

GRANT OF EASEMENT

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00), in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, we, Kenneth R. Masterson and Nancy F. Masterson, hereinafter referred to as "Grantors", do hereby grant, bargain, sell and convey unto Robbins Family, L.P., a Mississippi Limited Partnership, David P. Halle, Jr. and Russell H. Kostka, their successors and assigns, hereinafter referred to as "Grantees", the right, privilege and easement at any time and from time to time to construct, maintain, inspect, operate, protect, repair, replace, change the size of, or remove a pipeline, pipelines and other appurtenances for operation of the City Water System, within the confines of an area described in Exhibit 1, which is attached hereto and made a part hereof as if fully copied herein, together with reasonable access thereto.

TO HAVE AND TO HOLD said easement and access thereto unto said Grantees, its successors and assigns temporarily, where noted, and permanently, where noted in Exhibit "1".

It is agreed that the pipeline or pipelines to be laid under this grant shall be constructed at sufficient depth below the surface of the ground to permit normal cultivation, and Grantors shall have the right to use and enjoy the above described premises, subject to the rights herein granted.

With the exception of the area within the tract which is expected to be conveyed in the future for road right-of-way purposes, Grantees shall have the right to clear and keep clear all trees, undergrowth and other obstructions from the herein granted easement, and Grantors agree not to build, construct or create, nor permit others to build, construct or create any buildings or other structures on the herein granted easement that will interfere with the normal operation and maintenance of the said line or lines.

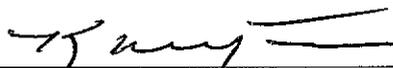
Grantors hereby expressly agree that in the event the route of the pipeline to be constructed hereunder should cross any roads, railroads, creeks, rivers or other waterways located on the above described land or other places requiring extra working space, Grantees shall have the right and temporary access to additional working space which may be necessary for construction.

Grantors represent that the above described land is not rented at the present time.

The terms and conditions hereof shall be binding upon and inure to the benefit of the heirs, executors, administrators, devisees, successors, trustees or assigns of the parties hereto, and the rights herein granted may be assigned in whole or in part.

Grantors acknowledge that they have the right to demand compensation for the granting of this Easement and hereby waives same.

IN WITNESS WHEREOF the said Grantors have hereunto set their hands and seals, this 6th day of September, 2002.


KENNETH R. MASTERSON


NANCY F. MASTERSON

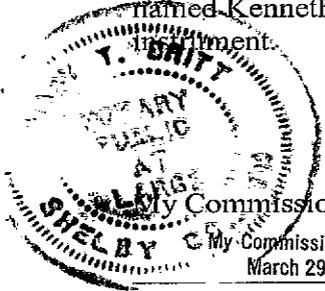
STATE MS., -DESOTO CO.
FILED

OCT 11 2 12 PM '02

BK 430 PG 210
W.E. DAVIS CH. CLK.

STATE OF Tennessee
COUNTY OF Shelby

Personally appeared before me, the undersigned authority in and for the said county and state, on this 6 day of Sept., 2002, within my jurisdiction, the within named Kenneth R. Masterson, who acknowledged that he executed the above and foregoing instrument.

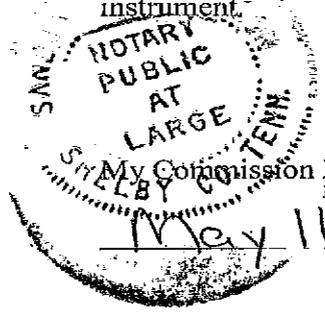


Mary J. Britt
NOTARY PUBLIC

My Commission Expires:
March 29, 2005

STATE OF Tennessee
COUNTY OF Shelby

Personally appeared before me, the undersigned authority in and for the said county and state, on this 13 day of September, 2002, within my jurisdiction, the within named Nancy F. Masterson, who acknowledged that she executed the above and foregoing instrument.



Sandra M. Hutchison
NOTARY PUBLIC

My Commission Expires:
May 16 2006

PREPARED BY AND RETURN TO: Gary P. Snyder, Watkins Ludlam Winter & Stennis, P.A.,
P.O. Box 1456, Olive Branch, MS 38654, 662-895-2996.

