

11

**NINTH DECLARATION OF AMENDMENT
TO HARBOR TOWN COMMUNITY CHARTER**

This Ninth Amendment made on this 9th day of March, 2000, by
ISLAND PROPERTIES ASSOCIATES, hereinafter referred to as "Developer."

WITNESSETH:

WHEREAS, Developer has developed certain property in Shelby County, Tennessee, which is the subject of the Harbor Town Community Charter of record as Instrument No. DR 1028 in the Register's Office of Shelby County, Tennessee, as amended by Declaration of Amendment to Harbor Town Community Charter of record as Instrument No. DZ 1143, Second Declaration of Amendment to Harbor Town Community Charter of record as Instrument No. EU 9082, Third Declaration of Amendment to Harbor Town Community Charter of record as Instrument No. GT 7707, Fourth Declaration of Amendment to Harbor Town Community Charter of record as Instrument No. HA 5139, Fifth Declaration of Amendment to Harbor Town Community Charter of record as Instrument No. HB 7878 and Sixth Declaration of Amendment to Harbor Town Community Charter of record as Instrument No. HZ 8571, and the Seventh Declaration of Amendment to Harbor Town Community Charter of record as Instrument No. JR 4913 and the Eighth Declaration of Amendment of Harbor Town Community Charter of record as Instrument No. JV 7917, all in the Register's Office of Shelby County, Tennessee "Charter"; and

WHEREAS, Developer, pursuant to its rights and powers set forth in the Charter has added Phase 20 to the Development as shown by the Final Plan for Phase 20 of record as Instrument No. JX 6367, re-recorded KA 3972 in the Register's Office of Shelby County, Tennessee, a copy of which Final Plan for Phase 20 is attached hereto as Exhibit "A"; and

WHEREAS, Developer desires to amend the Town Plan contained on Exhibit "C" to the Charter to add Phase 20 as set forth above; and

WHEREAS, Exhibit "B" to the Eighth Declaration of Amendment to Harbor Town Community Charter is the Harbor Town Schedule of Assessments and Minimum Square Footage Requirements for the lots contained in the Property; and

WHEREAS, Section 1.103 (c) of the Charter reserves to Developer the right to amend the Harbor Town Schedule of Assessments and Minimum Square Footage Requirements; and

WHEREAS, the Amendments contained herein do not materially adversely affect the interests of the Multi-family Titleholders or Titleholders as defined in the Harbor Town Community Charter, thereby giving Developer the unilateral right to amend the Town Plan.

NOW, THEREFORE, Developer amends Exhibit "C" of the Charter by adding Phase 20 as shown on Exhibit "A" attached hereto and amends Exhibit "B" to the Eighth Declaration of Amendment to Harbor Town Community Charter by substituting in the place thereof the Harbor Town Schedule of Assessments and Minimum Square Footage Requirements as shown on Exhibit "B" attached hereto.

IN WITNESS WHEREOF, Developer has executed this Ninth Amendment to the Harbor Town Community Charter as of the day and year first above written.

ISLAND PROPERTIES ASSOCIATES

By: _____

Henry M. Turley, Jr.

By: BROOKS ROAD ASSOCIATES

By: BELZ INVESTCO, L.P., a Tennessee
Limited Partnership, Managing Partner

By: URCO, INC., General Partner

KR 5348

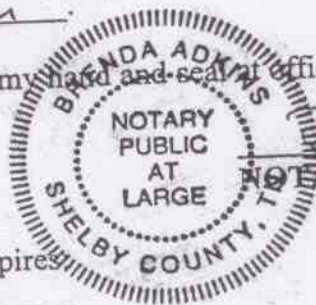
By: [Signature]

Title: [Signature]

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, a Notary Public of the state and county aforesaid, personally appeared Henry M. Turkey with whom I am personally acquainted and who, upon oath, acknowledged himself to be the Managing Partner of ISLAND PROPERTIES ASSOCIATES, a Tennessee general partnership, the within named bargainer, and that he as such Managing Partner executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by himself as Managing Partner.

WITNESS my hand and seal at office on this 8 day of March, 2000.



Brenda Atkins
NOTARY PUBLIC

My commission expires: 9.8.03

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned, a Notary Public of the state and county aforesaid, personally appeared Yvonne D. Williams, with whom I am personally acquainted, and who, upon oath acknowledged himself to be the Dr. Vice President of URCO, INC., General Partner of Belz Investco, L.P., a Tennessee Limited Partnership, Managing Partner of Brooks Road Associates, a Partnership, and that such instrument was signed by URCO, INC., as General Partner of Belz Investco, L. P., by authority of its Board of Directors, and that he as such Dr. Vice President of URCO, INC., being authorized so to do, executed the foregoing instrument for the purpose therein contained, on behalf of and as the free act and deed of Brooks Road Associates by signing the name of Brooks Road Associates by URCO, INC., General Partner of Belz Investco, L. P., Managing Partner of Brooks Road Associates.

