

BK 0769PG 1234

9610642

Exempted from recordation taxes
under the Code of Virginia (1950), as amended,
Sections 58.1-811 (A)(3), 58.1-811(C)(4), and 10.1-1803

#560

DEED OF GIFT OF EASEMENT

THIS DEED OF GIFT OF EASEMENT made this 11 day of December, 1996, by and between HICKORY TREE FARM, INCORPORATED, a Virginia corporation, herein called the Grantor, and the VIRGINIA OUTDOORS FOUNDATION, an Agency of the Commonwealth of Virginia, whose address is 203 Governor Street, Suite 420, Richmond, Virginia 23219-2010, herein called the Grantee.

WITNESSETH:

WHEREAS, the Virginia Open Space Land Act of 1966 (Chapter 17, Title 10.1, §§ 10.1-1700 to 10.1-1705 of the Code of Virginia) declares that the preservation of open-space land serves a public purpose by promoting the health and welfare of the citizens of the Commonwealth by curbing urban sprawl and encouraging more desirable and economic development of natural resources, and authorizes the use of easements in gross to maintain the character of open-space land; and

WHEREAS, Chapter 18, Title 10.1 of the Code of Virginia (§§ 10.1-1800 to 10.1-1804) declares it to be the public policy of the Commonwealth to encourage preservation of open-space land and authorizes the Virginia Outdoors Foundation to hold real property or any estate or interest therein for the purpose of preserving the natural, scenic, historical, scientific, open-space and recreational lands of the Commonwealth; and

WHEREAS, Alice duPont Mills, as a feme sole and an earlier owner of the property hereinafter described, donated a scenic and conservation easement in gross to the Natural Area Council, Inc. dated April 29, 1968, recorded in the Office of the Clerk of the Circuit Court for Fauquier County, Virginia, in Deed Book 246, page 447, on a tract of 149.3 acres, and the Natural Area Council, Inc., thereafter gave and quitclaimed all of its right to and interest in said scenic and conservation easement in gross to the Virginia Outdoors Foundation by Deed of Gift dated November 9, 1979, recorded in the aforesaid Clerk's Office in Deed Book 391, Page 66, and, Alice duPont Mills further donated two Deeds of Gift of Easement

P.I.N. #6093-51-3615

P.I.N. #6093-33-2569

Examined and
Returned to

Document Prepared By:

Georgia H. Herbert, P.C.
The Plains, VA 20198

EC 27 1996

16

to the Virginia Outdoors Foundation, both dated November 22, 1982, on two contiguous tracts of 289.59 acres and 112.75 acres, respectively, totaling 402.347 acres, recorded in the aforesaid Clerk's Office, in Deed Book 439 at Pages 25 and 30; and

WHEREAS, the Grantor herein wishes to supersede said scenic and conservation easement in gross and the two Deeds of Gift of Easement described above by the grant of a new Deed of Gift of Easement to the Grantee on the aforesaid tract of 402.347 acres, to preserve more fully the present open-space, agricultural and forestal character of the property for future generations, and

WHEREAS, preservation of the Grantor's Property will further the goals of the Fauquier County Comprehensive Plan by preserving agricultural and forestal land; and

WHEREAS, said Property is located in Upper Fauquier County and within the upper Little River and Goose Creek Watersheds, locations being designated areas planned for special environmental protection under the Fauquier County Comprehensive Plan and under the Critical Environmental Areas Report by the General Assembly of the Commonwealth of Virginia, Goose Creek having been designated a Scenic River by Act of the General Assembly of the Commonwealth of Virginia on March 25, 1976; and

WHEREAS, the property herein described is part of the Middleburg/Marshall Agricultural and Forestal District established by the Board of Supervisors for Fauquier County, Virginia, pursuant to the Virginia Agricultural and Forestal District Act; and

WHEREAS, the conservation purpose of this Deed is pursuant to a clearly delineated governmental conservation policy and will yield a significant public benefit because of the uniqueness of the property and the consistency of the proposed open space use of public programs for conservation of the region, all within the meaning of Section 170 of the Internal Revenue Code; and

WHEREAS, the Grantor is the owner of the fee of real property herein described which it desires further preserved as set forth above in the public interest.

NOW, THEREFORE, in recognition of the foregoing and in consideration of the mutual covenants herein, and the acceptance by Grantee, the Grantor does hereby give, grant and convey to the Grantee a

further open-space easement in gross over and the right in perpetuity to restrict the use of that certain real estate sometimes known as Burriand and now known as part of "Hickory Tree Farm", with buildings and improvements and appurtenances, consisting of two contiguous tracts of 112.757 acres, and 289.59 acres, totaling 402.347 acres, more or less, and constituting one tract for the purpose of this Deed of Gift of Easement, located between State Routes 705 and 709 about one mile south of Middleburg in Scott Magisterial District, Fauquier County, Virginia, said two tracts being the residue of that larger tract of 458.47 acres conveyed to Alice duPont Mills, as her sole and separate equitable estate by James L. Wiley and Mary L.F. Wiley, his wife, by deed dated November 9, 1966, recorded in the aforesaid Clerk's Office, in Deed Book 238, Page 210, herein referred to as the "Property", and more particularly described on "Exhibit A" attached and made a part hereof.