EXHIBIT "1"

Description of a Proposed 20 foot Water Line Easement across part of the Masterson Property as described in Book 271 Page 194 in Section 30, Township 1 South, Range 5 West Chickasaw Cession, DeSoto County, Mississippi.

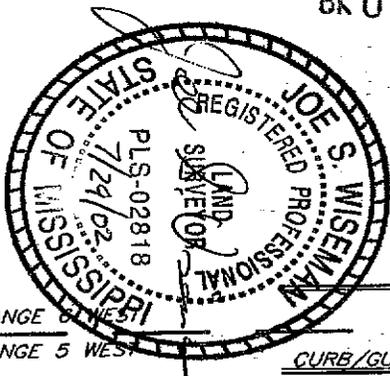
Commencing at the intersection of Polk Lane and DeSoto Road, accepted northwest Corner of Section 30, Township 1 South, Range 5 West; thence South 00 Degrees 11 Minutes 24 Seconds East with the west line of Section 30 a distance of 34.00 feet to the point of beginning; thence South 89 Degrees 52 Minutes 55 Seconds East a distance of 2786.52 feet to the half section line and being in the west line of the Joe Ed Kirk property as described in Book 281 Page 392; thence South 00 Degrees 08 Minutes 44 Seconds West with said half section line a distance of 57.90 feet to a point; thence North 89 Degrees 51 Minutes 16 Seconds West a distance of 20.00 feet to a point; thence North 00 Degrees 08 Minutes 44 Seconds East a distance of 37.89 feet to a point; thence North 89 Degrees 52 Minutes 55 Seconds West a distance of 2766.41 feet to a point in the west line of Section 30; thence North 00 Degrees 11 Minutes 24 Seconds West with the west line of Section 30 a distance of 20.00 feet to the point of beginning and containing 1.30 acres of land.

Proposed 30 foot Temporary Construction Easement across part of the Masterson Property as described in Book 271 Page 194 in Section 30, Township 1 South, Range 5 West Chickasaw Cession, DeSoto County, Mississippi.

Said easement being 30 feet south and parallel to the 20 foot Water Line Easement as described above.

INDEXING INSTRUCTIONS:

Lying in the Northwest Quarter of Section 30, Township 1 South, Range 5 West DeSoto County, Mississippi.



RANGE 5 WEST

NUMBER	DIRECTION	DISTANCE
L1	S 00°08'44" W	57.90
L2	N 89°51'16" W	20.00
L3	N 00°11'24" W	20.00
L4	N 00°08'44" E	37.89

PLAT BOOK _____ PAGE _____

DATE : April 9, 2001
 SCALE : 1" = 100'
 DRAWN BY : J.W.
 BUYER : _____
 ORDERED BY : Jim Robbins
 File name: G:\010033\SUR\01C033

DAVIS ENGINEERING CO. INC.
 CIVIL ENGINEERING • LAND SURVEYING • MAPPING
 5350 Poplar Ave. Suite 317 • Memphis, Tennessee 38119 • (901) 767-1185

SHEET 1 OF 4

DESOTO ROAD

"MASTERTSON"
 BOOK 271 PAGE 194

30' TEMPORARY CONSTRUCTION
 EASEMENT (PROPOSED)

N 89°52'55" W
 2766.41

S 89°52'55" E
 2786.52

S 00°11'24" E
 34.00

"VERA NEWSOM"
 BOOK 211 PAGE 176

"CARL HILL"
 BOOK 181 PAGE 206

"LINDA E. BANZANT"
 BOOK 181 PAGE 208

"HERBERT COWAN"
 BOOK 184 PAGE 28

"JOSIE M. COWAN"
 BOOK 298 PAGE 749

"BROWN"
 BOOK 206 PAGE 15

"HELEN G. SCALES"
 BOOK 211 PAGE 153

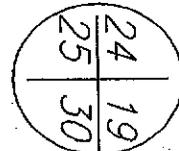
POLK LANE

CURB/GUTTER

CURB/GUTTER

FENCE

POINT OF
 BEGINNING



MAGNETIC
 NORTH



Scale 1" = 100'



