



OFFICE OF THE CITY SOLICITOR

638 MADISON AVENUE
COVINGTON, KENTUCKY 41011
TELEPHONE (859) 292-2311
FAX (859) 292-2310

FRANK E. WARNOCK
CITY SOLICITOR
FWARNOCK@COVINGTONKY.GOV

T. ALEX MATTINGLY
ASST. CITY SOLICITOR
TMATTINGLY@COVINGTONKY.GOV

MATTHEW M. DOWLING
ASST. TO THE CITY SOLICITOR
MDOWLING@COVINGTONKY.GOV

July 7, 2011

Elaine Walker
Kentucky Secretary of State
Land Office Branch
700 Capital Center Drive, Suite 80
Frankfort, KY 40601

RE: Tuscany Land Annexation

RECEIVED AND FILED
DATE July 13, 2011

ELAINE N. WALKER
SECRETARY OF STATE
COMMONWEALTH OF KENTUCKY
BY Handie Adkins

Dear Ms. Walker:

Enclosed please find a certified copy of an ordinance that authorizes the transfer of two parcels of land totaling approximately 19.471 acres from the City of Taylor Mill, Kenton County, Kentucky, to the City of Covington, Kenton County, Kentucky, and two parcels of land totaling approximately 9.667 acres to the City of Taylor Mill, Kenton County, Kentucky, from the City of Covington, Kenton County, Kentucky.

Should you have any questions or need anything further, please feel free to contact my office.

Sincerely,

Frank E. Warnock
City Solicitor

CC: Frank Wichmann, City Solicitor, City of Taylor Mill

CERTIFICATION

COMMONWEALTH OF KENTUCKY)

COUNTY OF KENTON)

CITY OF COVINGTON)

I, Margaret M. Nyhan, City Clerk of the City of Covington, Kenton County, Kentucky, state that I am the City Clerk of the City of Covington, Kentucky, and I do hereby certify that the attached copy of an Ordinance, O/R-13-11, of the City of Covington is a true and accurate copy of the original ordinance maintained by me in the regular course of my business as City Clerk and is on file in the office of the City Clerk.

Given under my hand and seal of the City of Covington, Kentucky,
this 7th day of July 2011.

Margaret M. Nyhan
CITY CLERK



RECEIVED AND FILED
DATE July 13, 2011

ELAINE N. WALKER
SECRETARY OF STATE
COMMONWEALTH OF KENTUCKY
BY Kandice Adkins

COMMISSIONERS' ORDINANCE NO. O-13-11

AN ORDINANCE INCLUDING WITHIN THE CITY BOUNDARIES TWO PARCELS OF LAND TOTALING APPROXIMATELY 19.471 ACRES TRANSFERRED FROM THE CITY OF TAYLOR MILL, KENTON COUNTY, KENTUCKY, AND TRANSFERRING TWO PARCELS OF LAND TOTALING APPROXIMATELY 9.667 ACRES TO THE CITY OF TAYLOR MILL, KENTON COUNTY, KENTUCKY, AND PURSUANT TO KRS 81.500.

* * * *

WHEREAS, the City of Taylor Mill, Kenton County, Kentucky, is a city of the fourth class, and the City of Covington, Kenton County, Kentucky, is a city of the second class; and

WHEREAS, the City of Taylor Mill and the City of Covington share a common boundary line; and

WHEREAS, BF Development Associates, Inc. is the owner of two parcels of land situated in Kenton County, Kentucky, with each parcel being divided by the common boundary line of the City of Taylor Mill and the City of Covington; and

WHEREAS, Holds Branch Investment Associates, LLC is the owner of two parcels of land situated in Kenton County, Kentucky, with each parcel being divided by the common boundary line of the City of Taylor Mill and the City of Covington; and

WHEREAS, there are currently no residents on either of the two parcels of land owned by BF Development Associates, Inc. or on either of the two parcels owned by Holds Branch Investment Associates, LLC; and

WHEREAS, the City of Taylor Mill and the City of Covington have determined that one specified area of the parcels owned by BF Development Associates, Inc. can be better served by the City of Taylor Mill, and one specified area of the parcels owned by BF Development Associates, Inc. can be better served by the City of Covington; and

WHEREAS, the City of Taylor Mill and the City of Covington have determined that one specified area of the parcels owned by Holds Branch Investment Associates, LLC can be better served by the City of Taylor Mill, and one specified area of the parcels owned by Holds Branch Investment Associates, LLC can be better served by the City of Covington; and

WHEREAS, BF Development Associates, Inc. and Holds Branch Investment Associates, LLC have consented to the transfer of parcels between the

City of Covington and the City of Taylor Mill, and the written consents of each property owner are attached hereto and incorporated herein by reference

