

**IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA**

ANSLEY WALK CONDOMINIUM)
ASSOCIATION, INC., Individually and on)
Behalf of a Class of Similarly Situated)
Persons,)
Plaintiff,)

v.)

Case No. 017CV296875

THE ATLANTA DEVELOPMENT AUTHORITY)
d/b/a INVEST ATLANTA, a Public Body)
Corporate Politic of the State of Georgia)
and an Instrumentality of the City of Atlanta,)
ATLANTA BELTLINE, INC., and)
THE CITY OF ATLANTA,)
Defendants.)

Proposed Class Action
(JURY TRIAL DEMANDED)

CLASS ACTION FIRST AMENDED COMPLAINT

COMES NOW, Ansley Walk Condominium Association, Inc., individually and on behalf of a class of similarly situated persons (hereinafter, "Plaintiffs"), and hereby files this Class Action Complaint against Defendants the Atlanta Development Authority d/b/a Invest Atlanta, Atlanta BeltLine, Inc., and the City of Atlanta, and alleges the following:

PARTIES, JURISDICTION AND VENUE

1. Plaintiff Ansley Walk Condominium Association, Inc. ("Plaintiff") is a Georgia domestic non-profit corporation with its principal place of business at 2555 Westside Parkway, Suite 600, Alpharetta, Fulton County, Georgia 30004. Plaintiff is the association of condominium owners ("Unit Owners") for the Ansley Walk Condominiums located on Ansley Walk Terrace NE, Atlanta, Fulton County, Georgia 30309 (the "Condominium").

2. Plaintiff is organized pursuant to the Georgia Condominium Act, O.C.G.A. § 44-3-70, *et seq.*

3. Plaintiff is authorized to bring this action pursuant to O.C.G.A. § 44-3-106(h) in its own name and as the lawful representative of the Unit Owners.

4. Defendant Atlanta Development Authority d/b/a Invest Atlanta (“Invest Atlanta”) is a public body corporate and politic of the State of Georgia and an instrumentality of the City of Atlanta, and may be served with Summons and copy of this Complaint by giving the same to its President and CEO, Dr. Eloisa Klementich, 133 Peachtree Street, NE, Suite 2900, Atlanta, Georgia 30303.

5. Defendant Atlanta BeltLine, Inc. (“ABI”) is a Georgia corporation and may be served with Summons and copy of this Complaint by giving same to its registered agent, Nina Hickson, 100 Peachtree Street, Suite 2300, Atlanta, Georgia 30303.

6. Defendant City of Atlanta (the “City”) is a municipal corporation organized and existing under the laws of the State of Georgia and is situated in Fulton County and may be served with Summons and copy of this Complaint by giving same to the Mayor, Kasim Reed, City Hall, 55 Trinity Avenue, Atlanta, Georgia 30303.

7. The property at issue in this matter is land over which Norfolk Southern Railroad (“NFS”) formerly operated its railroad, between former railroad mileposts DF 633.10 and DF 636.56 DF, in the City of Atlanta, Fulton County, Georgia (the “Subject Property”).

8. Jurisdiction and venue are proper in this Court because the Subject Property lies in Fulton County, Georgia, and because the City of Atlanta is a party to this action.

THE RELATIONSHIP AMONG DEFENDANTS

9. Invest Atlanta was created and exists under and by virtue of the Constitution and the laws of the State of Georgia, in particular, the Development Authorities Law, O.C.G.A. § 36-

62-1, *et seq.*, and an activating resolution of the City Council of the City, duly adopted on February 17, 1997.

10. The City's Activating Resolution for Invest Atlanta states that "there is a need for an authority to function in the City of Atlanta for the purpose of fostering and implementing economic development and neighborhood redevelopment and revitalization."

11. On January 3, 2012, the City adopted Ordinance 11-O-1839, which authorized the City to enter into an Intergovernmental Agreement for Economic Development Services with Invest Atlanta.

12. Upon information and belief, the City and Invest Atlanta have entered into several intergovernmental agreements through which Invest Atlanta acts as the City's agent.

13. The Board of Directors of Invest Atlanta was originally appointed by resolution of the City Council. According to Invest Atlanta's website, three of the Board's nine current directors are appointed by the Mayor, three are appointed by the City Council, and the Mayor of the City is the chairperson of the Board of Directors.

