.
5. No outdoor lighting fixtures or signs shall be built, installed or altered on the Property until plans and specifications and locations have been approved in writing by Seller.
6. During the course of construction on the Property, no temporary building, trailer, garage or structure shall be used as a residence. Any permitted outdoor storage facilities and trash containers shall be effectively screened from public view. No fuel tanks or similar storage receptacles shall be exposed to public view on the Property; such receptacles must be installed within a building or screened area, or buried. Any exterior installation is subject to Seller's written approval.
7. No lumber, metals, bulk materials, refuse, construction related trash or other similar materials shall be kept, stored on the Property except during the construction period. During construction, the materials on the Property shall be placed and kept in a reasonably orderly fashion.
8. The landscaping on the Property shall be installed in accordance with an approved landscaping plan and shall be kept in good order and condition at all times. Should Purchaser fail to remedy any deficiency in the maintenance of the landscaping within thirty (30) days of written notification from Seller, Seller hereby expressly reserves the right, privilege and license, but not the duty, to make any and all corrections or improvements in landscaping maintenance at the expense of Purchaser. Any such expense incurred by Seller in this regard shall be payable by Purchaser upon demand.
9. Seller shall have the power, authority, and the obligation to approve or disapprove the site plan, plans and specifications may be withheld due to reasonable dissatisfaction of Seller with the grading plan, location of the structure on the site, the finished ground elevation, the color scheme, finish, design, proportions, architecture, shape, height, style, and appropriateness of the proposed structure or altered structures, the materials used therein, size, height or location of trees on the site, or because of its reasonable dissatisfaction with any or all other matters or things which, in the reasonable judgment of Seller will render the proposed improvement inharmonious or out of keeping with the general plan of improvement of said Property or with the improvement erected on other land, said approvals not be unreasonably withheld.
10. Seller may, from time to time, at any reasonable hour or hours, enter upon and inspect the Property for the purpose of ascertaining compliance herewith.
11. Seller shall not be liable to any person whatsoever for any violation of these restrictions, and Seller does not warrant to Purchaser or any other present or future owner that these restrictions will be enforced with regard to the Property. The initiation and enforcement from time to time by Seller of the above restrictions is for its sole benefit and control, and Seller specifically disavows any obligations; implied or otherwise, to maintain these restrictions.
12. Purchaser or Seller shall not create, cause or permit hazardous materials or toxic wastes, as those terms are now or may hereafter be used or referred to in any rule, regulation or other promulgation of the Environmental Protection Agency or any successor thereto or any state or local agency or entity having jurisdiction over environmental matters, to be used, stored or accumulated in or on the Property or any improvement now or hereafter located thereon except as such use, storage or accumulation may be permitted by such agencies or entities and then only if full compliance with the rules and regulations established by such agencies or entities and Purchaser shall indemnify and hold Seller harmless from any and all claims arising out of or resulting from the violation of this restriction. Additionally, Seller shall indemnify and hold Purchaser harmless from any and all claims arising out of or resulting from the violation of this restriction.

RP

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14. No building or structure shall be permitted to fall into disrepair and each such building and structure shall at all times be kept in good condition and adequately painted or other wise maintained. Should Purchaser fail to remedy any deficiency in the condition of its building (s) or structure (s) within thirty (30) days of written notification from Seller, Seller hereby expressly reserves the right, privilege and license, but not the duty, to make any and all corrections or improvements to such building (s) or structure(s) at the expense of Purchaser. Any such expense incurred by Seller in this regard shall be payable by Purchaser upon demand.

15. No vending machine of any kind shall be placed on the Property outside a building and in the public view without written approval from Seller.

16. No product display or advertising shall be placed on the Property outside a building and in the public view without written approval from Seller.

17. No advertising messages or signs shall be placed on the Property inside or outside a building and in the public view without written approval from Seller.

18. Invalidity of any of the foregoing restrictions or any part thereof by judgment or court order shall not affect any of the other restrictions which shall remain in full force and effect.

RECORDED 5-13-99
CINDY W. CHAFFIN, CLERK
SUPERIOR COURT, DOUGLAS CO., GA.

