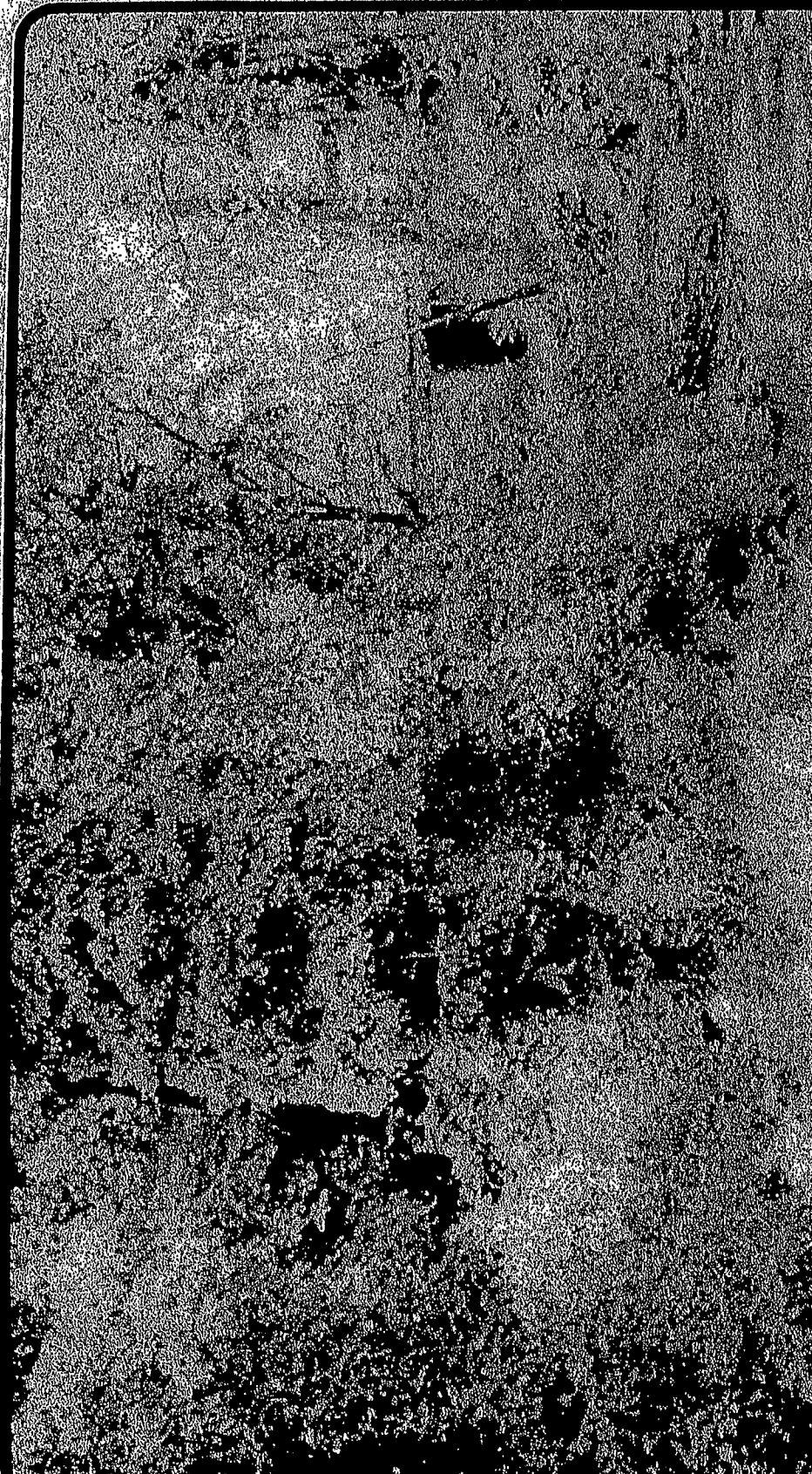


EXHIBIT AA
1997 REVISED PLANS



CITY OF OZARK

CONCEPTS FOR TRAIL
DEVELOPMENT

Revised September 1997

CITY OF OZARK

CONCEPTS FOR TRAIL DEVELOPMENT

Prepared by:

Western Arkansas Planning and Development District

IN COOPERATION WITH

*The City of Ozark
and*

The Arkansas State Highway and Transportation Department

Revised September, 1997

*The contents of this report reflect the view of the
Western Arkansas Planning and Development District
and the City of Ozark
but may not necessarily reflect the official views or
policies of the Arkansas State Highway and Transportation Department*

Front Cover Photograph: The east fork of Gar Creek, west of N. 2nd Street in Ozark.

PROJECTS DESCRIPTION

The waterfront trails, discussed below, are not presented in any order of development.

North Bank Riverwalk (A Three Phased Project)

Trail Length : Phase I - 1,400 ft.

(Estimate) Phase II - 1,500 ft.

Phase III - 1,400 ft.

Difficulty: Moderate
(Map 2)

The City, in 1994, was awarded Arkansas Transportation Enhancement Program funds for the restoration of the Iron Mountain Railroad Depot and the development of surrounding lands to tie the city landmark to planned pedestrian walkways located between downtown, the Depot, and the Arkansas River. The land linking the Depot to the Arkansas River lies south of the Depot between the Union Pacific Railroad (U.P.) tracks and the River's edge. The Arkansas River is relatively shallow along this tract of land which will facilitate the construction of boardwalks along the shoreline, if necessary. A sketch of a portion of the proposed riverwalk is found in the Appendices of this report.

Phase I of the three phased project, will trailhead at the refurbished Iron Mountain Railroad Depot, proceed east on River Street for one city block, cross the U.P. railroad tracks and then turn back west, terminating at a point approximating 3rd Street extended. Phase II trail construction connects to the Phase I proposal at a point south of the U.P. rail line and travels east to

the mouth of Gar Creek. Walkers must retrace their steps back to their point of origin in the first and second phase development of the trail.

In Phase III, the trail picks up at the Phase II terminus at Gar Creek and continues north along the west back of the Creek, crosses U.S. Highway 64, to bring walkers into the City's East Side Park and its facilities. Total length of the North Bank Riverwalk is about 4/5 mile.

The walk, located within a few feet of the River, features excellent views of historic Ozark, views of the boats and river barges traveling the Arkansas River, and views of the Ozark Lock and Dam and Powerhouse. Boats and barges can be seen locking through the dam. Activities along the trail will include fishing, waterfowl observation and photography.

Proposed North Bank Corridor: Corps of Engineers' Land, Tract Nos. 218*, 219*, 222, 263, 264, 265, and 293. Riverbank tracts of land for portions of the Phase I development are not listed. (Map 3)

** Note: Parts of Tract Nos. 218 and 219 are currently licensed to Chrisman Ready-Mix, Inc., License No. DACWO3-3-82-428, for storage of equipment and material. Informal talks with representatives from the City and Chrisman have agreed fencing and screening could be installed to allow for a trail to pass over the shoreline portion of these tracts. A formal agreement with the Corps of Engineers and Chrisman Ready-Mix, Inc. will need to be finalized prior to trail development in this area.*

EXHIBIT BB

AH&TD FEBRUARY 10, 2005 LETTER ON REESTABLISHING OLIVER ST.

File

ARKANSAS STATE HIGHWAY
AND
TRANSPORTATION DEPARTMENT

Dan Flowers
Director
Telephone (501) 569-2000



P.O. Box 2261
Little Rock, Arkansas 72203-2261
Telefax (501) 569-2400

February 10, 2005



The Honorable C. L. Coley
Mayor of Ozark
P. O. Box 253
Ozark, AR 72949

Dear Mayor Coley:

Reference is made to your letter requesting the reopening of the River Street and Union Pacific Railroad crossing in the City of Ozark. You stated that a crossing is needed to improve access to the proposed riverfront development.

In a recent meeting with the Department, the City and the Railroad, you advised that initially a crossing would be used by pedestrians to board a boat for river excursions. The crossing could also be used by pedestrians as other development occurs along the riverfront.

In order to allow the City access to the river across the railroad tracks, it was recommended that a public crossing for pedestrians be installed. To assure that the crossing would only be used by the City for its intended purpose, it was further recommended that the crossing be equipped with locks and gates so that the City could control access at the crossing. This crossing will be monitored and if conditions change, active warning devices may be needed.

By copy of this letter, Mr. Charles Felkins of the Union Pacific Railroad is being advised to work with the City of Ozark for the installation of a pedestrian crossing with locks and gates at this location. If you have further questions, please call our Traffic Safety Section at (501) 569-2648.

