



Industrial Development Board
Annual Meeting Agenda
Thursday, August 28, 2025, 5:30 PM
City Hall, Lakeland, Tennessee 38002

- I. CALL TO ORDER:
- II. ROLL CALL:
- III. ELECTION OF OFFICERS:
 1. Chair
 2. Vice Chair
 3. Secretary (may be combined with Treasurer)
 4. Treasurer (may be combined with Secretary)
- IV. APPROVAL OF MINUTES OF PREVIOUS MEETING:
 1. **Annual Meeting Minutes** - July 24, 2025
- V. PUBLIC DISCUSSION:
- VI. REPORTS OF OFFICERS AND COMMITTEES:
 1. IDB President's Report - Financial Statements and Economic Development Update
- VII. UNFINISHED BUSINESS:
- VIII. NEW BUSINESS:
 1. **Resolution** - approving draw request 21 in connection with the tax increment financing for Ashmont Developer, LLC.
 2. **Resolution** - approving draw request 2 in connection with the tax increment financing for the Lakeland Safety TIF.
- IX. ANNOUNCEMENTS:

X. ADJOURNMENT:

CITY OF
LAKELAND
TENNESSEE

Industrial Development Board
Annual Meeting Minutes
Thursday, July 24, 2025, 5:30 PM
City Hall, Lakeland, Tennessee 38002

I. CALL TO ORDER:

The meeting was called to order by Chair Alan Johnson 5:30 p.m. on Thursday, July 24, 2025.

II. ROLL CALL:

Richard Justin	Present
Alan Johnson	Present
Steve Laster	Present
Jeff Roman	Present
Richard Gonzales	Absent
Shaun Brannen	Absent
Brian Sullivan	Absent
Commissioner Derek Johnston	Absent

Staff personnel in attendance were City Manager Michael Walker and Administrative Assistant Olivia Wing as acting Recorder.

III. ELECTION OF OFFICERS

Chair Alan Johnson motioned to defer item III, Election of Officers to the next regular meeting. No objections were heard.

1. Chair
2. Vice Chair
3. Secretary (may be combined with Treasurer)
4. Treasurer (may be combined with Secretary)

IV. APPROVAL OF MINUTES OF PREVIOUS MEETING:

1. **Regular Meeting Minutes** - June 26, 2025

Steve Laster moved to bring this item to the floor, seconded by Jeff Roman.

Discussion ensued.

When the question was called the meeting minutes passed as presented, voice vote, 4 in favor 0 against 0 abstain (4-0-0).

V. PUBLIC DISCUSSION:
None.

VI. REPORTS OF OFFICERS AND COMMITTEES:
Chair Alan Johnson motioned to defer item VI. Reports of Officers and Committees to the next regular meeting. No objections were heard.

1. IDB President's Report - Financial Statements and Economic Development Update

VII. UNFINISHED BUSINESS:

VIII. NEW BUSINESS:

1. **Resolution** - approving draw request 20 in connection with the tax increment financing for Ashmont Developer, LLC.

Richard Justin moved to bring this item to the floor, seconded by Steve Laster.

Discussion ensued.

When the question was called the resolution passed as presented, voice vote, 4 in favor 0 against 0 abstain (4-0-0).

IX. ANNOUNCEMENTS:
None.

X. ADJOURNMENT:

There being no other business on which to act, the meeting was adjourned without objection at 5:36pm on Thursday, July 24, 2025.

These minutes were approved on August 28, 2025.

Steve Laster
Secretary

ATTEST:

Cheyenne Carter
City Recorder

Meeting Cycle: Thursday, August 28, 2025

Subject: **Resolution** - approving draw request 21 in connection with the tax increment financing for Ashmont Developer, LLC.

Staff Contact: Michael Walker, City Manager

STAFF RECOMMENDATION

The IDB President recommends approval of resolution R-90-2025.

BUDGET IMPACT

Eligible infrastructure costs of Ashmont Developer, LLC submitted with this request total \$325,144.74 and represent potential reimbursement to the developer from the TIF Loan through the IDB.

DISCUSSION

A summarized rollforward of the project balance will be provided Thursday evening.

RESOLUTION R-89-2025

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE, APPROVING DRAW REQUEST 21 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR ASHMONT DEVELOPER, LLC

- WHEREAS,** The Industrial Development Board of the City of Lakeland, Tennessee (the "Lakeland IDB") has approved an economic impact plan (the "Economic Impact Plan") regarding the development of an approximately 100-acre tract of land located in the northwest and northeast corners of Canada Road and Interstate 40 in the City of Lakeland, Tennessee and in Shelby County, Tennessee, as described in the Economic Impact Plan (the "Plan Area"); and
- WHEREAS,** the Lakeland IDB has approved a Tax Increment Financing Application (the "TIF Application") for the Plan Area, as submitted by Ashmont Developer, LLC, a Tennessee limited liability company ("Ashmont"); and
- WHEREAS,** Ashmont currently owns the portion of the Plan Area municipally known as 9640 Davies Plantation, Lakeland, Tennessee 38002 (the "Site"), and Ashmont intends to develop the Site pursuant to a planned development that is to be approved by the City of Lakeland, Tennessee, (the "City") for a new mixed-use development of retail, hotel, and senior living uses and other uses as permitted by such planned development, as such planned development may be amended from time to time by the City consistent with the Economic Impact Plan (the "Project"), and
- WHEREAS,** the Economic Impact Plan permits certain tax increment financing ("Tax Increment Financing") pursuant to Chapter 53, Title 7 of the Tennessee Code Annotated; and
- WHEREAS,** the Lakeland IDB reviewed the Economic Impact Plan and the TIF Application in an open public meeting; and
- WHEREAS,** the Lakeland IDB conducted a public hearing on the Economic Impact Plan held at least two (2) weeks after public notice of the hearing was published in accordance with the applicable laws of Tennessee; and
- WHEREAS,** in connection with Tax Increment Financing, the City has entered into a Development Agreement with the Lakeland IDB, wherein the Ashmont Interests are defined, with respect to the Plan Area and the development of the Project; and
- WHEREAS,** under the Development Agreement between the Lakeland IDB and the City, the proceeds of the Tax Increment Financing would be used to pay the costs of the eligible public improvements (the "TIF Eligible Costs") relating to the development of the Project and would pledge the TIF Revenues to apply to the debt service of the Tax Increment Financing; and
- WHEREAS,** in connection with the Tax Increment Financing, Ashmont has submitted Draw Request 21, a copy of which is attached hereto as **Exhibit A**, to use for certain TIF Eligible Costs.

RESOLUTION R-89-2025

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE, APPROVING DRAW REQUEST 21 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR ASHMONT DEVELOPER, LLC

NOW, THEREFORE, BE IT RESOLVED by the Lakeland IDB that:

RESOLVED, the Draw Request is hereby approved by the Lakeland IDB and further,

RESOLVED, the directors, officers, agents, and employees of the Lakeland IDB are hereby authorized and directed to do all such things and to execute or accept any and all such certificates or documents as may be necessary to carry out and comply with the provisions of this Resolution and to carry out, give effect to and consummate the transactions contemplated hereby and thereby. All of the acts and doings of the directors, officers, agents and employees of the Lakeland IDB which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and are hereby ratified, confirmed and approved.

Dated: August 28, 2025

Alan Johnson, *Chair*

Attest:

Steve Laster, *Secretary*

RESOLUTION R-89-2025

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF
LAKELAND, TENNESSEE, APPROVING DRAW REQUEST 21 IN CONNECTION WITH
THE TAX INCREMENT FINANCING FOR ASHMONT DEVELOPER, LLC

Exhibit A

Draw

Request(s)

See

Attached

BORROWING CERTIFICATE

DISBURSEMENT REQUEST

To: First Citizens National Bank
P.O. Box 370
Dyersburg, Tennessee 38025
Attn: Nelson Williams,
Regional President

cc: The Industrial Development Board of the
City of Lakeland, Tennessee
c/o Chairman
10001 Highway 70
Lakeland, Tennessee 38002

Re: Loan evidenced by The Industrial Development Board of the City of Lakeland, Tennessee Tax Increment Revenue Note (Lakeland Gateway Ashmont Project) in the principal amount not to exceed \$13,000,000 dated December __, 2023 (the "Loan"), made pursuant to a Loan Agreement, dated as of December __, 2023 (the "Loan Agreement"), between The Industrial Development Board of the City of Lakeland, Tennessee (the "Board") and First Citizens National Bank ("Lender")

You are hereby authorized and requested to disburse pursuant to Article VI of the Loan Agreement the sum of \$325,144.30 from the Tax Increment Fund created pursuant to the Loan Agreement. In connection with such disbursement, the undersigned hereby certifies as follows:

(a) All amounts disbursed shall be applied to the payment of or the reimbursement to the Developer for the payment of costs relating to Eligible Costs.

(b) With the delivery of this Certificate, all requirements for disbursement of amounts pursuant to this request under Article VI of the Loan Agreement have been satisfied.

Please disburse all such amounts to the parties in the manner described on Exhibit A attached hereto.

All capitalized terms used herein and not otherwise defined shall have the meanings given to such terms in the Loan Agreement.

Dated as of Aug. 26, 2023.

ASHMONT DEVELOPER, LLC

By: [Signature]
Name: Bart Thomas
Title: Member

APPROVED BY:

FIRST CITIZENS NATIONAL BANK

By: _____
Title: _____

EXHIBIT D

Form of Payment Request

PAYMENT REQUEST

To: The Industrial Development Board of the City of Lakeland, Tennessee
c/o President
10001 Highway 70
Lakeland, Tennessee 38002

Re: Development [and Financing] Agreement dated June 15, 2023, between
Ashmont Developer, LLC ("Developer"), and The Industrial Development
Board of the City of Lakeland, Tennessee, a public nonprofit corporation organized under
Tenn. Code Ann. §§ 7-53-101, *et. seq.* (the "Board")

Pursuant to Section [4] of the Development Agreement, please disburse the sum of
\$ 325,144.71 from the Project Tax Increment Fund. In connection with such disbursement,
the undersigned hereby certifies as follows:

(a) All amounts disbursed will be applied to the payment of or the reimbursement to
Developer for Eligible Costs (including, without limitation, Transaction Costs), and the Eligible
Improvements to which such Eligible Costs relate (if applicable) have been completed in material
compliance with the plans and specifications previously provided to the Board or its Construction
Consultant, to the extent applicable under the Development Agreement. The Construction
Consultant has inspected and approved the Eligible Improvements, to the extent its approval is
required under the Development Agreement.

(b) With the delivery of this Payment Request, all requirements for this disbursement
under Section [4] of the Development Agreement have been satisfied.

(c) Developer or the Developer Representative has entered into all development
agreements with the City of Lakeland or an agency thereof necessary for the construction of the
Eligible Improvements to which this Payment Request relates. As of the date of this Payment
Request, there are no defaults on the part of Developer or the Developer Representative under any
such development agreements.

Please disburse all such amounts to the parties in the manner described on Exhibit A
attached hereto.

All capitalized terms used herein and not otherwise defined have the respective meanings
given to such terms in the Development Agreement.

Dated as of 8/26, 2025.

Signatures on the following page.

Exhibit D to Development Agreement

DEVELOPER:

Ashmont Developer LLC

By: *But Thomas*

Name: But Thomas

Title: Member

Payment Request reviewed and reimbursement of Eligible Cost recommended if required under Development Agreement:

CONSTRUCTION CONSULTANT:

By: *Robert C. Foster - A2H Inc.*

Title: Director of Construction Admin.

Date: 8/26/2025

Application and Certificate for Payment

TO OWNER: Ashmont Developer, LLC. 355 Tara Lane Memphis, TN 38111	PROJECT: Ashmont Phase 1 Canada Rd & Davies Plantation Lakeland, TN 38002	APPLICATION NO: 19 PERIOD TO: 8/5/25 CONTRACT FOR: Ashmont Planned Development CONTRACT DATE: PROJECT NOS: / /	Distribution to: OWNER <input type="checkbox"/> ARCHITECT <input type="checkbox"/> CONTRACTOR <input type="checkbox"/> FIELD <input type="checkbox"/> OTHER <input type="checkbox"/>
FROM CONTRACTOR: Moss Carpenter Construction Company, Inc 9700 Village Circle Suite 300 Lakeland, TN 38002	VIA ARCHITECT: McCarty Grandberry Engineering		

CONTRACTOR'S APPLICATION FOR PAYMENT

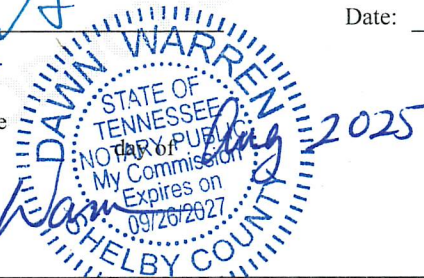
Application is made for payment, as shown below, in connection with the Contract. AIA Document G703™, Continuation Sheet, is attached.

1. ORIGINAL CONTRACT SUM	\$ 5,063,112.00
2. NET CHANGE BY CHANGE ORDERS	\$ 2,461,925.00
3. CONTRACT SUM TO DATE (Line 1 ± 2)	\$ 7,525,037.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$ 6,963,567.05
5. RETAINAGE:	
a. 5.0 % of Completed Work (Columns D + E on G703)	\$ 348,178.35
b. 5.0 % of Stored Material (Column F on G703)	\$ 0.00
Total Retainage (Lines 5a + 5b, or Total in Column I of G703).....	\$ 348,178.37
6. TOTAL EARNED LESS RETAINAGE	\$ 6,615,388.68
(Line 4 minus Line 5 Total)	
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT	\$ 6,474,085.39
(Line 6 from prior Certificate)	
8. CURRENT PAYMENT DUE	\$ 141,303.29
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 minus Line 6)	\$ 909,648.32

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$ 2,461,925.00	\$ 0.00
Total approved this month	\$ 0.00	\$ 0.00
TOTAL	\$ 2,461,925.00	\$ 0.00
NET CHANGES by Change Order	\$ 2,461,925.00	

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR: Moss Carpenter Construction Company, Inc
 By: [Signature] Date: 8/5/25
 State of: Shelby
 County of: Shelby
 Subscribed and sworn to before me this 5th day of August, 2025.
 Notary Public: [Signature]
 My commission expires: 09/26/2027



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$ _____
 (Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

ARCHITECT:
 By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CAUTION: You should sign an original AIA Contract Document, on which this text appears in RED. An original assures that changes will not be obscured.

