



Fidelity National Title Insurance Company

SCHEDULE A

Title No. **PRO-18-3184WAT1-10**

File No. **PRO-18-3184WAT1-10**

1. Commitment Date:
2. Policy or Policies to be issued: Amount of Insurance
 - (a) ALTA Owner's Policy (6-17-06) **\$1,500,000.00**
Proposed Insured:
Wilson Family Properties, LLC
 - (b)
Proposed Insured:
3. The Fee Simple interest in the land described in this Commitment is owned, at the Commitment Date, by
Wilson Family Properties, LLC
4. The land referred to in the Commitment is described as follows:
See continuation of Schedule A for legal description

Countersigned:

Professional Title Associates
1528 Narrow Passage Road
Buchanan, VA 24066

By: _____
Authorized Signatory



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SCHEDULE A CONTINUED

Title No. **PRO-18-3184W7**

File No. **PRO-18-3184W7**

LEGAL DESCRIPTION

All that certain lot or parcel of land situate in the County of Franklin, Commonwealth of Virginia, and being more particularly described as follows:

All those certain tracts or parcels of land situate, lying and being in the Blackwater Magisterial District, Franklin County, Virginia, and being more particularly described as follows, to-wit:

AUCTION TRACT 1: Tract 1, containing 153.565 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 1 through 3 as shown on the above mentioned plat.

AUCTION TRACT 2: Tract 2, containing 135.673 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 1 through 3 as shown on the above mentioned plat.

AUCTION TRACT 3: Tract 3, containing 63.206 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 1 through 3 as shown on the above mentioned plat.

AUCTION TRACT 4: Tract 4, containing 84.143 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 4 through 9 as shown on the above mentioned plat.

AUCTION TRACT 5: Tract 5, containing 197.325 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 4 through 9 as shown on the above mentioned plat.

AUCTION TRACT 6: Tract 6, containing 92.644 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.



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TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 4 through 9 as shown on the above mentioned plat.

AUCTION TRACT 7: Tract 7, containing 89.378 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 4 through 9 as shown on the above mentioned plat.

AUCTION TRACT 8: Tract 8, containing 152.477 acres, as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 4 through 9 as shown on the above mentioned plat.

AUCTION TRACT 9: All that certain tract or parcel of land lying and being in the Blackwater Magisterial District, Franklin County, Virginia, situate, lying and being on the western side of Virginia State Route 602, containing 21.733 acres, more or less, according to plat of survey prepared by Philip H. Mundy, L.S., dated June 7, 1994, and revised July 25, 1994, a copy of which is recorded with Deed of record in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia in Deed Book 552, at page 1570.

TOGETHER WITH and SUBJECT TO the right of ingress and egress over the 50 foot wide private right of way and designated parking area for Tracts 4 through 9 as shown on plat of survey prepared for Wilson Family Properties, LLC, dated September 4, 2018, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book ____, page ____.

AUCTION TRACT 10: BEING 100 acres, more or less, and designated as Tract No. 1, according to a plat of survey by Dudley & Zeh, C.L.S., dated October 3, 1984, and recorded in the Deed Books of the Clerk of the Circuit Court, Franklin County, Virginia, said plat being revised October 17, 1984, an recorded accordingly.

TOGETHER WITH and SUBJECT TO a non-exclusive easement for ingress and egress along, over and under that certain piece and parcel of land known and designated as 50-foot right-of-way as shown on the above plat of Dudley & Zeh, dated October 17, 1984, and recorded in the above said Clerk's Office.

LESS AND EXCEPT 75.003 acres conveyed to Loyd O. Foley and wife, by deed dated March 3, 1989, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book 446, page 856.

LESS AND EXCEPT 21.733 acres conveyed to Leonard L. Hodges and wife by deed dated September 3, 1994, and recorded in the Clerk's Office of the Circuit Court for the County of Franklin, Virginia, in Deed Book 552, page 1566.