WITNESS my hand and seal at office on this the 8th day of March, 2000.



Louise T. Adcock
NOTARY PUBLIC

My commission expires: 4-30-03

correct, in accordance with the design requirements of the zoning ordinance, the subdivision regulations and the specific conditions imposed on this development, and takes into account all applicable federal, state and local laws and regulations.

By Henry Hill (Date)
Tennessee County Clerk
11/19/99

Recorder's Certificate

I hereby certify that this is a category "C" survey and that the ratio of precision of the analytical survey is 1:1000 or greater that this plat has been prepared by me or under my personal supervision and conforms with applicable State Laws and Local Zoning Ordinances, Subdivision Regulations and the specific conditions of any applicable development relating to the practice of surveying.

By David [Name] (Date)
[Seal]

shown, hereby adopt that plat as my [own] plan of development, and I do hereby certify that I (we) certify that I (we) am (are) the owner(s) of the said property in fee simple, duly authorized to act, and that said property is not encumbered by any liens (or mortgages) which have become due and payable.

Signature [Signature]
General Practitioner
Robert's Goodkorn
State of Tennessee
County of Shelby

Before me, the undersigned, a Notary Public in and for the said State and County of Memphis, Day, commissioned and qualified, personally appeared Mark A. Tuttle, with whom I am personally acquainted, and who has shown to my knowledge himself to be the owner of the above described property, and that he executed the foregoing instrument for the purpose therein contained. In witness whereof, I have hereunto set my hand and affixed my notarial seal at my office in Memphis, this 18 day of September, 1999.
Notary Public Barbara O'Brien
My Commission Expires 9-14-99

Office of Planning and Development, Certificate

This plat conforms with the zoning development acted on by the Land Use Control Board on 11-18-99 and approved by the Memphis City Council on 1-1-00 and/or the Shelby County Board of Commissioners on N/A.

By Michael J. Baker Date: 12/22/99
Director, Office of Planning & Development
City Engineer [Signature] County Engineer [Signature]

REAVES
SWENEY
MARCOM
REGISTERED
Professional Surveyors
901 N. GLENN, SUITE 200
MEMPHIS, TENNESSEE 38103
901-525-2222

△ P.D. 89-341 PART OF AREA 16
FINAL PLAT-PHASE 20 WARD 1 BLOCK 1 PARCEL 41
HARBOR TOWN PLANNED DEVELOPMENT
OWNER/DEVELOPER, ISLAND PROPERTIES ASSOC.
5.143 ACRES 34 LOTS
100 TR. FLOOD, ELEVATION 23.25
MEMPHIS, TENNESSEE
DECEMBER 1994
SHEET 2 OF 2

JX 6347
132-29
45-20
2.00
12:41 pm

LOT #	MINIMUM SQUARE FOOTAGE	POINTS
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LOT #	MINIMUM SQUARE FOOTAGE	POINTS
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PHASE 1	1	1,300	8.00
	2	1,300	8.00
	3	1,300	8.00
	4	1,300	8.00
	5	1,300	8.00
	6	1,300	8.00
	7	1,300	8.00
	8	1,300	8.00
	9	1,300	8.00
	10	1,300	8.00
	11	1,300	8.00
	12	1,300	8.00
	13	1,300	8.00
	14	1,300	8.00
	15	1,300	8.00
	16	1,300	8.00
	17	1,300	8.00
	18	1,300	8.00
	19	2,500	13.00
	20	2,500	13.00
	21	2,500	13.00
	22	2,500	13.00
	23	2,500	13.00
	24	2,500	13.00
	25	2,500	13.00
	26	2,500	13.00
	27	2,500	13.00
	28	2,500	13.00
	29	2,500	13.00
	30	2,500	13.00
	31	2,500	13.00
	32	2,500	13.00
	33	2,500	13.00
	34	2,500	13.00
	35	2,500	13.00
	36	2,500	13.00
	37	2,500	13.00
	38	2,500	13.00
	39	2,500	13.00
	40	2,500	13.00
	41	2,500	19.00
	42	2,500	13.00
	43	2,500	13.00
	44	2,200	11.00
	45	2,200	11.00
	46	2,200	11.00
	47	2,200	11.00
	48	2,200	11.00
	49	2,200	11.00
	50	1,800	11.00
	51		NA see 41
	52	2,200	11.00
	53	2,200	11.00
	54	2,200	11.00
	55	2,200	11.00
	56	2,200	11.00
	57	2,200	11.00
	58	2,200	11.00
	59	2,200	10.00
Part 59		N/A	N/A
	60	2,200	10.00
	61	2,200	11.00
	62	2,200	11.00
	63	2,200	11.00
	64	2,200	15.00 → 11
	65	2,200	11.00