Sincerely,

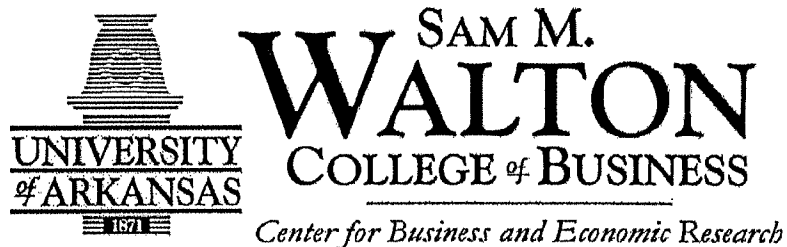
Scott E. Bennett
Assistant Chief Engineer - Planning

c: Chief Engineer
Planning and Research
District 4 Engineer
Charles Felkins, Union Pacific Railroad
Sandy Key, Main Street Ozark
SEB:JW:jt

EXHIBIT CC
2007 UA STUDY

Final Report:

**Determining the Economic Feasibility of a
Marina for
City of Ozark**



Center for Business and Economic Research
Reynolds Center Building 217
Sam M. Walton College of Business
1 University of Arkansas
Fayetteville, Arkansas 72701-1201
(479) 575-4151
Contact: Ms. Katherine A. Deck, Interim Director
Mr. Josh B. McGee, Research Assistant
March 2007

Executive Summary

The city of Ozark is planning to develop a portion of the Arkansas riverfront close to their downtown. Included in the development plans is a marina facility to be located on the river. The U.S. Army Corps of Engineers must grant a permit for the marina facility before construction can begin. The Corps is requiring the city to perform a feasibility study before granting the permit. The city of Ozark contracted with the Center for Business and Economic Research in the Sam M. Walton College of Business at the University of Arkansas to complete this feasibility study. This report is the culmination of the feasibility study.

The main goal of this report is to estimate the potential demand for a marina facility in the city of Ozark. To meet this goal the following tasks were performed:

- Define the market area.
- Analyze the socio-demographic characteristics of the market area.
- Analyze boat registration data for the market area.
- Analyze the geographic characteristics of the market area.
- Perform a survey of comparable marina facilities.
- Analyze the socio-demographic characteristics of the respondent communities.
- Analyze the physical characteristics of the respondent facilities.

Upon completion of the aforementioned tasks, the CBER staff formulated a series of conclusions and recommendations. These conclusions and recommendations are as follows:

- Demand patterns will be similar in the intersection market area and the respondent communities.
- Based on this assumption, the CBER staff estimates a marina in the city of Ozark should be able to support 75-110 boat slips.
- There are many partnership opportunities in the surrounding areas.
- A clearly defined strategic plan is needed incorporating this report and development plans.

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Introduction

The city of Ozark is currently developing plans to build a marina facility on the Arkansas River in close proximity to their downtown. The city hopes that this marina will serve as a tourist attraction to draw visitors to Ozark's downtown square. Such an attraction could serve as an economic engine for the community fostering new growth in the city center. However, before the city can move forward with construction, the U.S. Army Corps of Engineers must grant a permit for the marina. The U.S. Army Corps of Engineers is requiring the city of Ozark to conduct a study to determine the feasibility and economic viability of the proposed marina project prior to the permit being granted. The city has contracted with the Center for Business and Economic Research in the Sam M. Walton College of Business at the University of Arkansas to conduct this study.

Current Site

The city of Ozark is situated in western Arkansas just south of Interstate 40. According to the 2000 U.S. Census, Ozark had a population of 3,525. In 2005, the U.S. Census Bureau estimated population to be 3,586, implying a growth rate of 1.7 percent over the five years. Per capita income in 2000 for the city of Ozark was about 42 percent below the national average and 26 percent below the Arkansas average. In the year 2000 approximately 22 percent of the citizens of Ozark were living below the national poverty line. Like many of the smaller communities in Arkansas, Ozark has struggled to maintain its downtown business district. However, the city has two resources many other small communities do not: close proximity to Interstate-40 and the Arkansas River.

The Arkansas River runs through the center of town, one block from the downtown square. At a length of approximately 1,460 miles, the Arkansas River is the third largest river in the United States. In 1970 the Army Corps of Engineers completed the McClellan-Kerr Arkansas River Navigation System. This 455-mile shipping channel connects the Verdigris River in Catoosa, Oklahoma to the Mississippi River south of Pine Bluff in Rosendale, Mississippi. The waterway allows shipping and recreational vessels to travel from just outside Tulsa to the Gulf of Mexico.

Aux Arc Park, pronounced Ozark, is located just across the Arkansas River from downtown Ozark. This park offers campsites on Ozark Lake or just below the Ozark-Jet Taylor Lock and Dam. The park has 60 RV campsites, many tent sites, small boat docks, 2 pavilions, picnic areas, a playground, and a public boat ramp.

Ozark Lake covers 10,600 acres of water area and extends 36 miles upstream from the Ozark Lock and Dam on the Arkansas River. There are 9 parks located on the lake which offer over 150 campsites.

Future Vision

The city of Ozark plans to develop a 750-1,000 foot portion of riverfront property close to the downtown square. Plans include restaurants, retail space, a bed and breakfast, and a marina facility. The city estimates the cost for this development to be about \$10 million. The city's vision is to create a tourist destination on the Arkansas River with walkable city access to serve as an economic engine for the city. Tourists could use the new facilities as either a jumping off point for trips elsewhere on the Arkansas or as a way station as they move up and down the river.

Market Area

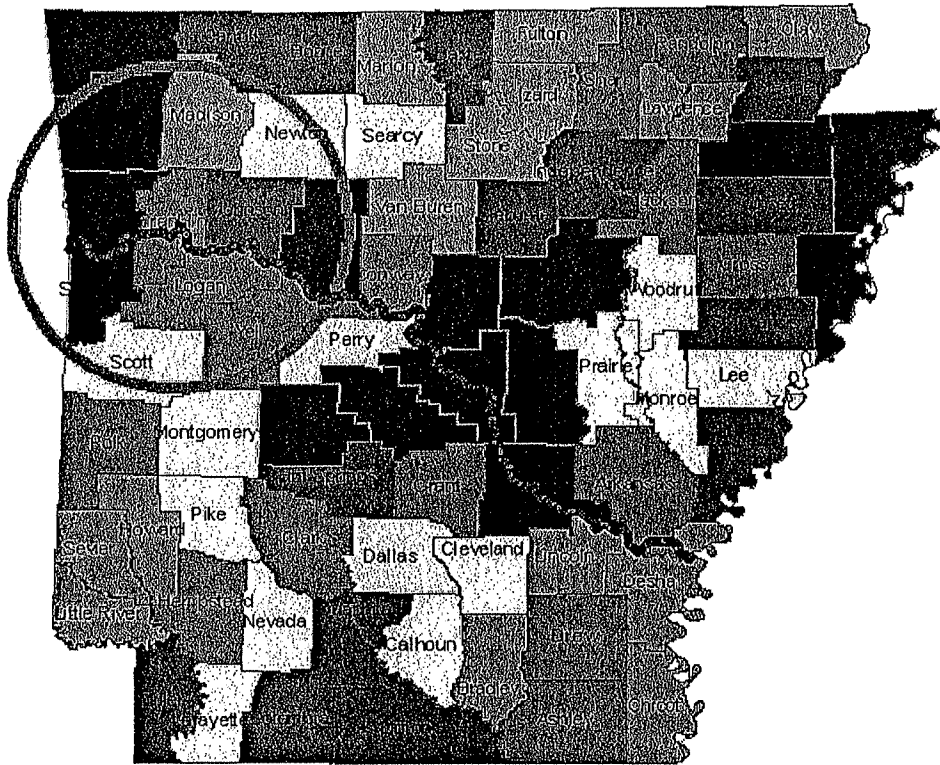
City planners hope that the new facilities on the riverfront will attract patrons from a large market area. They have specific interest in the Northwest Arkansas Region (the Fayetteville-Springdale-Rogers Metropolitan Statistical Area). This region has been the one of the fastest growing in the nation as a whole over the past decade. For the purposes of this report we define 6 market areas of interest, of which Northwest Arkansas is one. We analyze the socio-demographic and boat registration data for these six areas to estimate the potential demand for the proposed marina facility.

The first and smallest market area of interest is Franklin County. To construct the next two market areas, we used GIS mapping technology. We first plotted Ozark on a map of Arkansas.

A circle with a 50 mile radius (or an approximate hour driving time) was then drawn around Ozark. The primary market area for the remainder of this report is defined as the collection of counties completely circumscribed by the circle. The following counties are included in the primary market area: Crawford, Franklin, Johnson, Logan, and Sebastian. The intersection market area is defined as the collection of counties which intersect the circle. All of the primary market area counties are included in the intersection market area as well as the following counties: Benton, Carroll, Madison, Newton, Pope, Scott, Washington, and Yell. As mentioned earlier, tourist travel from other large communities around the state specifically Northwest Arkansas is an important focus of this study. The last three market areas of interest are three of the states metropolitan statistical areas (MSAs): Fayetteville-Springdale-Rogers, Fort Smith, and Little Rock-North Little Rock.