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SCHEDULE A CONTINUED

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TOGETHER WITH the sewer and septic drainfield easements reserved in the deed recorded in the aforesaid Clerk's Office in Deed Book 552, page 1566.

NOTE: THE REMAINING PROPERTY IS NOW SHOWN AS 3.27 ACRES, MORE OR LESS, LOCATED ON THE WEST SIDE OF ROUTE 602 AND BEING THE REMAINDER OF PROPERTY CONVEYD IN DEED BOOK 382, PAGE 1463.



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SCHEDULE B I REQUIREMENTS

Title No. **PRO-18-3184WAT1-10**

File No. **PRO-18-3184WAT1-10**

The following requirements must be met:

1. Pay the agreed amounts for the interest in the land and/or the mortgage to be insured.
2. Pay us the premiums, fees and charges for the policy.
3. Documents satisfactory to us creating the interest in the land and/or the mortgage to be insured must be signed, delivered and recorded.
 - a. **Duly authorized Deed from Wilson Family Properties, LLC to To Be Determined.**
4. You must tell us in writing the name of anyone not referred to in this Commitment who will get an interest in the land or who will make a loan on the land. We may then make additional requirements or exceptions.
5. Receipt of satisfactory executed "Owners (sellers) Affidavit as to Mechanics' Liens and Possession."
6. Receipt by the Company of satisfactory Notice of Availability of Owner's Coverage.
7. No recorded deed of trust or mortgage on the subject property was found in a search of the land records. Accordingly, the Company requires receipt of an Affidavit from record owner addressed to the Company, stating that there are no recorded or unrecorded deed(s) of trust, personal notes and/or obligations on the real estate intended by the mortgagee, lender or noteholder to be paid with closing proceeds.
8. Payment of any rollback taxes due under Section 58.1-3237, Code of Virginia, as amended.
9. The Company must be furnished a copy of the Certificate of Organization and the written Operating Agreement and all amendments thereto. Upon review of same, this commitment may be modified or amended.

Or, certification by approved attorney that seller/borrower is a valid and subsisting limited liability company in its state of organization and that execution and delivery of the document(s) required herein is/are pursuant to the terms of its operating agreement.

10. Examination of the appropriate public records in the name(s) of the Purchasers of the land to be insured and described in this title commitment, and disclosure to the Company of all United States liens thereby revealed. Unless released of record or otherwise disposed of to the satisfaction of the Company, judgments in favor of the United States will appear as exceptions in Schedule B of the final policy.

OR

Certification of Approved Attorney that there are no docketed federal judgment liens against the purchasers.

11. Receipt of newly created description that adequately defines, describes and locates the Land to be insured AND this description must be used in the document(s) creating the estate or interest to be insured, subject to approval by this Company.

NOTE: THIS COMPANY MAY TAKE OTHER REQUIREMENTS AND/OR EXCEPTIONS UPON RECEIPT AND REVIEW OF THE ABOVE-LISTED DOCUMENTS.

Notice: Please be aware that due to the conflict between federal and state laws concerning the cultivation, distribution, manufacture or sale of marijuana, the Company is not able to close or insure any transaction involving Land that is associated with these activities.



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SCHEDULE B II

EXCEPTIONS

Title No. **PRO-18-3184W7**

File No. **PRO-18-3184W7**

Any policy we issue will have the following exceptions unless they are taken care of to our satisfaction.

- a. Defects, liens, encumbrances, adverse claims or other matters, if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed insured acquires for value of record the estate or interest or mortgage thereon covered by this commitment.
 1. Those taxes becoming due and payable subsequent to the date of the policy.
 2. Property is subject to roll back taxes.
 3. Terms, provisions, restrictions, conditions, easements, liens, assessments, developer rights, options, rights of first refusal and reservations appearing of record in Deed Book _____, page _____.

