

APPENDIX PAGE	DOCUMENT
App. 015 – 024	Memorandum of Agreement (Orchard Farms Village), dated December 31, 2021
App. 025 – 027	Max Barton Declaration, dated December 20, 2022

Dated: December 20, 2022

Respectfully submitted,

By: /s/ Michael J. Edney

Michael J. Edney

Virginia Bar No. 48253

DC Bar No. 492024 (*Admitted to NDTX*)

medney@huntonak.com

Michael Dingman

Virginia Bar No. 95762

DC Bar No. 90001474 (*admitted pro hac vice*)

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HUNTON ANDREWS KURTH LLP

2200 Pennsylvania Avenue NW

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Ted A. Huffman

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HUNTON ANDREWS KURTH LLP

1445 Ross Avenue, Suite 3700

Dallas, Texas 75202

Phone: (214) 979-3000

Facsimile: (214) 740-7110

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Richard Roper

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HOLLAND & KNIGHT LLP

1722 Routh Street, Suite 1500

Dallas, Texas 75201

Phone: (214) 969-1345

Facsimile: (214) 999-9252

COUNSEL FOR TIMOTHY LYNCH BARTON

CERTIFICATE OF SERVICE

On December 20, 2022 I filed the foregoing document with the clerk of court for the U.S. District Court, Northern District of Texas. I hereby certify that I have served the document on all counsel and/or pro se parties of record by a manner authorized by Federal Rules of Civil Procedure 5(b)(2).

/s/ Michael J. Edney
Michael J. Edney



I do hereby certify that this is a true and correct copy of the original record now on file in the Official Public Records of Tarrant County, Texas.

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Mary Louise Nicholson
Tarrant County Clerk

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Date: Dec 20, 2022 02:14 PM -06:00

D222022238

Page 2 of 11

Notice. For purposes of notice, the addresses of the parties shall, until changed, be as follows:

If to Owner:

MARINE CREEK VENTURES LLC
Attn: Barry W. DeGroot
405 Golfway W Drive
St. Augustine, FL 32095
Tel: (904) 342-6880
Email: barry@dlpre.com

If to Participant:

MARINE CREEK SP LLC
13901 Midway Rd, Suite 102-243
Dallas, Texas 75244
Attn: Tim Barton, President
Email: tbarton@jmdevelopment.com

With a copy to:

Vance McMurry
McMurry Law, PLLC
508 W. Lookout Suite 14-74
Richardson, Texas 75080
Email: vance@mcmurrylegal.com; and

The Marx Firm, LLC
2999 Turtle Creek Blvd.
Dallas, Texas 75219
Attention: Randy P. Marx, Esq.
Telephone No.: 214/360-9343
Telephone No.: 214/405-5120 Cell
E-Mail Address: randy@themarxfirm.com



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Purpose of Memorandum. This Memorandum is entered into for the purpose of giving public notice of the existence of the Participation Agreement. This Memorandum shall bind and benefit, as the case may require, the heirs, legal representatives, assigns and successors of the respective parties, and all covenants, conditions, restrictions, easements and agreements contained herein shall be construed as covenants running with the land throughout the term of the Participation Agreement, but not beyond.

MEMORANDUM: All the obligations and rights of Parties are set forth in the Participation Agreement. This document is a memorandum of the Participation Agreement and is subject to all the terms, conditions and provisions of the Participation Agreement. In the event of any inconsistency between the terms of the Participation Agreement and this document, the terms of the Participation Agreement will prevail. This Memorandum is binding upon and will inure to the benefit of the heirs, successors, assigns, executors and administrators of the parties.

EXECUTED AS OF THE DATE FIRST ABOVE WRITTEN:

OWNER

MARINE CREEK VENTURES LLC,
a Delaware limited liability company

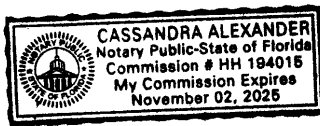
By:
Name: Barry W. DeGroot
Title: Vice President
Signed the 7 day of January, 2022

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF ST. JOHNS

This instrument was acknowledged before me by means of physical presence by Barry W. DeGroot, Vice President of MARINE CREEK VENTURES LLC, a Delaware limited liability company, for and on behalf of such limited liability company, on this the 7th day of January, 2022, to certify which witness my hand and seal of office.



