

Legal Department
Post Office Box 1839
Ashland, Kentucky 41105-1839
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RECEIVED AND FILED
DATE April 16, 2004

April 15, 2004

TREY GRAYSON
SECRETARY OF STATE
COMMONWEALTH OF KENTUCKY
By Kandi Adkinson

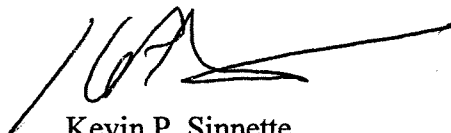
Kandi Adkinson
Secretary of State's Office
Capitol Building
700 Capitol Avenue
Frankfort, KY 40601

RE: City of Ashland Annexation

Dear Ms. Adkinson:

Pursuant to relevant annexation statutes, please find enclosed a certified copy of City of Ashland Ordinance No. 31, 2004. If you have any questions or need any further information, please don't hesitate to contact me.

Sincerely,



Kevin P. Sinnette
Assistant Corporation Counsel

KPS/sm

Enclosures

CERTIFICATE

I, DEBORAH MUSSER, hereby certify that I am the duly qualified City Clerk of Ashland, Kentucky, that the foregoing is a full, true and correct copy of Ordinance No. 31, 2004, adopted by the Ashland Board of City Commissioners at a meeting held on February 20, 2004, and that said Ordinance has been duly recorded in the records of the City.

IN TESTIMONY WHEREOF, witness my signature and the Seal of said City on this 24th day of March, 2004.



DEBORAH MUSSER
CITY CLERK

(SEAL OF THE CITY)

ORDINANCE NO. 31, 2004

AN ORDINANCE OF THE CITY OF ASHLAND, KENTUCKY, ANNEXING THE MELODY MOUNTAIN PROJECT AREA PURSUANT TO THE PROVISIONS OF KRS 81A.412 AT THE PRIOR WRITTEN REQUEST OF THE OWNERS OF THE LAND IN QUESTION.

WHEREAS, the City of Ashland, Kentucky, has been requested by TLG Development Co., Inc., RLG Ashland LLC and GCG Ashland LLC to annex the area known as Melody Mountain (a copy of the prior written consent from the owners of record of the land to be annexed is attached hereto and marked Exhibit "A"), and

WHEREAS, the area to be annexed meets the requirements set out in KRS 81A.410 and all other requirements of the Kentucky Revised Statutes;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF ASHLAND, KENTUCKY:

SECTION 1. The Board of Commissioners of the City of Ashland hereby finds that the area proposed for annexation is: (a) adjacent or contiguous to the city's boundaries at the time this annexation is proceeding; and (b) by reason of population density, commercial use of land that is urban in character and suitable for development for urban purposes without unreasonable delay.

SECTION 2. The Board of Commissioners of the City of Ashland hereby annexes that certain territory within Boyd County adjoining the present boundary line of the City, being the Melody Mountain project area. The description and map of the territory are attached hereto and made a part hereof by reference as if set out in full. The specific description appears on Exhibit "B". The map is marked Exhibit "C" for identification.

SECTION 3. Upon the enactment of the Ordinance, the territory shall become a part of the City for all purposes.

SECTION 4. All ordinances of the City of Ashland and any parts of ordinances in conflict herewith, to the extent of such conflict only, are hereby repealed.

SECTION 5. This ordinance shall be in full force and effect from and after its adoption, readoption and publication, as required by law.

Stephen E. Gilmore
MAYOR

ATTEST:

Deborah Musser
CITY CLERK

ADOPTED BY THE BOARD OF COMMISSIONERS: FEB 19 2004
READOPTED BY THE BOARD OF COMMISSIONERS: FEB 20 2004
PUBLISHED: _____

REQUESTED/SPONSORED BY: WILLIAM H. FISHER, JR., CITY MANAGER

ORDINANCE Annexation Melody Mountain

CHARLES H. DETERS
GERALD E. BENZINGER
JOHN C. LAVELLE*
RICHARD G. MEYER
JAMES A. DRESSMAN III*
KURT A. PHILIPPS, JR.*
ROBERT M. HOFFER*
JOSEPH A. CLEVES, JR.*
ALAN J. HARTMAN*
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MICHAEL W. WESTLING*
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SUSANNE R. WHERLEY*
CATHY L. STICKELS
JAMES A. DRESSMAN, JR.
Of Counsel

