



BLASINGAME, BURCH
GARRARD & ASHLEY
P. O. Box 832
Athens, Georgia 30603

File # 28614-1

After Recording Return to:

Georgia Environmental Protection Division
Response and Remediation Program
2 Martin Luther King, Jr. Drive, SE
Suite 1462 East
Atlanta, Georgia 30334



Deed Doc: COVE

Recorded 08/24/2017 11:45AM

Beverly Logan

Clerk Superior Court, Athens-Clarke County, Ga.

Bk 04626 Pg 0498-0526

Penalty:

Environmental Covenant

THIS instrument is an environmental covenant ("Environmental Covenant") executed for the property identified below (hereinafter "the Property") as part of an environmental response project. The purpose of the environmental response project is to address preexisting releases (as defined under the Georgia Hazardous Site Reuse and Redevelopment Act, O.C.G.A. § 12-8-200 *et seq.* (hereinafter "Brownfield Act")) of regulated substances detected in soil on the Property. This Environmental Covenant subjects the Property to certain activity and use limitations (specified below) that prevent exposure to soil.

Fee Owner of Property/Grantor:

The Mark at Athens, LLC
315 Oconee Street
Athens, Georgia 30601

Grantee/Holder:

The Mark at Athens, LLC
315 Oconee Street
Athens, Georgia 30601

**Grantee/Entity with
express power to enforce:**

State of Georgia
Department of Natural Resources
Environmental Protection Division
2 Martin Luther King Jr. Drive, SE
Suite 1152 East Tower
Atlanta, GA 30334

Parties with interest in the Property:

Wells Fargo Bank, National Association
171 17th Street, 4th Floor
Atlanta, Georgia 30363
Loan #1012696
Attention: Jennifer Molnar

Unified Government of Athens-Clarke County,
Georgia
P.O. Box 1868
Athens, Georgia 30603

McNeill Athens, LLC
1468 Kimbrough Road, Suite 103
Germantown, TN 38138
Attention: Phillip H. McNeill, Sr.

Georgia Power Company
Land Department - Bin 10151
241 Ralph McGill Boulevard, NE
Atlanta, Georgia 30308-3374
Attention: Rolanda McCarty

Georgia Department of Transportation
One Georgia Center
600 West Peachtree NW
Atlanta, Georgia 30308

CSX Transportation, Inc.
(f/k/a Seaboard System Railroad, Inc.)
500 Water Street
Jacksonville, Florida 32202

Landmark Urban Construction GA, LLC
455 Epps Bridge Parkway
Building 100, Suite 201
Athens, Georgia 30606
Attention: J. Wesley Rogers

Pinnacle Design/Build Group, Inc.
5830 Clarion Street, Suite 201
Cumming, Georgia 30040

Property:

The Property is a portion of the property known as The Mark at Athens which is located at 315 Oconee Street in Athens, Athens-Clarke County, Georgia. The property known as The Mark at Athens was conveyed on December 23, 2014 to The Mark at Athens, LLC, a Delaware limited liability company ("The Mark") pursuant to the following Deeds: (i) that certain Limited Warranty Deed by Armstrong & Dobbs, Incorporated, a Georgia corporation ("A&D") in favor of The Mark recorded in Deed Book 4294, Page 22, Athens-Clarke County Records, and that certain Quitclaim Deed to Perfect Title by A&D in favor of The Mark recorded in Deed Book 4294, Page 27, Athens-Clarke County Records; (ii) that certain Limited Warranty Deed by Dixie Canner Company, a Georgia corporation ("DCC") in favor of The Mark recorded in Deed Book 4294, Page 31, Athens-Clarke County Records, and that certain Quitclaim Deed to Perfect Title by DCC in favor of The Mark recorded in Deed Book 4294, Page 36, Athens-Clarke County Records; (iii) that certain Limited Warranty Deed by Theodore A. Paski ("Paski") in favor of The Mark recorded in Deed Book 4294, Page 42, Athens-Clarke County Records, and that certain Quitclaim Deed to Perfect Title by Paski in favor of The Mark recorded in Deed Book 4294, Page 46, Athens-Clarke County Records; (iv) that certain Limited Warranty Deed by Melvin C. Pitts ("Pitts") in favor of The Mark recorded in Deed Book 4294, Page 49, Athens-Clarke County Records, and that certain Quitclaim Deed to Perfect Title by Pitts in favor of The Mark recorded in Deed Book 4294, Page 53, Athens-Clarke County Records; and (v) that certain Trustee's Deed by Donald Alva Bennett, in his representative capacity as Trustee of the Trust established in Item 5 of the Last Will and Testament of Kay S. Bennett, deceased, in favor of

The Mark recorded in Deed Book 4294, Page 56, Athens-Clarke County Records, and that certain Quitclaim Deed to Perfect Title by Donald Alva Bennett, in his representative capacity as Trustee of the Trust established in Item 5 of the Last Will and Testament of Kay S. Bennett, deceased in favor of The Mark recorded in Deed Book 4294, Page 60, Athens-Clarke County Records. The Property comprises approximately 3.074 acres in Athens-Clarke County, Georgia. A complete legal description of the Property is attached as Exhibit A and a map of the Property is attached as Exhibit B.

Tax Parcel Number(s):

The Property is a portion of Tax Parcel 171-B4-C008 of Athens-Clarke County, Georgia.

Description of the Environmental Response Project:

Environmental due diligence sampling conducted by The Mark at Athens, LLC prior to purchase of real property for The Mark at Athens development in Athens, Georgia indicated that a preexisting release to soil of petroleum, metals, and pesticides occurred on various parts of such property. The Georgia Environmental Protection Division (hereinafter "EPD") approved the prospective purchaser corrective action plan (hereinafter "CAP") submitted by The Mark as an application for a limitation of liability under the Brownfield Act. The CAP, which laid out the elements of the environmental response project, called for additional sampling to determine the extent of releases to soil and groundwater and contained The Mark's commitment to bring soil into compliance with risk reduction standards promulgated under Georgia's Hazardous Site Response Act (O.C.G.A. § 12-8-90 *et seq.*, hereinafter "HSRA"), and the Rules promulgated thereunder (hereinafter "the Rules").

Environmental sampling conducted under the approved CAP identified the presence of arsenic in soil on the Property, over which buildings, a parking garage, road, sidewalks, and other impervious surfaces were planned to be constructed. (No other hazardous substances were detected in soil on the Property in excess of applicable Risk Reduction Standards for residential use.) Subsequently, The Mark performed a risk assessment that determined no exposure to the impacted soils on the Property would occur after construction, and that such soils would pose no unacceptable risk to human health or the environment under applicable standards. Accordingly, The Mark submitted an addendum to the CAP, which EPD subsequently approved, prescribing that The Mark would bring the Property into compliance with Type 5 Risk Reduction Standards through engineered and institutional controls. The engineered controls include the installation and maintenance of impervious surfaces on the Property and recording an Environmental Covenant for the Property.