Notary Public in the State of Florida



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Tarrant County Clerk

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PARTICIPANT

MARINE CREEK SP LLC
A Texas limited liability company

By:

Name:

Tim Barton

Title:

President

Signed the ___ day of January, 2022.

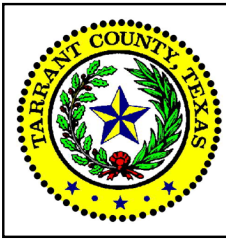

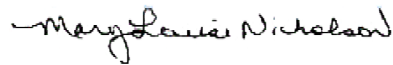
STATE OF TEXAS

COUNTY OF DALLAS

The foregoing instrument was acknowledged before me this 7 day of January, 2022, by Tim Barton, in his capacity of as president of **MARINE CREEK SP LLC**, a Texas limited liability company for and on behalf of such limited liability company. Witness my hand and seal of office.

Notary Public in the State of Texas



	<p>I do hereby certify that this is a true and correct copy of the original record now on file in the Official Public Records of Tarrant County, Texas.</p> <p>To verify the authenticity of this copy, capture the QR code or visit: https://tarrant.tx.publicsearch.us/verifycert/BdPKRcB2</p>	<p style="text-align: right;">Page 5 of 11</p> <p>Mary Louise Nicholson Tarrant County Clerk</p>   Digitally signed by: Mary Louise Nicholson Date: Dec 20, 2022 02:14 PM -06:00
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AFTER RECORDATION RETURN TO:

MARINE CREEK SP LLC
13901 Midway Rd, Suite 102-243
Dallas, Texas 75244
Attn: Tim Barton, President
Email: tbarton@jmjdevelopment.com

Exhibits:

A Property legal description



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Mary Louise Nicholson
Tarrant County Clerk

A handwritten signature in black ink that reads "Mary Louise Nicholson".

Digitally signed by: Mary Louise Nicholson
Date: Dec 20, 2022 02:14 PM -06:00

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EXHIBIT "A"
Land description
(as per the attached)



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Exhibit A

**Legal description of land:
(Marine Creek)**

TRACTS 1 & 2:

Being a tract of land situated in the L.H. Brown Survey, Abstract No. 213 and the T. & P.R.R.CO. Survey, Abstract No. 1472, in the City of Fort Worth, Tarrant County, Texas, being all of Lots 2 & 3, Block 3 of MARINE CREEK APARTMENTS, an Addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Cabinet A, Slide 8820, Deed Records, Tarrant County, Texas, and being that same tracts of land conveyed to Marine Creek Land Partners, L.P. by Deed recorded in Instrument No. D212240140, Official Public Records, Tarrant County, Texas, and being more particularly described by metes and bounds as follows:

Beginning at a 5/8 inch iron rod found for corner in the North line of Shadydell Drive (a 60' right-of-way), said point being the Southeast corner of Lot 1R, Block 3 of Marine Creek Apartments, an Addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Cabinet A, Slide 8912, Map Records, Tarrant County, Texas;

Thence North 27 degrees 41 minutes 29 seconds West along the East line of said Lot 1R, Block 3, a distance of 950.88 feet to a 5/8 inch iron rod found for corner, said point being the Northeast corner of said Lot 1R, Block 3, and being in the South line of a tract of land conveyed to the City of Fort Worth by Deed recorded in Volume 7226, Page 721, Deed Records, Tarrant County, Texas;

Thence traversing along the exterior line of said City of Fort Worth tract as follows:

South 88 degrees 00 minutes 01 seconds East, a distance of 110.13 feet to a 5/8 inch iron rod found for corner;

North 86 degrees 00 minutes 56 seconds East, a distance of 866.87 feet to a 1/2 inch iron rod with a yellow cap stamped "TXHS" set for corner;

North 80 degrees 57 minutes 49 seconds East, a distance of 320.54 feet to a 5/8 inch iron rod found for corner;

South 75 degrees 41 minutes 36 seconds East, a distance of 330.06 feet to a 5/8 inch iron rod found for corner;

North 61 degrees 12 minutes 35 seconds East, a distance of 247.16 feet to a 5/8 inch iron rod found for corner;

North 73 degrees 24 minutes 41 seconds East, a distance of 149.78 feet to a 1/2 inch iron rod found for corner;