Figure 1 is a map of the state which includes the counties, the Arkansas River, and the market area boundary discussed in the previous paragraph. The counties on this map are shaded according to their 2005 Census Bureau population estimate quantile. The shading on this map ranges from pale yellow to dark blue, the lighter the color of the shading the lower the population estimate for that county. The Arkansas River is represented as the dark red line across the center of the state.

Figure 1: Market Area Map



Socio-demographic Characteristics

Understanding the characteristics of the market population is important when attempting to quantify potential demand for a good or service. This section of the report will discuss the socio-demographic characteristics of the market areas of interest. Table 1 provides socio-demographic statistics for Franklin County, the primary market area, and the intersection market area. The most notable statistics in this table are those for population and total employment.

Population grows drastically as the market area is expanded to include areas in Fort Smith and Northwest Arkansas. The 2004 population of Franklin County was 18,025 while that of the primary market area was 238,934. The intersection market area population was 730,838 in 2004. Population growth also tells an interesting story. The population of Franklin County grew at an average annual rate of 0.4 percent between 2000 and 2004. The average annual growth rates in the primary and intersection market areas were 0.7 and 1.8 percent respectively. Widening the

market area slightly not only includes a greater number of people, but also encompasses the greater annual growth in the Northwest Arkansas region.

Much like the population statistics, widening the market area drastically increases the total employment figure. Total employment in 2004 for Franklin County was 7,519. In the primary and intersection market areas total employment was 142,020 and 437,214 respectively. Annual employment growth rate is, perhaps, the most telling statistic in Table 1. Employment between the years 2000 and 2004 grew at an annual rate of 0.8 percent in Franklin County, -0.1 percent in the primary market area, and 1.6 percent in the intersection market area. Employment in the primary market area stagnated and even shrank slightly, while employment in the intersection market area grew at a healthy annual rate of 1.6 percent.

Table 1: Market Area Socio-Demographic Characteristics

Statistic	Franklin County	Primary Market Area	Intersection Market Area
2005 Median Age	No Data	36.0	35.3
2005 % High School Grad or Higher	No Data	82.6%	82.6%
2000 Population	17,735	231,967	680,248
2004 Population	18,025	238,934	730,838
Average Population Growth 2000-2004	0.4%	0.7%	1.8%
2000 Per Capita Personal Income	19,452	19,913	19,705
2004 Per Capita Personal Income	24,139	23,587	23,365
Average PCPI Growth 2000-2004	5.5%	4.3%	4.4%
2000 Total Employment	7,288	142,305	410,462
2004 Total Employment	7,519	142,020	437,214
Average Total Employment Growth 2000-2004	0.8%	-0.1%	1.6%

Table 2 details the socio-demographic characteristics of the three MSAs studied for this report. These MSAs represent major population and employment centers within reasonable driving distance to Ozark. Driving distances from these regions will be discussed in a later section of this report. The Little Rock-North Little Rock MSA boasts the largest population and employment of the three MSAs. The Fayetteville-Springdale-Rogers MSA shows the largest annual growth rates for population, per capita personal income, and employment.

Table 2: MSA Socio-Demographic Characteristics

Statistic	Fayetteville- Springdale- Rogers	Fort Smith	Little Rock- North Little Rock
2005 Median Age	33.6	36.1	35.9
2005 % High School Grad or Higher	81.6%	77.7%	88.1%
2000 Population	349,434	273,900	611,962
2004 Population	390,944	282,006	635,764
Average Population Growth 2000-2004	2.8%	0.7%	3.8%
2000 Per Capita Personal Income	22,834	21,501	26,960
2004 Per Capita Personal Income	27,122	24,802	31,283
Average PCPI Growth 2000-2004	4.4%	3.6%	3.8%
2000 Total Employment	212,215	153,806	404,249
2004 Total Employment	239,590	153,806	404,249
Average Total Employment Growth 2000-2004	3.1%	0.1%	0.4%

Table 3 extends the population statistics to the county level and includes the U.S. Census Bureau population estimates for 2005. Expanding the table allows us to compare the annual growth rates to get a better picture of population growth. In all but Logan County the annual rate of population growth is increasing. The greatest growth between 2004 and 2005 was seen in Benton (4.1 percent) and Washington (3.5 percent) counties. The primary market area population grew at an annual rate of 1.1 percent between 2004 and 2005, while the intersection market area population grew at an annual rate of 2.4 percent over the same period. Washington, Madison, and Scott counties experienced the largest increase in annual growth rate, each increasing by more than 1 percent.

Table 3: Market Area Population Summary

Region	2000 Population Estimate	2004 Population Estimate	2005 Population Estimate	00-2004 Growth Rate	04-2005 Growth Rate
Benton	154,821	179,609	186,938	3.78%	4.08%
Carol	25,419	26,555	26,999	1.10%	1.67%
Washington	158,651	174,265	180,357	2.37%	3.50%
Madison	14,292	14,670	14,962	0.65%	1.99%
Newton	8,639	8,485	8,452	-0.45%	-0.39%
Crawford	53,395	56,641	57,630	1.49%	1.75%
Franklin	17,735	18,025	18,218	0.41%	1.07%
Johnson	22,785	23,736	24,042	1.03%	1.29%
Pope	54,490	56,007	56,580	0.69%	1.02%
Sebastian	115,540	117,632	118,750	0.45%	0.95%
Logan	22,512	22,900	22,944	0.43%	0.19%
Yell	21,179	21,314	21,391	0.16%	0.36%
Scott	11,010	10,999	11,150	-0.02%	1.37%
Fayetteville-Springdale-Rogers MSA	349,434	390,944	405,101	2.85%	3.62%
Fort Smith MSA	158,360	164,374	166,244	0.94%	1.14%
Little Rock-North Little Rock MSA	611,962	635,764	643,272	0.96%	1.18%
Primary Market Area	231,967	238,934	241,584	0.74%	1.11%
Intersection Market Area	680,468	730,838	748,413	1.80%	2.40%

The following three tables extend each of the previously summarized demographic statistics to the county level. Table 4 details the median age and education attainment for each county. The U.S. Census Bureau does not collect these statistics for every county between decennial census years. A hyphen was used when data were not available. Table 5 provides per capita personal income statistics for each county in the primary and intersection market areas. Table 6 extends total employment to the county level.

Table 4: Market Area Age and Education Attainment

Region	2005 Median Age	2005 Percent High School Graduate or Higher
Benton	34.7	83.3%
Carol	-	-
Washington	32.1	81.8%
Madison	-	-
Newton	-	-
Crawford	-	-
Franklin	-	-
Johnson	-	-
Pope	-	-
Sebastian	36.0	82.6%
Logan	-	-
Yell	-	-
Scott	-	-
Fayetteville-Springdale-Rogers MSA	33.6	81.6%
Fort Smith MSA	36.1	77.7%
Little Rock-North Little Rock MSA	35.9	88.1%
Primary Area	36.0	82.6%
Intersection	34.7	82.6%

Table 5: Market Area Per Capita Personal Income

Region	2000 Per Capita Income	2004 Per Capita Income	Average Annual Per Capita Income Growth 2000-2004
Benton	25,013	29,196	3.9%
Carol	18,301	21,177	3.7%
Washington	21,828	26,165	4.6%
Madison	18,651	22,031	4.3%
Newton	14,766	17,998	5.1%
Crawford	18,791	21,496	3.4%
Franklin	19,452	24,139	5.5%
Johnson	17,842	21,028	4.2%
Pope	20,898	23,798	3.3%
Sebastian	25,303	29,512	3.9%
Logan	18,176	21,762	4.6%
Yell	18,784	23,104	5.3%
Scott	18,366	22,333	5.0%
Fayetteville-Springdale-Rogers MSA	22,834	27,122	4.4%
Fort Smith MSA	21,501	24,802	3.6%
Little Rock-North Little Rock MSA	26,960	31,283	3.8%
Primary Area	19,913	23,587	4.3%
Intersection	19,705	23,365	4.4%

Table 6: Market Area Employment

Region	2000 Total Employment	2004 Total Employment	Average Annual Employment Growth 2000-2004
Benton	93,961	112,295	4.6%
Carol	14,520	14,857	0.6%
Washington	102,822	110,697	1.9%
Madison	6,101	6,604	2.0%
Newton	2,900	2,868	-0.3%
Crawford	23,796	25,497	1.7%
Franklin	7,288	7,519	0.8%
Johnson	11,446	11,851	0.9%
Pope	32,359	32,824	0.4%
Sebastian	90,382	87,944	-0.7%
Logan	9,393	9,209	-0.5%
Yell	10,025	10,066	0.1%
Scott	5,469	4,983	-2.3%
Fayetteville-Springdale-Rogers MSA	212,215	239,590	3.1%
Fort Smith MSA	153,430	153,806	0.1%
Little Rock-North Little Rock MSA	397,311	404,249	0.4%
Primary Area	28,461	28,404	-0.1%
Intersection	31,574	33,632	1.6%

Growth

The previous section discussed population growth in the market area over the past several years. This section presents estimates of population growth in the market area over the coming 20-30 years. Population growth is driven by a great number of factors making predicting future growth very difficult. For the purposes of this report we will use an exponential extrapolation forecast model to estimate growth. The exponential extrapolation forecast model simply takes the latest trend and extends it into the future. Obviously, there is greater risk of misestimating the farther into the future that projections are made.

