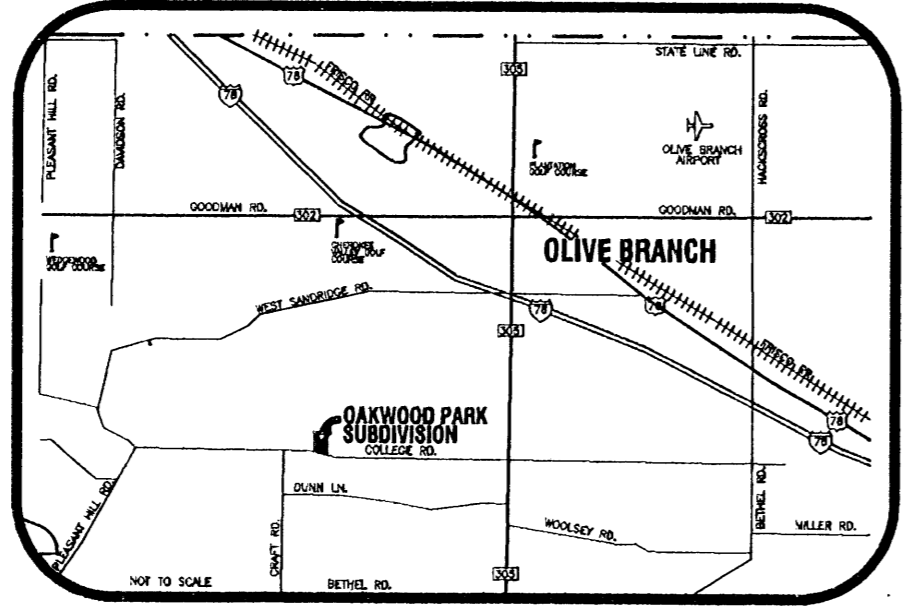


OAKWOOD PARK SUBDIVISION



77 LOTS 76.35 ACRES± ZONED R-30
LOCATED IN SECTION 8 TOWNSHIP 2 SOUTH
RANGE 6 WEST
CITY OF OLIVE BRANCH
DeSOTO COUNTY, MISSISSIPPI

**ROY R. HOLMES
DEVELOPMENT, INC.**

*Declaration of Covenants,
Conditions and Restrictions
Recorded in warranty deed
BK 492 pg 159.
This the 24th day of Feb 2005
W. E. Davis Chancery Clerk
by B. Cleveland oc*

OWNER'S CERTIFICATE

ROY R. HOLMES DEVELOPMENT, INC. HEREBY ADOPTS THIS AS OUR PLAN OF SUBDIVISION AND DEDICATE THE RIGHTS OF WAY FOR THE ROADS AND UTILITY EASEMENTS TO THE CITY OF OLIVE BRANCH FOR THE PUBLIC USE FOREVER. WE ALSO CERTIFY THAT WE ARE THE OWNERS IN FEE SIMPLE OF THE PROPERTY SHOWN AND SAME IS NOT ENCUMBERED BY ANY TAXES THAT HAVE BECOME DUE AND PAYABLE. THIS THE 18th DAY OF August 19 99

BY: *Roy R. Holmes, President*
Roy R. Holmes Development, Inc.

NOTARY'S CERTIFICATE

STATE OF MISSISSIPPI; COUNTY OF DESOTO
PERSONALLY APPEARED BEFORE ME THE UNDERSIGNED AUTHORITY IN AND FOR THE SAID COUNTY AND STATE ON THIS THE 18th DAY OF August 19 99 WITHIN MY JURISDICTION, THE WITHIN NAMES Roy R. Holmes WHO ACKNOWLEDGE THAT (HE) (SHE) IS President OF Roy R. Holmes Development, Inc. A Corporation CORPORATION, AND THAT FOR AN ON BEHALF OF THE SAID CORPORATION, AND AS ITS ACT AND DEED (HE) (SHE) EXECUTED THE ABOVE AND FOREGOING INSTRUMENT, AFTER FIRST HAVING BEEN AUTHORIZED TO DO SO BY SAID CORPORATION SO TO ACT.