	66	2,200	13.00
S 1/2	67	N/A	N/A
N 1/2	67	N/A	N/A
	68	2,200	13.00
	69	2,200	11.00
	70	2,200	11.00
	71	2,200	11.00
	72	2,200	12.00
	73	1,800	11.00
	74	1,800	11.00
	75	1,800	11.00
	76	1,800	12.00
	77	1,800	11.00
	78	1,800	11.00
	79	1,800	11.00
	80	1,800	11.00
	81	1,800	11.00
	82	1,800	11.00
	83	1,800	11.00
	84	1,800	11.00
	85	1,800	11.00
	86	1,800	11.00
	87	2,200	11.00
	88	2,200	11.00
	89	1,800	11.00
	90	1,800	11.00
	91	1,800	11.00
	92	1,800	11.00
	93	1,800	11.00
	94	1,800	11.00
	95	2,200	11.00
	96	1,800	10.00
	97	1,800	10.00
	98	1,800	10.00
	99	2,200	11.00
	100	1,800	10.00
	101	1,800	10.00
	102	1,800	10.00
	103	2,200	11.00
	104	2,200	10.00
	105	1,800	10.00
	106	1,800	10.00
	107	1,800	10.00
	108	2,200	11.00
	109	1,800	10.00
	110	1,800	10.00
	111	1,800	10.00
	112	1,800	10.00
	113	1,800	10.00
	114	1,800	10.00
	115	2,200	12.00
	116	1,800	11.00
	117	1,800	11.00
	118	1,800	10.00
	119	1,300	9.00
	120	1,300	9.00
	121	1,800	10.00
	122	1,800	10.00
	123	1,300	9.00
	124	1,800	12.00
	125	1,800	11.00
	126	2,200	8.00
	127	1,800	11.00
	128	1,800	11.00
	129	1,800	10.00
	130	1,800	10.00

Exhibit "B"

LOT #	MINIMUM SQUARE FOOTAGE	POINTS
131	1,800	9.00
132	1,800	10.00
133	1,300	9.00
134	1,300	9.00
135	1,300	9.00
136	1,300	9.00
137	1,300	9.00
138	1,300	9.00
139	2,200	11.00
140	2,200	11.00
141	1,800	10.00
142	1,800	10.00
143	1,800	10.00
144	1,800	10.00
145	2,200	11.00
146	2,200	11.00
147	1,300	9.00
148	1,300	9.00
149	1,300	9.00
150	1,300	9.00
151	1,300	9.00
152	1,800	11.00
153	1,800	10.00
154	2,200	11.00
155	1,800	10.00
156	1,800	10.00
157	2,200	11.00
158	1,800	10.00
159	1,800	10.00
160	1,300	9.00
161	1,300	9.00
162	1,300	9.00
163	1,300	9.00
164	1,300	9.00
165	N/A	N/A
166	N/A	N/A
167	2,200	12.00
167	N/A	N/A
168	1,300	9.00
169	1,800	10.00
170	1,800	10.00
171	1,800	10.00
172	1,800	10.00
173	1,800	10.00
174	2,200	11.00
175	2,200	12.00
176		NA
177	1,800	12.00
178	1,800	12.00
179	1,800	12.00
180	1,800	12.00
181	1,800	11.00
182	1,800	11.00
183	1,800	11.00
184	1,800	11.00
185	1,800	12.00
186	1,800	12.00
187	1,800	12.00
188	1,800	12.00
189	1,800	12.00
190	1,800	12.00
191	1,300	9.00
192	1,300	9.00
193	1,300	9.00
194	1,300	9.00
195	1,800	12.00
196	2,200	12.00

LOT #	MINIMUM SQUARE FOOTAGE	POINTS
197	2,200	12.00
198A		NA
199		NA
200	1,300	9.00
201	1,300	9.00
202	1,300	9.00
203	1,300	9.00
204	1,300	9.00
205		NA
206		NA
207		NA
208		NA
209		NA
210	1,300	9.00
211	1,300	9.00
212	1,300	9.00
213	1,300	9.00
214	1,300	9.00
215	1,300	9.00
216	1,300	9.00
217	1,300	9.00
218	1,300	9.00
219	1,300	9.00
220	1,300	9.00
221	1,300	10.00
222	1,300	10.00
223	1,300	9.00
224	1,300	9.00
PHASE 2		NA
South		NA
South		NA
PHASE 3		NA
North		NA
North		NA
PHASE 4		
1	1,800	11.00
2	1,800	11.00
3	1,800	11.00
4	1,800	11.00
5	1,800	11.00
6	1,800	11.00
7	1,800	11.00
8	1,800	11.00
9	1,800	11.00
10	1,800	11.00
11	1,800	11.00
12	1,800	11.00
13	1,300	8.00
14	1,300	8.00
15	1,300	8.00
16	1,300	8.00
17	1,300	8.00
18	1,300	8.00
19	1,300	8.00
20	1,300	8.00
21	1,300	8.00
22	1,300	8.00
23	1,800	10.00
24	1,800	10.00
25	1,800	10.00
26	1,800	10.00
27	1,800	10.00
28	1,800	10.00
29	1,800	10.00

