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DECLARATION OF RESTRICTIONS

OF

BEARWALLOW RUN MITIGATION HOLDINGS LLC  
(Owner)

RITCHIE COUNTY, WEST VIRGINIA

THIS DECLARATION OF RESTRICTION COVENANTS is made this 13  
day of July, 2018, by Bearwallow Run Mitigation Holdings LLC, a Delaware  
limited liability company.

WHEREAS, Bearwallow Run Mitigation Holdings LLC ("Owner") is the owner  
of the approximately 222.76-acre property more fully described on Exhibit A attached hereto  
("Property");

WHEREAS, Owner desires to impose on said Property restrictive covenants  
expressing Owner's intent to preserve such Property, including the streams, creeks and  
tributaries, in perpetuity in its natural state as detailed below. These covenants are imposed by  
Owner freely and voluntarily, in order to assure that the aquatic impacts pursuant to Nationwide  
Permit LRH 2014-0392 issued by the Huntington District of the U.S. Army Corps of Engineers  
("USACE") shall be minimal.

NOW THEREFORE THIS DECLARATION WITNESSETH: Owner does  
hereby declare, covenant and agree, for itself and its successors and assigns that said Property  
shall be hereafter held, leased, transferred, and sold subject to the following conditions and  
restrictions which shall run with the land and be binding on all parties and persons claiming under  
them.

**Covenants and Restrictions.**

The Property shall be preserved in perpetuity in its natural state, by prohibiting the  
following activities:

1. Destruction or alteration of the Property other than those alterations authorized by the  
Huntington District, USACE under Permit Number LRH 2014-0392;
2. Construction, maintenance or placement of any structures or fills including but not  
limited to buildings, mobile homes, fences, signs other than those which currently exist.  
However, boardwalks, wildlife management structures, observation decks, one  
informative sign, and unpaved foot trails may be placed on the Property provided that any  
such structure permits the natural movement of water and preserves the natural contour of  
the ground and subject to prior written approval by the USACE;

3. Ditching, draining, diking, damming, filling, excavating, grading, plowing, flooding/ponding, mining, drilling, placing of trash and yard debris or removing/adding topsoil, sand, or other materials (except as may be necessary to repair or restore the mitigation bank due to damage or as required by a third party having a right of way easement on the Property that requires them to maintain, repair or restore damage to their easement). Any other request will be granted on a case-by-case basis with prior written approval by USACE;
4. Permitting livestock to graze, inhabit or otherwise enter the Property.
5. Cultivating, harvesting, cutting, logging, planting, and pruning of trees and plants, or using fertilizers and spraying with biocides (except as may be necessary on a case-by-case basis with prior approval by USACE).

#### **Amendment**

The covenants contained herein shall not hereafter be altered in any respect without the express written approval and consent of Owner or its successors in interest to the Property and the USACE. Owner or its successors in interest to the Property may apply to the USACE for vacation or modification of this declaration; however, after recording this document, these restrictive covenants may only be amended or vacated by a recorded document signed by the USACE and the Owner or its successors in interest to the Property.

#### **Compliance Inspections and Enforcement**


The USACE and its authorized agents shall have the right to enter and go upon the Property to inspect the Property and take actions necessary to verify compliance with these restrictive covenants. The restrictive covenants herein shall be enforceable by any proceeding at law or in equity or administrative proceeding by the USACE. Failure by any agency (or Owner) to enforce any covenant or restriction contained herein shall in no event be deemed a waiver of the right to do so thereafter.

#### **Separability Provision**

The provisions hereof shall be deemed individual and severable and the invalidity or partial invalidity or unenforceability of any one provision or any portion thereof shall not affect the validity or enforceability of any other provision thereof.

WITNESS the following signature the day and year first above written.


Bearwalow Run Mitigation Holdings LLC  
By: LTC Management LLC, its Manager

By:   
Name: David Hoffer  
Title: Managing Member

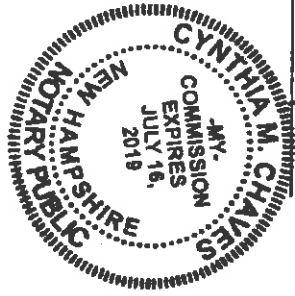
State of New Hampshire, County of Graton, to wit:

I, Cynthia M. Chaves, a notary public for the state and city aforesaid, do certify that David Hoffer, whose name was signed on July 13, 2018, in his capacity as Managing Member of LTC Management LLC, in its capacity as manager of Bearwalow Run Mitigation Holdings LLC, on that date to the foregoing document has acknowledged said document and signature before me in the city aforesaid.

