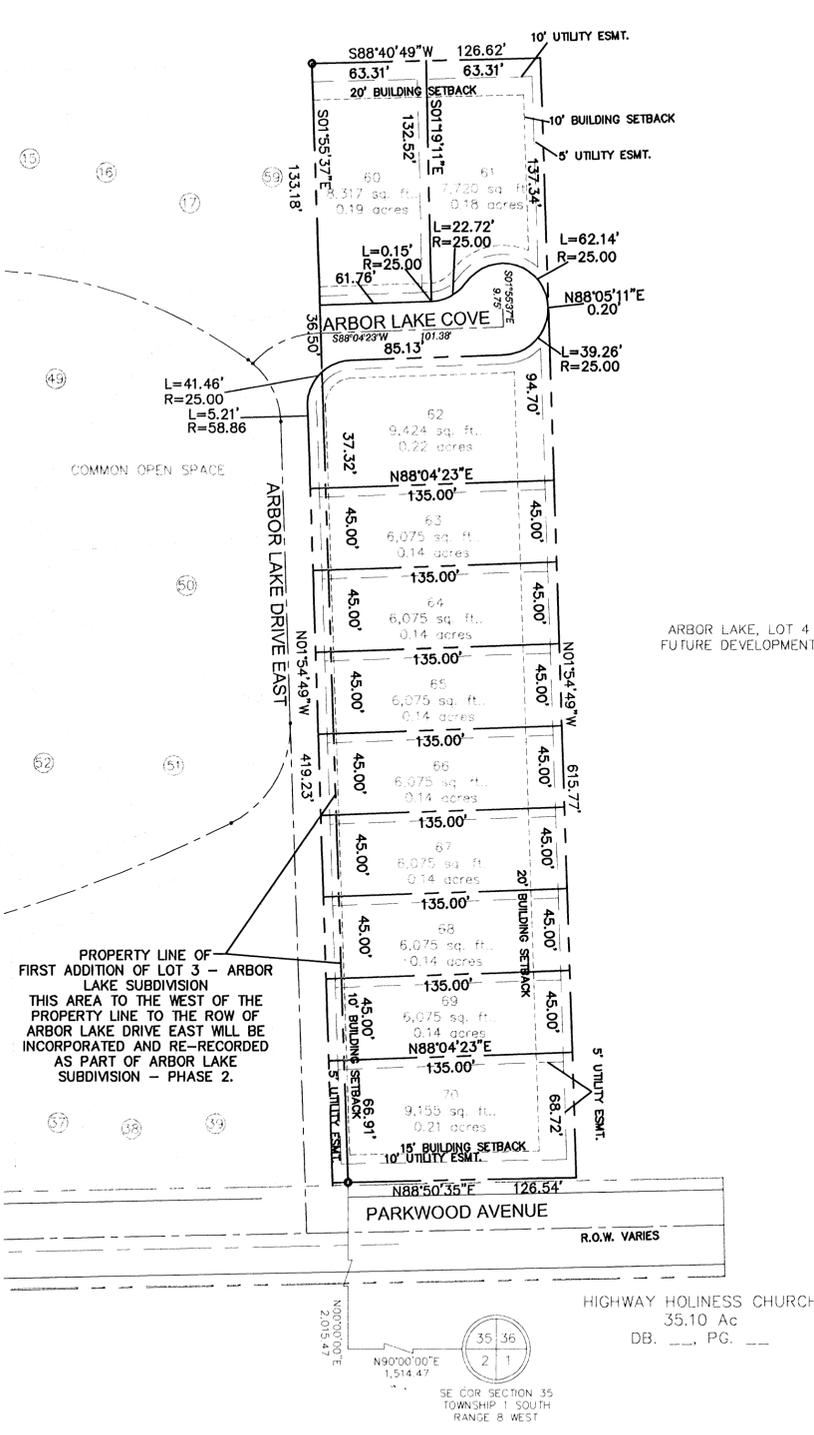


COVENANTS



- Each owner, corporate or otherwise, of a lot in Arbor Lake Subdivision shall be a member of the Arbor Lake Homeowners Association, a non profit corporation to be created for the purpose of owning and maintaining the lake site and other common areas, which membership is subject to the by-laws and other rules and regulations thereof. Such lot owner shall have the use of Arbor Lake only so long as he/she is a member of said association.
- No lot shall be used except for residential purposes, no building shall be erected, altered places or permitted to remain on any lot other than one single dwelling and a private garage for not more than two cars, and separate detached, hereinafter referred to as detached buildings, incidental to such use and subject to the approval of the Architectural Control Committee, as applicable.
- All dwellings and other structures constructed on the lots must be in compliance with requirements of the Horn Lake Planning Commission, its successors and the Architectural Control Committee, as applicable.
- The Architectural Control Committee shall have authority in approving or rejecting building plans. The Architectural Control Committee's authority shall include but not be limited to architectural design, compatibility with surrounding houses, location on the lot and proposed construction material. All 2-story homes must have a minimum of 1,700 square feet of heated space excluding garages, porches, etc. All 1-story homes must have a minimum of 1,700 square feet of heated space excluding garages, porches, etc. All 2-story houses must have a minimum of 850 square feet on the ground floor excluding garages, porches, etc.
- All houses must have an attached garage that opens to the end or front of the house unless an exception is approved by the Architectural Control Committee because of lot terrain.
- No detached building, other than the primary structure, will be constructed without the approval of the Horn Lake Planning Commission and appropriate permits must be obtained prior to construction. These buildings must also meet the approval of the Architectural Control Committee. In addition, the City of Horn Lake, if applicable may have authority on design, construction material and site location.
- No lot shall be used or maintained as a dumping ground for rubbish. Trash garbage or other waste garbage shall not be kept, except in sanitary containers. Also, lots must be kept mowed and not allowed to grow up with grass and weeds. The developer, upon 30 days written notice may hire the work done and bill the lot owner. If the lot owner does not pay the developer within 30 days, the developer or his designated agent and/or the Association shall have the right to file a lien against the property to recover all expenses.
- No structure of a temporary character, basement, tent, shack, barn, mobile home, or other detached building shall be used on any lot as a residence, either temporary owner to compliance.
- Easements for installation and maintenance of utilities and garage facilities are reserved over the rear, front, and along one side of each lot.
- No obnoxious or offensive activities shall be carried on upon any lot nor shall anything be done thereon which may be or become an annoyance or nuisance to the neighbors. No business or trade of a commercial nature shall be carried on upon any lot. All lots and houses are for residential use only.
- No vehicle of any kind shall be left in the subdivision unless it displays a current license plate and a current inspection sticker except for tractors used for property maintenance only. No commercial vehicle of any kind over (1) ton may be parked in Arbor Lake Subdivision. All motorized vehicles must be parked on finished concrete only. No on street parking shall be allowed in the subdivision.
- Mobile homes are strictly forbidden, either temporary or permanently.