14. Invest Atlanta has described itself as an agent of the City. Invest Atlanta's website, at <http://www.investatlanta.com/about-invest-atlanta/faq/>, states that "[w]e are in essence, a public body corporate and politic of the State of Georgia and an instrumentality (an agent) of the City of Atlanta." *See also* Complaint, *The Atlanta Development Authority d/b/a Invest Atlanta and Atlanta Beltline, Inc. v. Gordon Ragan, et al.*, No. 2016CV273389, Superior Court of Fulton County, Georgia, at ¶ 4 ("The Authority is a public body corporate and politic of the State of Georgia and an instrumentality of the City of Atlanta.")

15. The City of Atlanta has also admitted Invest Atlanta is its agent. The City's Board of Ethics issued an Advisory Opinion in which it found that Invest Atlanta, as an agent of

the City, was bound by a City ordinance preventing City officials and employees from accepting tickets to sporting events as gifts. *See* Tickets Provision of New Stadium Project Memorandum of Understanding, Formal Advisory Opinion 2013-1, City of Atlanta Board of Ethics (Nov. 1, 2013) (“The Atlanta Development Authority is a local government authority which is an instrumentality (an agent) of the City of Atlanta.”).

16. ABI describes itself as “a Georgia nonprofit corporation created by Invest Atlanta to act as the implementation agent for the Atlanta BeltLine project.” Complaint, *The Atlanta Development Authority d/b/a Invest Atlanta and Atlanta Beltline, Inc. v. Gordon Ragan, et al.*, No. 2016CV273389, Superior Court of Fulton County, Georgia, at ¶ 4.

17. The Atlanta BeltLine project is a transportation and economic development initiative involving, among other things, multi-use trails for pedestrian/bicycle traffic and fixed rail routes and modern streetcars within the City of Atlanta.

18. On Invest Atlanta’s website, ABI is described as a subsidiary of Invest Atlanta.

19. The Mayor of the City sits on the Board of Directors of ABI. Two of the directors are appointed by Invest Atlanta and one of the directors is a member of the City Council.

20. On December 31, 2005, the City, Invest Atlanta, and the Atlanta Public Schools entered into an Intergovernmental Agreement for the BeltLine project. The BeltLine Intergovernmental Agreement has been amended three times – each of the amendments is available on the BeltLine website.

21. There is also a funding agreement between Invest Atlanta and the City for the BeltLine project pursuant to a City ordinance adopting the Redevelopment Plan drafted by Invest Atlanta and designating Invest Atlanta as the City’s Redevelopment Agent for the project.

22. ABI's website provides the following response to the question "How is the Atlanta BeltLine funded?":

Major capital investments like the Atlanta BeltLine require diverse funding sources. The Strategic Implementation Plan adopted in 2013 lays out a framework for how the project will be funded through a mix of public and private sources – including the Atlanta BeltLine Tax Allocation District (TAD), the City of Atlanta, private investment and philanthropic contributions, county, regional, state and federal grants, and public private partnerships.

23. There is a pie chart on ABI's website showing that through fiscal year 2014, 28% of the funding for the BeltLine project came from the City (through tax allocation districts and other grants).

24. In addition, Invest Atlanta and ABI have alleged, in a verified pleading, that title to the real property on which portions of the BeltLine are located was acquired "on behalf of the City." Complaint, *The Atlanta Development Authority d/b/a Invest Atlanta and Atlanta Beltline, Inc. v. Gordon Ragan, et al.*, in the Superior Court of Fulton County, Georgia, Civil Action No. 2016CV273389, at ¶ 39 ("On or about October 31, 2007, the Mason Entities conveyed by deed their interests in the Property to NE Corridor Partners, LLC, an entity formed by ABI on behalf of the City of Atlanta to develop the corridor in connection with the Atlanta BeltLine.").

25. In the Termination of Railroad Easement, attached hereto as Exhibit A, Invest Atlanta stated, "the City of Atlanta, acting by and through ADA and its subsidiary NE Corridor Partners, LLC, acquired the Corridor in furtherance of the BeltLine project, a proposed comprehensive economic development project that includes as one essential element the use of the Corridor for rail passenger transit operations, among other uses."

26. In the Termination of Railroad Easement, attached hereto as Exhibit A, Invest Atlanta also stated, "ADA, acting as the redevelopment agent for the BeltLine Tax Allocation

District of the City of Atlanta, the primary funding source for the Project, has begun to develop a pedestrian/bicycle trail and fixed guideway transit uses in the Corridor for the use and benefit of the general public.”

