

# PROVOSTY, SADLER, DELAUNAY, FIORENZA & SOBEL

ATTORNEYS AND COUNSELORS AT LAW  
A PROFESSIONAL CORPORATION

ALBIN A. PROVOSTY  
H. BRENNER SADLER\*  
RONALD J. FIORENZA  
DAVID R. SOBEL\*  
FREDERICK B. ALEXIUS  
JOSEPH J. BAILEY  
H. BRADFORD CALVIT  
CATHERINE G. BRAME  
BARRY RAY LAICHE  
JOHN D. RYLAND

MAIN OFFICE  
934 THIRD ST., SUITE 800  
P.O. BOX 1791  
ALEXANDRIA, LOUISIANA 71309-1791  
TELEPHONE (318) 445-3631  
TELEFAX (318) 445-9377  
E-MAIL: attys@provosty.com

MARKSVILLE OFFICE  
237 S. WASHINGTON STREET  
MARKSVILLE, LOUISIANA 71351  
TELEPHONE (318) 253-4438  
TELEFAX (318) 253-6626  
E-MAIL: attys@provosty.com

LEDOUX R. PROVOSTY (1894-1960)  
RICHARD B. SADLER, JR. (1912-1990)  
LEDOUX R. PROVOSTY, JR. (1930-1996)  
WILLIAM H. DELAUNAY, JR. (1938-2010)

DAVID W. LAMBERT\*  
JEREMY C. CEDARS  
GEORGE I. FINE  
PATRICK B. SADLER  
DAVID E. BORAKS  
MATTHEW J. GUY

RICKY L. SOOTER, SPECIAL COUNSEL  
JOHN W. MALOY, OF COUNSEL  
JOSEPH R. MARTIN\*, OF COUNSEL  
E. TRENT MCCARTHY, OF COUNSEL  
DAVID T. MARLER, OF COUNSEL

\*BOARD CERTIFIED IN TAXATION  
\*ALSO ADMITTED IN TEXAS  
\*ALSO ADMITTED IN TENNESSEE  
\*A PROFESSIONAL LAW CORPORATION

May 31, 2012

England Economic & Industrial  
Development District  
1611 Arnold Drive  
Alexandria, LA 71301

Re: Title Opinion  
Heavy Industrial Site Certification Project  
34.07 acres, Sections 30, 31 & 34, T4N, R2W  
Rapides Parish, LA

Dear Sirs:

Pursuant to your instructions, we have examined title to the following described property, to-wit:

Commencing at a point marking the intersection of the southern right-of-way line of La. Highway 1 with the western boundary line of the England Economic and Industrial Development District Railroad Spur Tract, said point being marked by a 5/8" diameter iron rod (found); thence proceed in a southeasterly direction, departing the southern right-of-way line of said La. Highway 1 and along the western boundary line of said rail spur tract, a distance of 279.95 feet along the arc of a curve concave to the west, having a radius of 714.48 and a chord that bears South 13 degrees 02 minutes 45 seconds East, grid bearing, a chord distance of 278.16 feet to a point marking the intersection of said rail spur western boundary line with the approximate southern high bank of Irish Ditch No. 2, said point being marked by a 5/8" diameter iron rod (set) and also marking the northeast corner and POINT OF BEGINNING of the tract to be described;

thence proceed in a southwesterly direction, along an extension of the aforementioned curve and along said rail spur western boundary line and departing said approximate southern high bank of Irish Ditch No. 2, a distance of 141.73 feet along the arc of a curve concave to the west, having a radius of 714.48 feet and a chord that bears South 03 degrees 51 minutes 43 seconds West, a chord distance of 141.50 feet to a 5/8" diameter iron rod (set);

England Economic & Industrial Development District  
May 28, 2012  
Page 2

thence continue in a southwesterly direction, departing the aforementioned curve and along said rail spur western boundary line, a distance of 122.33 feet along the arc of a curve concave to the northwest, having a radius of 582.75 feet and a chord that bears South 17 degrees 11 minutes 09 seconds West, a chord distance of 122.11 feet to a 5/8" diameter iron rod (set);

thence proceed South 23 degrees 11 minutes 59 seconds West, departing the aforementioned curve and along said rail spur western boundary line, a distance of 1711.74 feet to a 5/8" diameter iron rod (found);

thence continue South 23 degrees 11 minutes 59 seconds West, along said rail spur western boundary line, a distance of 388.21 feet to a 5/8" diameter iron rod (found), said point marking the southeast corner of the described tract;

thence turn right and proceed North 63 degrees 30 minutes 55 seconds West, departing said rail spur western boundary line, a distance of 231.33 feet to a 5/8" diameter iron rod (set);

thence turn left and proceed North 77 degrees 41 minutes 33 seconds West, a distance of 201.11 feet to a 5/8" diameter iron rod (set);

thence turn left and proceed South 82 degrees 40 minutes 49 seconds West, a distance of 190.08 feet to a point located on the approximate eastern high bank of Big Bayou, said point being marked by a 5/8" diameter iron rod (set) and also marking the southwest corner of the described tract;

thence turn right and proceed North 10 degrees 32 minutes 19 seconds East, along a meander of the approximate eastern high bank of Big Bayou, a distance of 87.24 feet to a 5/8" diameter iron rod (set);

thence turn left and proceed North 17 degrees 17 minutes 32 seconds West, along said approximate eastern high bank meander, a distance of 52.27 feet to a 5/8" diameter iron rod (set);

thence turn right and proceed North 13 degrees 14 minutes 31 seconds East, along said approximate eastern high bank meander, a distance of 59.53 feet to a 5/8" diameter iron rod (set);

thence turn right and proceed North 41 degrees 04 minutes 40 seconds East, along said approximate eastern high bank meander, a distance of 64.11 feet to a 5/8" diameter iron rod (set);

thence turn right and proceed North 67 degrees 45 minutes 32 seconds East, along said approximate eastern high bank meander, a distance of 204.91 feet to a 5/8" diameter iron rod (set);

thence turn left and proceed North 40 degrees 16 minutes 26 seconds East, along said approximate eastern high bank meander, a distance of 126.29 feet to a 5/8" diameter iron rod (set);