NOTARY PUBLIC Shirley C. Walker
MY COMMISSION EXPIRES 1/19/2003



MORTGAGEE'S CERTIFICATE

BANCORP SOUTH A.K.A. BANK OF MISSISSIPPI, MORTGAGEE OF THE PROPERTY HEREBY ADOPT THIS AS OUR PLAN OF SUBDIVISION AND DEDICATE THE RIGHTS OF WAY FOR THE ROADS AND UTILITY EASEMENTS TO THE CITY OF OLIVE BRANCH FOR THE PUBLIC USE FOREVER. I CERTIFY THAT I AM THE MORTGAGEE IN FEE SIMPLE OF THE PROPERTY AND THAT NO TAXES HAVE BECOME DUE AND PAYABLE. THIS THE 18th DAY OF August 19 99

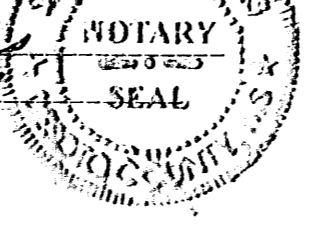
TITLE Resident

SIGNATURE OF MORTGAGEE *Michael L. Lumber*
BANCORP SOUTH A.K.A. BANK OF MISSISSIPPI

NOTARY'S CERTIFICATE

STATE OF MISSISSIPPI; COUNTY OF DESOTO
PERSONALLY APPEARED BEFORE ME THE UNDERSIGNED AUTHORITY IN AND FOR THE SAID COUNTY AND STATE ON THIS THE 18th DAY OF August 19 99 WITHIN MY JURISDICTION, THE WITHIN NAMES Michael L. Lumber WHO ACKNOWLEDGE THAT (HE) (SHE) IS Resident OF Bancorp South A.K.A. Bank of Miss A Corporation CORPORATION, AND THAT FOR AN ON BEHALF OF THE SAID CORPORATION, AND AS ITS ACT AND DEED (HE) (SHE) EXECUTED THE ABOVE AND FOREGOING INSTRUMENT, AFTER FIRST HAVING BEEN AUTHORIZED TO DO SO BY SAID CORPORATION SO TO ACT.

NOTARY PUBLIC Shirley C. Walker
MY COMMISSION EXPIRES 1/19/2003



CITY OF OLIVE BRANCH PLANNING COMMISSION

APPROVED BY THE CITY OF OLIVE BRANCH PLANNING COMMISSION ON THIS THE 6th DAY OF August 19 99

ATTEST SECRETARY _____ CHAIRPERSON *Billie Ann*

**CITY OF OLIVE BRANCH
MAYOR AND BOARD OF ALDERMEN**

APPROVED BY THE MAYOR AND BOARD OF ALDERMEN THIS THE 18th DAY OF August 19 99

CITY CLERK *John C. Jennings* MAYOR *James R. V. ...*

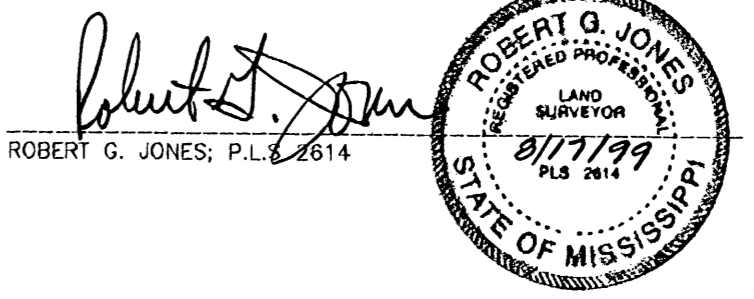
**STATE OF MISSISSIPPI
COUNTY OF DESOTO**

I HEREBY CERTIFY THAT THE SUBDIVISION PLAT SHOWN HEREON WAS FILED FOR RECORD IN MY OFFICE AT 2:15 O'CLOCK P. M. ON THE 18th DAY OF August 19 99 AND WAS IMMEDIATELY ENTERED UPON THE PROPER INDEXES AND DULY RECORDED IN PLAT BOOK 68 PAGES 4-9

CHANCERY COURT CLERK *W. E. Davis Chancery Clerk*
by B. Cleveland oc

CERTIFICATE OF SURVEY

THIS IS TO CERTIFY THAT THIS PLAT WAS DRAWN FROM A GROUND SURVEY MADE BY ME OR UNDER MY DIRECT SUPERVISION OF THE PHYSICAL FEATURES FOUND AND IS TRUE AND ACCURATE TO THE BEST OF MY KNOWLEDGE AND BELIEF. SAID SURVEY WAS PERFORMED FOR A CLASS "A" SURVEY IN THE STATE OF MISSISSIPPI.