FACTUAL BACKGROUND

27. Plaintiffs are landowners who own fee title in land adjoining and within the Subject Property.

28. The former railroad purpose easements that ran over the Subject Property were originally established by the Georgia Air Line Railway Company, the Atlanta and Richmond Air Line Railway Company, Richmond and Danville Railroad Company, The Atlanta and Charlotte Air Line Railway Company, and Southern Railway Company through a combination of deeds and agreements from landowners who were the owners of the land at the time the railroad purpose easements were originally established. *See* Termination of Railroad Easement, dated March 7, 2017, attached hereto as Exhibit A.

29. Pursuant to those deeds and agreements, the owners of the land at the time the railroad purpose easements were originally established retained the fee simple interest in the Subject Property, burdened by a railroad purpose easement.

30. Plaintiffs are the successors in interest to the land adjacent to the railroad purpose easements, and thereby are the successors in interest to the fee title to the centerline of the Subject Property pursuant to the centerline presumption under Georgia law.

31. NFS eventually became the owner of the railroad purpose easements over the Subject Property.

32. NFS, via a series of transactions, transferred its interest in the Subject Property to the Defendants, while reserving unto itself a railroad purpose easement for all passenger and freight over the Subject Property.

33. On March 7, 2017, NFS terminated its railroad purpose easement over the Subject Property. *See Exhibit A.*

34. On that date, NFS abandoned its railroad purpose easement pursuant to Georgia law, and the Subject Property became unburdened by all railroad purpose easements, and Plaintiffs were entitled to reclaim their “reversionary” right to use, possess, and control their land that they owned in fee simple to the centerline of the Subject Property.

35. Defendants, despite Plaintiffs’ fee simple ownership of the Subject Property, have developed and are developing the Atlanta BeltLine over the Subject Property, which development includes the physical entry and construction upon the Subject Property.

36. Defendants have not compensated Plaintiffs for the unauthorized use of and taking of their land to develop the Atlanta BeltLine.

37. Invest Atlanta and ABI are, in fact, acting as the City’s agent. Furthermore, the City has held out Invest Atlanta and ABI as its agents. Therefore, the City is liable for the acts of Invest Atlanta and ABI pertaining to the Subject Property as alleged herein.

38. In the alternative, the City is liable for the acts of Invest Atlanta and ABI for actions that constitute inverse condemnation, as Defendants have been engaged in a joint venture or joint enterprise with the City pertaining to the Subject Property as alleged herein.

39. In the alternative, the City is liable for the acts of Invest Atlanta and ABI because the entities are the alter ego of the City. Invest Atlanta and ABI are set up for the sole benefit of the City, and constitute an abuse of the corporate form. Both Invest Atlanta and ABI are

inadequately capitalized, in particular for the condemnation of property that was part and parcel of their redevelopment activity related to the BeltLine project. Invest Atlanta and ABI are also being used by the City in an effort to defeat justice and avoid a statutory obligation, that is, the avoidance of its Constitutional obligations to pay just compensation for taking property.

CLASS ACTION ALLEGATIONS

40. Plaintiffs hereby incorporate Paragraphs 1 through 39 of the Complaint as if set forth fully herein.

41. The proposed class is so numerous that joinder of all members is impracticable. The proposed class will be made up of those fee landowners who owned parcels of property along the Subject Property on the date NFS abandoned its railroad purpose easement. Prospective class members can be identified by a search of the records of the Fulton County Tax Assessor and Recorder of Deeds.

42. The claims of the proposed class members involve the same or substantially similar questions of law and fact. The principal issue in this case is whether the Defendants' governmental action in using and developing the Atlanta BeltLine over the Subject Property effectively blocked Plaintiffs' "reversionary property rights," was unauthorized by the Plaintiff landowners, and was a taking of Plaintiffs' land.

43. The claims of the class representative are typical of the claims of the proposed class. The claims of the class representative, as well as the claims of the proposed class members, arise from the same set of facts and are premised upon the same legal theories under Georgia state property law and the Constitution of the State of Georgia.

44. Plaintiff will fairly and adequately protect the interests of the proposed class. Plaintiff and the proposed class members possess the same interest. They have suffered the same

or similar injury – deprivation of property rights. Further, they seek the same remedy – compensation. Counsel for the class has: (a) experience in handling complex litigation; (b) knowledge of the applicable laws; and (c) adequate resources to commit to representing the class. Counsel for the class has also performed extensive work in identifying and investigating the potential claims in this action.