Table 7 provides the population projections for the counties in the primary and intersection market areas. These figures are the baseline projection and do not include a confidence interval.

These predictions forecast substantial growth in both Benton and Washington counties with more moderate growth in the other 11 counties.

Table 7: Baseline Population Predictions

County	2010	2015	2020	2025	2030
Benton	232,553	286,157	352,116	433,278	533,149
Carol	28,831	30,735	32,766	34,930	37,237
Washington	199,947	224,622	252,343	283,485	318,471
Madison	15,105	15,550	16,008	16,479	16,965
Newton	8,513	8,500	8,486	8,472	8,459
Crawford	61,533	66,032	70,861	76,042	81,603
Franklin	18,401	18,704	19,013	19,327	19,647
Johnson	25,219	26,558	27,969	29,455	31,020
Pope	57,726	59,384	61,089	62,843	64,648
Sebastian	121,273	124,171	127,139	130,177	133,289
Logan	23,762	24,496	25,252	26,032	26,836
Yell	21,711	21,960	22,212	22,467	22,724
Scott	11,026	11,040	11,053	11,066	11,079

Table 8 details the population projections for the primary market area. This table includes the baseline projection as well as a 95% confidence interval around the baseline prediction. The primary market area is expected to grow to 250,188 by the year 2010 and 270,234 by the year 2020. Figure 2 displays these projections in graphical form. On this graph the actual U.S. Census Bureau population figures are used from 1990-2004. After 2004, the black line represents the baseline projection, and the red lines represent the 95% confidence interval.

Table 8: Primary Market Area Population Predictions

Year	Baseline	Lower Bound	Upper Bound
2010	250,188	247,425	252,980
2015	259,961	255,684	264,318
2020	270,234	264,281	276,333
2025	281,033	273,273	289,037
2030	292,395	282,691	302,462

Figure 2: Primary Market Area Population Projections

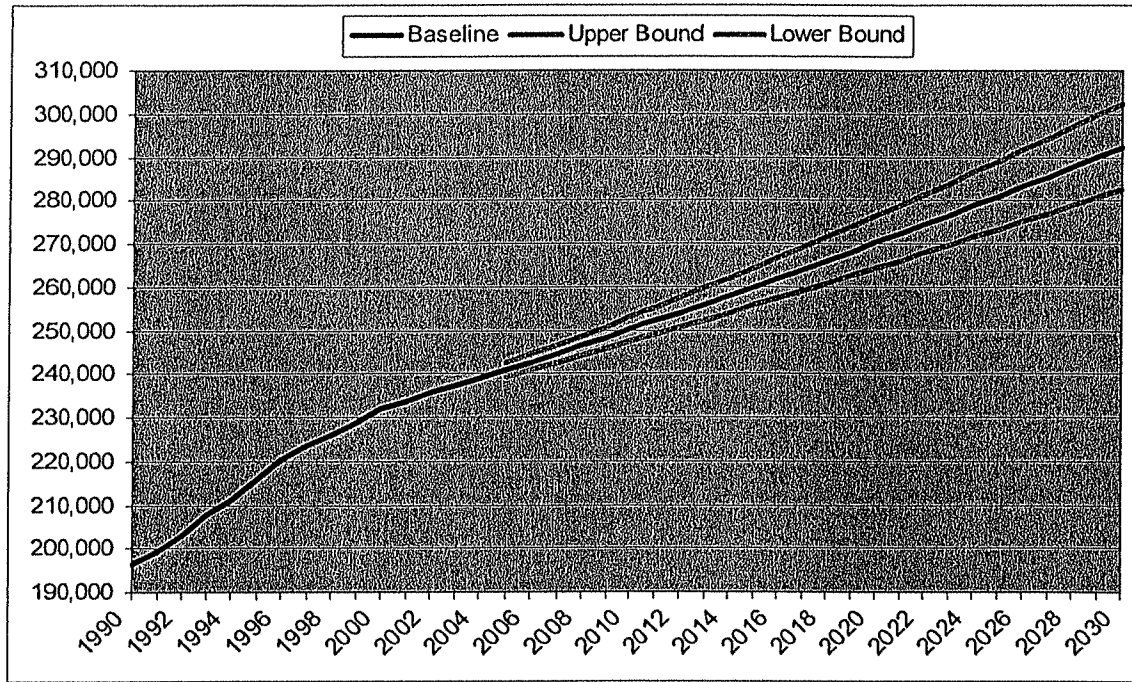
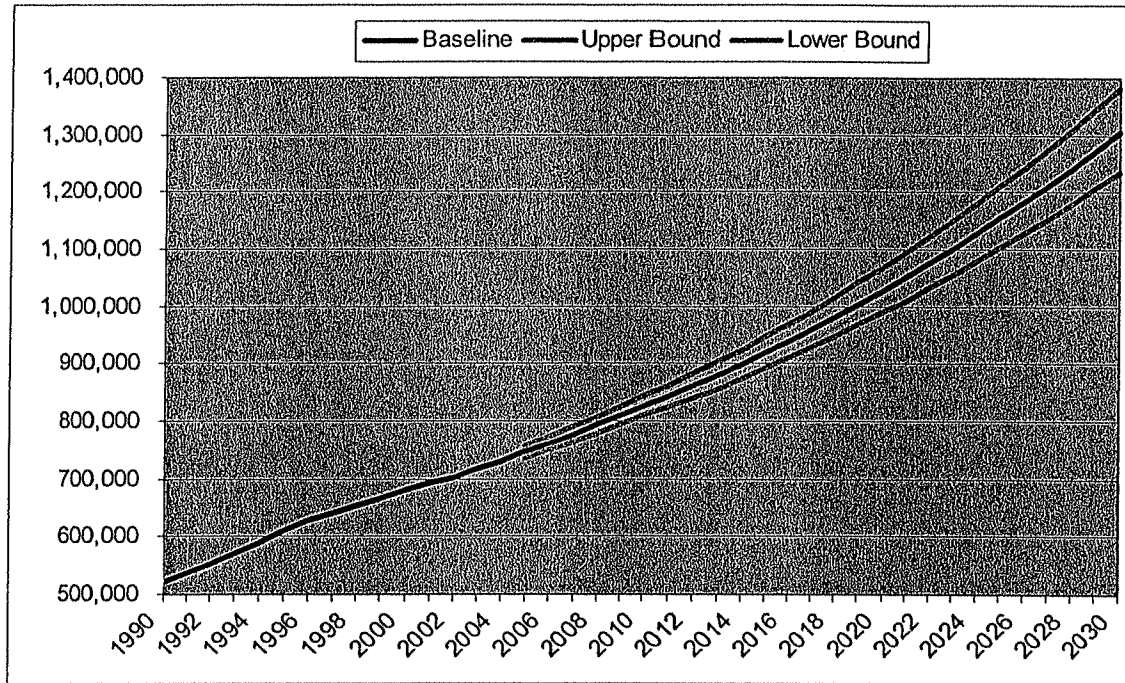


Table 9 provides the population projections for the intersection market area. The intersection market area population is expected to reach 825,600 by 2010 and 1,026,307 by 2020. Figure 3 shows the population projections for the intersection market area in graphical form.

Table 9: Intersection Market Area Population Predictions

Year	Baseline	Lower Bound	Upper Bound
2010	825,600	808,103	843,637
2015	917,909	891,432	945,455
2020	1,026,307	988,411	1,066,118
2025	1,154,053	1,101,840	1,209,471
2030	1,305,127	1,234,972	1,380,338

Figure 3: Intersection Market Area Population Projections



The following three tables provide the population projections for the three MSAs discussed earlier in the Market Area section of this report. Moderate growth is expected in the Fort Smith and Little Rock-North Little Rock MSAs over the forecast period. The Fayetteville-Springdale-Rogers MSA is forecast to grow substantially over the same period.

