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DECLARATION OF RESTRICTION ON LAND USE

This Declaration is made as of the 8th day of November 2001 by Feather Rock, L.L.C., an Indiana limited liability company ("Owner").

Owner is the title holder of certain property located in the City of Crown Point, Lake County, Indiana, Sections 19 & 20, Township 34N, described on attached Exhibit A (the "Property").

The Property contains areas which have been identified as waters of the United States, including wetlands, as defined in regulations promulgated pursuant to Section 404 of the Clean Water Act (33 CFR 328.3(b)).

Owner desires to obtain viable use of the Property, but any such activity requires certain improvements being constructed in portions of the waters of the United States.

The locations of the improvement area is shown collectively as Exhibit B (the "Site Plan").

Owner has agreed to voluntarily restrict any activities in the wetland areas, identified as Preserved Area, on the Property, as shown on the Site Plan.

Owner has agreed to minimize detriments to aquatic resources in the preserved area in exchange for, and as condition to authorization of the improvements by the Department of the Army, United States of America, Corps of Engineers ("ACOE").

Owner hereby declares and covenants that no discharge of dredged or fill material other modification or development of the preserved area shall be undertaken. Owner will ensure to the best of their ability, that vegetation, soils, and hydrology of the preserved area shall remain in an unaltered, natural condition.

The restriction and covenant herein shall be perpetual, and shall be binding upon the Owner and their legal representatives, heirs and assigns. The ACOE and its successors and designees, shall have the right to enforce any of the provisions contained herein against their legal representatives, heirs and assigns.

19.00 E.P.
(1600130)
0100130

LEGAL DESCRIPTION

PARCEL 1: Part of the Southeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, described as follows:

Beginning at the Southwest corner of the East 1/2 of the Southwest 1/4 of the Southeast 1/4 of said Section 19; thence East 922.06 feet along the South line of said Southeast 1/4; thence North at right angles to said South line, a distance of 770.00 feet; thence West parallel to said South line, a distance of 934.38 feet to the West line of the East 1/2 of the Southwest 1/4 of the Southeast 1/4 of said Section 19; thence South on said West line, a distance of 770.00 feet to the point of beginning, in Lake County, Indiana, except therefrom the following described parcel:

Part of the Southeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, more particularly described as follows:

Commencing at the Southeast corner of said Section 19; thence North 90 degrees 00 minutes 00 seconds West along the South Section line, a distance of 1250.42 feet to the point of beginning; thence continuing West along the same line and bearing a distance of 336.00 feet; thence North 01 degrees 18 minutes 20 seconds West, a distance of 345.75 feet; thence North 87 degrees 33 minutes 40 seconds East, a distance of 336.00 feet; thence South 01 degrees 14 minutes 20 seconds East, a distance of 336.00 feet to the point of beginning.

PARCEL 2: That part of the Southwest 1/4 of the Northeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, being more particularly described as follows:

Commencing at the Southeast corner of the Southwest 1/4 of the Northeast 1/4 of Section 19, aforesaid thence North 1323 feet to the Northeast corner of said 1/4 1/4 Section; thence West 421 feet to the center of the Crown Point and Cedar Lake Road; thence Southwesterly with the meanders of road to a point on the South line of said 1/4 1/4 Section, said point being 160 feet East of the Southwest corner of same; thence East along 1/2 Section line, 1163 feet to the point of beginning, in Lake County, Indiana, except therefrom the following three parcels:

Parcel A: Beginning at the Northeast corner thereof; thence South 200 feet; thence West parallel to North line of said Southwest 1/4 of the Northeast 1/4 of Section 19, to the center line of Cedar Lake Road; thence Northeasterly in the center of said road to the North line of said Southwest 1/4 of the Northeast 1/4 of Section 19; thence East 421 feet, more or less, to the point of beginning, also

Parcel B: Commencing at a point on the North line of the Southwest 1/4 of the Northeast 1/4 of said Section 19 and 420.70 feet West of the Northeast corner thereof; thence South 25 degrees 20 minutes West 221.24 feet to the point of beginning; thence North 89 degrees 57 minutes 30 seconds East (parallel to the 200 feet South of the North line of the Southwest 1/4 of the Northeast 1/4 of said Section 19), a distance of 177.08 feet; thence South 25 degrees 20 minutes West, a distance of 93.40 feet; thence Westerly along a curve to the right with a radius of 341.00 feet, a distance of 65.40 feet to the point of curve; thence North 64 degrees 40 minutes West, a distance of 95 feet; thence North 25 degrees 20 minutes East, a distance of 23.76 feet to the point of beginning.