COUNT I – INVERSE CONDEMNATION

45. Plaintiffs hereby incorporate Paragraphs 1 through 44 of the Complaint as if set forth fully herein.

46. Plaintiffs, as the successors in interest to the original owners of the Subject Property over which NFS formerly owned a railroad purpose easement, and with the benefit of the centerline presumption under Georgia law, are the fee owners of the Subject Property.

47. The City has the power of eminent domain granted by the Georgia Legislature pursuant to O.C.G.A. § 36-61-9.

48. Article I, Section III. Paragraph 1 of the Constitution of the State of Georgia requires that “private property may not be taken or damaged for public purposes without just and adequate compensation being first paid.”

49. Defendants’ conduct and ongoing implementation of the Atlanta BeltLine project violates Plaintiffs’ fee ownership of their land, including their surface, subsurface and aerial rights, for a public purpose and amounts to a taking of Plaintiffs’ fee ownership in their surface, subsurface and aerial rights.

50. As a direct and proximate result of Defendants’ taking of Plaintiffs’ surface, subsurface and aerial rights, Plaintiffs are entitled to damages for the inverse condemnation of

their land, compensation for the value of surface, subsurface and aerial rights taken and sold, damages as a result of the taking, and prejudgment interest.

COUNT II -- TRESPASS

51. Plaintiffs hereby incorporate Paragraphs 1-50 of the Complaint as if set forth fully herein.

52. Plaintiffs, as the successors in interest to the original owners of the Subject Property over which NFS formerly owned a railroad purpose easement, and with the benefit of the centerline presumption under Georgia law, are the fee owners of the Subject Property.

53. The acts and actions of Defendants described herein repeatedly and unlawfully interfere with Plaintiffs' property rights and constitute trespass to land, an intentional tort under Georgia law.

54. Plaintiffs have not sanctioned, permitted or authorized Defendants' repeated interference with Plaintiffs' property rights.

55. As a result of Defendants' trespass upon the Plaintiffs' property, Plaintiffs have suffered losses, costs, injuries, and damages in an amount to be proved at trial.

56. Defendants' conduct was intentional and shows willful misconduct, malice, fraud, oppression and wantonness, or that entire want of care which would raise the presumption of conscious indifference to consequences.

COUNT III – ATTORNEY'S FEES, COSTS, AND EXPENSES

57. Plaintiffs hereby incorporate Paragraphs 1-56 of the Amended Complaint as if set forth fully herein.

58. Within the meaning of O.C.G.A. § 13-6-11, Defendants have acted in bad faith, and/or been stubbornly litigious, and/or caused these Plaintiffs unnecessary trouble and expense,

thereby entitling these Plaintiffs to recover from Defendants their expenses of litigation including reasonable attorneys' fees, expert fees, and other litigation costs.

WHEREFORE, Plaintiffs respectfully request the following relief from this Court:

- a) That this Court certify this action, pursuant to O.C.G.A. § 9-11-23, as a class action on behalf of all property owners who owned property on March 7, 2017 adjoining Norfolk Southern Railroad's former railroad purpose easement between former mileposts DF 633.10 and DF 636.56 DF, in the City of Atlanta, Fulton County, Georgia;
- b) A monetary judgment in favor of Plaintiffs representing the full fair market value of the property taken by Defendants, including damages as a result of the taking;
- c) Plaintiffs be awarded all damages for Defendants' trespass on the Subject Property under applicable law;
- d) That Plaintiffs recover attorneys' fees and expenses of litigation at law, for Defendants' trespass;
- e) That this Court grant Plaintiffs such other and further relief as this Court deems just and proper.

Respectfully submitted this 21st day of December, 2017.

HARTMAN SIMONS & WOOD LLP

/s/ Irene B. Vander Els

Samuel R. Arden

Georgia Bar No. 191099

Irene Vander Els

Georgia Bar No. 033663

6400 Powers Ferry Road, N.W., Suite 400

Atlanta, Georgia 30339

Tel: (770) 951-6590

Fax: (770) 538-1452

STEWART, WALD & MCCULLEY, LLC

/s/ Steven Wald

Steven Wald

Missouri Bar No. 47465

Michael Smith

Missouri Bar No. 59275

12474 Olive Blvd., Suite 280

St. Louis, MO 63141

Tel: (314)720-0220

Fax: (314)899-2925

Applications for Admission Pro Hac Vice Pending

Respectfully submitted this 21st day of December, 2017.

