

Prepared by:  
 Kerry Brian Hutcherson #75018  
 Rudy, Coyner & Associates, PLLC  
 P.O. Box 58  
 Chesterfield, VA 23832

19-26391

Consideration: \$0.00

City of Richmond PIDs: E000330700 and E0003307011  
 County of Henrico GPIN: 805-721-5113

### Agreement to Transfer Potential Credits

This Agreement to Transfer Potential Credits ("Agreement") is entered in to this 6th day of November, 20 19 (the "Effective Date") by PARITY, LLC, a Virginia limited liability company (the "Landowner") and THE ENRICHMOND FOUNDATION, a Virginia non-profit organization ("Enrichmond") whose mission is to serve the people, parks, and public space of the City of Richmond, Virginia, and who has committed to undertake, on that certain real property owned by the Landowner, which is more particularly described in EXHIBIT A, attached hereto and incorporated herein (the "Property"), a tree-preservation project (the "Tree Project") in those portions of the Property that are more particularly shown on EXHIBIT B, incorporated herein and attached hereto ("Tree Project Areas").

#### 1. Purpose and Intent

Enrichmond and Landowner desire to help Enrichmond fund this Tree Project by allowing Enrichmond to develop potential carbon and environmental credits that it can attempt to sell to defray project costs or to plant additional trees. The Landowner will receive the benefits of the trees planted in this project at little to no cost to the Landowner.

These potential carbon or environmental credits or offsets include amounts of carbon dioxide stored, storm water run-off reductions, energy savings, fish habitat, and air quality benefits arising from the planting and growth of trees in the Tree Project ("Carbon+ Credits"). The Carbon+ Credits will be developed using the protocols and registry of City Forest Credits, a non-profit organization ("CFC").

#### 2. Rights Granted

In consideration of the foregoing Purpose and Intent, and further in consideration of the mutual terms provided herein, Landowner transfers and grants to Enrichmond the title and rights to any and all Carbon+ Credits developed from the Tree Project during the term of this agreement, including rights to register with CFC, and develop and sell the Carbon+ Credits.

#### 3. Subject Lands

The Property is more particularly described in EXHIBIT A. Those portions of the Property that comprise the Tree Project are more particularly shown on EXHIBIT B.

#### 4. Obligations of Landowner

Landowner shall not prune, cut down, destroy or remove trees within the Tree Project Areas, except as permitted in writing by Enrichmond or CFC, or as necessary (a) to control or prevent hazard, disease, or fire, (b) to improve forest health, (c) for storm damage control, or (d) for invasive species control.

#### 5. Obligations of Enrichmond

Enrichmond will pay all costs and assume all responsibilities for development and sale of Carbon+ Credits from the Tree Project.

#### 6. Landowner Representations

Landowner represents that it has authority to enter this agreement, and that the Property is free from any liens, claims, encumbrances, tenancies, restrictions, or easements that would prevent or interfere with the rights to Carbon+ Credits granted under this Agreement.

#### 7. Enrichmond Representations

Enrichmond represents that it has the capacities necessary to execute its obligations under this agreement.

#### 8. Default

If either party is in default of this agreement, the other party may notify the defaulting party of the specific nature of the default. The defaulting Party has 30 days from the date of notice to correct the default. If the default is not corrected in 30 days, the non-defaulting party may cancel this Agreement. Notice of cancellation shall be delivered in writing to the current contact address of the defaulting party.

#### 9. Term of Agreement and Option to Renew

This Agreement shall remain in force for 40 years after the Effective Date of the Agreement. Enrichmond may renew this Agreement for a second 40 years if it delivers written notice of renewal to Landowner at least 90 days prior to expiration of this Agreement.

#### 10. Governing Law

This Agreement shall be construed and enforced in accordance with the laws of the Commonwealth of Virginia.

WITNESS the following signatures and seals on the following two (2) counterpart signature pages:

[Counterpart signature page 1 of 2]

PARITY, LLC

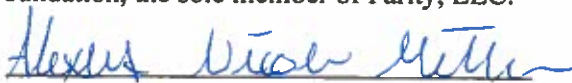
By: ENRICHMOND FOUNDATION, the sole member  
of Parity, LLC

By:   
John Sydnor

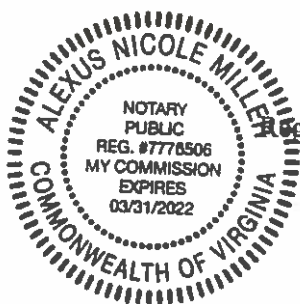
Its: Executive Director

COMMONWEALTH OF VIRGINIA,  
CITY/COUNTY OF Richmond, TO WIT:

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of November, 2019 by John Sydnor, the Executive Director of Enrichmond Foundation, the sole member of Parity, LLC.