HR
M

RETURN TO:
ANSLEE M. FOSTER
RAMSAY TITLE GROUP, LLC
6400 ATLANTIC BOULEVARD, SUITE 170
NORCROSS, GEORGIA 30071
(770) 447-0976

2-12404



Doc ID: 000063070006 Type: GLR
Filed: 06/04/2003 at 03:00:00 PM
Fee Amt: Page 1 of 6
Douglas County Georgia
Cindy Chaffin Clerk Superior Court

BK 1759 PG 246-251

EXCEPTION 4
Schedule B - Part II
RTG#2-14163

**FIRST AMENDMENT TO DECLARATION OF
RESTRICTIVE COVENANTS AND DEVELOPMENT AGREEMENT**

**CROSS REFERENCE DEED BOOK 1244, PAGE 145, DOUGLAS COUNTY,
GEORGIA RECORDS AND DEED BOOK 1122, PAGE 641, CARROLL COUNTY,
GEORGIA RECORDS.**

THIS FIRST AMENDMENT TO DECLARATION OF RESTRICTIVE COVENANTS
AND DEVELOPMENT AGREEMENT (the "Amendment") is made and entered effective the 2nd
day of ~~May~~^{June}, 2003, among MIRROR LAKE, LLC ("Seller") and WEST GEORGIA NATIONAL
BANK ("Purchaser"), which parties acknowledge the following facts:

A. Effective April 1, 1999, the parties entered a Declaration of Restrictive Covenants
and Development Agreement (the "Declaration"), which was filed of record in Deed Book 1244,
Page 145, Douglas County, Georgia Records, and Deed Book 1122, Page 641, Carroll County,
Georgia Records.

B. The parties have agreed to reconfigure the dimensions of the Bank Property and the
Commercial Property as set forth in the Declaration.

NOW, THEREFORE, in consideration of Ten Dollars and other good and valuable
consideration, and the mutual covenants and agreements of the parties, each to the other, the parties
agree as follows:

1. Except as expressly modified in this Amendment, all terms defined in the Declaration
shall have the same meaning when used in this Amendment.

2. The Bank Property shall for all purposes be the property described on Exhibit "A"
attached hereto and incorporated herein by reference.

3. The Commercial Property shall for all purposes be the property described on Exhibit
"B" attached hereto and incorporated herein by reference.

4. The parties are simultaneously correcting the description of the Bank Property and
the Commercial Property in accordance with the terms of this Amendment by the execution, delivery
and exchange of deeds of even date. It is the intention of the parties that the provisions of the
Declaration shall not merge with any deed executed and delivered by and among the parties of even
date.

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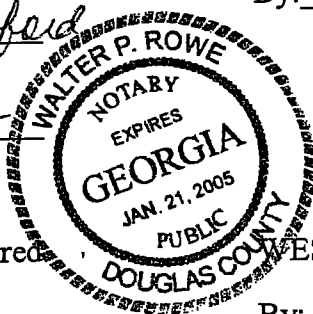
5. Except as modified by this Amendment, all terms and provisions of the Declaration shall remain of full force and effect.

IN WITNESS WHEREOF, the parties have executed this Amendment under their hand and seal to be effective the day and year first above written.

Signed, sealed and delivered
in the presence of:

Dorothy J Swafford
Witness

Walter P. Rowe
Notary Public



MIRROR LAKE, LLC

By: Mark M. Young

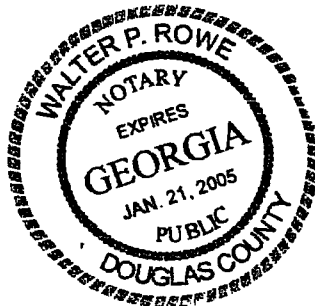
(SEAL)

MARK M. YOUNG, MANAGING
MEMBER

Signed, sealed and delivered
in the presence of:

Dorothy J Swafford
Witness

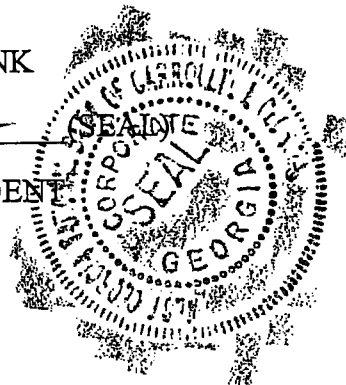
Walter P. Rowe
Notary Public



By: H. B. Lipham, III

WEST GEORGIA NATIONAL BANK

H. B. LIPHAM, III,
EXECUTIVE VICE-PRESIDENT



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EXHIBIT "A"

BANK PROPERTY

All that tract or parcel of land lying and being in Land Lot 175 of the 2nd District, 5th Section of Douglas County, Georgia, and being more particularly described as follows:

BEGINNING at a ½ inch rebar set at the southeasterly end of a miter formed by the intersection of the northerly right-of-way line of Conners Road (right-of-way varies) and the northeasterly right-of-way line of Mirror Lake Parkway (right-of-way varies); thence run northwesterly along the northeasterly right-of-way line of Mirror Lake Parkway the following courses and distances: North 52 degrees 05 minutes 03 seconds West a distance of 55.19 feet to a ½ inch rebar set at the northwesterly end of said miter; along the arc of a curve to the left an arc distance of 182.49 feet to a ½ inch rebar set (said arc having a radius of 1502.00 feet and being subtended by a chord bearing North 26 degrees 49 minutes 20 seconds West a distance of 182.37 feet); along the arc of a curve to the left an arc distance of 16.38 feet to a ½-inch rebar set (said arc having a radius of 1502.00 feet and being subtended by a chord bearing North 30 degrees 36 minutes 54 seconds West a distance of 16.38 feet); thence leaving said right-of-way run North 56 degrees 29 minutes 47 seconds East a distance of 40.52 feet to a ½-inch rebar set; run thence North 33 degrees 30 minutes 13 minutes West a distance of 12.00 feet to a ½-inch rebar set; run thence North 56 degrees 29 minutes 47 seconds East a distance of 194.00 feet to a ½-inch rebar set; run thence South 26 degrees 29 minutes 24 seconds East a distance of 218.66 feet to a ½-inch rebar set; run thence South 26 degrees 29 minutes 24 seconds East a distance of 154.80 feet to a ½-inch rebar set on the northerly right-of-way line of Conners Road; run thence along said right-of-way line the following courses and distances: South 86 degrees 04 minutes 47 seconds West a distance of 121.14 feet to a ½ inch rebar set; South 85 degrees 37 minutes 31 seconds West a distance of 41.32 feet to a ½ inch rebar set; South 85 degrees 37 minutes 31 seconds West a distance of 59.45 feet to the ½ inch rebar set at the TRUE POINT OF BEGINNING; said parcel being shown as Tracts A and B containing 1.615 acres on that certain survey entitled Survey for West Georgia National Bank, prepared by Turner Engineering and Land Surveying, bearing the seal and certification of John S. Turner, Georgia Registered Land Surveyor No. 2078, dated March 14, 2003, last revised May 27, 2003, said survey being incorporated herein by reference.

EXHIBIT "B"

COMMERCIAL PROPERTY

ALL THAT TRACT or parcel of land lying and being in Land Lot 175 of the 2nd District and 5th Section of Douglas County, Georgia, and Land Lot 176 of the 2nd District and 5th Section of Carroll County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, commence at the intersection of the northerly edge of the right of way of Conners Road (60 foot right of way) with the east line of Land Lot 175, said district and section in Douglas County; and proceed thence in a westerly direction along the northerly edge of the right of way of Conners Road 1934.74 feet to a point, said point being the TRUE POINT OF BEGINNING; thence North 03 degrees 55 minutes 04 seconds West along the extended right of way of Conners Road 9.65 feet to a point; thence North 03 degrees 55 minutes 01 seconds West 255.00 feet to a point; thence South 78 degrees 12 minutes 47 seconds West 330.40 feet to a point on the easterly edge of the relocated right of way of Pumpkintown Road; thence in a northwesterly direction along the easterly edge of the relocated right of way of Pumpkintown Road the following courses and distances: Following a curve to the left an arc distance of 188.04 feet to a point (said arc having a radius of 1542.00 feet and being subtended by a chord bearing North 33 degrees 17 minutes 57 seconds West a distance of 187.93 feet); thence North 36 degrees 45 minutes 36 seconds West 146.49 feet to a point; thence North 24 degrees 33 minutes 20 seconds West 27.33 feet to a point; thence North 24 degrees 33 minutes 20 seconds West 174.09 feet to a point; thence North 36 degrees 46 minutes 50 seconds West 65.62 feet to a point; thence North 54 degrees 47 minutes 05 seconds West 137.99 feet to a point; thence North 36 degrees 46 minutes 50 seconds West 96.38 feet to a point; thence North 36 degrees 46 minutes 50 seconds West 547.27 feet to a point; thence departing the right of way of Pumpkintown Road North 89 degrees 48 minutes 18 seconds East 655.29 feet to a point; thence South 56 degrees 09 minutes 17 seconds East 240.66 feet to a point; thence South 78 degrees 01 minutes 02 seconds East 329.44 feet to a point; thence North 77 degrees 07 minutes 44 seconds East 323.89 feet to a point; thence South 03 degrees 58 minutes 56 seconds East 89.38 feet to a point; thence South 13 degrees 54 minutes 13 seconds East 599.47 feet to a point; thence South 24 degrees 42 minutes 31 seconds East 360.30 feet to a point; thence South 04 degrees 06 minutes 18 seconds East 128.81 feet to a point on the northerly edge of the right of way of Conners Road (60 foot right of way); thence South 85 degrees 53 minutes 42 seconds West along the right of way of Conners Road 391.40 feet to a point; thence South 85 degrees 50 minutes 08 seconds West along the right of way of Conners Road 260.08 feet to the point of beginning.