/s/ Irene B. Vander Els

Irene B. Vander Els

EXHIBIT A

Deed Book 57260 Pg 264
Filed and Recorded Mar-08-2017 02:13pm
2017-0048305
Cathelene Robinson
Clerk of Superior Court
Fulton County, Georgia

When recorded, return to:

Nina Hickson, General Counsel
Atlanta BeltLine, Inc.
100 Peachtree St NW #2300
Atlanta, GA 30303

After recording return to:
Calloway Title & Eserow, LLC
David W. Dudley 2/5/19
4170 Ashford Dunwoody Rd. Ste. 525
Atlanta, Georgia 30319

Cross Reference to:
39115, 430; 45194, 351
45938, 100; 47320, 573

TERMINATION OF RAILROAD EASEMENT

March

This Termination of Railroad Easement (this "**Termination**") is made as of this 7th day of ~~February~~, 2017, between Norfolk Southern Railway Company, a Virginia corporation, successor in interest to the Georgia Air Line Railway Company, the Atlanta and Richmond Air Line Railway Company, Richmond and Danville Railroad Company, The Atlanta and Charlotte Air Line Railway Company and Southern Railway Company ("**NSR**") and the Atlanta Development Authority, a public body corporate and politic of the State of Georgia and an instrumentality of the City of Atlanta ("**ADA**").

WHEREAS, ADA is the owner of certain parcels of land comprising the property described on Exhibit A hereto (the "**Corridor**"); and

WHEREAS, the Corridor is encumbered by an easement of right of way for all passenger and freight railroad purposes over, upon and across the Corridor in favor of NSR, as described in that certain Deed dated December 30, 2004, and recorded January 3, 2005, in the Office of the Clerk of the Superior Court of Fulton County, Georgia, at Deed Book 39115, page 430; as amended by that certain Deed of Correction dated June 11, 2007, and recorded June 14, 2007, in the Office of the Clerk of the Superior Court of Fulton County, Georgia, at Deed Book 45194, page 351 (the "**NSR Railroad Easement**");

WHEREAS, the NSR Railroad Easement is further described on Exhibit B to that certain Limited Warranty Deed dated October 31, 2007, and recorded November 6, 2007, in the Office of the Clerk of the Superior Court of Fulton County, Georgia, at Deed Book 45938, page 100 and on Exhibit B to that certain Limited Warranty Deed dated October 31, 2008, and recorded October 31, 2008, in the Office of the Clerk of the Superior Court of Fulton County, Georgia, at Deed Book 47320, page 573; and

WHEREAS, NSR has obtained from the Surface Transportation Board authority to abandon any and all right and obligation pursuant to federal law to provide common carrier rail transportation in the Corridor as set forth in the Decision of the Surface Transportation Board in STB Docket No. 290 (Sub-No. 210X), *Norfolk Southern Railway Company - Abandonment Exemption - In Fulton County, GA* (Service Date June 9, 2009); and

WHEREAS, NSR has exercised its authority to abandon its rail common carrier rights in the Corridor and has consummated the abandonment effective as of October 22, 2010, pursuant to the Notice of Consummation of Abandonment NSR filed on that date in STB Docket No. 290 (Sub-No. 210X); and

WHEREAS, NSR has fully divested itself of all of its right, title and interest in the Corridor and any obligation pursuant to 49 U.S.C. § 10901 to provide common carrier freight transportation in the Corridor; and

WHEREAS, the City of Atlanta, acting by and through ADA and its subsidiary NE Corridor Partners, LLC, acquired the Corridor in furtherance of the BeltLine project, a proposed comprehensive economic development project that includes as one essential element the use of the Corridor for rail passenger transit operations, among other uses (the "Project"); and

WHEREAS, ADA, acting as the redevelopment agent for the BeltLine Tax Allocation District of the City of Atlanta, the primary funding source for the Project, has begun to develop a pedestrian/bicycle trail and fixed guideway transit uses in the Corridor for the use and benefit of the general public; and

WHEREAS, NSR now desires to terminate its easement of right of way for all passenger and freight railroad purposes over, upon and across the Corridor;

NOW, THEREFORE, for the reasons set forth above and in consideration of the mutual promises and good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, NSR and ADA hereby acknowledge, agree and declare as follows:

1. Termination of Railroad Easement. Effective as of the date hereof, the NSR Railroad Easement is hereby terminated in its entirety and shall have no further force and effect. Without limiting the foregoing, NSR by execution hereof quitclaims, remises and releases unto ADA any right, title or interest (including, without limitation, any easement rights) in, to, over, across, under, through; and upon any portion of the Corridor arising out of the NSR Railroad Easement.
2. Miscellaneous. This Termination shall be construed and enforced in accordance with the laws of the State of Georgia and shall be binding upon and inure to the benefit of ADA, its successors and assigns and all subsequent owners of all or any part of the Corridor formerly benefitted or encumbered by the NSR Railroad Easement.