Continuation Sheet

AIA Document G702™–1992, Application and Certificate for Payment, or G732™–2009, Application and Certificate for Payment, Construction Manager as Adviser Edition, containing Contractor's signed certification is attached.
 In tabulations below, amounts are in US dollars.
 Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 19
APPLICATION DATE: 8/5/25
PERIOD TO: 8/5/25
ARCHITECT'S PROJECT NO:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED <i>(Not in D or E)</i>	G TOTAL COMPLETED AND STORED TO DATE <i>(D+E+F)</i>		H BALANCE TO FINISH <i>(C - G)</i>	I RETAINAGE <i>(If variable rate)</i>
			FROM PREVIOUS APPLICATION <i>(D + E)</i>	THIS PERIOD		% <i>(G ÷ C)</i>			
1	General Conditions	157,120.00	143,039.80	6,284.80	0.00	149,324.60	95	7,795.40	7,466.23
2	Sikte Survey & Layout	40,000.00	39,800.00	1,200.00	0.00	41,000.00	103	-1,000.00	2,050.00
3	Traffic Control	15,000.00	12,000.00	1,500.00	0.00	13,500.00	90	1,500.00	675.00
4	Testing Allowance	45,000.00	56,358.00	2,445.00	0.00	58,803.00	131	-13,803.00	2,940.15
5	Construction Entrances	10,500.00	10,500.00	0.00	0.00	10,500.00	100	0.00	525.00
6	Silt Fence	72,215.00	72,408.00	0.00	0.00	72,408.00	100	-193.00	3,620.40
7	Check Dams	44,095.00	44,328.18	0.00	0.00	44,328.18	101	-233.18	2,216.41
8	Erosion Control Maintenance Allowance	115,000.00	202,060.00	24,250.00	0.00	226,310.00	197	-111,310.00	11,315.50
9	Flocculant Allowance	135,000.00	139,875.00	2,750.00	0.00	142,625.00	106	-7,625.00	7,131.25
10	Temporary Seeding Allowance	265,000.00	268,010.00	49,500.00	0.00	317,510.00	120	-52,510.00	15,875.50
11	Sodding Allowance	135,000.00	9,324.00	23,200.00	0.00	32,524.00	24	102,476.00	1,626.20
12	Site Clearing & Burning	282,500.00	282,500.00	0.00	0.00	282,500.00	100	0.00	14,125.00
13	Demo Paint Ball Park	30,000.00	30,000.00	0.00	0.00	30,000.00	100	0.00	1,500.00
14	Detention Basins	242,492.00	242,492.00	0.00	0.00	242,492.00	100	0.00	12,124.60
15	Earthwork	1,630,950.00	1,618,559.50	0.00	0.00	1,618,559.50	99	12,390.50	80,927.98
16	Lift Station Access Rd.	26,750.00	9,897.50	16,852.50	0.00	26,750.00	100	0.00	1,337.50
17	Fine Grade Roads, Building Pads, etc.	70,600.00	69,188.00	1,412.00	0.00	70,600.00	100	0.00	3,530.00
18	Retaining Walls	389,849.00	202,721.48	0.00	0.00	202,721.48	52	187,127.52	10,136.07
19	Retaining Wall Railings	132,462.00	0.00	0.00	0.00	0.00	0	132,462.00	0.00
20	Storm Drainage	737,860.00	738,988.95	0.00	0.00	738,988.95	100	-1,128.95	36,949.45
21	Curb & Gutter	253,154.00	253,154.00	0.00	0.00	253,154.00	100	0.00	12,657.70
22	Asphalt Base & Asphalt Paving	429,509.00	386,558.10	0.00	0.00	386,558.10	90	42,950.90	19,327.91
23	Pavement Markings & Signage	22,550.00	0.00	0.00	0.00	0.00	0	22,550.00	0.00
24	Site Water	600,790.00	600,790.00	0.00	0.00	600,790.00	100	0.00	30,039.50
GRAND TOTAL									

CAUTION: You should sign an original AIA Contract Document, on which this text appears in RED. An original assures that changes will not be obscured.

Continuation Sheet

AIA Document G702™–1992, Application and Certificate for Payment, or G732™–2009, Application and Certificate for Payment, Construction Manager as Adviser Edition, containing Contractor's signed certification is attached. In tabulations below, amounts are in US dollars. Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 19
 APPLICATION DATE: 8/5/25
 PERIOD TO: 8/5/25
 ARCHITECT'S PROJECT NO:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED <i>(Not in D or E)</i>	G		H BALANCE TO FINISH <i>(C – G)</i>	I RETAINAGE <i>(If variable rate)</i>
			FROM PREVIOUS APPLICATION <i>(D + E)</i>	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE <i>(D+E+F)</i>	% <i>(G ÷ C)</i>		
25	Sanitary Sewer	750,575.00	722,283.25	0.00	0.00	722,283.25	96	28,291.75	36,114.16
26	Lift Station Allowance	200,000.00	41,112.79	0.00	0.00	41,112.79	21	158,887.21	2,055.64
27	Site Clean Up, Street Sweeping, Dust Control Allowance	70,000.00	26,369.89	6,488.81	0.00	32,858.70	47	37,141.30	1,642.94
28	GC Fee	321,430.00	292,872.30	12,857.20	0.00	305,729.50	95	15,700.50	15,286.48
29	CO #1 - Lime & Additional Clearing	95,409.00	95,409.00	0.00	0.00	95,409.00	100	0.00	4,770.45
30	CO #2 - Phase 2 Sediment Basin, Erosion Control	103,753.00	103,753.00	0.00	0.00	103,753.00	100	0.00	5,187.65
31	CO #3 - Phase 2 North Residential Costs (Included in Items Above)	0.00	0.00	0.00	0.00	0.00	0	0.00	0.00
32	CO #4 - MLGW Water Piping Revisions	87,882.00	87,882.00	0.00	0.00	87,882.00	100	0.00	4,394.10
33	CO #5 - MLGW Water Bond	12,592.00	12,592.00	0.00	0.00	12,592.00	100	0.00	629.60
GRAND TOTAL		7,525,037.00	6,814,826.74	148,740.31	0.00	6,963,567.05	93	561,469.95	348,178.37

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RECEIPT AND PARTIAL WAIVER OF LIEN RIGHTS

FROM: Moss Carpenter Construction Company, Inc. (The Contractor)

TO: Ashmont Developer, LLC (The Owner)

PROJECT: Ashmont Phase 1
Canada Rd & Davies Plantation, Lakeland, TN (Location)

1. The Undersigned does hereby waive, release and surrender any claim, lien or right of lien resulting from labor, skill, and/or materials, subcontract work, equipment or other work, rent, services or supplies heretofore furnished in and for the construction, improvement, alteration or additions to the above-described project prior to the date hereof.
2. This release is given for and in consideration of the sum of \$ 141,303.29 From Ashmont Developer.
3. In further consideration of the payment made as above set forth, and to induce the Owner to make said payment, the undersigned agrees to defend and hold harmless the Owner or Lender, and/or the principle and surety from any claims hereinafter made by the undersigned and/or its material suppliers, subcontractors or employees, servants, agents or assigns of such persons against the project.
4. It is acknowledged that the designation of the above project constitutes an adequate description of the property and improvements for which the undersigned has received consideration of this release.
5. This instrument shall constitute full, final and complete release of all rights and claims of the undersigned, for the work completed to date of 8/5/25.

DATED THIS 5th Of August, 2025.

Moss Carpenter Construction Company, Inc.

By



James V. Carpenter
President

Subscribed and sworn to me this
5th Of August, 2025

Notary Public: Dawn H. [Signature]

My Commission Expires: 9-26-2027



Ashmont Allowance Log

Jan/Feb 2024 March 2024 April 2024 May 2024 June 2024 July 2024 Aug 2024 Sept 2024 Oct 2024 Nov 2024 Dec 2024 Jan 2025 Feb 2025 March 2025 April 2025 May 2025 June 2025 July 2025
 Pay App #1 & #2 Pay App #3 Pay App #4 Pay App #5 Pay App #6 Pay App #7 Pay App #8 Pay App #9 Pay App #10 Pay App #11 Pay App #12 Pay App #13 Pay App #14 Pay App #15 Pay App #16 Pay App #17 Pay App #18 Pay App #19

Erosion Control Maintenance Allowance	Jan/Feb 2024	March 2024	April 2024	May 2024	June 2024	July 2024	Aug 2024	Sept 2024	Oct 2024	Nov 2024	Dec 2024	Jan 2025	Feb 2025	March 2025	April 2025	May 2025	June 2025	July 2025
Add Valves	\$6,250.00																	
Flock Logs	\$700.00																	
Silt Fence Repair	\$1,600.00																	
Wattles N and S Side	\$2,100.00																	
Add Check Dams	\$7,055.00																	
Flock Logs		\$700.00																
Silt Fence Repair 3/21		\$500.00																
Add Silt Fence 3/21		\$2,000.00																
Add Silt Fence 3/26		\$1,600.00																
Add Check Dams		\$3,825.00																
Clean Silt Buildup at Check Dams		\$400.00																
Add Check Dams 4/18, 4/24			\$3,740.00															
Silt Fence Repairs 4/8, 4/16			\$2,175.00															
Add Silt Fence 4/8, 4/18, 4/25			\$5,080.00															
Add check dams 5/20, 5/21, 5/24 (66 tons)				\$5,610.00														
Wattles 5/16 (70 lf)				\$350.00														
Silt Fence Repairs 5/16				\$600.00														
Add Silt Fence 5/11, 5/16, 5/21				\$9,160.00														
Silt Fence Repairs 5/24,5/30,6/12,6/24					\$2,600.00													
Add Silt Fence 5/24, 5/30, 6/04,6/12,6/24					\$8,108.00													
Add check dams 5/31 (43 tons)					\$3,655.00													
Silt Fence Repairs 7/11, 7/15, 7/18, 7/19						\$3,600.00												
Add silt Fence 7/11, 7/17, 7/18, 7/19						\$2,791.25												
Add wire backed silt Fence 7/19						\$1,200.00												
Add Type A Silt Fence at Top of Basin Slope							\$756.25											
Add Type A Silt Fence (8/19, 8/28, 8/29, 9/10)								\$3,011.25										
Silt Fence Repairs (8/19, 9/10)								\$1,300.00										
Add Wattles (9/10)								\$440.00										
Add Rock Check Dams (9/11)								\$3,230.00										
Lime Sediment Basin (9/5)								\$10,875.00										
Add Silt Fence w/Wire Backing (9/25)									\$1,820.00									
Add Type A Silt Fence (9/11, 9/23, 9/27)									\$577.50									
Silt Fence Repairs (9/11, 9/23, 9/25, 9/27)									\$2,000.00									
Add Silt Fence w/ wire backing (10/30, 11/05, 11/20)										\$3,440.00								
Add Type A Silt Fence (10/16, 10/30, 11/19, 11/20, 11/21)										\$3,850.00								
Silt Fence Repairs (10/16, 10/30, 11/05, 11/15, 11/19, 11/20, 11/21)										\$5,600.00								
Add rip rap at check dams (10/30, 11/25)										\$11,050.00								
Repair Washouts										\$6,600.00								
Add Type A Silt Fence (12/2)											\$316.25							
Silt Fence Repairs (12/2)											\$800.00							
Add Type A Silt Fence (12/20, 12/24, 12/26, 12/31, 1/3)												\$3,220.25						
Silt Fence Repairs (12/20, 12/31, 1/3, 1/14, 1/21)												\$4,300.00						
Wattles (12/24, 12/26)												\$3,920.00						
Rip Rap 113 Ton (11/30, 12/24)												\$9,605.00						
Add Type A Silt Fence (1/28, 1/29, 2/4, 2/18)													\$5,860.25					
Silt Fence Repairs (2/4, 2/18, 2/21)													\$4,200.00					
Add Wattles (2/4, 2/5)													\$640.00					
Add Type A Silt Fence (3/3, 3/20, 3/21, 3/26)														\$1,218.25				
Add Class 3 Silt Fence (3/20)														\$200.00				
Silt Fence Repairs (3/3, 3/20, 3/21, 3/26)														\$1,800.00				
Wattles (3/20)														\$400.00				
Repair Washouts														\$12,100.00				
Add Rip Rap (3/7, 3/10, 3/21)														\$8,160.00				
Add 1,859 l.f. silt fence along curbs														\$4,647.50				
Add 167 l.f. Wire Backed Silt Fence														\$626.25				
Add Type A Silt Fence (3/27, 4/10, 4/11)															\$1,100.00			
Silt Fence Repairs (4/10, 4/11)															\$2,400.00			
Add type A silt fence(6/18)																	\$3,047.00	
Add rock at entrances(5/21, 6/6)																	\$3,550.00	
Silt Fence Repair (6/20, 6/23, 7/16)																		\$1,850.00
Muck out detention pond ph 3 (7/3, 7/7, 7/8)																		\$13,400.00
Muck out detention pond ph 2 (7/2, 7/3)																		\$9,000.00

TOTAL Billed Per Pay App to Date		\$17,705.00	\$9,025.00	\$10,995.00	\$15,720.00	\$14,363.00	\$7,591.25	\$756.25	\$18,856.25	\$4,397.50	\$30,540.00	\$1,116.25	\$21,045.25	\$10,700.25	\$29,152.00	\$3,500.00	\$0.00	\$6,597.00	\$24,250.00
Eros. Control Maint. Allowance Contract Amount	\$115,000.00																		
Total Eros. Control Maint. Allowance Currently Billed	\$226,310.00																		
Eros. Control Maint. Allowance Current Balance	-\$111,310.00																		