The Type 5 remedy requires periodic inspections to verify the integrity of the engineered controls, to be carried out under an EPD-approved Monitoring and Maintenance Plan. In addition, any utility work that requires a breach of the engineered cover or any impervious liner on the Property will be conducted under the provisions of the Monitoring and Maintenance Plan, which specifies procedures for conducting annual inspections of the property; maintaining the engineered controls; ground-penetrations; addressing instances of unintended non-compliance with the approved CAP or Permit System; and reporting and recordkeeping. The Type 5 remedy

undertaken at the Property and documented in the CAP is hereinafter referred to as the "Type 5 Remedy."

In accordance with the Monitoring and Maintenance Plan, before any buildings are removed or demolished from or on the Property, an amendment to the approved CAP will be submitted to EPD describing the measures that will be taken to maintain the foundations and control exposure to contaminated soil and infiltration of precipitation. If the foundations or other impervious surfaces are to be removed, an amendment to the approved CAP must first be submitted to EPD describing the corrective action that will be used to bring the underlying portions of the Property where such foundations or impervious surface have been removed into compliance with the Type 1, 2, 3, or 4 Risk Reduction Standards as defined in the Georgia Rules for Hazardous Site Response Section 391-3-19-.07.

Incorporation of Monitoring and Maintenance Plan:

The Monitoring and Maintenance Plan attached hereto is hereby incorporated into and made a part of this Environmental Covenant. Should a change in conditions at the Property warrant a change in the Monitoring and Maintenance Plan, a written request for amendment must be submitted to EPD for consideration. If, at its sole discretion, EPD approves the amendment request, the amended provision(s) of the Monitoring and Maintenance Plan shall likewise be considered a part of this Environmental Covenant and shall have the same force and effect.

Name and Location of Administrative Record:

The administrative record for the environmental response project conducted at the Property is identified by the file name "The Mark at Athens Property, file identification number 252-0070." This record is available for review, by appointment, Monday through Friday, from 8:00 AM to 4:30 PM (excluding state holidays) at the following location:

Georgia Environmental Protection Division
Land Protection Branch
2 MLK Jr. Drive, SE
Suite 1054 East Tower
Atlanta, GA 30334

The administrative record includes the following documents, which contain details of the environmental sampling investigation and Corrective Action performed at the Property as part of the environmental response project:

- CAP, The Mark at Athens, Athens, GA, dated November 12, 2014.
- CAP Approval, The Mark at Athens, Athens, GA, dated November 20, 2014.
- CAP Addendum, The Mark at Athens, Athens, GA, dated December 2, 2014.
- CAP Addendum Approval, The Mark at Athens, Athens, GA, dated December 4, 2014.
- CAP Addendum, The Mark at Athens, Athens, GA, dated April 24, 2015.
- CAP Addendum Approval, The Mark at Athens, Athens, GA, dated April 30, 2015.

- CAP Addendum, The Mark at Athens, Athens, GA, dated February 25, 2016.
- CAP Addendum Approval, The Mark at Athens, Athens, GA, dated March 1, 2016.
- CAP Addendum, The Mark at Athens, Athens, GA, dated August 12, 2016.
- CAP Addendum Approval, The Mark at Athens, Athens, GA, dated August 30, 2016.
- Prospective Purchaser Compliance Status Report ("CSR"), The Mark at Athens, Athens, GA.
- Monitoring and Maintenance Plan, The Mark at Athens, Athens, GA, included as Appendix to the CSR, as may be amended from time to time.

Declaration of Covenant

This Declaration of Covenant is made pursuant to the Georgia Uniform Environmental Covenants Act, O.C.G.A. § 44-16-1 *et seq.* by Grantor, its successors and assigns, Grantee, and EPD, its successors and assigns.

Grantor hereby binds Grantor, its successors and assigns to the activity and use restriction(s) for the Property identified herein and grants such other rights under this Environmental Covenant in favor of Grantee and EPD. EPD shall have full right of enforcement of the rights conveyed under this Environmental Covenant pursuant to HSRA, and the Rules. Failure to timely enforce compliance with this Environmental Covenant or the use or activity limitations contained herein by any person shall not bar subsequent enforcement by such person and shall not be deemed a waiver of the person's right to take action to enforce any non-compliance. Nothing in this Environmental Covenant shall restrict EPD from exercising any authority under applicable law. If any provision of this Environmental Covenant is found to be unenforceable in any respect, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired.

Grantor makes the following declaration as to limitations, restrictions, and uses to which the Property may be put and specifies that such declaration shall constitute covenants to run with the land, pursuant to O.C.G.A. § 44-16-5(a); is perpetual, unless modified or terminated pursuant to the terms of this Covenant pursuant to O.C.G.A. § 44-16-9 and 10; and shall be binding on all parties and all persons claiming under them, including all current and future owners of any portion of or interest in the Property (hereinafter "Owner"). Should a transfer or sale of the Property occur before such time as this Environmental Covenant has been amended or revoked, then said Environmental Covenant shall be binding on the transferee(s) or purchaser(s).

Activity and Use Limitations.

1. Monitoring and Maintenance. The Monitoring and Maintenance Plan must be implemented to ensure that inspections are performed as scheduled to verify the integrity of the engineered controls, document their condition, and ensure that engineered controls are fully restored following any utility work or other activities requiring penetration of engineered cover materials.
2. Prohibited Activities. Any activity on the Property that would expose contaminated soil beneath any engineered cover on the Property or that may result in exposure to the regulated substances that were contained as part of the Corrective Action for the Property is prohibited

unless conducted in accordance with the approved Monitoring and Maintenance Plan. These activities include but are not limited to the following: digging, drilling, excavating, grading, demolition, bulldozing, earthmoving, or use of any equipment, to the extent any such activity brings contaminated soil to the surface or alters the grade of the Property in such a way that would cause exposure to contaminated soil.

Grantor's Representations and Warranties

Grantor hereby represents and warrants to the other signatories hereto:

- a) That the Grantor has the power and authority to enter into this Environmental Covenant, to grant the rights and interests herein provided, and to carry out all obligations hereunder;
- b) That the Grantor is the sole owner of the Property and holds fee simple title.
- c) That the Grantor has identified all other parties that hold any interest (e.g., encumbrance) in the Property and notified such parties of the Grantor's intention to enter into this Environmental Covenant;
- d) That this Environmental Covenant will not materially violate, contravene, or constitute a material default under any other agreement, document or instrument to which Grantor is a party, by which Grantor may be bound or affected;
- e) That the Grantor has served each of the people or entities requiring prior notice with a copy of this Environmental Covenant in accordance with O.C.G.A. § 44-16-4(d).
- f) That this Environmental Covenant will not materially violate or contravene any zoning law or other law regulating use of the Property; and
- g) That this Environmental Covenant does not authorize a use of the Property that is otherwise prohibited by a recorded instrument that has priority over the Environmental Covenant.