MATCH LINE
 SEE SHEET 2 OF 4



"VERA NEWSOM"
BOOK 211 PAGE 176

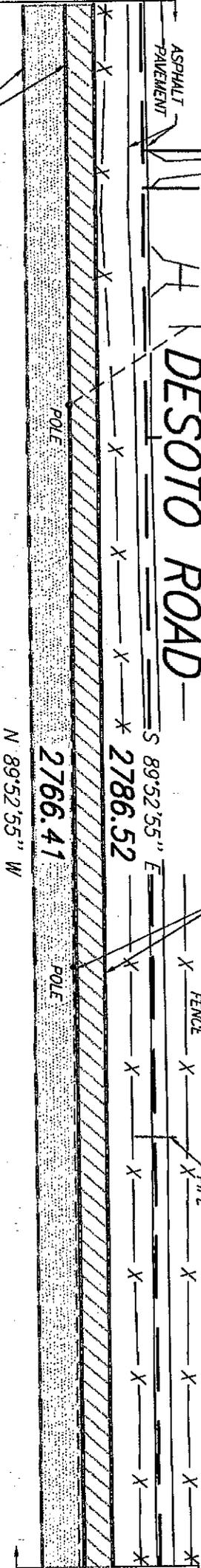
"BERNICE HUMPHREY"
BOOK 297 PAGE 338

"ELAINE STEWART"
BOOK 242 PAGE 596

"MARTHA HAYNIE SMITH"
BOOK 47 PAGE 409



SHELBY COUNTY, TENNESSEE					
DESOTO COUNTY, MISSISSIPPI 13					
22	23	24	18	17	16
27	26	25	19	20	21
34	35	36	30	29	28
3	2	1	6	5	4
RANGE 6 WEST			TOWNSHIP 1 SOUTH		
RANGE 5 WEST			TOWNSHIP 2 SOUTH		



30' TEMPORARY CONSTRUCTION
EASEMENT (PROPOSED)

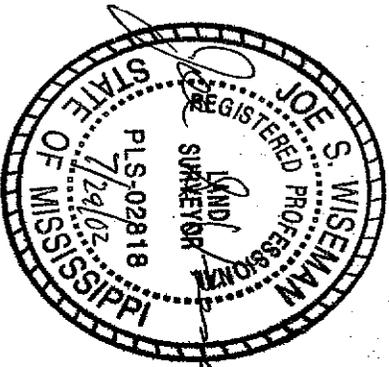
20' WATER LINE EASEMENT
(PROPOSED)

DRAIN
PIPE

N 89°52'55" W

MATCH LINE
SEE SHEET 3 OF 4

"MASTERTSON"
BOOK 271 PAGE 194



SHEET 2 OF 4

PLAT BOOK _____ PAGE _____

DAVIS ENGINEERING CO. INC.