[Remainder of page left intentionally blank. Signatures appear on following pages.]

IN WITNESS WHEREOF, Norfolk Southern Railway Company and The Atlanta Development Authority have executed this Termination under seal as of the day and year first written above.

NORFOLK SOUTHERN RAILWAY COMPANY

By:

Signed, sealed and delivered in presence of:

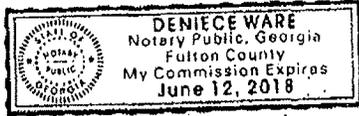
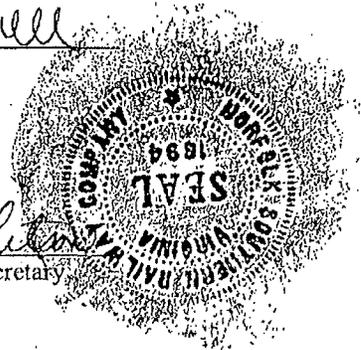
M. Chitwood
Unofficial Witness

J. G. Curlee
Real Estate manager

[Signature]
Notary Public

ATTEST:

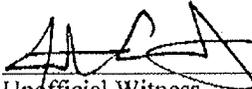
Denise W. Hester
Assistant Corporate Secretary



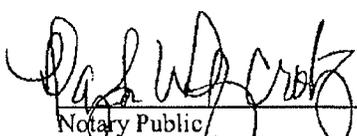
[Signatures continued on following page]

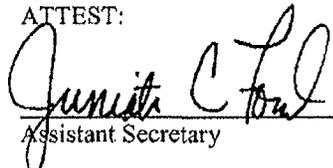
Signed, sealed and delivered in presence of:

THE ATLANTA DEVELOPMENT AUTHORITY
A public body corporate and politic of the State of Georgia
By:


Unofficial Witness


President and Chief Executive Officer 


Notary Public

ATTEST:

Assistant Secretary

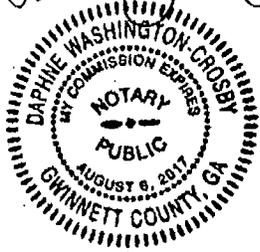


Exhibit A

Description of Corridor

**STAMP
ADDED
TO CAPTURE
IMAGE**

Deed Book 39115 Pg 435
[Illegible text]

Parcel 2
Norfolk Southern Railway Company to
Ansley South Beltline, LLC

All rights, title and interest of Grantor in a parcel of land being a portion of that line of railroad known as the Decatur Street Beltline comprised of land and right of way lying and being in Land Lots 55 and 56 in the 17th District of Fulton County, Georgia and being more particularly described as follows:

Said parcel of land beginning at a point on the original centerline of said Beltline at Railway Valuation Station 5088+67.5, more or less, said point of beginning also being the centerline of Clear Creek and the point of terminus of Parcel 1;

Thence, along the said original centerline in a general southeasterly direction with a strip of land being 200 feet wide, being 100 feet in width on each side of the said centerline for a distance of 858.5 feet, more or less, to a point, said point being the common line between Land Lots 55 and 56 located at Railway Valuation Station 5097+26, more or less;

Thence, continuing along the said original centerline in a general southeasterly direction with a strip of land being 132 feet wide, being 66 feet in width on each side of said centerline a distance of 420 feet, more or less, to the point of terminus, said point being the north line of Piedmont Avenue (Road) located at Railway Valuation Station 5101+46, more or less, and containing 5.21 acres, more or less, and being substantially as shown on Railway Valuation Map V-12a/2, a copy of which is attached hereto and made a part hereof and on file in the Office of the Archives of Grantor.

Said parcel being that portion of the property described in Deed Book S, page 381 in the Office of the Clerk of Superior Court of Fulton County lying south of the centerline of Clear Creek and that portion of the property described in a deed from J. J. Thrasher, et al. Georgia Air Line Railway Company dated September 25, 1866 and recorded in Deed Book _____, page _____ in said Clerk's Office which lies north of the north line of Piedmont Avenue (Road).