- Sidewalks, green areas, walking trails and lake shall be considered common and shall be maintained by the Association. Arbor Lake Drive West, Arbor Lake Drive East, Arbor Lake Drive North, and Arbor Lake Drive South shall remain private drives and be maintained by the Association. Parkwood Avenue is dedicated for public use.

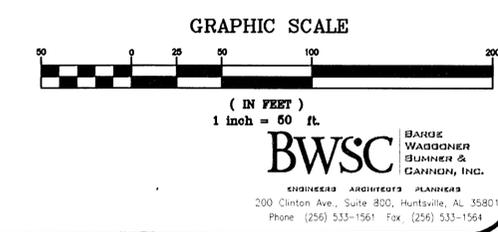
- The property herein is subjected to an assessment by Arbor Lake Homeowners Association, a monthly assessment fee, until changed by the majority of the total votes eligible to be cast by the members of the Association. Such arrangements shall be due and payable as the Board of Directors determine, and if not paid shall bear a lien on the property so assessed and collectible by proper action of law, or proceeding in Chancery, for enforcement of such lien. Lots owned by the developer shall not be assessed a monthly assessment. Said fee shall be used for the maintenance and upkeep of the common areas.
- The lien of the assessment provided for herein shall be subordinate to the lien of any first and/or second mortgage recorded prior to said assessment. The lien of the assessment shall be superior to any homestead exemption now or hereafter provided by the laws of the State of Mississippi. Sole or transfer shall not relieve such site from liability for any assessment thereafter becoming due or from the lien thereof.
- No houseboats or bathhouses shall be allowed on the lake. No motors will be allowed on Arbor Lake.
- Trot line and jug fishing will not be allowed in Arbor Lake nor will any other type of fishing other than the generally accepted forms of sport fishing except by special permission of the Arbor Lake Homeowner Association and/or the developer.
- These covenants are to run with the land for a period of ten (10) years and shall be binding upon all parties and persons claiming under them from the date these covenants are recorded. After which time said covenants in force and effect until an instrument signed by 2/3 majority of then lot owners of the lots have been recorded agreeing to change said covenants in their entirety or in part. Each lot owner shall have one vote.
- In the event any restrictive covenants of Arbor Lake Subdivision is declared by the courts to be invalid, the same shall not affect the validity of these covenants as a whole or any part thereof other than the part so declared to be an invalid.
- Enforcement of covenants shall be by proceedings at law or in equity against any person or persons violating or attempting to violate any restrictive covenant either to restrain violation or to recover damages.
- All lots bordering commercial lots (west) shall be constructed as 1-story structure.
- No accessory building (sheds, pole structures, etc.) permitted on any lot.
- All fences subject to the approval of the Architectural Control Committee.
- These lots are also subject to the Declaration of Restrictions and Conditions of Development for Arbor Lake Subdivision recorded by a separate instrument.
- Lot 4 of the five-lot Arbor Lake Subdivision, consisting of undeveloped land and lots 60 through 70, as reflected herein, will be subject to an annual special assessment tax levied by the City of Horn Lake, Mississippi, in accordance with sections 21-41-1 through 21-41-53 of the Mississippi Code of 1972, by Resolution #01-01-00 adopted by the City of Horn Lake, Mississippi on January 10, 2000, and any subsequent orders or resolutions adopted by the City of Horn Lake, Mississippi and related to the issuance of such special assessment improvement bonds for the construction of Parkwood Avenue. The total annual tax assessment levied against Lot 4 will be assessed annually against the undeveloped land and the individual lots 60 through 70, as determined by order or resolution adopted by the City of Horn Lake, Mississippi. Information concerning any specific lot and the special assessment thereon can be obtained by contacting the City Clerk of the City of Horn Lake, Mississippi.
- Placement of "No Parking" signs along Arbor Lake Drive(s) to be strictly enforced by the Horn Lake Police Department.