Flocculant Allowance																			
Flock 2/13		\$7,500.00																	
Flock South Pond		\$2,500.00																	
Flock 3/17, 3/28			\$15,000.00																
Flock 4/12, 4/19				\$15,000.00															
Flock 5/10 (4 basins)					\$6,125.00														
Flock 5/20 (4 basins)					\$6,125.00														
Flock 5/28 (3 basins)					\$4,750.00														
Flock 6/11,6/19 (1 basin)						\$2,750.00													
Flock 6/19 (1 basin)							\$1,375.00												
Flock 7/16 (2 basins)							\$2,750.00												
Flock 7/24 (3 basins)							\$4,750.00												
Flock 3 Basins (8/27, 9/11)									\$9,500.00										
Flock 2 ponds (10/30, 11/25)											\$8,250.00								
Flock 2 Ponds (12/13, 12/17)												\$5,500.00							
Flock 2 Ponds (1/17, 1/23)													\$5,500.00						
Flock 2 Ponds (2/4, 2/26)														\$5,500.00					
Flock 2 Ponds (3/7, 3/19)															\$5,500.00				
Flock 2 Ponds 4x (4/30)																\$11,000.00			
Flock 1 Pond (4/30)																\$1,250.00			
Flock 2 ponds (5/5, 5/15, 5/21, 5/28, 6/9, 6/18, 6/25)																	\$19,250.00		
Flock 2 ponds (7/3)																			\$2,750.00
Total Billed Per Pay App to Date		\$10,000.00	\$15,000.00	\$15,000.00	\$17,000.00	\$2,750.00	\$8,875.00		\$9,500.00		\$8,250.00	\$5,500.00	\$5,500.00	\$5,500.00	\$5,500.00	\$12,250.00	\$0.00	\$19,250.00	\$2,750.00
Flocculant Allowance Contract Amount	\$135,000.00																		
Total Flocculant Allowance Currently Billed	\$142,625.00																		
Flocculant Allowance Current Balance	-\$7,625.00																		

Temporary Seeding Allowance																			
Seed & Straw South Side		\$22,500.00																	
Matt Slopes on South Pond			\$16,250.00																
Seed & Straw Commercial Side 4/18				\$3,750.00															
Seed and Straw house pads Phase 1					\$21,000.00														
Seed and Straw Back Basin						\$2,250.00													
Matt Slopes on North Sediment Basin							\$21,060.00												
Matt Slopes (8/29)								\$1,755.00											
Seed & Straw 18.01 Acres								\$27,015.00											
Matt Slopes (10/10, 10/11, 10/30)										\$46,215.00									
Seed & Straw (10/10, 10/26)										\$28,875.00									
Matt Slopes (12/24)												\$11,700.00							
Seed & Straw (12/24)												\$1,500.00							
Seed & Straw (12/5, 1/27)													\$19,500.00						
Matt Slopes (3/21)																\$14,625.00			
Matt Slopes (3/20)																\$10,890.00			
Seed & Straw 10 acres (3/20)																\$13,500.00			
Matt Slopes 8,100 sf (3/21)																	\$5,265.00		
Seed & Straw (6/12, 7/26, 7/28)																			\$49,500.00
Total Billed Per Pay App To Date		\$22,500.00	\$16,250.00	\$3,750.00		\$21,000.00	\$2,250.00	\$21,060.00	\$28,770.00		\$75,090.00		\$13,200.00	\$19,500.00	\$39,015.00	\$5,265.00	\$0.00	\$0.00	\$49,500.00
Temp. Seeding Allowance Contract Amount	\$265,000.00																		
Total Temp. Seeding Allowance Currently Billed	\$317,150.00																		
Temp. Seeding Allowance Balance	-\$52,150.00																		

Testing Allowance																	
PSI Invoice 3/31			\$4,444.00														
PSI Invoice 4/30				\$3,993.00													
PSI Invoice 5/31					\$7,083.00												
PSI Invoice						\$5,144.00											
PSI Invoice 7/31							\$10,365.00										
PSI Invoice 8/31								\$270.00									
PSI Invoice 10/31									\$2,797.00								
PSI Invoice 11/30										\$4,482.00							
PSI Invoice 12/31											\$934.00						
PSI Invoice 1/31												\$4,481.00					
PSI Invoice 2/28													\$713.00				
PSI Invoice (3/31)														\$2,825.00			
PSI Invoice (4/31)															\$5,014.00	\$3,813.00	
PSI Invoice (6/30)																	\$2,445.00
Total Billed Per Pay App to Date			\$4,444.00	\$3,993.00	\$7,083.00	\$5,144.00	\$10,365.00	\$270.00	\$2,797.00	\$4,482.00	\$934.00	\$4,481.00	\$713.00	\$2,825.00	\$5,014.00	\$3,813.00	\$2,445.00
Testing Allowance Contract Amount	\$45,000.00																
Total Testing Allowance Currently Billed	\$58,803.00																
Testing Allowance Balance	-\$13,803.00																

Sodding Allowance																	
Crown Invoice - Sod (2,240 sy)																	\$9,324.00
Sod (6/30, 7/11, 7/14, 7/29)																	\$23,200.00
Total Billed Per Pay App to Date																	9,324.00
Sodding Allowance Contract Amount	\$135,000.00																
Total Sodding Allowance Currently Billed	\$32,524.00																
Sodding Allowance Balance	\$102,476.00																

Site Cleanup Allowance																	
Site Cleanup 5/19, 5/26					\$3,754.06												
Site Cleanup 7/29 - 8/3						\$2,129.45											
Site Cleanup 10/1-10/5									\$1,877.03								
Site Cleanup 10/7-10/11									\$2,129.45								
Site Cleanup 10/28 - 11-1										\$2,129.45							
Site Cleanup 11/18 - 11/22											\$2,700.00						
Repair Washouts												\$825.00					
Mud Remval, Clean roadways													\$2,071.00				
Site Cleanup 2/3 - 2/7														\$3,125.00			
Site Cleanup at Paintball Area																	
Muck out pond on phase 2 (6/27, 6/28)																\$3,500.00	
Trash Removal																	\$2,050.00
Site Cleanup Labor (7/13 - 7/27)																	\$4,417.10
Site Cleanup Material July																	\$21.71
Total Billed Per Pay App to Date					\$3,754.06	2,129.45			\$4,006.48	\$4,258.90	\$3,525.00	\$2,071.00	\$3,125.00			\$3,500.00	\$6,488.81
Site Cleanup Allowance Contract Amount	\$70,000.00																
Total Cleanup Allowance Currently Billed	\$32,858.70																
Site Cleanup Allowance Balance	\$37,141.30																

Lift Station Allowance																	
Wet Well Installation																	\$41,112.79

BROWNING CONTRACTORS, INC

P O BOX 382003
 GERMANTOWN, TN 38183-2003
 901.850.4035

FOR: MOSS CARPENTER CONSTRUCTION COMPANY
 9700 VILLAGE CIR SUITE 300
 LAKELAND, TN 38002
 ATTN. MR. JAMIE CARPENTER

CHANGE ORDER #19

Job: Ashmont	Location: Lakeland, TN	Date: 07.30.2025		
ADDITIONAL ITEAMS	Quantity	Unit	Price	Total
Seed and Straw (6.12,7.26,7.28)	30	AC	\$1,650.00	\$49,500.00
Silt Fence Repair (6.20,6.23,7.16)	9	EA	\$200.00	\$1,850.00
Sod (6.30,7.11,7.14,7.29)	5,800	SY	\$4.00	\$23,200.00
Phase 3 Mucking Out Pond (7.3,7.7;7.8)	1	LS	\$13,400.00	\$13,400.00
Flock (07.03) 2 pond	1	EA	\$2,750.00	\$2,750.00
Phase 2 Moving Mud Out Pond (07.02,07.03)	1	LS	\$9,000.00	\$9,000.00
Trash Removal	1	LS	\$2,050.00	\$2,050.00
Report July and August	2	EA	\$850.00	\$1,700.00
SUBTOTAL				\$103,450.00
TOTAL PRICE				\$103,450.00



AUTHORIZED

SIGNATURE: _____ DATE: _____

ACCEPTANCE OF PROPOSAL:

SIGNATURE: _____ DATE: _____



Engineering • Consulting • Testing

Professional Service Industries, Inc.
www.psiusa.com

MEMPHIS CS DEPT
MEMPHIS, TN 38118
(901) 365-1802

Federal ID 37-0962090

MOSS CARPENTER CONSTRUCTION
9700 VILLAGE CIRCLE
SUITE 300
LAKELAND TN 38002
USA

MOSS CARPENTER CONSTRUCTION
9700 VILLAGE CIRCLE
SUITE 300
LAKELAND TN 38002

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
1199283		05013129	06/30/25	00986045	0002

Project: ASHMONT PLANNED DEVELOPMENT

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
06/09/25	05013129-155	REPORT REVIEW	0.30	110.00	33.00
06/10/25	05013129-154	ENGINEERING TECH (HR)	5.00	48.00	240.00
06/10/25	05013129-154	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/10/25	05013129-154	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/10/25	05013129-154	REPORT REVIEW	0.50	110.00	55.00
06/11/25	05013129-156	ENGINEERING TECH (HR)	3.00	48.00	144.00
06/11/25	05013129-156	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/11/25	05013129-156	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/11/25	05013129-156	REPORT REVIEW	0.30	110.00	33.00
06/12/25	05013129-157	ENGINEERING TECH (HR)	2.00	48.00	96.00
06/12/25	05013129-157	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00

Invoice Total: *Continued*

TERMS: NET 30 DAYS. A SERVICE CHARGE OF 1.5% PER MONTH, WHICH IS AN ANNUAL PERCENTAGE RATE OF 18% WILL BE ADDED TO ALL PAST DUE ACCOUNTS. FOR QUESTIONS REGARDING THIS INVOICE, PLEASE CALL THE PHONE NUMBER ABOVE.

To assure proper credit to your account, please return with your check made payable to PSI.

Please mail remittance to:

Customer #	Invoice #	Project Number	Amount Enclosed
1199283	00986045	05013129	

Professional Service Industries, Inc.
PO Box 74008418
Chicago, IL 60674-8418



Engineering • Consulting • Testing

Professional Service Industries, Inc.
www.psiusa.com

MEMPHIS CS DEPT
MEMPHIS, TN 38118
(901) 365-1802

Federal ID 37-0962090

MOSS CARPENTER CONSTRUCTION
9700 VILLAGE CIRCLE
SUITE 300
LAKELAND TN 38002
USA

MOSS CARPENTER CONSTRUCTION
9700 VILLAGE CIRCLE
SUITE 300
LAKELAND TN 38002

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
1199283		05013129	06/30/25	00986045	0003

Project: ASHMONT PLANNED DEVELOPMENT

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
06/12/25	05013129-157	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/12/25	05013129-157	REPORT REVIEW	0.30	110.00	33.00
06/18/25	05013129-158	ENGINEERING TECH (HR)	5.00	48.00	240.00
06/18/25	05013129-158	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/18/25	05013129-158	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/18/25	05013129-158	REPORT REVIEW	0.50	110.00	55.00
06/20/25	05013129-160	ENGINEERING TECH (HR)	4.00	48.00	192.00
06/20/25	05013129-160	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/20/25	05013129-160	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/20/25	05013129-160	REPORT REVIEW	0.40	110.00	44.00
Invoice Total:					\$2,445.00
Balance Due:					\$2,445.00

TERMS: NET 30 DAYS. A SERVICE CHARGE OF 1.5% PER MONTH, WHICH IS AN ANNUAL PERCENTAGE RATE OF 18% WILL BE ADDED TO ALL PAST DUE ACCOUNTS. FOR QUESTIONS REGARDING THIS INVOICE, PLEASE CALL THE PHONE NUMBER ABOVE.

To assure proper credit to your account, please return with your check made payable to PSI.

Please mail remittance to:

Customer #	Invoice #	Project Number	Amount Enclosed
1199283	00986045	05013129	

Professional Service Industries, Inc.
PO Box 74008418
Chicago, IL 60674-8418

8/2/25
10:56 AM

Moss Carpenter Construction Company, Inc
Payroll by JobId

Payroll month: July, 2025 (through sequence 6) Pay periods: All

Pay Period	Pay Type	Hours	Rate	Gross Pay	Non Taxable Reimb.	Burden
Job: 24100 Ashmont Phase 1						
10721 CLEANUP						
7/13/25	Regular	40.00	36.880	1,475.20		434.45
7/20/25	Regular	5.00	18.000	90.00		26.51
7/27/25	Regular	40.00	24.500	980.00		288.61
7/27/25	Regular	40.00	18.000	720.00		212.04
7/27/25	Overtime	4.00	36.750	147.00		43.29
Cost category totals		129.00		3,412.20	0.00	1,004.90
Job totals		289.00		9,313.00	80.00	2,742.70
Report totals		289.00		9,313.00	80.00	2,742.70

For selected JobId: 24100

8/2/25
11:05 AM

Moss Carpenter Construction Company, Inc
Job Cost History
Cost Category Summary

Job: 24100 Ashmont Phase 1
Canada Rd & Davies Plantation

	Labor	Material	Subcontract	Other	Equipment	Total	Hours
GENERAL REQUIREMENTS							
10721 CLEANUP		21.71				21.71	
Job Totals		21.71				21.71	

For selected cost categories: 10721 - 10721

For selected cost classes:

- Material
- Subcontract
- Other
- Equipment

For selected time period: 7/1/25 - 7/31/25

Vince Smith
Barton Thomas

Invoice number 24036-6
Date 07/25/2025

Project **24036 ASHMONT, LAKELAND**

All payments are due upon receipt. Remit to: 435 Madison, Ste. 200, Memphis, TN 38103

Services rendered per agreement dated August 18, 2024:

Description	Contract Amount	Percent Complete	Prior Billed	Current Billed
Schematic Design				
Architecture / Interior Design	120,000.00	100.00	120,000.00	0.00
Structural Engineering	25,000.00	100.00	25,000.00	0.00
Mechanical, Plumbing & Fire Protection	8,000.00	100.00	8,000.00	0.00
Electrical Engineering	8,025.00	100.00	8,025.00	0.00
Accessibility Consultant	5,000.00	100.00	5,000.00	0.00
Subtotal	166,025.00	100.00	166,025.00	0.00
Design Development				
Architecture / Interior Design	190,000.00	100.00	190,000.00	0.00
Structural Engineering	60,000.00	100.00	60,000.00	0.00
Mechanical, Plumbing & Fire Protection	34,000.00	100.00	34,000.00	0.00
Electrical Engineering	24,075.00	100.00	24,075.00	0.00
Accessibility Consultant	6,000.00	100.00	6,000.00	0.00
Moisture Consultant	6,000.00	100.00	6,000.00	0.00
Subtotal	320,075.00	100.00	320,075.00	0.00
Construction Documents				
Architecture / Interior Design	250,000.00	60.00	62,500.00	87,500.00
Structural Engineering	80,000.00	60.00	20,000.00	28,000.00
Mechanical, Plumbing & Fire Protection	34,000.00	60.00	8,500.00	11,900.00
Electrical Engineering	16,050.00	60.00	4,012.50	5,617.50
Accessibility Consultant	9,000.00	60.00	2,250.00	3,150.00
Moisture Consultant	6,000.00	60.00	1,500.00	2,100.00
Subtotal	395,050.00	60.00	98,762.50	138,267.50
Construction Services (for 18 months)				
Architecture / Interior Design	100,000.00	0.00	0.00	0.00
Structural Engineering	15,000.00	0.00	0.00	0.00
Mechanical, Plumbing & Fire Protection	10,500.00	0.00	0.00	0.00
Electrical Engineering	5,350.00	0.00	0.00	0.00
Accessibility Consultant	20,000.00	0.00	0.00	0.00
Moisture Consultant	7,500.00	0.00	0.00	0.00
Subtotal	158,350.00	0.00	0.00	0.00

Description	Contract Amount	Percent Complete	Prior Billed	Current Billed
Additional Services				
Architectural	0.00	0.00	0.00	0.00
Subtotal	0.00	0.00	0.00	0.00
Reimbursable Expenses				
Printing	0.00	0.00	1,074.80	1,029.63
Subtotal	0.00	0.00	1,074.80	1,029.63
Total	1,039,500.00	69.77	585,937.30	139,297.13

Invoice total **139,297.13**



Invoice

Date	Invoice #
8/13/2025	2025-032

9967 Bentwood Creek Cv Collierville, Tn 38017
901.493.6996 corybrady@gmail.com

Bill To
Ashmont Developers, LLC Bart Thomas PO Box 772808 Memphis, TN 38177

Terms	Project #
Due on receipt	25-002_Ashmont IL

Description	Quantity	Rate	Amount
Land Planning/Consulting Services - Final Site Plan Application Preparation - Site development coordination (McCarty & Shapiro) - Lighting coordination (CSA) - 100% DD Landscape Set/VE Design - Coordination with GC/VE Design - Fence and wall design/specifications - Pre-application meeting with Lakeland staff - Paper copies delivered 8-12-25	58	150.00	8,700.00
Reimbursable Expenses - ARC Printing_8-11-25 - Documart Printing_8-12-25		146.51 94.00	146.51 94.00

Integrated Land Solutions, PLLC EIN# 27-1521402	Total	\$8,940.51
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ARC DOCUMENT SOLUTIONS LLC
 5701-5703 QUINCE ROAD
 MEMPHIS TN 38119
 (901)683-8292

DATE 8/11/2025	INVOICE 33GCI9118487
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BILL TO:

INTEGRATED LAND SOLUTIONS, PLLC

CORY BRADY
 9967 BRENTWOOD CREEK CV
 COLLIERVILLE, TN 38017
 P: (901) 493-6996

SHIP TO:

INTEGRATED LAND SOLUTIONS, PLLC

CORY BRADY
 9967 BRENTWOOD CREEK CV
 COLLIERVILLE, TN 38017
 P: (901) 493-6996

Purchase Order #		Customer ID 3019641		Shipping Method WILL CALL		Payment Terms COD		Order Due Date		Order 33GC09082759	
Ordered By CORY BRADY				Project Number				Project Name Ashmont IL			
Quantity Ordered	Quantity Shipped	Quantity BO	UOM	Item Number	Description	Price	Extended Price				
90	90	0	EACH	1600.14	Bond Prints 22X34/24X36	\$1.44	\$129.60				

Bill to: mfukuda	Subtotal	\$129.60
	CC Surcharge	\$4.27
	Tax	\$12.64
	Freight	\$0.00
	Trade Discount	\$0.00
	Total	\$146.51
	Amount Received	\$146.51
	Total Due	\$0.00

CUSTOMER NO	INVOICE	DOC DATE	AMOUNT DUE
3019641	33GCI9118487	8/11/2025	\$0.00

PAYMENT RECEIPT	
Amount Received	\$146.51
CC Surcharge	\$4.27
Card Type	VISA-R3
Card Number	XXXXXXXXXXXX1335
Auth Code	00621D
Check Number	

THANK YOU FOR YOUR PAYMENT
 We impose a surcharge of 3% on any transaction paid by credit card. We do accept Visa, Mastercard, Discover and American Express card brands. Please note the 3% surcharge is not greater than our cost of credit card acceptance that we incur. We accept debit cards, checks, and ACH payments without any surcharges.

From: [Barton Thomas](#)
To: [Patricia Clark-Towater](#)
Cc: [Vince Smith](#)
Subject: Fwd: Ashmont ILS Site Plan Application
Date: Thursday, August 7, 2025 9:54:33 AM

PCT,

Please see check needed for Lakeland fees for phase 3 of Ashmont. I can deliver Tuesday.

Thank you,
Bart

Sent from my iPhone

Begin forwarded message:

From: Cory Brady <corybrady@gmail.com>
Date: August 7, 2025 at 9:03:51 AM CDT
To: Barton Thomas <bthomas@cityllc.com>
Cc: Vince Smith <kakivs@gmail.com>
Subject: Re: Ashmont ILS Site Plan Application

The application fee is \$750.00

Do not deliver the check until Monday or later next week. Please send it to Lakeland City Hall, care of Alex Barthol. I am also happy to deliver it myself to accompany the paper sets of the application package I will be delivering.

Let me know.

Cory Brady, PLA, AICP



On Thu, Aug 7, 2025 at 6:07 AM Barton Thomas <bthomas@cityllc.com> wrote:

Thank you Cory.

From: Cory Brady <corybrady@gmail.com>

Sent: Wednesday, August 6, 2025 4:52 PM

To: Vince Smith <kakivs@gmail.com>; Barton Thomas <bthomas@cityllc.com>

Subject: Ashmont ILS Site Plan Application

Below is a link to the documents that I intend to submit for final site plan approval. Technically the submission is not due until Monday of next week. So if you see anything that needs to be addressed, let me know.

There are some lingering coordination items that need to be corrected but I think the major boxes are checked. We do not have any details on the pavilion amenity with this package so they may want more information.

The fence/wall elevations are noted as conceptual to maintain flexibility. We will see if they catch it...

I will calculate the application fee tomorrow.

[Ashmont IL FSP Submission_Combined Sheets.pdf](#)

Cory Brady, PLA, AICP

ASHMONT DEVELOPER, LLC

P.O. BOX 772808
MEMPHIS, TN 38177

1144

87-363/843

DATE 08/12/25



PAY
TO THE
ORDER OF

City of Lakeland

\$ 750.00

Seven hundred fifty and 00/100 —

DOLLARS



Photo
Safe
Deposit®
Details on back



WEST TENNESSEE BANK
— A Division of —
Dixie County Bank

FOR Phase 3 Fees

⑈001144⑈ ⑆084303639⑆ 00 60 063 3⑈

CHECK BOX FOR MOBILE/REMOTE DEPOSIT
 WRITE NAME OF FINANCIAL INSTITUTION ON LINE ABOVE

001111

084303639

00E00633

ASHMONT DEVELOPER

Security Features exceed industry standards and include:

- ImageMatch[®]: Matching account and check number on back (Patent No. 9,240,088)
- MobileMark[®]: Mobile Deposit check mark to indicate check has been deposited via mobile device
- The Security Weave[®] pattern on back designed to deter fraud
- Microprint (MP) lines printed on front and back
- The words "ORIGINAL DOCUMENT" across the back
- Photo Safe Deposit[®] icon visible on front and back

Do not cash it:

- Any of the features listed above are missing or appear altered
- Fugitive Ink on back looks pink or has disappeared
- Brown stains or colored spots appear on both front and back, and in Chemical Wash Detection Box





MLGW MEMPHIS LIGHT, GAS AND WATER DIVISION
PO BOX 430 MEMPHIS, TENNESSEE 38101-0430

08/05/2025

MOSS CARPENTER CONSTRUCTION

RE: 9662 DAVIES PLANTATION RD - E

WO#: WO1663878 ELEC - GENERAL POWER SERVICE

Dear Customer:

We have completed the design for the work you requested based upon the information provided by you and/or your contractors. The estimated cost of this work is \$34,478.81, provided payment is received and processed by MLGW within ninety (90) days from the date of this letter. The estimated cost may include **City of Memphis** Permit and Diminution fees for street repairs for associated excavations*. If you request any revisions, a new design and cost estimate will be required. While MLGW is able to provide initial cost estimates, some delays associated with your request may be unavoidable due to shortages of materials needed to complete your project. These delays cannot be prevented by MLGW, but we apologize for any inconvenience caused.

Unless stated otherwise in this letter, this cost does not include:

- The cost to perform any work outside MLGW's normal working hours.
- Costs from other utilities that may be involved with your project. Please contact these companies directly.
- The cost of any environmental remediation or any special precautions that we may need to take due to site conditions not identified at this time. Associated site issues are the customer's physical and financial responsibility and must be remedied prior to MLGW's construction.

MLGW must receive full payment before construction will be scheduled. You may return your check or money order in the enclosed return envelope or send your payment to MLGW Builder Services Center, 245 S Main St, Memphis, TN 38103. **The Builder Services Center is open Monday-Friday from 7:00 a.m. until 3:30 p.m. To ensure the proper processing of your payment, please include the above Work Order Number ("WO#") on your check.**

Please do not include payment for these construction costs with any utility bill payments. This will result in delays in properly crediting your account. Also, MLGW cannot accept cash payments for this work.

Any payment submitted on behalf of this quote shall be considered by MLGW as acceptance of the terms of this quote and MLGW to access the referenced premise(s) for the purpose of planning and/or performing this utility work. Following construction, MLGW must receive inspection clearance notification from the appropriate Construction Code Enforcement agency before turning on electric or gas meters.

Some work requires additional agreements or contracts. If so, all copies of each document enclosed with this letter must be signed by your Authorized Representative and returned to MLGW. Please make no changes to any of the enclosed documents without our prior permission.

We appreciate your business and look forward to serving you. If you need any additional information, please call me at

Sincerely,
Giammarco, Brian Andrew
MEMPHIS LIGHT, GAS, AND WATER DIVISION
Customer Engineering Department

*For additional information on the New Street Repair Fees Imposed by The City of Memphis, call 211 or click on the following link.
https://library.m*unicode.com/TN/Memphis/codes/Code_of_Ordinances?nodeId=TIT12STSIPUPL_CH12-8STCU



MEMPHIS LIGHT, GAS AND WATER DIVISION
P.O. BOX 430 Memphis, Tennessee 38101-0430

ACCESS AGREEMENT

08/05/2025

MOSS CARPENTER CONSTRUCTION

—

WR#: **WO1663878 ELEC - GENERAL POWER SERVICE**

The undersigned hereby authorizes Memphis, Light, Gas, and Water Division to install either electric, natural gas, water services, or combination thereof, on their property described below:

9662 DAVIES PLANTATION RD - E

without liability to the Division for damages due to necessary excavations adjacent to, over or under, customer's plants, trees, shrubs, grass, paving, landscaping, and underground private facilities such as fuel lines, electric, water, irrigation, sewer, septic lines, or drains, etc., It shall be the property owner's responsibility to mark the location of, or expose, any private underground facilities that may interfere with the Division's proposed installation.

SPECIAL INSTRUCTIONS OF PROPERTY OWNER LISTED BELOW

PROPERTY OWNER/AGENT

Giammarco, Brian Andrew

MEMPHIS LIGHT, GAS AND WATER DIVISION

Industrial Development Board of the City of Lakeland, TN
10001 Highway 70
Lakeland, TN 38002
Mr. Michael Walker

Invoice number 70337
Date 07/31/2025

Project **24166 City of Lakeland-LakelandTN-
Construction Administration Ashmont
Development TIF**

For services performed through date of invoice

Industrial Development Board of the City of Lakeland, TN
Construction Contract Administration
Lakeland Ashmont Development TIF
Lakeland, TN

Description	Contract Amount	Percent Complete	Prior Billed	Total Billed	Current Billed
Construction Administration (Hourly Not To Exceed)	30,000.00	24.50	6,975.00	7,350.00	375.00
Total	30,000.00	24.50	6,975.00	7,350.00	375.00

Construction Administration (Hourly Not To Exceed)

Hourly Professional Fees

Engineer II

Bob Watson

Construction Administration (Hourly Not To Exceed) subtotal

Hours	Rate	Billed Amount
2.50	150.00	375.00
		375.00

Invoice total **375.00**
LEM

Aging Summary

Invoice Number	Invoice Date	Outstanding	Current	Over 30	Over 60	Over 90	Over 120
67682	02/28/2025	412.50					412.50
70225	06/30/2025	525.00		525.00			
70337	07/31/2025	375.00	375.00				
Total		1,312.50	375.00	525.00	0.00	0.00	412.50



ENGINEERS · ARCHITECTS · PLANNERS

August 26, 2025

Mr. Michael Walker, President
Industrial Development Board
City of Lakeland, TN
10001 Highway 70
Lakeland, TN 38002

RE: **Lakeland Ashmont Planned Development TIF Draw #21 Approval Request
A2H # 24166**

Dear Mr. Walker,

We have reviewed the Payment Request submitted by Ashmont Developer, LLC, for Draw No. 21 dated August 26, 2025, for the Ashmont Planned Development Project. All of the supporting documentation appears to be in order, and all costs and expenses included in the payment request appear to comply with eligibility requirements of the TIF and executed Development Agreement for this project. A2H recommends payment of the requested amount of \$325,144.74.