England Economic & Industrial Development District  
May 28, 2012  
Page 3

thence turn left and proceed North 20 degrees 44 minutes 25 seconds East, along said approximate eastern high bank meander, a distance of 145.52 feet to a 5/8" diameter iron rod (set);

thence turn left and proceed North 10 degrees 28 minutes 40 seconds West, along said approximate eastern high bank meander, a distance of 172.13 feet to a 5/8" diameter iron rod (set);

thence turn right and proceed North 03 degrees 36 minutes 00 seconds West, along said approximate eastern high bank meander, a distance of 91.63 feet to a 5/8" diameter iron rod (found);

thence turn right and proceed North 01 degrees 19 minutes 15 seconds West, along said approximate eastern high bank meander, a distance of 205.92 feet to a 5/8" diameter iron rod (found);

thence turn right and proceed North 11 degrees 19 minutes 35 seconds East, along said approximate eastern high bank meander, a distance of 229.36 feet to a 5/8" diameter iron rod (found);

thence turn right and proceed North 16 degrees 11 minutes 11 seconds East, along said approximate eastern high bank meander, a distance of 421.92 feet to a 5/8" diameter iron rod (found);

thence turn right and proceed North 22 degrees 50 minutes 33 seconds East, along said approximate eastern high bank meander, a distance of 317.28 feet to a 5/8" diameter iron rod (found);

thence turn right and proceed North 23 degrees 26 minutes 05 seconds East, along said approximate eastern high bank meander, a distance of 106.93 feet to a point marking the intersection of said approximate eastern high bank meander with a meander of the approximated southern high bank of Irish Ditch No. 2, said point being marked by a 5/8" diameter iron rod (found) and also marking the northwest corner of the described tract;

thence turn right and proceed North 88 degrees 42 minutes 08 seconds East, departing said approximate eastern high bank meander and along a meander of the approximate southern high bank of said Irish Ditch No. 2, a distance of 397.32 feet to a 5/8" diameter iron rod (found);

thence turn left and proceed North 87 degrees 25 minutes 56 seconds East, along said approximate southern high bank meander, a distance of 402.55 feet to the POINT OF BEGINNING.

The above-described tract contains 34.07 acres, more or less and is more particularly indicated on Pan American Engineers - Alexandria, Inc., Job No. 9502, Drawing No. 11967, dated March 7, 2012.

*Note:*

*The acreage for the above described tract includes Industrial Boulevard and Industrial Street Right-of-Ways.*

England Economic & Industrial Development District  
May 28, 2012  
Page 4

Being portion of the property acquired by the England Economic & Industrial Development District as per Act of Cash Sale recorded at Conveyance Book 1702, Page 980, Entry No. 1258270; Quitclaim Deed recorded at OCB 1702, Page 993, Entry No. 1258271; Quitclaim Deed recorded at Conveyance Book 1702, Page 1003, Entry No. 1258272; Act of Acknowledgement, Ratification and Confirmation recorded at Conveyance Book 1707, Page 225, Entry No. 1261338. And being a portion of the property acquired by England Economic & Industrial Development District from the United States of America pursuant to Quitclaim Deeds recorded as follows: Conveyance Book 1527, Page 845, Entry No. 1071736; Conveyance Book 1549, Page 193, Entry No. 1083434; Conveyance Book 1696, Page 695, Entry No. 1251639; Conveyance Book 1781, Page 334, Entry No. 1337320; Conveyance Book 1876, Page 724, Entry No. 1439485; Conveyance Book 1898, Page 563, Entry No. 1460569; Conveyance Book 1898, Page 625, Entry No. 1460570; all of the records of Rapides Parish, Louisiana.

This is to certify that we have examined the Conveyance and Mortgage Records of the Parish of Rapides, State of Louisiana, regarding the above described property up through and including the by means of the following:

A. Title Commitment No. C-9912-2462618 dated September 23, 2004 covering a portion of the subject property that constitutes and shows all instruments affecting title to a portion of the subject property as accurately disclosed by the indices of Rapides Parish from the 22<sup>nd</sup> day of September, 1921, through the 23<sup>rd</sup> day of June, 2004, and

B. The Conveyance and Mortgage Records for the Parish of Rapides, State of Louisiana, from the 1<sup>st</sup> day of January, 2004, through the 11<sup>th</sup> day of April, 2012, upon our examination of the computer transmitted index.

C. Property Boundary Survey – Tract 1, 173.22 Acres, Tract 2, 100.57 Acres, by Thomas C. David, Jr., PLS No. 4539, dated August 23, 2004, Drawing No. 10033, Job No. 7568.

D. Boundary Survey, Tract 1A, 121.11 Acres, Tract 1B, 1611 Acres, Tract 2A, 28.65 Acres, Tract 2B, 71.54 Acres, Tract 2C, .38 Acres, by Thomas C. David, Jr., PLS No. 4539, dated June 29, 2005, Revised July 25, 2005, Drawing No. 10197, Job No. 7683.

E. Survey, Varying Width Servitude, by Thomas C. David, Jr., PLS N. 4539, dated September 19, 2011, Drawing No. 11899, Job No. 9401.

F. Boundary & Topographic Survey, 34.07 Acres, by Thomas C. David, Jr., PLS No. 4539, dated March 7, 2012, Drawing No. 11967, Job No. 9502.

Based upon our examination of the above, it is our opinion that England Economic & Industrial Development District presently has good, valid and merchantable title in and to the hereinabove described property, subject to the following exceptions, requirements, comments and disclaimers:

1. Any lien that might be created by the filing of the tax rolls for the year 2012, which said taxes are not yet due and payable. Taxes for the years 2009, 2010 and 2011 have been duly paid under proper assessment.

England Economic & Industrial Development District  
May 28, 2012  
Page 5

**Access to Subject Property:**

2. Pursuant to an "Act of Conveyance" recorded at Conveyance Book 1727, Page 594, Entry No. 1282876, a 121.11 acre tract (the "UTLX Tract") was acquired by the England District Subdistrict I. Pursuant to an "Act of Conveyance" recorded at Conveyance Book 1730, Page 293, Entry No. 1285841, UTLX Manufacturing, Inc., acquired the "UTLX Tract."