Given under my hand and notarial seal this 13<sup>th</sup> day of July, 2018.

  
Notary Public

My commission expires 7-16-19



**EXHIBIT A**

**LEGAL DESCRIPTION**

## DESCRIPTION OF 188.195 ACRE TRACT

Beginning at a 2 inch pipe, at the northwest corner of Indian Creek Mitigation Holdings,  
Deed Book 341 Page 89, Tax Map 11, Parcel No. 20;

Thence N 78°52'13" E a distance of 399.58 feet to a 5/8" re-bar;  
Thence S 87°39'47" E a distance of 438.42 feet to a point;  
Thence S 74°29'25" E a distance of 67.17 feet to a point;  
Thence S 79°44'19" E a distance of 86.12 feet to a point;  
Thence S 72°59'33" E a distance of 109.23 feet to a point;  
Thence with a curve turning to the left with an arc length of 166.28 feet, with a radius of  
1507.03 feet, with a chord bearing of S 76°08'38" E, with a chord length of 166.20 feet to  
a point;  
Thence S 80°57'29" E a distance of 71.92 feet to a point;  
Thence with a curve turning to the left with an arc length of 107.78 feet, with a radius of  
220.88 feet, with a chord bearing of N 85°03'47" E, with a chord length of 106.71 feet to  
a point;  
Thence with a compound curve turning to the left with an arc length of 22.62 feet, with a  
radius of 76.30 feet, with a chord bearing of N 57°25'49" E, with a chord length of 22.53  
feet to a point;  
Thence S 36°09'54" E a distance of 99.28 feet to a point;  
Thence S 28°27'33" W a distance of 52.11 feet to a point;  
Thence with a curve turning to the left with an arc length of 40.44 feet, with a radius of  
27.50 feet, with a chord bearing of S 13°40'08" E, with a chord length of 36.89 feet to a  
point;  
Thence S 55°47'48" E a distance of 70.85 feet to a point;  
Thence with a curve turning to the right with an arc length of 15.89 feet, with a radius of  
13.60 feet, with a chord bearing of S 22°18'22" E, with a chord length of 15.00 feet to a  
point;  
Thence with a reverse curve turning to the left with an arc length of 9.18 feet, with a  
radius of 49.55 feet, with a chord bearing of S 02°10'38" W, with a chord length of 9.16  
feet to a point;  
Thence with a compound curve turning to the left with an arc length of 33.89 feet, with a  
radius of 21.50 feet, with a chord bearing of S 44°35'21" E, with a chord length of 30.49  
feet to a point;  
Thence S 89°45'06" E a distance of 26.74 feet to a point;  
Thence with a curve turning to the right with an arc length of 10.66 feet, with a radius of  
8.35 feet, with a chord bearing of S 53°11'30" E, with a chord length of 9.95 feet to a  
point;

Thence with a reverse curve turning to the left with an arc length of 17.73 feet, with a radius of 29.30 feet, with a chord bearing of S 33°57'58" E, with a chord length of 17.46 feet to a point;

Thence S 61°47'50" E a distance of 69.69 feet to a point;

Thence with a curve turning to the left with an arc length of 35.05 feet, with a radius of 43.50 feet, with a chord bearing of S 85°05'42" E, with a chord length of 34.11 feet to a point;

Thence N 71°49'20" E a distance of 13.53 feet to a point;

Thence with a curve turning to the right with an arc length of 12.15 feet, with a radius of 12.50 feet, with a chord bearing of S 80°19'40" E, with a chord length of 11.68 feet to a point;

Thence S 52°28'40" E a distance of 27.80 feet to a point;

Thence with a curve turning to the left with an arc length of 10.35 feet, with a radius of 55.50 feet, with a chord bearing of S 57°49'11" E, with a chord length of 10.33 feet to a point;

Thence S 63°09'42" E a distance of 19.50 feet to a point;

