
**EXCERPTS FROM THE MINUTES OF A REGULAR MEETING
OF THE COUNTY COMMISSION OF BALDWIN COUNTY, ALABAMA**

The County Commission of Baldwin County, Alabama met in regular public session in the Commission Chambers located at the Baldwin County Administration Building, 322 Courthouse Square, Bay Minette, Alabama, at 10:00 a.m., on Tuesday, February 3, 2026. The meeting was called to order by the Chairman. The roll was called with the following results:

Present:	James E. Ball, Chairman
	Charles F. "Skip" Gruber, Vice-Chairman
	Billie Jo Underwood
	Matthew P. McKenzie

Absent:	None
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The Chairman stated that a quorum was present and that the meeting was open for the transaction of business.

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The Chairman introduced the following resolution:

**A RESOLUTION #2026-048 APPROVING A WRITTEN PETITION FOR AUTHORITY
TO INCORPORATE AN IMPROVEMENT DISTRICT IN BALDWIN COUNTY,
ALABAMA**

WHEREAS, the County Commission (the "Commission"), the governing body of Baldwin County, has sought to manage its residential growth in a manner that will balance the needs of its existing residents and the impact on the County's limited public infrastructure resources.

WHEREAS, the Commission prefers lower-density residential development and encourages it to be of a unique or transformational in nature that expands the tax base of the County, increases employment opportunities for county residents, and potentially serves as a catalyst or anchor for economic and commercial development.

WHEREAS, Daniel Realty Company, LLC and the McLean Family have contributed approximately 550 acres of real property (a large portion of which was previously owned by a high-density homebuilder with plans for a large residential subdivision) into Point Clear Club, LLC, the owner of the property for the golf club development, and Point Clear Club Land, LLC, the owner of the property for the low-density residential development (the "Owner") (the Manager of the Owner is Daniel McLean Joint Venture, LLC, whose manager is Daniel Realty Holdings II, LLC, the authorized representative of which is the undersigned petitioner, Mr. Carter Bryars), which proposes to develop the "The Point Clear Club," which will be a low-density residential club and golf course to be developed in phases which is planned to include multiple green spaces and customary full-service club offerings which will promote economic growth and development in the County.

WHEREAS, Point Clear Club Land, LLC, the Owner defined above, is the Owner of the property described herein and the owner of the property requested to be included within the proposed district. The property for the golf club development owned by Point Clear Club, LLC is not included within the proposed district.

WHEREAS, the development of The Point Clear Club will represent a significantly reduced strain on the County's infrastructure, as compared to the initial high-density homebuilder, and will employ approximately 125 people once operational.

WHEREAS, the proposed district encompasses an approved mixed-use Planned Development consisting of more than 250 contiguous acres and providing for the preservation of open space in excess of 50% of the district's total acreage.

WHEREAS, the Baldwin County Commission approved the rezoning and Planned Residential Development Master Plan for The Point Clear Club on July 16, 2025 after a public hearing.

WHEREAS, in order to finance certain utility and transportation infrastructure for the development (portions of which are expected to be dedicated to and then owned, operated, and maintained in part by and among the City of Fairhope (Fairhope Utilities), the Alabama Department of Transportation, or the Owner and its representatives), upon completion, the Owner has requested, and the County has agreed, to permit the undersigned petitioner and representative of the manager of the Owner to form an improvement district for such purpose, subject to the conditions set forth herein.

WHEREAS, the Owner is not asking the Commission for any financial assistance of any kind and are paying 100% of the cost of the development through its own sources.

NOW THEREFORE BE IT RESOLVED BY THE COUNTY COMMISSION (the "County Commission") OF BALDWIN COUNTY, ALABAMA (the "County") AS FOLLOWS:

Section 1. That the County Commission, upon evidence duly submitted to and considered by it, hereby finds and determines that the following written petition, beginning on the next page, has been duly made and filed with the County, that such written petition was signed by the authorized representative of the Owner and that the petition properly requests the necessary authority to incorporate an improvement district under Chapter 99A of Title 11 of the Code of Alabama 1975, as amended (Ala. Code § 11-99A-1 et seq. (1975)) (the "Enabling Law");

**A PETITION TO THE COUNTY COMMISSION FOR
AUTHORITY TO INCORPORATE AN IMPROVEMENT DISTRICT**

I, the undersigned petitioner, as the authorized representative of Daniel Realty Holdings II, LLC, the Manager of Daniel McLean Joint Venture, LLC, which is the Manager of Point Clear Club Land, LLC, the owner of all of the Property described herein (the "Owner"), said Property being located wholly within Baldwin County, Alabama (the "County"), and which is proposed to be included within the improvement district described herein, do hereby make this petition in writing to the County Commission (the "Commission") for authority to incorporate an improvement district under the provisions of Chapter 99A of Title 11 of the Code of Alabama 1975, as amended (Ala. Code § 11-99A-1 et seq. (1975)) (the "Enabling Law");

1. The name of the "appointing government" under the Enabling Law to whom this petition is made is the County, a political subdivision of the State of Alabama.

2. The undersigned petitioner proposes to incorporate an improvement district pursuant to the provisions of Chapter 99A of Title 11 of the Code of Alabama 1975, as amended, also known as the "Alabama Improvement District Act" (the "Enabling Law").