NOTE:

- WATER SERVICE WILL BE PROVIDED BY HORN LAKE WATER ASSOCIATION. SEWER SERVICE TO BE PROVIDED BY INTERCEPTOR SEWER THROUGH CITY OF HORN LAKE.
- NO PART OF THIS PARCEL CONTAINS LAND WITHIN THE 100-YEAR FLOOD PLAIN PER FEMA MAP NO. 28033C0040 E. DATED JUNE 19, 1997.
- RIGHT-OF-WAY EASEMENT INCLUDES 10' UTILITY EASEMENT.
- DEVELOPER/BUILDER/LOT OWNERS MUST ADHERE TO THE GRADING AND DRAINAGE PLAN FOR THIS SUBDIVISION, WHICH IS ON FILE AT THE CITY OF HORN LAKE, MISSISSIPPI.
- THERE IS AN S' FRONT UTILITY EASEMENT, 10' REAR UTILITY EASEMENT AND A S' EASEMENT OPPOSITE ZERO LOT SIDES.
- LOT 70 SHALL HAVE NO PUBLIC ACCESS TO PARKWOOD AVENUE.
- MINIMUM BUILDING SETBACKS ARE AS FOLLOWS:
FRONT 10'
SIDE (ALL LOTS DESIGNATED FOR ZERO LOT LINE DEVELOPMENT SHALL MAINTAIN ONE SIDE YARD SETBACK OF FIVE (5) FEET. ALL REMAINING LOTS SHALL MAINTAIN TWO SIDE YARD SETBACKS OF AT LEAST FIVE (5) FEET.)
REAR 20'
- INDIVIDUAL LOT CORNERS NOT SET DUE TO REQUEST OF DEVELOPER WHILE UNDER CONSTRUCTION.

LOT GRADING AND DRAINAGE:
FINISH GRADE SHALL BE SLOPED AWAY FROM THE FOUNDATION FOR DRAINAGE. THE FINISH GRADE MUST BEGIN AT LEAST 10 INCHES BELOW THE TOP OF THE FOUNDATION WALL OR THE GRADE OF THE CONCRETE SLAB AT THE INTERIOR IN THE CASE OF AN INTEGRAL SLAB AND FOUNDATION. THE MINIMUM GRADE AWAY FROM THE FOUNDATION WALL SHALL BE AT LEAST 5 PERCENT IN ALL DIRECTIONS. THE DRIVEWAY SHALL BE SLOPED DOWN AT 2 PERCENT FOR AT LEAST 8 FEET FROM THE STRUCTURE.

THIS PLAT IS A REVISION OF LOTS 3 AND 4 OF THE FIRST REVISION TO ARBOR LAKE SUBDIVISION, AS PER PLAT BOOK 73, PAGE 10, DESOTO COUNTY CHANCERY CLERKS OFFICE, AND ALSO BEING A REVISION OF THE FINAL PLAT OF THE FIRST REVISION OF LOT 3, ARBOR LAKE SUBDIVISION, AS PER PLAT BOOK 73, PAGE 27, DESOTO COUNTY CHANCERY CLERKS OFFICE.



