

ASSIGNMENT OF CONSERVATION EASEMENT

This is an assignment of Conservation Easement from The Nature Conservancy, a non-profit corporation of the District of Columbia ("Assignor") to the Indiana Karst Conservancy, a non-profit corporation under the laws of the State of Indiana ("Assignee").

WHEREAS, Leroy Humphrey granted to Assignor a conservation easement in perpetuity over approximately 13.159 acres of real property in Harrison County, Indiana as legally described in attached Exhibit A ("the Property"). The conservation easement is dated January 13, 1997 and was recorded on January 17, 1997 in as Document Number 041209 in Miscellaneous Record No. 69, Page 584 in the Office of the Recorder in Harrison County, Indiana ("Conservation Easement"); and

WHEREAS, Assignor wishes to assign its rights and obligations pursuant to the Conservation Easement to Assignee and Assignee wishes to accept the assignment thereof;

NOW, THEREFORE, in consideration of the undertakings of Assignee herein, the Assignor assigns to Assignee all of the Assignor's rights, title and interest in the Property and the Conservation Easement and Assignee hereby agrees and represents to Assignor as follows:

1. Assignee hereby accepts the foregoing assignment of the Assignor's rights, title and interest in and obligations under the Conservation Easement.
2. Assignee represents to Assignor that Assignee is a "qualified organization" as that term is defined in Section 170(h)(3) of the Internal Revenue Code, as that section may be amended from time to time, and in the regulations promulgated thereunder and Assignee is organized and operated primarily for one of the conservation purposes specified in Section 170(h)(4)(A) of the Internal Revenue Code, as that section may be amended from time to time, and in the regulations promulgated thereunder.
3. This assignment is subject to the express provisions of Section 4.8 of the Conservation Easement. In the event Assignee either (a) ceases to be a qualified organization as described above or (b) ceases to carry out the conservation purposes for which the Conservation Easement was originally intended to advance, the Assignor shall have the right and power to reassign the Conservation Easement to a "qualified organization."

IN WITNESS WHEREOF, Assignor and Assignee have executed this assignment of Conservation Easement effective the 3<sup>rd</sup> day of May, 2000.

THE NATURE CONSERVANCY

By: Leslie Gillette  
Leslie Gillette, Assistant Secretary

Attest: Diane Ray  
Diane Ray, Assistant Secretary

INDIANA KARST CONSERVANCY

By: Krista J. Lindberg

Print Name: Krista J. Lindberg

Title: President, Indiana Karst Conservancy

Attest:

By: Bruce Bowman

Print Name: Bruce Bowman

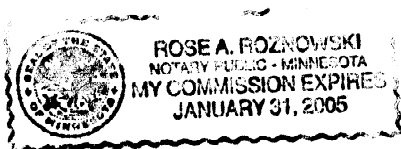
Title: SECRETARY, INDIANA KARST CONSERVANCY

STATE OF MINNESOTA )

) ss.

COUNTY OF HENNEPIN)

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of FEBRUARY, 2000, by Leslie Gillette, Assistant Secretary, and Diane B. Ray, Assistant Secretary, of The Nature Conservancy, a non -profit corporation under the laws of the District of Columbia, on behalf of said corporation.



Rose A. Roznowski  
Notary Public  
My Commission Expires: 1-31-05

STATE OF INDIANA )  
 ) ss.  
COUNTY OF Putnam )

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of May, 2000, by Kriste Lindberg (name of officer), President (title of officer), and Bruce Bowman (name of officer), Secretary (title of officer) of the Indiana Karst Conservancy, a non -profit corporation under the laws of the State of Indiana, on behalf of said corporation.

Kathleen D. Wellen  
Notary Public  
My Commission Expires: 4/7/2008

This instrument drafted by:  
Diane B. Ray  
The Nature Conservancy  
1313 Fifth Street SE Suite 314  
Minneapolis MN 55414



PAUL PRIMAVERA & ASSOCIATES, INC.  
REGISTERED ENGINEERS & LAND SURVEYORS  
301 EAST CHESTNUT ST., CORYDON

P.O. BOX 123  
CORYDON, INDIANA 47112

EXHIBIT "A"

PHONE 738-4124  
FAX 738-6740

### EASEMENT FOR NATURE CONSERVANCY

The following is a legal description prepared this 30th day of December, 1996 of real property being a part of the Northeast quarter of Section 3, Township 4 South, Range 3 East, Harrison Township, Harrison County, Indiana more particularly described as follows:

Commencing at a stone found at the Southeast corner of the Northeast quarter of said section, thence with the East line of said Northeast quarter North, basis of bearings this description, 1091.41 feet to a point on the North bank of Indian Creek, thence with the North bank of said creek as follows: South 70°-12'-39" West 153.96 feet, South 41°-13'-52" West 675.18 feet, this being the point of beginning, thence continuing along the North bank of Indian Creek as follows: North 62°-36'-38" West 300.22 feet, North 35°-13'-35" West 424.43 feet, North 25°-18'-12" West 383.51 feet, North 26°-01'-25" West 224.96 feet, North 32°-07'-30" West 247.91 feet, North 34°-54'-51" West 211.33 feet, North 42°-46'-41" West 307.55 feet, North 53°-22'-06" West 392.65 feet, North 67°-29'-09" West 380.22 feet, North 76°-15'-28" West 237.96 feet to a point on the West line of said Northeast quarter, thence with said West line South 00°-29'-43" East 327.08 feet, thence North 89°-59'-56" East 412.57 feet, thence South 45°-45'-31" East 679.07 feet, thence South 36°-23'-53" East 817.90 feet, thence South 30°-07'-35" East 360.37 feet, thence South 49°-49'-55" East 355.12 feet, thence South 84°-23'-37" East 252.11 feet, to the point of beginning, containing 13.159 Acres, more or less.

And also including an access easement described as follows:

Commencing at a stone found at the Southeast corner of said Northeast quarter, said point also marking the Northeast corner of the Southeast quarter, thence with the East line of the Southeast quarter, South, basis of bearings this description, 384.19 feet, thence leaving said line and perpendicular to it West 35.03 feet, said point being in the center of an existing county road and being the point of beginning of an access easement to be 7 1/2 feet both sides of the following described line: North 63°-54'-05" West 490.86 feet, North 41°-02'-41" West 195.04 feet, North 30°-06'-49" West 291.30 feet, North 38°-55'-58" West 389.91 feet, North 48°-03'-53" West 246.99 feet, North 63°-17'-52" West 113.94 feet, North 26°-28'-53" West 71.12 feet, North 11°-39'-58" West 290.11 feet, North 19°-29'-43" West 179.18 feet, North 07°-07'-18" West 15.97 feet to a point where said access easement intersects the Nature Conservancy easement, said point being the terminus of said access easement.