

SUBORDINATION AGREEMENT

Project No: 1173079

Des.No: 1173079

Facility No: Monon Trail (181st-191st)

INDOT Contract No: R-34147

County: Hamilton

This AGREEMENT, made and entered into this ___ day of _____, 2014 by and between

AT&T CORP

3450 Riverwood Parkway, SE - Room 162 Atlanta, GA 30339

(hereinafter referred to as the "Utility"), and the City of Westfield, (hereinafter referred to as the "City").

WITNESSETH:

WHEREAS, the City, desires to improve and/or maintain the condition of the above referenced route and has determined to perform the construction designated by the above project number (hereinafter referred to as the "Project");

WHEREAS, the City desires to acquire the real estate interest described in attached Exhibit "A" (hereinafter referred to as the "real estate interest"), incorporated by reference, for transportation purposes in connection with the project, and;

WHEREAS, the Utility has certain property rights in the real estate, and;

WHEREAS, the Utility has performed certain alterations, modifications, and/or relocations of its existing facilities within, or adjacent to, the real estate interest in order to accommodate the City's project.

Now, Therefore, for and in Consideration of the Mutual Covenants herein recited, the Utility and the City do herein agree as Follows:

Section I

The City hereby acknowledges all rights, powers and privileges presently held by the Utility in the real estate interest including the Utility's right to construct, maintain, or operate additional facilities in, along, above, under, or adjacent to the real estate interest to be acquired by the City.

Section II

The Utility agrees that its rights connected with the real estate interest shall be subordinate to the rights to be held by the City to the extent that the Utility's exercise of its rights interferes with the City's construction, maintenance, improvement and/or operation for transportation purposes.

Section III

In the event the City abandons or otherwise disposes of its interest in the real estate because it is no longer necessary for transportation or recreational purposes this subordination agreement shall be null and void.

Section IV

The exercise of the Utility's rights, powers, and privileges in connection with the real estate interest shall be subject to the State of Indiana's and the City's statutes, rules, standard specifications, and published policies reasonably necessary for the protection of the facility and the public use thereof.

Section V

The costs of any future alterations and/or relocations of the Utility's original facilities located in the area described in Exhibit "A" shall be reimbursed by the City in accordance with Indiana Law when such alterations and/or relocations are done at City request.

Section VI

This contract shall be construed in accordance with and governed by the laws of the State of Indiana and suit, if any, must be brought in the State of Indiana.

Section VII

This agreement shall be binding upon the parties and their successors and assigns.

Section VIII

The Utility shall indemnify the City against any damage to the City's real estate interest resulting from any act or omission of the Utility.

IN WITNESS WHERE OF, the parties hereto separately and severally have caused this instrument to be executed in their respective names by and through their duly authorized officers.

THE UTILITY:

AT&T Corp
(Utility Name)

ATTEST:

Bonnie C. Morris
(Secretary of Utility- Signature)

Alvin S. Richardson
(Signature of Officer)

Bonnie C. Morris
(Secretary's Name, Printed or Typed)

Alvin S. Richardson
(Officer's Name, Printed or Typed)

Sr. Tech. Proj. Mgr.
(Officer's Position)

4/22/15
Date

ACKNOWLEDGEMENT

State of GEORGIA County of GWINNETT SS:

Before me, the undersigned Notary Public in and for said County and State, personally appeared

Alvin S. Richardson 3450 Riverwood PKWY SE Atlanta, GA 30339
(Names and offices of signers of Utility)

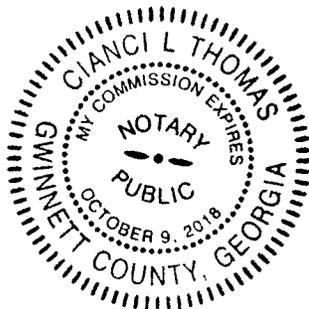
AT&T Corp.
(Name of Utility)

and acknowledged the execution of the forgoing contract on this 22nd day of APRIL, 2015

Witness my hand and seal the said last day.