NOTE: This exception omits any covenant, condition or restriction based on race, color, religion, sex, handicap, familial status or national origin as provided in 42 U.S.C. Section 3604, unless and only to the extent that the covenant (a) is not in violation of state or federal law, (b) is exempt under 42 U.S.C. Section 3607, or (c) relates to a handicap, but does not discriminate against handicapped people.
 4. Easement granted from C. S. Nichols and Ollie R. Nichols to Appalachian Electric Power Company by instrument dated August 17, 1948, recorded in Deed Book 113, Page 83.
 5. Easement granted from G. H. Nichols and Meary E. Nichols to Appalachian Electric Power Company by instrument dated August 17, 1948, recorded in Deed Book 113, Page 86.
 6. Easement granted from G. H. Nichols and Meary E. Nichols to Appalachian Electric Power Company by instrument dated August 17, 1948, recorded in Deed Book 113, Page 88.
 7. Easement granted from Harvey Nichols to Chesapeake and Potomac Telephone Company of Virginia by instrument dated August 17, 1976, recorded in Deed Book 319, Page 479.
 8. Easement granted Lewis C. Nichols and Mary W. Nichols to Appalachian Power Company by instrument dated May 3, 1985, recorded in Deed Book 388, Page 44.
 9. Easement and right of way existing for the benefit of the property (1 acre tract) now or formerly belonging to George Roosevelt Sloane, at ux, which easement and right of way was established by deed recorded in Deed Book 253, at page 12 and possibly shown by plat recorded in Deed 438, at page 563.
 10. Rights of others in and to the use of the roadway and easement as referred to in prior Deeds, as: "a right-of-way easement along the logging road designated as "Access to Wimmers Spur along existing lot road, with the right of ingress and egress, said logging road being shown on plat of survey made by J. L. Zeh, CLS, dated October 3, 1984, and revised October 17, 1984, and recorded in Deed Book 382, at page 1532.
 11. Rights of others in and to the use of the existing fifty (50) foot right of way as a means of access to the properties serviced by the same, and the burden of the maintenance and right of way. Both the right of way and maintenance requirements are established by the following Deeds: Deed Book 382, page 1463; Deed Book 1469 and Deed Book 382, page 1476 (and other deeds in chain as well).
 12. Rights of others prescriptive or otherwise in and to the use of old logging roads, roadways, and/or "public" roadways, which traverse the Land.
 13. The following matters as shown on Plat of survey prepared by Philip Mundy, dated May 14, 1994:
 - (a) fence encroachment, affecting Parcel No. 1, along boundary line of the Land with the lands now or formerly owned by Harvey, Nichols; and
 - (b) fence encroachment along the eastern boundary line of Parcel No. 2 with the property now or formerly belonging to Dee H. Pincock.



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SCHEDULE B – PART II CONTINUED