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE CITY OF COVINGTON, KENTON COUNTY, KENTUCKY, THAT:

Section 1.0

Inclusion Within the City Boundaries of Specified Areas Transferred by the City of Taylor Mill

Pursuant to KRS 81.500, the City of Covington hereby includes in its boundaries the following specified areas transferred by the City of Taylor Mill:

- 1.1** A parcel of land described as Parcel "B" on page 2 of the documents attached hereto and incorporated herein by reference and as further identified in the Exhibit "A" Annexation/De-Annexation Plat prepared by Cardinal Engineering on April 21, 2011, on page 5 of the documents attached hereto and incorporated herein by reference.
- 1.2** A parcel of land described as Parcel "C" on page 3 of the documents attached hereto and incorporated herein by reference and as further identified in the Exhibit "B" Annexation/De-Annexation Plat prepared by Cardinal Engineering on April 21, 2011, on page 6 of the documents attached hereto and incorporated herein by reference.

Section 2.0

Specified Areas Transferred to the City of Taylor Mill

Pursuant to KRS 81.500, the City of Covington hereby transfers to the City of Taylor Mill the following specified areas:

- 2.1** A parcel of land described as Parcel "A" on page 1 of the documents attached hereto and incorporated herein by reference and as further identified in the Exhibit "A" Annexation/De-Annexation Plat prepared by Cardinal Engineering on April 21, 2011, on page 5 of the documents attached hereto and incorporated herein by reference.
- 2.2** A parcel of land described as Parcel "D" on page 4 of the documents attached hereto and incorporated herein by reference and as further identified in the Exhibit "C"

Annexation/De-Annexation Plat prepared by Cardinal Engineering on April 21, 2011, on page 7 of the documents attached hereto and incorporated herein by reference.

Section 3.0

Statement of Financial Consideration

There shall be no financial consideration between the City of Taylor Mill and the City of Covington regarding the specified areas transferred and there is no financial agreement between the cities for the specified areas transferred.

Section 4.0

Resolution of Taxes and Revenues

- 4.1 There are no taxes or revenues to be resolved from the specified areas transferred herein and there shall be no proration of taxes for any of the specified areas transferred.
- 4.2 Beginning with tax year 2011, Parcels A and D shall not be subject to taxation by the City of Covington.
- 4.3 Beginning with tax year 2011, Parcels B and C shall be subject to taxation by the City of Covington.

Section 5.0

Statement of Zoning Regulations

As of the effective date of this ordinance, Parcels B and C shall be zoned RS-7.5 according to the zoning ordinances of the City of Covington and subject to the land use regulations thereof.

Section 6.0

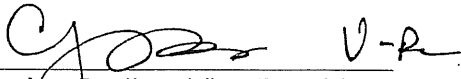
Provisions Severable

The provisions of this ordinance are severable; and the invalidity of any provision of this ordinance shall not affect the validity of any other provision thereof; and such other provisions shall remain in full force and effect as long as they remain valid in the absence of those provisions determined to be invalid.

CONSENT TO TRANSFER

The undersigned, Charles Berling, Vice President of BF Development Associates, Inc. hereby certifies that BF Development Associates, Inc. is the owner of two parcels of land more particularly described as Parcel "A" and Parcel "B" in the attached exhibit, that there are currently no residents on either parcel of land, and that BF Development Associates, Inc. hereby consents to the transfer, pursuant to K.R.S. 81.500, of Parcel "A" from the City of Covington to the City of Taylor Mill, and to the transfer of Parcel "B" from the City of Taylor Mill to the City of Covington.

6-9-2011
Date


Charles Berling, Vice President
BF Development Associates, Inc.

Parcel "A" to be annexed to the City of Taylor Mill
Area = 3.357 Acres

Situate in the City of Covington, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and north of Holds Branch Road, and being more particularly described as follows:

Commencing at a ½" steel rebar recovered at the common corner of BF Development Associates, Inc (I-2179 P.G. 213) and a tract of land conveyed to Jessica L. Hehman in Deed Book 136, Page 159 (Independence), said point also being in the southwesterly line of a tract of land conveyed to Barry and Trena Caldwell, et al. in Deed Book 623, Page 26 (Independence);

Thence along the southwesterly line of said Caldwell North 41°44'09" West a distance of 1,209.96 feet to a recovered ½" steel rebar (PLS #3663) in the corporation line of the City of Covington and the City of Taylor Mill, the Point of Beginning of this description;

Thence leaving said line of Caldwell, along said corporation line, through the lands of BF Development Associates, Inc (O.R. I-2358 PG 289) South 07°07'06" East a distance of 769.92 feet to a point;

Thence leaving said corporation line and through the lands of said BF Development Associates, Inc (O.R. I-2358 PG 289) for two (2) calls:

North 44°11'22" West a distance of 630.14 feet to a point;

North 47°45'51" East a distance of 464.38 feet to the POINT OF BEGINNING.