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DATE : April 9, 2001

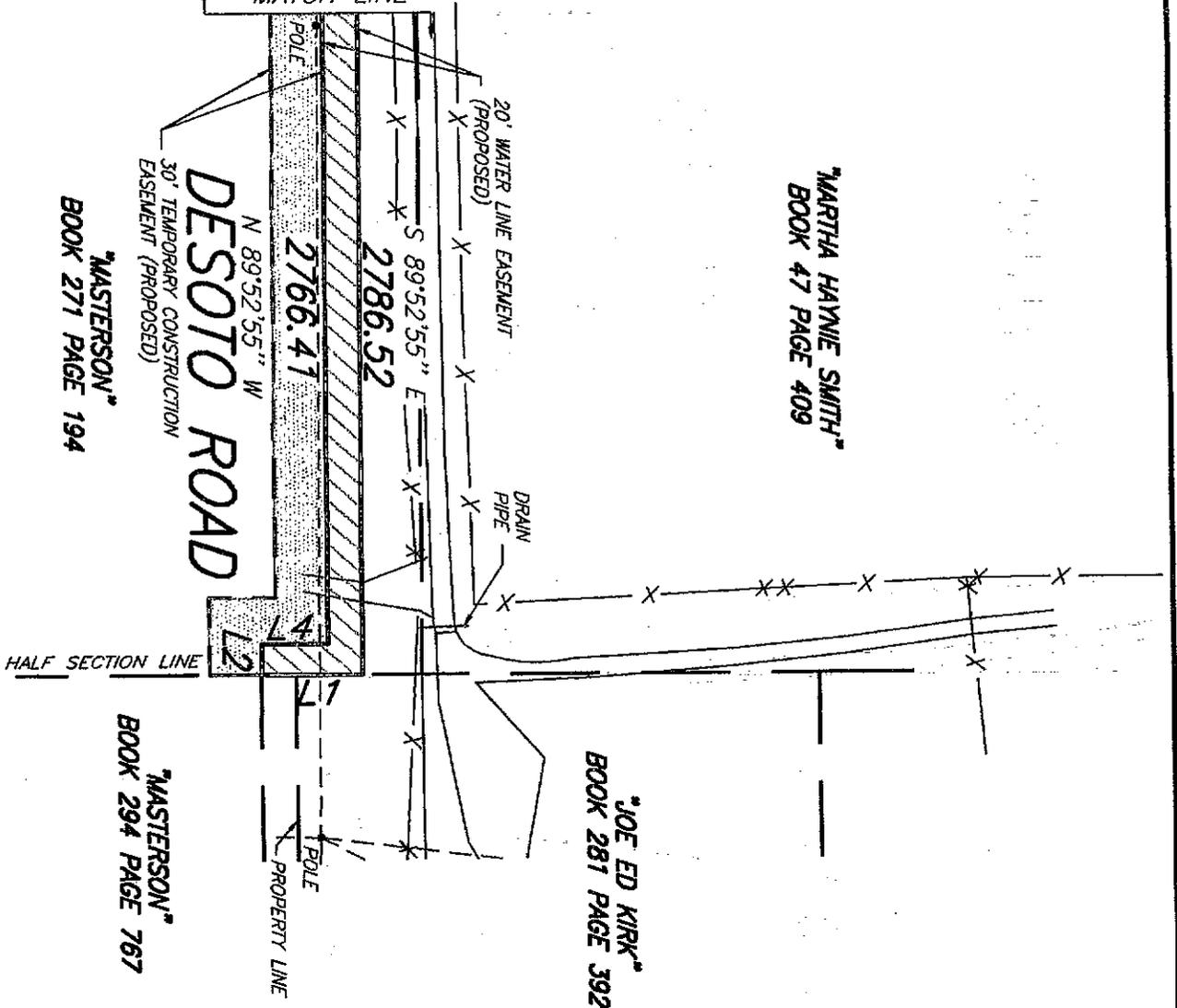
SCALE : 1" = 100'

DRAWN BY : J.W.

BUYER :

ORDERED BY : Jim Robbins

MATCH LINE



"MARTHA HAYNIE SMITH"
BOOK 47 PAGE 409

"JOE ED KIRK"
BOOK 281 PAGE 392

"MASTERSON"
BOOK 271 PAGE 194

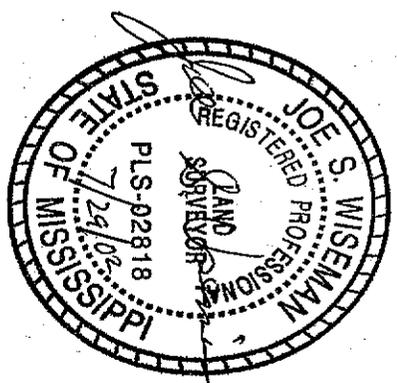
"MASTERSON"
BOOK 294 PAGE 767

HALF SECTION LINE



Scale 1" = 100'

MAGNETIC NORTH



SHEET 3 OF 4

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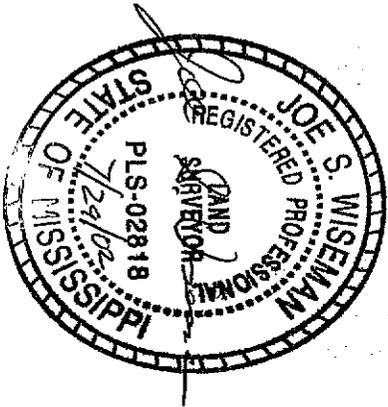
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SHEET 4 OF 4

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