*Finder of Plat
Recorded in warranty deed
Book 388 page 415
This the 12th day of
March 2001 W. E. Davis Chancery Clerk
by B. Cleveland oc*

*Declaration of Covenants Conditions
and Restrictions
Recorded in warranty Deed Book 361
PAGE 557
This the 25 day of Oct 1999
W. E. Davis Chancery Clerk
by B. Cleveland oc*

JONES-DAVIS & ASSOCIATES, INC.
CONSULTING ENGINEERS / LAND SURVEYORS

7059 - 302 INDUSTRIAL DRIVE, SUITE 2
SOUTHAVEN, MISSISSIPPI 38671
(601)349-2624 FAX (601)349-2950

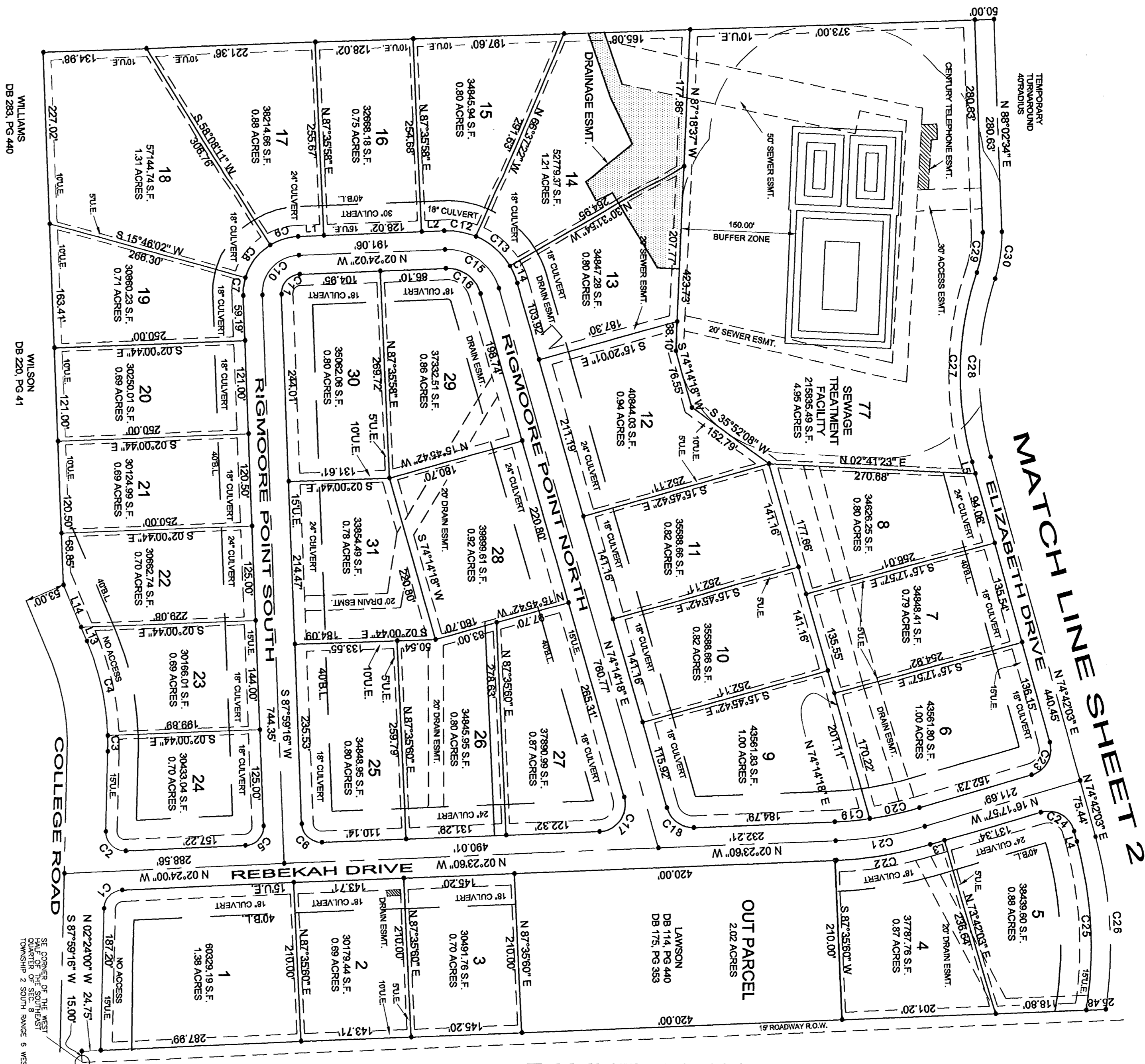
Oakwood Park

Note:

Protective covenants and similar documents are private in scope and not subject to government enforcement.