3. The purposes for which the proposed improvement district shall be formed shall be all of those purposes granted by the Enabling Law.

4. The period of duration of the proposed improvement district shall be perpetual, subject to the terms of Commission's resolution adopted on February 3, 2026.

5. The petitioner is the authorized representative of Daniel Realty Holdings II, LLC, the Manager of Daniel McLean Joint Venture, LLC, which is the Manager of Point Clear Club Land, LLC, which owns all of the property proposed to be included within said improvement district, said Property being more particularly described and as mapped on Exhibit A incorporated herein by reference (collectively the "Property"). All of the tracts and parcels comprising the Property are contiguous.

6. A copy of the proposed form of the improvement district's Certificate of Incorporation is attached hereto as Exhibit B and incorporated herein by reference.

7. The name of the proposed improvement district will be "The Point Clear Club Improvement District."

8. The agents designated as representatives to the County of the undersigned petitioner/Property Owner are Jason Tickle, Carter Bryars, and Justin Weintraub.

9. The location of the principal office of the improvement district will be 23389 Main Street, Fairhope, Alabama 36532.

10. The names and addresses of the initial members of the Board of Directors of the proposed district and their initial terms of office are:

<u>Name</u>	<u>Address</u>	<u>Term Begins</u>	<u>Term Ends</u>
Jason Tickle	23389 Main St. Fairhope, AL 36532	February 3, 2026	February 3, 2030
Carter Bryars	1445 Panorama Dr. Vest. Hills, AL 35216	February 3, 2026	February 3, 2031
Justin Weintraub	2924 Virginia Rd. B'ham, AL 35223	February 3, 2026	February 3, 2032

11. The undersigned hereby requests that the Commission adopt a resolution declaring that it has:

(a) confirmed that the person executing this petition is the authorized representative of the manager of the Owner of the Property proposed to be included within the said improvement district,

(b) found and determined that it is wise, expedient, and necessary that the proposed improvement district be formed for the aforesaid purposes,

(c) reviewed, discussed, considered, and approved this petition for authority to incorporate an improvement district in the County and the proposed Certificate of Incorporation therefor,

(d) determined to appoint the following initial members to the Board of Directors of the proposed improvement district for the terms indicated:

<u>Name</u>	<u>Address</u>	<u>Term Begins</u>	<u>Term Ends</u>
Jason Tickle	23389 Main St. Fairhope, AL 36532	February 3, 2026	February 3, 2030
Carter Bryars	1445 Panorama Dr. B'ham, AL 35216	February 3, 2026	February 3, 2031
Justin Weintraub	2924 Virginia Rd. B'ham, AL 35223	February 3, 2026	February 3, 2032

(e) and authorized the three agents of the petitioner so designated above to proceed to organize the proposed improvement district by executing, acknowledging, and filing the aforesaid

and attached Certificate of Incorporation in the Office of the Judge of Probate of Baldwin County, pursuant to Section 11-99A-5 of the Enabling Law.

12. In order to induce the Commission to consider and approve the formation of the aforesaid district, the above incorporators and initial members of the Board of Directors of the proposed district, hereby agree, warrant, and represent to the Commission as follows:

(a) The Board of Directors and the proposed district hereby agree to forever terminate, rescind, revoke, and relinquish in full the rights granted to districts pursuant to sections 20, 37, and 48 of the Enabling Law, such limits to be include within the proposed district's certificate of incorporation.

(b) Pursuant to (a) above, the Board of Directors and the proposed district:

(i) Will not permit any Public Person (defined under the Enabling Law to mean the United States of America, the State of Alabama and any county (including Baldwin), municipality, or any public corporation a majority of the members of which are appointed by any public person, and any agency or political subdivision of any public person), to mortgage or subject to foreclosure for the benefit of any bonds of the district any improvements constructed, acquired, or installed with proceeds of the bonds.

(ii) Will not request or receive, from any Public Person, a security pledge of any kind for the payment of any district bonds, or request or receive all or part of any grant, donation, revenue, or income received or to be received from the government of the United States or any other public source, whether or not it is received pursuant to an agreement or otherwise.

(iii) Will not permit any Public Person to contribute funds or property of any kind to the district by appropriation, grant, donation of services of municipal employees or contractors, lease, deed, or other means considered appropriate, for the purpose of paying in whole or in part any bonds, to pay the costs of acquiring, installing, or constructing improvements in whole or in part, or to fund in whole or in part any other costs or expenses of the district.

(iv) Will pay all applicable fees in connection with the recording of any district documents with the appropriate office of the County.

(v) Will pay all applicable sales and use taxes on the purchase, acquisition, and installation of any materials for any improvements financed by the district with bond proceeds.

(c) Pursuant to Section 11-99A-20 of the Enabling Law, the Commission will rescind all of the tax exemptions provided for the district in said section 20 and may require the payment of fees in lieu of taxes.

13. Any assessment, levy, or charge requested by the petitioners to be imposed on the Property by the County and the District (1) will apply only to the subject Property owned by the Owner, (2) will not apply to or be payable by any other property or landowner in the County except the Owner, (3) will be the exclusive responsibility of the Owner, and (4) will not be charged to or payable by any other landowner or public body in the County. Such assessments, levies, and charges will be specifically requested by the Owner to be imposed upon the Owner's own Property and will be paid exclusively by said Owner. No other landowner or public body will have any financial obligation with respect to any such assessment, levy, or charge. Under no circumstances will the District or the Owner ask the County for any financial assistance of any kind.