My Commission Expires: 9 day of October, 2018

(Seal)



Cianci L Thomas
(Signature)

Cianci Thomas
(Printed or Typed) (Notary Public)

Gwinnett
(County of Residence)

THE CITY OF WESTFIELD
By the Westfield Board of Public Works

By:

J. Andrew Cook
Mayor

Date

Randy Graham
Member

Date

Kate Snedeker
Member

Date

ACKNOWLEDGEMENT

State of Indiana, County of Hamilton, SS:

Before me, the undersigned Notary Public in and for the County and State, personally appeared

_____ and acknowledged the execution

of the foregoing contract on this _____ day of _____, 2014

My Commission Expires: _____ day of _____, 20_____

(Seal)

(Signature)

(Printed or Typed) (Notary Public)

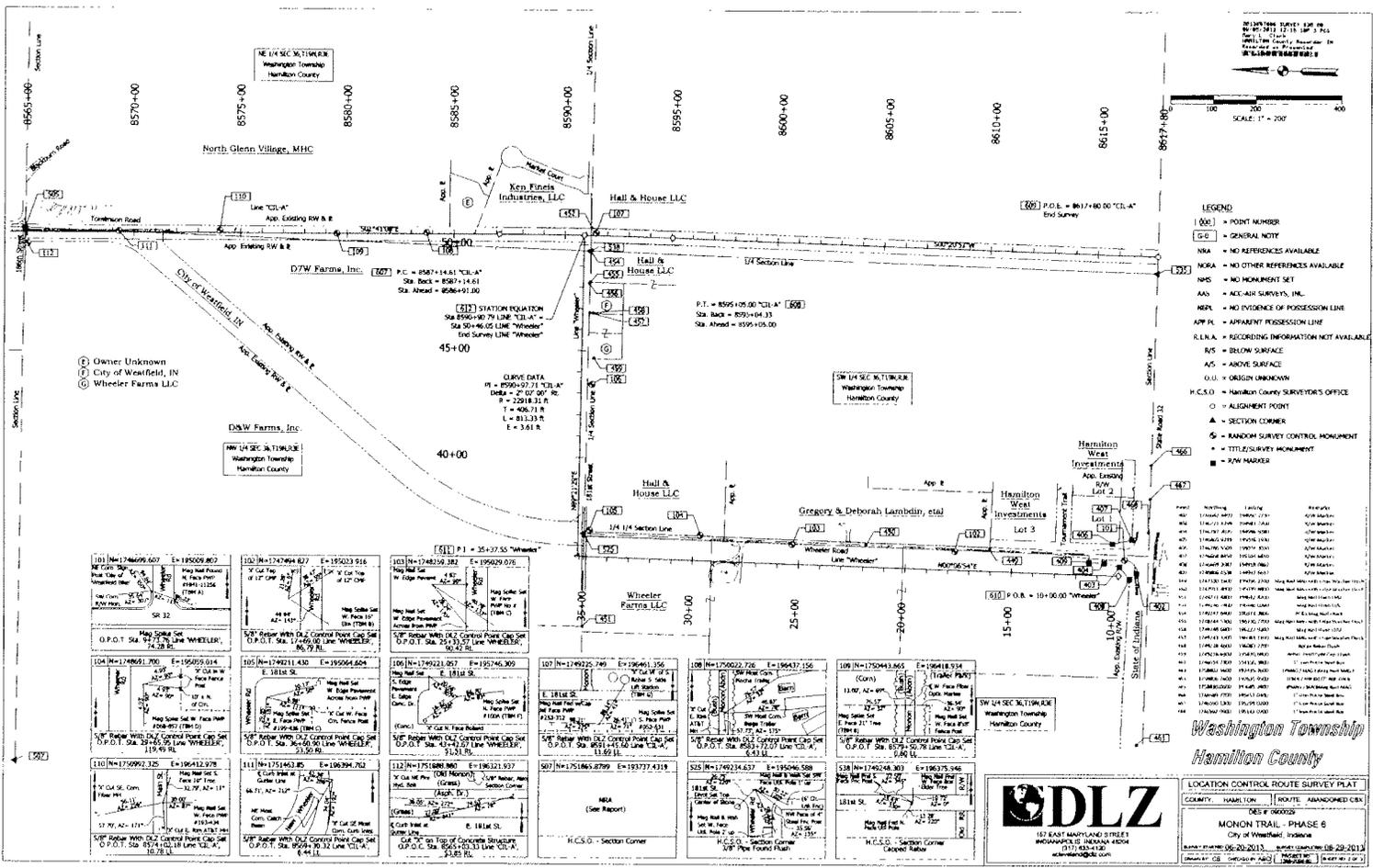
(County of Residence)