Thence with a curve turning to the left with an arc length of 21.43 feet, with a radius of 55.50 feet, with a chord bearing of S 74°13'31" E, with a chord length of 21.30 feet to a point;

Thence S 85°17'21" E a distance of 24.74 feet to a point;

Thence with a curve turning to the right with an arc length of 30.25 feet, with a radius of 40.50 feet, with a chord bearing of S 63°53'23" E, with a chord length of 29.55 feet to a point;

Thence S 42°29'26" E a distance of 151.27 feet to a point;

Thence with a curve turning to the left with an arc length of 17.31 feet, with a radius of 57.53 feet, with a chord bearing of S 51°06'46" E, with a chord length of 17.25 feet to a point;

Thence S 57°00'56" E a distance of 37.62 feet to a point;

Thence with a curve turning to the right with an arc length of 89.03 feet, with a radius of 47.76 feet, with a chord bearing of S 03°36'39" E, with a chord length of 76.69 feet to a point;

Thence S 50°28'17" W a distance of 143.88 feet to a point;

Thence with a curve turning to the right with an arc length of 92.25 feet, with a radius of 60.71 feet, with a chord bearing of N 84°57'26" W, with a chord length of 83.63 feet to a point;

Thence S 36°24'10" W a distance of 15.00 feet to a point;

Thence with a curve turning to the left with an arc length of 112.06 feet, with a radius of 75.25 feet, with a chord bearing of S 86°09'00" E, with a chord length of 101.99 feet to a point;

Thence N 50°28'17" E a distance of 143.96 feet to a point;

Thence with a curve turning to the left with an arc length of 117.09 feet, with a radius of 62.76 feet, with a chord bearing of N 03°34'03" W, with a chord length of 100.83 feet to a point;

Thence N 57°00'56" W a distance of 38.00 feet to a point;

Thence with a curve turning to the right with an arc length of 13.13 feet, with a radius of 42.53 feet, with a chord bearing of N 51°20'04" W, with a chord length of 13.08 feet to a point;

Thence N 42°29'26" W a distance of 151.27 feet to a point;

Thence with a curve turning to the left with an arc length of 41.46 feet, with a radius of 55.50 feet, with a chord bearing of N 63°53'23" W, with a chord length of 40.50 feet to a point;

Thence N 85°17'21" W a distance of 24.74 feet to a point;

Thence with a curve turning to the right with an arc length of 15.64 feet, with a radius of 40.50 feet, with a chord bearing of N 74°13'31" W, with a chord length of 15.54 feet to a point;

Thence N 63°09'42" W a distance of 19.50 feet to a point;

Thence with a curve turning to the right with an arc length of 7.55 feet, with a radius of 40.50 feet, with a chord bearing of N 57°49'11" W, with a chord length of 7.54 feet to a point;

Thence N 52°28'40" W a distance of 27.80 feet to a point;

Thence with a curve turning to the left with an arc length of 26.73 feet, with a radius of 27.50 feet, with a chord bearing of N 80°19'40" W, with a chord length of 25.69 feet to a point;

Thence S 71°49'20" W a distance of 13.53 feet to a point;

Thence with a curve turning to the right with an arc length of 22.96 feet, with a radius of 28.50 feet, with a chord bearing of N 85°05'42" W, with a chord length of 22.35 feet to a point;

Thence N 62°00'44" W a distance of 66.90 feet to a point;

Thence with a curve turning to the right with an arc length of 8.65 feet, with a radius of 14.30 feet, with a chord bearing of N 33°57'58" W, with a chord length of 8.52 feet to a point;

Thence with a reverse curve turning to the left with an arc length of 29.80 feet, with a radius of 23.35 feet, with a chord bearing of N 53°11'30" W, with a chord length of 27.82 feet to a point;

Thence N 89°45'06" W a distance of 26.74 feet to a point;

Thence with a curve turning to the right with an arc length of 10.25 feet, with a radius of 6.50 feet, with a chord bearing of N 44°35'21" W, with a chord length of 9.22 feet to a point;

Thence N 00°34'24" E a distance of 6.40 feet to a point;

Thence with a curve turning to the left with an arc length of 33.43 feet, with a radius of 28.60 feet, with a chord bearing of N 22°18'22" W, with a chord length of 31.56 feet to a point;