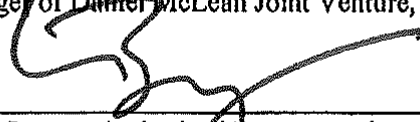
14. The District will automatically dissolve, without the need for action by either the County or the Board of Directors of the District, upon the first to occur of: (1) all the assessments levied on the Property are satisfied, or (2) if within two years from the date of this resolution, the County has not levied any assessments on the Property.

This petition for authority to incorporate an improvement district in the County is hereby submitted by the undersigned to the Commission as of this the 3rd day of February, 2026, in accordance with Ala. Code § 11-99A-1 et seq. (1975).

POINT CLEAR CLUB LAND, LLC

By: Daniel McLean Joint Venture, LLC
Manager of Point Clear Club Land, LLC

By: Daniel Realty Holdings II, LLC
Manager of Daniel McLean Joint Venture, LLC

A handwritten signature in black ink, appearing to read 'Carter Bryars', is written over a horizontal line.

Carter Bryars, Authorized Representative of
Daniel Realty Holdings II, LLC
1445 Panorama Dr.
Birmingham, AL 35216

EXHIBIT A TO PETITION TO COUNTY COMMISSION

Property Description: The following land located in Baldwin County, State of Alabama:

Parcel Nos. 05-56-03-07-0-000-001.000 and 05-56-03-08-0-000-0011.000

Commence at an iron pipe marker at the Northwest corner of Section 8, Township 7 South, Range 2 East, and run thence East along the North line of said Section 8, a distance of 403.0 feet to an iron pin marker at the Northeast Corner of that property heretofore conveyed to Stanley for a POINT OF BEGINNING of the property herein described: thence continue East along said line, 932.0 feet; thence run S 00°20' West, a distance of 1335.8 feet; thence run West 1335.0 feet to an iron pipe marker on the West boundary of said Section 8, thence run South 00°21' West, 520.15 feet to an iron pipe marker situated South 00°21' West, 1855 feet from the Northwest Corner of said Section 8; thence by deflection angle of 90° to the right, run North 89° 39' West, a distance of 1322.46 feet to an iron pipe marker; thence run North 00°16' East, 1858.31 feet, more or less, to an old iron pipe marker on the North line of Section 7, Township 7 South, Range 2 East, thence run South 89°31' East, a distance of 1110.1 feet to an iron pin marker at the Northwest Corner of property heretofore conveyed to Stanley; thence run South 02°46' East, 239.38 feet; thence run North 88° 39' East, 606.67 feet; thence run North 224.84 feet to the Point of Beginning.

Parcel contains 94 acres, more or less, rights of way included and lies partially in Section 7 and partially in Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama.

Parcel No. 56-03-07-0-000-003.000

Commence at a 2" Iron Pipe marker at the Northeast corner of Section 7, Township 7 South, Range 2 East, and run thence South 00°21' West, along the East line of said Section 7, a distance of 1855.0 feet to an Iron Pipe Marker for a POINT OF BEGINNING: thence continue South 00°21' West, along said line, 814.7 feet to an Iron Pipe Marker at the "PROVEN 1/4 SECTION CORNER"; thence run North 89°52' West, 1321.05 feet to a 3" P.V.C. corner post; thence run North 00°15' East, 819.6 feet to a 3/4" Iron Pipe Marker; thence run South 89°39' East, 1322.46 feet to the Point of Beginning.

Parcel contains 24.79 acres, more or less, and lies in the Southeast 1/4 of the Northeast 1/4 of Section 7, Township 7 South, Range 2 East, Baldwin County, Alabama.

Parcel No. 56-03-08-0-000-012.000

The Southwest Quarter of the Northwest Quarter of Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama.

Parcel No. 56-03-08-0-000-013.001

The North Half of the Northwest Quarter of the Southwest Quarter of Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama, LESS AND EXCEPT a strip of land 100.00 feet wide on the West side thereof.

Parcel Nos. 56-03-07-0-000-003.001 and 56-03-08-0-000-013.000

Beginning at the Northeast corner of the Southeast quarter of Fractional Section 7, Township 7 South, Range 2 East, Baldwin County, Alabama, run South 89 degrees 57 minutes West, 1319.53 feet to a 3-inch PVC pipe; thence run South 00 degrees 06 minutes 27 seconds West, 164.20 feet to a 3-inch PVC pipe; thence run South 89 degrees 56 minutes 09 seconds West, 1320.80 feet to a 3-inch PVC pipe; thence run South 00 degrees 00 minutes 20 seconds, East, 747.9 feet to a point; thence run North 89 degrees 56 minutes 49 seconds West, 451.28 feet (West, 452.37 feet Deed) to an iron pin lying on the East right-of-way line of Eastern Shore Parkway; thence run South 15 degrees 16 minutes 48 seconds East, along said East right-of-way line, 120.42 feet (South 15 degrees 44 minutes East, 120.36 feet Deed) to an iron pin; thence run North 89 degrees 55 minutes 01 seconds East, 419.56 feet (East, 419.75 feet Deed) to a point; thence run South 00 degrees 00 minutes 20 seconds East, 302.36 feet to an iron pin; thence run North 89 degrees 55 minutes 41 seconds East, 2,636.31 feet to an open top pipe; thence run North 00