Table 10: Fort Smith MSA Population Projections

Year	Baseline	Lower Bound	Upper Bound
2010	234,807	229,308	240,449
2015	249,996	241,819	258,487
2020	266,238	255,013	278,024
2025	283,601	268,945	299,150

Table 11: Little Rock-North Little Rock MSA Population Projections

Year	Baseline	Lower Bound	Upper Bound
2010	650,626	639,698	661,959
2015	688,785	671,805	706,540
2020	730,631	706,475	756,373
2025	776,673	743,985	812,025

Table 12: Fayetteville-Springdale-Rogers MSA Population Projections

Year	Baseline	Lower Bound	Upper Bound
2010	424,488	412,191	437,164
2015	495,496	476,001	515,849
2020	579,345	550,498	609,816
2025	678,476	637,745	721,959

Boat Registrations

Another important piece of information needed to estimate the potential demand for a marina facility is the number of boats in the market area. Boats in Arkansas are required to be registered with the Department of Motor Vehicles (DMV). The DMV collects information about each boat including county of registration, usage, and vessel type. These three data categories are of particular use for this report. The following section will discuss the number of registered boats in the market areas of interest. All of the data presented in this section were pulled from the boat registration database provided by the DMV. This data are current as of January 2007.

Table 13 provides a breakdown of the total number of boats registered in Arkansas by usage. In January 2007 there were 224,833 boats registered in the state. Approximately 96 percent of the registered boats in Arkansas are listed in the "Pleasure" usage category. This category includes privately owned vessels not used for commercial enterprise.

Table 14 provides the same information as the previous table, but Table 14 excludes personal watercraft or jetskis. Approximately 8 percent of the registered boats in Arkansas are personal watercraft.

Table 13: Registered Boats in Arkansas by Usage

Usage	Registered Boats
Pleasure	216,581
Unknown	4,261
Other	2,135
Rent or Lease	1,496
Commercial Fishing	167
Commercial Passenger	128
Demonstration	65
Total	224,833

Table 14: Registered Boats in Arkansas by Usage Not Including Personal Watercraft

Usage	Registered Boats
Pleasure	198,270
Unknown	4,096
Other	2,006
Rent or Lease	1,421
Commercial Fishing	157
Commercial Passenger	125
Demonstration	65
Total	206,140

Table 15 shows a breakdown of registered boats by vessel type. The “Open” category comprises the majority of the registered boats in Arkansas. Approximately 86 percent of the registered boats in the state are in this category. The “Open” category includes all vessels which do not have a cabin or other enclosed area.

Table 15: Registered Boats by Vessel Type

Vessel Type	Registered Boats
Open	192,880
Personal Watercraft	18,693
Other	6,556
Unknown	4,751
Cabin	1,109
House	844
Total	224,833

The planned development in the city of Ozark specifically targets those who use their boat for recreation and not for commercial enterprise. Table 16 details registered boats in the “Pleasure” category by vessel type. There are a total of 216,581 registered boats in the pleasure category.

Table 16: Registered Boats in the Pleasure Category by Vessel Type

Vessel Type	Registered Boats
Open	190,573
Personal Watercraft	18,311
Other	4,949
Unknown	937
Cabin	1,039
House	772
Total	216,581

The following two tables provide boat registration data for the primary market area. These tables include all usage categories. Table 17 displays boat registrations by county and vessel type. Approximately 44 percent of the registered boats in the primary market area are in Sebastian County. In January 2007 there were 6,708 registered boats in Sebastian County. Crawford County had the second highest total with 3,525. Franklin County, the county in which Ozark resides, had 1,325 registered boats.

Table 17: Primary Market Area Registered Boat Vessel Type by County

County	Vessel Type	Registered Boats
Crawford	Open	3,022
	Personal Watercraft	325
	Other	107
	Unknown	49
	Cabin	19
	House	3
	Total	3,525
Franklin	Open	1,230
	Personal Watercraft	43
	Other	29
	Unknown	20
	Cabin	3
	House	0
	Total	1,325
Johnson	Open	1,550
	Personal Watercraft	84
	Other	15
	Unknown	8
	Cabin	14
	House	0
	Total	1,671
Logan	Open	1,395
	Personal Watercraft	495
	Other	30
	Unknown	27
	Cabin	4
	House	3
	Total	1,954
Sebastian	Open	5,792
	Personal Watercraft	572
	Other	200
	Unknown	87
	Cabin	40
	House	17
	Total	6,708

Table 18 provides the total number of registered boats by vessel type for the primary market area. In January 2007 there were 15,183 registered boats in the primary market area. Approximately 88 percent of the registered boats in the primary market area are in the “Open” vessel type category.

Table 18: Primary Market Area Boat Registrations by Vessel Type

Vessel Type	Registered Boats
Open	12,989
Personal Watercraft	1,519
Other	381
Unknown	191
Cabin	80
House	23
Total	15,183

Tables 19 and 20 detail the number of boats by in the intersection market area vessel type. Benton and Washington counties have the greatest number of registered boats in the intersection market area with 13,803 and 8,243 boats respectively. In January 2007 there were 47,893 registered boats in the intersection market area.

Table 19: Intersection Market Area Registered Boats by Vessel Type and County

County	Vessel Type	Registered Boats
Benton	Open	11,709
	Personal Watercraft	1,144
	Other	599
	Unknown	155
	Cabin	152
	House	44
	Total	13,803
Carroll	Open	1,692
	Personal Watercraft	567
	Other	35
	Unknown	32
	Cabin	5
	House	2
	Total	2,333
Madison	Open	853
	Personal Watercraft	88
	Other	35
	Unknown	5
	Cabin	4
	House	0
	Total	985
Newton	Open	400
	Personal Watercraft	57
	Other	20
	Unknown	69
	Cabin	7
	House	3
	Total	556
Pope	Open	3,883
	Personal Watercraft	186
	Other	112
	Unknown	40
	Cabin	26
	House	4
	Total	4,251
Scott	Open	599
	Personal Watercraft	126
	Other	12
	Unknown	151
	Cabin	2
	House	0
	Total	890
Washington	Open	6,801
	Personal Watercraft	884
	Other	334
	Unknown	141
	Cabin	64
	House	19
	Total	8,243
Yell	Open	1,409
	Personal Watercraft	88
	Other	117
	Unknown	25
	Cabin	8
	House	2
	Total	1,649

Table 20: Intersection Market Area Boat Registrations by Vessel Type

Vessel Type	Registered Boats
Open	40,335
Personal Watercraft	4,659
Other	1,645
Unknown	809
Cabin	348
House	97
Total	47,893

Interstate 40 tracks very close to the Arkansas River from Fort Smith to Little Rock. This provides potential patrons of the Ozark marina two means of reaching the facility, by water and by road. For this reason, the number of registered boats along the Interstate 40 corridor from Ozark to Little Rock is also of interest. The Interstate 40 corridor is defined as all those counties bordering Interstate 40 not included in the primary or intersection market areas. Table 21 details boat registrations in those counties by vessel type, and Table 22 provides totals for the Interstate 40 corridor by vessel type. In January 2007 there were 19,425 registered boats in Pulaski County, and a total of 29,093 registered boats in the Interstate 40 corridor. There are a total of 76,986 registered boats in the intersection market area and the Interstate 40 corridor combined.

Table 21: Interstate 40 Corridor to Little Rock Registered Boats by Vessel Type and County

County	Vessel Type	Registered Boats
Conway	Open	1,180
	Personal Watercraft	172
	Other	41
	Unknown	24
	Cabin	6
	House	0
	Total	1,423
Faulkner	Open	6,235
	Personal Watercraft	698
	Other	162
	Unknown	86
	Cabin	22
	House	9
	Total	7,212
Perry	Open	912
	Personal Watercraft	73
	Other	26
	Unknown	14
	Cabin	4
	House	4
	Total	1,033
Pulaski	Open	16,083
	Personal Watercraft	1,740
	Other	876
	Unknown	421
	Cabin	183
	House	122
	Total	19,425

Table 22: Interstate 40 Corridor to Little Rock Boat Registrations by Vessel Type

Vessel Type	Registered Boats
Open	24,410
Personal Watercraft	2,683
Other	1,105
Unknown	545
Cabin	215
House	135
Total	29,093

Travel Distances

In looking at the market area for the proposed marina development, many different geographies have been discussed. This report has looked at the city of Ozark, Franklin County, the primary market area, the intersection market area, and three MSAs. Travel distance must be considered when discussing market area and potential demand. A 50 mile radius for the primary market area was chosen because driving time would be approximately one hour or less. This section of the report will discuss travel distances from various points of interest to the city of Ozark.

