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I-2020-002247 Book 4677 Pg: 576  
03/03/2020 2:52 pm Pg 0576-0581  
Fee: \$ 28.00 Doc: \$ 0.00  
Dianna Cope - Muskogee County Clerk  
State of Oklahoma



1. Title of Document: Conservation Easement
2. Date of Document: February 26, 2020
3. Grantor: Terra Foundation, Inc.  
24820 S. Miller Road  
Harrisonville MO 64701  
Attn: Craig Gump
4. Grantees: Midwest Mitigation Oversight Association, Inc., a Missouri non-profit corporation and its successors in interest
5. Statutory Mailing Address: Midwest Mitigation Oversight Association  
Mr. James Drake  
PO Box 480271  
Kansas City, MO 64148
6. Property Descriptions: Page 5 - Exhibit A
7. Reference Books and Pages: None

CONSERVATION EASEMENT  
STATE OF Oklahoma)

COUNTY OF Muskogee)

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TERRA FOUNDATION, Inc. (“Grantor”) is the owner of all that real property more particularly described in Exhibit A attached hereto and made a part hereof (hereinafter the Property). The approximately 38.47-acre Property is also referenced in “The Final Mitigation Plan”. The Property is subject to the conditions of U.S. Army Corps of Engineers (USACE) Section 404 Permit Number SWT-2011-860, dated 01/08/20, and/or any revision thereof. The intent of this document is to assure that the Property will be retained and maintained forever in the vegetative and hydrologic condition described in the success criteria of the “Final Mitigation Plan for the Terra Foundation In-Lieu Fee Stream & Wetland Mitigation Program Lower Arkansas A Service Area Site 1 – Cloud Creek Department of Army Permit No. SWT-2011-860.”

As a condition to the aforementioned USACE permit the following restrictions apply to the Property:

- 1) The Property is hereby dedicated as an aquatic ecosystem preserve for the purpose of providing stream and wetland mitigation. Activities within the Property prohibited by this dedication include, but are not limited to, grazing of livestock, haying, cropping, and commercial timber harvesting. Land clearing, filling or draining, and other vegetation and soil disturbing activities are prohibited except as required to accomplish the mitigation site goals and objectives.
- 2) The USACE shall have the right to enter and go upon the Property for purposes of inspection, and to take actions including but not limited to scientific or educational observations and studies, and collection of samples.
- 3) In the event of a breach of the restrictions by the Grantor, or a third party working with the permission of or under the direction of the Grantor, the Grantor must immediately notify the USACE. If the USACE becomes aware of a breach of this Agreement, the USACE will notify the Grantor of the breach. The Grantor shall have thirty (30) calendar days after receipt of such notice to undertake actions that are reasonably calculated to swiftly correct the conditions constituting the breach. If the Grantor corrects the conditions constituting the breach in a timely and reasonable manner, no further action is warranted or authorized. If the Grantor fails to initiate such corrective action within thirty (30) calendar days or fails to complete the necessary corrective action, the USACE may undertake such actions, including legal proceedings, as are necessary to effect such corrective action. Any forbearance on the part of the USACE to exercise its rights in the event of a breach of the restrictions shall not be deemed or construed to be a waiver of their rights hereunder in the event of any subsequent failure of the Property owner to comply.
- 4) These restrictions may not be removed or revised without obtaining a modification of the aforementioned USACE authorization and/or prior written approval of the USACE. Permit revisions can be granted only by the USACE, Tulsa District, Regulatory Office.

This Conservation Easement shall run with the land in perpetuity and be binding on all future owners, heirs, successors, administrators, assigns, lessees, or other occupiers and users.

The Grantor must file this Conservation Easement with the County Clerk of Muskogee County, Oklahoma within ten (10) business days of the date this document is signed and provide a copy of the recorded Conservation Easement to the USACE, Tulsa District, Regulatory Branch, within twenty (20) business days of filing.

THIS CONSERVATION EASEMENT is given by Terra Foundation, Inc., having an address of 24820 S. Miller Road Harrisonville, MO 64701 ("Grantor") to Midwest Mitigation Oversight Association, having an address of PO Box 480271 Kansas City, MO 64148 ("Grantee"). As used herein, the term "Grantor" shall include any and all heirs, successors, or assigns of the Grantor, and all subsequent owners of the Property (as hereinafter defined), and the term "Grantee" shall include any successor or assignee of Grantee.

EXECUTED this 26 day of February, 2020.

APPROVED AS TO FORM  
AND LEGALITY

[Signature]  
Grantor Signature

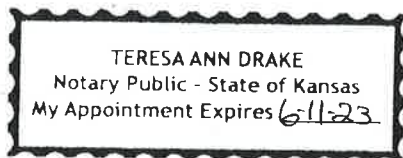
Craig Gump  
Grantor Printed Name  
President Position  
Terra Foundation, Inc. Company

STATE OF Kansas  
COUNTY OF Johnson

Before me, the undersigned, a notary public within and for the above named State, on this 26 day of February, 2020, personally appeared Craig Gump, to me known to be the President of Terra Foundation, Inc., and the identical person who executed the within and foregoing instrument, and acknowledged to me that he executed the same in his capacity as President of Terra Foundation, Inc., as his free and voluntary act and deed, and as the free and voluntary act and deed as such President of Terra Foundation, Inc., for the purposes therein set forth.