  
Notary Public

(SEAL)



My commission expires: 03/31/2022  
Registration No. 7776506

[Counterpart signature page 2 of 2]


ENRICHMOND FOUNDATION

By:   
John Sydnor

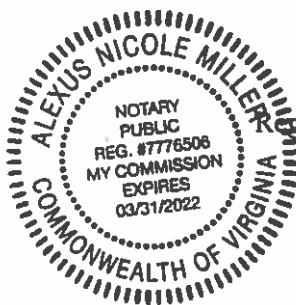
Its: Executive Director

COMMONWEALTH OF VIRGINIA,  
CITY/COUNTY OF Richmond, TO WIT:

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of November, 2019 by John Sydnor, the Executive Director of Enrichmond Foundation.

  
Notary Public

(SEAL)



My commission expires: 03/31/2022  
Registration No. 7776506

## EXHIBIT A. Legal Description of Property

**Tax Map # E000330700 (City of Richmond)**

"ALL that certain parcel of land situated on the north side of East Richmond Road, containing 59.2 acres, more or less, shown on a plat dated December 7, 1965 (revised on February 16, 1967) made by J. K. Timmons & Associates, Consulting Engineers, entitled "Plat Showing a Parcel of Land Situated on the North Side of East Richmond Road, being the Evergreen Cemetery in the City of Richmond, Virginia," a copy of which plat is recorded with the deed from The Evergreen Cemetery Association to Metropolitan Memorial Services, Inc., dated January 15, 1970, and recorded in the Clerk's Office, Chancery, City of Richmond, Virginia in Deed Book 662C, Page 456.

NOTE: The northern and western boundaries of the aforesaid Property are more clearly shown on that certain exhibit plat made by Timmons Group, dated June 4, 2018, and entitled, "COMPILED EXHIBIT SHOWING THE NORTHERN AND WESTERN PROPERTY LINE OF EVERGREEN CEMETERY IN THE CITY OF RICHMOND, VA," which exhibit plat is attached hereto as EXHIBIT A and incorporated herein by this reference.

BEING the same real estate conveyed to Parity LLC, a Virginia limited liability company, by deed from U.K. Corporation, a Virginia corporation, dated May 23, 2017, recorded May 24, 2017 in the Clerk's Office, Circuit Court, City of Richmond, Virginia as Instrument No. 170010519."

**Tax Map # 805-721-5113 (Henrico County)** – shown as 14.29 acres in County tax records

**Tax Map # E0003307011 (City of Richmond)** – shown as 1.835 acres in City tax records

"ALL that certain lot, piece or parcel of land, lying and being partly in Henrico County and partly in the City of Richmond, Virginia, fronting 778.8 feet, more or less, on the western line of Evergreen Road (formerly Bulheller) and more particularly described as follows: BEGINNING at a point on the western line of Evergreen Road where the same is intersected by the present dividing line of the City of Richmond and the County of Henrico, thence northwardly along the western line of Evergreen Road and fronting thereon 708.8 feet, more or less, to the lands of Henrico County; thence N 67 degrees 45' W along the line with said property of Henrico County 1139 feet, more or less, to a stone; thence S 22 degrees W with the lands of Henrico County 445 feet, more or less, to a stone on the line of Oakwood Cemetery; thence S 73 degrees 30' E along the line with Oakwood Cemetery 565 feet, more or lose, to the easternmost part of said Oakwood Cemetery line; thence southwardly along the line with Oakwood Cemetery 220 feet, more or less, to the point of intersection of said line with the Henrico County - City of Richmond present dividing line; thence continuing southwardly along the line with Oakwood Cemetery 240 feet, more or less, to the common boundary line with Evergreen Cemetery thence S 75 1/4 degrees E along said common boundary line with Evergreen Cemetery 569 feet, more or less, to a