Recording of Covenant and Required Notices

Recording of Environmental Covenant and Proof of Notification. Within thirty (30) days after the date of the Director's signature, the Owner shall file this Environmental Covenant with the Records of Deeds for Clarke County, and send a file-stamped copy to EPD within thirty (30) days of recording. Within that time period, the Owner shall also send a file-stamped copy to each of the following: (1) each person holding a recorded interest in the Property, (2) each person in possession of the Property (but not including tenants leasing individual residential and commercial units), (3) each municipality, county, consolidated government, or other unit of local government in which the Property is located, and (4) each owner in fee simple whose property abuts the Property.

Notice of Intent to Convey Interest. No conveyance of title, easement, lease, or other interest in the Property shall be consummated by the Owner if Owner does not have in place adequate and complete provision for continued monitoring, operation, and maintenance of the engineered controls. With the exception of leases of individual commercial and residential units, the Owner of the Property must give thirty (30) day advance written notice to EPD of the Owner's intent to convey any interest in the Property. The Owner of the Property must also give thirty (30) day advance written notice to EPD of the Owner's intent to change the use of the Property, or apply

for building permit(s) or propose any site work that would affect the engineered controls contemplated hereunder.

Notice of Limitation in Future Conveyances. Each instrument hereafter conveying an interest in the Property shall contain a notice of the activity and use limitations set forth in this Environmental Covenant and shall provide the recorded location of the Environmental Covenant. Leases of commercial and residential units shall contain the following language: "Pursuant to O.C.G.A. § 12-8-90 *et seq.*, the Property is subject to the requirement that certain engineering controls, including building slabs and impervious surfaces are to remain intact and in good condition. Tenant will not undertake any action that will damage such engineering controls. A copy of the Environmental Covenant is available for review in the leasing office, and further information concerning environmental conditions and Corrective Action at this property is available at the following location: Georgia Environmental Protection Division, Brownfield Program, 2 MLK Jr. Dr. SE, Suite 1054 East Tower, Atlanta, GA 30334, Monday through Friday, 8:00 AM to 4:30 PM excluding state holidays."

Registry. Pursuant to O.C.G.A. § 44-16-12, this Environmental Covenant and any amendment or termination thereof, may be contained in EPD's registry for environmental covenants.

Communication

Any document or communication required to be sent pursuant to the terms of this Environmental Covenant shall be sent to the following:

Georgia Environmental Protection Division
Land Protection Branch
Brownfield Program
2 Martin Luther King Jr. Drive SE
Suite 1054 East Tower
Atlanta, GA 30334

General Provisions

Effective Date. The effective date of this Environmental Covenant shall be the date upon which the fully executed Environmental Covenant has been recorded in accordance with O.C.G.A. § 44-16-8(a).

Benefit. This Environmental Covenant shall inure to the benefit of The Mark at Athens, LLC, EPD, and their respective successors and assigns and shall be enforceable by the director or his agents or assigns, The Mark at Athens LLC, or its successors and assigns, and other party(ies) as provided for in O.C.G.A. § 44-16-11 in a court of competent jurisdiction.

No Property Interest Created in EPD. This Environmental Covenant does not in any way create any interest by EPD in the Property. Furthermore, the act of approving this Environmental Covenant does not in any way create any interest by EPD in the Property in accordance with O.C.G.A. § 44-16-3(b).

Right of Access. In addition to any rights already possessed by EPD, the Owner shall allow authorized representatives of EPD and Grantor the right to enter the Property at reasonable times for the purpose of evaluating the Corrective Action, to take samples, to inspect the Corrective Action conducted at the Property, to determine compliance with this Environmental Covenant, and to inspect records that are related to the Corrective Action.

Periodic Reporting. Annually, by no later than December 31, following the effective date of this Environmental Covenant, the Owner shall submit to EPD an Annual Report documenting compliance with this Environmental Covenant and with the EPD-approved Maintenance and Monitoring Plan, including, but not limited to reports of periodic inspection of engineered controls, ground-penetrating permits issued, maintenance activities conducted on engineered controls, documentation that the notice of limitation was provided to lessees, and a certification stating whether or not the requirements of this Environmental Covenant are being abided by.

Termination or Modification. This Environmental Covenant shall remain in full force and effect in accordance with O.C.G.A. § 44-16-9, unless and until the Director determines that the Property is in compliance with the Type 1, 2, 3, or 4 Risk Reduction Standards, as defined in the Rules, whereupon the Environmental Covenant may be amended or revoked in accordance with Section 391-3-19-08(7) of the Rules and O.C.G.A. § 44-16-1 *et seq.*

Grantor has caused this Environmental Covenant to be executed pursuant to The Georgia Uniform Environmental Covenants Act, on the 21st day of July, 2017.

Signed, sealed, and delivered in the presence of:

[Signature]
Unofficial Witness (Signature)

N. Christopher Holt
Unofficial Witness Name (Print)

1081 Oakblake Trail
Watkinsville GA 30677
Unofficial Witness Address (Print)

Sheila Ingram Colvin
Notary Public (Signature)

My Commission Expires: 4-25-2021

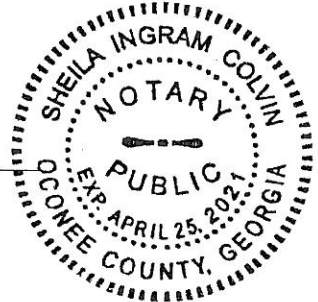
For the Grantor/Grantee Holder:

THE MARK AT ATHENS, LLC, a
Delaware limited liability company

[Signature] (Seal)
(Signature)

J. Wesley Rogers
Authorized Signatory

Dated: 7/6/2017
(NOTARY SEAL)



Signed, sealed, and delivered in the presence of:

Lauren M Curry
Unofficial Witness (Signature)

Lauren M Curry
Unofficial Witness Name (Print)

848 Fox Hollow Pkwy
MaricHA GA 30068
Unofficial Witness Address (Print)

[Signature]
Notary Public (Signature)

My Commission Expires: June 15, 2021

For the State of Georgia
Environmental Protection Division:

Richard E. Dunn (Seal)
(Signature)

Richard E. Dunn
Director

Dated: July 21, 2017
(NOTARY SEAL)