Said parcel contains 3.357 acres.

Being part of the property conveyed to BF Development Associates, Inc in Official Record I-2358 Page 289 and recorded at the Kenton County Clerks office at Independence, Kentucky.

Parcel "B" to be annexed to the City of Covington
Area = 3.511 Acres

Situate in the City of Taylor Mill, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and north of Holds Branch Road, and being more particularly described as follows:

Commencing at a ½" steel rebar recovered at the common corner of BF Development Associates, Inc (O.R. I-2179 P.G. 213) and a tract of land conveyed to Jessica L. Hehman in Deed Book 136, Page 159 (Independence), said point also being in the southwesterly line of a tract of land conveyed to Barry and Trena Caldwell, et al. in Deed Book 623, Page 26 (Independence);

Thence along the northwest line of said Hehman, South 42°10'05" West a distance of 413.15 feet to the Point of Beginning of this description;

Thence continuing with said northwest line, South 42°10'05" West a distance of 493.70 feet to a point in the corporation line of the City of Covington and the City of Taylor Mill;

Thence leaving said northwest line of Hehman, and with said corporation line going through the lands of BF Development Associates, Inc (O.R. I-2358 Page 289 and O.R. I-2179 Page 213) for two (2) calls:

North 07°07'06" West a distance of 817.35 feet to a point;
South 44°11'22" East a distance of 620.79 feet to the POINT OF BEGINNING.

Said parcel contains 3.511 acres.

Being part of the property conveyed to BF Development Associates, Inc in Official Record I-2358 Page 289 and in Official Record I-2179 Page 213 and recorded at the Kenton County Clerks office at Independence, Kentucky.

CERTIFICATE OF ACTION OF BF DEVELOPMENT ASSOCIATES, INC.

Pursuant to KRS 271B.8-210, in lieu of a meeting, all of the members of the board of directors of BF Development Associates, Inc., a Kentucky corporation, do hereby adopt the following resolutions and take the following actions:

WHEREAS, the corporation is the owner of two parcels of land situate in Kenton County Kentucky, and more particularly described as Parcel "A" and Parcel "B" in the attached exhibit, which are divided by the common boundary line of the City of Taylor Mill and the City of Covington, and

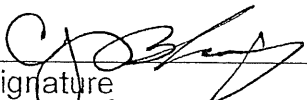
WHEREAS, there are currently no residents on either of the two parcels, and

WHEREAS, pursuant to K.R.S. 81.500, the City of Taylor Mill and the City of Covington have determined that parcel "A" can be better served by the City of Taylor Mill, and parcel "B" can be better served by the City of Covington, now therefore let it be:


RESOLVED, that Charles Berling, Vice President be and is hereby authorized and directed to consent to the transfer of parcel "A" from the City of Covington to the City of Taylor Mill and to the transfer of parcel "B" from the City of Taylor Mill to the City of Covington, by signing the attached Consent to Transfer, and the officers of the corporation are authorized to take any and all actions necessary or convenient to give effect to this resolution.

The undersigned, certify they constitute al of the members of the board of directors of BF Development Associates, Inc. and waive any notice required in connection with the adoption of the foregoing resolutions or the taking of the actions provided for therein.

6-9-2011
Date

, Director
Signature

6/9/11
Date

, Director
Signature

Date

_____, Director
Signature

Date

_____, Director
Signature

Parcel "A" to be annexed to the City of Taylor Mill
Area = 3.357 Acres

Situate in the City of Covington, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and north of Holds Branch Road, and being more particularly described as follows:

Commencing at a ½" steel rebar recovered at the common corner of BF Development Associates, Inc (I-2179 P.G. 213) and a tract of land conveyed to Jessica L. Hehman in Deed Book 136, Page 159 (Independence), said point also being in the southwesterly line of a tract of land conveyed to Barry and Trena Caldwell, et al. in Deed Book 623, Page 26 (Independence);

Thence along the southwesterly line of said Caldwell North 41°44'09" West a distance of 1,209.96 feet to a recovered ½" steel rebar (PLS #3663) in the corporation line of the City of Covington and the City of Taylor Mill, the Point of Beginning of this description;

Thence leaving said line of Caldwell, along said corporation line, through the lands of BF Development Associates, Inc (O.R. I-2358 PG 289) South 07°07'06" East a distance of 769.92 feet to a point;

Thence leaving said corporation line and through the lands of said BF Development Associates, Inc (O.R. I-2358 PG 289) for two (2) calls:

North 44°11'22" West a distance of 630.14 feet to a point;

North 47°45'51" East a distance of 464.38 feet to the POINT OF BEGINNING.