Thence N 55°47'48" W a distance of 70.85 feet to a point;

Thence with a curve turning to the right with an arc length of 18.38 feet, with a radius of 12.50 feet, with a chord bearing of N 13°40'08" W, with a chord length of 16.77 feet to a point;

Thence N 28°27'33" E a distance of 113.18 feet to a point;

Thence with a curve turning to the right with an arc length of 22.15 feet, with a radius of 42.50 feet, with a chord bearing of N 43°23'23" E, with a chord length of 21.90 feet to a point;

Thence N 58°19'14" E a distance of 30.60 feet to a point;

Thence with a curve turning to the left with an arc length of 58.89 feet, with a radius of 57.50 feet, with a chord bearing of N 28°58'49" E, with a chord length of 56.35 feet to a point;

Thence N 00°21'36" W a distance of 36.04 feet to a point;

Thence N 84°36'11" E a distance of 8.59 feet to a point;

Thence with a curve turning to the right with an arc length of 15.68 feet, with a radius of 38.26 feet, with a chord bearing of S 83°39'06" E, with a chord length of 15.57 feet to a point;

Thence with a compound curve turning to the right with an arc length of 48.89 feet, with a radius of 49.25 feet, with a chord bearing of S 39°56'35" E, with a chord length of 46.91 feet to a point;

Thence with a reverse curve turning to the left with an arc length of 1.30 feet, with a radius of 30.00 feet, with a chord bearing of S 12°47'08" E, with a chord length of 1.30 feet to a point;

Thence S 14°01'31" E a distance of 90.32 feet to a point;

Thence with a curve turning to the left with an arc length of 44.90 feet, with a radius of 283.07 feet, with a chord bearing of S 18°34'09" E, with a chord length of 44.85 feet to a point;

Thence with a compound curve turning to the left with an arc length of 1.53 feet, with a radius of 30.00 feet, with a chord bearing of S 24°34'32" E, with a chord length of 1.53 feet to a point;

Thence with a compound curve turning to the left with an arc length of 116.20 feet, with a radius of 151.31 feet, with a chord bearing of S 48°02'26" E, with a chord length of 113.37 feet to a point;

Thence with a compound curve turning to the left with an arc length of 288.37 feet, with a radius of 1920.09 feet, with a chord bearing of S 72°04'13" E, with a chord length of 288.10 feet to a point;

Thence with a compound curve turning to the left with an arc length of 0.99 feet, with a radius of 30.00 feet, with a chord bearing of S 77° 18'58" E, with a chord length of 0.99 feet to a point;

Thence with a compound curve turning to the left with an arc length of 166.97 feet, with a radius of 1580.75 feet, with a chord bearing of S 81° 17'06" E, with a chord length of 166.89 feet to a point;

Thence with a compound curve turning to the left with an arc length of 2.16 feet, with a radius of 30.00 feet, with a chord bearing of S 86° 22'16" E, with a chord length of 2.16 feet to a point;

Thence with a compound curve turning to the left with an arc length of 143.65 feet, with a radius of 1324.59 feet, with a chord bearing of N 88° 27'43" E, with a chord length of 143.58 feet to a point;

Thence with a compound curve turning to the left with an arc length of 0.18 feet, with a radius of 30.00 feet, with a chord bearing of N 85° 10'51" E, with a chord length of 0.18 feet to a point;

Thence with a reverse curve turning to the right with an arc length of 73.22 feet, with a radius of 194.45 feet, with a chord bearing of S 84° 19'34" E, with a chord length of 72.79 feet to a point;

Thence S 47° 11'01" W a distance of 119.24 feet to a point;

Thence S 69° 20'26" E a distance of 147.50 feet to a point;

Thence S 75° 35'48" E a distance of 480.40 feet to a point;

Thence S 75° 35'48" E a distance of 58.80 feet to a point;

Thence S 75° 35'48" E a distance of 82.33 feet to a point;

Thence N 32° 38'46" E a distance of 115.72 feet to a point;

Thence S 78° 49'34" E a distance of 141.48 feet to a point;

Said point lies S 46° 39'25" W, a distance of 1226.90 feet to a point from a set stone at fence;