Protective covenants:

1. These covenants are subject to run with the land and shall be binding on all parties and all persons claiming under them for a period of thirty years from the date these covenants are recorded after which time said covenants shall be automatically extended for successive periods of ten years unless an instrument signed by a majority of the then owners of the lots has been recorded agreeing to change said covenants in whole or in part.
2. Enforcement – shall be by a proceeding at law or in equity against any person or persons violating or attempting to violate any covenant either to restrain violation or to recover damages.
3. Severability – invalidation of any one of these covenants by judgement or court order shall in way affect any of the provisions, which shall remain in full force and Effect.
4. Land use and building type- No lot shall be used except for residential purposes. The ground floor area of the main building exclusive of open porches and garages shall be not less than 2000 square feet in case of one-story dwellings and not less than 1500 square feet in case of one and one-half or two story dwellings. In no case shall the total heated square footage be less than 2000 square feet.
5. Easements - There are perpetual easements shown heron reserved for utility installation and maintenance for: drainage, gas, electrical, water, and sewer.
6. Building location – The location of any building constructed shall be in accordance with Desoto County, Mississippi and or Olive Branch, Mississippi zoning regulations. However, in no case, shall a building be located nearer than 40 feet from any street in the subdivision. For the purpose of this covenant eaves, steps and open porches shall not be considered as part of the building, providing however, that this plat shall not be construed to permit any portion of a building on a lot to encroach upon another lot. See plat for other setbacks.
7. Nuisances – no noxious or offensive activity shall be carried on upon a lot nor shall anything be done thereon which may become an annoyance or nuisance to the neighborhood.
8. Temporary Structure – no structure of a temporary character, trailer, basement, tent, shack, garage, barn or other out building shall be used on any lot at any time as a residence either temporarily or permanently.
9. No fence or wall shall be erected, placed or altered on any lot nearer to any street than the minimum building setback line. All fencing must be a minimum of 6 feet tall and must be of wood, wrought iron, or PVC. No chain link fencing is allowed except behind a privacy fence.
10. No open carports shall be allowed. Each dwelling shall have (as a minimum) an enclosed two- (2) car garage. All garages must be side entry, with no doors facing any street.
11. Architectural Control – No building shall be erected, placed upon any lot or altered until the design and plot plan showing the location of the structure and the external materials and elevations have been approved in writing by Roy R. Holmes or by representative or committee appointed by Roy R. Holmes. All tree removal must be approved before clearing of any lot. In the event that Roy R. Holmes or his representative fails to approve or disapprove such plans as to design and location within a period of 14 days after submission of plans and specifications to them or to it, then such approval will not be required.
12. Drive culverts must be a minimum of 15 inches in diameter and a minimum of 20 feet long.
13. All mailboxes must be of wrought iron.
14. All driveway surfaces must be of asphalt or concrete.
15. Landscape – all areas disturbed during construction must receive a minimum of solid sod.
16. No structure of any kind including but not limited to a television antenna, radio antenna, satellite dish etc. can be erected which stands past the highest point of the roof of the house and such structure shall not be erected on the street side of a residence or be visible from the street.
17. No motor vehicle or any other vehicle, including but not limited to a boat, motor and boat trailer, lawn mower, tractor, etc. may be stored on any lot for the purpose of repair of same; no A – frame or motor mount may be placed on any lot nor shall any disabled or inoperable vehicle be stored on any lot.
18. Vegetable gardening will be allowed only to the rear of the residence. No animals, livestock, or poultry of any kind shall be raised, bred, or kept on any lot, except dogs, cats and other household pets may be kept provided that they are not bred or kept for commercial purposes.
19. Any special landscaping screens including earth berms or embankments, fencing, entryways, and plant material shall remain in place and not be removed.
20. No recreation vehicle, boat, or any other trailer may be parked or stored on any lot unless same is in a garage or is completely out of view from any and all streets. All passenger automobiles shall be parked either on the driveway or in the garage. No tractor or trailer may be parked on any lot or in the street in front of any lot.
21. If the parties hereto or any of them or their heirs or assigns shall violate any of the limitations and restrictions herein, it shall be lawful for any other person owning any other lot in said subdivision to prosecute any proceeding a law or in equity against the person or persons violating or attempting to violate any such limitations or restrictions and either prevent him or them from so doing or to recover damages for such violation.
22. All detached buildings such as, but not limited to, storage buildings, must be no closer to the street than the rear of the house or to the side of the house in case of a corner lot. All detached buildings must be of the same architectural style as the house.