If there are any questions, or any additional information is needed in this regard, please let me know.

Sincerely,

A handwritten signature in blue ink that reads "Robert C. Watson".

Robert C. Watson, P.E.
Director of Construction Administration
A2H, Inc.
901-487-5502
bobw@a2h.com

RESOLUTION R-90-2025

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE APPROVING DRAW REQUEST 2 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR THE LAKELAND SAFETY TIF.

- WHEREAS,** The Industrial Development Board of the City of Lakeland, Tennessee (the “Lakeland IDB”) approved an economic impact plan (the “Economic Impact Plan”) regarding the development and improvement of an area in the City of Lakeland, Tennessee and Shelby County, Tennessee around Highway 70 and Seed Tick Road, as described in the Economic Impact Plan; and
- WHEREAS,** the Lakeland IDB approved a Tax Increment Financing Application (the “TIF Application”) for the Plan Area; and
- WHEREAS,** the development of the Plan Area is expected to create a mixed use development that is expected to include retail space and hotels, which will provide the City of Lakeland, Tennessee with an integrated, pedestrian-oriented community with an emphasis on safety, accessibility and comfort, and medical office buildings, as more particularly described in the Economic Impact Plan (the “Project”); and
- WHEREAS,** the Economic Impact Plan permits certain tax increment financing (“Tax Increment Financing”) pursuant to Chapter 53, Title 7 of the Tennessee Code Annotated; and
- WHEREAS,** to finance the costs of the Project, the Lakeland IDB, as Borrower, Valleybrook Development, LLC, and Scott’s Creek Development, LLC, and FirstBank, as Lender desire to enter into that certain Loan Agreement and any ancillary documents described therein (collectively, the “Loan Documents”), the forms of which is attached hereto as Exhibit A; and as a result of the Loan Documents, the Lender has agreed to extend a loan to the Lakeland IDB in the principal amount not to exceed \$7,500,000; and
- WHEREAS,** under Tenn. Code Ann. §§ 7-53-101, et seq., and the Economic Impact Plan, the Lakeland IDB is authorized to issue and secure the TIF Note (as defined in the Loan Documents) to finance Eligible Costs; and
- WHEREAS,** the Tax Increment Financing shall not represent or constitute a debt or pledge of the faith and credit or the taxing power of the City of Lakeland, Tennessee or Shelby County Tennessee for approval with Tennessee Code Annotated 7-53-312;
- WHEREAS,** under the Development Agreement between the Lakeland IDB and the City, the proceeds of the Tax Increment Financing would be used to pay the costs of the eligible public improvements (the “TIF Eligible Costs”) relating to the development of the Project and would pledge the TIF Revenues to apply to the debt service of the Tax Increment Financing; and
- WHEREAS,** in connection with the Tax Increment Financing, the developers have submitted Draw Request 2, a copy of which is attached hereto as **Exhibit B**, to use for certain TIF Eligible Costs.

RESOLUTION R-90-2025

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE APPROVING DRAW REQUEST 2 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR THE LAKELAND SAFETY TIF.

NOW, THEREFORE, BE IT RESOLVED by the Lakeland IDB that:

RESOLVED, the Draw Request is hereby approved by the Lakeland IDB and further,

RESOLVED, the directors, officers, agents, and employees of the Lakeland IDB are hereby authorized and directed to do all such things and to execute or accept any and all such certificates or documents as may be necessary to carry out and comply with the provisions of this Resolution and to carry out, give effect to and consummate the transactions contemplated hereby and thereby. All of the acts and doings of the directors, officers, agents and employees of the Lakeland IDB which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and are hereby ratified, confirmed and approved.

Dated: August 28, 2025

Alan Johnson, *Chair*

Attest:

Steve Laster, *Secretary*

RESOLUTION R-90-2025

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE APPROVING DRAW REQUEST 2 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR THE LAKELAND SAFETY TIF.

Exhibit A

Loan

Documents

RESOLUTION R-90-2025

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE APPROVING DRAW REQUEST 2 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR THE LAKELAND SAFETY TIF.

Exhibit B

Draw

Request

46967964.1

Lakeland Safe City TIF Tranche #1 \$7,500,000	PROJECT BUDGET				DRAW REQUESTS				%	Balance to Fund (Incl. Retainage)
	REALLOCATIONS				3/28/25	3/28/25	8/28/25			
	Original	Prev. Adj.	Current Adj	Revised	Closing	Draw 1	Draw 2	Total		
LAND:										
Municipal / ROW	\$ 3,650,000.00			\$ 3,650,000.00		\$ 3,650,000.00		\$ 3,650,000.00	100%	\$ -
SUB TOTAL LAND	\$ 3,650,000.00	\$ -	\$ -	\$ 3,650,000.00	\$ -	\$ 3,650,000.00	\$ -	\$ 3,650,000.00	100%	\$ -
HARD COSTS:										
Infrastructure	\$ 1,911,792.72			\$ 1,911,792.72			\$ 1,018,748.03	\$ 1,018,748.03	53%	\$ 893,044.69
Retainage Escrow										
Landscaping										
MLGW / Utility Connections	\$ 694,677.84			\$ 694,677.84		\$ 694,677.84		\$ 694,677.84	100%	\$ -
SUB TOTAL HARD COSTS	\$ 2,606,470.56	\$ -	\$ -	\$ 2,606,470.56	\$ -	\$ 694,677.84	\$ 1,018,748.03	\$ 1,713,425.87	66%	\$ 893,044.69
SOFT COSTS:										
Architect	\$ 65,602.03			\$ 65,602.03		\$ 61,119.53	\$ 4,482.50	\$ 65,602.03	100%	\$ -
Engineering	\$ 165,340.53			\$ 165,340.53		\$ 23,509.06	\$ 141,831.47	\$ 165,340.53	100%	\$ -
Insurance & Bonding										
Planning / Consulting	\$ 211,450.00			\$ 211,450.00		\$ 153,950.00	\$ 57,500.00	\$ 211,450.00	100%	\$ -
Lakeland Development Fees	\$ 142,756.76			\$ 142,756.76		\$ 142,756.76		\$ 142,756.76	100%	\$ -
Legal / Title Work / Bank Closing Costs / Appraisal	\$ 148,321.50			\$ 148,321.50	\$ 90,898.00	\$ 52,877.00	\$ 4,546.50	\$ 148,321.50	100%	\$ -
Surveys / Phase I / Site Staking	\$ 3,572.50			\$ 3,572.50			\$ 3,572.50	\$ 3,572.50	100%	\$ -
MLGW / Fees										
TDEC / Fees	\$ 6,486.12			\$ 6,486.12		\$ 2,184.00	\$ 4,302.12	\$ 6,486.12	100%	\$ -
RE Taxes										
Interest / Operating Reserve	\$ 500,000.00			\$ 500,000.00	\$ 500,000.00			\$ 500,000.00	100%	\$ -
Traffic Study Escrow										
Contingency										
SUB TOTAL SOFT COSTS	\$ 1,243,529.44	\$ -	\$ -	\$ 1,243,529.44	\$ 590,898.00	\$ 436,396.35	\$ 216,235.09	\$ 1,243,529.44	100%	\$ -
TOTAL PROJECT COSTS TO TIF	\$ 7,500,000.00	\$ -	\$ -	\$ 7,500,000.00	\$ 590,898.00	\$ 4,781,074.19	\$ 1,234,983.12	\$ 6,606,955.31	88%	\$ 893,044.69
SOURCES OF FUNDS:										
Developer Equity / Debt Needed										
TIF - First Citizens Bank	\$ 7,500,000.00			\$ 7,500,000.00	\$ 590,898.00	\$ 4,781,074.19	\$ 1,234,983.12	\$ 6,606,955.31	88%	\$ 893,044.69
TOTAL SOURCES OF FUNDS	\$ 7,500,000.00			\$ 7,500,000.00	\$ 590,898.00	\$ 4,781,074.19	\$ 1,234,983.12	\$ 6,606,955.31	88%	\$ 893,044.69

EXHIBIT B

**BORROWING CERTIFICATE
DISBURSEMENT REQUEST**

To: FirstBank
6815 Poplar Avenue, Suite 100
Memphis, Tennessee 38138
Attention:

cc: The Industrial Development Board of
the City of Lakeland, Tennessee
10001 Highway 70
Lakeland, Tennessee 38002
Attention: Chairman

Re: Loan evidenced by The Industrial Development Board of the City of Lakeland, Tennessee Tax Increment Revenue Note (Lakeland Safe City Development) in the principal amount not to exceed \$7,500,000.00 dated March 28, 2025 (the "Loan"), made pursuant to a Loan Agreement, dated as of March 28, 2025 (the "Loan Agreement"), between The Industrial Development Board of the City of Lakeland, Tennessee (the "Board") and FirstBank ("Lender")

You are hereby authorized and requested to disburse pursuant to Article VI of the Loan Agreement the sum of \$ 1,234,983.00 from the Lakeland Safe City Development Fund created pursuant to the Loan Agreement.

The Advance shall be allocated and paid to Developer:

Valleybrook Development, LLC:	\$ <u>163,000.00</u>
Scott's Creek Development LLC:	\$ <u>1,071,983.00</u>
Total:	\$ <u>1,234,983.00</u>

In connection with such disbursement, the undersigned hereby certifies as follows:

(a) All amounts disbursed shall be applied to the payment of or the reimbursement to Developer for the payment of costs relating to Eligible Costs.

(b) With the delivery of this Certificate, all requirements for disbursement of amounts pursuant to this request under Article VI of the Loan Agreement have been satisfied.

Please disburse all such amounts to the parties in the manner described on Exhibit A attached hereto.

All capitalized terms used herein and not otherwise defined shall have the meanings given to such terms in the Loan Agreement.

Dated as of 7/31, 2025.

VALLEYBROOK DEVELOPMENT, LLC, a
Tennessee limited liability company

By: Wm D. Day
Title: Partner

SCOTT'S CREEK DEVELOPMENT LLC, a
Tennessee limited liability company

By: TS
Title: Partner

APPROVED BY:

FirstBank

By: _____
Title: _____

**The Industrial Development Board of the
City of Lakeland, Tennessee**

By: _____
Title: _____

The City of Lakeland, Tennessee

By: _____
Title: _____

Lakeland Safe City TIF Draw
Scott's Creek Development TIF Draw request #2

7/23/25

Exhibit	Check	Paid Date	Invoice	Amount	Description
A.1	1008	7/14/25	Magnolia Underground Construction, Inc.	\$ 163,000.00	Site work
A.2	1007	7/14/25	Magnolia Underground Construction, Inc.	\$ 595,500.00	Site work
A.3	1069	4/16/25	Bass, Berry, Sims	\$ 368.75	Legal
A.4	FB1002	4/9/25	McCarty Granberry	\$ 1,487.34	Engineering
A.5	FB1003	4/29/25	LRK	\$ 4,482.50	Architect
A.6	FB1004	4/29/25	TN Dept. Env & Conservation	\$ 1,118.11	Fees
A.7	1227	4/29/25	TN Dept. Env & Conservation	\$ 1,000.00	Fees
A.8	FB1005	4/29/25	Bass, Berry, Sims	\$ 1,852.75	Legal
A.9	FB1006	6/5/25	McCarty Granberry	\$ 1,374.35	Engineering
A.10	1029	1/16/24	TN Dept. Env & Conservation	\$ 1,000.00	Fees
A.11	1057	12/31/24	Tyrone Construction	\$ 5,759.00	Site work
A.12	1024	3/21/23	First Horizon	\$ 750.00	Fees
A.13	1027	1/31/23	TN Dept. Env & Conservation	\$ 1,184.01	Fees
A.14	1007	2/25/22	Richard L. Winchester, Jr.	\$ 825.00	Legal
A.15	FB1008	3/4/22	McCarty Granberry	\$ 2,656.73	Engineering
A.16	1011	4/25/22	Magnolia/Coburn's	\$ 49,821.01	Site work
A.17	1015	6/16/22	Sullivan Surveying	\$ 3,040.00	Surveying
A.18	1017	12/8/22	McCarty Granberry	\$ 5,662.52	Engineering
A.19	1013	1/19/22	Richard L. Winchester, Jr.	\$ 750.00	Legal
A.20	1016	10/15/22	Sullivan Surveying	\$ 532.50	Surveying
A.21	1004	2/9/22	McCarty Granberry	\$ 20,447.77	Engineering
A.22	1006	2/22/22	Dunn Utility Products	\$ 41,668.02	Site work
A.23	1001	1/3/22	Kiser Vogrin Design	\$ 9,190.20	Engineering
A.24	1024	8/24/21	McCarty Granberry	\$ 84,730.19	Engineering
A.25	1018	2/24/21	McCarty Granberry	\$ 16,282.37	Engineering
A.26	FB1001	4/7/25	DCC-L. Ricci	\$ 50,000.00	Consulting
A.27	FB1009	7/22/25	Herenton Homes	\$ 7,500.00	Consulting
				\$ 1,071,983.12	Total

Lakeland Safe City TIF Draw
Valleybrook Development TIF Draw request #2

7/23/25

Exhibit	Check	Paid Date	Invoice	Amount	Description
A.1			Magnolia Underground Construction, Inc.	\$ 163,000.00	Site work
				<u>\$ 163,000.00</u>	

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF

PAGES

TO OWNER: Valleybrook Development/Scott's Creek Development, LLC Joint Venture
8620 Trinity Rd, Suite 202
Cordova, TN 38018

PROJECT: Seed Trick Road

APPLICATION NO: 1

Distribution to:

OWNER

ARCHITECT

CONTRACTOR

FROM CONTRACTOR: Magnolia Underground Construction, Inc.
2898 Coyce Road
Byhalia, MS 38611

VIA ARCHITECT:

PERIOD TO: 06/30/25

PROJECT NO:

CONTRACT DATE:

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM		\$	996,374.80
2. Net change by Change Orders		\$	0.00
3. CONTRACT SUM TO DATE (Line 1 ± 2)		\$	996,374.80
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)		\$	326,000.00
5. RETAINAGE:			
a. 0 % of Completed Work (Column D + E on G703)		\$	0.00
b. % of Stored Material (Column F on G703)		\$	
Total Retainage (Lines 5a + 5b or Total in Column I of G703)		\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)		\$	326,000.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)		\$	
8. CURRENT PAYMENT DUE		\$	326,000.00
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)		\$	670,374.80

CHANGE ORDER SUMMARY		ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner			
Total approved this Month		\$0.00	
TOTALS		\$0.00	\$0.00
NET CHANGES by Change Order		\$0.00	

AIA DOCUMENT G702 - APPLICATION AND CERTIFICATION FOR PAYMENT - 1992 EDITION - AIA © 1992

Users may obtain validation of this document by requesting a completed AIA Document D401 - Certification of Document's Authenticity from the Licensee.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR: Magnolia Underground Construction, Inc.