Exhibit A

Parcel C: Part of the Southwest 1/4 of the Northeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, in Lake County, Indiana, more particularly described as follows:

Commencing at the Northeast corner of the Southwest 1/4 of the Northeast 1/4 of said Section 19; thence South 00 degrees 46 minutes 30 seconds East, a distance of 200.00 feet; thence South 89 degrees 57 minutes 30 seconds West, a distance of 338.21 feet; thence South 25 degrees 20 minutes 22 seconds West, a distance of 93.40 feet; thence Northwesterly along a curve to the right with a radius of 341.00 feet, a distance of 65.40 feet; thence continuing North 64 degrees 40 minutes 00 seconds West, a distance of 95.00 feet to the centerline of the Cedar Lake-Crown Point Road; thence continuing along the centerline of the Cedar Lake-Crown Point Road, South 25 degrees 20 minutes 00 seconds West, a distance of 856.26 feet to the point of beginning; thence South 72 degrees 03 minutes 37 seconds East, a distance of 174.19 feet; thence Southerly along a curve to the left with a radius of 330 feet, a distance of 103.97 feet; thence Westerly along a curve to the right with a radius of 325.58 feet, a distance of 158.65 feet; thence continuing North 62 degrees 04 minutes 37 seconds West, a distance of 50.00 feet to the centerline of the Cedar Lake-Crown Point Road; thence North 25 degrees 20 minutes 00 seconds East, a distance of 107.39 feet to the point of beginning.

PARCEL 3: Part of the Southeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, described as follows:

Commencing at the Northeast corner of said 1/4 Section, running thence West 120 rods; thence South 113 1/3 rods; thence East 120 rods to the East line of said Section; thence North with Section line 113 1/3 rods to the point of beginning, in Lake County, Indiana.

PARCEL 4: The East 5.75 acres of the Southwest 1/4 of the Southwest 1/4 of the Southeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, the West boundary of said 5.75 acre tract being the center line of an open ditch, in Lake County, Indiana.

PARCEL 5: That part of the Northwest 1/4 of the Northeast 1/4 and that part of the East 1/2 of the Northeast 1/4 all lying Easterly of the center line of the Crown Point-Cedar Lake Road in Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, in Lake County, Indiana, excepting therefrom the following 3 tracts of land:

PARCEL A: Part of the Northeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, in Lake County, Indiana, described as follows:

Commencing at a point on the North line of said Section 19 and 1099.04 feet West of the Northeast corner thereof, said point being on the center line of the Cedar Lake Road; thence South 25 degrees 58 minutes 00 seconds West along the center line of said road 492.80 feet to the point of beginning of this described parcel; thence North 90 degrees 00 minutes 00 seconds East and parallel to the North line of said Section 19, a distance

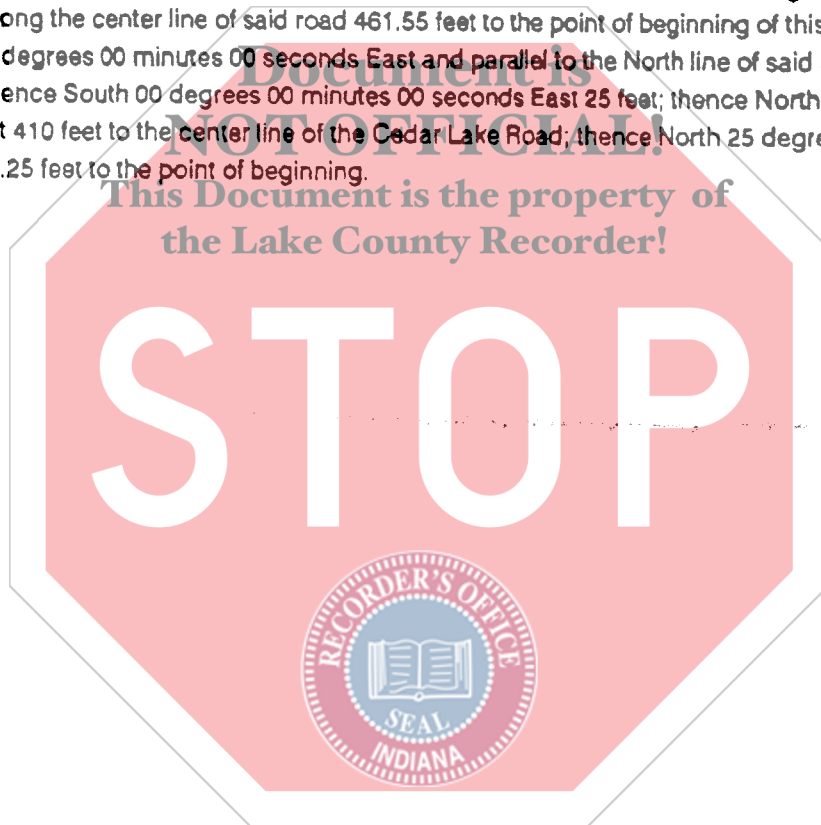
of 410.00 feet; thence South 00 degrees 00 minutes 00 seconds East 424.30 feet; thence North 90 degrees 00 minutes 00 seconds West 616.64 feet to the center line of the Cedar Lake Road; thence North 25 degrees 58 minutes 00 seconds East 471.94 feet to the point of beginning.