PAYNE PARK SUBDIVISION
SECTION "A"
PLAT BOOK 19 PAGE 35

97-901 D:\DWG\OWPARK.DWG JBJ.J

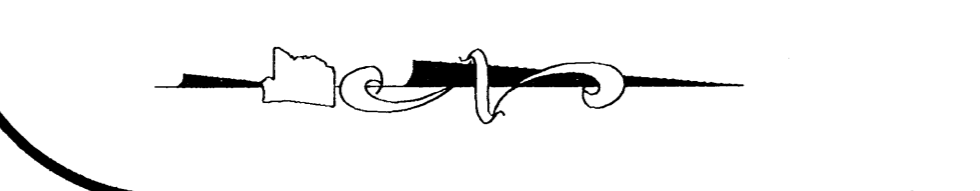
LINE NUMBER	BEARING	DISTANCE	TANGENT	CHORD	ARC
1	N 87°23'00" E	280.83	28.31	34.10	34.10
2	N 87°23'00" E	280.83	28.31	34.10	34.10
3	N 87°23'00" E	280.83	28.31	34.10	34.10
4	N 87°23'00" E	280.83	28.31	34.10	34.10
5	N 87°23'00" E	280.83	28.31	34.10	34.10
6	N 87°23'00" E	280.83	28.31	34.10	34.10
7	N 87°23'00" E	280.83	28.31	34.10	34.10
8	N 87°23'00" E	280.83	28.31	34.10	34.10
9	N 87°23'00" E	280.83	28.31	34.10	34.10
10	N 87°23'00" E	280.83	28.31	34.10	34.10
11	N 87°23'00" E	280.83	28.31	34.10	34.10
12	N 87°23'00" E	280.83	28.31	34.10	34.10
13	N 87°23'00" E	280.83	28.31	34.10	34.10
14	N 87°23'00" E	280.83	28.31	34.10	34.10
15	N 87°23'00" E	280.83	28.31	34.10	34.10
16	N 87°23'00" E	280.83	28.31	34.10	34.10
17	N 87°23'00" E	280.83	28.31	34.10	34.10
18	N 87°23'00" E	280.83	28.31	34.10	34.10
19	N 87°23'00" E	280.83	28.31	34.10	34.10
20	N 87°23'00" E	280.83	28.31	34.10	34.10
21	N 87°23'00" E	280.83	28.31	34.10	34.10
22	N 87°23'00" E	280.83	28.31	34.10	34.10
23	N 87°23'00" E	280.83	28.31	34.10	34.10
24	N 87°23'00" E	280.83	28.31	34.10	34.10
25	N 87°23'00" E	280.83	28.31	34.10	34.10
26	N 87°23'00" E	280.83	28.31	34.10	34.10
27	N 87°23'00" E	280.83	28.31	34.10	34.10
28	N 87°23'00" E	280.83	28.31	34.10	34.10
29	N 87°23'00" E	280.83	28.31	34.10	34.10
30	N 87°23'00" E	280.83	28.31	34.10	34.10
31	N 87°23'00" E	280.83	28.31	34.10	34.10

NOTES:

1. MINIMUM SETBACKS ARE AS FOLLOWS:
2. A 5 FEET WIDE UTILTY EASEMENT IS REQUIRED ON ALL REAR YARDS OF RESIDENTIAL LOTS.
3. SEWAGE TO BE TREATED ON-SITE.
4. UTILTY SETBACKS WILL BE PROVIDED BY THE TOWNSHIP WATER ASSOCIATION.
5. THIS PROPERTY IS NOT LOCATED IN AN FLOOD PLAIN HAZARD ZONE AS ACCORDING TO FLOOD MAP NO. 28002C 8000 DATED MAY 1994.
6. FROM THIS DATE ON ALL PROPERTY CORNERS.
7. LOTS 1, 2, 21, 24, 24 SHALL HAVE NO DIRECT ACCESS TO COLLEGE ROAD.
8. IMPROVEMENTS BY LOT OWNERS ARE NOT TO IMPAIR THE NATURAL DRAINAGE OF THE PROPERTY.
9. ALL LOT OWNERS SHALL MAINTAIN AND BE RESPONSIBLE FOR THE REMOVAL OF OWNERS' MOTOR VEHICLES FROM THE DRIVE OR DRIVE BRANCH OR DRIVEWAY.
10. EACH LOT OWNER IS TO MAINTAIN SEWER AND SEWAGE CONTROL MEASURES DURING HOUSE CONSTRUCTION.
11. MINIMUM SIZE DRAINWAY CULVERTS ARE SHOWN ON EACH LOT.