Thence S 28° 16'17" W a distance of 131.96 feet to a point;

Thence S 24° 56'39" E a distance of 56.41 feet to a point;

Thence S 31° 02'53" W a distance of 118.84 feet to a point;

Thence N 40° 08'09" W a distance of 49.45 feet to a point;

Thence S 81° 10'22" W a distance of 142.87 feet to a point;

Thence S 27° 37'21" E a distance of 56.89 feet to a point;

Thence S 39° 10'59" E a distance of 38.27 feet to a point;

Thence S 03° 42'40" W a distance of 96.30 feet to a point;

Thence S 88° 17'43" E a distance of 9.28 feet to a point;

Thence S 54° 04'17" E a distance of 10.64 feet to a point;

Thence S 39° 57'27" E a distance of 12.06 feet to a point;

Thence S 13° 57'54" E a distance of 24.33 feet to a point;

Thence S 03° 02'07" E a distance of 34.32 feet to a point;

Thence S 86°04'50" E a distance of 208.06 feet to a point;  
Thence N 64°10'35" E a distance of 168.50 feet to a point;  
Thence S 89°01'27" E a distance of 335.82 feet to a point;  
Thence S 69°27'27" E a distance of 114.09 feet to a point;  
Thence S 55°06'14" E a distance of 163.29 feet to a point;  
Thence N 25°36'33" E a distance of 105.22 feet to a point;  
Thence N 62°41'12" W a distance of 111.20 feet to a point;  
Thence N 48°26'35" W a distance of 130.66 feet to a point;  
Thence N 42°00'28" W a distance of 42.80 feet to a point;  
Thence S 84°18'24" W a distance of 43.78 feet to a point;  
Thence S 78°40'01" W a distance of 45.31 feet to a point;  
Thence N 88°38'11" W a distance of 84.07 feet to a point;  
Thence S 87°47'09" W a distance of 61.68 feet to a point;  
Thence S 89°48'16" W a distance of 46.50 feet to a point;  
Thence N 86°46'14" W a distance of 95.32 feet to a point;  
Thence N 86°57'45" W a distance of 125.77 feet to a point;  
Thence N 82°06'28" W a distance of 47.20 feet to a point;  
Thence N 52°08'27" W a distance of 9.27 feet to a point;  
Thence N 67°30'43" W a distance of 31.39 feet to a point;  
Thence N 22°09'46" E a distance of 28.97 feet to a point;  
Thence N 29°58'51" E a distance of 30.29 feet to a point;  
Thence N 32°42'20" E a distance of 106.49 feet to a point;  
Thence N 47°33'45" W a distance of 19.44 feet to a point;  
Thence N 22°33'05" E a distance of 29.05 feet to a point;  
Thence N 33°42'07" E a distance of 11.05 feet to a point;  
Thence S 87°43'21" E a distance of 286.93 feet to a point;  
Thence N 52°34'32" W a distance of 85.42 feet to a point;  
Thence with a curve turning to the right with an arc length of 50.62 feet, with a radius of 180.64 feet, with a chord bearing of S 76°34'55" E, with a chord length of 50.45 feet to a point;  
Thence S 64°52'06" E a distance of 31.92 feet to a point;  
Thence with a curve turning to the left with an arc length of 258.07 feet, with a radius of 599.28 feet, with a chord bearing of S 76°03'29" E, with a chord length of 256.08 feet to a point;  
Thence S 87°32'05" E a distance of 56.69 feet to a point;  
Thence with a curve turning to the left with an arc length of 66.21 feet, with a radius of 1556.43 feet, with a chord bearing of S 89°45'23" E, with a chord length of 66.21 feet to a point;  
Thence N 87°48'36" E a distance of 69.47 feet to a point;  
Thence N 85°53'57" E a distance of 80.47 feet to a 5/8" re-bar;