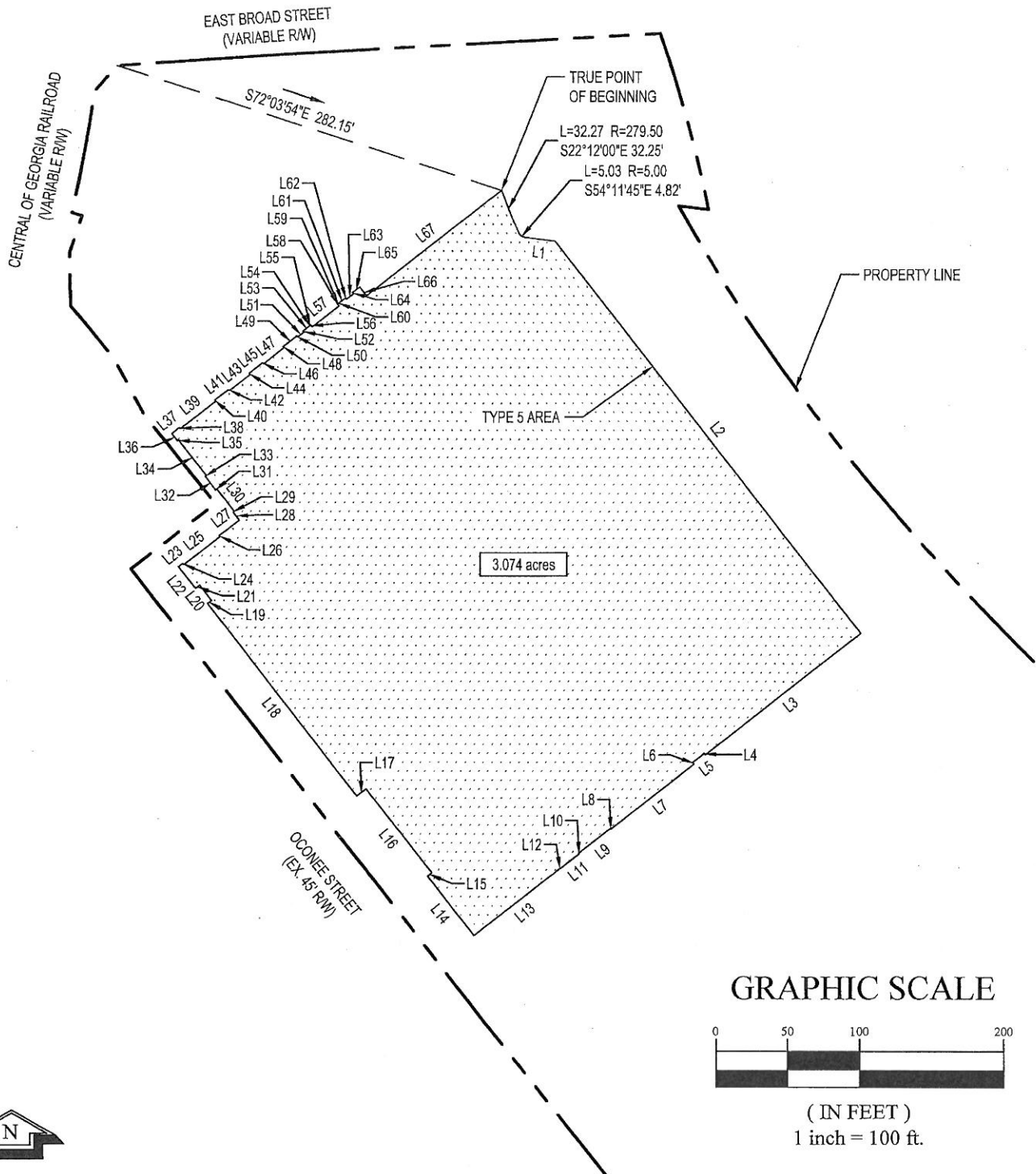
Exhibit A
Legal Description

All that tract lying and being in Athens-Clarke County, Georgia, 216th G.M.D., containing 3.074 acres, more or less, and being more particularly described as:

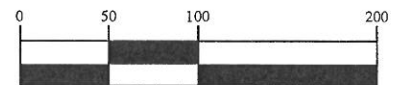
Beginning at the mitered intersection of the Easterly margin of the variable right-of-way of the Central of Georgia Railroad with the Southerly margin of the variable right-of-way of East Broad Street; thence South 72 degrees 03 minutes 54 seconds East for a distance of 282.15 feet to a point being the TRUE POINT OF BEGINNING; thence 32.27 feet along the arc of a curve to the left (said curve having a radius of 279.50 feet, a chord bearing of South 22 degrees 12 minutes 00 seconds East, and a chord distance of 32.25 feet); thence 5.03 feet along the arc of a curve to the left (said curve having a radius of 5.00 feet, a chord bearing of South 54 degrees 11 minutes 45 seconds East, and a chord distance of 4.82 feet); thence South 83 degrees 00 minutes 00 seconds East, 21.27 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 347.12 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 137.61 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 1.21 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 10.15 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.47 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 73.44 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 0.56 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 28.21 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 0.56 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 16.85 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 0.26 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 76.04 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 52.49 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 3.77 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 74.32 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 8.25 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 169.80 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 3.50 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 13.63 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 3.50 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 19.08 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 3.72 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.17 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 32.05 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 0.93 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 17.59 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 7.13 feet to a point; thence North 52 degrees 00 minutes 00 seconds

East, 0.97 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 19.50 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 1.05 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 12.00 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 1.05 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 31.33 feet to a point; thence South 52 degrees 00 minutes 00 seconds West, 1.05 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 6.39 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 6.72 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.06 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 31.33 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 1.06 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 12.00 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 18.33 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 12.00 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 18.33 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 12.00 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 5.58 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 6.00 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 0.08 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 0.80 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.80 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 23.89 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 1.80 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 0.80 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 0.08 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 6.00 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 6.25 feet to a point; thence North 38 degrees 00 minutes 00 seconds West, 1.05 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 6.14 feet to a point; thence South 38 degrees 00 minutes 00 seconds East, 7.61 feet to a point; thence North 52 degrees 00 minutes 00 seconds East, 119.70 feet to the TRUE POINT OF BEGINNING.

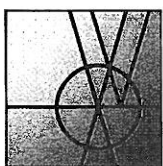
Exhibit B
Property Area Map



GRAPHIC SCALE



(IN FEET)
1 inch = 100 ft.



**Williams
& Associates**

**ENGINEERING SURVEYING
LANDSCAPE ARCHITECTURE**

2470 Daniells Bridge Road, Suite 161
Athens, Georgia 30606
P. 706.310.0400
F. 706.310.0411

www.gaplaning.com

THE MARK

F.K.A. ARMSTRONG & DOBBS

315 OCONEE ST - ATHENS, GEORGIA

PLAN TYPE:
TYPE 5 AREA

SCALE:
1" = 100'

PROJECT NO:
13146

DATE:
04/10/2017

Parcel Line Table

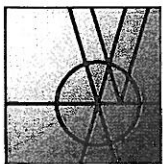
Line #	Direction	Length
L1	S83°00'00"E	21.27
L2	S38°00'00"E	347.12
L3	S52°00'00"W	137.61
L4	N38°00'00"W	1.21
L5	S52°00'00"W	10.15
L6	S38°00'00"E	1.47
L7	S52°00'00"W	73.44
L8	N38°00'00"W	0.56
L9	S52°00'00"W	28.21
L10	S38°00'00"E	0.56
L11	S52°00'00"W	16.85
L12	N38°00'00"W	0.26
L13	S52°00'00"W	76.04
L14	N38°00'00"W	52.49
L15	N52°00'00"E	3.77
L16	N38°00'00"W	74.32
L17	S52°00'00"W	8.25
L18	N38°00'00"W	169.80
L19	N52°00'00"E	3.50
L20	N38°00'00"W	13.63
L21	S52°00'00"W	3.50
L22	N38°00'00"W	19.08
L23	N52°00'00"E	3.72
L24	S38°00'00"E	1.17
L25	N52°00'00"E	32.05