OAKWOOD PARK SUBDIVISION
77 LOTS 75.85 ACRES±
ZONED R-30

LOCATED IN SECTION 8
TOWNSHIP 2 SOUTH
RANGE 6 WEST
CITY OF OLIVE BRANCH
DESOTO COUNTY, MISSISSIPPI



SCALE IN FEET
100 50 0 100 200 300

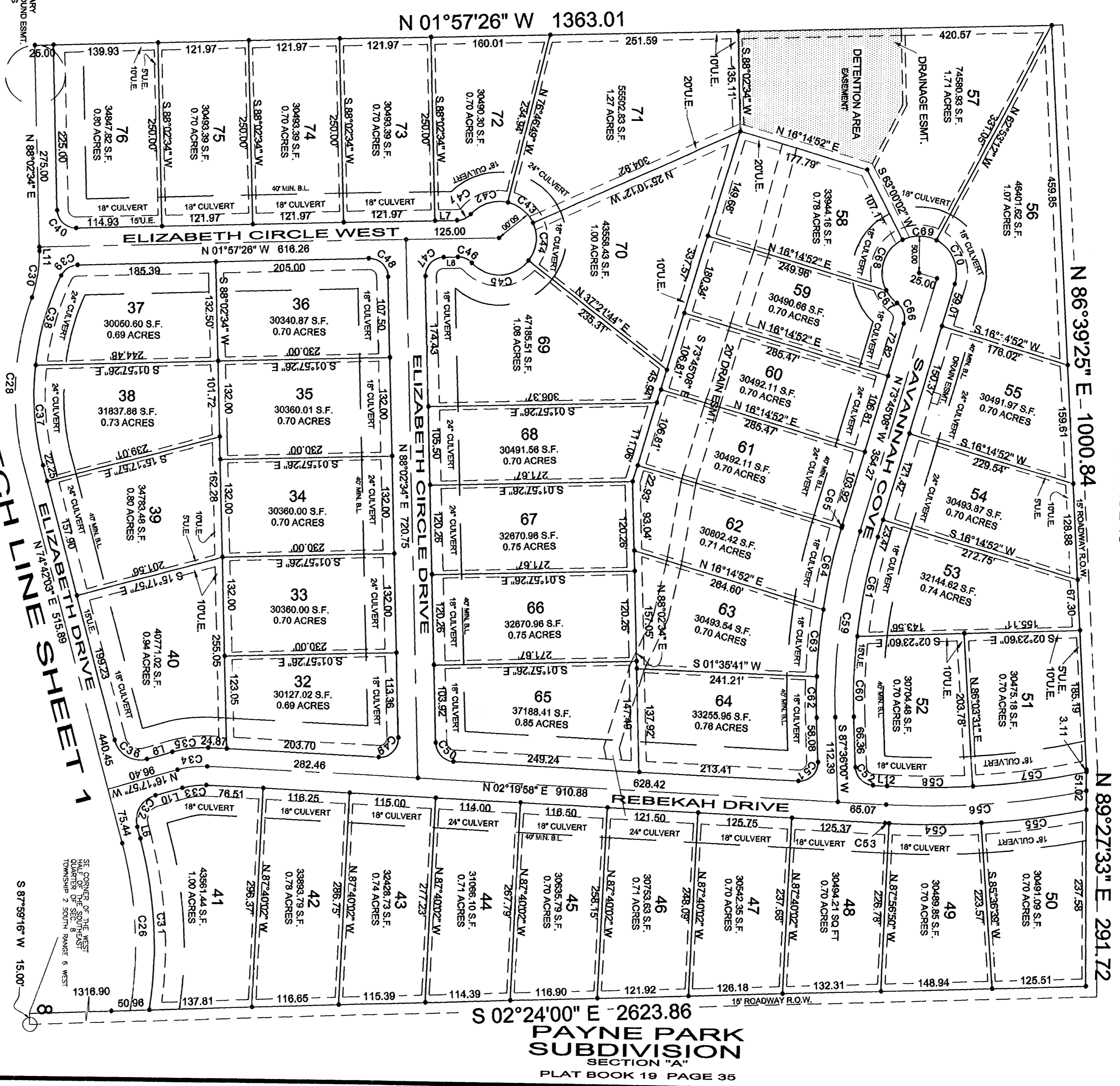
JONES-DAVIS & ASSOCIATES, INC.
CONSULTING ENGINEERS / LAND SURVEYORS

7069 S. 300 INDUSTRIAL PARK DRIVE, SUITE 2
SOUTHAVEN, MISSISSIPPI 38671
(601) 344-2824 FAX (601) 344-2580

SHEET 2 OF 2

**PAYNE FLYNN
SUBDIVISION**
PLAT BOOK 39 PAGE 37
PLAT BOOK 37 PAGE 18

BASINGER
DEED BOOK 282 PAGE 184



PARCEL NUMBER	AREA	ACRES	BEARING	DISTANCE
C26	114.93	0.26	N 88°02'34" E	276.00
C27	121.97	0.28	N 88°02'34" W	250.00
C28	121.97	0.28	N 88°02'34" W	250.00
C29	121.97	0.28	N 88°02'34" W	250.00
C30	121.97	0.28	N 88°02'34" W	250.00
C31	121.97	0.28	N 88°02'34" W	250.00
C32	121.97	0.28	N 88°02'34" W	250.00
C33	121.97	0.28	N 88°02'34" W	250.00
C34	121.97	0.28	N 88°02'34" W	250.00
C35	121.97	0.28	N 88°02'34" W	250.00
C36	121.97	0.28	N 88°02'34" W	250.00
C37	121.97	0.28	N 88°02'34" W	250.00
C38	121.97	0.28	N 88°02'34" W	250.00
C39	121.97	0.28	N 88°02'34" W	250.00
C40	121.97	0.28	N 88°02'34" W	250.00
C41	121.97	0.28	N 88°02'34" W	250.00
C42	121.97	0.28	N 88°02'34" W	250.00
C43	121.97	0.28	N 88°02'34" W	250.00
C44	121.97	0.28	N 88°02'34" W	250.00
C45	121.97	0.28	N 88°02'34" W	250.00
C46	121.97	0.28	N 88°02'34" W	250.00
C47	121.97	0.28	N 88°02'34" W	250.00
C48	121.97	0.28	N 88°02'34" W	250.00
C49	121.97	0.28	N 88°02'34" W	250.00
C50	121.97	0.28	N 88°02'34" W	250.00
C51	121.97	0.28	N 88°02'34" W	250.00
C52	121.97	0.28	N 88°02'34" W	250.00
C53	121.97	0.28	N 88°02'34" W	250.00
C54	121.97	0.28	N 88°02'34" W	250.00
C55	121.97	0.28	N 88°02'34" W	250.00