SECTION 35, TOWNSHIP 1 SOUTH, RANGE 8 WEST
 PHASE 2, LOT 4
 FINAL PLAT
 ARBOR LAKE SUBDIVISION, PHASE II
 OWNER: MILLENNIUM OF MISSISSIPPI, L.L.C.
 DEVELOPER: MILLENNIUM OF MISSISSIPPI, L.L.C.
 1.79 ACRES
 DESOTO COUNTY, MISSISSIPPI
 SEPTEMBER 5, 2002
 11 LOTS
 SHEET 1 OF 2

OWNERS CERTIFICATE

WE, JOHN SCOTT, MEMBER AND WHITNEY SLADE, MEMBER, AS AUTHORIZED REPRESENTATIVES OF MILLENNIUM OF MISSISSIPPI, L.L.C., THE OWNER OF THE PROPERTY, HEREBY ADOPT THIS AS MY PLAN OF SUBDIVISION AND DEDICATE THE RIGHT-OF-WAY FOR THE ROADS AS SHOWN ON THE PLAT OF THE SUBDIVISION TO THE PUBLIC USE FOREVER AND RESERVE FOR THE PUBLIC UTILITIES. THE UTILITY EASEMENTS AS SHOWN ON THE PLAT. I CERTIFY THAT I AM THE OWNER IN FEE SIMPLE OF THE PROPERTY AND THAT NO TAXES HAVE BECOME DUE AND PAYABLE. THIS THE 20th DAY OF September, 2002.

John Scott
JOHN SCOTT
DATE 9/20/02
MILLENNIUM OF MISSISSIPPI, L.L.C.
Whitney Slade
WHITNEY SLADE
DATE 9/20/02
MILLENNIUM OF MISSISSIPPI, L.L.C.

NOTARY'S CERTIFICATE

STATE OF MISSISSIPPI, COUNTY OF DESOTO

THIS DAY PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED AUTHORITY IN AND FOR THE SAID COUNTY AND STATE AFORESAID JOHN SCOTT AND WHITNEY SLADE, WHO ACKNOWLEDGED THAT THEY ARE MEMBERS OF MILLENNIUM OF MISSISSIPPI, L.L.C., A MISSISSIPPI LIMITED LIABILITY COMPANY, AND THAT FOR AND ON BEHALF OF SAID ENTITY, AND AS ITS ACT AND DEED, THEY EXECUTED THE ABOVE AND FOREGOING CERTIFICATE, FOR THE PURPOSES MENTIONED ON THE DAY AND YEAR HEREIN MENTIONED, AFTER HAVING FIRST BEEN DULY AUTHORIZED BY SAID LIMITED LIABILITY COMPANY SO TO DO.

GIVEN UNDER MY HAND AND OFFICIAL SEAL ON THIS THE 20 DAY OF September, 2001.



Stephanie Kicker
NOTARY PUBLIC

MORTGAGEE'S CERTIFICATE

PEOPLES BANK, MORTGAGEE OF THE PROPERTY HEREON, HEREBY ADOPT THIS AS OUR PLAN OF SUBDIVISION AND DEDICATE THE RIGHT-OF-WAY FOR THE ROADS AS SHOWN ON THE PLAT OF THE SUBDIVISION TO THE PUBLIC USE FOREVER AND RESERVE FOR THE PUBLIC UTILITIES THE UTILITY EASEMENTS AS SHOWN ON THE PLAT. I CERTIFY THAT I AM THE MORTGAGEE OM FEE SAMPLE OF THE PROPERTY AND THAT NO TAXES HAVE BECOME DUE AND PAYABLE. THIS THE 22nd DAY OF September, 2002.

First Vice President
TITLE
PEOPLES BANK
Michael Camp
SIGNATURE OF MORTGAGEE

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 THE 22nd DAY OF October, 2002, WITHIN MY JURISDICTION, THE WITHIN NAMED JACE TURNER, WHO ACKNOWLEDGED THAT HE/SHE IS First Vice President OF PEOPLES BANK, AND THAT FOR AND ON BEHALF OF THE SAID BANK, AND AS ITS ACT AND DEED HE/SHE EXECUTED THE ABOVE AND FOREGOING INSTRUMENT, AFTER FIRST HAVING BEEN DULY AUTHORIZED BY SAID BANK SO TO DO.