LOT #	MINIMUM SQUARE FOOTAGE	POINTS
PHASE 5		
225	1,800	11.00
226	1,800	11.00
227	1,800	11.00
228	1,800	11.00
229	1,800	11.00
230	1,800	11.00
231	1,800	11.00
232	1,800	11.00
233	1,800	10.00
234	1,800	10.00
235	1,800	10.00
236	1,800	10.00
237	1,800	10.00
238	1,800	10.00
239	1,800	10.00
240	1,800	10.00
241	1,800	10.00

PHASE 13 (FORMERLY PHASE 6)		
242A	2,500	11.00
243A	2,500	11.00
244A	2,500	11.00
302	2,500	11.00
303	2,500	11.00
304	2,500	11.00

PHASE 7		
245	1,500	9.00
246	1,500	9.00
247	1,500	9.00
248	1,500	9.00
249	1,500	9.00
250	1,500	9.00
251	1,500	9.00
252	1,500	9.00
253	1,500	9.00
254	1,500	9.00
255	1,500	9.00
256	1,500	9.00
257	1,500	9.00
258	1,500	9.00
259	1,500	9.00
260	1,500	9.00
261	N/A	N/A
262	1,500	9.00
263	1,500	9.00
264	1,300	8.00
265	1,300	8.00
266	1,300	8.00
267	1,300	8.00
268	1,300	9.00

PHASE 8		
269A	1,800	10.00
270A	1,800	10.00
271A	1,800	10.00
272A	1,800	10.00
273A	1,800	11.00
274A	2,500	22.00 → 20
275A	1,800	10.00
276A	1,800	10.00
277A	1,800	10.00

WELL #2

NA

LOT #	MINIMUM SQUARE FOOTAGE	POINTS
PHASE 10		
282	1,500	9.00
283	1,500	9.00
284	1,500	9.00
285	1,500	9.00
286	1,500	9.00
287	1,500	9.00
288	1,800	10.00
289	1,800	10.00
290	1,800	9.00
291A	1,300	9.00
292A	1,300	9.00
293A	1,300	9.00
294A	1,300	9.00
295A	1,300	9.00
296A	1,300	9.00

PHASE 11
299 N/A

PHASE 12 (HARBOR TOWN SQUARE)

PHASE 13 (SEE ABOVE ● PHASE 6 LOCATION)

PHASE 14		
278	2,500	13.00 → 9
279	2,500	13.00 → 10
280	2,500	13.00
297	2,500	13.00
298	2,500	13.00
305	2,500	12.00
306	2,500	12.00
307	2,500	13.00
308	2,200	10.00
309	2,200	10.00
310	2,200	12.00
311	1,500	9.00
312	1,500	9.00
313	1,500	9.00
314	1,500	9.00
315	1,500	9.00
316	1,500	10.00
317	1,500	9.00
318	1,500	9.00
319	1,500	9.00
320	1,500	9.00
321	1,300	9.00
322	1,300	9.00
323	1,300	9.00
324	1,300	9.00
325	1,300	9.00
326	1,300	9.00
327	1,300	9.00
328	N/A	N/A
329	1,500	10.00
330	1,500	9.00
331	1,500	9.00
332	1,500	9.00
333	1,500	9.00
334	1,500	9.00
335	1,500	9.00
336	2,500	20.00 → 16
337	1,500	10.00
338	1,500	10.00
339	1,500	10.00

KR 5348

LOT #	MINIMUM SQUARE FOOTAGE	POINTS
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LOT #	MINIMUM SQUARE FOOTAGE	POINTS
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PHASE 15

165A	1,650	9.00
166A	1,650	9.00
340	1,650	9.00

~~Phase 16~~

348	1,600	9.00
349	1,600	9.00
350	1,600	9.00
351	1,600	9.00
352	1,600	9.00
353	1,800	10.00
354	1,800	10.00
355	1,800	10.00
356	1,800	10.00
357	1,800	10.00
358	1,800	10.00
359	1,800	10.00
360	1,800	10.00
361	1,800	10.00
362	1,600	9.00
363	1,600	9.00
364	1,600	9.00
365	1,600	9.00
366	1,600	9.00

~~Phase 18~~

367	1,600	9.00
368	1,600	9.00
369	1,800	9.00
370	1,800	9.00
371	1,600	9.00
372	1,600	9.00
373	1,600	9.00
374	1,600	9.00
375	1,600	9.00
376	1,800	9.00
377	1,600	9.00
378	1,600	9.00
379	1,800	10.00
380	1,800	10.00
381	1,800	10.00
382	1,800	10.00
383	1,800	10.00
384	1,800	10.00
385	1,800	10.00
386	1,800	10.00
387	1,800	10.00
388	1,800	10.00
389	1,800	10.00

Phase 19

199A	N/A	126.00
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~~Phase 20~~