By: *John Coleman*

Date:

State of Tennessee
Subscribed and sworn to before me this 17th day of July, 2025
Notary Public *John Coleman*
My Commission Expires 4/15/28 Notary Public

ARCHITECTS CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED: \$ 326,000.00

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and enter Continuation Sheet that are changed to conform with the amount certified.)

By: *Angie P. Dike*

Date:

7/14/25

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

THE AMERICAN INSTITUTE OF ARCHITECTS, 1735 NEW YORK AVE., N.W., WASHINGTON, DC 20004-2092

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE # PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.
 In tabulations below, amounts are stated to the nearest dollar.
 Use Column I on Contracts where variable retentions for line items may apply.

APPLICATION NO: 1
 APPLICATION DATE: 07/07/25
 PERIOD TO: 06/30/25
 ARCHITECT'S PROJECT NO:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G TOTAL COMPLETED AND STORED TO DATE (D+E+F)	H % (G/C)	I BALANCE TO FINISH (C-I)	J RETAINAGE (IF APPLICABLE RATE)
			E FROM PREVIOUS APPLICATION (D-I)	H THIS PERIOD					
1	SEED TREE ROAD STORM DRAINAGE	\$239,104.00		\$180,000.00		\$180,000.00	75.28%	\$39,104.00	\$0.00
2	SITING WORK	\$177,017.50		\$14,000.00		\$14,000.00	64.40%	\$8,017.50	\$0.00
3	ROAD WORK	\$380,667.30		\$0.00		\$0.00	0.00%	\$380,667.30	\$0.00
4	EROSION CONTROL	\$49,586.00		\$32,000.00		\$32,000.00	64.53%	\$17,586.00	\$0.00
GRAND TOTALS		\$996,374.80	\$0.00	\$326,000.00	\$0.00	\$326,000.00	32.72%	\$670,374.80	\$0.00

Users may obtain validation of this document by requesting of the licensee a completed AIA Document D401 - Certification of Document's Authenticity by



RECEIPT AND PARTIAL WAIVER OF LIEN RIGHTS

FROM: Magnolia Underground Construction, LLC (The Contractor)
TO: Valleybrook Development/Scott's Creek Development, LLC Joint Venture (The Owner)
PROJECT: Seed Tick Road
Old Brownsville/Hwy 70 & Future Seed Tick (Location)

1. The Undersigned does hereby waive, release and surrender any claim, lien or right of lien resulting from labor, skill, and/or materials, subcontract work, equipment or other work, rent, services or supplies heretofore furnished in and for the construction, improvement, alteration or additions to the above-described project prior to the date hereof.
2. This release is given for and in consideration of the sum of \$326,000 from Valleybrook Development/Scott's Creek Development, LLC Joint Venture.
3. In further consideration of the payment made as above set forth, and to induce the Owner to make said payment, the undersigned agrees to defend and hold harmless the Owner or Lender, and/or the principle and surety from any claims hereinafter made by the undersigned and/or its material suppliers, subcontractors or employees, servants, agents or assigns of such persons against the project.
4. It is acknowledged that the designation of the above project constitutes an adequate description of the property and improvements for which the undersigned has received consideration of this release.
5. This instrument shall constitute full, final and complete release of all rights and claims of the undersigned, for the work completed to date of June 30, 2025.

DATED THIS 28th of July, 2025

Magnolia Underground Construction, Inc.

Signed: Kevin Hurley

By: KEVIN HURLEY

Its: PRESIDENT

Subscribed and sworn to me this 28th of July, 2025

Notary Public: [Signature]
My Commission Expires: 2/2/26



A.1.2

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF

PAGES

TO OWNER: Scott's Creek Development, LLC
 492 Swallowtail Rd
 Memphis, TN 38120

PROJECT: Heathfield on Scott's Creek
 Phase 1 & 2

APPLICATION NO: 1

1

Distribution to:

FROM CONTRACTOR: Magnolia Underground Construction, Inc.
 2898 Cayce Road
 Byhalia, MS 38611

PERIOD TO: 06/30/25

PROJECT NO:

OWNER
 ARCHITECT
 CONTRACTOR

CONTRACT FOR:

CONTRACT DATE:

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment as shown below, in connection with the Contract Construction Sheet, AIA Document (G702), is attached.

1. ORIGINAL CONTRACT SUM \$ 2,651,619.65
2. Net change by Change Orders \$ 0.00
3. CONTRACT SUM TO DATE (Line 1 + 2) \$ 2,651,619.65
4. TOTAL COMPLETED & STORED TO DATE (Column 1 on G703) \$ 925,500.00
5. RETAINAGE:
 - a. 0 % of Completed Work \$ 0.00
 - b. (Column 1) + E on (G703) (100)
 - % of Stored Material \$
 - (Column F on G703)
 - Total Retainage (Lines 5a + 5b) or

6. TOTAL EARNED LESS RETAINAGE \$ 1,100
- (Line 4 Less Line 5 Total)
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) \$ 595,500.00
8. CURRENT PAYMENT DUE \$ 925,500.00
9. BALANCE TO FINISH, INCLUDING RETAINAGE \$ 2,096,119.65 (Line 3 less Line 6)

CHANGE ORDER SUMMARY	
Total changes approved in previous months by Owner	ADDITIONS
Total approved this Month	DEDUCTIONS
TOTALS	\$0.00
NET CHANGES by Change Order	\$0.00

AIA DOCUMENT G702 APPLICATION AND CERTIFICATION FOR PAYMENT 1992 EDITION, REV. 01/92

Users may obtain validation of this document by requesting a completed AIA Document D401 - Certification of Documents Authenticity from the Licensee.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR: Magnolia Underground Construction, Inc.

By: John Coleman Date: 7/14/25

State of Tennessee
 Subscribed and sworn to before me this 7th day of July, 2025
 Notary Public: Nicole Lovett
 My Commission Expires: 11/15/28 Notary Public:

ARCHITECTS CERTIFICATE FOR PAYMENT

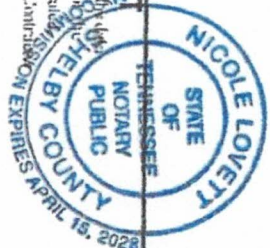
In accordance with the Contract Documents, based on on-site observations and the Architect's knowledge, information and belief the Work has progressed as indicated in the quantity of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED: \$ 925,500.00

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Construction Sheet change to conform with the amount certified.)
 ARCHITECT:
 By: Amey P. D. D. D. Date: 7-14-25

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

(THE ASSOCIATION OF ARCHITECTS, 1735 NEW YORK, N.Y. - NEW YORK SECTION, NY 20006-2202)



CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

AIA Document G703, APPLICATION AND CERTIFICATION FOR PAYMENT, contains:

Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column 1 on Contracts where variable rate change for line items may apply.

APPLICATION NO: 1
 APPLICATION DATE: 07/07/25
 PERIOD TO: 06/30/25
 ARCHITECT'S PROJECT NO:

A ITEM NO.	B DESCRIPTION OF WORK	C UNIT ESTIMATED	D UNIT PRICE (UNIT)	E TOTAL ESTIMATED AMOUNT (UNIT)	F MATERIALS PRESENTLY ORDERED (UNIT)	G % (%)	H TOTAL TO BE PAID (UNIT)	I RETAINAGE (UNIT)	
									J TOTAL TO BE PAID (UNIT)
HEATHFIELD ON SCOTT'S CREEK PHASE 1 & 2									
1	EROSION CONTROL	\$100,747.50		\$24,500.00	\$24,500.00	24.32%	\$76,247.50	\$0.00	
2	SETBACK	\$1,047,036.15		\$84,000.00	\$84,000.00	8.02%	\$963,036.15	\$0.00	
3	STORM DRAINAGE	\$481,851.00		\$97,000.00	\$97,000.00	18.06%	\$384,851.00	\$0.00	
4	SEWER	\$424,178.00		\$115,000.00	\$115,000.00	27.11%	\$309,178.00	\$0.00	
5	LITTLERS	\$517,787.00		\$285,000.00	\$285,000.00	47.68%	\$232,787.00	\$0.00	
GRAND TOTALS		\$2,051,049.65	\$0.00	\$310,500.00	\$285,000.00	22.46%	\$2,056,119.65	\$0.00	

Users may obtain validation of this document by requesting of the licensee a completed AIA Document D401 - Certification of Document's Authenticity by

RECEIPT AND PARTIAL WAIVER OF LIEN RIGHTS

FROM: Magnolia Underground Construction, LLC (The Contractor)
TO: Scott's Creek Development, LLC (The Owner)
PROJECT: Heathfield on Scott's Creek Phase 1 & 2
Old Brownsville & Future Seed Tick (Location)

1. The Undersigned does hereby waive, release and surrender any claim, lien or right of lien resulting from labor, skill, and/or materials, subcontract work, equipment or other work, rent, services or supplies heretofore furnished in and for the construction, improvement, alteration or additions to the above-described project prior to the date hereof.
2. This release is given for and in consideration of the sum of \$595,500 from Scott's Creek Development, LLC.
3. In further consideration of the payment made as above set forth, and to induce the Owner to make said payment, the undersigned agrees to defend and hold harmless the Owner or Lender, and/or the principle and surety from any claims hereinafter made by the undersigned and/or its material suppliers, subcontractors or employees, servants, agents or assigns of such persons against the project.
4. It is acknowledged that the designation of the above project constitutes an adequate description of the property and improvements for which the undersigned has received consideration of this release.
5. This instrument shall constitute full, final and complete release of all rights and claims of the undersigned, for the work completed to date of June 30, 2025.

DATED THIS 28th of July, 2025

Magnolia Underground Construction, Inc.

Signed: Kevin Hurley

By: KEVIN HURLEY

Its: PRESIDENT

Subscribed and sworn to me this
28th of July, 2025

Notary Public: [Signature]
My Commission Expires: 2/2/24



A.2.2

4/16/20 ck # 1069 \$368.75

Paid to - Bass, Berry & Sims

Invoice # 969163

Scott's Creek owed $\frac{1}{2}$ (757.50)

- We had previously paid 388.75 as part of check # 1063. Paid 368.75 to clear this invoice.

A. 36

BASS BERRY & SIMS, PC

21 Platform Way South, Suite 3500
Nashville, Tennessee 37203
(615) 742-6200
www.bassberry.com

Federal Tax ID #: 62-0125540

INVOICE

TREY SOWELL
SCOTT'S CREEK DEVELOPMENT, LLC
492 SWEETBRIAR ROAD
MEMPHIS, TN 38120

Invoice #: 971430
Invoice Date: February 18, 2025
Billing Attorney: SPORE, RICHARD R.
Client: SCOTT'S CREEK
DEVELOPMENT, LLC and
VALLEYBROOK
DEVELOPMENT, LLC
Matter: LAKELAND MEADOWS TIF
Client Matter #: 131306.0100

RONNIE FAULKNER
VALLEYBROOK DEVELOPMENT, LLC
8620 TRINITY ROAD #202
CORDOVA, TN 38018

REMITTANCE COPY

For Legal Services Rendered Through January 31, 2025 in connection with the above mentioned client-matter

Current Invoice:		
Fees:		\$2,662.50
Disbursements:		0.00
Total Current Amount Due:		<u><u>\$2,662.50</u></u>

Current Charges	\$2,662.50
Prior Outstanding Invoices:	<u>757.50</u>
Total Current & Outstanding:	\$3,420.00

INVOICE IS DUE AND PAYABLE UPON RECEIPT

Amount Paid \$ ~~1,720.00~~ ^{1,720.00} Scott's Creek (1/2)

Please return this copy with your remittance to ensure proper credit

Please send remittance to:

Regular Account Wiring Instructions
Pinnacle Bank
Nashville, Tennessee
ABA No. 064008637
Swift Code: PNPPUS44
Credit: Bass, Berry & Sims PLC Operating Account
Account No. 16043120
Reference: 131306.0100
Attention: Rachel Onion
Phone No. (615) 259-6613
Wire Notification should be sent to: accountmotify@bassberry.com

Mailing Instructions
Bass, Berry & Sims PLC
21 Platform Way South, Suite 3500
Nashville, Tennessee 37203
(615) 742-6200

Paid
2/27/25

CK #1063
Scott's Creek Dev.
1 1/2 A.3.1



**MCCARTY
GRANBERRY**
ENGINEERING
McCarty Granberry Engineering
198 PROGRESS RD
COLLIERVILLE, TN 380172716
(901) 221-0075

Seed Tick LLC
(no contact name)
492 Sweetbrier Rd
Memphis, TN 38120

Scott's Creek Development

INVOICE

Invoice Date: 1/8/25
Due Date: 2/7/25
Total Amount: \$1,487.34
Number: 1781-03
Invoice Period: 05/30/24 - 01/08/25
Terms: Net 30
Job: Harding Property

INVOICE SUMMARY

Description	Amount
SWPPP for Seed Tick Road	\$1,487.34
TOTAL AMOUNT DUE	\$1,487.34

*Paid
4/09/25
CK # 1002
(First Bank)*



Architects | Designers | Planners

50 South B.B. King Blvd.
Suite 600
Memphis, TN 38103
901.521.1440

EFT | ACH PAYMENTS:
FirstBank | LRK Depository Account
Routing #: 084307033 | Account #: 88612213
Remit to Accounting@lrk.com

Trey Sowell
Seed Tick LLC
492 Sweetbrier Road
Memphis, TN 38120

INVOICE TOTAL \$3,301.25

March 20, 2025
Invoice No: 01.23036.00 - 9

Heathfield on Scotts Creek
Lakeland, TN

Design Consulting Services to Develop Conceptual Master Plan / Density Studies

ASA01 - Preparation of Architectural Design Guidelines for submission to the City of Lakeland. Content shall include those items as listed in "Preliminary Development Plan Approval Process and Effect of Approval" Part 2f of the attached Planned Development Submission Checklist. Civil engineer is providing all remaining content with input/ coordination with LRK. Increased Hourly Not to Exceed Limit by \$18,000 Effort includes:

1. draft of slides and revisions.
2. submission to City of Lakeland including revisions based on City review comments.
3. Meetings/ presentations with the city

January/February Services - Meetings with Trey, Jay, & Shawn; New Concept Plan & Updates

Professional Services from January 01, 2025 to February 28, 2025

Professional Personnel

	Hours	Rate	Amount
Principal	2.50	290.00	725.00
Design Staff	13.75	175.00	2,406.25
Design Staff	1.00	170.00	170.00
Totals	17.25		3,301.25
Total Labor			3,301.25

Billing Limits	Current	Prior	To-Date
Labor	3,301.25	25,310.00	28,611.25
Limit			33,000.00
Remaining			4,388.75
Total this invoice			\$3,301.25

Thank you.