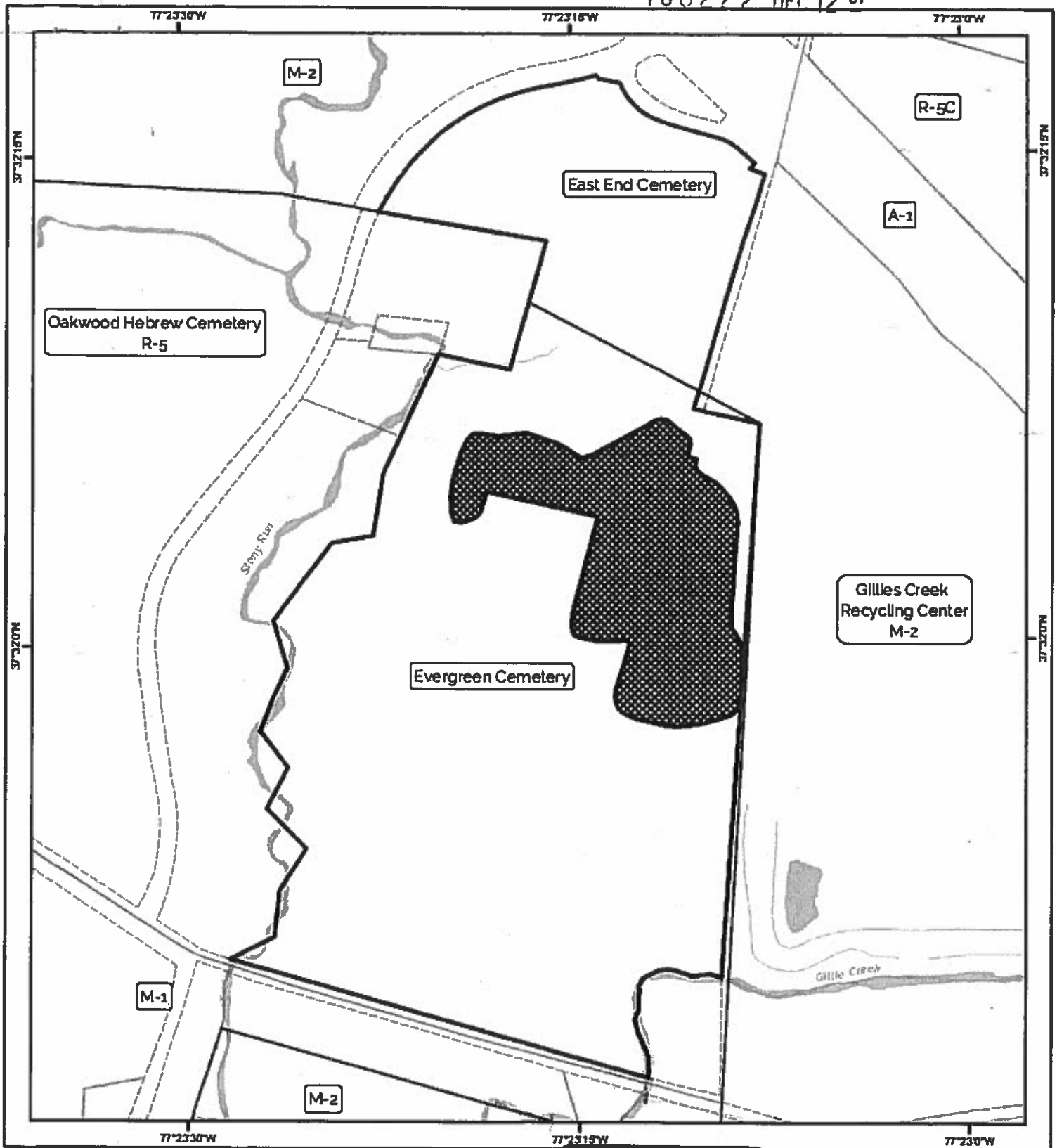
point on the western line of Evergreen Road; thence northwardly along the western line of Evergreen Road and fronting thereon 70 feet, more or less, to the point and place of beginning.