degrees 10 minutes 54 seconds East, 664.50 feet to a point; thence run South 89 degrees 22 minutes 58 seconds East, 100.40 feet to a re-bar; thence run North 00 degrees 09 minutes 29 seconds East, 665.60 feet to a re-bar; thence run South 89 degrees 58 minutes 07 seconds West, 100.0 feet to the POINT OF BEGINNING. Together with an easement for ingress and egress over and across the following described property; the North 20 feet of the North half of the Northwest quarter of the Southwest quarter of Section 8, Township 7 South, Range 2 East, and the East 20 feet of the North half of the Northeast quarter of the Southeast quarter of Section 7, Township 7 South, Range 2 East, Baldwin County, Alabama.

LESS AND EXCEPT:

Beginning at the Northeast corner of the Southeast quarter of Fractional Section 7, Township 7 South, Range 2 East, Baldwin County, Alabama, run South 89 degrees 57 minutes West, 1319.53 feet to a 3-inch PVC pipe; thence run South 00 degrees 06 minutes 27 seconds West, 164.20 feet to a 3-inch PVC pipe; thence run South 89 degrees 56 minutes 09 seconds West, 1320.80 feet to a 3-inch PVC pipe; thence run South 00 degrees 00 minutes 20 seconds, East, 747.9 feet to a point; to the point of beginning; thence run North 89 degrees 56 minutes 49 seconds West, 451.28 feet (West, 452.37 feet Deed) to an iron pin lying on the East right-of-way line of Eastern Shore Parkway; thence run South 15 degrees 16 minutes 48 seconds East, along said East right-of-way line, 120.42 feet (South 15 degrees 44 minutes East, 120.36 feet Deed) to an iron pin; thence run North 89 degrees 55 minutes 01 seconds East, 419.56 feet (East, 419.75 feet Deed) to a point; Thence run North to the Point of Beginning.

Parcel No. 56-03-07-0-000-004.000

The North one-half of the Southeast Quarter of the Southeast Quarter of Section 7, Township 7 South, Range 2 East, Baldwin County, Alabama.

Parcel No. 56-03-08-0-000-015.000

The Southwest Quarter of the Southwest Quarter and the Northwest Quarter of the Southwest Quarter, Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama, except the North 32 acres of the Northwest Quarter of the Southwest Quarter.

Tract 1 (Parcel No. 56-03-08-0-000-006.000)

The North Half of the North Half (N 1/2 of N 1/2) of the Southeast Quarter (SE 1/4) of the Northwest Quarter (NW 1/4) of Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama.

Tract 2 (Parcel No. 56-03-08-0-000-005.000)

The South Half of the North Half (S 1/2 of N 1/2) of the Southeast Quarter (SE 1/4) of the Northwest Quarter (NW 1/4) of Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama.

Tract 3 (Parcel No. 56-03-08-0-000-004.000)

The North Half of the South One-Half (N 1/2 of S 1/2) of the Southeast Quarter (SE 1/4) of the Northwest Quarter (NW 1/4) of Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama.

Tract 4 (Parcel No. 56-03-08-0-000-003.000)

The South Half of the South (S 1/2 of S 1/2) of the Southeast Quarter (SE 1/4) of the Northwest Quarter (NW 1/4) of Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama.

Tract 5 (Parcel No. 56-03-08-0-000-019.001)

The Northeast Quarter of the Northeast Quarter (NE 1/4 of NE 1/4) of the Southwest Quarter (SW 1/4) of Section 8, Township 7 South, Range 2 East, Baldwin County, Alabama.

Tract 6 (Parcel No. 56-03-08-0-000-001.009)

Commence at the 'long established and locally accepted' Southeast Corner of the Northeast Quarter of Section 8 Township 7 South, Range 2 East, St Stephens Meridian, and run thence South 89° 34' 14" West 1351.02 feet to

an iron pin marker for a POINT OF BEGINNING. Thence continue South 89°34'14" West, 1313.45 feet to an old three inch soil pipe marker in concrete; thence run North 00°13' West 670.0 feet to an iron pin marker, thence run North 89° 37' 26" East 665.27 feet to an iron pin marker, thence run North 89° 34' 14" East 650.72 feet to an iron pin marker; thence run South 669.5 feet to the point of Beginning.

SUBJECT TO a right of way easement over and across the South 30 feet of the East 69 feet thereof. Tract lies in the South Half of the Northeast Quarter of Section 8 Township 7 South, Range 2 East Baldwin County Alabama.