Deed Book 57260 Pg 269



Parcel 3
Norfolk Southern Railway Company to
Piedmont Beltline, LLC

All rights, title and interest of Grantor in a parcel of land being a portion of that line of railroad known as the Decatur Street Beltline comprised of land and right of way lying and being in Land Lots 54 and 55 in the 17th District of Fulton County, Georgia and being more particularly described as follows:

Said parcel of land beginning at a point on the original centerline of said Beltline at Railway Valuation Station 5101+46, said point being the north line of Piedmont Avenue (Road) and also being the point of terminus of Parcel 2;

Thence, along the said centerline in a general southeasterly direction with a strip of land being 132 feet wide, being 66 feet in width on each side of said centerline for a distance of 709 feet, more or less, to a point, said point being the centerline of Clear Creek located at Railway Valuation Station 5108+55, more or less;

Thence, continuing along said centerline in a general southeasterly direction with a strip of land being 200 feet wide, being 100 feet in width on each side of the said centerline for a distance of 4,257 feet, more or less, to the point of terminus, said point being the west line of Monroe Drive located at Railway Valuation Station 5151+12, more or less, and containing 21.69 acres, more or less, and being substantially as shown on Railway Valuation Maps V-12a/2 and V-12a/3, copies of which are attached hereto and made a part hereof and on file in the Office of the Archives of Grantor.

Said parcel of land being the portion of that property described in a deed from J. J. Thrasher to Georgia Air Line Railway Company dated September 25, 1866 and recorded in Deed Book _____, page _____ in the Office of the Clerk of Superior Court of Fulton County which lies south of the north line of Piedmont Avenue (Road), all of that property described in Deed Book M, page 760 in said Clerk's Office and the portion of that property described in Deed Book M, page 761 and Deed Book 565, page 2 which lies north of the north line of Monroe Drive.

Deed Book 57260 Pg 270

Deed Book 57260 Pg 273

Deed Book 39115 Pg 439

Parcel 6Norfolk Southern Railway Company to
Corridor Beltline, LLC

All rights, title and interest of Grantor in a parcel of land being a portion of that line of railroad known as the Decatur Street Beltline composed of land and right of way lying and being in Land Lots 18 and 19 of the 14th District of Fulton County, Georgia and being more particularly described as follows:

Said parcel of land beginning at a point on the original centerline of said Beltline at Railroad Valuation Station 5221+16, more or less, said point being 1070.3 feet, more or less, south of the north line of Ralph McGill Boulevard (Forrest Avenue) as measured along said centerline and also being the point of terminus of Parcel 5;

Thence, along said centerline in a general southwesterly direction with a strip of land 140 feet wide, being 70 feet in width on each side of said centerline a for distance of 644 feet, more or less, to a point, said point being the common line between Land Lots 18 and 19 located at Railway Valuation Station 5227+60;

Thence, continuing along said centerline in a general southwesterly direction with a strip of land being 68 feet wide, being 34 feet in width on each side of said centerline for a distance of 806.7 feet, more or less, to a point, said point being the north line of Highland Avenue located at Railroad Valuation Station 5235+66.7, more or less;

Thence, continuing along said centerline in a general southwesterly direction with a strip of land being 68 feet wide, being 34 feet in width on each side of said centerline for a distance of 1,738.3 feet, more or less, to a point, said point being the north line of Irwin Street or Lake Avenue located at Railroad Valuation Station 5253+05, more or less;

Thence, continuing along said centerline in a general southwesterly direction with a strip of land being 68 feet wide, being 34 feet in width on each side said centerline for a distance of 840 feet, more or less, to the point of terminus of said strip of land, said point being 350 feet north of the north line of Edgewood Avenue located at Railroad Valuation Station 5261+45, more or less.

Said parcel of land being apportion of that property described in Deed Book N, page 383, Deed Book S, page 379, Deed Book N, page 380, Deed Book S, page 378, Deed Book 140, page 381, and a portion of that property described in Deed Book N, page 378 in the Office of the Clerk of Superior Court of Fulton County.

Also, that parcel of land labeled as parcel 5 on Railroad Valuation Map V-12a/5 adjoining and lying east of the above described strip of land and being a part of the property conveyed to the Atlanta and Richmond Air Line Railroad Company by deed dated July 6, 1870 and recorded in Deed Book S, Page 378, in said Clerk's Office.