390	1,500	9.00
391	1,500	9.00
392	1,500	9.00
393	1,500	9.00
394	1,500	9.00
395	1,500	9.00
396	1,500	9.00
397	1,500	9.00
398	1,500	9.00
399	1,500	9.00
400	1,500	9.00
401	1,500	9.00
402	1,500	9.00
403	1,500	9.00
404	1,500	9.00
405	1,500	9.00
406	1,500	11.00
407	1,500	11.00
408	1,500	11.00
409	1,500	11.00
410	1,500	11.00
411	1,500	10.00
412	1,500	10.00
413	1,500	10.00
414	1,500	11.00
415	1,500	11.00
416	1,500	10.00
417	1,500	10.00
418	1,500	10.00
419	1,500	10.00
420	1,500	9.00
421	1,500	9.00
422	1,500	9.00
423	1,500	9.00
424	1,500	9.00
425	1,500	9.00
426	1,500	9.00
427	1,500	9.00
428	1,500	10.00

3 apts

LOT #	MINIMUM SQUARE FOOTAGE	POINTS
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LOT #	MINIMUM SQUARE FOOTAGE	POINTS
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COMMERCIAL TRACTS

NA

Other		KR 5348	
Real Estate - Miscellaneous			
D/C:	3 - MAX HAYES		75
VALUATION	N / A		
TN MORTGAGE TAX	N / A		
TN TRANSFER TAX	N / A		
RECORDING FEE			44.00
FEE			2.00
NOTAR'S FEE	N / A		
WALK THRU FEE			44.00
TOTAL AMOUNT			90.00
PAGE COUNT:	11	PAGE ADDED: No	SEQN ID: 1
STATE of TENNESSEE, COUNTY of SHELBY			
Guy B. Bates, REGISTER			

KB5348

SHELBY COUNTY
 REGISTER OF DEEDS

00 MAR -9 PM 3:59

KE 7632

EXHIBIT "A"

BEGINNING AT A POINT ON THE NORTH LINE OF THE JOHN RICE 5000 ACRE GRANT NO. 283 AT THE SOUTHWEST CORNER OF THE JOSEPH L. BAIER PROPERTY; THENCE S 82°03'54"E ALONG THE NORTH LINE OF THE JOHN RICE 5000 ACRE GRANT, SAID LINE BEING THE SOUTH LINE OF JOSEPH L. BAIER PROPERTY 1228.79' TO A POINT, SAID POINT BEING THE SOUTHEAST CORNER OF THE JOSEPH L. BAIER PROPERTY AND A SOUTHWEST CORNER OF THE WILLIAM E. GERBER PROPERTY; THENCE S 76°50'00" E ALONG A WILLIAM E. GERBER SOUTH LINE 527.79'; THENCE S 63°56'00"E CONTINUING ALONG A WILLIAM E. GERBER SOUTH LINE 149.92' TO A POINT IN THE WEST LINE OF AN EASEMENT GRANTED TO THE CITY OF MEMPHIS FOR WIDENING OF THE WOLF RIVER HARBOR IN BOOK 4183, PAGE 379, SAID WEST LINE APPARENTLY NOW ACCEPTED AS THE EAST LINE OF THE ALCHEMIST INVESTMENT COMPANY PROPERTY; THENCE ALONG THE WESTERLY LINE OF THE CITY OF MEMPHIS EASEMENT FOR HARBOR WIDENING THE FOLLOWING:

S 30°02'24"W 252.63';
ALONG A 1682.91' RADIUS CURVE TO THE LEFT 804.17';
S 02°39'41"W 220.61';
ALONG A 1511.64' RADIUS CURVE TO THE RIGHT 244.90';
ALONG A 458.42' RADIUS CURVE TO THE RIGHT 171.87';
ALONG A 485.42' RADIUS CURVE TO THE LEFT 181.99';
ALONG A 2385.76' RADIUS CURVE TO THE LEFT 211.08';
S 06°52'28" W 212.46';
ALONG A 1714.64' RADIUS CURVE TO THE RIGHT 728.70';
S 31°13'28"W 202.70';
ALONG AN 1182.69' RADIUS CURVE TO THE RIGHT 474.76' TO A POINT;

THENCE S 54°13'28" W CONTINUING ALONG SAID EASEMENT 266.90' TO A POINT ON A NORTHERLY LINE OF THE CITY OF MEMPHIS PROPERTY DESCRIBED IN REGISTER'S NO. V9-9041; THENCE ALONG SAID CITY OF MEMPHIS PROPERTY THE FOLLOWING:

N 69°14'45" W 554.28';
S 20°45'15" W 13.75';
N 69°14'45" W 150.0';
S 20°45'15" W 80.0';
S 65°38'34" E 163.45' TO A

POINT ON THE NORTH LINE OF THE ABOVE REFERENCED COOK INVESTMENT COMPANY PROPERTY; THENCE S 70°15'01" W LEAVING THE CITY OF MEMPHIS LINE ALONG THE NORTH LINE OF THE COOK

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INVESTMENT COMPANY PROPERTY 409.48' TO A POINT ON THE EAST LINE OF THE CITY OF MEMPHIS PROPERTY DESCRIBED IN REGISTER'S NO. F9-8769; THENCE ALONG THE EAST LINE OF SAID CITY OF MEMPHIS PROPERTY THE FOLLOWING:

N 12°31'23" E 1120.36';
N 06°27'40" E 1548.0';
N 04°48'37" E 1321.56' TO THE

POINT OF BEGINNING AND CONTAINING 5,769,409 SQUARE FEET OR 132.447 ACRES.

