Brunswick County--Register of Deeds
Robert J. Robinson
Inst #57701 Book 1409Page 38
10/12/2000 10:52:43am Rec# 55729

STATE OF NORTH CAROLINA
COUNTIES OF BRUNSWICK AND NEW HANOVER

10 376

THIS RIGHT OF ENTRY made and entered into this the 26th day of September, 2000 by and between ECOSYSTEMS LAND MITIGATION BANK CORPORATION, a Florida corporation (hereinafter called "ECOBANK"); to the NORTH CAROLINA DEPARTMENT OF TRANSPORTATION, an agency of the State of North Carolina (hereinafter called "NCDOT");

WITNESSETH:

WHEREAS, by Mitigation Agreement dated May 13, 1999 as amended by Supplemental Agreement One dated September 11, 2000, ECOBANK transferred to NCDOT all the "Compensatory Mitigation" as defined in those instruments, belonging to ECOBANK in the mitigation tracts hereinafter described ("Mitigation Tracts") and provided that ECOBANK would transfer a right of entry to NCDOT; and,

WHEREAS, ECOBANK is executing this document to satisfy its obligations insofar as the right of entry obligation is concerned.

NOW, THEREFORE, for and in consideration of the premises and for and in consideration of its obligations as set forth in the aforesaid agreements, ECOBANK hereby grants to NCDOT, its successors and assigns in the ownership of the Compensatory Mitigation, a perpetual right of entry as hereinafter defined in and over the Mitigation Tracts as hereinafter described. This Right of Entry shall run with the land and is enforceable by NCDOT or its successors and/or assigns against ECOBANK, it successors and assigns.

The right of entry herein granted is the right of NCDOT, through its agents, officers, employees, contractors and invitees to come onto the Mitigation Tracts:

(1) to inspect, monitor and observe ECOBANK's performance of its obligations on the Mitigation Tracts as set forth in the aforesaid agreements; and

(2) to perform other activities upon the Mitigation Tracts; provided, however, nothing shall be done under the right of entry which interferes with ECOBANK's performance of its obligations under the aforesaid agreements. Neither NCDOT nor its agents, officers, employees, contractors or invitees shall interfere with ECOBANK's performance of its obligations under the aforesaid agreements upon the Mitigation Tracts.

RET Wood + Smith TOTAL 18 REV TC# REC# 38 CK AMT 18 CK# 3349 CASH BY REF

UNCERTIFIED

Notwithstanding the previous paragraphs, NCDOT, its agents, officers, employees, contractors, invitees and assigns shall have the right to go onto the Mitigation Tracts to perform or cause to be performed such acts or activities as may from time to time be required by the United States Army Corps of Engineers in relation to those certain permits which have been or may be secured by NCDOT and which are conditioned upon or connected to the Mitigation Tracts.

ECOBANK covenants and represents that it has sufficient interest in each of the Mitigation Tracts to grant and convey the aforesaid Right of Entry.

The Mitigation Tracts are described by Exhibit A attached hereto and incorporated herein by reference.

IN TESTIMONY WHEREOF, ECOBANK and NCDOT have caused this instrument to be signed and sealed in a manner so as to be binding, this the day and year first above written.

ECOSYSTEMS LAND MITIGATION BANK CORPORATION

By: _____ (SEAL)
_____ President

NORTH CAROLINA DEPARTMENT OF TRANSPORTATION, an agency of the State of North Carolina

By: _____ (SEAL)
Title: _____

STATE OF Florida
COUNTY OF Orange

I, Alan G. Fickett, a Notary Public in and for said County and State, do hereby certify that on the 22nd day of September, 2000, before me personally appeared Miller McCarthy with whom I am personally acquainted, who, being by me duly sworn, says that he is _____ President of ECOSYSTEMS LAND MITIGATION BANK CORPORATION, the corporation described in and which executed the foregoing instrument; that he knows the common seal of said corporation; that the seal affixed to the foregoing instrument is said common seal; that the name of the corporation was subscribed thereto by the said _____ President; that the said _____ President subscribed his name thereto and the said common seal was affixed, all by authority of the Board of Directors of said corporation; and that the said instrument is the act and deed of said corporation.

WITNESS my hand and notarial seal, this the 22nd day of September, 2000.

Alan G. Fickett
Notary Public

My Commission Expires:

ALAN G. FICKETT
Notary Public - State of Florida
My Commission Expires Apr 18, 2001
Commission # CC579197

STATE OF NORTH CAROLINA
COUNTY OF Wake

I, Faye R. Barker, a Notary Public in and for said County and State, do hereby certify that on the 26th day of September, 2000, before me personally appeared John B. Williamson, Jr. with whom I am personally acquainted, who, being by me duly sworn, says that he is Manger of Right of Way Branch of NORTH CAROLINA DEPARTMENT OF TRANSPORTATION, an agency of the State of North Carolina described in and which executed the foregoing instrument; that he knows the common seal of said agency; that the seal affixed to the foregoing instrument is said common seal; that the name of the agency was subscribed thereto by the said John B. Williamson, Jr.; that the said John B. Williamson, Jr. subscribed his name thereto and the said common seal was affixed, all by authority of the governing body of said agency; and that the said instrument is the act and deed of said agency.

WITNESS my hand and notarial seal, this the 26th day of September, 2000.

Faye R. Barker
Notary Public

NOTARY PUBLIC
FAYE R. BARKER
WAKE COUNTY, N.C.

My Commission Expires:
July 18, 2004

STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

The foregoing certificates of _____
_____, Notaries Public of said Count[y/ies], and State[s], are certified to be correct. This instrument was presented for registration this day and hour and duly recorded in the office of the Register of Deeds of Brunswick County, North Carolina, in Book _____, Page _____.

This _____ day of _____, _____, at _____ o'clock ___.M.

_____
Register of Deeds

STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK
The Foregoing (or annexed) Certificate(s) of Alan G. Fickett, Faye R. Barker
_____
_____

Notary(ies) Public is (are) Certified to be Correct.
This Instrument was filed for Registration on this 12th Day of October, 2000
in the Book and Page shown on the First Page hereof.

Robert J. Robinson Jr.
ROBERT J. ROBINSON, Register of Deeds

_____, _____, at _____ o'clock ___.M.

_____
Register of Deeds

970430-0012
NBMAIN\416854.1

EXHIBIT A

The Mitigation Tracts are described as follows:

1. The Property described by deed from Caroline H. Neal and husband, Charles R. Neal dated July 16, 1999 recorded in Book 1318, Page 1424 in the office of the Register of Deeds of Brunswick County (Eagle Brunswick Tract).

2. The Property described by deed from Kyle McIntyre dated August 31, 1999 recorded in Book 1328, Page 11 in the office of the Register of Deeds of Brunswick County and Book 2636, Page 780 in the office of the Register of Deeds of New Hanover County; by deed dated August 31, 1999 from Kyle McIntyre recorded in Book 2636, Page 773 in the office of the Register of Deeds of New Hanover County and Book 1328, Page 4 in the office of the Register of Deeds of Brunswick County; and by deed from Kyle McIntyre dated August 31, 1999 recorded in Book 2636, Page 767 in the office of the Register of Deeds of New Hanover County (McIntyre Tract).

3. The Property described by deed from Ezra G. Dale and wife, Eleanor H. Dale dated October 21, 1999 and recorded in Book 1337, Page 883 in the office of the Register of Deeds of Brunswick County (Dale Tract).

4. The Easement described by deed of easement dated October 21, 1999 recorded in Book 1337, Page 888 in the office of the Register of Deeds of Brunswick County (Rowell Branch Tract).

UNCERTIFIED