

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE NORTH EAST TEXAS
REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 11-10

WHEREAS, the North East Texas Regional Mobility Authority (“NET RMA”) was created pursuant to the request of Gregg and Smith Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.1, et seq. (the “RMA Rules”); and

WHEREAS, the Board of Directors of the NET RMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, subsequent to the initial formation of the NET RMA the Counties of Cherokee, Rusk, Harrison, Upshur, Bowie, Cass, Panola, Titus, Van Zandt, and Wood joined the Authority and are represented on the Board of Directors; and

WHEREAS, Section 370.163, Transportation Code grants the NET RMA the power and authority to acquire real property that the NET RMA determines is necessary or convenient for the construction, reconstruction, maintenance, expansion, or extension of a transportation project; and

WHEREAS, the NET RMA is constructing Segment 3B of Toll 49 (the “Toll 49 Segment 3B Project”), a turnpike project in Smith County, Texas consisting of two lanes of an ultimate four lane road extending from SH 31 northerly to IH 20 for a distance of approximately 10.2 miles, and the NET RMA’s Board of Directors has authorized the acquisition of all right-of-way and other interests necessary for the Toll 49 Segment 3B Project, including, but not limited to, (1) fee simple title to a 14.577 acre tract of land designated as Parcel 109 (Part 1), (2) fee simple title to a 1.483 acre tract of land designated as Parcel 109 (Part 2), (3) fee simple title to a 23.405 acre tract of land designated as Parcel 116, (4) fee simple title to a 72.425 acre tract of land designated as Parcel 121, and (5) fee simple title to a 41.429 acre tract of land designated as Parcel 143, all of which are situated in Smith County, Texas, and are more particularly described in Attachment “A”, attached hereto and made a part of this resolution (hereinafter, the “Subject Parcels”); and

WHEREAS, appraisal reports for each of the Subject Parcels were submitted to the NET RMA by an independent professional appraiser, and the Board of Directors of the NET RMA has established and approved an amount determined to be just and adequate compensation for the acquisition of each of the Subject Parcels; and

WHEREAS, (1) an official written offer based upon the amount determined to be just and adequate compensation has been transmitted to the owner or owners of each of the Subject Parcels, as follows: John Kinsey Wilder (Parcel 109), David Rae Blair and Cynthia Ann Kiblinger (Parcel 116), Glenda Bracken Williams and Bill Williams (Parcel 121), and William

Frazier Carter (Parcel 143) (hereinafter, the "Owner," whether one or more), and (2) the NET RMA is seeking to reach an agreement with each Owner on the amount of compensation for the purchase of an Owner's Subject Parcel and on the damages, if any, to an Owner's remainder resulting from the NET RMA's acquisition of a Subject Parcel; and

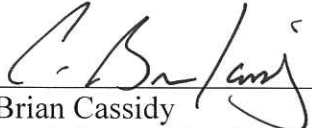
WHEREAS, should the NET RMA and an Owner fail to agree upon the amount of compensation for the acquisition of that Owner's Subject Parcel, including remainder damages, if any, then it will be necessary for the NET RMA to acquire by power of eminent domain as authorized by law the above-described interest or interests in a Subject Parcel;

NOW, THEREFORE, BE IT RESOLVED that the NET RMA's Board of Directors hereby determines as follows:

1. Each of the Subject Parcels is necessary or appropriate to construct or to efficiently operate the Toll 49 Segment 3B Project or is otherwise necessary for a purpose or purposes set forth in Section 370.163, Transportation Code, and public necessity requires the acquisition of the above-described interest or interests in each of the Subject Parcels for such purpose or purposes; and
2. The NET RMA has transmitted to each Owner, in accordance with law, a bona-fide and good faith offer to acquire the above-described interest or interests in that Owner's Subject Parcel, and, should the Chairman of the NET RMA or his designee determine that an Owner and the NET RMA are unable to agree upon compensation for such interest or interests in that Owner's Subject Parcel and on the damages, if any, resulting from the NET RMA's acquisition of a Subject Parcel and that further negotiations would be futile; then
3. Legal counsel acting on behalf of the NET RMA and under the direction of the Chairman of the NET RMA or his designee is hereby authorized and directed to institute and to prosecute condemnation proceedings and all other proceedings as may be necessary against such Owner who is believed to hold the current ownership interests in a Subject Parcel, and against all other owners, lienholders, holders of easements, and other parties holding any interest in that Subject Parcel, to acquire the above-described interest or interests in such Subject Parcel.


Adopted by the Board of Directors of the North East Regional Mobility Authority on the 28th day of February, 2011.

Submitted and reviewed by:



C. Brian Cassidy
General Counsel for the North East
Texas Regional Mobility Authority

Approved:



Linda Ryan Thomas
Vice-Chair, Board of Directors
Resolution Number 11-10
Date Passed 02/28/11

Attachment "A" to
NET RMA Resolution No. 11-10

The Subject Parcels include the parcels below and are more particularly described on the attached property descriptions:

1. Parcel 109, Part 1, a 14.577 acre parcel of real estate owned by John Kinsey Wilder and Parcel 109, Part 2, a 1.483 acre parcel of real estate owned by John Kinsey Wilder.
2. Parcel 116, a 23.405 acre parcel of real estate owned by David Rae Blair and Cynthia Ann (Blair) Kiblinger.
3. Parcel 121, a 72.425 acre parcel of real estate owned by Glenda Bracken Williams.
4. Parcel 143, a 41.429 acre piece of real estate owned by William Frazier Carter.