Tract 7 (Parcel No. 56-03-08-0-000-020.000)

COMMENCING AT A RAILROAD SPIKE PURPORTED TO BE THE SOUTHEAST CORNER OF SECTION 8, TOWNSHIP 7 SOUTH, RANGE 2 EAST, ST. STEPHENS MERIDIAN, BALDWIN COUNTY, ALABAMA, THENCE RUN WEST, A DISTANCE OF 40.9 FEET TO A POINT; THENCE RUN NORTH, A DISTANCE OF 40 FEET TO AN IRON PIN MARKER AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY LINE OF U.S. HIGHWAY #98 (GREENO ROAD) AND THE NORTH RIGHT-OF-WAY LINE OF COUNTY ROAD #24 FOR THE POINT OF BEGINNING; THENCE RUN SOUTH 89 DEGREES 52 MINUTES 06 SECONDS WEST ALONG SAID NORTH RIGHT-OF-WAY LINE A DISTANCE OF 1,214.35 FEET TO AN IRON PIN MARKER; THENCE RUN NORTH 00 DEGREES 11 MINUTES 55 SECONDS EAST, A DISTANCE OF 1,286.5 FEET TO AN IRON PIN MARKER; THENCE RUN SOUTH 89 DEGREES 53 MINUTES 55 SECONDS WEST, A DISTANCE OF 1,411.36 FEET TO AN IRON PIN MARKER BEING THE NORTHEAST CORNER OF PARCEL "B" OF THE MCLEAN - BETHEA DIVISION AS PER ITS PLAT RECORDED ON SLIDE 2518-A IN THE JUDGE OF PROBATE'S OFFICE, BALDWIN COUNTY, ALABAMA; THENCE RUN SOUTH 89 DEGREES 53 MINUTES 55 SECONDS WEST, ALONG SAID NORTH LINE OF PARCEL "B" A DISTANCE OF 663.76 FEET TO A POINT; THENCE RUN NORTH 00 DEGREES 00 MINUTES 37 SECONDS WEST, A DISTANCE OF 665.62 FEET TO A POINT; THENCE RUN NORTH 89 DEGREES 49 MINUTES 00 SECONDS EAST, A DISTANCE OF 668.67 FEET TO A RAILROAD SPIKE MARKER; THENCE RUN NORTH 00 DEGREES 07 MINUTES 35 SECONDS EAST, A DISTANCE OF 665.54 FEET TO AN IRON PIN MARKER; THENCE RUN NORTH 89 DEGREES 47 MINUTES 25 SECONDS EAST, A DISTANCE OF 1,244.78 FEET TO AN IRON PIN MARKER LYING ON THE WEST RIGHT-OF-WAY LINE OF WAGONER ROAD; THENCE RUN SOUTH 00 DEGREES 13 MINUTES 10 SECONDS EAST, A DISTANCE OF 30.00 FEET TO AN IRON PIN MARKER LYING ON THE SOUTH RIGHT-OF-WAY LINE OF WAGONER ROAD; THENCE RUN NORTH 89 DEGREES 46 MINUTES 50 SECONDS EAST, ALONG SAID SOUTH RIGHT-OF-WAY LINE A DISTANCE OF 1,379.11 FEET TO AN IRON PIN MARKER LYING ON THE SAID WEST RIGHT-OF-WAY LINE OF U. S. HIGHWAY #98; THENCE RUN SOUTH 00 DEGREES 11 MINUTES 55 SECONDS WEST, ALONG SAID WEST RIGHT-OF-WAY LINE A DISTANCE OF 2,593.53 FEET TO THE POINT OF BEGINNING.

Tract 8 (Parcel No. 56-03-08-0-000-020.001)

COMMENCING at a Railroad Spike purported to be the Southeast corner of Section 8, Township 7 South, Range 2 East, St. Stephens Meridian, Baldwin County, Alabama, thence run West, a distance of 40.9 feet to a point; thence run North, a distance of 40 feet to an iron pin marker at the intersection of the West Right-of-way line of U.S. Highway #98 (Greeno Road) and the North Right-of-way line of County Road #24; thence run South 89 degrees 52 minutes 06 seconds West along said North Right-of-way line a distance of 1,214.35 feet to an iron pin marker for the POINT OF BEGINNING; thence continue South 89 degrees 52 minutes 06 seconds West, along said North Right-of-way line a distance of 78.80 feet to an iron pin marker; thence run South 89 degrees 24 minutes 35 seconds West, along said North Right of way line a distance of 1,331.06 feet to an iron pin marker being the Southeast corner of PARCEL "A" of the McLean Bethea Division as per its plat recorded on Slide 2518-A in the Judge of Probate's Office, Baldwin County, Alabama; thence run North 00 degrees 07 minutes 40 seconds East, along the East line of said McLean Bethea Division, a distance of 1,297.89 feet to an iron pin marker; thence run North 89 degrees 53 minutes 55 seconds East, a distance of 1,411.36 feet to an iron pin marker; thence run

South 00 degrees 11 minutes 55 seconds West, a distance of 1,286.50 feet to the POINT OF BEGINNING. Said Parcel contains 41.834 Acres, more or less.