EXHIBIT A

A sixteen and one-half (16.5) feet wide (hereinafter called "Grantee's Communications Corridor") strip of real estate in Section 25 of Township 19 North, Range 3 East, Washington Township, Hamilton County Indiana, and described as follows:

The boundaries of Grantee's Communications Corridor shall be parallel lines eight-and-one-fourth (8.25) feet on either side of the AT&T fiber optic cable now laid (the location of which cable shall be indicated by surface markers set by Grantee at intervals on the Grantee's Communications Corridor), provided however that the width of Grantee's Communications Corridor shall be reduced on one side and increased by an equal linear footage on the other side wherever necessary in order that it shall in all places remain solely within the limits of the former railroad right-of-way easement where the AT&T Telecommunications Cable System is now laid. The said AT&T fiber optic cable is located along a portion of Alignment "CIL-A" as defined by the Location Control Route Survey Plat recorded as Instrument 2013057006 in the Hamilton County Recorder's Office and described as:

Beginning at the intersection of the South Line of Section 25 and the said Alignment "CIL-A"; thence North 1 degree 41 minutes 08 seconds West on the said alignment a distance of 581.30 feet, more or less, to Point 606 of the said plat; thence 1,564.84 feet on an arc to the left to Point 605 of the said plat, said arc having a radius of 2,817.42 feet and a long chord of North 17 degrees 35 minutes 49 seconds West at a distance of 1,544.80 feet; thence North 33 degrees 30 minutes 30 seconds West on the said alignment a distance of 703.86 feet to the north line of the Southwest Quarter of Section 25; thence continue North 33 degrees 30 minutes 30 seconds West on the said alignment a distance of 818 feet, more or less, to the south line of the Westfield Washington Multi School Building Corp Parcel approximately at Station 8527+82 of the said Alignment "CIL-A" and being the point of termination of this description.



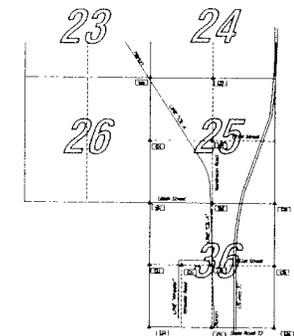
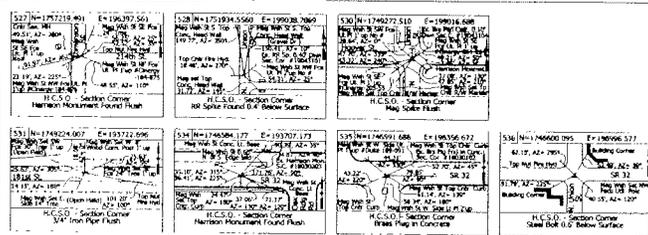
- 1 Owner Unknown
- 2 City of Westfield, IN
- 3 Wheeler Farms LLC

- LEGEND**
- 100 = POINT NUMBER
 - 100 = GENERAL NOTE
 - N/A = NO REFERENCES AVAILABLE
 - NORA = NO OTHER REFERENCES AVAILABLE
 - NPS = NO MONUMENT SET
 - AAS = ACCURATE SURVEYS, INC.
 - NEPL = NO EVIDENCE OF POSSESSION LINE
 - APP PL = APPARENT POSSESSION LINE
 - R.L.N.A. = RECORDING INFORMATION NOT AVAILABLE
 - B/S = BELOW SURFACE
 - A/S = ABOVE SURFACE
 - O.U. = ORIGIN UNKNOWN
 - H.C.S.O. = HAMILTON COUNTY SURVEYORS OFFICE
 - = ALIGNMENT POINT
 - = SECTION CORNER
 - ⊕ = RANDOM SURVEY CONTROL MONUMENT
 - ⊕ = TITLE SURVEY MONUMENT
 - = RW MARKER