Witness my hand and seal the day and year above written.

My Commission Expires: 6-11-23 Teresa Drake



APPROVED AS TO FORM  
AND LEGALITY

[Signature]  
Grantee Signature

Mark S. Greenway  
Grantee Printed Name  
DIRECTOR Position  
Midwest Mitigation Oversight Assoc. Company  
Dir.

STATE OF Kansas  
COUNTY OF Johnson

Before me, the undersigned, a notary public within and for the above named State, on this 26 day of Feb, 2020 personally appeared Mark Greenway to me known to be the Director of Midwest Mitigation Oversight Association., and the identical person who executed the within and foregoing instrument, and acknowledged to me that he/she executed the same in his/her capacity as Director of Midwest Mitigation Oversight Association, as his/her free and voluntary act and deed, and as the free and voluntary act and deed as such Director of Midwest Mitigation Oversight Association for the purposes therein set forth.

Witness my hand and seal the day and year above written.

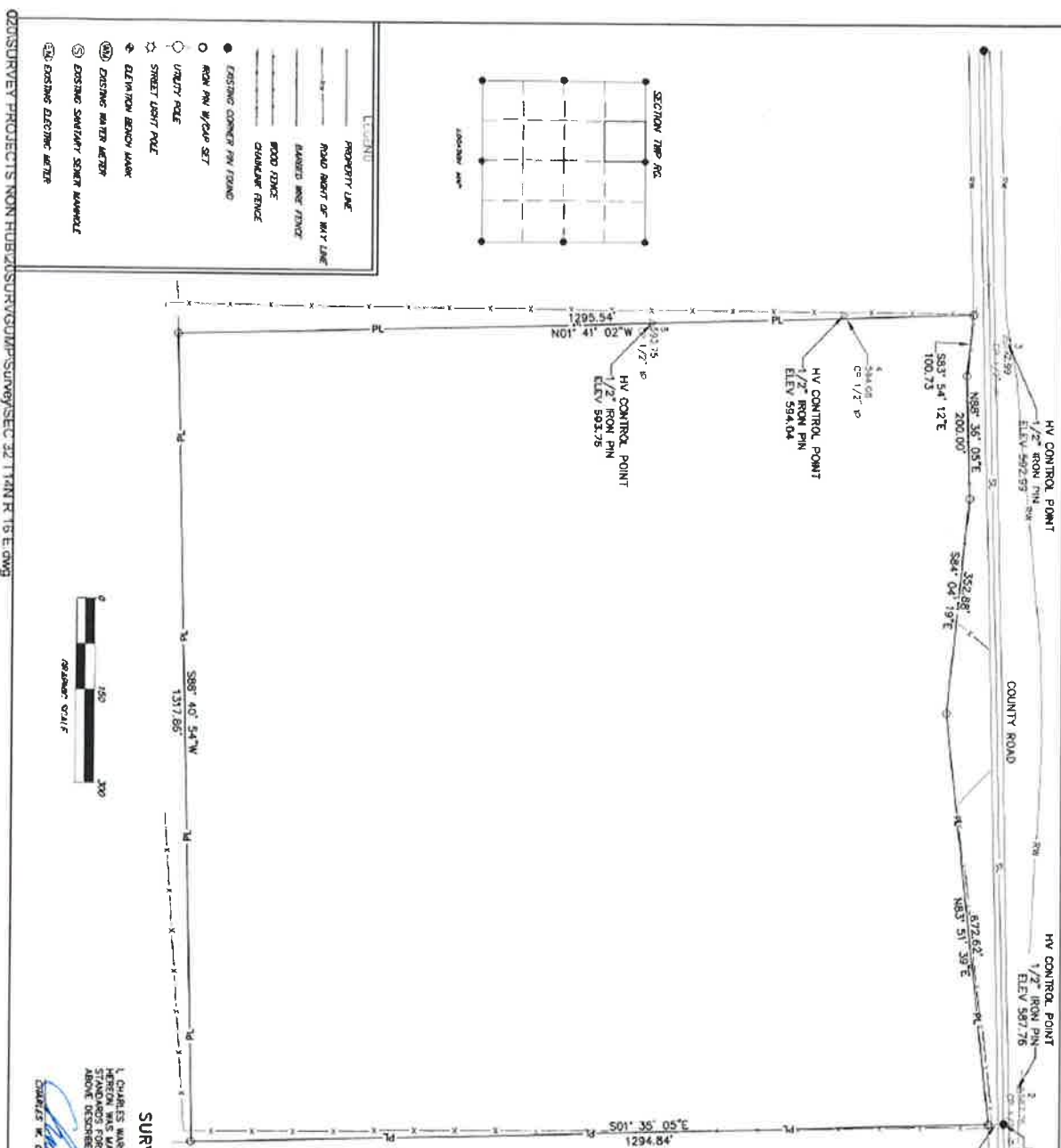
My Commission Expires: 6-11-23 Teresa Drake