Parcel Line Table

Line #	Direction	Length
L26	N38°00'00"W	0.93
L27	N52°00'00"E	17.59
L28	N38°00'00"W	7.13
L29	N52°00'00"E	0.97
L30	N38°00'00"W	19.50
L31	S52°00'00"W	1.05
L32	N38°00'00"W	12.00
L33	N52°00'00"E	1.05
L34	N38°00'00"W	31.33
L35	S52°00'00"W	1.05
L36	N38°00'00"W	6.39
L37	N52°00'00"E	6.72
L38	S38°00'00"E	1.06
L39	N52°00'00"E	31.33
L40	N38°00'00"W	1.06
L41	N52°00'00"E	12.00
L42	S38°00'00"E	1.05
L43	N52°00'00"E	18.33
L44	N38°00'00"W	1.05
L45	N52°00'00"E	12.00
L46	S38°00'00"E	1.05
L47	N52°00'00"E	18.33
L48	N38°00'00"W	1.05
L49	N52°00'00"E	12.00
L50	S38°00'00"E	1.05

Parcel Line Table

Line #	Direction	Length
L51	N52°00'00"E	5.58
L52	N38°00'00"W	1.05
L53	N52°00'00"E	6.00
L54	N38°00'00"W	0.08
L55	N52°00'00"E	0.80
L56	S38°00'00"E	1.80
L57	N52°00'00"E	23.89
L58	N38°00'00"W	1.80
L59	N52°00'00"E	0.80
L60	S38°00'00"E	0.08
L61	N52°00'00"E	6.00
L62	S38°00'00"E	1.05
L63	N52°00'00"E	6.25
L64	N38°00'00"W	1.05
L65	N52°00'00"E	6.14
L66	S38°00'00"E	7.61
L67	N52°00'00"E	119.70



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THE MARK

F.K.A. ARMSTRONG & DOBBS

315 OCONEE ST - ATHENS, GEORGIA

PLAN TYPE:
TYPE 5 AREA

SCALE:
N/A

PROJECT NO:
13146

DATE:
04/10/2017

Exhibit C
Maintenance and Monitoring Plan

Monitoring and Maintenance Plan
**The Mark at Athens/
Former Armstrong & Dobbs Brownfields Site**
Athens, Clarke County, Georgia

1.0 CORRECTIVE ACTION SUMMARY

The Mark at Athens development on the former Armstrong & Dobbs Brownfield site meets residential risk reduction standards (RRS), except for an approximately 130,500 square foot area (herein, the “Area of Concern”) in which soil exceeds both residential and non-residential (i.e., Types 1 through 4) RRS for arsenic. The location of the Area of Concern is shown in Figure 1.

However, Type 5 RRS allow the use of engineered control measures such as placement of a cap to control the regulated substances on the property where the regulated substances are located (§ 391-3-19-.07(10)(a)). The buildings, parking deck, sidewalks and road associated with The Mark at Athens development cover the Area of Concern (see attached Figure 2) and prevent direct exposure to the soils and reduce infiltration of rainfall through the affected soils. Therefore, as described in an April 24, 2015 amendment to the Prospective Purchaser Corrective Action Plan (CAP) for the Brownfield property, approved by the Georgia Environmental Protection Division (EPD) on April 30, 2015, the corrective action selected for the Area of Concern encompasses maintenance of the buildings and other impervious surfaces for compliance with the Type 5 RRS. Annual Inspections (see Section 2.0) will be performed to evaluate the integrity of the controls. Groundwater will not be used on the property, but as an added precaution, the use of groundwater will be inspected annually.

Before buildings or other covers are demolished or removed, an amendment to the approved Prospective Purchaser CAP will be submitted to the Georgia EPD describing measures that will be taken to maintain the foundations and control exposure to contaminated soil and infiltration of precipitation. If the foundations or other impervious surfaces are to be removed, an amendment to the approved Prospective Purchaser CAP will first be submitted to Georgia EPD describing the corrective action that will be used to bring the underlying portions of the property where such foundations or impervious surface have been removed into compliance with the Type 1, 2, 3, or 4 RRS as defined in Georgia Rules of Hazardous Site Response Section 391-3-19-.07.

A Permit System (see Section 3.0) has been developed to protect the paved areas in the event of excavations for utility repair or other purposes, and a Contingency Plan (see Section 4.0) has been developed to address instances of unintended non-compliance with the approved CAP or Permit System, responses to be taken prior to approval of a CAP addendum or permit, and responses to unintended breaching, damage, or removal of engineered controls.

Utility workers were not on the property during the initial construction phase, and therefore, would not have come into contact with on-site soil. During the initial construction phase of the project, utility work was performed by the same construction workers addressed in the Risk Assessment. Future utility work will be done in accordance with this Monitoring and Maintenance Plan so that the impermeable liner is not breached.

2.0 ANNUAL INSPECTIONS

The Area of Concern will be inspected annually by a qualified environmental professional to evaluate the integrity of the engineered controls. The Annual Inspections will consist of a visual reconnaissance of the property, as well as interviews with property management concerning site conditions, non-use of groundwater, and the status of repairs or recommendations (if any) since the last Annual Inspection. The Annual Inspections will not address issues beyond the scope of the approved CAP, such as building code compliance, zoning issues, structural integrity, fitness for occupancy, etc.

During the Annual Inspections, the on-site buildings and the parking structure will be visually confirmed to exist at the locations shown on the attached Figure 2. The integrity of the buildings, the parking structure, and cover materials will be evaluated during the Annual Inspections. In the instance where buildings or the parking structure have been removed or demolished in accordance with an approved CAP Amendment, the integrity of the remaining foundations will be inspected. Identifiable conditions that could allow exposure to the underlying soil or infiltration of precipitation will be brought to the attention of property management and repairs will be recommended.

Paved areas will be inspected for signs of cracks or other openings that might allow the infiltration of precipitation or exposure to soil. If identified, the cracks or other openings will be pointed out to property management along with recommendations for repair.

No penetrations of the paved areas shall occur without a permit (see Section 3.0); however, if identified during the Annual Inspections, unpermitted penetrations of the paved areas will be pointed out to property management and recommendations for removal, replacement, or repair will be provided in accordance with the Contingency Plan (see Section 4.0).

Groundwater will not be used on the property, but as an added precaution, the use of groundwater will also be inspected annually.