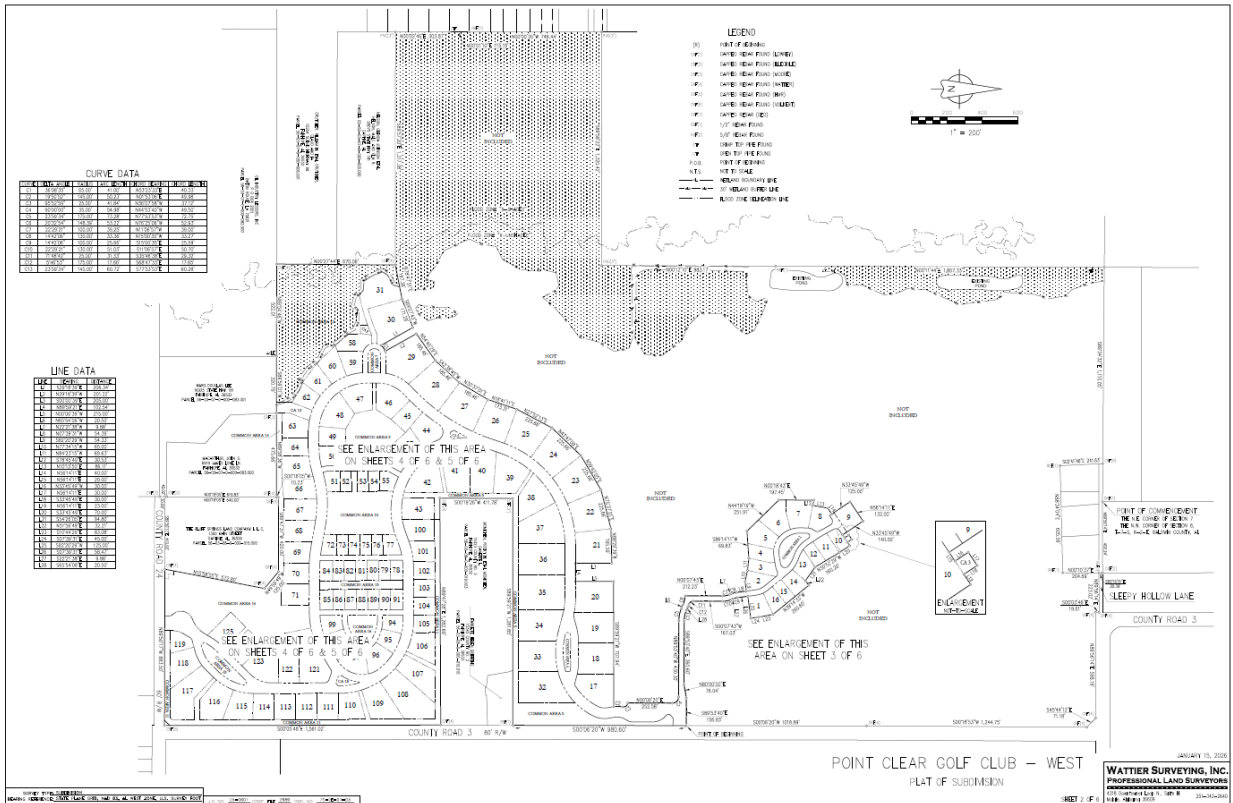


EXHIBIT B TO PETITION TO COUNTY COMMISSION

[proposed form of Certificate of Incorporation]

CERTIFICATE OF INCORPORATION

THE POINT CLEAR CLUB IMPROVEMENT DISTRICT

KNOW ALL MEN BY THESE PRESENTS:

That the three undersigned incorporators, duly authorized by resolution of the Baldwin County Commission (the "Commission") adopted on February 3, 2026, a copy of which is attached hereto as Exhibit A and incorporated herein by reference (the "Resolution"), in order to form an improvement district (the "District") under and pursuant to the provisions of Ala. Code 11-99A-1 et seq. (1975) (the "Enabling Law"), do hereby make, sign, execute, acknowledge and file this certificate of incorporation in the Office of the Judge of Probate of Baldwin County, as follows:

ARTICLE ONE

The names and residences of the persons forming the District are as follows:

Jason Tickle 23389 Main St.
Fairhope, AL 36532

Carter Bryars 1445 Panorama Dr.
B'ham, AL 35216

Justin Weintraub 2924 Virginia Rd.
B'ham, AL 35223

ARTICLE TWO

The name of the District shall be "The Point Clear Club Improvement District." A certificate reserving the name of said District is attached hereto as Exhibit A and incorporated herein by reference.

ARTICLE THREE

The District shall have perpetual duration, subject to the provisions of the Enabling Law and section (e) of Article Ten hereof.

ARTICLE FOUR

Approval to organize the District was granted by the Commission of Baldwin County, the governing body thereof and appointing government hereof, pursuant to the Resolution, a copy of which is attached hereto as Exhibit B, as aforesaid.

ARTICLE FIVE

The location of the principal office of the District shall be 23389 Main Street, Fairhope, Alabama 36532, which is within the corporate limits of Baldwin County, Alabama (the "County").

ARTICLE SIX

The District is organized for all of the purposes granted under and in accordance with the Enabling Law, as set forth in the petition attached to the resolution on the aforementioned Exhibit B.

ARTICLE SEVEN

The District shall be governed by a three-member Board of Directors consisting of three directors elected and appointed by the Commission for terms provided in the Enabling Law. No director may be an officer of the state or the County or any subordinate entities thereto. The initial members of the Board of Directors appointed by the Commission for the terms indicated are as follows:

Jason Tickle	23389 Main St. Fairhope, AL 36532	February 3, 2026	February 3, 2030
Carter Bryars	1445 Panorama Dr. B'ham, AL 35216	February 3, 2026	February 3, 2031
Justin Weintraub	2924 Virginia Rd. B'ham, AL 35223	February 3, 2026	February 3, 2032

ARTICLE EIGHT

The District shall be a non-profit public corporation and political subdivision. None of the earnings of the District shall inure to the benefit of any private party or person.