“Exhibit A”

LEGAL DESCRIPTION

A PART OF THE NE/4 OF THE NW/4 OF SECTION 32, TOWNSHIP 14 NORTH, RANGE 16 EAST OF THE IB&M, MUSKOGEE COUNTY OKLAHOMA, MORE PARTICULARLY DECRIBED AS COMMENCING AT THE NE CORNER OF SAID NE/4 NW/4, THENCE S01°35'05"E 24.75 FEET TO THE POINT OF BEGINNING, SAID POINT BEING ON THE SOUTH RIGHT OF WAY OF THE COUNTY ROAD, THENCE S01°35'05"E 1294.84 FEET TO THE SE CORNER OF SAID NE/4 NW/4, THENCE S88°40'54"W 1317.86 FEET TO THE SW CORNER OF SAID NE/4 NW/4, THENCE N01°41'02"W 1295.54 FEET TO A POINT ON SAID SOUTH RIGHT OF WAY LINE, THENCE ALONG SAID RIGHT OF WAY S83°54'12"E 100.73 FEET, THENCE N88°36'05"E 200.00 FEET. THENCE S84°04'19"E 352.88 FEET, THENCE N83°51'39"E 672.63 FEET TO THE POINT OF BEGINNING. CONTAINING 38.47 ACRES.



| ID | DESCRIPTION | NORTHING | EASTING  | ELEVATION |
|----|-------------|----------|----------|-----------|
| 1  | CP 1/2" P   | 24623.04 | 28770.42 | 823.72    |
| 2  | CP 1/2" P   | 24627.14 | 28782.87 | 827.78    |
| 3  | CP 1/2" P   | 24628.23 | 28782.80 | 822.08    |
| 4  | CP 1/2" P   | 24628.35 | 28782.21 | 824.08    |
| 5  | CP 1/2" P   | 24627.28 | 28782.74 | 823.75    |

**LEGAL DESCRIPTION**

A PART OF THE NE 1/4 OF THE NW 1/4 OF SECTION 32, TOWNSHIP 14 NORTH, RANGE 16 EAST OF THE MERIDIAN, MUSKOGEE COUNTY, OKLAHOMA, BEING THE NE CORNER OF SAID NE 1/4 NW 1/4, THENCE S07°35'05" E 24.75 FEET TO THE POINT OF BEGINNING, SAID POINT BEING ON THE SOUTH LINE OF SECTION 32, 24.75 FEET TO THE NE CORNER OF SAID NE 1/4 NW 1/4, THENCE S88°40'54" W 1317.86 FEET TO THE SW CORNER OF SAID NE 1/4 NW 1/4, THENCE N01°41'02" W 1294.84 FEET TO A POINT ON SAID SOUTH RIGHT OF WAY LINE, THENCE S85°41'27" E 100.73 FEET, THENCE N89°25'05" E 200.00 FEET, THENCE S84°04'19" E 322.88 FEET, THENCE N53°54'12" E 200.00 FEET, THENCE S84°04'19" E 332.88 FEET, THENCE N89°36'05" E 200.00 FEET, THENCE S83°54'12" E 100.73 FEET, THENCE S01°35'05" E 1294.84 FEET TO THE POINT OF BEGINNING, CONTAINING 38.47 ACRES.

**SURVEYOR CERTIFICATION**  
 I, CHARLES WARRON CHASTAIN, CERTIFY THAT THE SURVEY SHOWN HEREON WAS MADE IN ACCORDANCE WITH THE OKLAHOMA MINIMUM STANDARDS FOR THE PRACTICE OF LAND SURVEYING, AND THAT THE ABOVE DESCRIBED TRACT WAS SURVEYED UNDER MY DIRECT SUPERVISION.  
 CHARLES W. CHASTAIN, MS L.S. DATE: 1-23-2020

**HOLLOWAY UPRDE AND BELLEN**  
 REGISTERED SURVEYORS  
 518 E. S. BLVD  
 MUSKOGEE OKLAHOMA 74402  
 OKLAHOMA, CL. NO. 219 E-06-2021  
 PH. 918.682.7811

**BOUNDARY SURVEY**  
 CLIENT: CRAIG GUMP-TERRA FOUNDATIONS INC  
 ADDRESS: 7633 E 63RD PL, STE 300, TULSA OK 74133  
 PHONE 918 986 1522

**BASIS OF BEARINGS**  
 NAD83 OKLAHOMA STATE PLANE COORDINATE SYSTEM— NORTH ZONE

**REGISTERED LAND SURVEYOR**  
 CHARLES W CHASTAIN  
 L.S. 1352  
 OKLAHOMA

**DRAWING INFO**  
 DRAWN BY: CC GANNON SCALE  
 REVISION DATE: DATE OF FIELD SURVEY 01/16/2020