

05-14c 01/99

CLECO CORPORATION
UNDERGROUND SERVITUDE AGREEMENT
(DEVELOPER)

Recorded # COB Pg. Project No. C00040 Agent No. 2142

STATE OF LOUISIANA
PARISH OF St. Tammany

KNOW ALL MEN BY THESE PRESENTS, that the undersigned NORTHLAKE HOLDING, INC., represented by BRIAN REINE, Vice President,

CHANTICLEER ESTATES Phases I & II
of lawful age, whose mailing address is 3090 East Gause Blvd., Suite 226, Slidell, 70461, State of Louisiana, Grantor, for and in consideration of One and No/100 (\$1.00) Dollar and other good and valuable considerations, the receipt whereof is hereby acknowledged, and full acquittance granted therefor, does hereby grant unto Cleco Corporation, its successors and assigns and any other firm or corporation the right, privilege and servitude forever to construct, operate and maintain underground electric distribution facilities and communications consisting of manholes, above and/or underground vaults, padmount transformers, cable ducts, conduits, wires, cables, pedestals and other appurtenances and the right to cut and trim trees and shrubbery so as to keep said facilities and other appurtenances clear, together with perpetual Rights of Way, all as hereinafter set forth, upon, over, and across the following described lands in the Parish of St. Tammany, State of Louisiana, and more particularly described as follows

A certain tract of land located in Section(s) 25, Township 8 South, Range 14 East, Ward 8, Parish of St. Tammany, Louisiana. Route of new right of way more particularly shown on Sketch(es), a copy of which is attached hereto and made a part hereof.

The Rights of Way being 10 & 5 feet in width.

Grantee may construct, operate and maintain its said underground electric distribution facilities and appurtenances thereto at any place or point and on and/or under any portion or portions of the Rights of Way hereinabove described.

Grantor further grants to Grantee the right to open and clear the above described Rights of Way and to forever maintain said Rights of Way and its underground electric distribution facilities and appurtenances, open and clear, on, over, under and across the aforesaid property. No buildings or other structures except fences shall be built on and/or across, or above, or below, or over-hanging said Rights of Way, or any part thereof. Grantor further grants to Grantee the right and privilege to construct, operate and maintain said underground electric distribution facilities on either side of or anywhere on, under, along and above the said Rights of Way, and to locate its manholes, vaults, transformers, ducts, conduits, wires, cables, pedestals and other appurtenances at any places on and within the said Rights of Way that Grantee may, in its sole discretion, select or desire. Grantor further grants to Grantee the right and privilege to trim and/or cut trees, underbrush, shrubbery and other growths to maintain proper clearance from the underground facilities, and to keep the said Rights of Way clear of any and all obstacles which, in the sole judgment of Grantee, might interfere with or constitute a hazard to the operation and/or maintenance of said underground electric facilities.

Grantor further grants to Grantee the right and privilege to patrol, alter, inspect, improve, repair, replace or remove any and all underground electric facilities, including the right to increase or decrease the voltage of such electric distribution facilities, and shall have all other rights and privileges deemed by Grantee necessary or convenient for the full use and enjoyment of said Rights of Way.

The servitude and rights herein granted are not exclusive, and Grantor reserves the right to grant servitudes to others affecting the above described servitude provided that in the reasonable judgment of Grantee such servitudes and rights so granted do not conflict with the rights of Grantee.

Grantee shall always have the right of ingress and egress to and from and upon said Rights of Way over and across each and every lot in the above described property.

During the construction of the said underground electric distribution facilities herein provided for, Grantee shall have the further right to drive and operate vehicles and equipment upon, over and across any and all lots of the above described property, and Grantor agrees that it will release and hold Grantee harmless from any claims for damage done by Grantee to the property and/or its improvements during this said construction period, unless said damage results solely from the negligence of Grantee.

Grantor agrees that it will, before selling or otherwise conveying any lots in or portions of the above described property, properly create, record and make a part of the record titles of all lots in and portions of the above described property restrictive covenants prohibiting the construction or installation thereon of any electric facilities for overhead service and prohibiting all purchasers and transferees, their successors or assigns, of lots in or portion of said property from constructing or installing or permitting the construction or installation thereon of any electric facilities for overhead service; and Grantor hereby agrees for itself, its successors and assigns that it will not permit any violations of said restrictive covenants and will take any and all necessary legal and other action to enforce compliance therewith.

Grantor agrees to indicate Grantee's utility Rights of Way and width of same on each lot plat and notify purchasers of said servitude.

IN WITNESS WHEREOF, the undersigned has set his hand and seal, this 25TH day of August, 1999, in the presence of two competent witnesses who sign, as such, with the Grantor after due reading.