Table 23 provides approximate driving distances from various cities in the state and major cities in the south-central United States. Many of the cities included in this table are located in one of the market areas of interest describe previously in this report. Clarksville, Fort Smith, and Russellville are all within about an hours driving time from Ozark.

Table 23: Driving Distances

City	Driving Distance (miles)
Clarksville	23
Fort Smith	40
Russellville	48
Fayetteville	71
Conway	92
Rogers	95
Little Rock	123
Tulsa	155
Oklahoma City	220
Memphis	250

There are 13 locks on the Arkansas River in Arkansas. Table 24 lists the locks located on the Arkansas River within the state. This table includes not only the name of the lock, but also its location on the river and the closest city. The Ozark-Jeta Taylor lock is located just east of the city of Ozark at river mile 256.8. The closest lock upstream from Ozark is the James W. Trimble lock at river mile 292.8, and the closes lock downstream is the Dardanelle lock at river mile 205.5.

Table 24: Lock and Dam Locations

Lock	River Mile	Closest City
Montgomery Point	0.5	Tichnor
Norrell	10.3	Tichnor
L&D #2	13.0	Tichnor
Joe Hardin	50.2	Altheimer
Emmett Sanders	66	Pine Bluff
L&D #5	86.3	Tucker
David D. Terry	108.1	Scott
Murray	125.4	Little Rock
Toad Suck Ferry	155.9	Conway
Arthur V. Ormond	176.9	Morrilton
Dardanelle	205.5	Russellville
Ozark-Jeta Taylor	256.8	Ozark
James W. Trimble	292.8	Barling

As previously mentioned, potential patrons of the Ozark marina facility may not only arrive by road, but also may arrive by water. Table 25 lists some of the major cities along the Arkansas River and their approximate distance from Ozark. Fort Smith, Clarksville, and Russellville are all within 50 river miles of Ozark. The Arkansas River empties into the Mississippi River approximately 256.8 miles downstream from Ozark.

Table 25: River Distances

City or River	River Miles from Ozark
Sallisaw	82.8
Fort Smith	43.8
Clarksville	26.2
Russellville	48.6
Conway	100.9
Little Rock	125.4
Pine Bluff	185.6
Mississippi River	256.8

Recreational Boat Traffic

The U.S. Army Corps of Engineers maintains and operates the locks and dams on the Arkansas River. They also track the boat traffic through these facilities. Table 26 provides a summary of recreational boat traffic through the 13 locks on the Arkansas River in Arkansas from 2001 to 2005. In the last two columns this table provides the average annual growth rate between 2001 and 2005 as well as the growth rate between 2005 and 2006. In 2006, 208 recreational boats

passed through the Ozark-Jeta Taylor lock. This represents an increase in traffic of 7.8 percent over the previous year. Over all, recreational boat traffic through the locks on the Arkansas River in the state increased by approximately 13.5 percent in 2006. It is important to note that many of those who use the Arkansas River for recreational purposes do not travel through the areas locks. Recreational boaters will often limit their travel to a specific area on the river and avoid the 30-90 minute wait to move through a lock. While recreational boat traffic through the locks does not tell the whole story, it does provide us with some measure of boat traffic.

Table 26: Recreational Boat Traffic

Lock	2001	2002	2003	2004	2005	2006	2001-05 Growth	2005-06 Growth
Montgomery Point	No Data	No Data	No Data	130	568	708	336.92%*	24.65%
Norrell	292	194	220	234	171	184	-12.52%	7.60%
L&D #2	307	179	245	220	184	235	-12.01%	27.72%
Joe Hardin	542	393	557	400	554	551	0.55%	-0.54%
Emmett Sanders	672	595	678	459	609	457	-2.43%	-24.96%
L&D #5	991	910	887	677	639	739	-10.39%	15.65%
David D. Terry	1,630	1,112	1,875	748	535	917	-24.31%	71.40%
Murray	1,329	1,119	1,699	1,554	1368	1,907	0.73%	39.40%
Toad Suck Ferry	270	337	346	555	324	297	4.66%	-8.33%
Arthur V. Ormond	282	335	336	314	249	194	-3.06%	-22.09%
Dardanelle	387	484	551	446	443	382	3.44%	-13.77%
Ozark-Jeta Taylor	329	240	253	279	193	208	-12.48%	7.77%
James W. Trimble	389	345	485	709	596	520	11.26%	-12.75%
* 2004-2005 Growth Rate due to lack of data								

Comparable Facilities

Benchmarking is a useful tool that aids in understanding what similar businesses are doing to maximize profits and efficiently use their assets. To gain a better understanding of the physical characteristics of comparable facilities and the socio-demographic characteristics of their market communities, we conducted a survey of 32 marina facilities in 10 different states. There are thousands of marina facilities across the country serving a very diverse set of waterways. This study focuses its survey on marinas located on large freshwater lakes and rivers. The survey was narrowed to marina facilities located close to a city or town and major highway. The survey results will help to create a clear picture of how marina facilities are managed throughout the country. The survey data collected for this report were gathered through phone conversations with facility staff as well as from facility web sites.

Socio-demographic Characteristics

The socio-demographic characteristics of a business' market area greatly influence many aspect of its operation. Table 27 summarizes the demographic makeup of the communities in which the respondent marina facilities are located. The data used to create this table were collected from the U. S. Census Bureau and the Bureau of Economic Analysis in the U. S. Department of Commerce. For each city, Metropolitan Statistical Area (MSA) level data were used to represent the market area for the facility. When MSA data were unavailable, county level statistics were used. For comparison purposes, this table also includes the data for Franklin County, the primary market area, and the intersection market area.

The average 2004 population across all respondent communities was 751,016 as compared to 238,934 and 730,838 for the primary and intersection market areas respectively. Our respondent marinas had a higher population densities in close proximity to their facilities, but the average respondent community population is comparable to that of the intersection market area, as defined earlier in this report. The intersection market area experienced greater average annual population growth between 2000 and 2004 than the respondent communities.

Table 27: Socio-Demographic Comparison

Statistic	All Respondents	Franklin County	Primary Market Area	Intersection Market Area
2005 Median Age	36.7	No Data	36.0	35.3
2005 % High School Grad or Higher	86.0%	No Data	82.6%	82.6%
2000 Population	721,094	17,735	231,967	680,248
2004 Population	751,016	18,025	238,934	730,838
Average Population Growth 2000-2004	0.7%	0.4%	0.7%	1.8%
2000 Per Capita Personal Income	24,738	19,452	19,913	19,705
2004 Per Capita Personal Income	28,073	24,139	23,587	23,365
Average PCPI Growth 2000-2004	3.2%	5.5%	4.3%	4.4%
2000 Total Employment	453,851	7,288	142,305	410,462
2004 Total Employment	467,562	7,519	142,020	437,214
Average Total Employment Growth 2000-2004	0.3%	0.8%	-0.1%	1.6%

Tables 28-31 detail the demographic characteristics for each of the individual respondent communities. Again, MSA data were used as a representation of market area, and when MSA

data were unavailable, county level statistics were used. There are a few communities where no data were available for a certain statistic. In these cases a hyphen was used to indicate the absence of data for the given statistic. At the bottom of each table the average, minimum, median, maximum, and standard deviation are listed for each of the demographic statistics across all respondent communities.

Table 28: Respondent Population Summary

City	State	2000 Population	2004 Population	Average Annual Population Growth
Little Rock	AR	611,962	635,764	1.0%
Russellville	AR	54,490	56,007	0.7%
Van Buren	AR	273,900	282,006	0.7%
Horseshoe Bend	AR	13,277	13,311	0.1%
Gamaliel	AR	38,466	39,803	0.9%
Clarksville	AR	22,785	23,736	1.0%
Grand Rivers	KY	9,816	9,714	-0.3%
Eddyville	KY	8,112	8,145	0.1%
New Concord	KY	34,149	34,793	0.5%
Cadiz	KY	232,605	238,225	0.6%
Duluth	MN	275,561	275,780	0.0%
Grand Marais	MN	5,195	5,312	0.6%
Wilmington	NC	275,709	303,258	2.4%
New Bern	NC	91,660	90,824	-0.2%
Hickory	NC	343,048	353,097	0.7%
Sayler Park	OH	2,014,487	2,056,843	0.5%
Fremont	OH	61,815	61,803	0.0%
St. Helens	OR	1,936,027	2,062,109	1.6%
Tullytown	PA	5,693,604	5,798,956	0.5%
Big Sandy	TN	16,530	16,457	-0.1%
Counce	TN	25,584	25,783	0.2%
Decaturville	TN	11,708	11,683	-0.1%
Andersonville	TN	617,454	646,979	1.2%
Decatur	TN	11,130	11,495	0.8%
Urbanna	VA	9,967	10,442	1.2%
Lanexa	VA	1,100,089	1,156,849	1.3%
Woodbridge	VA	4,821,355	5,157,608	1.7%
Hayes	VA	1,580,151	1,641,671	1.0%
Average		721,094	751,016	0.66%
Minimum		5,195	5,312	-0.26%
Median		76,738	76,314	0.64%
Maximum		5,693,604	5,798,956	2.41%
Standard Deviation		1,411,477	1,468,489	0.63%