Point No.	Existing	Existing	Remarks
100	174669.607	185029.807	NE Corner of Section 32
101	174670.000	185030.000	NE Corner of Section 32
102	174670.400	185030.400	NE Corner of Section 32
103	174670.800	185030.800	NE Corner of Section 32
104	174671.200	185031.200	NE Corner of Section 32
105	174671.600	185031.600	NE Corner of Section 32
106	174672.000	185032.000	NE Corner of Section 32
107	174672.400	185032.400	NE Corner of Section 32
108	174672.800	185032.800	NE Corner of Section 32
109	174673.200	185033.200	NE Corner of Section 32
110	174673.600	185033.600	NE Corner of Section 32
111	174674.000	185034.000	NE Corner of Section 32
112	174674.400	185034.400	NE Corner of Section 32
113	174674.800	185034.800	NE Corner of Section 32
114	174675.200	185035.200	NE Corner of Section 32
115	174675.600	185035.600	NE Corner of Section 32
116	174676.000	185036.000	NE Corner of Section 32
117	174676.400	185036.400	NE Corner of Section 32
118	174676.800	185036.800	NE Corner of Section 32
119	174677.200	185037.200	NE Corner of Section 32
120	174677.600	185037.600	NE Corner of Section 32
121	174678.000	185038.000	NE Corner of Section 32
122	174678.400	185038.400	NE Corner of Section 32
123	174678.800	185038.800	NE Corner of Section 32
124	174679.200	185039.200	NE Corner of Section 32
125	174679.600	185039.600	NE Corner of Section 32
126	174680.000	185040.000	NE Corner of Section 32
127	174680.400	185040.400	NE Corner of Section 32
128	174680.800	185040.800	NE Corner of Section 32
129	174681.200	185041.200	NE Corner of Section 32
130	174681.600	185041.600	NE Corner of Section 32
131	174682.000	185042.000	NE Corner of Section 32
132	174682.400	185042.400	NE Corner of Section 32
133	174682.800	185042.800	NE Corner of Section 32
134	174683.200	185043.200	NE Corner of Section 32
135	174683.600	185043.600	NE Corner of Section 32
136	174684.000	185044.000	NE Corner of Section 32
137	174684.400	185044.400	NE Corner of Section 32
138	174684.800	185044.800	NE Corner of Section 32
139	174685.200	185045.200	NE Corner of Section 32
140	174685.600	185045.600	NE Corner of Section 32
141	174686.000	185046.000	NE Corner of Section 32
142	174686.400	185046.400	NE Corner of Section 32
143	174686.800	185046.800	NE Corner of Section 32
144	174687.200	185047.200	NE Corner of Section 32

DLZ
 151 EAST MAINLAND STREET
 INDIANAPOLIS, IN 46204-4004
 (317) 636-1122
 www.dlzinc.com

LOCATION CONTROL ROUTE SURVEY PLAT
 COUNTY: HAMILTON, DISTRICT: UNASSIGNED CBS
 DIST: F 060022
MONON TRAIL - PHASE 6
 City of Westfield, Indiana
 Date: 06/20/2013, Sheet: 06/20/13
 Project: 130600000, Scale: 1" = 700'



Sections 23, 24, 25, 26 and 36 in Twp 19 N - Rge 3 E

Point	Reading	Setting	Remarks
401	174824.907	103722.696	RR Spike Found
402	174824.907	103722.696	RR Spike Found
403	174824.907	103722.696	RR Spike Found
404	174824.907	103722.696	RR Spike Found
405	174824.907	103722.696	RR Spike Found
406	174824.907	103722.696	RR Spike Found
407	174824.907	103722.696	RR Spike Found
408	174824.907	103722.696	RR Spike Found
409	174824.907	103722.696	RR Spike Found
410	174824.907	103722.696	RR Spike Found
411	174824.907	103722.696	RR Spike Found
412	174824.907	103722.696	RR Spike Found
413	174824.907	103722.696	RR Spike Found
414	174824.907	103722.696	RR Spike Found
415	174824.907	103722.696	RR Spike Found
416	174824.907	103722.696	RR Spike Found
417	174824.907	103722.696	RR Spike Found
418	174824.907	103722.696	RR Spike Found
419	174824.907	103722.696	RR Spike Found
420	174824.907	103722.696	RR Spike Found

INDIANA SURVEYOR'S REPORT

The trail design project is located in the City of Westfield, Indiana and is part of Sections 23, 24, 25, 26 and 36 in Congressional Township 19 North, Range 3 East in the Civil Township of Washington in Hamilton County, Indiana.

The purpose of this survey was to collect necessary data for the proper design and construction of a multi-purpose trail from north of 191st Street to State Road 32.