NORTHLAKE HOLDING, INC. BY: [Signature] S.S.N. 435-41-8705 BRIAN REINE, Vice President S.S.N. S.S.N. S.S.N. Grantor

Witnesses [Signature] Edwin Whiteman

Cleco Corporation By [Signature] Grantee

STATE OF LOUISIANA PARISH OF [Signature]

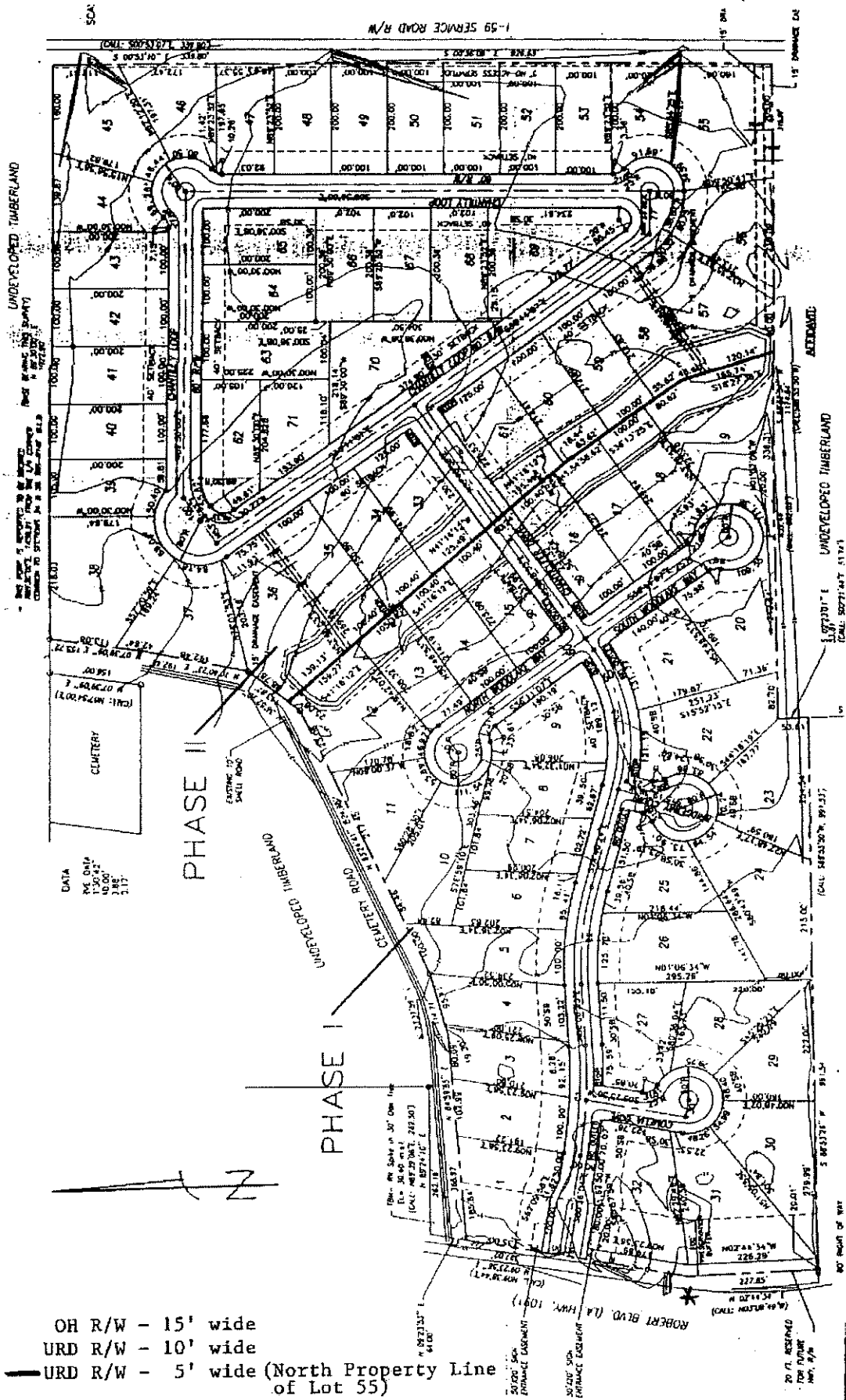
BEFORE ME, the undersigned authority, personally came and appeared EDWIN WHITEMAN, who, being first duly sworn, did depose and say that he signed the within foregoing instrument as a witness, in the presence of the Grantor and another subscribing witness, all of whom signed in his presence, each signing in the presence of all the others, and that all of said signatures thereto are genuine and correct.

SWORN TO AND SUBSCRIBED before me this 27 day of October, A.D. 19 99.

[Signature] Notary Public Inst # 1175335 Filed St. Tammany Par 11/19/1999 8:30:00AM Psh COB MOE MI

SKETCH

OX-24
Rev. 11/86



CHANTICLEER ESTATES

OVERHEAD R/W WIDTH	15'
R/W LENGTH	±1,890'
UNDERGROUND R/W WIDTH	10' & 5'
R/W LENGTH	±10,835'
TLN NUMBER	50116-60690 *

NTS

Guying as needed

CENTRAL LOUISIANA ELECTRIC COMPANY
PINEVILLE, LOUISIANA

PROPOSED ELECTRIC LINE RIGHT OF WAY
ACROSS THE PROPERTY OF

NORTHLAKE HOLDING, INC.

WARD 8 IN SECTION 25 T. 8 S R. 14 E
St. Tammany PARISH, LOUISIANA