The captioned premises being shown as the Commercial Site of 29.438 acres upon the exhibit plat of the Commercial Site at Mirror Lake prepared April 1, 1999 by Turner Engineering & Land Surveying.

TOGETHER WITH the property described on Exhibit "B-1".

LESS AND EXCEPT from the property described on Exhibit "B" and Exhibit "B-1", the property described on Exhibit "B-2".

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EXHIBIT "B-1"

ALL THAT TRACT or parcel of land lying and being in Land Lot 175 of the 2nd District and 5th Section of Douglas County, Georgia, and being more particularly described as follows:

TO FIND THE POINT OF BEGINNING, commence at the intersection of the northerly edge of the right of way of Conners Road (60 foot right of way) with the east line of Land Lot 175, said district and section; and proceed thence in a westerly direction along the northerly edge of the right of way of Conners Road 1934.74 feet to a point; thence North 03 degrees 55 minutes 04 seconds West along the extended right of way of Conners Road 9.65 feet to a nail found, said point being the TRUE POINT OF BEGINNING; thence along the relocated right of way of Conners Road the following courses and distances: South 86 degrees 04 minutes 47 seconds West 156.14 feet to a nail found; thence South 85 degrees 37 minutes 31 seconds West 41.32 feet to a nail found; thence along the relocated right of way of Pumpkintown Road (60 meter right of way) the following courses and distances: North 52 degrees 05 minutes 03 seconds West 89.00 feet to a nail found; thence following the arc of a curve to the left a distance of 163.66 feet to a nail found (said arc having a radius of 1542.00 feet and being subtended by a chord bearing North 26 degrees 45 minutes 55 seconds West a length of 163.58 feet); thence departing the right of way of Pumpkintown Road and proceeding North 78 degrees 12 minutes 47 seconds East 330.40 feet to an iron pin; thence South 03 degrees 55 minutes 01 seconds East 255.00 feet to a nail found at the point of beginning.

The captioned premises being shown upon a survey for West Georgia National Bank and Lawyers Title Insurance Corporation prepared March 30, 1999 by John S. Turner, Surveyor, which plat of survey by reference thereto is incorporated in this description.

BK PG
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EXHIBIT "B-2"

All that tract or parcel of land lying and being in Land Lot 175 of the 2nd District, 5th Section of Douglas County, Georgia, and being more particularly described as follows:

BEGINNING at a ½ inch rebar set at the southeasterly end of a miter formed by the intersection of the northerly right-of-way line of Conners Road (right-of-way varies) and the northeasterly right-of-way line of Mirror Lake Parkway (right-of-way varies); thence run northwesterly along the northeasterly right-of-way line of Mirror Lake Parkway the following courses and distances: North 52 degrees 05 minutes 03 seconds West a distance of 55.19 feet to a ½ inch rebar set at the northwesterly end of said miter; along the arc of a curve to the left an arc distance of 182.49 feet to a ½ inch rebar set (said arc having a radius of 1502.00 feet and being subtended by a chord bearing North 26 degrees 49 minutes 20 seconds West a distance of 182.37 feet); along the arc of a curve to the left an arc distance of 16.38 feet to a ½-inch rebar set (said arc having a radius of 1502.00 feet and being subtended by a chord bearing North 30 degrees 36 minutes 54 seconds West a distance of 16.38 feet); thence leaving said right-of-way run North 56 degrees 29 minutes 47 seconds East a distance of 40.52 feet to a ½-inch rebar set; run thence North 33 degrees 30 minutes 13 minutes West a distance of 12.00 feet to a ½-inch rebar set; run thence North 56 degrees 29 minutes 47 seconds East a distance of 194.00 feet to a ½-inch rebar set; run thence South 26 degrees 29 minutes 24 seconds East a distance of 218.66 feet to a ½-inch rebar set; run thence South 26 degrees 29 minutes 24 seconds East a distance of 154.80 feet to a ½-inch rebar set on the northerly right-of-way line of Conners Road; run thence along said right-of-way line the following courses and distances: South 86 degrees 04 minutes 47 seconds West a distance of 121.14 feet to a ½ inch rebar set; South 85 degrees 37 minutes 31 seconds West a distance of 41.32 feet to a ½ inch rebar set; South 85 degrees 37 minutes 31 seconds West a distance of 59.45 feet to the ½ inch rebar set at the TRUE POINT OF BEGINNING; said parcel being shown as Tracts A and B containing 1.615 acres on that certain survey entitled Survey for West Georgia National Bank, prepared by Turner Engineering and Land Surveying, bearing the seal and certification of John S. Turner, Georgia Registered Land Surveyor No. 2078, dated March 14, 2003, last revised May 27, 2003, said survey being incorporated herein by reference.