And being the same Property conveyed to the Grantor herein by Alice duPont Mills and James P. Mills, her husband, by deed dated May 25, 1983, recorded in the aforesaid Clerk's Office in Deed Book 446, Page 287.

Restrictions are hereby imposed on uses of the property pursuant to the public policies set forth above. The acts which the Grantor, its successors and assigns, covenant to do and not to do upon the Property, and the restrictions which the Grantee is hereby entitled to enforce, are and shall be as follows:

1. Accumulation of trash, refuse, junk or any other unsightly material is not permitted on the Property.
2. Display of billboards, signs or other advertisements is not permitted on or over the Property except to state the name and/or address of the owners, to advertise the sale or lease of the Property, to advertise the sale of goods or services produced incidental to a permitted use of the Property, or to provide notice necessary for the protection of the Property and for giving direction to visitors. No such sign shall exceed three feet by three feet in size.
3. Subdivision of the Property into more than two (2) tracts is prohibited.

4. Management of timber shall be in accord with sound forestry practices under a plan subject to approval by the Grantee. Selective cutting may be practiced so as not to alter the character of forest lands. It is the intent of the Grantor that the woodlands on the Property be maintained in their present character and location.

5. Grading, blasting or earth removal shall not alter the topography of the Property except for dam construction to create private conservation ponds or lakes, or as required in construction of permitted buildings and connecting private roads described in Paragraph 6, below. Mining on the Property is prohibited.

6. No permanent or temporary building, telecommunications tower or structure of any nature shall be built or maintained on the Property other than (i) a permanent single family dwelling and outbuildings, including tenant houses, commonly and appropriately incidental thereto, and (ii) farm buildings or structures. Farm buildings or structures exceeding 4,500 square feet in ground area may not be constructed on the Property, unless prior written permission for said building or structure is obtained in writing from Grantee. In the event of subdivision of the Property into two (2) tracts as provided in paragraph 3, above, permitted buildings and connecting private roads may be constructed on each subdivided parcel. Existing buildings and structures on the Property at the time of this conveyance may be maintained, altered, reasonably enlarged, repaired or rebuilt. In addition, Grantor reserves the right to rebuild and/or convert to residential use the old milking barn where it formerly stood on the Property.

7. Industrial or commercial activities other than the following are prohibited: 1. agriculture, silviculture and horticulture, 2. temporary or seasonal outdoor activities which do not permanently alter the physical appearance of the property, and which are consistent with the conservation values herein protected, 3. activities which can be and in fact are conducted within permitted buildings without alteration to the external appearance thereof. Temporary outdoor activities, involving 100 people or more, shall not exceed seven days in duration without prior approval of the Virginia Outdoors Foundation.

8. Representatives of the Grantee may enter the Property from time to time for the purpose of inspection and enforcement of the terms of this easement after permission from or reasonable notice to the owner or the owner's representative.

9. Grantor, its successors and assigns shall notify Grantee in writing prior to closing on any proposed transfer or sale of the Property. In any deed conveying all or part of the Property, this easement shall be referenced by Deed Book and Page Number in the deed of conveyance.

Although this Easement in gross will benefit the public as described above, nothing herein shall be construed to convey to the public a right of access to or use of the Property. Grantor, its successors and assigns, hereby retain exclusive right to such access and use, subject to the terms hereof.

Acceptance of this conveyance by the Grantee is authorized by Section 10.1-1801 of the Code of Virginia and is evidenced by the signature of its Executive Director hereto. Assignment of this Easement is governed by Section 10.1-1801 of the Code of Virginia.

WITNESS the following signatures and seals:

HICKORY TREE FARM INCORPORATED,
a Virginia Corporation

by: Alice duPont Mills (SEAL)
Alice duPont Mills, President

ACCEPTED:

VIRGINIA OUTDOORS FOUNDATION
GRANTEE

by: Tamara A. Vance (SEAL)
TAMARA A. VANCE
EXECUTIVE DIRECTOR

BK 0769PG 1239

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF Fauquier, to-wit:

The foregoing instrument was acknowledged before me this 11th day of December, 1996 by Alice
Edison Mills as President of Hickory Tree Farm Incorporated, a Virginia corporation on behalf of the
corporation.

(SEAL)

Virginia W. Wickett
Notary Public

My commission expires Oct. 31, 1999.



COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF Fauquier, to-wit:

The foregoing instrument was acknowledged before me this 23 day of December, 1996 by
Tamara A. Vance, Executive Director of the Virginia Outdoors Foundation, on behalf of said Foundation.

(SEAL)

Andrea N. Brown
Notary Public

My commission expires 11/22/98.

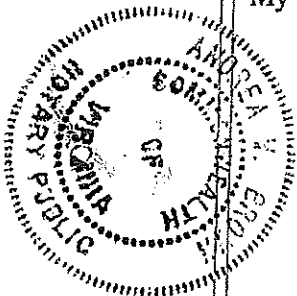


EXHIBIT A

Description of 402.347 Acres Fauquier County, Virginia

Deed of Gift of Easement

Hickory Tree Farm, Inc. to Virginia Outdoors Foundation

Two contiguous tracts totaling 402.347 acres, located between Route 705 and 709 about one mile south of Middleburg in Scott Magisterial District, Fauquier County, Virginia, more particularly described as follows:

TRACT ONE: 112.757 acres, more or less, being the residue of a tract of 149.3 acres, more or less, more particularly described by plat and survey of R.U. Goode, CLS, dated April 24, 1968, a copy of said plat and survey being recorded with a certain scenic and open-space conservation easement in gross donated to the Natural Area Council, a non-profit corporation of the State of Delaware, by Alice duPont Mills, by deed dated April 29, 1968, recorded in the aforesaid Clerk's Office in Deed Book 246, Page 497 and wherein the metes and bounds are set forth as follows:

"Beginning at (1) a point in the center of Road No. 709 in line with the North line of the Smallwood Lot; thence with the center of Road No. 709 N 32 deg. 32 min. E 2611.9 feet to (2) a point in the center of Road No. 709 in line with the South fence line of the Ghorley Hatcher Estate; thence with the Ghorley Hatcher Estate for the following four courses; S 57 deg. 41 min. E 295.7 feet to (3); thence S 75 deg. 48 min. E 705.9 feet to (4); thence S 55 deg. 24 min. E 831.6 feet to (5); thence S 31 deg. 09 min. E 501.6 feet to (6) an angle in the Hatcher Estate line; thence with a new division line through the land of Mrs. Mills S 28 deg. 15 min. W 2674.9 feet to (7) a point in the North line of the land of Tener; thence with Tener and then with Smallwood N 55 deg. 29 min. W 2447.7 feet to the point of beginning, containing 149.3 acres, more or less."

LESS AND EXCEPT THEREFROM the following two abatements:

1. A parcel of 10.000 acres, more or less, conveyed to the Middleburg Tennis Association by Alice duPont Mills by deed dated March 11, 1968, recorded in the aforesaid Clerk's Office in Deed Book 246, Page 505, said 10.363 acres being more particularly described by plat and survey of Richard U. Goode, CLS, dated February 29, 1968, a copy of said plat and survey being recorded with the above-described deed.
2. A parcel of 26.543 acres, more or less, conveyed to Harold D. Morency and Maralyn D. Morency, his wife, by deed dated March 11, 1968, and recorded in the aforesaid Clerk's Office in Deed Book 246, Page 508, said 26.543 acres more or less, being more particularly described by plat and survey of Richard U. Goode, CLS, dated February 29, 1968, copy of said plat and survey being recorded with the above-described deed.

TRACT TWO: 289.59 acres, more or less, being the 309.17 acre residue of the original tract of 458.47 acres, more or less, conveyed to Alice duPont Mills, remaining after the separate survey of the 149.3 acre tract referred to above, LESS AND EXCEPT therefrom the following abatement:

A parcel of 19.58 acres, more or less, conveyed to Phyllis Mills Wyeth, as her sole and separate equitable estate, by Alice duPont Mills by deed dated December 27, 1976, recorded in the aforesaid Clerk's Office in Deed Book 338, Page 355, said 19.58 acres, more or less, being more particularly described by plat and survey of Richard U. Goode, CLS, dated December 23, 1976, a copy of said plat and survey being recorded with the above-described deed.

Reference is made to the above-described deeds, plats and surveys and other records in the aforesaid Clerk's Office for a more particular description of the property subject to this Deed of Gift of Easement.

VIRGINIA: IN THE CLERK'S OFFICE OF THE FAUQUIER CIRCUIT COURT

This Instrument was received in this office and with certificate admitted to record on DEC 27 1996

at 9:40 A m. Tax of \$ _____ imposed by

Section 58.1-802 Paid. Consideration: \$ _____

State Tax _____ County Tax _____

Transfer _____ VSLF \$1.00 Clerk 16.00 10/3/98

TOTAL 20.00 Tests: Wm D Harris, Clerk