ARTICLE NINE

Upon dissolution of the District in accordance with the provisions of the Enabling Law, title to all assets and property of the District shall vest in the County.

ARTICLE TEN

(a) The Board of Directors and the proposed district hereby agree to forever terminate, rescind, revoke, and relinquish in full the rights granted to districts pursuant to sections 20, 37, and 48 of the Enabling Law.

(b) Pursuant to (a) above, the Board of Directors and the proposed district:

(i) Will not permit any Public Person (defined under the Enabling Law to mean the United States of America, the State of Alabama and any county (including Baldwin), municipality, or any public corporation a majority of the members of which are appointed by any Public Person, and any agency or political subdivision of any Public Person), to mortgage or subject to foreclosure for the benefit of any bonds of the district any improvements constructed, acquired, or installed with proceeds of the bonds.

(ii) Will not request or receive, from any Public Person, a security pledge of any kind for the payment of any district bonds, or request or receive all or part of any grant, donation, revenue, or income received or to be received from the government of the United States or any other public source, whether or not it is received pursuant to an agreement or otherwise.

(iii) Will not permit any Public Person to contribute funds or property of any kind to the district by appropriation, grant, donation of services of municipal employees or contractors, lease, deed, or other means considered appropriate, for the purpose of paying in whole or in part any bonds, to pay the costs of acquiring, installing, or constructing improvements in whole or in part, or to fund in whole or in part any other costs or expenses of the district.

(iv) Will pay all applicable fees in connection with the recording of any district documents with the appropriate office of the County.

(v) Will pay all applicable sales and use taxes on the purchase, acquisition, and installation of any materials for any improvements financed by the district with bond proceeds.

(c) Pursuant to Section 11-99A-20 of the Enabling Law and the authorizing resolution, the Commission has rescinded all of the tax exemptions provided for the district in said section 20 or required the payment of fees in lieu of taxes.

(d) Any assessment, levy, or charge requested by the petitioners to be imposed on the Property by the County and the District (1) will apply only to the subject Property owned by the petitioners, (2) will not apply to or be payable by any other property or landowner in the County except the petitioners, (3) will be the exclusive responsibility of the petitioners, and (4) will not be charged to or payable by any other landowner or public body in the County. Such assessments, levies, and charges will be specifically requested by the petitioners to be imposed upon the petitioner's own Property and will be paid exclusively by said petitioners. No other landowner or public body will have any financial obligation with respect to any such assessment, levy, or charge.

(e) The District will automatically dissolve, without the need for action by either the County or the Board of Directors of the District, upon the first to occur of: (1) all the assessments levied on the Property are satisfied, or (2) within two years from the date of this resolution, the County has not levied any assessments on the Property.

[signatures begin next page]

IN WITNESS WHEREOF, the undersigned incorporators have signed this Certificate of Incorporation on the dates of the respective acknowledgements hereof.

Jason Tickle
23389 Main St.
Fairhope, AL 36532

Carter Bryars
1445 Panorama Dr.
B'ham, AL 35216

Justin Weintraub
2924 Virginia Rd.
B'ham, AL 35223

This Instrument Prepared By

James T. Birchall, Esq.
Bradley Arant Boult Cummings LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, Alabama 35203

STATE OF ALABAMA
BALDWIN COUNTY

The undersigned, a notary public in and for said County in said State, does hereby certify that Jason Tickle, whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Certificate of Incorporation, she/he executed the same voluntarily.

Given under my hand and official seal, this ____ day of _____, 2026.

NOTARY SEAL

Notary Public

My Commission Expires _____

STATE OF ALABAMA
JEFFERSON COUNTY

The undersigned, a notary public in and for said County in said State, does hereby certify that Carter Bryars, whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Certificate of Incorporation, she/he executed the same voluntarily.

Given under my hand and official seal, this ____ day of _____, 2026.

NOTARY SEAL

Notary Public

My Commission Expires _____

STATE OF ALABAMA
JEFFERSON COUNTY

The undersigned, a notary public in and for said County in said State, does hereby certify that Justin Weintraub, whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Certificate of Incorporation, she/he executed the same voluntarily.

Given under my hand and official seal, this ____ day of _____, 2026.

NOTARY SEAL

Notary Public

My Commission Expires _____

EXHIBIT A TO CERTIFICATE OF INCORPORATION

[Name Reservation]

Wes Allen
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Wes Allen, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

The Point Clear Club Improvement District

This name reservation is for the exclusive use of Bradley Arant Boulton Cummings
LLP, 1819 5th Ave N, Birmingham, AL 35203 for a period of one year beginning
May 06, 2025 and expiring May 06, 2026



RES217724

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

May 06, 2025

Date

A handwritten signature in black ink, appearing to read 'Wes Allen', is written over a horizontal line.

Wes Allen

Secretary of State

EXHIBIT B TO CERTIFICATE OF INCORPORATION

**[Resolution of the County Commission adopted on February 3, 2026
approving the petition and granting District to form the improvement district]**

Section 2. That it appears to the County Commission that the petitioner is the Owner of the property proposed to be included within the improvement district.

Section 3. That the Commission has found and determined that it is wise, expedient and necessary that the proposed improvement district be formed.