Deed Book 39115 Pg 440

Also, that parcel of land labeled as parcel 10 on Railroad Valuation Map 12a/5 adjoining and lying on both sides of the above described strip of land and being a part of the property conveyed to the Atlanta and Richmond Air Line Railroad Company by deed dated July 6, 1870 and recorded in Deed Book S, Page 378, in said Clerk's Office.

Also, that parcel of land labeled as parcel 9 on Railroad Valuation Map 12a/5 adjoining and lying east of the above described strip of land and being a part of the property conveyed to Southern Railway Company by deed dated May 22, 1899 and recorded in Deed Book 140, Page 381, in said Clerk's Office.

LESS AND EXCEPT the following parcels of land:

1. The parcel of land shown as parcel 6a on Railroad Valuation Map V-12a/4 and parcel 1a on Railroad Valuation Map V-12a/5 and being conveyed by the Atlanta and Charlotte Air Line Railway Company to Grinnell Corp. by deed dated February 18, 1949;
2. The parcel of land shown as parcel 10a on Railroad Valuation Map V-12a/5 and being conveyed by the Atlanta and Charlotte Air Line Railway Company and Southern Railway Company to William Cromer by deed dated May 14, 1980;
3. The parcel of land shown as parcel 9a on Railroad Valuation Map V-12a/5 and being conveyed by Southern Railway Company to Montag Brothers by deed dated August 13, 1946;
4. The parcels of land shown as parcel 5a, parcel 5b and parcel 7a on Railroad Valuation Map V-12a/5 as condemned by the City of Atlanta, Georgia.
5. The parcel of land shown as parcel 5c on Railroad Valuation Map V-12a/5 and being conveyed by Norfolk Southern Railway Company to Berman Development, LLC by deed dated April 24, 1998.

Said parcel of property being substantially as shown on Railway Valuation Maps V-12a/3, V-12a/4 and V-12a/5 copies of which are attached hereto and made a part hereof and on file in the Office of the Archives of Grantor.

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Parcel 7

**Norfolk Southern Railway Company to
Corridor Edgewood, LLC**

All rights, title and interest of Grantor in a parcel of land being a portion of that line of railroad known as the Decatur Street Beltline comprised of land and right of way lying and being in Land Lot 20 in the 14th District of Fulton County, Georgia, and being more particularly described as follows;

Said parcel of land beginning at a point on the original centerline of said Beltline, said point being at Railway Valuation Station 5261+45, and being 350 feet, more or less north of the north line of Edgewood Avenue as measured along said centerline;

Thence, along said centerline in a general southwesterly direction with a strip of land being 68 feet wide, being 34 feet wide on each side of said centerline for a distance of 410 feet to a point on the south line of Edgewood Avenue located at Railway Valuation Station 5265+55, more or less;

Thence, along said centerline in a general southwesterly direction with a strip of land being 70 feet wide, being 35 feet in width on each side of said centerline for a distance of 390 feet, more or less, to a point on the northeast line of Airline Street at Railway Valuation Station 5269+45, more or less;

Thence, along said centerline in a general southwesterly direction with a strip of land 40 feet in-wide, being 17 feet wide on the north side of said centerline and 23 feet wide on the south side of said centerline for a distance of 260 feet, more or less, to the point of terminus, said point being the north line of Decatur Street (DeKalb Avenue), located at Railway Valuation Station 5272+05, more or less, and being substantially as shown on Railway Valuation Map V-12a/5, a copy of which is attached hereto and made a part hereof and on file in the Office of the Archives of Grantor.

Said parcel of land being a portion of that property described in Deed Book M, page 756, Deed Book N, page 141, Deed Book N, page 381 and Deed Book N page 138 and all of that property described in Deed Book N, page 376 in the Office of the Clerk of Superior Court of Fulton County.

Also, that parcel of land labeled parcel 20 on Railroad Valuation Map 12a/5 adjoining and lying east of the above described strip of land conveyed to the Atlanta and Charlotte Air Line Railway Company by deed dated March 14, 1878, and recorded in Deed Book DD, Page 593 in said Clerk's Office.

Less and except the following parcel of land:

That parcel of property conveyed by Norfolk Southern Railway Company to Atlanta Metal, Inc. by deed dated October 1, 1998, and shown as parcel 23a on said Railway Valuation Map V-12a/5.