The Westfield City Engineer and the Indiana Department of Transportation (INDOT) have provided right of way or alignment records for the Wheeler Road extension and State Road 32. Design alignment for this survey is based primarily on the original Chicago, Indianapolis and Louisville Railroad alignment as shown on CSX Valuation Maps "V24699" and "V24700".

This survey is not a property retracement survey. Where title lines or surveyable corners are shown, their location is based on physical evidence, testimony, or historical deed analysis. Section corners shown or reported herein are based on found monumentation and records found in the Hamilton County Surveyor's Office, unless otherwise noted.

This project is based on the Indiana State Plane Coordinate System, East Zone (NAD 1983). Coordinates are shown to three decimal places not to indicate the accuracy of the survey, but to provide for repeatability of calculations. Linear dimensions and coordinate values are in gds U.S. feet. The basis of bearings is the Indiana State Plane Coordinate System, East Zone (NAD 1983). The average combined scale factor for this project is 0.9999888.

Topography was by and large supplemented with aerial photogrammetry. Ground survey was performed primarily to verify aerial data and to locate underground utilities and sewers as well as establish survey grade control for the project.

SURVEY CONTROL
DLZ established survey control points for this project utilizing INCGORS and a GPS double occupancy method.

THE RELATIVE POSITIONAL ACCURACY of any survey control monument with respect to any other survey control monument established this survey is +/-0.07 feet.

ALIGNMENT
Line "DL-A" begins at Station 8526+00.00 and ends at Station 8560+00.79. Line "Wheeler" begins at Station 10+00.00 and ends at Station 50+40.95. These lines, with respect to the project, are considered newly established, not retraced but original and therefore have no associated uncertainty.

REFERENCE MONUMENTS
All reference monuments established this survey, are as noted herein. The reference monuments are numbered 101 through 120, 201 through 203 and 207. These reference monuments are tied directly to the alignments by station and offset. Reference monuments established this survey have no uncertainty with respect to the newly established alignments.

SECTION CORNERS

The following is a list of Section corner monuments, and the uncertainty associated with each with respect to the location of the original government corner monuments unless qualified otherwise, found in the aforementioned Sections with the aid of records found in the Hamilton County Surveyor's Office (H.C.S.O.) and other sources.

Point # 401 is a railroad spike found at the West Quarter corner of Section 25 in good condition per the (H.C.S.O.). Uncertainty +/-0.1 feet.

Point # 504 is a railroad spike found flush in good condition at the Center Quarter corner of Section 25 per the (H.C.S.O.). Uncertainty unknown. (See Note)

Point # 505 is a 3/4 inch pipe found flush in good condition at the North Quarter corner of Section 36 per the (H.C.S.O.). Uncertainty +/-1.2 feet.

Point # 507 was a stone found in good condition when recovered on an earlier survey by DLZ at the Southwest corner of Section 25. This corner monument is now gone due to recent construction in the immediate area. The location is based on the previous survey. Uncertainty +/-0.1 feet.

Point # 525 is a 3/8 inch pipe found flush in good condition at the North Quarter corner of the Southwest Quarter of Section 36 per the (H.C.S.O.). Uncertainty unknown. (See Note)

Point # 528 is a railroad spike found 0.4 feet below surface in good condition at the Northeast corner of Section 36 per the (H.C.S.O.). Uncertainty +/-1.5 feet.

Point # 527 is a Harrison Monument found flush in good condition at the North Quarter corner of Section 26 per the (H.C.S.O.). Uncertainty +/-0.2 feet.

Point # 530 is a Mag Spike found flush in good condition at the East Quarter corner of Section 36 per the (H.C.S.O.). Uncertainty +/-3.4 feet.

Point # 531 is a 1/2 inch iron pipe found flush in good condition at the West Quarter corner of Section 36 per the (H.C.S.O.). Uncertainty +/-0.3 feet.

Point # 534 is a Harrison monument found flush in good condition at the Southwest corner of Section 36 per the (H.C.S.O.). Uncertainty +/-0.1 feet.

Point # 535 is a brass plug in concrete found flush in good condition at the South Quarter corner of Section 36 per the (H.C.S.O.). Uncertainty +/-0.3 feet.