Said parcel contains 3.357 acres.

Being part of the property conveyed to BF Development Associates, Inc in Official Record I-2358 Page 289 and recorded at the Kenton County Clerks office at Independence, Kentucky.

Parcel "B" to be annexed to the City of Covington
Area = 3.511 Acres

Situate in the City of Taylor Mill, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and north of Holds Branch Road, and being more particularly described as follows:

Commencing at a ½" steel rebar recovered at the common corner of BF Development Associates, Inc (O.R. I-2179 P.G. 213) and a tract of land conveyed to Jessica L. Hehman in Deed Book 136, Page 159 (Independence), said point also being in the southwesterly line of a tract of land conveyed to Barry and Trena Caldwell, et al. in Deed Book 623, Page 26 (Independence);

Thence along the northwest line of said Hehman, South 42°10'05" West a distance of 413.15 feet to the Point of Beginning of this description;

Thence continuing with said northwest line, South 42°10'05" West a distance of 493.70 feet to a point in the corporation line of the City of Covington and the City of Taylor Mill;

Thence leaving said northwest line of Hehman, and with said corporation line going through the lands of BF Development Associates, Inc (O.R. I-2358 Page 289 and O.R. I-2179 Page 213) for two (2) calls:

North 07°07'06" West a distance of 817.35 feet to a point;
South 44°11'22" East a distance of 620.79 feet to the POINT OF BEGINNING.

Said parcel contains 3.511 acres.

Being part of the property conveyed to BF Development Associates, Inc in Official Record I-2358 Page 289 and in Official Record I-2179 Page 213 and recorded at the Kenton County Clerks office at Independence, Kentucky.

CONSENT TO TRANSFER

The undersigned, Charles Berling, Manager of Holds Branch Investment Associates, LLC hereby certifies that Holds Branch Investment Associates, LLC is the owner of two parcels of land more particularly described as Parcel "C" and Parcel "D" in the attached exhibit, that there are currently no residents on either parcel of land, and that Holds Branch Investment Associates, LLC hereby consents to the transfer, pursuant to K.R.S. 81.500, of Parcel "C" from the City of Taylor Mill to the City of Covington, and to the transfer of Parcel "D" from the City of Covington to the City of Taylor Mill.

6-9-2011
Date


Charles Berling, Manager
Holds Branch Investment Associates, LLC

Parcel "C"

Parcel to be annexed to the City of Covington

Area = 15.960 acres

Situate in the City of Taylor Mill, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and south of Holds Branch Road, and being more particularly described as follows:

Beginning at the southeast corner of Lot 5 of the Dailey McIntosh Subdivision (Plat B-689);

Thence with the east line of said Lot 5, North 10°42'08" East a distance of 442.47 feet to a point in the south right of way of Holds Branch Road;

Thence with the south right of way of Holds Branch Road, South 44°35'45" East a distance of 97.73 feet to a point in the west line of Paul E. & Annie Adams (D.B. 494 P.G. 46);

Thence with the west line of said Adams, Homer Owens (D.B. 167 P.G. 206), and Magdeline & Bennie E. Collins (D.B. 305 P.G. 71), South 12°09'52" West a distance of 1157.22 feet to a recovered 5/8" steel rebar;

Thence with the southwest line of said Collins, South 48°15'08" East a distance of 435.32 feet to a recovered 1/2" steel rebar (PLS #3663) in the line of The Virgil McIntosh Revocable Living Trust (D.B. 441 P.G. 275);

Thence with said McIntosh for six (6) calls:

South 37°07'27" West a distance of 53.04 feet to a recovered 1" steel pipe;

South 71°05'28" West a distance of 64.93 feet to a recovered 1/2" steel rebar;

North 81°11'08" West a distance of 257.80 feet to a recovered 1/2" steel rebar;

South 75°39'23" West a distance of 168.75 feet to a recovered 5/8" steel rebar;

South 47°14'58" West a distance of 141.62 feet to a recovered 5/8" steel rebar;

South 51°51'45" West a distance of 18.66 feet to a point in the existing corporation line of the City of Covington and the City of Taylor Mill;

Thence leaving said line of McIntosh and with said corporation line, through the lands of Holds Branch Investment Associates, LLC (O.R. I-407 P.G. 112), North 07°07'06" West a distance of 1,605.17 feet to a point in the south line of Lot 1 of said Dailey McIntosh Subdivision;

Thence with the south line of lots 1 through 5 of said Dailey McIntosh Subdivision, South 58°40'45" East a distance of 699.47 feet to the POINT OF BEGINNING.

Said parcel contains 15.960 acres.

Being part of the property conveyed to Holds Branch Investment Associates, LLC in Official Record I-407, Page 112 and recorded at the Kenton County Clerk's office at Independence, Kentucky.