**Access to LA Highway 1:**

Pursuant to a "Servitude of Passage to LA Highway 1", recorded at Conveyance Book 1730, Page 304, Entry No. 1285842, UTLX Manufacturing was granted a "nonexclusive" servitude to serve the "UTLX Tract" and gain access across "Tract 1B" containing 16.11 acres to LA Highway 1. This servitude traverses "Irish Ditch No. 2" by a bridge and road designated as "Lester Road". See Act of Correction, Conveyance Book 1738, Page 6, Entry No. 1293881.

**Access across UTLX Tract:**

Pursuant to a "Servitude of Passage in favor of Tract 1B and Tract 2A" recorded at Conveyance Book 1730, Page 325, Entry No. 1285844, UTLX Manufacturing, Inc., granted a "non-exclusive, perpetual predial servitude" 80 feet in width across a portion of the "UTLX Tract" south and adjacent to the railroad spur. Note: Tract 2A contains 28.65 acres. The Subject Property contains 34.07 acres.

**Requirement #1:** Tract 2A should be amended to enlarge the Dominate Estate from 28.65 acres to 34.07 acres.

**Requirement #2:** A non-exclusive predial servitude across Tract 1B (16.11 acres) and the railroad spur must be placed of record.

3. Railroad Spur Right of Use Agreement, by and between UTLX Manufacturing, Inc., and England Economic & Industrial Development District, Conveyance Book 1730, Page 325, Entry No.1285844.

**Requirement #3:** The exact location of the Servitude described in #3 above should be determined by Survey.

4. Servitude of Passage to Cappel Road, by The England Economic and Industrial Development District to UTLX Manufacturing, Inc., recorded in Conveyance Book 1754, Page 971, Entry No.13721414.

**Requirement #4:** The exact location of the Servitude described in #4 above should be determined by Survey.

5. Subject to Overhead Electric Lines, Television Lines and Telephone Lines; Water Lines, meters and valves; Fiber Optic Cable; Natural Gas Line, valve and vent pipt; Sanitary Sewer Force Main; Gravity Flow Sanitary Sewer Force Main, Sewer manholes, lines and cleanouts; Fire Hydrant; Guy Anchor; Utility Poles; and Sinage; all as more fully shown on Boundary & Topographic Survey of a Proposed 34.07, m/l, Acre Heavy Industrial Site, Thomas C. David, Jr., PLS No. 4539, Pan American Engineers – Alexandria, Inc., dated March 7, 2012, Job No. 9502, Drawing No. 11967. A copy of which is attached as Exhibit "A".

England Economic & Industrial Development District  
May 28, 2012  
Page 6

6. Exception is taken to all oil, gas and mineral leases and/or mineral reservations of record as our examination of title does not include examination in and to the minerals underlying the property.

#### COMMENTS AND DISCLAIMERS

We do not assume responsibility for and express no opinion for the following:

(1) Rights or claims of parties in possession, servitudes or claims of servitudes not shown by the public records, boundary line disputes, overlaps, encroachments and any matter not of record, which would be disclosed by any accurate survey and inspection of the premises. Further we do not assume responsibility for the accuracy of any surveys which may have been made of the property or for the area, measurements or boundaries shown thereon.

(2) Any law, ordinance or governmental regulation (including but not limited to building and zoning ordinances) restricting or regulating or prohibiting the occupancy, use or enjoyment of the land, or regulating the character, dimensions or location of any improvement now or hereafter erected on the land, or prohibiting a separation and ownership or reduction in dimensions or area of the land, or the effect of any violation of any such law, ordinance or governmental regulation.

(3) Unrecorded liens or charges affecting the above described property, including but not limited to, those for federal estate tax, paving, sewerage, labor or materials other than those noted herein; however, if there are any such unrecorded liens or charges, we assume no responsibility therefor, our responsibility being limited only to what is disclosed by the abstract and indices examined.

(4) The accuracy of the official indices or the abstract from which this examination has been made.

(5) The rights or titles or roads, ways, streams or easements, if any, not shown by the public records, nor riparian rights nor the title to any filled-in lands. This examination and opinion further does not include an investigation as to any classification under Federal flood insurance regulations.

(6) The rights of illegitimates, the rights of debtors in possession, or the rights of trustees in bankruptcy.

(7) We express no opinion concerning the Federal or State Environmental laws, statutes, rules or regulations.

(8) We express no opinion regarding the applicability of the Endangered Species Act, 16 USC Sec. 1531, et seq. to the subject property.

(9) We express no opinion regarding classification of the examined property as wet lands under Section 404 of the Clean Water Act.

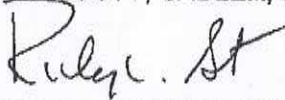
England Economic & Industrial Development District  
May 28, 2012  
Page 7

(10) Any claim, which arises out of the transaction creating the interest of the mortgagee, by reason of the operation of federal bankruptcy, state insolvency, or similar creditors' rights laws.

Merchantability of title to the subject property is warranted by the undersigned only to the person, partnership, corporation, agency, or institution to whom this opinion is addressed, and this opinion is neither assignable nor heritable.

Sincerely,

PROVOSTY, SADLER, deLAUNAY, FIORENZA & SOBEL



RICKY L. SOOTER, SPECIAL COUNSEL

RLS/bsw

144

STATE OF LOUISIANA  
PARISH OF RAPIDES

2004 SEP 15 PM 12:31  
BY *[Signature]*  
CLERM & RECORDER  
RAPIDES PARISH LA.

FILED & RECORDED  
CAROLYN J. ENLAND  
RECORDS

ACT OF CASH SALE

BE IT KNOWN, that on days and dates hereinafter expressed, and before the various undersigned Notaries Public, duly commissioned and qualified in and for their respective State and Parish/County, and in the presence of the undersigned witnesses, personally came and appeared:

**CAPPEL COMPANY, L.L.C., TIN: 72-6069184**, a Louisiana Limited Liability Company, which is domiciled at 451 Florida St., Suite 800, Baton Rouge, Louisiana 70801, appearing herein through its duly authorized Member, Eric H. Cappel, as per Unanimous Consent of Members, recorded in the Conveyance Records of Rapides Parish, Louisiana; hereinafter called "SELLER"; and

who declared that for the price of **ONE MILLION SIX HUNDRED THOUSAND AND NO/100 (\$1,600,000.00) DOLLARS** cash, receipt of which is acknowledged, SELLER hereby sells and delivers with full warranty of title and subrogation to all rights and actions of warranty SELLER may have, unto:

**ENGLAND ECONOMIC AND INDUSTRIAL DEVELOPMENT DISTRICT, TIN: 72-1197077**, a political subdivision of the State of Louisiana, created, operating and existing under and by virtue of the laws of the State of Louisiana, appearing herein through Jon W. Grafton, Executive Director, its duly authorized representative; hereinafter referred to as "PURCHASER";

the following described property, with all its component parts, including all rights, ways, privileges, servitudes and appurtenances thereto belonging, the possession of which PURCHASER acknowledges:

Lot three (3) of the Oak Isle Plantation, near Alexandria, Rapides Parish, Louisiana, lying in Sections 29-30-31-32-34, T 4 N R 2 W, containing 413 87/100 acres; all of which is more fully described as follows, and is shown on blue print from Plat of H. M. White, dated May 21, 1921 recorded in Plat. Book 5, page 177. From the North West corner of Section 35 T 4 N R 2 W, measure S 81 Degrees 00' E 1 00 chain; thence N 32 Degrees 00' E 25.57 chains; to the point of beginning; thence continue N32 Degrees 00' E 30.83 chains to the Southern right-of-way line of the T&P Railroad; thence S 65 Degrees 40' E. 62.21 chains, along said right-of-way line; thence S.24 Degrees 49' W.20.91 chains; thence S.81 Degrees 00' E. 8.26 chains; thence S. 08 Degrees 38' W. 67.36 chains; thence S.64 Degrees 00' W. 20.00 chains; thence S.59 Degrees 40' W. 1.38 chains; thence N.



18Degrees 00' W. 5.00 chains; thence N. 09 Degrees 00' W. 22.00 chains; thence N. 47 Degrees 00' W. 2.65 chains; N 08 Degrees 20' E. 20.68 chains; thence N. 31 Degrees 10' W. 6.98 chains; thence N. 09 Degrees 10' E. 11.22 chains; thence N 81 degrees 10' W. 1.26 chains thence N 10 Degrees E. 12. 9 chains; thence N. 82 degrees 00' W. 3.75 chains; thence N 02 degrees 45' W 7.77 chains; thence N 65 degrees, 40' W 32.60 chains to the point of beginning, containing 413.87 acres more or less, situated in the Parish of Rapides , State of Louisiana.

Being that same property acquired from Frederick Selp by Dr. Marvin Cappel, et ux as per deed Recorded at Conveyance book 135 Page 321 under entry No. 105763 as corrected by act of Correction Recorded In Conveyance Book 137 Page 590 under entry No. 109513 and the property acquired by Mrs. Eulalie Cappel from the Prudential Insurance Company of America as per deed Recorded in Conveyance Book 263 Page 291 under entry No 271703.

**LESS/EXCEPT #1:**

A certain piece, parcel, or tract of land containing on hundred twenty nine and 75/100 (129.75) acres situated in Sections Thirty-two (32) and Thirty-four (34), Township Four (4) North, Range (Two (2) West, and being more particularly described as being a part of Lot Three (3) of the subdivision of the Oak Isle Plantation, as per plat of survey of H.M. White, C.E. , dated May 21, 1921, and being more particularly described as follows:

Begin at the Southeast corner of said Lot Three (3), which said Southeast corner is on the Bayou Rapides Gravel road; thence run North 8 degrees 38 minutes East 67.36 chains to the North line of said Section Thirty-four (34); thence North 81 degrees West 8.26 chains thence North 24 degrees 49 minutes East 19.03 chains to the south line of Highway No.20; thence North 65 degrees 40 minutes West along the South line of said Highway 13.11 chains; thence South 9 degrees 30 minutes West 72.11 chains; thence South 8 degrees West 19.74 chains; thence South 6.82 chains to a point on said Bayou Rapides gravel road; thence Northeasterly along said road, 17.045 chains back to the point of beginning, the said southeast corner of the property herein described being North 4 degrees West 88 feet from Station 511 of the Louisiana coast and geodetic survey, said Station 511 marked by a concrete post.

The property herein described being particularly shown on plat of survey made by H.B. L' Heureux, on November 24, 1939.

BEING part of the same premises conveyed to The Prudential Insurance Company of America by deed dated April 28, 1934, and recorded in Conveyance Book 197, page 72, of the records of said Rapides Parish, Louisiana. Being that same parcel of land conveyed by the Prudential Insurance Company of America to Guy Sherill, et ux as per deed Recorded in Conveyance Book 249 Page 27, under entry No. 254307.

**LESS/EXCEPT # 2:**

A certain piece, parcel or tract of land, being, lying and situated in Rapides Parish, Louisiana, containing the quantity of 9.35 acres and being part of Lot Three (3) of the Oak Isle Plantation in Sections 29 and 30, Township Four (4) North Range Two (2) West and being specifically described as follows:

Begin at a point where the northern right of way line of United States Highway No. 20 intersects the center of Big Bayou, thence run North 82 degrees 10 minutes West 22.50 chains; thence run North 37 degrees East 7.87 chains to a point; thence run South 65 degrees 44 minutes East to the center of Big Bayou to the point of beginning, being the tract of land embraced within the red lines on plat of survey by L.J. Daigre, Parish Surveyor, dated August 13, 1941, said plat being annexed to this deed and made a part hereof for greater certainty of description together with all rights, ways and privileges thereto belonging or in anywise appertaining.

Being that same property sold by Mrs. Eulalie S Cappel, et al to Charles Arthur Phillips, et ux as per deed Recorded in Conveyance Book 259 Page 566 under entry No. 271702.