Scott Van Der Jagt, AIA
svanderjagt@lrk.com

Email Invoices to: Trey Sowell (tssowell@gmail.com)

add: 1,181.25

4,482.50

TIF

Paid
4/29/25
LRK # 1003

For proper credit, please include the invoice number on your remittance and send to Accounting@lrk.com.



Architects | Designers | Planners

50 South B.B. King Blvd.
Suite 600
Memphis, TN 38103
901.521.1440

EFT | ACH PAYMENTS:
FirstBank | LRK Depository Account
Routing #: 084307033 | Account #: 88612213
Remit to Accounting@lrk.com

Trey Sowell
Seed Tick LLC
492 Sweetbrier Road
Memphis, TN 38120

INVOICE TOTAL \$1,181.25

April 18, 2025
Invoice No: 01.23036.00 - 10

Heathfield on Scotts Creek
Lakeland, TN

Design Consulting Services to Develop Conceptual Master Plan / Density Studies

ASA01 - Preparation of Architectural Design Guidelines for submission to the City of Lakeland. Content shall include those items as listed in "Preliminary Development Plan Approval Process and Effect of Approval" Part 2f of the attached Planned Development Submission Checklist. Civil engineer is providing all remaining content with input/ coordination with LRK. Increased Hourly Not to Exceed Limit by \$18,000
Effort includes:

1. draft of slides and revisions.
2. submission to City of Lakeland including revisions based on City review comments.
3. Meetings/ presentations with the city

March Services - Mixed Use Studies for Site Plan Based on Meeting with Shawn Massey; Includes Harding Site

Professional Services from March 01, 2025 to March 31, 2025

Professional Personnel

	Hours	Rate	Amount
Design Staff	6.75	175.00	1,181.25
Totals	6.75		1,181.25
Total Labor			1,181.25

Billing Limits	Current	Prior	To-Date
Labor	1,181.25	28,611.25	29,792.50
Limit			33,000.00
Remaining			3,207.50
Total this Invoice			\$1,181.25

Outstanding Invoices

Number	Date	Balance
9	3/20/2025	3,301.25
Total		3,301.25

Thank you.

Scott Van Der Jagt, AIA
svanderjagt@lrk.com

Email Invoices to: Trey Sowell (tssowell@gmail.com)

For proper credit, please include the invoice number on your remittance and send to Accounting@lrk.com.

AS.1

STATEMENT

TN Dept Env & Conservation
 Davy Crockett Tower, 6th Floor
 500 James Robertson Parkway
 Nashville TN 37243
 (615) 532-0065 Ext. 0000

Date:	2/24/2025
Customer ID:	373670

SEED TICK LLC
 492 SWEETBRIAR ROAD
 MEMPHIS TN 38120

Due Date : 03/31/2025

Document No.	Date	Code	Description	Reference	Amount	Balance
	12/14/2024	BBF			-\$0.60	-\$0.60
INV0000000831427	12/15/2024	INV	INV0000000831427		\$1,000.00	\$999.40
FCHRG000000601873	2/1/2025	PI	Penalty - 2nd Demand	INV0000000831427	\$50.00	\$1,049.40
FCHRG000000602330	2/1/2025	PI	Interest - 2nd Demand	INV0000000831427	\$7.29	\$1,056.69
FCHRG000000604117	3/1/2025	PI	Penalty - 3rd Demand	INV0000000831427	\$52.86	\$1,109.55
FCHRG000000604565	3/1/2025	PI	Interest - 3rd Demand	INV0000000831427	\$8.56	\$1,118.11
					Amount Due:	\$1,118.11

WPC
 tdec.fees@tn.gov

*Paid 4/29/25
 CR # 1004
 (Scott's Creek Dev. check)*

<u>Current</u>	<u>31 - 60 Days</u>	<u>61 - 90 Days</u>	<u>91 and Over</u>
\$1,118.11	\$0.00	\$0.00	\$0.00

Codes: INV = Sales / Invoices
 SCH = Scheduled Payments
 DR = Debit Memos

PI = Penalty Interest
 SVC = Service / Repairs
 WRN = Warranties

CR = Credit Memos
 RTN = Returns
 PMT = Payments

SCOTT'S CREEK DEVELOPMENT LLC
492 SWEETBRIER RD
MEMPHIS, TN 38130

1004

87-703/943
247

DATE 4/29/25

CHECK NUMBER

PAY TO THE ORDER OF

TDEC

\$ 1,118⁰⁰/₁₀₀

Eleven hundred eighteen & ⁰⁰/₁₀₀

DOLLARS

Photo Bank Deposit? Details on back

FirstBank

www.FirstBankOnline.com

FOR Invoice # 831427 Seed Tick, LLC
Customer ID - 973670

Jim [Signature]

⑆001004⑆ ⑆084307033⑆ 89445829⑆

ARBOR VIEW DEVELOPMENT LLC

492 SWEETBRIER RD
MEMPHIS, TN 38120

1227

26-2/940
8013

DATE 4/29/25

CHECK NUMBER

PAY TO THE ORDER OF

TDEC

\$ 1,000⁰⁰/₁₀₀

One thousand & ⁰⁰/₁₀₀

DOLLARS

Photo Bank Deposit? Details on back

FIRST HORIZON

www.firsthorizon.com

FOR Customer ID - 368191 / Invoice # 841710

Jim [Signature]

⑆001227⑆ ⑆084000026⑆ 220002885435⑆

BASS BERRY + SIMS, LLC

21 Platform Way South, Suite 3500
Nashville, Tennessee 37203
(615) 742-6200
www.bassberry.com

Federal Tax ID #: 62-0125540

INVOICE

TREY SOWELL
SCOTT'S CREEK DEVELOPMENT, LLC
492 SWEETBRIAR ROAD
MEMPHIS, TN 38120

Invoice #: 974413
Invoice Date: March 19, 2025
Billing Attorney: SPORE, RICHARD R.
Client: SCOTT'S CREEK
DEVELOPMENT, LLC AND
VALLEYBROOK
DEVELOPMENT, LLC
Matter: LAKELAND MEADOWS TIF

RONNIE FAULKNER
VALLEYBROOK DEVELOPMENT, LLC
8620 TRINITY ROAD #202
CORDOVA, TN 38018

Client Matter #: 131306.0100

REMITTANCE COPY

For Legal Services Rendered Through February 28, 2025 in connection with the above mentioned client-matter

Current Invoice:		
Fees:		\$3,705.50
Disbursements:		0.00
Total Current Amount Due:		<u>\$3,705.50</u>

Current Charges	\$3,705.50
Prior Outstanding Invoices:	1,700.00 - Paid
Total Current & Outstanding:	<u>\$5,405.50</u>
	<i>3,705.50 x .50 (70) = 1,852.75</i>

INVOICE IS DUE AND PAYABLE UPON RECEIPT

Amount Paid \$ 1,852.75 (1/2 Paid)

Please return this copy with your remittance to ensure proper credit

*CK # 1005
Paid 4/1/25*

Please send remittance to:

Regular Account Wiring Instructions

Pinnacle Bank
Nashville, Tennessee
ABA No. 064008637
Swift Code: PNFUS44
Credit: Bass, Berry & Sims PLC Operating Account
Account No. 16043120
Reference: 131306.0100
Attention: Rachel Onion
Phone No. (615) 259-6613
Wire Notification should be sent to: accountnotify@bassberry.com

Mailing Instructions

Bass, Berry & Sims PLC
21 Platform Way South, Suite 3500
Nashville, Tennessee 37203
(615) 742-6200

A.8



**MCCARTY
GRANBERRY**
ENGINEERING
McCarty Granberry Engineering
198 PROGRESS RD
COLLIERVILLE, TN 380172716
(901) 221-0075

Seed Tick, LLC
Trey Sowell
492 Sweetbrier Road
Memphis, TN 38120

INVOICE

Invoice Date: 5/21/25
Due Date: 6/20/25
Total Amount: \$1,374.35
Number: 1781-04
Invoice Period: 01/15/25 - 05/21/25
Terms: Net 30
Job: Harding Property

INVOICE SUMMARY

Description	Amount
Civil Engineering Services- Revisions	\$1,359.00
Printing Costs	\$15.35
TOTAL AMOUNT DUE	\$1,374.35 ✓

*Paid
CK # 1006
6/5/25
1,374.35*

TN Dept Env & Conservation
 WRS TN Tower, 10th Floor
 312 Rosa L. Parks Avenue
 Nashville TN 37243
 Phone: (615) 532-0065

WPC_CGPFM-3111

Invoice	INV00000000786231
Date	12/15/2023
Page	1/1

Due Date: 1/31/2024

Bill To:
 Customer ID: 373670
 Trey Sowell
 SEED TICK LLC

492 SWEETBRIAR ROAD
 MEMPHIS, TN 38120

Billed	Fee Item	Fee Name	Total
1.00	TNR155173	WPC-00605-FMF-CONSTR STORM WATER 50 TO 20 ACRES ANNUAL FEE	\$1,000.00

Please read the additional information (on the back or enclosed) concerning this invoice

Subtotal	\$1,000.00
Total	\$1,000.00

-----Tear off and mail back above portion with your payment-----

Customer ID: 373670
 SEED TICK LLC
 Trey Sowell
 492 SWEETBRIAR ROAD
 MEMPHIS TN 38120

WPC_CGPFM-3111
 Invoice INV00000000786231
 Date 12/15/2023
 Due Date 1/31/2024
 Total \$1,000.00
 Remit to:
 TN Dept Env & Conservation
 WRS TN Tower, 10th Floor
 312 Rosa L. Parks Avenue
 Nashville TN 37243

Paid
1/16/24
check # 1029
Scott's Creek Development, LLC
\$1,000.00

A.10

Tyrone Construction, LLC

P.O. Box 1790
7435 Byhalia Rd.
Olive Branch, MS 38654

INVOICE

Due date: 12/3/2024

Project:

Miscellaneous Invoices

Bill To:

Scotts Creek Development
492 Sweetbrier Rd
Memphis, TN 38120

Invoice number: 0000434
Invoice date: 11/19/2024
Our JobId: 24MIS
P.O.Number:
Terms:

Qty	Units	Description	Price	Amount
		Mulch Subdivision		5,759.00
		TN Sales Tax 0%		

*Paid
CK #1057
12/21/24*

Total due: 5,759.00



FIRST HORIZON BANK
 INTERNATIONAL OPERATIONS
 165 MADISON AVENUE, 4TH FLOOR
 MEMPHIS, TN 38103

L/C: (901)523-4431
 COLL: (901)523-4414
 SWIFT: FTBMUS44

DEBIT ADVICE

DATE: MARCH 21, 2023

TO:
 SCOTT'S CREEK DEVELOPMENT, LLC
 492 SWEETBRIER ROAD
 MEMPHIS, TN 38120

DESCRIPTION: AMENDMENT TO STANDBY LETTER OF CREDIT

OUR REFERENCE: S213475
 YOUR REFERENCE: THE CITY OF LAKE LAND, TENNESSEE
 AMOUNT: \$189,407.00USD
 EXPIRATION DATE: FEBRUARY 22, 2024
 BILLING PERIOD: 02/22/2023 - 02/22/2024

UNDERWRITING COMMISSION: \$500.00 (FLAT FEE)
 AMENDMENT FEE: \$125.00
 AUTOMATIC EXTENSION FEE: \$125.00

 TOTAL COMM/CHARGES: \$750.00USD

WE DEBIT YOUR ACCOUNT ENDING IN 367 VALUED MARCH 21, 2023

IF YOU HAVE QUESTIONS WITH REGARD TO THESE FEES, PLEASE
 FEEL WELCOME TO CALL US OR YOUR ACCOUNT OFFICER.
 THANK YOU.