LESS AND EXCEPT THE FOLLOWING DESCRIBED PROPERTY:

PARCEL 1: ALL RECORDED LOTS IN PHASES 1 AND 4-20 OF HARBOR TOWN PLANNED DEVELOPMENT EXCEPT LOT 328 OF PHASE 14.

PARCEL 2: PHASES 2 AND 3 OF HARBOR TOWN PLANNED DEVELOPMENT.

PARCEL 3: BEING PART OF AREA "A", FINAL PLAN, PHASE I, HARBOR TOWN PLANNED DEVELOPMENT, AS RECORDED IN PLAT BOOK 137, PAGE 99, AT THE SHELBY COUNTY REGISTER'S OFFICE, LOCATED IN MEMPHIS, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE CENTERLINES OF HARBOR TOWN SQUARE (56' R.O.W.) AND HARBOR BEND ROAD (52' R.O.W.); THENCE NORTHEASTERLY ALONG SAID CENTERLINE, ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 475.00 FEET, AN ARC LENGTH OF 103.16 FEET (CHORD N08°53'49"E - 102.96 FEET) TO A POINT; THENCE LEAVING SAID CENTERLINE, S76°19'21"E A DISTANCE OF 26.46 FEET TO THE POINT OF BEGINNING SAID POINT OF BEGINNING BEING ON THE EASTERNMOST LINE OF SAID HARBOR BEND ROAD; THENCE LEAVING SAID EAST LINE, S76°29'21"E A DISTANCE OF 141.52 FEET TO A POINT; THENCE S48°48'48"E A DISTANCE OF 23.25 FEET TO A POINT; THENCE S11°52'40"W A DISTANCE OF 91.74 FEET TO A POINT; THENCE S48°48'48"E A DISTANCE OF 110.59 FEET TO A POINT; THENCE S17°53'48"W A DISTANCE OF 182.37 FEET TO A POINT; THENCE S37°41'11"W A DISTANCE OF 450.00 FEET TO A POINT; THENCE N33°16'20"W A DISTANCE OF 179.85 FEET TO A POINT; THENCE N54°31'01"E A DISTANCE OF 117.47 FEET TO A POINT; THENCE N37°41'11"E A DISTANCE OF 271.57 FEET TO A POINT; THENCE N55°15'25"W A DISTANCE OF 145.04 FEET TO A POINT ON THE EAST RIGHT-OF-WAY OF SAID HARBOR BEND ROAD; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 501.00 FEET, AN ARC LENGTH OF

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85.43 FEET (CHORD N25°29'29"E - 85.33 FEET) TO A POINT; THENCE CONTINUING ALONG SAID EAST RIGHT-OF-WAY S70°18'32"E A DISTANCE OF 20.00 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 521.00 FEET, AN ARC LENGTH OF 102.50 FEET, (CHORD N14°56'05"E - 102.34 FEET) TO A POINT; THENCE N79°49'18"W A DISTANCE OF 20.00 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 501.00 FEET, AN ARC LENGTH OF 52.56 FEET (CHORD N06°15'29"E - 52.53 FEET) TO THE POINT OF BEGINNING AND CONTAINING 119,209 SQUARE FEET OR 2.737 ACRES.

PARCEL 4: BEING PART OF AREA "A", FINAL PLAN, PHASE I, HARBOR TOWN PLANNED DEVELOPMENT, AS RECORDED IN PLAT BOOK 137, PAGE 99, AT THE SHELBY COUNTY REGISTER'S OFFICE, LOCATED IN MEMPHIS, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF HARBOR TOWN SQUARE (56' R.O.W.) AND HARBOR BEND ROAD (52' R.O.W.); THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 475.00 FEET, AN ARC LENGTH OF 124.50 FEET, (CHORD S22°37'40"W - 124.15 FEET) TO A POINT; THENCE LEAVING SAID CENTERLINE, S55°15'25"E A DISTANCE OF 26.08 FEET TO A POINT ON THE EAST LINE OF SAID HARBOR BEND ROAD AND THE POINT OF BEGINNING; THENCE S55°15'25"E A DISTANCE OF 145.04 FEET TO A POINT; THENCE S37°41'11"W A DISTANCE OF 271.57 FEET TO A POINT, THENCE S54°31'01"W A DISTANCE OF 117.47 FEET TO A POINT; THENCE N33°16'20"W A DISTANCE OF 149.23 FEET TO A POINT IN THE SOUTH LINE OF SAID HARBOR BEND ROAD AND A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 58.00 FEET, AN ARC LENGTH OF 18.30 FEET, (CHORD N22°09'44"E - 18.22 FEET) TO A POINT OF REVERSE CURVATURE; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 58.00 FEET, AN ARC LENGTH OF 44.14 FEET (CHORD N34°55'35"E - 43.08 FEET) TO A POINT OF TANGENCY; THENCE N56°43'40"E A DISTANCE OF 42.41 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 501.00 FEET, AN ARC LENGTH OF 230.42 FEET (CHORD N43°33'07"E - 228.39 FEET) TO THE POINT OF BEGINNING AND CONTAINING 55,301 SQUARE FEET OR 1.270 ACRES.