**LESS/EXCEPT #3:**

Two certain tracts or parcels of land to be taken from the east side of Grantors' property, situated about 3 1/2 miles northwest of the city of Alexandria, in Sections 32 and 34, Township 4 North, Range 2 West, Southwestern District of Louisiana, Rapides Parish, Louisiana. The first parcel, designated as Parcel 1-A, being triangular in shape, and located at the northeast corner of Grantors' property on State Route 20, the secondly described parcel designated as Parcel 1-B, being a narrow strip of land to be taken from the East side of Grantor's property, all of which is fully and more particularly described by reference to a map of survey made by Jno. Munding, Registered Civil Engineer, dated January, 1943, certified to January 11, 1943, and filed for recorder of Conveyances for the Parish of Rapides, in plat Book 6, Pages 41,42,43, and 44, February 23,1943, as follows:

**PARCEL 1-A:**

Begin at a point on Grantors' east line, which is located North 81 degrees West, 501.0 feet, and North 9 degrees 30 minutes East, 843.8 feet from the southeast corner of section 32, Township 4 North, Range 2 West, opposite and 2811 feet westward from survey station 11 52.53; thence North 80 degrees 38 minutes 50 seconds West, 21.9 feet; thence North 27 degrees 04 minutes 32 seconds West, 810.3 feet to the south right of way line of State Route 20, which is 150 feet, measured at right angles, from the center of existing concrete slab; thence South 65 degrees 18 minutes 50 seconds East, along the south right of way line, 523.01 feet to Grantors'

east line; thence South 9 degrees 30 minutes West, along Grantors' east line, 513.67 feet to the point of beginning and containing 3.140 acres.

**PARCEL 1-B:**

Begin at a point where the line between Sections 32 and 34, Township 4 North, Range 2 West, crosses Grantors' east line, which point is located North 81 degrees West, 501.0 feet from the southeast corner of Section 32, opposite and 30.2 feet westward from Survey Station 19 96.3; thence South 9 degrees 30 minutes West, along Grantors' east line, 3298.0 feet; thence South 8 degrees West, along Grantor's east line, 362.20 feet; thence in a northerly direction, following the arc of a simple curve to the right, with a radius of 1482.39 feet, parallel to and 50.0 feet from the surveyed centerline 15.6 feet; thence in a northerly direction the arc of a spiral curve to the right, parallel to and 50.0 feet from the surveyed centerline 406.96 feet to a point opposite and 50.0 feet from Survey Station T.S. 52 35.85, and 11.4 feet westward from Grantors' east line; thence North 9 degrees 21 minutes 10 seconds East, parallel to and 50.0 feet from the surveyed centerline, 4083.3 feet to a point opposite and 50.0 feet from Survey Station 11 52.53 thence south 80 degrees 38 minutes 30 seconds East, at right angles to the centerline, 21.9 feet to Grantors' east line; thence South 9 degrees 30 minutes West, along Grantors' east line, 843.8 feet to the point of beginning, containing 1.683 acres.

Being that same property acquired by the State of Louisiana Department of Highways from Mrs. Eulalie S. Cappel, et al as per deed Recorded in Conveyance Book 279 page 114 under entry No. 279973.

**LESS/EXCEPT #4:**

TRACT NO. 8 A strip of land 100 feet in width and 50 feet on each side of the following described center line: Beginning at Sta. 5 plus 71.36 said Sta. Being located 571.36 feet along a 7 deg. 30 min. curve to the right from the T&P RR mile post 19988, THENCE in a southwesterly direction 703.84 feet to the P.T. Sta. 12 plus 76.2 THENCE S 16 degrees 10 min. W 2298.8 feet to Sta. 35 plus 74.0 as staked upon ground, said Sta. Being on east property line of James P Verzwylt and being located 3 64 deg. 00 min. E 746 feet from the Southwest corner of Sec. 31. The tract herein described is located in Secs. 31 and 34, T 4 W, R 2 W, Louisiana Meridian, Rapides Parish, Louisiana, and contains 6.89 acres of land, more or less.

TRACT NO. 9 A strip of land 100 feet in width and 50 feet on each side of the following described center line: BEGINNING at Sta. 8 plus 85.6 on the south right of way line of the T&P RR, said Sta. Being 335.6 feet along a 7 def. 30 min curve to the right for the T&P RR mile post 19988, THENCE from said Sta. 3 plus 35.6 southwesterly along said 7 deg. 30 min curve 684 feet to Sta. 4 plus 04 as staked upon ground, said Sta. Being on North right of way line of State Highway 20. The tract herein described is located in Sec. 31 T 4 N, R 2 W, Louisiana, Meridian, Rapides Parish, Louisiana, and contains 0.15 acres of land, more or less.

TRACT NO. 10 A parcel of land being situated in Sec. 34, T 4 N, R 2 W. Louisiana Meridian, Rapides Parish, Louisiana, more particularly described as follows: BEGINNING at a point N 17 deg. 43 min. W 1.99 chains from U.S.G.S.B.M. 511, said point being on a center line of gravel road, THENCE leaving gravel road S. 64 deg. 12 min. W 5.51 chains, THENCE N 18 deg. 00 min W. 4.35 chains, Thence N 9 deg. 00 min. W.10.12 chains THENCE N. 53 deg. 57 min. E 6.46 chains, THENCE S 36 deg. 03 min. E 3.41 chains to center line of said gravel road, THENCE along said center line S 7 deg. 55 min. W 9.68 chains, THENCE S 4 deg. 26. min. E 4.78 chains to place of beginning, containing 11.47 acres of land, more or less.

Being that same property conveyed to the United States of America as per judgment in Civil Suit 757, USDC, Western District of Louisiana as recorded in Conveyance Book 279 Page 633.

**LESS/EXCEPT #5:**

A plot of ground in Section 31, T4N, R2W, Rapides Parish, Louisiana, located on State Highway Number 20, said plot of ground having a front of 33 feet on said Highway and running back between parallel lines to the Irish Ditch in the rear, having a depth of 54 feet on the western boundary and 36 feet in the eastern boundary, said plot of ground being more fully and accurately shown in the shaded lines on a sketch or survey dated May 12, 1944 which is hereto attached and made a part hereof for greater certainty.

Being that same property sold by Mrs. Eulalie Cappel to the City of Alexandria as per deed Recorded in Conveyance Book 288 Page 357 under entry No. 284757.