Table 29: Respondent Age and Education Attainment

City	State	2005 Median Age	2005 Percent High School Grad or Higher
Little Rock	AR	35.9	88.10%
Russellville	AR	-	-
Van Buren	AR	36.1	77.70%
Horseshoe Bend	AR	-	-
Gamaliel	AR	-	-
Clarksville	AR	-	-
Grand Rivers	KY	-	-
Eddyville	KY	-	-
New Concord	KY	-	-
Cadiz	KY	31.9	86.60%
Duluth	MN	40.3	91.80%
Grand Marais	MN	-	-
Wilmington	NC	37.6	87.20%
New Bern	NC	36.1	86.10%
Hickory	NC	38.4	77.20%
Sayler Park	OH	36.4	86.10%
Fremont	OH	-	-
St. Helens	OR	35.7	89.50%
Tullytown	PA	37.9	-7.10%
Big Sandy	TN	-	-
Counce	TN	-	-
Decaturville	TN	-	-
Andersonville	TN	38.8	84.00%
Decator	TN	-	-
Urbanna	VA	-	-
Lanexa	VA	37.6	85.70%
Woodbridge	VA	36.0	89.00%
Hayes	VA	35.4	88.00%
Average		36.7	86.01%
Minimum		31.9	77.20%
Median		36.3	86.85%
Maximum		40.3	91.80%
Standard Deviation		1.98	4.08%

Table 30: Respondent Per Capita Personal Income

City	State	2000 Per Capita Income	2004 Per Capita Income	Average Annual Per Capita Income Growth
Little Rock	AR	26,960	31,283	3.8%
Russellville	AR	20,898	23,798	3.3%
Van Buren	AR	21,501	24,802	3.6%
Horseshoe Bend	AR	17,083	20,086	4.1%
Gamaliel	AR	22,025	24,885	3.1%
Clarksville	AR	17,842	21,028	4.2%
Grand Rivers	KY	21,556	24,677	3.4%
Eddyville	KY	18,706	21,253	3.2%
New Concord	KY	23,921	24,422	0.5%
Cadiz	KY	22,809	27,667	4.9%
Duluth	MN	25,404	29,451	3.8%
Grand Marais	MN	26,651	30,670	3.6%
Wilmington	NC	25,818	27,672	1.7%
New Bern	NC	25,857	29,400	3.3%
Hickory	NC	25,174	26,329	1.1%
Sayler Park	OH	30,476	34,368	3.1%
Fremont	OH	23,923	26,825	2.9%
St. Helens	OR	32,122	33,875	1.3%
Tullytown	PA	34,059	38,768	3.3%
Big Sandy	TN	19,801	21,278	1.8%
Counce	TN	20,972	23,753	3.2%
Decaturville	TN	20,184	24,066	4.5%
Andersonville	TN	26,834	30,209	3.0%
Decator	TN	18,082	20,901	3.7%
Urbanna	VA	26,422	30,549	3.7%
Lanexa	VA	30,546	35,422	3.8%
Woodbridge	VA	40,672	46,782	3.6%
Hayes	VA	26,364	31,811	4.8%
Average		24,737.93	28,072.50	3.2%
Minimum		17,083	20,086	0.5%
Median		24,548.50	27,246	3.4%
Maximum		40,672	46,782	4.9%
Standard Deviation		5,365.79	6,080.55	1.1%

Table 31: Respondent Employment

City	State	2000 Total Employment	2004 Total Employment	Average Annual Employment Growth
Little Rock	AR	397,311	404,249	0.4%
Russellville	AR	32,359	32,824	0.4%
Van Buren	AR	153,430	153,806	0.1%
Horseshoe Bend	AR	5,616	5,414	-0.9%
Gamaliel	AR	20,631	20,818	0.2%
Clarksville	AR	11,446	11,851	0.9%
Grand Rivers	KY	3,962	3,877	-0.5%
Eddyville	KY	3,107	3,205	0.8%
New Concord	KY	22,243	21,478	-0.9%
Cadiz	KY	153,430	153,806	0.1%
Duluth	MN	159,456	158,467	-0.2%
Grand Marais	MN	3,952	4,198	1.5%
Wilmington	NC	155,574	170,246	2.3%
New Bern	NC	58,591	59,803	0.5%
Hickory	NC	222,162	207,747	-1.7%
Sayler Park	OH	1,249,263	1,259,545	0.2%
Fremont	OH	33,745	33,465	-0.2%
St. Helens	OR	1,240,232	1,243,949	0.1%
Tullytown	PA	3,278,587	3,333,574	0.4%
Big Sandy	TN	7,479	7,032	-1.5%
Counce	TN	13,077	12,612	-0.9%
Decaturville	TN	6,398	6,315	-0.3%
Andersonville	TN	394,178	417,506	1.4%
Decator	TN	5,428	5,463	0.2%
Urbanna	VA	4,562	5,003	2.3%
Lanexa	VA	712,533	729,162	0.6%
Woodbridge	VA	3,403,709	3,626,215	1.6%
Hayes	VA	955,365	1,000,101	1.2%
Average		453,851	467,562	0.3%
Minimum		3,107	3,205	-1.7%
Median		46,168	46,634	0.2%
Maximum		3,403,709	3,626,215	2.3%
Standard Deviation		893,444	928,882	1.0%

Physical Characteristics

The previous section demonstrated that the respondent communities from the survey are comparable to the defined market area for the Ozark marina. This section will summarize the physical characteristics of the respondent marina facilities. This comparison will allow a reasonable approximation of demand in the Ozark market area to be made.

Table 32 provides a summary of the number and types of boat slips at the respondent facilities. On average the respondent facilities have approximately 135 boat slips. The respondents reported an average of 67 covered slips and 54 uncovered. The respondent facilities reported that on average their boat slips are 95 percent utilized. This high utilization is indicative of the way these facilities rent their boat slips. The respondent facilities rented the majority of their boat slips to regular customers who housed their boats at the marina for a relatively extended period of time, and did not set aside many transient slips.

Table 32: Number of Boat Slips

Summary Statistic	Covered	Uncovered	Total	Utilization
Average	66.8	53.9	134.9	95%
Minimum	0	0	9	65%
Median	27	25	104	100%
Maximum	350	230	510	100%
Standard Deviation	86.7	65.2	115.9	9.3%

Table 33 details the respondent facilities estimates for the number of customers served per week. This table provides an estimate for the number of customers served per week at peak time in the Max column and an estimate for the number of customers served per week through the entire boating season (spring, summer, and fall). The last two columns break down customers into two categories Fishing and Recreation. On average the respondent facilities expect to serve 205 boats per week during peak times and 179 boats per week through the boating season. Of these customers, the respondent facilities estimated that approximately 35 percent are there for fishing and 65 percent for recreation. We also asked the respondent facilities which type of customer was their most profitable. Table 34 summarizes the results. A majority (86 percent) reported that their most profitable customers were those who were there for recreation.

Table 33: Customers per Week

Summary Statistic	Max	Boating Season	% Fishing	% Recreation
Average	205	179	35%	65%
Minimum	10	10	0%	10%
Median	200	100	25%	75%
Maximum	500	500	90%	100%
Standard Deviation	181.99	171.95	26.7%	26.7%

Table 34: Most Profitable Customer Type

Type of Customer	% Most Profitable
Fishing	14%
Recreation	86%

Our survey also asked the respondents to describe the amenities they offered. Table 35 summarizes the percentage of respondents who offer certain amenities. Most of the respondent marina facilities offered Bait and Tackle Shops (67.7%), Fuel (77.4%), Campground Access (58.1%), and RV Hookups (61.3%). Many of the respondent facilities (45.2%) also offered walkable city access.

Table 35: Summary of Respondent Facility Amenities

Amenity	Percentage With Amenity
Bait and Tackle Shop	67.7%
Shopping/Retail	48.4%
Fuel Sales	77.4%
Rental Equipment	45.2%
Restaurants	38.7%
Campground Access	58.1%
RV Hookups	61.3%
Walkable City Access	45.2%

Arkansas River Facilities

There are currently 14 marina facilities on the Arkansas River between Catoosa and the Mississippi River. Table 36 lists all 14 of these marina facilities along with their location on the river and amenities they provide. The U.S. Army Corps of Engineers provided the permits for each of these marina facilities, and the information provided in Table 30 can be found on their web site. There are 6 marina facilities on the Arkansas River within 50 river miles of Ozark. The closest of these is in Clarksville, approximately 26 river miles away, but one must pass through the Ozark-Jet Taylor lock to reach this marina.