PARCEL B: Part of the Northeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, in Lake County, Indiana, described as follows:

Commencing at a point on the North line of said Section 19 and 1099.04 feet West of the Northeast corner thereof, said point being on the center line of the Cedar Lake Road; thence South 25 degrees 58 minutes 00 seconds West along the center line of said road 964.74 feet to the point of beginning of this described parcel; thence North 90 degrees 00 minutes 00 seconds East and parallel to the North line of said Section 19, a distance of 616.64 feet; thence South 00 degrees 00 minutes 00 seconds East 314.22 feet; thence North 90 degrees 00 minutes 00 seconds West 769.66 feet to the center line of the Cedar Lake Road; thence North 25 degrees 58 minutes 00 seconds East 349.50 feet to the point of beginning.

PARCEL C: Part of the Northeast 1/4 of Section 19, Township 34 North, Range 8 West of the 2nd Principal Meridian, in Lake County, Indiana, described as follows:

Commencing at a point on the North line of said Section 19 and 1099.04 feet West of the Northeast corner thereof, said point being on the center line of the Cedar Lake Road; thence South 25 degrees 58 minutes 00 seconds West along the center line of said road 461.55 feet to the point of beginning of this described parcel; thence North 90 degrees 00 minutes 00 seconds East and parallel to the North line of said Section 19, a distance of 391.25 feet; thence South 00 degrees 00 minutes 00 seconds East 25 feet; thence North 90 degrees 00 minutes 00 seconds West 410 feet to the center line of the Cedar Lake Road; thence North 25 degrees 58 minutes 00 seconds East 31.25 feet to the point of beginning.



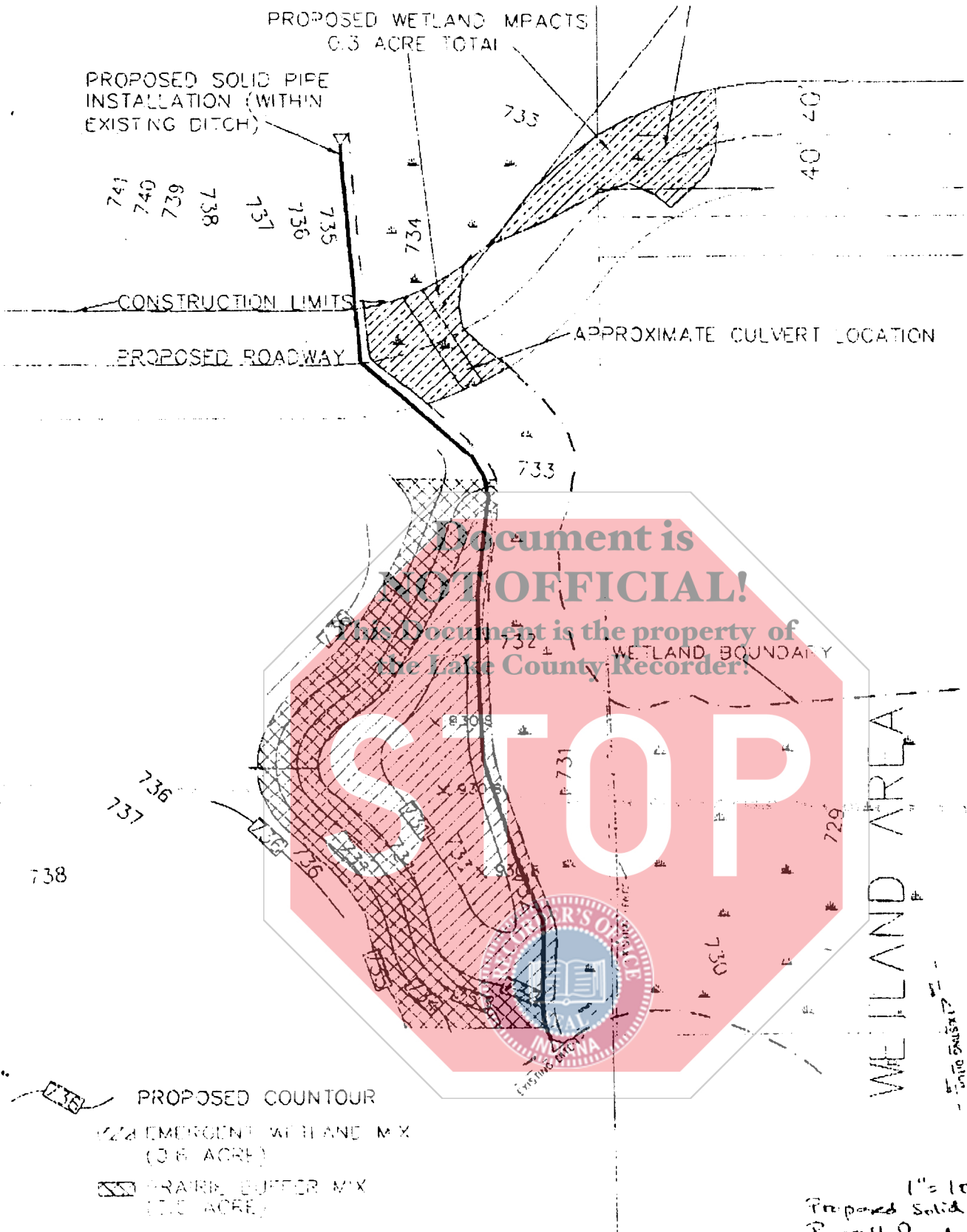


Exhibit B