Parcel "D"

Parcel to be annexed to the City of Taylor Mill

Area = 6.310 acres

Situate in the City of Covington, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and south of Holds Branch Road, north of Wayman Branch Road, and being more particularly described as follows:

Commencing at a recovered stone at the south corner of Holds Branch Investment Associates, LLC (O.R. I-725 PG 160), said point being the east corner of Lot 6 of the Rockwood Hall Subdivision (Plat A-103), in the line of Jerome Schneider (D.B. 187 P.G. 57);

Thence with the southwest line of said Holds Branch Investment Associates, LLC North $54^{\circ}29'26''$ West a distance of 257.07 feet to a point in the existing corporation line of the City of Covington and the City of Taylor Mill, the Point of Beginning of this description;

Thence continuing with said southwest line, North $54^{\circ}29'26''$ West a distance of 562.97 feet to a point;

Thence leaving said southwest line and through the lands of Holds Branch Investment Associates, LLC for two (2) calls:

North $15^{\circ}57'11''$ West a distance of 409.42 feet to a point;

North $74^{\circ}02'49''$ East a distance of 112.29 feet to a recovered 1/2" steel rebar (PLS #3381) in the south line of The Virgil McIntosh Revocable Living Trust (D.B. 441 P.G. 275);

Thence with the south line of said McIntosh for two (3) calls:

North $83^{\circ}02'15''$ East a distance of 186.25 feet to a recovered 1/2" steel rebar (PLS #3381);

North $54^{\circ}57'30''$ East a distance of 136.96 feet to a recovered 1/2" steel rebar (PLS #3381);

North $57^{\circ}25'01''$ East a distance of 65.21 feet to a point in the existing corporation line of the City of Covington and the City of Taylor Mill;

Thence with said corporation line, South $07^{\circ}07'06''$ East a distance of 894.74 feet to the POINT OF BEGINNING.

Said parcel contains 6.310 acres.

Being part of the property conveyed to Holds Branch Investment Associates, LLC in Official Record I-725, Page 160 and recorded at the Kenton County Clerk's office at Independence, Kentucky.

Parcel "A" to be annexed to the City of Taylor Mill
Area = 3.357 Acres

Situate in the City of Covington, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and north of Holds Branch Road, and being more particularly described as follows:

Commencing at a ½" steel rebar recovered at the common corner of BF Development Associates, Inc (I-2179 P.G. 213) and a tract of land conveyed to Jessica L. Hehman in Deed Book 136, Page 159 (Independence), said point also being in the southwesterly line of a tract of land conveyed to Barry and Trena Caldwell, et al. in Deed Book 623, Page 26 (Independence);

Thence along the southwesterly line of said Caldwell North 41°44'09" West a distance of 1,209.96 feet to a recovered ½" steel rebar (PLS #3663) in the corporation line of the City of Covington and the City of Taylor Mill, the Point of Beginning of this description;

Thence leaving said line of Caldwell, along said corporation line, through the lands of BF Development Associates, Inc (O.R. I-2358 PG 289) South 07°07'06" East a distance of 769.92 feet to a point;

Thence leaving said corporation line and through the lands of said BF Development Associates, Inc (O.R. I-2358 PG 289) for two (2) calls:

North 44°11'22" West a distance of 630.14 feet to a point;
North 47°45'51" East a distance of 464.38 feet to the POINT OF BEGINNING.

Said parcel contains 3.357 acres.

Being part of the property conveyed to BF Development Associates, Inc in Official Record I-2358 Page 289 and recorded at the Kenton County Clerks office at Independence, Kentucky.

Parcel "B" to be annexed to the City of Covington
Area = 3.511 Acres

Situate in the City of Taylor Mill, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and north of Holds Branch Road, and being more particularly described as follows:

Commencing at a ½" steel rebar recovered at the common corner of BF Development Associates, Inc (O.R. I-2179 P.G. 213) and a tract of land conveyed to Jessica L. Hehman in Deed Book 136, Page 159 (Independence), said point also being in the southwesterly line of a tract of land conveyed to Barry and Trena Caldwell, et al. in Deed Book 623, Page 26 (Independence);

Thence along the northwest line of said Hehman, South 42°10'05" West a distance of 413.15 feet to the Point of Beginning of this description;

Thence continuing with said northwest line, South 42°10'05" West a distance of 493.70 feet to a point in the corporation line of the City of Covington and the City of Taylor Mill;

Thence leaving said northwest line of Hehman, and with said corporation line going through the lands of BF Development Associates, Inc (O.R. I-2358 Page 289 and O.R. I-2179 Page 213) for two (2) calls:

North 07°07'06" West a distance of 817.35 feet to a point;
South 44°11'22" East a distance of 620.79 feet to the POINT OF BEGINNING.

