

**RESOLUTION APPROVING EASEMENT
FOR HIGH VOLUME CROSSING TO SERVE AS ACCESS
TO THE MYRIAD WORLD RESORTS OF TUNICA, LLC DEVELOPMENT**

WHEREAS, the Board of Levee Commissioners for the Yazoo-Mississippi Delta (the “Levee Board”) and Tunica County, Mississippi (“Tunica County”), acting by and through the Board of Supervisors (the “Board of Supervisors”) of Tunica County, entered into an Agreement (the “Original Contract”) dated August 12, 1993, which appears in the Minutes of the Levee Board in Minute Book N, at Page 239, and which appears in the Minutes of the Board of Supervisors in Minute Book 053, at Page 486; and

WHEREAS, the Original Contract was modified by an Amendment between the Levee Board and Tunica County dated July, 1994 (the “First Amendment”); and

WHEREAS, the Original Contract was further amended by Second Amendment executed by and between the Levee Board and Tunica County, which Second Amendment is dated September 17, 1998 (the “Second Amendment”); and

WHEREAS, the Original Contract, the First Amendment and Second Amendment are all hereinafter collectively referred to as the “Contracts”; and

WHEREAS, the Contracts make provision for the Levee Board to provide Tunica County with a right-of-way over and across the main line levee and other land which it owns at sites deemed proper by the Levee Board for the construction of roads to provide access to casinos located between the levee and the Mississippi River in Tunica County, all for the considerations and upon the terms and conditions set forth in the Contracts, and such right-of-way and access has heretofore and will be hereinafter referred to as an easement for high volume crossings (“High Volume Crossing Easement”); and

WHEREAS, Tunica County has applied to the Levee Board for a High Volume Crossing Easement to provide access to a proposed casino development (the “Development”) by Myriad World Resorts of Tunica, LLC at the location set forth in a survey plat prepared by Allen & Hoshall dated June 1, 2004, which is attached hereto as Exhibit “A” and made a part hereof; and

WHEREAS, the Board of Supervisors has adopted a resolution approving a High Volume Easement for the Development at the location shown in Exhibit “A,” and said Board made a finding that providing access for the Development will be beneficial to Tunica County and the entire State of Mississippi; and

WHEREAS, as set forth in the original Contract, it has always been the policy of the Levee Board to cooperate with other governing bodies and private enterprises to promote the economic development of business suitable for location within the unprotected property between the Mississippi River and the main line levee, all with due regard for the protection of the levee system, and the Levee Board desires to continue its cooperation with, and its support of, Tunica County in

such developments.

NOW THEREFORE, the Levee Board hereby approves the granting of a High Volume Crossing Easement to provide access to the Development by Myriad World Resorts of Tunica, LLC, at the location set forth on the survey plat prepared by Allen & Hoshall, dated June 1, 2004, a copy of which is attached hereto as Exhibit "A," subject, however, to the terms and conditions of the Contracts, including specifically but without limitation, the provisions of Paragraph 5 of the Original Contract, which paragraph provides, essentially, that all plans and specifications for the construction of roads for the high volume crossing shall be submitted to and subject to the approval of the Levee Board Engineer; and

BE IT FURTHER RESOLVED that the President of the Levee Board be, and he is hereby authorized and directed to execute such documents as may be required to provide a High Volume Crossing Easement to Tunica County for the Development, subject to compliance with the terms and conditions of the Contracts and approval of the plans and specifications for the development of such easement by the Levee Board's Chief Engineer.