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South 32 degrees 31 minutes 58 seconds East, a distance of 210.60 feet to a 1/2 inch ironrod found for corner;

South 29 degrees 45 minutes 46 seconds West, a distance of 180.02 feet to a 1/2 inch ironrod found for corner;

South 83 degrees 07 minutes 55 seconds West, a distance of 99.67 feet to a 1/2 inch ironrod found for corner;

South 53 degrees 19 minutes 33 seconds West, a distance of 145.03 feet to a 1/2 inch ironrod found for corner;

South 38 degrees 18 minutes 42 seconds West, a distance of 364.19 feet to a 1/2 inch ironrod found for corner;

South 20 degrees 36 minutes 52 seconds West, a distance of 298.09 feet to a 1/2 inch ironrod found for corner;

North 79 degrees 37 minutes 24 seconds West, a distance of 388.02 feet to a 1/2 inch ironrod with a yellow cap stamped "TXHS" set for corner;

North 68 degrees 07 minutes 25 seconds West, a distance of 241.24 feet to a 5/8 inch ironrod found for corner, said point being in the Southeast line of aforementioned Shadydell Drive;

Thence North 49 degrees 05 minutes 44 seconds East along the Southeast line of said Shadydell Drive, a distance of 204.71 feet to a 5/8 inch iron rod found for corner, said point being in a curve to the left having a radius of 50.00 feet, a delta of 286 degrees 15 minutes 37 seconds and a chord bearing North 40 degrees 54 minutes 49 seconds West, a distance of 60.00 feet;

Thence along said curve to the left and Shadydell Drive, an arc length of 249.81 feet to a 5/8 inch iron rod found for corner;

Thence South 49 degrees 05 minutes 44 seconds West along the Northwest line of said Shadydell Drive, a distance of 412.80 feet to a 1/2 inch iron rod with a yellow cap stamped "TXHS" set for corner, said point being in a curve to the left having a radius of 425.00 feet, a delta of 31 degrees 12 minutes 25 seconds, a chord bearing South 63 degrees 52 minutes 40 seconds West, a distance of 228.63 feet;

Thence in a Southwestern direction along the Northwest line of said Shadydell Drive and curve to the left, an arc distance of 231.48 feet to the Point of Beginning and containing a total of 1,238,758 square feet or 28.4380 acres of land.

NOTE: COMPANY DOES NOT REPRESENT THAT THE ABOVE ACREAGE AND/OR SQUARE FOOTAGE CALCULATIONS ARE CORRECT.



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Tarrant County Clerk

Mary Louise Nicholson

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TRACT 3:

Being a tract of land situated in the S.A. Hatcher Survey, Abstract No. 1792, in the City of Fort Worth, Tarrant County, Texas, being all of Lot 1, Block 2 of MARINE CREEK APARTMENTS, an Addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Cabinet A, Slide 8820, Deed Records, Tarrant County, Texas, and being that same tract of land conveyed to Marine Creek Land Partners, L.P. by Deed recorded in Instrument No. D212240140, Official Public Records, Tarrant County, Texas, and being more particularly described by metes and bounds as follows:

Beginning at an "X" found for corner in the intersection of the North line of Shadydell Drive (a 60' right-of-way) and the East line of Huffines Boulevard (an 84' right-of-way), said point being in a curve to the left having a radius of 1992.00 feet, a delta of 05 degrees 38 minutes 38 seconds and a chord bearing North 24 degrees 51 minutes 49 seconds West, a distance of 196.14 feet;

Thence in a Northwestern direction along the East line of said Huffines Boulevard and curve to the left, an arc distance of 196.22 feet to an "X" found for corner;

Thence North 27 degrees 41 minutes 29 seconds West continuing along the East line of said Huffines Boulevard, a distance of 359.66 feet to an "X" found for corner in the intersection of the East line of said Huffines Boulevard and the South line of Shadydell Drive (a 60' right-of-way);

Thence North 62 degrees 18 minutes 52 seconds East along the South line of said Shadydell Drive, a distance of 50.00 feet to a 1/2 inch iron rod with a yellow cap stamped "TXHS" set for corner, said point being in a curve to the right having a radius of 430.00 feet, a delta of 39 degrees 05 minutes 49 seconds and a chord bearing North 81 degrees 51 minutes 48 seconds East, a distance of 287.76 feet;