Section 4. That the County Commission does hereby approve the foregoing petition and the proposed form of Certificate of Incorporation attached thereto pursuant to Section 11-99A-5 of the Enabling Law.

Section 5. That the three designated agents of the Owner filing the said petition are authorized to proceed to organize the proposed improvement district by executing, acknowledging, and filing the Certificate of Incorporation in substantially the form and content of that which has been presented at this meeting in the Office of the Judge of Probate of Baldwin County pursuant to the Enabling Law.

Section 6. That the Commission does hereby elect and appoint the following three named persons as the initial directors for the terms of office ending on the date set opposite their names or on such date as the respective successor thereof is elected and qualified in his or her stead, such terms to be initially staggered in 1, 2, and 3 year increments:

<u>Name</u>	<u>Term Starts</u>	<u>Term Ends</u>
Jason Tickle	February 3, 2026	February 3, 2030
Carter Bryars	February 3, 2026	February 3, 2031
Justin Weintraub	February 3, 2026	February 3, 2032

Section 7. This resolution and the petition for incorporation shall be duly entered and spread upon the minutes of the Commission.

Section 8. The Commission has required the following agreement from the above incorporators and initial members of the Board of Directors prior to considering this resolution and approval:

(a) The Board of Directors and the proposed district hereby acknowledge and agree to forever terminate, rescind, revoke, and relinquish in full the rights granted to districts pursuant to sections 20, 37, and 48 of the Enabling Law, such limits to be include within the proposed district's certificate of incorporation.

(b) Pursuant to (a) above, the Board of Directors and the proposed district:

(i) Will not permit any Public Person (defined under the Enabling Law to mean the United States of America, the State of Alabama and any county (including Baldwin), municipality, or any public corporation a majority of the members of which are appointed by any public person, and any agency or political subdivision of any public person), to mortgage or subject to foreclosure for the benefit of any bonds of the district any improvements constructed, acquired, or installed with proceeds of the bonds.

(ii) Will not request or receive, from any Public Person, a security pledge of any kind for the payment of any district bonds, or request or receive all or part of any grant, donation,

revenue, or income received or to be received from the government of the United States or any other public source, whether or not it is received pursuant to an agreement or otherwise.

(iii) Will not permit any Public Person to contribute funds or property of any kind to the district by appropriation, grant, donation of services of municipal employees or contractors, lease, deed, or other means considered appropriate, for the purpose of paying in whole or in part any bonds, to pay the costs of acquiring, installing, or constructing improvements in whole or in part, or to fund in whole or in part any other costs or expenses of the district.

(iv) Will pay all applicable fees in connection with the recording of any district documents with the appropriate office of the County.

(v) Will pay all applicable sales and use taxes on the purchase, acquisition, and installation of any materials for any improvements financed by the district with bond proceeds.

(c) Pursuant to Section 11-99A-20 of the Enabling Law, the Commission hereby rescinds all of the tax exemptions provided for the district in said section 20 and may require the payment of fees in lieu of taxes.

(d) Any assessment, levy, or charge requested by the petitioners to be imposed on the Property by the County and the District (1) will apply only to the subject Property owned by the petitioners, (2) will not apply to or be payable by any other property or landowner in the County except the petitioners, (3) will be the exclusive responsibility of the petitioners, and (4) will not be charged to or payable by any other landowner or public body in the County. Such assessments, levies, and charges will be specifically requested by the petitioners to be imposed upon the petitioner's own Property and will be paid exclusively by said petitioners. No other landowner or public body will have any financial obligation with respect to any such assessment, levy, or charge.

(e) The District will automatically dissolve, without the need for action by either the County or the Board of Directors of the District, upon the first to occur of: (1) all the assessments levied on the Property are satisfied, or (2) within two years from the date of this resolution, the County has not levied any assessments on the Property.

After said resolution and order had been discussed and considered in full by the Commission, it was moved by Commissioner _____ that said resolution and order be now adopted. The motion was seconded by Commissioner _____. The question being put as to the adoption of said motion and the passage and adoption of said resolution and order, the roll was called with the following results:

Ayes: James E. Ball, Chairman
 Charles F. "Skip" Gruber, Vice-Chairman
 Billie Jo Underwood
 Matthew P. McKenzie

Nays: None

The Chairman thereupon declared said motion carried and the resolution and order passed and adopted as introduced and read.

Adopted this 3rd day of February, 2026.

Chairman

COUNTY SEAL

Authenticated and Attested:

County Administrator

* * *

CERTIFICATE OF CHAIRMAN

I, the undersigned, do hereby certify as follows: (1) I am the duly elected, qualified and acting Chairman of the County Commission of Baldwin County, Alabama (the "County"), (2) as such I have access to all original records of the County and I am duly authorized to make certified copies of its records on its behalf, (3) the above and foregoing pages constitute a complete, verbatim and compared copy of excerpts from the minutes of a regular meeting of the County Commission duly held on February 3, 2026, the original of which is on file and of record in the minute book of the County Commission in my custody, (4) the resolution set forth in such excerpts is a complete, verbatim and compared copy of such resolution as introduced and adopted by the County Commission on such date, and (5) said resolution is in full force and effect and has not been repealed, amended or changed.

IN WITNESS WHEREOF, I have hereunto set my hand as Chairman and have affixed the official seal of the County this 3rd day of February, 2026.

Chairman

COUNTY SEAL