

Exhibit B. Harvey Site Memorandum of Agreement



Harvey Site Memorandum of Agreement

CERTIFIED SITE MEMORANDUM OF AGREEMENT

This Memorandum of Agreement ("MOA") is entered into between the BATON ROUGE AREA CHAMBER ("BRAC"), LOCAL PARISH ECONOMIC DEVELOPMENT ORGANIZATION ("EDO"), and the PROPERTY OWNER of Harvey Estate ("PROPERTY OWNER") in reference to a joint project to pursue the Certification by Louisiana Economic Development ("LED") of the SUBJECT PROPERTY. SUBJECT PROPERTY consists of 339.14 acres in West Feliciana Parish(es) in the State of Louisiana, and is generally identified as parcel number(s) Riddle Plantation (20011600) ("SUBJECT PROPERTY"). Exact acreage is subject to final determination by an ALTA survey.

BRAC and LED have identified that a strong portfolio of development-ready sites is a critical component of the Region's and State's overall economic development resource inventory. BRAC has created a partnership program with Property Owners and Local EDO's to pursue and secure certification of development-ready sites through the LED Certified Site Program, in order to identify, secure and market development ready sites.

Participation in this program is voluntary, and PROPERTY OWNER acknowledges that BRAC, LED and the EDO intend to pursue Certification of the SUBJECT PROPERTY through LED, with a goal of marketing SUBJECT PROPERTY to potential companies who may be interested in purchasing and developing the site, thus resulting in economic development activity (jobs, capital investments, creation of tax revenues, etc.) that will benefit the region. PROPERTY OWNER retains the right to market SUBJECT PROPERTY, at a price per acre specified by PROPERTY OWNER, to potential buyers not represented by BRAC, LED and EDO.

PROPERTY OWNER represents that it is interested in selling the SUBJECT PROPERTY to prospective buyers represented by BRAC, LED and EDO who may be interested in developing the site, and that PROPERTY OWNER hereby states that the sale price is: \$ 10,174,200 (\$ 30,000 per acre) which shall be effective for a period of one year following date of certification. PROPERTY OWNER further agrees to enter into good faith negotiations with prospective purchasers, based on this sale price, with further terms to be defined in a PURCHASE AND SALE AGREEMENT, documented and agreed to between the BUYER and SELLER. PROPERTY OWNER agrees to entertain in good faith, and diligently pursue negotiations from potential purchasers, which shall not be unreasonably rejected, in order to facilitate such sale of SUBJECT PROPERTY.

PROPERTY OWNER represents, and BRAC, LED and EDO acknowledge, that SUBJECT PROPERTY is not intended for sale or development as a residential or retail use. This Certified Site Program is intended only for uses compatible with economic development goals, namely industrial, office, warehouse/distribution, manufacturing or other similar uses that promote economic development activities (i.e. specifically not residential or retail uses).

Throughout the period provided for herein, BRAC, LED, and their representatives shall have the right to enter the SUBJECT PROPERTY to conduct Due Diligence. Eligible Due Diligence expenses include but are not limited to engineering studies to determine infrastructure cost estimates (utilities, roads, water/wastewater, etc.); environmental studies, site surveys and assessments; acquisition of aerial photos, quadrant maps, zoning maps; geotechnical analysis; threatened and endangered species studies; and archeological investigations. Proposals for eligible Due Diligence, including scope of work and cost estimates, are subject to preapproval by LED. Copies of service agreements, invoices, evidence of payment, and final work product will be available to PROPERTY OWNER, BRAC, LED and EDO at the completion of the project. All parties to this MOA acknowledge that, prior to any work being undertaken, BRAC, LED and its representatives shall review the SUBJECT PROPERTY for eligibility with the Program. BRAC, LED and EDO must approve the SUBJECT PROPERTY prior to any work being undertaken. BRAC and LED will provide PROPERTY OWNER with a NOTICE TO PROCEED prior to any eligible work being undertaken.

All parties to this MOA acknowledge that prior to any work being undertaken, that LED shall review the SUBJECT PROPERTY for eligibility with the program, and must approve the SUBJECT PROPERTY prior to any work being undertaken. BRAC will issue PROPERTY OWNER with a Notice to Proceed prior to any eligible work being undertaken.



Baton Rouge Area Chamber.

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Initials: _____ / _____ / _____
Property Owner / BRAC / EDO

BRAC, PROPERTY OWNER, and EDO have agreed to share costs of pursuing the Certified Site designation, based on the following percentages. It is understood that BRAC's expenditure cannot exceed \$10,000.00 per site.

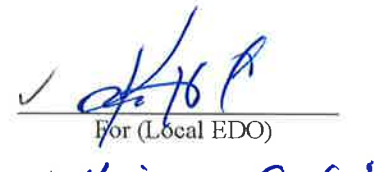
PROPERTY OWNER: 8.333 % BRAC: 6.33 % EDO: 6.33 % In the event that PROPERTY OWNER does not entertain purchase offers and actively pursue negotiations in good faith for one year from the date of certification, BRAC and EDO shall be entitled to recover from PROPERTY OWNER their contributions towards Site Certification

Agreed and accepted, this 19 day of September, 2017:

Signed on behalf of:


For PROPERTY OWNER(S)
M. L. HARRIS
Print Name


For BRAC
KYLE M. ZERJANE
Print Name

✓ 
For (Local EDO)
✓ Kevin H. Cochran
Print Name



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RIDDLE PLANTATION OWNERSHIP

West Feliciana Parish, LA

339.14 acres

1. WTJ Properties, LLC	22.61%
2. Jackson Land Co., LLC	10.72%
3. Melba Leroy Harvey, Jr.	33.33%
4. Estates of James Ford Harvey	<u>33.33%</u>
	100%

General Site Overview



Site Exhibit for
Harvey Site
West Feliciana Parish, LA

LED



LED

- Certified Site Boundary (339.14 Ac ±)
- Parish Boundary
- Existing Roadway
- Urban State Highway
- Rural State Highway
- Railroad
- Stream
- Waterbody

Owner(s):
Harvey, M L, Jr ET AL

LED	LOUISIANA ECONOMIC DEVELOPMENT
Date	9/11/2015
Project Number	202111
Drawn By	JBK
Checked By	JWK

CSRS

- General Notes:**
1. The information presented herein is for planning purposes only. Further detailed due diligence MUST be completed prior to making decisions regarding the site.
 2. No attempt has been made by CSRS, Inc. to verify site boundary, title, actual legal ownership, deed restrictions, servitudes, easements, or other burdens on the property, other than that furnished by the client or his representative.
 3. Transportation data from 2013 TIGER datasets via U.S. Census Bureau at <http://ftp2.census.gov/geobrowser/TIGER2013>
 4. 2015 aerial imagery from USDA-NRCS National Agricultural Inventory Project (NAIP) and may not reflect current ground conditions.