PARCEL 5: BEING A PART OF AREA "B", FINAL PLAN, PHASE I, HARBOR TOWN PLANNED DEVELOPMENT, AS RECORDED IN PLAT BOOK 137, PAGE 99, AT THE SHELBY COUNTY REGISTER'S OFFICE, LOCATED IN MEMPHIS, TENNESSEE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE CENTERLINES OF HARBOR POINT LANE (36' R.O.W.), AND HARBOR ISLE CIRCLE EAST (44'

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R.O.W.); THENCE SOUTHERLY ALONG THE CENTERLINE OF SAID HARBOR ISLE CIRCLE EAST $S7^{\circ}59'25''W$ A DISTANCE OF 291.16 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 170.00 FEET, AN ARC LENGTH OF 97.70 FEET (CHORD $S24^{\circ}27'17''W - 96.36$ FEET) TO A POINT; THENCE LEAVING SAID CENTERLINE, $S53^{\circ}19'37''E$ A DISTANCE OF 170.24 FEET TO THE POINT OF BEGINNING; THENCE NORTHWARD ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 1564.64 FEET, AN ARC LENGTH OF 412.28 FEET, (CHORD $N14^{\circ}25'23''E - 411.09$ FEET) TO A POINT OF TANGENCY, THENCE $N6^{\circ}52'28''E$ A DISTANCE OF 212.46 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 2535.76 FEET, AN ARC LENGTH OF 224.36 FEET, (CHORD $N09^{\circ}24'33''E - 224.28$ FEET) TO A POINT; THENCE $S78^{\circ}03'22''E$ A DISTANCE OF 150.00 FEET TO A POINT IN THE WEST LINE OF THE WOLF RIVER HARBOR EASEMENT (BK. 4183, PG. 379), SAID POINT BEING IN A CURVE, THENCE SOUTHWARD ALONG SAID EASEMENT AND ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 2385.76 FEET, AN ARC LENGTH OF 211.08 FEET, (CHORD $S09^{\circ}24'33''W - 211.02$ FEET) TO A POINT OF TANGENCY; THENCE $S6^{\circ}52'28''W$ A DISTANCE OF 212.46 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 1714.64 FEET, AN ARC LENGTH OF 491.04 FEET, (CHORD $S15^{\circ}04'44''W - 489.37$ FEET) TO A POINT; THENCE LEAVING SAID EASEMENT $N53^{\circ}19'37''W$ A DISTANCE OF 154.61 FEET TO THE POINT OF BEGINNING AND CONTAINING 132,279 SQUARE FEET OR 3.037 ACRES.

PARCEL 6: BEING A PART OF AREA "A" AND AREA "B", FINAL PLAN, PHASE I, HARBOR TOWN PLANNED DEVELOPMENT, AS RECORDED IN PLAT BOOK 137, PAGE 99 AT THE SHELBY COUNTY REGISTER'S OFFICE, LOCATED IN MEMPHIS, TENNESSEE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE CENTERLINES OF HARBOR TOWN SQUARE (56' R.O.W.) AND HARBOR BEND ROAD (52' R.O.W.); THENCE NORTHEASTERLY ALONG SAID CENTERLINE, ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 475.00 FEET, AN ARC LENGTH OF 103.16 FEET (CHORD $N08^{\circ}53'49''E - 102.96$ FEET) TO A POINT; THENCE LEAVING SAID CENTERLINE, $S76^{\circ}19'21''E$ A DISTANCE OF 26.46 FEET TO A POINT ON THE EASTERNMOST LINE OF SAID HARBOR BEND ROAD; THENCE LEAVING SAID EASTERNMOST LINE, $S76^{\circ}19'21''E$ A DISTANCE OF 141.52 FEET TO A POINT; THENCE $S48^{\circ}48'48''E$ A DISTANCE OF 23.25 FEET TO THE POINT OF BEGINNING; THENCE $S40^{\circ}40'40''E$ A DISTANCE OF 121.07 FEET TO A POINT, SAID POINT BEING IN A CURVE; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 250.00 FEET, AN ARC LENGTH OF 43.25 FEET (CHORD $N17^{\circ}33'54''E - 43.20$ FEET) TO A POINT OF REVERSE CURVATURE; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 120.00 FEET, AN ARC LENGTH OF 65.96