C56	121.97	0.28	N 88°02'34" W	250.00
C57	121.97	0.28	N 88°02'34" W	250.00
C58	121.97	0.28	N 88°02'34" W	250.00
C59	121.97	0.28	N 88°02'34" W	250.00
C60	121.97	0.28	N 88°02'34" W	250.00
C61	121.97	0.28	N 88°02'34" W	250.00
C62	121.97	0.28	N 88°02'34" W	250.00
C63	121.97	0.28	N 88°02'34" W	250.00
C64	121.97	0.28	N 88°02'34" W	250.00
C65	121.97	0.28	N 88°02'34" W	250.00
C66	121.97	0.28	N 88°02'34" W	250.00
C67	121.97	0.28	N 88°02'34" W	250.00
C68	121.97	0.28	N 88°02'34" W	250.00
C69	121.97	0.28	N 88°02'34" W	250.00
C70	121.97	0.28	N 88°02'34" W	250.00
C71	121.97	0.28	N 88°02'34" W	250.00
C72	121.97	0.28	N 88°02'34" W	250.00
C73	121.97	0.28	N 88°02'34" W	250.00
C74	121.97	0.28	N 88°02'34" W	250.00
C75	121.97	0.28	N 88°02'34" W	250.00
C76	121.97	0.28	N 88°02'34" W	250.00
C77	121.97	0.28	N 88°02'34" W	250.00
C78	121.97	0.28	N 88°02'34" W	250.00
C79	121.97	0.28	N 88°02'34" W	250.00
C80	121.97	0.28	N 88°02'34" W	250.00
C81	121.97	0.28	N 88°02'34" W	250.00
C82	121.97	0.28	N 88°02'34" W	250.00
C83	121.97	0.28	N 88°02'34" W	250.00
C84	121.97	0.28	N 88°02'34" W	250.00
C85	121.97	0.28	N 88°02'34" W	250.00
C86	121.97	0.28	N 88°02'34" W	250.00
C87	121.97	0.28	N 88°02'34" W	250.00
C88	121.97	0.28	N 88°02'34" W	250.00
C89	121.97	0.28	N 88°02'34" W	250.00
C90	121.97	0.28	N 88°02'34" W	250.00
C91	121.97	0.28	N 88°02'34" W	250.00
C92	121.97	0.28	N 88°02'34" W	250.00
C93	121.97	0.28	N 88°02'34" W	250.00
C94	121.97	0.28	N 88°02'34" W	250.00
C95	121.97	0.28	N 88°02'34" W	250.00
C96	121.97	0.28	N 88°02'34" W	250.00
C97	121.97	0.28	N 88°02'34" W	250.00
C98	121.97	0.28	N 88°02'34" W	250.00
C99	121.97	0.28	N 88°02'34" W	250.00
C100	121.97	0.28	N 88°02'34" W	250.00