Said parcel contains 3.511 acres.

Being part of the property conveyed to BF Development Associates, Inc in Official Record I-2358 Page 289 and in Official Record I-2179 Page 213 and recorded at the Kenton County Clerks office at Independence, Kentucky.

Parcel "C"

Parcel to be annexed to the City of Covington

Area = 15.960 acres

Situate in the City of Taylor Mill, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and south of Holds Branch Road, and being more particularly described as follows:

Beginning at the southeast corner of Lot 5 of the Dailey McIntosh Subdivision (Plat B-689);

Thence with the east line of said Lot 5, North 10°42'08" East a distance of 442.47 feet to a point in the south right of way of Holds Branch Road;

Thence with the south right of way of Holds Branch Road, South 44°35'45" East a distance of 97.73 feet to a point in the west line of Paul E. & Annie Adams (D.B. 494 P.G. 46);

Thence with the west line of said Adams, Homer Owens (D.B. 167 P.G. 206), and Magdeline & Bennie E. Collins (D.B. 305 P.G. 71), South 12°09'52" West a distance of 1157.22 feet to a recovered 5/8" steel rebar;

Thence with the southwest line of said Collins, South 48°15'08" East a distance of 435.32 feet to a recovered 1/2" steel rebar (PLS #3663) in the line of The Virgil McIntosh Revocable Living Trust (D.B. 441 P.G. 275);

Thence with said McIntosh for six (6) calls:

South 37°07'27" West a distance of 53.04 feet to a recovered 1" steel pipe;

South 71°05'28" West a distance of 64.93 feet to a recovered 1/2" steel rebar;

North 81°11'08" West a distance of 257.80 feet to a recovered 1/2" steel rebar;

South 75°39'23" West a distance of 168.75 feet to a recovered 5/8" steel rebar;

South 47°14'58" West a distance of 141.62 feet to a recovered 5/8" steel rebar;

South 51°51'45" West a distance of 18.66 feet to a point in the existing corporation line of the City of Covington and the City of Taylor Mill;

Thence leaving said line of McIntosh and with said corporation line, through the lands of Holds Branch Investment Associates, LLC (O.R. I-407 P.G. 112), North 07°07'06" West a distance of 1,605.17 feet to a point in the south line of Lot 1 of said Dailey McIntosh Subdivision;

Thence with the south line of lots 1 through 5 of said Dailey McIntosh Subdivision, South 58°40'45" East a distance of 699.47 feet to the POINT OF BEGINNING.

Said parcel contains 15.960 acres.

Being part of the property conveyed to Holds Branch Investment Associates, LLC in Official Record I-407, Page 112 and recorded at the Kenton County Clerk's office at Independence, Kentucky.

Parcel "D"

Parcel to be annexed to the City of Taylor Mill

Area = 6.310 acres

Situate in the City of Covington, County of Kenton, State of Kentucky, lying east of Madison Pike (KY 17) and south of Holds Branch Road, north of Wayman Branch Road, and being more particularly described as follows:

Commencing at a recovered stone at the south corner of Holds Branch Investment Associates, LLC (O.R. I-725 PG 160), said point being the east corner of Lot 6 of the Rockwood Hall Subdivision (Plat A-103), in the line of Jerome Schneider (D.B. 187 P.G. 57);

Thence with the southwest line of said Holds Branch Investment Associates, LLC North 54°29'26" West a distance of 257.07 feet to a point in the existing corporation line of the City of Covington and the City of Taylor Mill, the Point of Beginning of this description;

Thence continuing with said southwest line, North 54°29'26" West a distance of 562.97 feet to a point;

Thence leaving said southwest line and through the lands of Holds Branch Investment Associates, LLC for two (2) calls:

North 15°57'11" West a distance of 409.42 feet to a point;

North 74°02'49" East a distance of 112.29 feet to a recovered 1/2" steel rebar (PLS #3381) in the south line of The Virgil McIntosh Revocable Living Trust (D.B. 441 P.G. 275);

Thence with the south line of said McIntosh for two (3) calls:

North 83°02'15" East a distance of 186.25 feet to a recovered 1/2" steel rebar (PLS #3381);

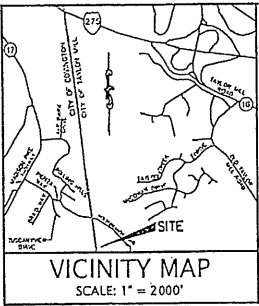
North 54°57'30" East a distance of 136.96 feet to a recovered 1/2" steel rebar (PLS #3381);

North 57°25'01" East a distance of 65.21 feet to a point in the existing corporation line of the City of Covington and the City of Taylor Mill;

Thence with said corporation line, South 07°07'06" East a distance of 894.74 feet to the POINT OF BEGINNING.