During each Annual Inspection, the attached Evaluation Form will be completed. A copy of the Evaluation Form signed by a person responsible for the property, along with a brief narrative describing the inspection, will be provided to Georgia EPD within 30 days of the inspection. After the first year, the Evaluation Form from the previous year's inspection will be reviewed with property management during each Annual Inspection to evaluate how recommendations for repairs have been implemented.

3.0 PERMIT SYSTEM

From time to time, it might become necessary to penetrate the paved areas in order to perform maintenance and utility work. A written permit for non-emergency work must be approved by property management no later than 30 days before the work commences. The permit shall be prepared by an environmental professional and specify that the excavation will be performed in accordance with work procedures to:

- prevent infiltration;
- protect the liners overlying the contaminated soil; and
- prevent contaminated soil from being brought to the surface.

The work shall be performed in accordance with a Health and Safety Plan (HASP) to be included in the permit. A qualified environmental professional shall be present on-site to oversee this work.

Emergency utility repairs that cannot wait 30 days for a permit (e.g., natural gas leaks, sewage backups, etc.) shall be performed without a permit.

4.0 CONTINGENCY PLAN

This Contingency Plan has been developed for the event that the engineered controls at the subject property are breached. Examples of breaches of the engineered controls that may activate the Contingency Plan include:

- The on-site buildings or parking structure are removed or demolished without a CAP amendment approved by the Georgia EPD describing the measures to maintain the foundations and control exposure to contaminated soil and infiltration of precipitation.
- Excavation work at the site is performed without an approved permit.

Note that excavations for emergency utility repairs (e.g., gas leaks, sewage backups, etc.) do not require a permit but will trigger this Contingency Plan.

If on-site buildings, parking structure, or paved areas are removed, demolished, or breached without a prior CAP amendment approved by Georgia EPD, the qualified environmental professional will evaluate whether the resulting conditions allow infiltration of water through the underlying soil or allow exposure to soil. If either of these conditions exists, interim measures, such as placement of plastic sheeting over the area, will be initiated to control infiltration and/or exposure. A subsequent CAP amendment will then be prepared demonstrating how the conditions will be remedied or how compliance with Type 1, 2, 3, 4, or 5 RRS will be achieved. An incident report, and if necessary, the CAP amendment, shall be submitted to EPD no later than 30 days following the incident.

5.0 REPORTING AND RECORDKEEPING REQUIREMENTS

Annually, but no later than December 31 of each year, completed copies of the attached evaluation form and reports documenting necessary repairs will be submitted to EPD. These documents and the abovementioned permits and incident reports should also be kept on the premises of the property for a minimum of three years.

Evaluation Form
Mark at Athens/Former Armstrong & Dobbs Brownfields Site

		YES	NO	NA
BUILDING AREAS	<ul style="list-style-type: none"> Are site buildings present at the locations indicated on the attached map? <p>If no, was a CAP amendment submitted to EPD describing the measures to maintain the building foundations and control exposure to contaminated soil and infiltration of precipitation?</p> <ul style="list-style-type: none"> Are there obvious (i.e. cracks in walls, cracks in foundations) and observable indications of conditions that would prevent the existing buildings from prohibiting direct exposure to underlying soil or that would allow infiltration of precipitation? <p>If yes, then make recommendations to property management on the necessary repairs.</p> <ul style="list-style-type: none"> If the buildings were demolished in accordance with an approved CAP amendment, are the remaining foundations free of obvious and observable cracks, openings, or other conduits for infiltration of precipitation or exposure to soil? <p>If no, then make recommendations to property management on the necessary repairs.</p>			
PARKING DECK	<ul style="list-style-type: none"> Are there obvious (i.e. cracks in walls, cracks in foundations) and observable indications of conditions that would prevent the parking deck from prohibiting direct exposure to underlying soil or that would allow infiltration of precipitation? <p>If yes, then please make recommendations to property management for repairs.</p> <ul style="list-style-type: none"> Is the parking structure present at the locations indicated on the attached map? <p>If no, was a corrective action plan amendment submitted to the Georgia EPD describing the measures to maintain the foundations and control exposure to contaminated soil and infiltration of precipitation?</p> <ul style="list-style-type: none"> If the parking structure was removed or demolished in accordance with an approved CAP Amendment, are the remaining foundations free of obvious and observable cracks, openings, or other potential conduits for infiltration of precipitation or exposure to soil? <p>If no, provide property management with recommendations for repair.</p>			

PAVED AREAS	<ul style="list-style-type: none"> • Is site pavement at the locations indicated on the attached map? • Is the pavement free of obvious and observable cracks, openings, or other potential conduits for infiltration of precipitation or exposure to soil? <p>If no, provide property management with recommendations for repair.</p>			
GROUND PENETRATIONS	<ul style="list-style-type: none"> • Were any permitted ground penetrating activities performed on the property within the past year? • Were any unpermitted ground penetrating activities performed on the property within the past year? • Was an environmental professional present during the ground penetrating activities? • Is there evidence of ground penetrating activities performed on the property within the past year for which property management is unaware? <p>If yes, please point these out to property management and make recommendations for any necessary repairs or replacement of underlying materials. These should be done in accordance with the Contingency Plan.</p>			
CONTINGENCY PLAN	<ul style="list-style-type: none"> • Have any of the engineered controls been breached such that the procedures of the Contingency Plan was activated? • If so, were the repairs performed in accordance with the Contingency Plan? • If the procedures of the Contingency Plan were activated, was an incident report sent to the EPD? 			
GROUNDWATER	<ul style="list-style-type: none"> • Have any wells (monitoring, drinking water, irrigation, heat-pump, etc.) been installed on the property? • Is groundwater being used for any purpose on the property? 			

ATTACHMENTS?