Thence in an Easterly direction along the South line of said Shadydell Drive and curve to the right, an arc distance of 293.42 feet to a 5/8 inch iron rod found for corner, said point being in a compound curve to the right having a radius of 485.00 feet, a delta of 30 degrees 28 minutes 27 seconds and a chord bearing North 85 degrees 43 minutes 27 seconds East, a distance of 254.93 feet;

Thence continuing in an Easterly direction along the South line of said Shadydell Drive and curve to the right, an arc distance of 257.96 feet to a 5/8 inch iron rod found for corner in the intersection of the South line of said Shadydell Drive and the West line of Shadydell Circle (a variable width right-of-way), said point being in a curve to the right having a radius of 425.00 feet, a delta of 89 degrees 03 minutes 04 seconds, a chord bearing South 24 degrees 04 minutes 09 seconds West, a distance of 596.04 feet;

Thence in a Southwesterly direction along the Western line of said Shadydell Circle, an arc distance of 660.55 feet to a 5/8 inch iron rod found for corner;



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Tarrant County Clerk

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Thence South 68 degrees 47 minutes 56 seconds West continuing along the North line of said Shadydell Circle, a distance of 96.50 feet to the Point of Beginning and containing 232,838 square feet or 5.3452 acres of land.

NOTE: COMPANY DOES NOT REPRESENT THAT THE ABOVE ACREAGE AND/OR SQUARE FOOTAGE CALCULATIONS ARE CORRECT.

TRACT 4:

Being a tract of land situated in the S.A. Hatcher Survey, Abstract No. 1792, in the City of Fort Worth, Tarrant County, Texas, being all of Lot 1, Block 1 of MARINE CREEK APARTMENTS, an Addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Cabinet A, Slide 8820, Deed Records, Tarrant County, Texas, and being that same tract of land conveyed to Marine Creek Land Partners, L.P. by Deed recorded in Instrument No. D212240140, Official Public Records, Tarrant County, Texas, and being more particularly described by metes and bounds as follows:

Beginning at an "X" set for corner in the East line of Huffines Boulevard (an 84' right-of-way), said point being the Northwest corner of a tract of land conveyed to H&M Mackey, LLC by Deed recorded in Volume 15932, Page 274, Deed Records, Tarrant County, Texas, and also being in a curve to the left having a radius of 1992.00 feet, a delta of 08 degrees 12 minutes 02 seconds and a chord bearing North 16 degrees 12 minutes 56 seconds West, a distance of 284.87 feet;

Thence in a Northerly direction along the East line of said Huffines Boulevard and curve to the left, an arc distance of 285.11 feet to an "X" found for corner in the intersection of the East line of said Huffines Boulevard and the South line of Shadydell Circle (a variable width right-of-way);


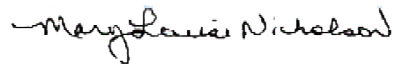
Thence North 68 degrees 47 minutes 56 seconds East along the South line of said Shadydell Circle, a distance of 96.63 feet to a 5/8 inch iron rod found for corner, said point being in a curve to the right having a radius of 485.00 feet, a delta of 73 degrees 41 minutes 32 seconds and a chord bearing North 31 degrees 50 minutes 59 seconds East, a distance of 581.68 feet;

Thence in a Northeasterly direction along the Southeast line of said Shadydell Circle and curve to the right, an arc distance of 623.79 feet to a 1/2 inch iron rod with a yellow cap stamped "TXHS" set for corner;

Thence North 85 degrees 39 minutes 55 seconds East, a distance of 2.75 feet to a 1/2 inch iron rod with a yellow cap stamped "TXHS" set for corner in the West line of a tract of land conveyed to the City of Fort Worth by Deed recorded in Volume 7226, Page 721, Deed Records, Tarrant County, Texas;

Thence traversing along the exterior line of said City of Fort Worth tract as follows:

South 71 degrees 17 minutes 20 seconds East, a distance of 252.71 feet to a 1/2 inch iron rod with a yellow cap stamped "TXHS" set for corner;

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Page 11 of 11

South 53 degrees 55 minutes 24 seconds East, a distance of 230.95 feet to a 1/2 inch ironrod with a yellow cap stamped "TXHS" set for corner;

South 33 degrees 45 minutes 40 seconds East, a distance of 121.55 feet to a railroad spike found for corner, said point being the North corner of Lot 1, Block 1 of CrosspointChurch Addition, an Addition to the City of Fort Worth, according to map recorded in Instrument No. D214243867, Deed Records, Tarrant County, Texas;

Thence South 59 degrees 13 minutes 24 seconds West along the North line of said Lot 1, Block 1 and passing through the common Northwest corner of said Lot 1, Block 1 and theNortheast corner of aforementioned H&M Mackey, LLC, a total distance of 947.19 feet to the Point of Beginning and containing 292,114 square feet or 6.7060 acres of land.