Said parcel contains 6.310 acres.

Being part of the property conveyed to Holds Branch Investment Associates, LLC in Official Record I-725, Page 160 and recorded at the Kenton County Clerk's office at Independence, Kentucky.



VICINITY MAP
SCALE: 1" = 2000'

BEARINGS BASED ON NAD83 MONUMENTS CONVENTION CBL3 AND CBL4

HOLDS BRANCH INVESTMENT ASSOCIATES LLC
04-00-00-048.00
D.B. 1-359 PG. 210

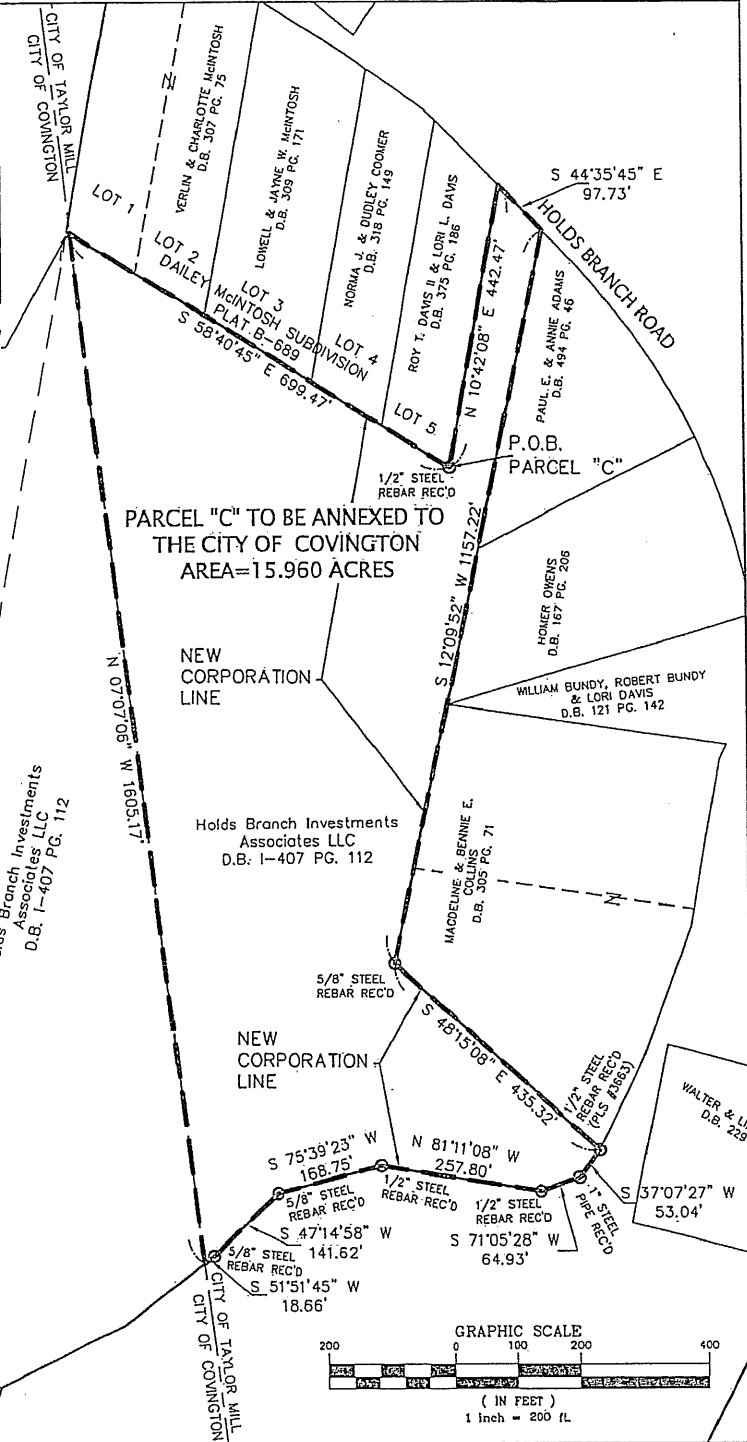


EXHIBIT "B"
ANNEXATION / DE-ANNEXATION PLAT
for
HOLDS BRANCH INVESTMENT ASSOCIATES, LLC
2670 Chancellor Drive
Crestview Hills, KY 41017