INCLUDING THEREWITH therewith all that piece or parcel of land, lying and being in the County of Henrico, Virginia, containing 62,125 square feet, more or less, as was acquired by Deed of Exchange from the Board of County Supervisors of Henrico County, Virginia, dated June 24, 1970, recorded January 25, 1971 in the Clerk's Office, Circuit Court, Henrico County, Virginia in Deed Book 1451, Page 427, and described as follows: Beginning at a point on the south line of the proposed Stony Run Parkway which point is S 67 degrees 11' E (N 67 degrees 11' W as shown on plat) a distance of 301 ft. from the northwest corner of the property of East End Burial Association Cemetery which corner is marked by a stone; thence along a curve to the right having a radius of 667 ft. a distance of 134 ft., more or less, to a point; thence N 86 degrees 48' E a distance of 53 ft. to a point; thence along a curve to the left having a radius of 633 ft. a distance of 104 ft., more or less, to a point; thence S 25 degrees 25' 15" E a distance of 7 ft. to a point; thence S 84' 57" E a distance of 68 ft., more or less, to a point; thence along a curve to the left having a radius of 238.7 ft. a distance of 203 ft., more or less, to a point; thence S 74 degrees 15' 06" E a distance of 143 ft., more or less, to a point; thence along a curve to the right having a radius of 220 ft. a distance of 102 ft., more or less, to a point; thence S 47 degrees 41' 52" E a distance of 55 ft., more or less, to a point; thence S 42 degrees 18' W a distance of 25 ft., more or less, to a point; thence N 67 degrees 11' W a distance of 780 ft., more or less, to the point and place of beginning. For a more particular description of the land hereby conveyed, reference is made to the print prepared by Henrico County Engineering Department dated April 28, 1965 and revised July 27, 1965 attached and recorded with the Deed of Exchange aforesaid in Deed Book 1451, Page 427 and shown thereon as Parcel "B."

LESS AND EXCEPT FROM the parcel of land first herein above described all that piece or parcel of land, lying and being in the County of Henrico, Virginia, containing 59,125 square feet, more or less, as was conveyed by Deed of Exchange to the Board of County Supervisors of Henrico County, Virginia, dated June 24, 1970, recorded January 25, 1971 in the Clerk's Office, Circuit Court, Henrico County, Virginia in Deed Book 1451, Page 427, and described as follows: Beginning at a point marked by a stone which point is the northwest corner of the property of East End Burial Association Cemetery; thence S. 23 degrees 09' W a distance of 444.70 ft. to a point marked by a pin; thence S. 72 degrees 37' E (N 72 degrees 37' W as shown on plat) a distance of 43.3 ft., to a point; thence along a curve to the right having a radius of 667 ft. a distance of 525 ft., more or less to a point; thence N 67 degrees 11' W. a distance of 301 ft. to the point and place of beginning. For a more particular description of the land conveyed, reference is made to the aforesaid print showing the land designated as Parcel 'A.'"

BEING the same real estate conveyed to Parity, LLC from Special Commissioner Michael L. Warwick by that certain Special Commissioner's Deed, dated April 1, 2019, and recorded April 11, 2019 in the Circuit Court Clerk's Office of the City of Richmond, Virginia as Instrument Number 190006816 and recorded on April 11, 2019 in the Circuit

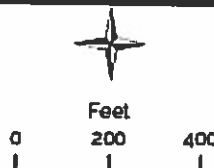
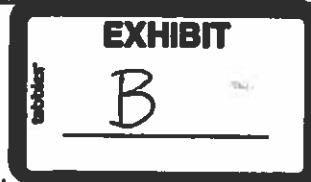
Court Clerk's Office of the County of Henrico, Virginia as Instrument Number 201900009714.



# East End and Evergreen Cemeteries Tree Project Area Map

- Tree Project Area
- City of Richmond/Henrico County Line
- Streams

- Area Not Included in Project
- Zoning Districts
- Parcel Boundaries



Map prepared for Earth for Conservation Foundation on November 10, 2010, by SKTWorld LLC. Parcel zoning, stream and waterbody data from City of Richmond GIS and Henrico County GIS. Aerial imagery dated March 2, 2017 from VCAN VMAP, copyright Commonwealth of Virginia. This data information and related graphics are for preliminary illustrative purposes only. Any property boundaries or other delineation are approximate. This map is for informational purposes only and is distributed "AS-IS" without warranty of any kind, either expressed or implied, including but not limited to warranty of suitability to a particular purpose or use.

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INSTRUMENT 190026391  
RECORDED IN THE CLERK'S OFFICE OF  
RICHMOND CITY CIRCUIT COURT ON  
DECEMBER 12, 2019 AT 01:42 PM  
EDWARD F. JEWETT, CLERK  
RECORDED BY: JRO