NOTE: COMPANY DOES NOT REPRESENT THAT THE ABOVE ACREAGE AND/OR SQUARE FOOTAGE CALCULATIONS ARE CORRECT.



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Mary Louise Nicholson
Tarrant County Clerk

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Date: Dec 20, 2022 02:14 PM -06:00

D222061226

Page 2 of 10

Consistent therewith, Owner has agreed to grant to Participant a right to participate in the Achieved Increased Value (as defined herein) during the course of the initial development of the Project, and or arising from any near-term sale or condemnation of all or any portion of the Property, all as more particularly set forth herein.

Notice. For purposes of notice, the addresses of the parties shall, until changed, be as follows:

If to Owner:

Orchard Farms Ventures LLC
Attn: Barry W. DeGroot
405 Golfway W Drive
St. Augustine, FL 32095
Tel: (904) 342-6880
Email: barry@dlpre.com

If to Participant:

Orchard Farms Village, LLC
13901 Midway Rd, Suite 102-243
Dallas, Texas 75244
Attn: Tim Barton, President
Email: tbarton@imidevelopment.com

With a copy to:

Vance McMurry
McMurry Law, PLLC
508 W. Lookout Suite 14-74
Richardson, Texas 75080
Email: vance@mcmurryleqal.com; and

The Marx Firm, LLC
2999 Turtle Creek Blvd.
Dallas, Texas 75219
Attention: Randy P. Marx, Esq.
Telephone No.: 214/360-9343
Telephone No.: 214/405-5120 Cell
E-Mail Address: randy@themarxfirm.com



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Mary Louise Nicholson
Tarrant County Clerk

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Purpose of Memorandum. This Memorandum is entered into for the purpose of giving public notice of the existence of the Participation Agreement. This Memorandum shall bind and benefit, as the case may require, the heirs, legal representatives, assigns and successors of the respective parties, and all covenants, conditions, restrictions, easements and agreements contained herein shall be construed as covenants running with the land throughout the term of the Participation Agreement, but not beyond.

MEMORANDUM: All the obligations and rights of Parties are set forth in the Participation Agreement. This document is a memorandum of the Participation Agreement and is subject to all the terms, conditions and provisions of the Participation Agreement. In the event of any inconsistency between the terms of the Participation Agreement and this document, the terms of the Participation Agreement will prevail. This Memorandum is binding upon and will inure to the benefit of the heirs, successors, assigns, executors and administrators of the parties.

EXECUTED AS OF THE DATE FIRST ABOVE WRITTEN:

OWNER

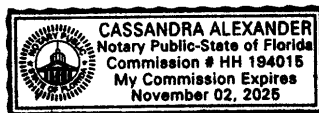
ORCHARD FARMS VENTURES LLC,
a Florida limited liability company

Name: Barry W. DeGroot
Title: Vice President
Signed the 30 day of December, 2021

ACKNOWLEDGMENT

STATE OF FLORIDA ' :
' :
COUNTY OF ST. JOHNS ' :

This instrument was acknowledged before me by means of physical presence by Barry W. DeGroot, personally known to me and Vice President of Orchard Farms Ventures LLC, a Florida limited liability company, for and on behalf of such limited liability company, on this the 30th day of December, 2021, to certify which witness my hand and seal of office.


Notary Public in the State of Florida



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Tarrant County Clerk

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PARTICIPANT

ORCHARD FARMS VILLAGE, LLC
A Texas limited liability company

By:

Name: Tim Barton

Title: President

Signed the ___ day of December, 2021.

STATE OF TEXAS :
:
COUNTY OF DALLAS :

The foregoing instrument was acknowledged before me this 29 day of December, 2021, by Tim Barton, in his capacity of as president of **ORCHARD FARMS VILLAGE, LLC**, a Texas limited liability company for and on behalf of such limited liability company. Witness my hand and seal of office.