9/24/2005
MY COMMISSION EXPIRES
J. S. McC
NOTARY PUBLIC

MORTGAGEE'S CERTIFICATE

BANCORPSOUTH BANK, MORTGAGEE OF THE PROPERTY HEREON, HEREBY ADOPT THIS AS OUR PLAN OF SUBDIVISION AND DEDICATE THE RIGHT-OF-WAY FOR THE ROADS AS SHOWN ON THE PLAT OF THE SUBDIVISION TO THE PUBLIC USE FOREVER AND RESERVE FOR THE PUBLIC UTILITIES THE UTILITY EASEMENTS AS SHOWN ON THE PLAT. I CERTIFY THAT I AM THE MORTGAGEE OM FEE SAMPLE OF THE PROPERTY AND THAT NO TAXES HAVE BECOME DUE AND PAYABLE. THIS THE 22 DAY OF OCTOBER, 2002.

Senior Vice President
TITLE
Michael Camp
SIGNATURE OF MORTGAGEE
BANCORPSOUTH BANK

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 THE 22nd DAY OF October, 2002, WITHIN MY JURISDICTION, THE WITHIN NAMED Michael Camp, WHO ACKNOWLEDGED THAT HE/SHE IS Senior Vice President OF BANCORPSOUTH BANK, AND THAT FOR AND ON BEHALF OF THE SAID BANK, AND AS ITS ACT AND DEED HE/SHE EXECUTED THE ABOVE AND FOREGOING INSTRUMENT, AFTER FIRST HAVING BEEN DULY AUTHORIZED BY SAID BANK SO TO DO.

9/24/2005
MY COMMISSION EXPIRES
J. S. McC
NOTARY PUBLIC

**STATE OF MISSISSIPPI
COUNTY OF DESOTO**

I HEREBY CERTIFY THAT THE SUBDIVISION PLAN SHOWN HEREON WAS FILED December 2nd FOR RECORD IN MY OFFICE AT 2:36 O'CLOCK P.M. ON THE 14th DAY OF 2002 AND WAS IMMEDIATELY ENTERED UPON THE PROPER INDEX AND DULY RECORDED IN PLAT BOOK 31 ON PAGE 18-19.

W. & Davis Chancery Clerk
CHANCERY COURT CLERK
By: *W. H. Naffin O.C.*

CERTIFICATE OF SURVEYOR

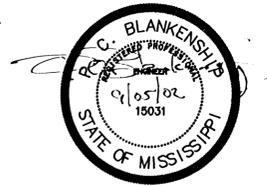
THIS IS TO CERTIFY THAT I HAVE DRAWN THIS SUBDIVISION SHOWN HEREON AND THE PLAT OF SAME IS ACCURATELY DRAWN FROM INFORMATION FROM A GROUND SURVEY BY ME.

Thomas C. Flanagan
BEN W. SMITH - ME NO. 1000
THOMAS C. FLANAGAN - ME NO. 2776
2806702

**STATE OF MISSISSIPPI
ENGINEERS CERTIFICATE**

THIS IS TO CERTIFY THAT I HAVE DRAWN THIS SUBDIVISION SHOWN HEREON AND THE PLAT OF THE SAME IS ACCURATELY DRAWN FROM INFORMATION FROM A LEGAL BOUNDARY SURVEY; AND THAT THIS PLAT IS IN CONFORMANCE WITH APPLICABLE STATE LAWS, THE ZONING ORDINANCE AND THE SUBDIVISION REGULATIONS.

NAME P. C. BLANKENSHIP
MISSISSIPPI LICENSE # 15031
DATE: 9/5/02



HORN LAKE PLANNING COMMISSION

APPROVED BY THE HORN LAKE PLANNING COMMISSION ON THIS THE 1st DAY OF February, 2001.

Peter O'Garra
ATTEST
Christie Smith
SECRETARY
Nancy Lewis
CHAIRMAN

HORN LAKE MAYOR & BOARD OF ALDERMAN

APPROVED BY THE HORN LAKE MAYOR AND BOARD OF ALDERMAN ON THIS THE 20 DAY OF February, 2001.

Diane Stewart
CITY CLERK
Mike Thomas
MAYOR



BWSC BARGE WAGGNER SUMNER & GANNON, INC.
ENGINEERS ARCHITECTS PLANNERS
200 Clinton Ave., Suite 800, Huntville, AL 35801
Phone (256) 533-1561 Fax (256) 533-1564

VICINITY MAP



SECTION 35, TOWNSHIP 1 SOUTH, RANGE 8 WEST
FINAL PLAT
ARBOR LAKE SUBDIVISION, PHASE II
OWNER: MILLENNIUM OF MISSISSIPPI, L.L.C.
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1119
SHEET 2/25