**LESS/EXCEPT # 6:**

That portion of the property comprising Cappel Road as per plat Recorded in Plat Book 7 page 7 and Plat Book 7 Page 10.

**LESS/EXCEPT # 7:**

A certain piece or parcel of land, together with all rights, ways, privileges and appurtenances thereto belonging or appertaining, situated in the Parish of Rapides, State of Louisiana, being a part of Lot Three (3) of the Oak Isle Plantation in Section 31, Township 4 North, Range 2 West, said parcel of land having an area of 0.223 acres and fronting 100 feet on U.S. Highway No. 20. and being more particularly described as follows, to-wit: Start at the Southeast corner of Section 32, Township 4 North, Range 2 West, and run North 24 degrees East along the boundary line between Sections 32 and 33, Township 4 North, Range 2 West a distance of 1280.3 feet to the Southern boundary of the 100 foot right-of-way of U.S. Highway No 20; thence run North 65 degrees 19 minutes West along the Southern boundary of the 100 foot right-of-way of said Highway and its projection a distance of 1676.57 feet; thence continue along the Southern boundary of the right-of-way of said Highway North 66 degrees West a distance of 18

feet to the point of beginning; from said point of beginning; from said point of beginning so established continue thence along the Southern boundary of the right-of-way of said Highway North 66 degrees West a distance of 100 feet; thence run South 10 degrees 20 minutes West a distance of 100 feet; thence run South 66 degrees East a distance of 100 feet; thence run North 10 degrees 20 minutes East a distance of 100 feet to the point of beginning; said parcel of land being, as aforesaid, in Section 31, Township 4 North, Range 2 West, Rapides Parish, Louisiana; all as is more particularly shown by plat of survey made by Irion Lafargue, Registered Surveyor, dated July 25, 1951, hereto annexed and made part hereof.

Being that same property sold by Mrs Eulalie S Cappel, etal to Central Louisiana Electric Company, Inc as per deed Recorded in Conveyance Book 431 Page 514 Under entry No. 362656.

**LESS/EXCEPT #8:**

A certain piece, parcel or lot of ground located in Section 31, Township 4 North, Range 2 West, Rapides Parish, Louisiana, being Lot "B" as shown by heavy lines on plat of Soule Butler, Civil Engineer, dated July 11, 1952, fronting 50 feet on Louisiana State Highway #20 and extending Southwesterly between parallel lines for a distance of 54 feet on the Southeast side, and 72 feet on the Northwest side, bounded on the Southeast side by a plot of ground transferred by Eulalie S. Cappel, et als, to the City of Alexandria, Louisiana by deed dated June 5, 1944, and recorded in Conveyance Book 288, page 357 of the records of Rapides parish, Louisiana, and on the other two sides by property of vendors herein, the plat aforesaid being annexed to this deed and paraphed "Ne Varietur" by me, Notary, to identify herewith, and for certainty of description.

Being that same property sold by Mrs. Eulalie S. Cappel, etal to the City of Alexandria, Louisiana as per deed recorded in Conveyance Book 437 Page 252 under entry No. 366323.

**LESS/EXCEPT #9:**

A certain piece, parcel or lot of land containing 0.20 in the center line of Louisiana Highway No. 1 where the center line of Louisiana Highway No. 2105 (England Air Force Base Access Road) projected intersects said center line of said Highway No.1, and run thence South 9 degrees 13 minutes West along the center line of said Louisiana Highway No. 2105 the distance of 5,561 feet to the center line of Thunderbird Drive; thence run South 65 degrees 57 minutes West along the center line of Thunderbird Drive the distance of 574 feet to a point in said center line; thence run North 35 degrees 45 minutes West the distance of 781.5 feet to a point in the England Air Force Base property line, the point of beginning of the property herein described; thence from said point of beginning run North 35 degrees 45 minutes West 158.4 feet; thence run North 54 degrees 15 minutes East 75 feet; thence run South 35 degrees 45 minutes East 75 feet; thence run South 6 degrees 15 minutes West 111.8 feet to the point of beginning. All as is more fully shown by plats of survey by T.E. Woodruff, Consulting engineer, dated January 16, 1959, blue prints of which are hereto attached and made part hereof for greater certainty of description; said property

being a part of that property in said Section 34, Township Four (4) North, Range Two (2) West, Rapides Parish, Louisiana, acquired by Mrs. Eulalie S. Cappel, as surviving widow in community of Dr. Marvin Cappel, deceased, and by Samuel Cappel and Marvin Cappel, sole heirs at law of the said Dr. Marvin Cappel as shown by judgment dated, filed and recorded August 17, 1938, Conveyance book 226, page 282, records of Rapides parish, Louisiana. Also all rights of usufruct of the said Mrs. Eulalie S. Cappel in and to said property.

Being that same property sold by Mrs. Eulalie Cappel, et al to Central Louisiana Electric Company Inc as per deed recorded in Conveyance Book 548 Page 277 under entry No. 435102.

**LESS/EXCEPT # 10:**

Five (5) certain pieces or parcels of land and all of the improvements situated wholly or partially thereon and all of the rights, ways, servitudes, privileges and advantages thereunto belonging or in anywise appertaining, situated in Sections 32, 31, and 30, Township 4 North, Range 2 West, Rapides Parish, Louisiana, being designated as PARCEL NOS. 2-3, 2-4, 2-6, 2-7, 3-1, on the plans for and required to accommodate the construction for STATE PROJECT NO. 53-01-15, ENGLAND AIR FORCE BASE-BOYCE HIGHWAY, ROUTE LA 1, RAPIDES PARISH, LOUISIANA, prepared by Robert D. Vanderlyn, Registered Land Surveyor, dated December 28, 1970, a copy of which is on file in the office of the Department of Highways of the State of Louisiana, in the City of Baton Rouge, Louisiana, and being more particularly described as follows:

PARCEL NO. 2-3: Commence at the intersection of the Northeasterly existing right of way line of State Route La 1 and the Northeasterly right of way line of the Texas and Pacific Railroad spur to England Air Force Base, which point is 79.82 feet measured radially from the project centerline at Highway survey Station 208+19.99, also being the point of beginning; thence from the point of beginning proceed along the arc of a curve to the left, along the Northeastern right of way line of the Texas and Pacific Railroad Spur to England Air Force Base and Vendor's Westerly boundary line, having a radius of 817.80 feet (the long chord of which bears North 37 32'31" West a distance of 30.21 feet) a distance of 30.21 feet to a point and corner on the required right of way line of said project, which point is 94.21 feet measured radially from the project centerline at Highway Survey Station 208+45.96; thence South 65 29'18" East along the required right of way line and Vendor's Northeasterly boundary line for a distance of 357.85 feet to a point and corner on the Northeasterly existing right of way line of State Route La 1, which point is 94.00 feet measure at right angles from the project centerline at Highway Survey Station 204+89.28; thence along the arc of a curve to the left, along said existing right of way line and Vendor's Southwesterly boundary line, having a radius of 3,869.72 feet (the long chord of which bears North 67 56'10" West a distance of 331.46 feet) a distance of 331.56 feet to the point of beginning and containing 0.040 acres.

PARCEL NO. 2-4: Commence at the intersection of the Southwesterly existing right of way line of State Route La 1 and the Southwesterly existing right of way line of the Texas and Pacific Railroad Spur to England Air Force Base, which point is 22.41 feet measured radially

from the project centerline at Highway Survey Station 208+43.41, also being the point of beginning; thence from the point of beginning proceed along the arc of a curve to the right, along the Southwesterly existing right of way of the Texas and Pacific Railroad Spur to England Air Force Base and Vendor's Easterly boundary line having a radius of 717.80 feet ( the long chord of which bears south 28 54' 52" East a distance of 129.78 feet) a distance of 129.96 feet to a point and corner on the required right of way line of said project, which point is 100.00 feet measured at right angles from the project centerline at Highway Survey Station 207+38.90; thence North 65 28'25" West along the required right of way line traversing Vendor's property for a distance of 59.73 feet to a point, which point is 100.00 feet measured at right angles from the project centerline at Highway Survey Station 207+98.63; thence along the arc of a curve to the left, along said required right of way line, traversing Vendor's property having a radius of 3,719.72 feet ( the long chord of which bears North 66 59' 02" West a distance of 196.08 feet) a distance of 196.10 feet to a point, which point is 100.00 measured radially from the project centerline at Highway Survey Station 210+11.00; thence North 72 57'56" West along said required right a way line traversing Vendor's property for a distance of 388.95 feet to a point, which point is 110.0 feet measured radially from the project centerline at highway Survey Station 214+00.00; thence North 77 46'26" West along said required right of way line traversing Vendor's property for a distance of 278.82 feet to a point and corner on the Northeasterly existing right of way line of State Route La 1, which point is 115.48 feet measured radially from the project centerline at Highway Survey Station 216+87.32; thence South 81 38'17" East along said existing right of way and Vendor's Northeasterly boundary line for a distance of 118.50 feet to a point and corner, which point is 107.73 feet measured radially from the project centerline at Highway Survey Station 215+65.50; thence North 04 40'45" East along said existing right of way line and Vendor's Northeasterly boundary line for a distance line of 25.99 feet to a point and corner, which point is 81.85 feet measured radially from the project centerline at Highway Survey Station 215+67.98; thence along the arc of a curve to the right, along said existing right of way line and Vendor's Northeasterly boundary line, having a radius of 3,769.72 feet ( the long chord of which bears South 76 19'05" feet) a distance of 717.14 feet to the point of beginning and containing 1.013 acres.

PARCEL NO. 2-6: Commence at the intersection of the Southwesterly existing right of way line of State Route La 1 and the Northeasterly existing right of way line of the Texas and Pacific Railroad spur to England Air Force Base, which point is 11.30 feet measured at right angles from the project centerline at Highway Survey Station 208+88.53, also being the point of beginning; thence from the point of beginning proceed along the arc of a curve to the right, along the Northeasterly existing right a way line of State Route La 1 and Vendor's Northeasterly boundary line having a radius of 3,769.72 feet ( the chord of which bears South 67 11'55" East a distance of 80.51 feet) a distance of 80.51 feet to a point and corner in the Southeasterly boundary of Vendor's property; thence South 10 10'34" West along the Southeasterly boundary of Vendor's property for a distance of 100.00 feet to a point and corner on the required right of way line of said project; thence North 65 58'25" West along the required right of way line traversing Vendor's property for a distance of 10.57 feet to a point on the Northeasterly existing right of way line of the Texas and Pacific Railroad spur to England Air Force Base; thence along the arc of a curve to the left, along the Northeasterly existing right of way of the Texas and Pacific Railroad spur to England Air Force Base and Vendor's Southwesterly boundary line having a radius of 817.80 feet (the long chord of which bears North 20 32'35" West a distance of 133.74 feet)

a distance of 133.89 feet to the point of beginning and containing 0.096 acres.

PARCEL NO. 2-7: Commence on project centerline at Highway Survey Station 205+10.33; thence proceed South 10 10'34" West a distance of 9.16 feet which is the intersection of the Southwesterly existing right of way line of State Route La 1 and the Westerly boundary of Vendor's property, which is also the point of beginning; thence from the point of beginning proceed South 66 04'48" East along said existing right of way line and Vendor's Northeasterly boundary line for a distance of 177.37 feet to a point and corner on a boundary of Vendor's property which point is 7.00 feet measured at right angles from the project centerline at Highway Survey Station 203+30.70; thence South 24 31'34" West along said boundary for a distance of 72.00 feet to a point and corner; thence South 85 24' 23" east along said boundary for a distance of 53.24 feet to a point; thence North 85 54'57" East along said boundary for a distance of 37.59 feet to a point and corner; thence North 24 31' 34" East along said boundary for a distance of 36.00 feet to a point and corner on the Southwesterly existing right of way line of State Route La 1, which point is 6.85 feet measured at right angles from the project centerline at Highway Survey Station 202+47.65; thence South 66 16' 35" East along said existing right of way line and Vendor's Northeasterly boundary line for a distance of 39.25 feet to a point and corner, which point is 6.30 feet measured at right angles from the project centerline at highway Survey Station 202+08.40; thence South 24 31' 34" West along said existing right of way line and Vendor's Northeasterly boundary line for a distance of 100.00 feet to a point and corner on the required right of way line of said project; thence North 65 21' 38" West along the required right of way line traversing Vendor's property for a distance of 274.87 feet to a point and corner on the Northwesterly boundary of Vendor's property; thence North 10 10' 34" East along the Northwesterly boundary of Vendor's property for a distance of 100.00 feet to the point of beginning and containing 0.544 acres.