CC: JUSTIN WORLEY / J.D. SPEARS

*Recorded to
 check register
 See check stub # 1021
 efs 3/21/23*

Historical

TN Dept Env & Conservation
WRS TN Tower, 10th Floor
312 Rosa L. Parks Avenue
Nashville TN 37243
Phone: (615) 532-0065

WPC_CGPFM-8516

Invoice	INV00000000732056
Date	12/15/2022
Page	1

Due Date: 1/31/2023

Bill To:

Customer ID: 373670
SEED TICK LLC
492 SWEETBRIAR ROAD
MEMPHIS TN 38120

Trey Sowell

Billed	Fee Item	Fee Name	Unit Price	Total
1.00	TNR155173	WPC-00605-FMF-CONSTR STORM WATER 50 TO 20 ACRES ANNUAL FEE	\$0.00	\$1,000.00
		Penalty		\$158.85
		Interest		\$25.16

Paid
\$1,184.01
CR # 1027
(Scott's Creek)
7/23/23

Subtotal	\$1,000.00
Total	\$1,000.00

Please read the additional information (on the back or enclosed) concerning this invoice.

Tear off and mail back above portion with your payment

A.13

RICHARD L. WINCHESTER, JR.
7515 Corporate Centre Drive
Germantown, Tennessee 38138
901-507-2156

February 25, 2022

Seed Tick LLC
c/o Trey Sowell
tssowell@gmail.com

FOR PROFESSIONAL SERVICES:

<u>DATE</u>		<u>HOURS</u>
2/22/2022	Printing and Review of multiple Agreements and other maps and documents; note and outline regarding same.	1.50
2/23/2022	Meeting with Trey, Jay, and Glenn at Jay's office.	1.25
TOTAL FEES: 2.75 hour @ \$300 per hour		\$825.00
EXPENSES:		
TOTAL BALANCE DUE		<u>\$825.00</u>

~ Please remit payment to Richard L. Winchester, Jr. upon receipt. Thank you~

*Paid
3/3/22
ch# 1007
825.00*

*Thank you -
Rich*

A.14

McCarty Granberry Engineering
198 Progress Road
Collierville, TN 38017
(901) 221-0075
jmccarty@mccartygranberry.com

Invoice # 1448-95

Bill To

Seed Tick, LLC
492 Sweetbrier Rd
Memphis, TN 38120

DATE	PLEASE PAY	DUE DATE
3/3/2022	\$2,656.73	4/2/2022

PROJECT:

Harding

INVOICE PERIOD

12/14/2021-2/17/2022

Description:

Addressing Final Comments and Resubmittal Preparation
Printing Costs

Amount
2,092.30
564.43

Handwritten:
Paid
3/4/22
2,656.73
check # 1008
Paid by Scott's Creek Ave

TOTAL DUE

\$2,656.73

THANK YOU.

A.15

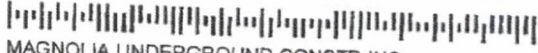


PO BOX 99001
DENHAM SPRINGS, LA. 70727-9001



SOLD TO: T4076014

1015 1 AB 0.461 E0013 10021 D6730468662 S2 P8853034 0002:0002



MAGNOLIA UNDERGROUND CONSTR INC
JOB: HEATHFIELD ON SCOTT'S CREEK
2898 CAYCE RD
BYHALIA MS 38611-8450

Invoice

Invoice #		Ship Via	
705127242		HOTSHOT DELIVERY	
Inv. Date	Order Date	Ship Date	
02/21/22	12/20/21	02/21/22	
Branch Location			
COBURN'S MEMPHIS TENNESSEE (70) 4935 COVINGTON WAY MEMPHIS, TN 38128 901-372-1589			

SHIP TO: T4076014

MAGNOLIA UNDERGROUND CONSTR INC
HEATHFIELD ON SCOTT'S CREEK
9708 OLD BROWNSVILLE RD
LAKELAND, TN 38002

Salesperson	Wrt-BY	Picked Up By	Tracking Number: NOT PROVIDED	Customer PO#	Job Name
KATHY SAPPINGTON	KATHY SAPPINGTON				LUKE

Line#	Ord.	Qty.	Ship	PartNumber	Description	Unit Price	Per	Ext. Price
1	3500	3500		46715020	8 in X 14 ft D3034 SDR26 HW Sewer PVC Pipe With Ring Gasket	12.97	FT	45395.00

*Paid to Magnolia -
4/25/22
check # 1011*

We have a new remittance address:



PO Box 46179
Houston, Texas 77210-6179

Please update your records.

We at Coburn's do appreciate your business.
GO PAPERLESS! Decide how your invoices should be sent.
Please visit <http://www.coburns.com/options>

COBURN'S Standard Terms: NET 25th

Remit To: PO Box 46179
Houston, TX 77210-6179

Subtotal	45395.00
Freight	0.00
Handling	0.00
Tax Rate: 9.750 Sales Tax	4426.01
Tax Code: TN-MEMP TOTAL	49,821.01

Sullivan Surveying, Inc.

6111 Highway 4
Ripley, Mississippi 38663

Invoice

DATE	INVOICE #
6/16/2022	13551

BILL TO
Magnolia Underground 2898 Cayce Road Byhalia, MS 38611-8450

P.O. NO.	TERMS	PROJECT
		1000-Lakeland Subdivision

DATE	QUANTITY	DESCRIPTION	RATE	AMOUNT
		Heathfield on Scott's Creek Lakeland, Tennessee		
5/23/2022	4	Calc project file, control, and limits of disturbance	85.00	340.00
5/23/2022	6	Staked construction limits.	135.00	810.00
5/23/2022	6	Second crew - stake construction limits	135.00	810.00
5/27/2022	8	Sct up control and staked limits of disturbance	135.00	1,080.00
			Total	\$3,040.00

*Paid
7/6/22
check #1015
Scott's Creek development*

A.17

McCarty Granberry Engineering
198 Progress Road
Collierville, TN 38017
(901) 221-0075
jmccarty@mccartygranberry.com

Invoice # 1781-01

Bill To *Scotts Creek Development*
Seed Tick, LLC
492 Sweetbrier Rd
Memphis, TN 38120

DATE	PLEASE PAY	DUE DATE
11/13/2022	\$5,662.52	12/13/2022

PROJECT:
Heathfield on Scotts Creek

INVOICE PERIOD
03/01/2022-11/11/2022

Description:	Amount
MLGW Coordination	3,417.19
Seed Tick Rd. Cost Estimates	2,245.33

*Paid
12/8/22
CK # 1017*

TOTAL DUE
\$5,662.52

THANK YOU.

A.18

RICHARD L. WINCHESTER, JR.
7515 Corporate Centre Drive
Germantown, Tennessee 38138
901-507-2156

May 23, 2022

Seed Tick LLC
c/o Trey Sowell
tssowell@gmail.com

FOR PROFESSIONAL SERVICES:

<u>DATE</u>		<u>HOURS</u>
3/10/2022	Review of emails; telephone call with Trey Sowell; telephone call with Glenn Everton; review of Trey's "Bullet Points" for response to Darrell Phillips.	.75
3/21/2022	Office conference with Darrell Phillips and Doug Swink; telephone call with Trey.	.50
3/25/2022	Telephone call with Darrell Phillips regarding meeting to resolve issues regarding Seed Tick Road.	.25
4/27/2022	Review and notation of suggested revisions.	.50
4/29/2022	Review of email from Glenn Everton regarding status of negotiations; telephone call with Glenn.	.25
5/4/2022	Telephone call with Trey regarding suggested changes to Agreement.	.25

TOTAL FEES: 2.5 hour @ \$300 per hour \$750.00

EXPENSES:

TOTAL BALANCE DUE

\$750.00

~ Please remit payment to Richard L. Winchester, Jr. upon receipt. Thank you~

*Paid 6/1/22
ck # 1013*

A.19

Sullivan Surveying, Inc.
 6111 Highway 4
 Ripley, Mississippi 38663

Invoice

DATE	INVOICE #
10/15/2022	14084

BILL TO
Magnolia Underground 2898 Cayce Road Byhalia, MS 38611-8450

P.O. NO.	TERMS	PROJECT
		1000-Lakeland Subdivision

DATE	QUANTITY	DESCRIPTION	RATE	AMOUNT
9/15/2022		Heathcliff Subdivision Lakeland, Tennessee		
9/21/2022	3	Staked prop cop and topo	135.00	405.00
	1.5	Calc gas line topo	85.00	127.50
<i>Heathfield</i>				
<i>Paid 11/14/22 ch# 1016</i>				
			Total	\$532.50

McCarty Granberry Engineering
198 Progress Road
Collierville, TN 38017
(901) 221-0075
jmccarty@mccartygranberry.com

Invoice # 1447-34

Bill To
Scott's Creek Development, LLC
~~Seed Tick, LLC~~
492 Sweetbrier Rd
Memphis, TN 38120

DATE	PLEASE PAY	DUE DATE
12/8/2021	\$20,447.77	1/7/2022

PROJECT:

Harding

INVOICE PERIOD

08/16/2021-12/3/2021

Description:

Description:	Amount
Final Construction Plans, Addressing Comments, SWPPP, ARAP	19,913.84
Printing	263.93
Seed Tick Meetings, School Issue	270.00

*Paid
2/9/22
CKA 1004*

TOTAL DUE

\$20,447.77

THANK YOU.

2/21/22
12:36 PM

Magnolia Underground Construction, Inc.
Job Cost History
Detail by Cost Category

Job: 2119 Healthfield/Scott's Creek

Date	Reference	Vendor	Amount	Quantity	Description	Acct. Entry
0 No cost category specified						
Material						
12/6/21	5633	Dunn Utility Products	11,096.68			12/21 - 44
12/9/21	5708	Dunn Utility Products	10,896.22			12/21 - 71
12/10/21	5727	Dunn Utility Products	10,083.72			12/21 - 71
12/21/21	5896	Dunn Utility Products	9,591.40			12/21 - 78
	Total		41,668.02			
Job Total			41,668.02			

*Paid 93
draw #1
2/22/22
ck# 1006
\$41,668.02*

Statement



KISER VOGGRIN DESIGN

Kiser Vogrin Design
 5005 Meridian Blvd
 Suite 100
 Franklin, TN 37067

Seed Tick, LLC
 Trey Sowell
 492 Sweetbriar Road
 Memphis, TN 38120

Statement date: 1/3/2022

	Invoice Number	Invoice Date	Amount
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Seed Tick, LLC
 20013 Lakeland Harding Property

20013-17	8/31/2021	7,390.85
20013-18	11/30/2021	<u>1,799.35</u>
Client Outstanding		9,190.20

Seed Tick, LLC						
Outstanding	Current	31-60 Days	61-90 Days	91-120 Days	121+ Days	Prepayment
9,190.20	0.00	1,799.35	0.00	0.00	7,390.85	0.00

Paid by Scott's Creek Development
\$9,190.²⁰
ck # 1001

McCarty Granberry Engineering
198 Progress Road
Collierville, TN 38017
9012210075
jmccarty@mccartygranberry.com

Invoice # 1447-02

Bill To

Seed Tick, LLC
492 Sweetbrier Rd
Memphis, TN 38120

DATE	PLEASE PAY	DUE DATE
8/12/2021	\$84,730.19	9/11/2021

PROJECT:

Harding

INVOICE PERIOD

4/24/2021 to 8/6/2021

Description:	Amount
Preliminary Development Plan	8,672.10
Planning Services and Landscape Plans (Kiser Vogrin 13,14, 15 & 16)	36,889.11
Tree Survey, Dam Breach Survey of Offsite Roads and Culverts and Gas Line Depth Locations (Ollar 21091-1)	11,747.25
Traffic Study (Kimley Horn)	3,680.00
Printing Submittals	183.63
Dam Breach Study and Phase 1 and Phase 2 Construction Drawing Prep (Apprx 60%)	23,558.10

*Paid
8/24/21
ck # 1024
\$84,730.19*

TOTAL DUE

\$84,730.19

THANK YOU.

A.24

McCarty Granberry Engineering
198 Progress Road
Collierville, TN 38017
9012210075
jmccarty@mccartygranberry.com

Invoice # 1443-01



Bill To

Seed Tick, LLC
492 Sweetbrier Rd
Memphis, TN 38120

DATE	PLEASE PAY	DUE DATE
1/31/2021	\$16,282.37	3/2/2021

PROJECT:

Harding

INVOICE PERIOD

12/5/2020 - 2/10/2021

Description:

Planned Development Preparation, Submittal and Meetings
Planning Invoices Kiser Vogrin

Amount

6,706.25
9,576.12

*Paid
2/24/21
16,282.34
ch # 1019*

TOTAL DUE

\$16,282.37

THANK YOU.

A.25



From

Development Consulting Capital, LLC
 6515 Cherryhill Parkway
 Memphis, TN 38120

INVOICE

To

Scott's Creek Development, LLC
 492 Sweetbriar Road
 Memphis, TN 38120

Invoice # 04012025
Invoice Date 04/01/2025 
Due Date 04/01/2025 

Item	Description	Unit Price	Quantity	Amount
Service	TIF Consulting Safe City, Lakeland TN	50000.00	1.00	50000.00
		0.00	0.00	0.00

New Line

Notes

Thank you!

Subtotal 50000.00
Total 50000.00
Amount Paid 0.00
Balance Due \$50000.00



Herenton Homes, LLC
 6099 Mount Moriah EXT. STE #22
 Memphis, TN 38115
 Phone: 901-800-1030 Fax: 901-432-5638

INVOICE

INVOICE # 001
 DATE: JULY 1, 2025

TO:
 Valleybrook Development
 Seed Tick, LLC
 8620 Trinity Road #202
 Cordova, TN 38018

COMMENTS OR SPECIAL INSTRUCTIONS:
 This invoice is for Consulting Fees.

*Paid
 OK # 1009
 7,500⁰⁰ (1/2)*

ITEM	DESCRIPTION	UNIT PRICE	TOTAL
Service	Consulting Fees "Seed Tick, LLC"	\$15,000.00	\$15,000.00
		SUBTOTAL	\$15,000.00
		SALES TAX	0
		SHIPPING & HANDLING	0
		TOTAL DUE	\$15,000.00

Notes: Herenton Homes, LLC EIN# 84-5035709

Make all checks payable to Herenton Homes, LLC
 If you have any questions concerning this invoice, contact Willie Herenton, 901-800-1030, wille@herentonthomes.com

THANK YOU FOR YOUR BUSINESS!

A.27