Point # 536 is a steel bolt found 0.6 feet below surface in good condition at the Southeast corner of Section 36 per the (H.C.S.O.). Uncertainty +/-0.3 feet.

Note: This corner not monumented on the original survey.

RIGHT OF WAY

Where no property dedicated, granted or purchased right of way can be proven by recorded documentation, the "edge of the traveled way" (roughly the edge of pavement) will be used as the boundary of the existing right of way (per Indiana case law). The "traveled way" includes all through lanes but excludes shoulders, turning lanes, passing lanes, and medians.

This Location Control Route Survey Plat, which is the first step in the route survey process, was prepared for the purposes of establishing the apparent existing right-of-way for the various roads, to field establish proposed project alignments and to collect title evidence. This survey should be recognized as the preliminary phase of a "Route Survey" as defined by IAC 865-1-12.

Following the completion of this portion of the survey, acquisition parcel(s) will be identified and plats and descriptions will be prepared for those parcels along the project corridor cross referencing this recorded plat. The combination of the acquisition documents and the Location Control Route Survey Plat will comprise the completed "Route Survey".

SURVEYOR'S STATEMENT

The undersigned hereby states, that to the best of his information, knowledge and belief, the within plat, and the survey on which it is based, were prepared in accordance with the provisions of TITLE 865 I.A.C. 1-12 regarding Route Surveys. The undersigned further states that any data or information found herein regarding the location or description of any parcels of real property is provided for the sole purpose of showing current ownership, per Hamilton County Records, at the time of the survey and not the true or correct position of title. The determination of the location of title is beyond the scope of this Survey.

Alan Brent Cleveland
The within Plat of Survey prepared by:
Alan Brent Cleveland
Registered Land Surveyor
Within the State of Indiana
Registration Number LS80880007
Date September 3, 2013



I certify under the penalties of perjury that I have been duly sworn to collect and report the accuracy of the data contained herein.

Alan Brent Cleveland
Registered Land Surveyor
Within the State of Indiana

DLZ
187 EAST MARYLAND STREET
INDIANAPOLIS, INDIANA 46204
(317) 837-4100
www.dlzinc.com

Washington Township
Hamilton County

LOCATION CONTROL ROUTE SURVEY PLAT
COUNTY: HAMILTON COUNTY ROUTE: UNASSIGNED CSX
TOWNSHIP: 19 N RANGE: 3 E
MONIOM TRAIL - PHASE 6
Survey Number: 08-20-2013 Survey Date: 08-29-2013
Drawn by: CSX Checked by: ARS Date: 08-29-2013
Scale: As Shown

DLZ
100 (k...)

AFTER RECORDING RETURN TO:

DLZ Indiana, LLC
157 East Maryland Street
Indianapolis, Indiana 46204
Attn: Survey Coordinator

2013067270 AFF MISC \$13.00
11/04/2013 10:44:58A 1 PGS
Mary L. Clark
HAMILTON County Recorder IN
Recorded as Presented

AFFIDAVIT OF CORRECTION (Survey)

I, Alan Brent Cleveland, duly sworn, depose and say that I am the surveyor who prepared the survey plat entitled "Location Control Route Survey Plat" recorded as Instrument Number "2013057006" on September 5, 2013 in the Office of the Recorder of Hamilton County, Indiana; and

The following correction(s) to said survey is (are) necessary and is (are) as follows:

The Northing and Easting coordinates for Section Corner Number 401, as shown on the "Section Corner Point Listing" on Sheet 3 of 3 as Northing: 1754516.1830 and Easting: 193725.4736, are incorrect. The correct coordinates for said Section Corner Number 401 are Northing: 1754506.0288 and Easting: 193739.3319.

Alan Brent Cleveland

Alan Brent Cleveland
Registered Land Surveyor
Within the State of Indiana
Registration Number LS80880007

157 East Maryland Street
Indianapolis, Indiana 46204

November 4, 2013

Date



Affirmation Statement:

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each social security number in this document, unless otherwise required by law.

Alan B. Cleveland

Alan B. Cleveland

NOTARY CERTIFICATE

Subscribed to and sworn before me this 4th day of November, 2013 by

Melissa A. Jent

Notary Public for the State of Indiana

Notary Signature *Melissa A. Jent*

County of Residence: **Marion**

My Commission Expires 2-26-20

This Instrument Prepared by: Alan B. Cleveland