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FEET, (CHORD N28°21'19"E - 65.13 FEET) TO A POINT OF COMPOUND CURVATURE; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 19.72 FEET (CHORD N66°42'14"E - 19.22 FEET) TO A POINT OF TANGENCY; THENCE N89°18'18"E A DISTANCE OF 62.44 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 450.00 FEET, AN ARC LENGTH OF 313.14 FEET (CHORD N69°22'12"E - 306.86 FEET) TO A POINT; THENCE S53°19'37"E A DISTANCE OF 182.42 FEET TO A POINT IN THE WEST LINE OF THE WOLF RIVER CHANNEL EASEMENT (BK. 4183, PG 379); THENCE SOUTHWESTWARDLY ALONG SAID WEST LINE AND ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 1714.64 FEET, AN ARC LENGTH OF 237.66 FEET (CHORD S27°15'13"W - 237.47 FEET) TO A POINT OF TANGENCY; THENCE S31°13'28"W A DISTANCE OF 202.70 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 1182.69 FEET, AN ARC LENGTH OF 474.76 FEET (CHORD S42°43'28"W - 471.58 FEET) TO A POINT OF TANGENCY; THENCE S54°13'28"W A DISTANCE OF 266.90 FEET TO A POINT ON THE NORTH LINE OF AUCTION AVENUE; THENCE N69°14'45"W ALONG SAID NORTH LINE A DISTANCE OF 244.18 FEET TO A POINT; THENCE LEAVING SAID NORTH LINE, N57°41'11"E A DISTANCE OF 76.93 FEET TO A POINT; THENCE N33°16'20"W A DISTANCE OF 138.75 FEET TO A POINT; THENCE N56°43'40"E A DISTANCE OF 25.00 FEET TO A POINT; THENCE S33°16'20"E A DISTANCE OF 130.12 FEET TO A POINT; THENCE N37°41'11"E A DISTANCE OF 450.00 FEET TO A POINT; THENCE N17°53'48"E A DISTANCE OF 182.37 FEET TO A POINT; THENCE N48°48'48"W A DISTANCE OF 110.54 FEET TO A POINT; THENCE N11°52'40"E A DISTANCE OF 91.74 FEET TO THE POINT OF BEGINNING AND CONTAINING 409,761 SQUARE FEET OR 9.407 ACRES.

PARCEL 7: BEGINNING AT AN IRON PIN FOUND IN THE EASTERLY RIGHT OF WAY LINE OF ISLAND DRIVE (R.O.W. VARIES) A DISTANCE OF 242.80 FT. SOUTHWESTWARDLY, AS MEASURED ALONG SAID EASTERLY RIGHT OF WAY LINE, FROM ITS TANGENT INTERSECTION WITH THE SOUTHERLY RIGHT OF WAY LINE OF AUCTION AVENUE (R.O.W. VARIES) SAID POINT BEING THE NORTHWESTERLY CORNER OF THE COOK INVESTMENT COMPANY TRACT (Z2-8432); THENCE NORTH 12°31'23" EAST ALONG THE EASTERLY RIGHT OF WAY LINE OF SAID ISLAND DRIVE A DISTANCE OF 192.95 FT. TO A POINT OF CURVATURE; THENCE NORTHEASTWARDLY, ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 50.00 FT. AND AN ARC LENGTH OF 78.39 FT. (CHORD = NORTH 57°26'20" EAST - 70.61 FT.) TO A POINT OF TANGENCY; THENCE SOUTH 77°38'42"E EAST ALONG THE SOUTHERLY RIGHT OF WAY LINE OF SAID AUCTION AVENUE A DISTANCE OF 104.82 FT. TO A POINT OF CURVATURE; THENCE SOUTHEASTWARDLY ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 695.00 FT. AND AN ARC LENGTH OF 145.59 FT. (CHORD = SOUTH 71°38'38" EAST - 145.32 FT.) TO A POINT OF

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TANGENCY; THENCE SOUTH 65°38'34" EAST ALONG SAID SOUTHERLY RIGHT OF WAY LINE A DISTANCE OF 48.00 FT. TO AN IRON PIN FOUND IN SAID SOUTHERLY RIGHT OF WAY LINE; THENCE SOUTH 70°15'01" WEST ALONG A NORTHERLY LINE OF SAID COOK INVESTMENT COMPANY TRACT A DISTANCE OF 409.48 FT. TO THE POINT OF BEGINNING, CONTAINING 1.01 ACRES.

Title Transfer		KE 7632
Quit Claim Deed		
B/C:	3 - MAX HAYES	13
VALUATION	N/A	
TN MORTGAGE TAX	N/A	
TN TRANSFER TAX	N/A	
RECORDING FEE		20.00
DP FEE		2.00
REGISTER'S FEE	N/A	
WALK THRU FEE	N/A	
TOTAL AMOUNT		22.00
PAGE COUNT:	7	PAGE ADDED: No
		SEQN ID: 1
STATE of TENNESSEE, COUNTY of SHELBY		
Guy B. Bates, REGISTER		

KE7632

SHELBY COUNTY
REGISTER OF DEEDS
00 MAY 11 PM 3:58