* Also admitted in Ohio
** Also admitted in Indiana

November 26, 2003

William Fisher
Ashland City Manager
P.O. Box 1839
City Building
Ashland, Kentucky 41105-1839

Re: City Agreement with RG Properties: Annexation

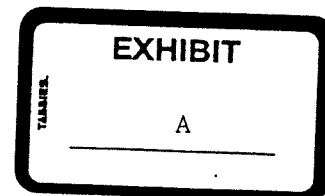
Dear Mr. Fisher:

TLG Development Co., Inc., an Ohio Corporation, GCG Ashland LLC, an Ohio limited liability company, and RLG Ashland LLC, an Ohio limited liability company (collectively, the "Developer") entered into an agreement with the City of Ashland, Kentucky to develop a "Super Center" to be occupied by Wal-Mart Stores, Inc. or its affiliate ("Wal-Mart"). Pursuant to this agreement the City of Ashland agreed to utilize the most expedited annexation procedure available by law.

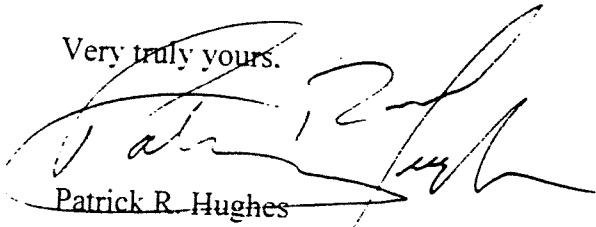
In accordance with KRS §81A.412, Developers sole owners of the property, hereby formally request the City of Ashland to annex the property described on the enclosed document.

As required by the statute, this document is to be considered Developers' written consent to annex its property to the City of Ashland. With the prior written consent of each owner of the property to be annexed, it is our understanding the city may enact a single ordinance annexing the land described.

Developers further request that this matter be put on the City's agenda for its first and second readings as soon as possible. If you have any questions or concerns, please do not hesitate to call.



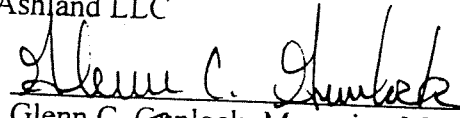
Very truly yours.



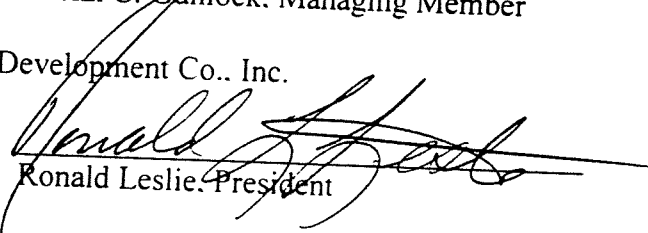
Patrick R. Hughes

Developers:

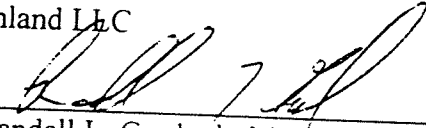
GCG Ashland LLC

By: 
Glenn C. Gunlock, Managing Member

TLG Development Co., Inc.

By: 
Ronald Leslie, President

RLG Ashland LLC

By: 
Randall L. Gunlock, Managing Member

PRH/AMB
Enclosures

**DESCRIPTION OF A
TRACT OF LAND TO BE ANNEXED
TO THE CITY OF ASHLAND,
BOYD COUNTY, KENTUCKY
CONTAINING 35.187 ACRES**

Located south of U. S. Route 23, on the east side of West Central Avenue and on the west side of the CSX Railway Coalton Branch in part adjoining the City of Ashland, County of Boyd, Commonwealth of Kentucky, and being made up of the following tracts of land: RLG Ashland LLC, GCG Ashland LLC, and TLG Development Company, Inc., as recorded in Deed Book 664, Page 155, Deed Book 665, Page 35, Deed Book 665, Page 429, Deed Book 665, Page 435, Deed Book 665, Page 440, Deed Book 665, Page 445, Deed Book 665, Page 489, Deed Book 666, Page 87, Deed Book 666, Page 525, Deed Book 666, Page 531, Deed Book 666, Page 535, Deed Book 666, Page 539, Deed Book 666, Page 550, Deed Book 666, Page 587, Deed Book 666, Page 596, Deed Book 667, Page 152, and Deed Book 668, Page 82, and the Kentucky Department of Transportation as recorded in Deed Book 393, Page 41, Deed Book 393, Page 246 and Deed Book 422, Page 582, together with Meadow View Court and part of River Hill Drive (all references to deeds, microfiche, plats, surveys, etc. refer to the records of the Boyd County Recorders Office, unless noted otherwise) and being more particularly bounded and described as follows:

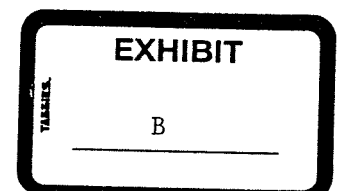
BEGINNING at an iron pipe (found) in the east right-of-way line of River Hill Drive, said point being a corner of a tract of land conveyed to Doris K. Price as recorded in Will Book 38, Page 231;

thence crossing said River Hill Drive, North eighty-three degrees twelve minutes three seconds West (N83°12'03"W) for fifty-one and 30/100 feet (51.30') to a point in the east right-of-way line of West Central Avenue;

thence along the east right-of-way line of said West Central Avenue for the following four (4) courses:

1. South sixty-nine degrees twenty-eight minutes thirty-seven seconds West (S69°28'37"W) for two hundred six and 25/100 feet (206.25') to a point of curvature;
2. on a curve to the right with a radius of two hundred and 00/100 feet (200.00') for an arc distance of one hundred eighty-seven and 52/100 feet (187.52'), [chord bearing North eighty-three degrees thirty-nine minutes forty-six seconds West (N83°39'46"W) for one hundred eighty and 73/100 feet (180.73'), delta angle of said curve being fifty-three degrees forty-three minutes fourteen seconds (53°43'14")] to a point of tangency;
3. North fifty-six degrees forty-eight minutes nine seconds West (N56°48'09"W) for one hundred seventy-nine and 49/100 feet (179.49');
4. North fifty-nine degrees forty-nine minutes thirty-four seconds West (N59°49'34"W) for four hundred ninety-four and 52/100 feet (494.52') to the southwest corner of a tract of land conveyed to Jesse James and Denise R. Dillow as recorded in Deed Book 624, Page 234;

thence along the lines of said Dillow land for the following two (2) courses:



1. North twenty-four degrees forty-seven minutes forty-seven seconds East (N24°47'47"E) for three hundred sixty and 59/100 feet (360.59');
2. North sixty-one degrees sixteen minutes forty-five seconds West (N61°16'45"W) for one hundred eighteen and 38/100 feet (118.38') to a corner of a tract of land conveyed to Timothy B. and Terri L. Hood as recorded in Deed Book 631, Page 68;

thence along the south line of said Hood land, North twenty-two degrees forty-six minutes zero seconds East (N22°46'00"E) for seventy-eight and 41/100 feet (78.41');

thence in part along the south line of said Hood land and in part along a south line of a tract of land conveyed to John W. Cassell as recorded in Will Book 10, Page 145, North twenty-four degrees fifty-four minutes twenty seconds East (N24°54'20"E) for three hundred sixty-seven and 83/100 feet (367.83');

thence continuing along the lines of said Cassell land for the following three (3) courses:

1. North twenty-five degrees thirteen minutes six seconds East (N25°13'06"E) for one hundred five and 00/100 feet (105.00');
2. North seventy-one degrees sixteen minutes fifty-four seconds West (N71°16'54"W) for three hundred fifteen and 85/100 feet (315.85');
3. North fifty-one degrees forty-one minutes fifty-four seconds West (N51°41'54"W) for nineteen and 96/100 feet (19.96') to a point in the south right-of-way and controlled access line of U. S. Route 23;

thence North zero degrees zero minutes zero seconds West (N00°00'00"W) for three hundred seven and 11/100 feet (307.11') to a point in the north right-of-way and controlled access line of said U.S. Route 23;

thence along said north right-of-way line for the following eleven (11) courses:

1. South eighty-one degrees fifty-three minutes six seconds East (S81°53'06"E) for eighty-two and 50/100 feet (82.50') to a point being 180.03 feet left of Station 207+77.39;
2. North seventy-five degrees three minutes six seconds East (N75°03'06"E) for two hundred nineteen and 62/100 feet (219.62') to a point being 208.30 feet left of Station 210+53.01;
3. North seventy-four degrees twenty-three minutes nine seconds East (N74°23'09"E) for two hundred thirty-one and 58/100 feet (231.58') to a point being 203.53 feet left of Station 212+91.90;
4. North seventy-three degrees fifty-two minutes sixteen seconds East (N73°52'16"E) for one hundred sixty-two and 89/100 feet (162.89') to a point being 200.73 feet left of Station 214+54.77;
5. North seventy-nine degrees fifty-nine minutes seventeen seconds East (N79°59'17"E) for one hundred fifty-nine and 74/100 feet (159.74') to a point being 184.51 feet left of Station 216+01.40;

6. South seventy-eight degrees forty-two minutes thirty-one seconds East (S78°42'31"E) for one hundred nine and 69/100 feet (109.69') to a point being 143.25 feet left of Station 216+87.44;
7. South eighty-eight degrees zero minutes twenty-seven seconds East (S88°00'27"E) for forty-three and 82/100 feet (43.82') to a point being 136.70 feet left of Station 217+27.44;
8. South eighty-eight degrees forty minutes fifty-one seconds East (S88°40'51"E) for one hundred sixty-five and 57/100 feet (165.57') to a point being 131.93 feet left of Station 218+66.79;
9. South forty-one degrees fifty-eight minutes twenty-four seconds East (S41°58'24"E) for twenty-four and 00/100 feet (24.00') to a point being 115.61 feet left of Station 218+82.08;
10. South seventy-three degrees fifty-eight minutes fifty seconds East (S73°58'50"E) for one hundred forty-five and 43/100 feet (145.43') to a point being 100.83 feet left of Station 220+10.00;
11. South twenty-five degrees twenty-two minutes forty-nine seconds East (S25°22'49"E) for forty-four and 16/100 feet (44.16') to a point being 67.49 feet left of Station 220+36.26, said point being in the Ashland city limit line;

thence along said city limit line, South twenty-two degrees eight minutes sixteen seconds West (S22°08'16"W) for one hundred sixty-six and 74/100 feet (166.74') to a point on the south right-of-way and controlled access line of said U. S. Route 23 at a corner of the CSX Railway right-of-way as recorded in Deed Book 30, Page 66 said point also being a corner of a tract of land conveyed to Doris K. Price as recorded in Will Book 38, Page 231;

thence along said south right-of-way line, along said Price land and said city limit line, South twenty-two degrees eight minutes nine seconds West (S22°08'09"W) for one hundred twenty-two and 00/100 feet (122.00');

thence along the lines of said Price land and said city limit line for the following three (3) courses:

1. South twenty-six degrees eleven minutes thirty-two seconds West (S26°11'32"W) for seventy-six and 19/100 feet (76.19');
2. South twenty-five degrees zero minutes forty-seven seconds West (S25°00'47"W) for four hundred ninety-three and 05/100 feet (493.05');
3. South thirty-one degrees sixteen minutes twelve seconds West (S31°16'12"W) for three hundred thirty-eight and 96/100 feet (338.96') to a point in the east right-of-way line of River Hill Drive;

thence continuing along said city limit line and along the east right-of-way line of said River Hill Drive, South twenty-two degrees twenty-five minutes ten seconds East (S22°25'10"E) for six hundred thirty-eight and 10/100 feet (638.10') to the **POINT OF BEGINNING**, containing thirty-five and 187/1000 (35.187) acres.

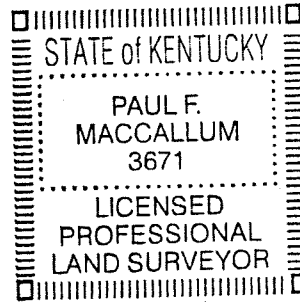
This description was prepared from record information and a preliminary legal description prepared by Philip T. Biggs Kentucky Professional Surveyor Number 1965, with bearings based upon The Kentucky State Plane Coordinate System (North Zone) as provided by Calibre Engineering.