Notary Public in the State of Texas





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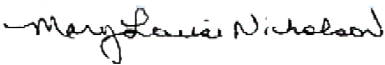
Page 5 of 10

AFTER RECORDATION RETURN TO:

Orchard Farms Village, LLC
13901 Midway Rd, Suite 102-243
Dallas, Texas 75244
Attn: Tim Barton, President
Email: tbarton@jmiddevelopment.com

Exhibits:

A Property legal description

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EXHIBIT "A"
Land description

(as per the attached)



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Exhibit A
Legal Description of Land:
(Orchard Farms)

BEING a tract of land situated in Block 20 and Block 23 of the Shelby County School Land Survey, Abstract No. 1375, City of Fort Worth, Tarrant County, Texas, being a portion of that tract of land as described in deed to Wall 007, LLC, recorded in County Clerk's File No. D217259397, Official Public Records, Tarrant County, Texas (OPRTCT), and being more particularly described as follows:

BEGINNING at a mag nail with shiner stamped JPH LAND SURVEYING found in Rendon Road (R.O.W. varies) at the southeast corner of the final plat of Everman Junior High School #2 Addition, an addition to the City of Fort Worth, Tarrant County, Texas as recorded in County Clerk's File No. D209253723, OPRTCT and the most easterly northeast corner of said Wall 007 tract;

THENCE S 00 29'40" E, within said Rendon Road, along the east line of said Wall 007 tract, a distance of 866.90 feet to the southeast corner of the herein described tract of land, from which a 1/2" rebar capped found at the southeast corner of said Wall 007 tract bears S 00 29'40" E, 231.90 feet;

THENCE departing said Rendon Road, across said Wall 007 tract, as follows:

S 87 39'08" W, a distance of 54.11 feet to the beginning of a curve to the left, radial to said line;

Southeasterly, along said curve, having a radius of 1755.00 feet, a central angle of 01 37'57", an arc distance of 50.00 feet, and a chord that bears S 03 09'51" E, 50.00 feet to the end of said curve;

S 39 46'03" W, non-tangent to said curve, a distance of 21.58 feet;

S 83 45'37" W, a distance of 110.25 feet to the beginning of a tangent curve to the left;

Southwesterly, along said curve, having a radius of 1205.00 feet, a central angle of 07 53'33", an arc distance of 165.99 feet, and a chord that bears S 79 48'50" W, 165.86 feet to the end of said curve;

S 75 52'03" W, tangent to said curve, a distance of 169.27 feet to the beginning of a tangent curve to the right;

Southwesterly, along said curve, having a radius of 1095.00 feet, a central angle of 13 33'42", an arc distance of 259.18 feet, and a chord that bears S 82 38'54" W, 258.58 feet to the end of said curve;

S 89 25'45" W, tangent to said curve, a distance of 286.15 feet;

N 45 34'15" W, a distance of 14.14 feet;

N 00 34'15" W, a distance of 115.00 feet;

N 44 25'45" E, a distance of 14.14 feet;

N 00 34'15" W, a distance of 50.00 feet;

N 45 34'15" W, a distance of 14.14 feet;

N 00 34'15" W, a distance of 215.00 feet;

N 44 25'45" E, a distance of 14.14 feet;

N 00 34'15" W, a distance of 60.00 feet;



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- N 45 34'15" W, a distance of 14.14 feet;
- N 00 34'15" W, a distance of 205.00 feet;
- N 44 25'45" E, a distance of 14.14 feet;
- N 00 34'15" W, a distance of 50.00 feet;
- N 45 34'15" W, a distance of 14.14 feet;
- N 00 34'15" W, a distance of 200.00 feet;
- N 44 25'45" E, a distance of 14.14 feet;
- N 00 34'15" W, a distance of 50.00 feet;
- N 45 34'15" W, a distance of 14.14 feet;
- N 00 34'15" W, a distance of 118.00 feet;
- S 89 25'45" W, a distance of 50.00 feet;
- S 44 25'45" W, a distance of 14.14 feet;
- S 89 25'45" W, a distance of 1015.66 feet;
- N 50 24'28" W, a distance of 15.28 feet;
- N 10 14'41" W, a distance of 75.27 feet;
- S 79 45'19" W, a distance of 166.00 feet;
- S 10 14'41" E, a distance of 724.61 feet;
- S 39 35'32" W, a distance of 12.90 feet;
- S 89 25'45" W, a distance of 81.44 feet;
- N 50 24'28" W, a distance of 15.28 feet;
- S 89 25'45" W, a distance of 50.72 feet;
- S 39 35'32" W, a distance of 12.90 feet;
- S 89 25'45" W, a distance of 83.47 feet;
- N 50 24'28" W, a distance of 15.28 feet;
- S 89 25'45" W, a distance of 16.23 feet;
- S 39 35'32" W, a distance of 12.90 feet;
- S 89 25'45" W, a distance of 83.47 feet;
- N 50 24'28" W, a distance of 15.28 feet;