Yes ____ No ____

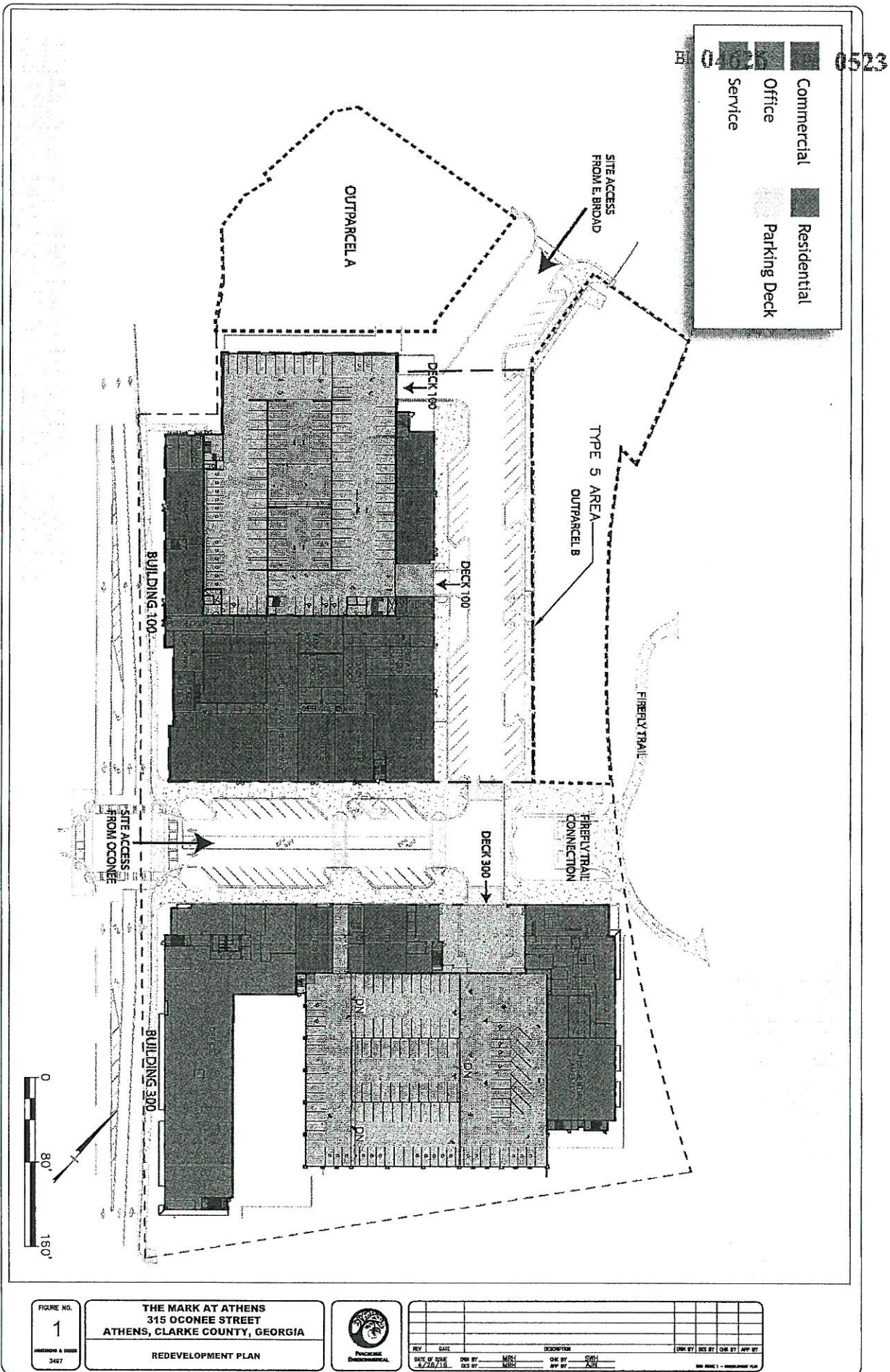
CERTIFICATION

I certify that I have personally examined and am familiar with the information in this evaluation form and all attachments and that based on my inquiry of those persons immediately responsible for completion of this evaluation, I believe the information is true, accurate, and complete.

Name and Official Title

Signature

Date



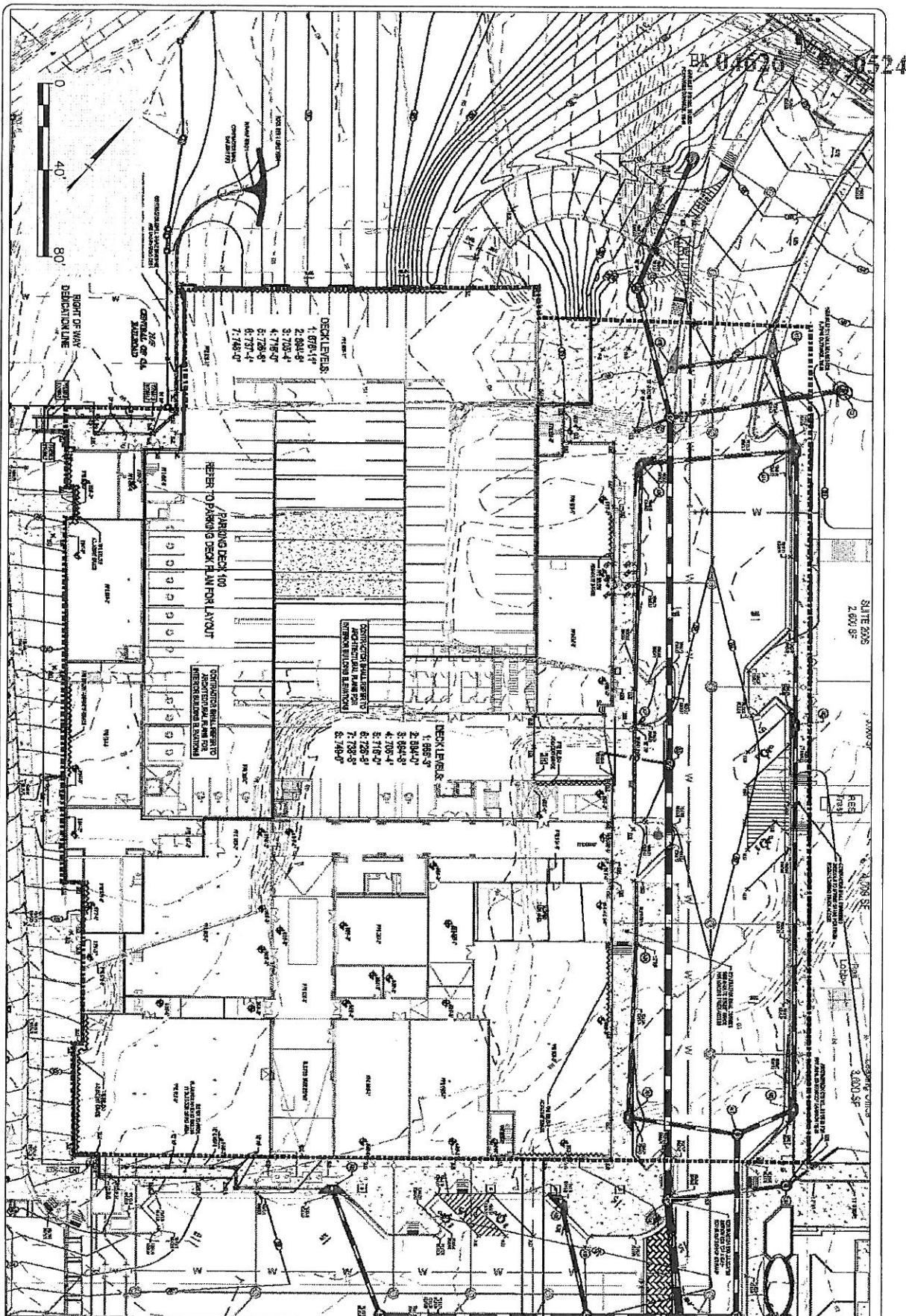


FIGURE NO.