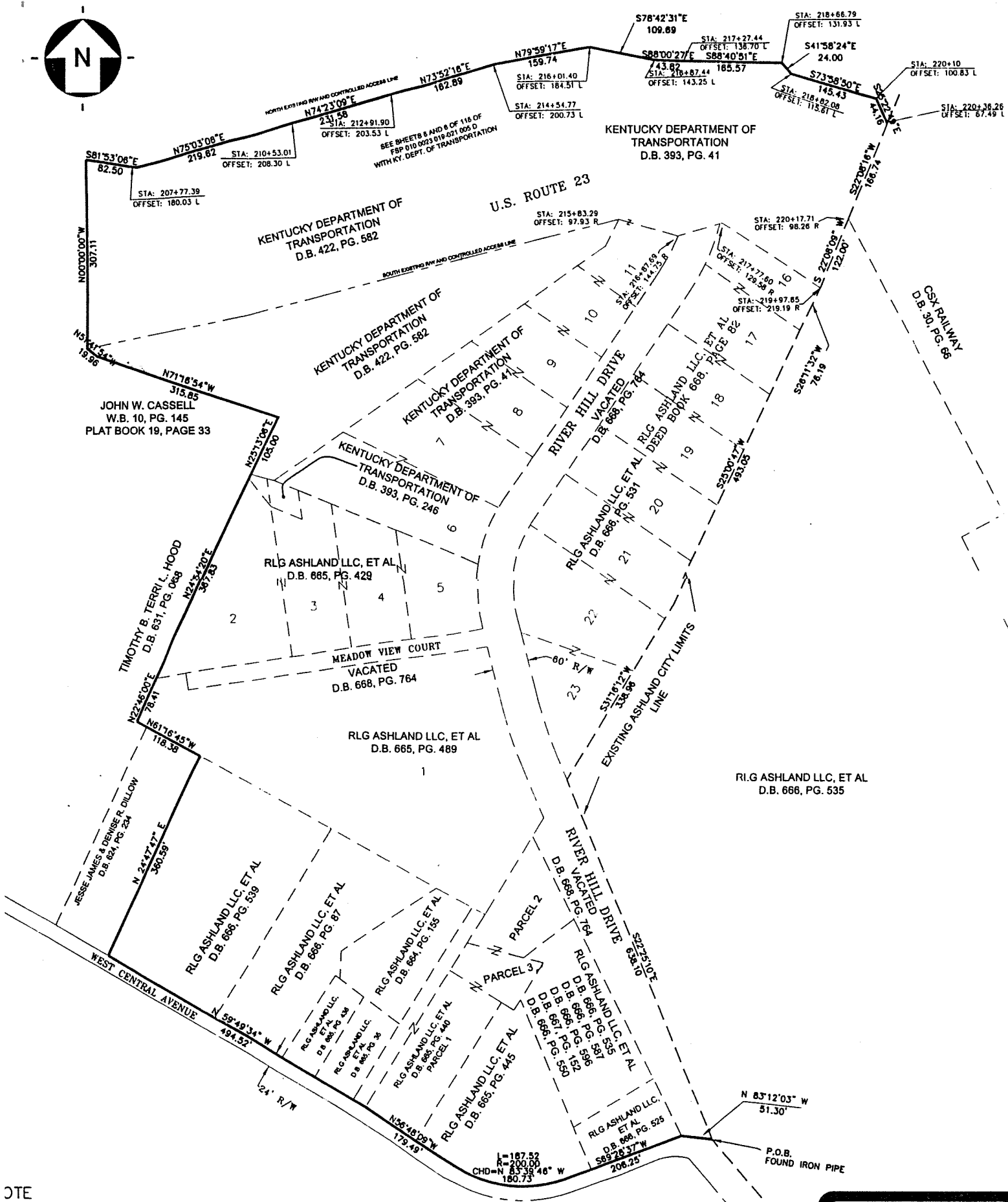
HORIZON SURVEYING, INC.

Paul F. MacCallum

Paul F. MacCallum

Kentucky Professional Surveyor No. 3671





OTE

This plat does not represent a boundary survey and the monumented corners shown hereon have not been verified unless otherwise noted. The monuments shown shall be used as a reference tie for the annexation only. This document was not prepared to the standards of practice as defined by 201 KAR 1:150.

EXHIBIT

C

OVERSIZE MAP INCLUDED WITH
SUBMISSION.

To research the map, contact the
Office of Secretary of State
or the County Clerk.