Thence N 74°39'03" E a distance of 152.62 feet to a point;  
Thence S 55°45'54" E a distance of 465.63 feet to a 5/8" re-bar at a sugar maple stump;  
Thence S 42°31'16" W a distance of 319.70 feet to a set stone;  
Thence S 83°18'34" W a distance of 199.71 feet to a set stone;  
Thence S 00°07'48" W a distance of 337.96 feet to a set stone;  
Thence S 08°50'22" W a distance of 329.65 feet to a set stone;  
Thence S 00°16'06" E a distance of 447.07 feet to a set stone;  
Thence S 13°28'40" E a distance of 144.38 feet to a point;  
Thence S 02°29'10" E a distance of 217.62 feet to a point;  
Thence S 02°29'10" E a distance of 178.36 feet to a 5/8" re-bar;  
Thence S 49°43'48" E a distance of 590.04 feet to a 5/8" re-bar;  
Thence N 85°03'46" W a distance of 364.65 feet to a 5/8" re-bar;  
Thence S 46°29'54" W a distance of 1317.21 feet to a 5/8" re-bar;  
Thence N 54°30'07" W a distance of 709.50 feet to a 5/8" re-bar;  
Thence N 11°50'39" E a distance of 1045.21 feet to a point;  
Thence N 11°50'39" E a distance of 278.13 feet to a 5/8" re-bar;  
Thence N 63°57'09" W a distance of 1231.65 feet to a 5/8" re-bar;  
Thence N 86°11'31" W a distance of 426.87 feet to a 5/8" re-bar in rock pile;  
Thence S 84°03'25" W a distance of 342.57 feet to a set stone;  
Thence N 51°48'08" W a distance of 278.22 feet to a set stone;  
Thence N 32°02'36" W a distance of 519.60 feet to a point;  
Thence N 32°02'36" W a distance of 1151.75 feet to a point;  
Thence N 32°02'36" W a distance of 274.28 feet to a 2 inch pipe, which is the point of beginning, having an area of 8,197,770.62 square feet, or 188.195 acres.

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## DESCRIPTION OF 0.562 ACRE TRACT

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Beginning at a point;

Thence with a curve turning to the left with an arc length of 21.92 feet, with a radius of 368.69 feet, with a chord bearing of S 69°49'55" W, with a chord length of 21.92 feet to a point;

Thence with a compound curve turning to the left with an arc length of 86.87 feet, with a radius of 354.83 feet, with a chord bearing of S 61°06'56" W, with a chord length of 86.65 feet to a point;

Thence S 52°29'21" W a distance of 48.49 feet to a point;

Thence with a curve turning to the right with an arc length of 108.59 feet, with a radius of 142.20 feet, with a chord bearing of S 81°31'36" W, with a chord length of 105.97 feet to a point;

Thence N 80°57'29" W a distance of 71.92 feet to a point;

Thence with a curve turning to the right with an arc length of 162.26 feet, with a radius of 875.65 feet, with a chord bearing of N 76°07'21" W, with a chord length of 162.03 feet to a point;

Thence N 73°00'20" W a distance of 99.59 feet to a point;

Said point lies S 87°36'15" E a distance of 606.05 feet to a point from a 5/8" re-bar and N 87°01'40" E a distance of 998.92 feet to a point from a 2 inch pipe;

Thence S 87°47'26" E a distance of 280.20 feet 5/8" re-bar;

Thence N 84°44'21" E a distance of 284.49 feet to a point, which is the point of beginning, having an area of 24,486.94 square feet, or 0.562 acres.

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**DESCRIPTION OF 0.332 ACRE TRACT**

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Beginning at a point;

Thence with a curve turning to the right with an arc length of 78.69', with a radius of 173.45 feet, with a chord bearing of S 89°28'20" E, with a chord length of 78.02 feet to a point;

Said point lies S 52°30'11" W a distance of 1154.03 feet to a point from a set stone at fence;

Thence S 69°29'05" E a distance of 52.64 feet to a point;

Thence S 08°53'13" W a distance of 103.99 feet to a point;

Thence N 78°49'34" W a distance of 139.77 feet to a point;

Thence N 15°15'40" E a distance of 98.29 feet to a point, which is the point of beginning, having an area of 14,478.91 square feet, or 0.332 acres.

**EXHIBIT B**

**SURVEY MAP**



West Virginia, Ritchie County  
I, Tracie D. McDonald, do  
hereby certify that the  
document to which this stamp  
is affixed is a true copy of the  
document recorded in this  
office.

book 124 page 3  
Plat File

Tracie D. McDonald  
Tracie D. McDonald  
Elect/Deputy