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S 89 25'45" W, a distance of 50.72 feet;

S 39 35'32" W, a distance of 12.90 feet;

S 89 25'45" W, a distance of 49.46 feet to the beginning of tangent curve to left;

Southwesterly, having a radius of 525.00 feet, a central angle of 03 41'01", an arc distance of 33.75 feet, and a chord that bears S 87 35'14" W, 33.75 feet to the end of said curve;

N 52 31'21" W, non-tangent to said curve, a distance of 14.80 feet;

S 83 46'44" W, a distance of 16.04 feet;

S 36 03'24" W, a distance of 13.82 feet to the beginning of a non-tangent curve to the left;

Southwesterly, along said curve, having a radius of 525.00 feet, a central angle of 02 03'25", an arc distance of 18.85 feet, and a chord that bears S 80 47'01" W, 18.85 feet to the end of said curve;

S 79 45'19" W, tangent to said curve, a distance of 63.17 feet;

N 55 14'41" W, a distance of 14.14 feet;

S 79 45'19" W, a distance of 50.00 feet;

S 34 45'19" W, a distance of 14.14 feet;

S 79 45'19" W, a distance of 111.00 feet to a point in the west line of said Wall 007 tract and the east line of Tract II as described in deed to Crimson Ridge Land Partners LLC, recorded in County Clerk's File No. D214109111, OPRTCT, from which a 5/8" rebar capped JACOBS found at the southwest corner of said Wall 007 tract and an angle point in the east line of said Crimson Ridge Land Partners Tract II bears S 10 14'41" E, 489.49 feet;

THENCE N 10 14'41" W, along the west line of said Wall 007 tract and the east line of said Crimson Ridge Land Partners Tract II and Tract I as described in deed to Crimson Ridge Land Partners LLC, recorded in County Clerk's File No. D214109111, OPRTCT, a distance of 1945.20 feet to a 1/2" rebar found at the northeast corner of said Crimson Ridge Land Partners Tract I and the southeast corner of a tract of land as described in deed to Lieven J. Van Riet, recorded in Volume 7229, Page 809, Deed Records, Tarrant County, Texas;

THENCE N 10 14'21" W, along the west line of said Wall 007 tract and the east line of said Riet tract, a distance of 189.63 feet (deeds 189.63 feet & 189.74 feet) to a 1/2" rebar found in the south line of Shelby Road (R.O.W. varies);

THENCE N 10 14'55" W, along the west line of said Wall 007 tract and within said Shelby Road, a distance of 30.53 feet to a 1" rebar found at the most westerly northwest corner of said Wall 007 tract;

THENCE within said Shelby Road, along the north line of said Wall 007 tract, as follows:

N 89 59'58" E, a distance of 101.56 feet to a 1" rebar found;

N 10 15'06" W, a distance of 28.88 feet to a point for corner;

N 89 28'44" E, a distance of 644.79 feet to a corner of said Wall 007 tract and the northwest corner of a tract of land as described in deed to Bean Electrical, Inc., recorded in County Clerk's File No. D21513149, OPRTCT;



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THENCE S 00 38'25" E, departing said Shelby Road, along a reentrant line of said Wall 007 tract and the west line of said Bean Electrical tract, at a distance of 28.45 feet (deeds 28.45 & 28.38 feet) passing a 1" rebar found, continuing a total distance of 657.00 feet to a 1" steel pipe found at a reentrant corner of said Wall 007 tract and the southwest corner of said Bean Electrical tract;