PARCEL NO. 3-1: Commence at a point on the Northeasterly existing right of way line of State Route La 1, which point is 63.16 feet measured radially from the project centerline at Highway Survey Station 210+22.68, also being the point of beginning; thence from the point of beginning proceed along the arc of a curve to the left, along said existing right of way line, and Vendor's Southwesterly boundary line having a radius of 3,869.72 feet (the long chord of which bears North 76 59' 34" West a distance of 477.17 feet) a distance of 477.47 feet to a point and corner on the Northwesterly boundary of Vendor's property; thence North 42 24' 59" East along the northwesterly boundary line of Vendor's property for a distance of 139.36 feet to a point and corner on the required right of way line said project, which is also the southerly existing railroad right of way; thence South 62 28' 55" East along the required right of way line a distance of 143.28 feet to a point, which point is 126.81 feet measured radially from the project centerline at Highway Survey Station 212+92.72; thence along the arc of a curve to the right along said required right of way line having a radius of 1,040.90 feet (the long chord of which bears South 57 54' 44" East a distance of 283.92 feet) a distance of 284.81 feet to a point which is 75.00 feet measured radially from the project centerline at Highway Survey Station 210+58.53; thence along the arc curve to the right having a radius of 1,040.90 feet (the long chord of which bears South 51 07' 58" East, 38.38 feet) a distance of 38.38 feet to the point of beginning and containing 0.715 acre.



Being that same property conveyed by Marvin Cappel, Jr. et al to the State of Louisiana Dept of Highways as per deed recorded in Conveyance Book 860 Page 33. under entry No. 642870 and Conveyance Book 860 Page 41, under entry No. 642871.

All of the above described property conveyed herein is now further identified as Tract 1 and Tract 2 on that survey prepared by Pan-American Engineers-Alexandria, Inc, dated the 23rd day of August, 2004, attached hereto and made a part hereof.

The property is conveyed subject to all servitudes and restrictions of record and/or as shown on the referenced survey and to any claim, if any, that Big Bayou is a navigable waterway.

SELLER reserves all of the oil, gas and other minerals in, on and under the land conveyed herein, but agrees that the surface of the land shall not be used for the exploration for or development of any mineral.

Taxes for the current year will be Prorated. In accordance with Louisiana Revised Statutes Article 9:2721, as amended by Act 949 of 1999, notice is given that the PURCHASER first named above is designated as the party to whom all property tax and assessment notices are to be mailed, said notices to be sent to the address shown above for said PURCHASER.

Certificate of mortgages as required by law is waived and dispensed with by the parties and all taxes due and exigible have been paid.

All parties signing the within instrument have declared themselves to be of full legal capacity and have declared that the name, marital status, domicile and address of each is correct as set forth above.

All agreements and stipulations herein and all the obligations assumed herein shall inure to the benefit of and be binding upon the heirs, successors and assigns of the respective parties, and the PURCHASER, PURCHASER's heirs and assigns shall have and hold the described property in full ownership forever.

Appearers recognize that, except to the extent separately certified in writing, no title examination of said property has been performed by any undersigned Notary.

PURCHASER does hereby waive and renounce all exceptions to title and encroachments and does accept the condition of the Property as fit for its intended purpose.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

THIS DONE AND PASSED on the 25 day of AUGUST, 2004, at the City of PATRICK AFB, Parish of BREUNO COUNTY, State of Louisiana, FLORIDA the undersigned parties having affixed their signatures in the presence of me, Notary, and the undersigned witnesses after due reading of the whole.

WITNESSES:

Judy B. Cappel  
Name: Judy B. Cappel

CAPPEL COMPANY, L.L.C.

BY: E. H. Cappel  
ERIC H. CAPPEL,  
AUTHORIZED MEMBER

Sarah E. Fischer  
Name: SARAH E FISCHER

Sarah E. Fischer  
Notary Public  
Printed Name: SARAH E FISCHER  
Notary ID/Bar Roll Number 288047

THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK



STATE OF LOUISIANA  
PARISH OF RAPIDES

In the Name and by the Authority of  
The England Economic & Industrial Development District

RESOLUTION

BE IT RESOLVED, THAT THE ENGLAND ECONOMIC AND INDUSTRIAL DEVELOPMENT DISTRICT DBA ENGLAND AUTHORITY HEREBY AUTHORIZES EXECUTIVE DIRECTOR TO EXECUTE ALL NECESSARY DOCUMENTS FOR THE PURCHASE OF APPROXIMATELY 240 ACRES ±, KNOWN AS THE CAPPEL PROPERTY, FOR THE UNION TANK CAR PROJECT.

STATE OF LOUISIANA

PARISH OF RAPIDES

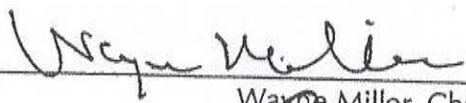
I, C. E Provine, do hereby certify that I am the duly qualified and acting Secretary of the England Economic and Industrial Development District of the Parish of Rapides, Louisiana governing body of the England Economic and Industrial Development District.

I further certify that the above and foregoing constitutes a true and correct copy of a resolution for the minutes of a **Regular meeting** of the England Economic and Industrial Development District held on **August 26, 2004** as said minutes and resolution are officially of record in my possession.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature.

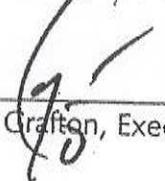
I certify this to be a true and exact copy of the original Resolution Number 109-2004 duly passed at a regular meeting of the Board of Commissioners of the England Economic and Industrial Development District on August 26, 2004.

  
C. E. Provine, Secretary

  
Wayne Miller, Chairman

NOTARY Virginia A. McCann

NOTARY# 5919.4

  
Jon Grafton, Executive Director