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14. Rights of others in and to the natural flow of any branches, streams, creeks, or waterways which traverse the Land.
15. Rights of others in and to the use of the roadway as shown on and plat of record in Deed Book 437, Pages 1353-1355.
16. Exception is made to that portion of Parcel No. 1, containing 4.758 acres, as shown on plat of survey recorded in Deed Book 438, pages 561-563 by reason of the followings:
 - (a) Possible outstanding curtsey interest in Morgan Nichols, A/k/a John Morgan Nichols, by reason of his failure to sign that certain deed of conveyance recorded in Deed Book 232, page 245.
 - (b) Possible life estate interest as reserved by Mattie W. Nichols, for herself, and for the benefit of John Morgan Nichols, in Deed Book 232, page 245.
17. Non-exclusive easement for ingress and egress as shown on plat of Dudley & Zeh, dated October 3, 1984, revised October 17, 1984, and recorded in the aforesaid Clerk's Office in Deed Book 382, Page 1532.
18. Item shown on Plat of Subdivision recorded in Deed Book 545, Pages 379/381 and Deed Book 551, Page 1109:
 - a. Existing 50' right of way crosses south part of the Land.
 - b. Greens Creek and Wolf Hollow Branch located upon the Land.
19. Terms and provisions contained in Deed of Gift of Easement from James M. Wilson to Virginia Outdoors Foundation dated July 30, 2007, recorded in Deed Book 921, Page 1295, as amended by instrument recorded in Deed Book 1042, page 1757.
20. Terms and conditions of Boundary Line Agreement recorded in Deed Book 548, Page 604 and Deed Book 582, Page 89.
21. Terms and conditions of Agreement as to use of 50' right of way as set forth in Deed Book 382, Page 1463; Deed Book 382, Page 1469; Deed Book 382, Page 1476 and reserved in Deed Book 444, Page 86; Deed Book 444, Page 95 and Deed Book 444, Page 1180.
22. Terms and conditions of Road Maintenance Agreement dated _____, 2018, recorded in Deed Book _____, page _____, as to Tracts 1 through 3, and Road Maintenance Agreement dated _____, 2018, recorded in Deed Book _____, page _____, as to Tracts 4 through 9.
23. AS TO TRACTS 1 AND 2: Easement granted to Appalachian Electric Power Company by instrument dated November 16, 1948, from Noel Yopp and Okie Yopp, recorded in Deed Book 115, page 299.
24. AS TO TRACTS 1 AND 2: Reservation of the mineral rights within and underlying the premises, together with the privileges, mining and drilling rights and immunities, as set out in instrument instrument recorded in Deed Book 62, page 586.
25. AS TO TRACTS 1 AND 2: Terms and conditions set out in Deed of Confirmation, dated June 3, 2013, recorded in Deed Book 1034, page 2707.
26. AS TO TRACT 2: Reservation of cemetery with right of ingress and egress thereto contained in Deed recorded in Deed Book 120, page 426.
27. AS TO TRACTS 2 AND 4: Easement granted to Commonwealth of Virginia by instrument dated October 15, 1963, recorded in Deed Book 210, page 584.
28. AS TO TRACT 9: Terms and conditions set out in Deed dated August 9, 2018, from Leonard L. Hodges to Wilson Family Properties, LLC, recorded in Deed Book 1111, page 1090.



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SCHEDULE B – PART II CONTINUED

Title No. **PRO-18-3184W7**

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29. AS TO TRACT 9: Terms, provisions, restrictions, conditions, easements, liens, assessments, developer rights, options, rights of first refusal and reservations appearing of record in Deed Book 1076, page 1580, re-recorded in Deed Book 1077, page 803, and amended by Deed recorded in Deed Book 1111, page 1672.
- NOTE: This exception omits any covenant, condition or restriction based on race, color, religion, sex, handicap, familial status or national origin as provided in 42 U.S.C. Section 3604, unless and only to the extent that the covenant (a) is not in violation of state or federal law, (b) is exempt under 42 U.S.C. Section 3607, or (c) relates to a handicap, but does not discriminate against handicapped people.
30. AS TO TRACT 9: Easements granted as follows:
- a. To James M. Wilson and Frank M. Lacey, Jr. by instrument recorded in Deed Book 586, page 1143.
 - b. To Central Telephone Company of Virginia by instrument recorded in Deed Book 645, page 1299.
31. AS TO TRACT 10: Terms and conditions set out in Deed dated August 1, 2018, from Barbara A. Holmquist to Wilson Family Properties, LLC, recorded in Deed Book 1111, page 1090.
32. Rights of tenants or parties in possession.
33. Rights of others in and to the use of the 50 private rights of way and designated parking areas and the use of those portions of the Land lying therein as shown on plat of survey made by Robert C. Jeans, L.S., dated September 4, 2018.
34. Easements or claims of easements not shown by the public records, boundary line disputes, overlaps, encroachments and any matters not shown by the public records which would be disclosed by an accurate survey and inspection of the Land described in Schedule A.