THENCE N 89 32'26" E, along a north line of said Wall 007 tract, the south line of said Bean Electrical tract, and the south line of a tract of land as described in deed to Michael E. Cleveland and Carolyn G. Cleveland, recorded in County Clerk's File No. D205045974, OPRTCT, a distance of 660.30 feet (deeds 660.30 feet 659.00 feet) to a 1" steel pipe found at a reentrant corner of said Wall 007 tract and the southeast corner of said Cleveland tract;

THENCE N 00 32'37" W, along a reentrant line of said Wall 007 tract and the east line of said Cleveland tract, at a distance of 641.10 feet passing a 1/2" rebar found continuing a total distance of 656.96 feet (deeds 656.96 feet & 657.00 feet) to a point for corner in said Shelby Road at a corner of said Wall 007 tract and the northeast corner of said Cleveland tract;

THENCE N 89 31'10" E, within said Shelby Road, along the north line of said Wall 007 tract, a distance of 403.83 feet to a point for corner at the most northerly northeast corner of said Wall 007 tract and the northwest corner of said Everman Junior High School #2 Addition, from which a mag nail with shiner stamped JPH LAND SURVEYING found at the northeast corner of said Addition bears N 89 31 '10" E, 1571.46 feet (plat 1571.58 feet), and a 5/8" rebar capped JACOBS found bears S 00 51'10" E, 15.77 feet;

THENCE departing said Shelby Road, along the line common to said Wall 007 tract and said Everman Junior High School #2 Addition, as follows:

S 00 31'03" E, at a called distance of 80.40 feet passing the south line of said Shelby Road and the northwest corner of Lot 1, Block 1 of said Everman Junior High School #2 Addition, continuing a total distance of 260.76 feet (deed 260.76 feet, plat 260.90 feet) to a 1/2" rebar capped JPH LAND SURVEYING found, from which a 5/8" rebar capped JACOBS found bears N 82 10' E, 0.25 feet;

S 45 30'57" E, a distance of 1809.96 feet (deed 1809.96 feet, plat 1810.00 feet) to a 1/2" rebar capped JPH LAND SURVEYING found, from which a 5/8" rebar capped JACOBS found bears N 67 50' E, 0.20 feet;

N 89 30'20" E, at a distance of 232.75 feet (deed 232.75 feet, plat 232.89 feet) passing a 1/2" rebar capped JPH LAND SURVEYING found at the southeast corner of said Lot 1, Block 1 and the west line of said Rendon Road, continuing a total distance of 291.04 feet (deed 291.04 feet, plat 291.06 feet) to the POINT OF BEGINNING and containing 4,365,425 square feet or 100.216 acres of land.

approximately \$67 million upon completion.

3. A substantial majority of the initial development work on Phase One is completed, with the project currently under construction by a third-party company.

4. The total value of the development, based on my recollection of the transactional documents, was estimated to be approximately \$187 million, and the increased value provided by the development work on Phase One projected to be approximately \$23 million.

5. I understand that the Participation Agreement between Marine Creek SP LLC and Marine Creek Ventures LLC entitles Marine Creek SP LLC to compensation in the amount of 25% of the increased value to the project. Based on a calculation of 25% of the projected increased value, I understand that approximately \$5,750,000 as Marine Creek SP LLC's Phase 1 interest. The completion of additional phases would result in additional payments, in addition to a 2.5% development fee and 3% construction management fee on total development costs.

6. Phases 2 and 3 of the Marine Creek Project are of a similar size, with similar valuations, and would lead to similar compensation as Phase 1.

7. In sum, the participation agreements alone would lead to approximately \$20-23 million in compensation from the development of Marine Creek Phases 1-3. The development and construction management agreements would lead to millions more in compensation.

8. Because the Orchard Farms project had similar terms as the Marine Creek property, and based on my general understanding of the Orchard Farms project, my understanding that the Orchard Farms development was contemplated to result in similar asset value and returns as for Marine Creek.

9. I am aware of no justification for releasing these significant future payments for only \$750,000. That would be a considered commercially unreasonable request and behavior in the hands of anyone experienced in commercial real estate development.

10. The business documents describing the project scope and valuations are at our offices seized by the Receiver and are also in the possession of DLP. If these documents were produced, I believe they would provide further documentary support for the compensation levels projected herein.

I declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on December 20, 2022.



Maximilien Barton