NOTES:

1. MINIMUM SPACING ARE AS FOLLOWS:
FRONT YARD: 40'
SIDE YARD: 10'
REAR YARD: 30'
2. A 15' SETBACK FROM THE FRONT AND REAR YARD LINES IS REQUIRED FOR ALL UTILITY PLACEMENTS EXCEPT FOR WATER SERVICE WHICH IS TO BE INSTALLED ON THE LOT LINE.
3. THE PROPERTY IS NOT TO BE USED FOR ANY PURPOSES OTHER THAN RESIDENTIAL SINGLE-FAMILY DWELLING UNLESS OTHERWISE SPECIFIED IN THE CITY OF OLIVE BRANCH ZONING ORDINANCES.
4. WATER SERVICE WILL BE PROVIDED BY THE LANDOWNER.
5. THE PROPERTY IS NOT TO BE USED FOR ANY PURPOSES OTHER THAN RESIDENTIAL SINGLE-FAMILY DWELLING UNLESS OTHERWISE SPECIFIED IN THE CITY OF OLIVE BRANCH ZONING ORDINANCES.
6. THE PROPERTY IS NOT TO BE USED FOR ANY PURPOSES OTHER THAN RESIDENTIAL SINGLE-FAMILY DWELLING UNLESS OTHERWISE SPECIFIED IN THE CITY OF OLIVE BRANCH ZONING ORDINANCES.
7. THE PROPERTY IS NOT TO BE USED FOR ANY PURPOSES OTHER THAN RESIDENTIAL SINGLE-FAMILY DWELLING UNLESS OTHERWISE SPECIFIED IN THE CITY OF OLIVE BRANCH ZONING ORDINANCES.
8. THE PROPERTY IS NOT TO BE USED FOR ANY PURPOSES OTHER THAN RESIDENTIAL SINGLE-FAMILY DWELLING UNLESS OTHERWISE SPECIFIED IN THE CITY OF OLIVE BRANCH ZONING ORDINANCES.
9. THE PROPERTY IS NOT TO BE USED FOR ANY PURPOSES OTHER THAN RESIDENTIAL SINGLE-FAMILY DWELLING UNLESS OTHERWISE SPECIFIED IN THE CITY OF OLIVE BRANCH ZONING ORDINANCES.
10. MINIMUM SIDE SETBACKS ARE SHOWN ON EACH LOT.

OAKWOOD PARK SUBDIVISION
77 LOTS 75.85 ACRES±
ZONED R-30
LOCATED IN SECTION 8
TOWNSHIP 2 SOUTH
RANGE 6 WEST
CITY OF OLIVE BRANCH
DESOTO COUNTY, MISSISSIPPI

SCALE IN FEET
100 50 0 100 200 300

JONES-DAVIS & ASSOCIATES, INC.
CONSULTING ENGINEERS / LAND SURVEYORS
7059 S. 302 WASHINGTON, SUITE 2
SOUTHAVEN, MISSISSIPPI 38671
(601) 348-2524 FAX (601) 348-2560

TEMPORARY
TRIANGULATION
APPROXIMATE

MATCH LINE SHEET 1
S 87°39'16" W 15.00'

LINE BEARING DISTANCE
L1 N 87°40'02" W 298.37'
L2 N 87°40'02" W 298.37'
L3 S 87°40'02" W 298.37'
L4 N 87°40'02" W 298.37'
L5 N 87°40'02" W 298.37'

SE CORNER OF THE WEST
QUARTER OF SECTION 8
TOWNSHIP 2 SOUTH RANGE 6 WEST

97-901 D:\DWG\OWPARK.DWG J.BJ.3