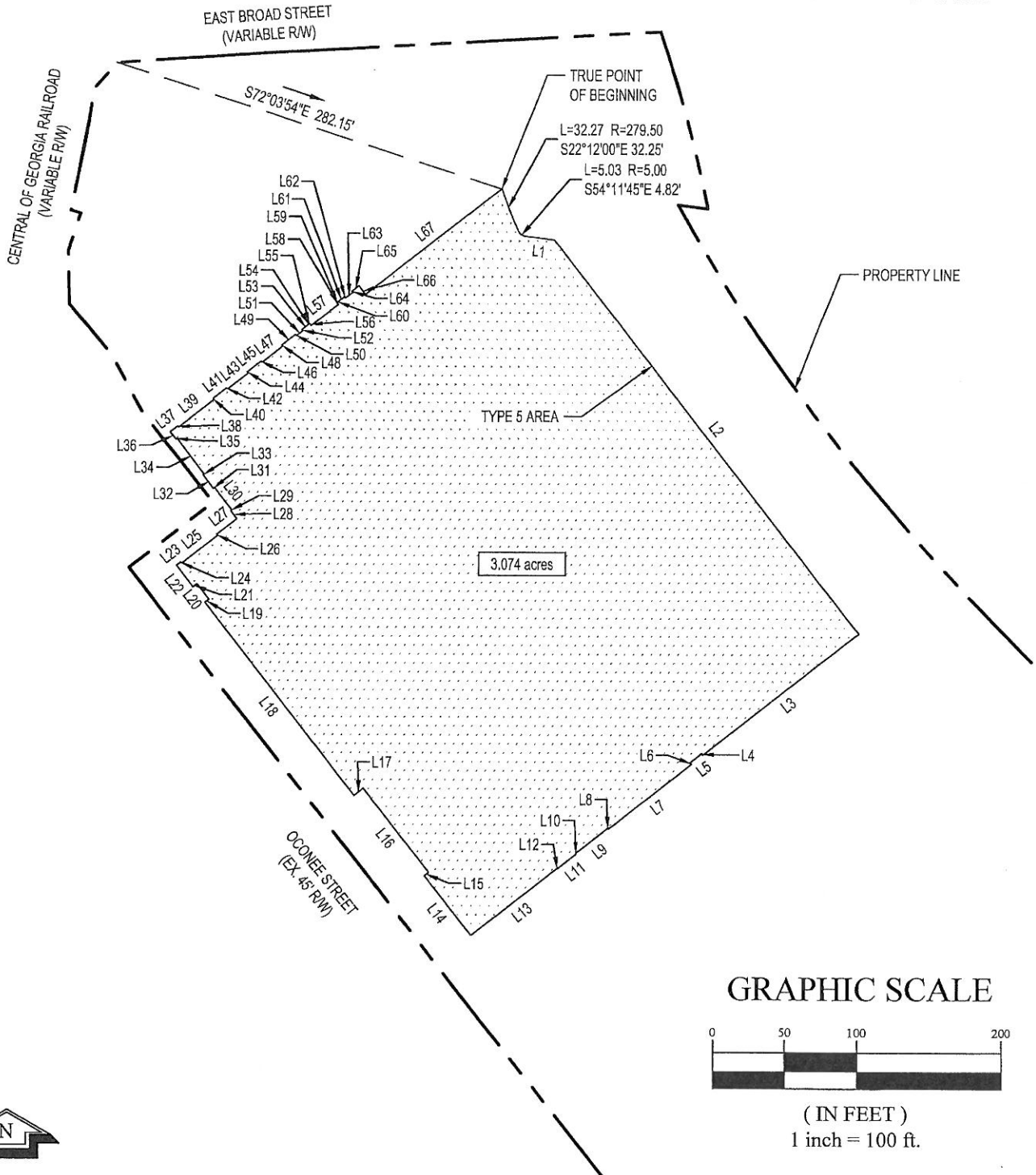
2

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**THE MARK AT ATHENS
315 OCONEE STREET
ATHENS, CLARKE COUNTY, GEORGIA**

COVER PLAN

[illegible]



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THE MARK

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315 OCONEE ST - ATHENS, GEORGIA

PLAN TYPE:
TYPE 5 AREA

SCALE:
1" = 100'

PROJECT NO:
13146

DATE:
04/10/2017

Parcel Line Table

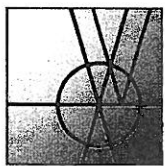
Line #	Direction	Length
L1	S83°00'00"E	21.27
L2	S38°00'00"E	347.12
L3	S52°00'00"W	137.61
L4	N38°00'00"W	1.21
L5	S52°00'00"W	10.15
L6	S38°00'00"E	1.47
L7	S52°00'00"W	73.44
L8	N38°00'00"W	0.56
L9	S52°00'00"W	28.21
L10	S38°00'00"E	0.56
L11	S52°00'00"W	16.85
L12	N38°00'00"W	0.26
L13	S52°00'00"W	76.04
L14	N38°00'00"W	52.49
L15	N52°00'00"E	3.77
L16	N38°00'00"W	74.32
L17	S52°00'00"W	8.25
L18	N38°00'00"W	169.80
L19	N52°00'00"E	3.50
L20	N38°00'00"W	13.63
L21	S52°00'00"W	3.50
L22	N38°00'00"W	19.08
L23	N52°00'00"E	3.72
L24	S38°00'00"E	1.17
L25	N52°00'00"E	32.05

Parcel Line Table

Line #	Direction	Length
L26	N38°00'00"W	0.93
L27	N52°00'00"E	17.59
L28	N38°00'00"W	7.13
L29	N52°00'00"E	0.97
L30	N38°00'00"W	19.50
L31	S52°00'00"W	1.05
L32	N38°00'00"W	12.00
L33	N52°00'00"E	1.05
L34	N38°00'00"W	31.33
L35	S52°00'00"W	1.05
L36	N38°00'00"W	6.39
L37	N52°00'00"E	6.72
L38	S38°00'00"E	1.06
L39	N52°00'00"E	31.33
L40	N38°00'00"W	1.06
L41	N52°00'00"E	12.00
L42	S38°00'00"E	1.05
L43	N52°00'00"E	18.33
L44	N38°00'00"W	1.05
L45	N52°00'00"E	12.00
L46	S38°00'00"E	1.05
L47	N52°00'00"E	18.33
L48	N38°00'00"W	1.05
L49	N52°00'00"E	12.00
L50	S38°00'00"E	1.05

Parcel Line Table

Line #	Direction	Length
L51	N52°00'00"E	5.58
L52	N38°00'00"W	1.05
L53	N52°00'00"E	6.00
L54	N38°00'00"W	0.08
L55	N52°00'00"E	0.80
L56	S38°00'00"E	1.80
L57	N52°00'00"E	23.89
L58	N38°00'00"W	1.80
L59	N52°00'00"E	0.80
L60	S38°00'00"E	0.08
L61	N52°00'00"E	6.00
L62	S38°00'00"E	1.05
L63	N52°00'00"E	6.25
L64	N38°00'00"W	1.05
L65	N52°00'00"E	6.14
L66	S38°00'00"E	7.61
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