CARDINAL
ARCHITECTURE
ENGINEERING
LAND SURVEYING

ONE MOOCK ROAD
WILDER, KENTUCKY
41071 (859) 581-9600

STATE OF KENTUCKY
JOSEPH G. KRAMER
LS-363
LICENSED
PROFESSIONAL
LAND SURVEYOR

PROJECT MANAGER:	JGK
DRAWN BY:	DFT
DATE:	04-21-11
SCALE:	1" = 200'
FILE NO.	02-041-12

D

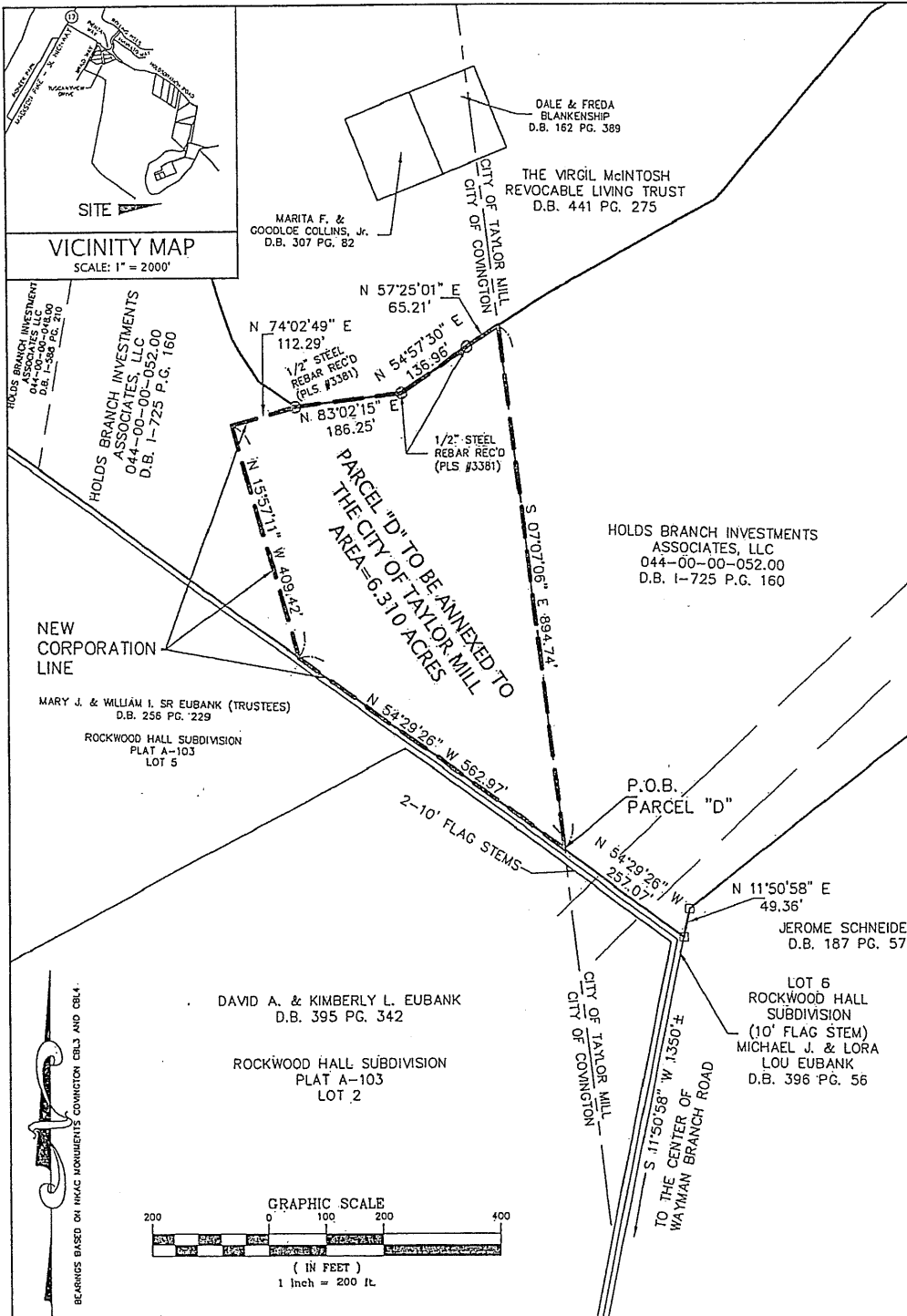


EXHIBIT "C"
ANNEXATION / DE-ANNEXATION PLAT
 for
HOLDS BRANCH INVESTMENT ASSOCIATES, INC
 2670 Chancellor Drive
 Crestview Hills, KY 41017

CARDINAL ARCHITECTURE ENGINEERING LAND SURVEYING
 ONE MOOCK ROAD
 WILDER, KENTUCKY
 41071 (859) 581-9600

STATE OF KENTUCKY
 JOSEPH G. KRAMER
 LS-8688
 INDEPENDENT PROFESSIONAL LAND SURVEYOR

PROJECT MANAGER:	JCK
DRAWN BY:	DFT
DATE:	04-21-11
SCALE:	1" = 200'
FILE NO.	02-041-12