

KNOW ALL MEN BY THESE PRESENTS, that we the undersigned, (whether one or more) DESOTO COUNTY, MISSISSIPPI, a political subdivision of State of Mississippi, ~~(husband and wife)~~ ^(undesignated)

for a good and valuable consideration, the receipt whereof is hereby acknowledged, do hereby grant unto COAHOMA ELECTRIC POWER ASSOCIATION, a corporation (hereinafter called the "Association"), whose post office address is Lyon, Mississippi, and to its successors or assigns, the right to enter upon the lands of the undersigned, situated in the County of Desoto, State of Mississippi, and more particularly described as follows:

See attached.Exhibit A

and to construct, reconstruct, rephase, repair, operate and maintain on the above-described lands and/or in or upon all streets, roads or highways abutting said lands, an electric transmission and/or distribution line or system; to cut, trim and control the growth by chemical means, machinery or otherwise of trees and shrubbery located within 30 feet of the center line of said line or system, or that may interfere with or threaten to endanger the operation and maintenance of said line or system (including any control of the growth of other vegetation in the right-of-way which may incidentally and necessarily result from the means of control employed); to license, permit, or otherwise agree to the joint use of occupancy of the line or system by any other person, association or corporation, for electrification or telephone purposes.

The undersigned agree that all poles, wires and other facilities including any main service entrance equipment, installed on the above-described lands or premises at the Association's expense shall remain the property of the Association and shall be removable at the option of the Association, subject to the conditions of Exhibit B attached.

The undersigned covenant that they are the owners of the above-described lands, and that the said lands are free and clear of encumbrances and liens of whatsoever character except those held by the following persons:

Whenever used, the singular number shall include the plural, and the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the undersigned have set their hands and seals this 12th day of March, 2003.

DESOTO COUNTY, MISSISSIPPI
Gerald D. Clifton (L.S.)
BY: Gerald Clifton, President of
DeSoto County Board of Supervisor(L.S.)

Signed, sealed and delivered in the presence of:

STATE OF MISSISSIPPI - DESOTO CO. *CB*

APR 8 10 55 AM '03

STATE OF Mississippi
COUNTY OF DeSoto

BK 441 PG 365
W.E. DAVID NOTARY P.B.K.

At _____ in said County and State, this day personally appeared before me, the undersigned authority, the within named Gerald Clifton President of DeSoto Co. Board of Supervisors who acknowledged that he executed the foregoing instrument on the day and year therein mentioned and for the purposes therein stated.

Witness my hand and seal of office on the 19th day of March, 2003.

NOTARY Elizabeth Carol Hunt
PUBLIC
NOTARY PUBLIC
MISSISSIPPI STATEWIDE NOTARY PUBLIC,
MY COMMISSION EXPIRES JUNE 9, 2006

COUNTY OF COAHOMA

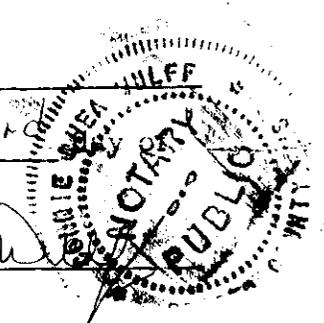
This day personally appeared before me, the undersigned authority within and for the County and State aforesaid, the within named and under-
 signed ANTHONY NEWAK, who being by me first duly sworn, stated
 on oath that he personally witnessed the execution of the above and foregoing
 instrument on MARCH 12, 2003, the date therein stated, and
 that the same was signed in his presence by GERARD CLIFTON, as president
of the DeSoto County Board of Supervisors.
 and being by _____ then delivered unto Coahoma Electric Power Association,
 a Mississippi Corporation.

Anthony Newak

SWORN TO AND SUBSCRIBED before me on this the 2nd

April, 03.

Connie Shea W...
 Notary Public



My commission expires:

June 17, 2003

STATE OF MISSISSIPPI

COUNTY OF COAHOMA

This day personally appeared before me, the undersigned authority within and for the County and State aforesaid, the within named and under-
 signed _____, who being by me first duly sworn, stated
 on oath that he personally witnessed the execution of the above and foregoing
 instrument on _____, the date therein stated, and that
 the same was signed in his presence by _____
 and being by _____ then delivered unto Coahoma Electric Power Association,
 a Mississippi Corporation.

SWORN TO AND SUBSCRIBED before me on this the _____ day of _____,

 Notary Public

My commission expires:

AATG
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EXHIBIT A

Being a parcel of land situated in the Northwest Quarter (NW 1/4) of Section 9, Township 2 South, Range 9 West, DeSoto County, Mississippi and being out of and a part of that certain parcel of land now or formerly in the name of Saturn Investment Corp., as described in Deed Book 387 Page 494 in the Chancery Clerk's office of Desoto County Mississippi, and being more particularly described as follows:

Commencing for reference at a found 1" inch pipe in the center of Church Road marking the Northwest Corner of Section 9, Township 2 South, Range 9 West, DeSoto County, Mississippi;

Thence run East, for a distance of 2328.38 feet;

Thence run South 51.30 feet to a 1/2 inch iron pin set on the South right-of-way line of Church Road, being 53 feet from the center of said Church Road and marking the POINT OF BEGINNING of the herein described parcel;

Thence run South $89^{\circ} 59' 30''$ East, along said South right-of-way of Church Road, a distance of 98.12 feet to 1/2 inch iron pin set at the point of curvature of a curve to the right, being 53 feet from the center of said Church Road;

Thence run Southeasterly along said South right-of-way line and the arc of said curve to the right, 101.88 feet to 1/2 inch iron pin set. Said curve to the right having a radius of 23,442.49 feet, a central angle of $0^{\circ} 14' 56''$ and a chord distance of 101.88 feet, bearing South $89^{\circ} 52' 02''$ East;

Thence departing said South right-of-way line of Church Road, run South $00^{\circ} 00' 30''$ West, a distance of 199.79 feet to a 1/2 inch iron pin set;

Thence run North $89^{\circ} 59' 30''$ West, a distance of 200.00 feet to a 1/2 inch iron pin set;

Thence run North $00^{\circ} 00' 30''$ East, a distance of 200.00 feet to the POINT OF BEGINNING, containing 0.918 acres, (39,993 Square Feet).

EXHIBIT B

DeSoto County, Mississippi may, at any time, require Association to remove, reconstruct or relocate any pole, wires, or facilities placed on the above described lands, at Associations sole expense, when such removal, reconstruction or relocation is necessary for improvements to or widening of Church Road or other roads and rights of way.