Table 36: Arkansas River Marinas

Mile	NAME	Ramp	Dockage	Gas	Diesel	Fishing Supplies	Food	Motor Repair	Other Services
22.7	Arkansas River Queen Marina Dumas, AR 870-382-9838	X	X					X	Gas & diesel available by truck with notice, motel nearby, towing & water.
71.2	River Life Pine Bluff, AR	X					X		Telephone, seafood restaurant and lounge.
71.2	Island Harbor Marina Pine Bluff, AR 870-536-3288	X	X	X	X	X	X	X	Major repairs/boats and engines, 40,000 lb haul out and shore power.
118.6	River Front Marina Little Rock, AR 501-376-2628								Boat storage only.
126.5	River Valley Marina Little Rock, AR 501-868-5869	X	X	X				X	30,000 lb haul out, ice, water, complete boat service, supplies, and marine store.
131.4	Little Rock Yacht Club, Little Rock, AR	X	X	X	X				60,000 lb haul out and water.
178	Charlie's Hidden Harbor 7 Morrilton, AR 501-354-8080 501		X	X	X		X	X	RV campground and supplies
208.2	Russellville Marina Russellville, AR	X	X	X		X	X	X	Boat and motor rentals, water, ice, shore power, courtesy car.
208.8	Dardanelle Boat Dock Dardanelle, AR 479-229-2497	X	X	X		X	X	X	Boat repairs, boat and motor rentals, water, haul out service, shore power, diesel available by truck with notice.
230.6	Waterfront Marine Clarksville, AR 479-979-7004	X	X	X		X	X	X	Boat and motor services, restaurant, groceries, lodging nearby, emergency service.
300.5	Goose Harbor Marina Van Buren, AR 479-474-9898	X	X	X	X	X	X	X	Shore power, water, ice, lodging, telephones, 48 ft. haul out, repairs, city park.
300.6	Lighthouse Inn Fort Smith, AR						X		Private club and seafood restaurant, motel 1/2 mile, marina adjacent.
339.6	Applegate Cove Marina Sallisaw, OK 918-775-4522	X	X	X	X		X		Repairs and 50 ton travel lift for haul out service.
393.9	Muskogee Marine Service Muskogee, OK								Food and other supplies available locally.

Economic Impact

It is difficult to evaluate the total economic impact the Ozark marina development will have on the market are in this early planning stage. There are currently no reliable estimates for employment, person trips, or tourist spending. However, the city of Ozark has estimated the construction and development cost to be approximately \$10 million. This construction and development figure can be used to estimate the economic impact of this initial phase of the project. IMPLAN was used to develop the estimate economic impact of the construction and development of the Ozark Marina.

IMPLAN is a regional impact model that enables the evaluation of the economic impact of specific activities such as construction or operation of public works projects, as well as retail, wholesale, manufacturing, and service sales within an economy. IMPLAN was originally developed by the U.S. Department of Agriculture, the Forest Service in cooperation with the Federal Emergency Management Agency (FEMA), the U.S. Department of Interior Bureau of Land Management, and the University of Minnesota to assist the Forest Service in land and resource management planning.

The basic data sources for the current edition of the IMPLAN database and the models used in this study are the Input-Output Accounts of the United States, developed by the U.S. Department of Commerce, Bureau of Economic Analysis (BEA), and county income and employment data published by BEA and the Bureau of Labor Statistics (BLS). The model will reflect 2003 industrial structure and technology, and 2003 prices.

IMPLAN uses a 525-sector input-output model to measure the effects of three types of impacts: direct, indirect, and induced. Direct impacts consist of employment and purchases of goods and services in the region resulting from the activity being evaluated, in this case, building of new facilities and new manufacturing employment. Indirect (inter-industry) impacts consist of goods and services purchased by the firms, which supply inputs consumed in the direct activity. Induced impacts consist of increased household purchases of goods and services in the region by employees of direct and indirect employers. The model generates multipliers, which summarize

the magnitude of the indirect and induced effects generated by a given direct change, to estimate changes in output, income, and employment. In other words, the multiplier is the ratio of total impact to direct impact.

Table 37 summarizes the estimates from IMPLAN. The dollar values presented in the table are in 2007 dollars. These estimates are based on a \$10 million investment in the construction of commercial buildings in Franklin County in 2008. The multiplier effect of this construction investment is relatively small but substantial.

Table 37: Summary of Economic Impact

	Direct	Indirect	Induced	Total	Multiplier
Value Added	\$3,766,957	\$686,018	\$854,919	\$5,307,893	
Employment	151.0	19.2	17.7	187.8	1.24
Output Results	\$9,840,398	\$1,448,212	\$1,377,699	\$12,666,310	1.29
* Values are in 2007 dollars					
** Construction occurs in 2008					

Conclusions and Recommendations

Through the course of this report we have discussed many of the characteristics of the market area for the Ozark marina development and compared it to comparable facilities across the nation. The following sections of this report will rely on the data presented previously to offer some recommendations.

Demand

Demand can be defined as the number of people over a given time period who are willing to purchase the good or service you offer. Quantifying the actual demand for a product that has not yet been produced is difficult to say the least, but through careful inspection of the available data one can often form guesses about the potential demand for a product. Previously in this report we presented various pieces of information which can be used to formulate a reasonable guess about the potential demand for a marina facility in the city of Ozark.

The primary market area had a population of 241,584 in 2005, and in 2007 there were 15,183 registered boats in this area. In the same years, the intersection market area had a population of 748,413 with 47,893 registered boats. Between 2004 and 2005 the primary market area grew at a rate of 1.1 percent while the intersection market area grew at a rate of 2.4 percent. Compared to the respondent communities, the market area for the Ozark marina has a lower population density in its immediate vicinity. However, the socio demographic characteristics of the wider intersection market area are comparable to those of the respondent communities. Assuming the intersection market area is close to the true market area for the proposed marina facility, we can expect demand patterns similar to those in the respondent communities.

The respondent facilities reported they saw on average 179 boats per week during the boating season and 65 percent of those boats were used for recreation, as opposed to fishing. The median number of customers per week during boating season was 100. The lower figure appears to be a more reasonable approximation of the actual demand. The respondent facilities had on average 134.9 boat slips at 94.6 percent utilization. The median number of boat slips was 104. Given the previously stated assumption, a marina facility in the city of Ozark should be able to support between 75 and 110 boat slips. This range is slightly lower than the average reported by our respondents due to the lower population density in the area immediately surrounding Ozark.

It is important to note that most of the boat slips at the respondent facilities were rented out to long term patrons, and were not available to transient boat traffic. Most of the respondent facilities had very few transient boat slips. Relying on long term renters instead of the more transient population provides a steady stream of income to the marina facilities.

There are not many competitor facilities on the Arkansas River. In fact there are only 6 marina facilities within 50 river miles of the city of Ozark. The marina in Clarksville is approximately 26 river miles from Ozark, but to get there one must pass through the Ozark-Jeta Taylor lock. The next closest marina facility is in Van Buren 44 river miles away. This distance provides more opportunities for cooperation than competition.

Partnerships

There are many opportunities for partnerships both along the Arkansas River and in the area surrounding Ozark. As illustrated earlier, there are numerous cities within driving distance along Interstate 40 and within boating distance on the Arkansas. There are two types of partnerships the city of Ozark should pursue: partnerships to bring tourists to the marina facility and partnerships to provide entertainment and lodging once they are there. Partnership opportunities include:

- Area Chambers of Commerce
- Local Wine Industry
- Local State Parks
- Other Marina Facilities
- Restaurants and Hotels

There are also many events and festivals held throughout the area each year including Bikes Blues and BBQ and Razorback sporting events in Fayetteville, the Toad Suck Festival in Conway, and others. The city of Ozark may be able to partner with regional event organizers to leverage some of their event goes throughout the year.

Strategic Plan

A strategic plan should be developed which incorporates the data presented in this report. The strategic plan should combine the development plans with the conclusions reach in this report to create a comprehensive plan moving forward. This strategic plan should also include an investigation into all available sources of funding. The Arkansas Game and Fish Commission currently participates in a federal grant program called the Boating Infrastructure Grant. This allows facilities to build infrastructure on less traveled waterways across the nation in order to take some pressure off of the high traffic areas.

References

U.S. Census Bureau. <www.census.gov>.

U.S. Army Corps of Engineers Little Rock District. <www.swl.usace.army.mil>.

Arkansas Vehicle Registration Database. Arkansas Department of Motor Vehicles.

Bureau of Economic Analysis Regional Economic Accounts. U.S. Department of Commerce.
<www.bea.gov/bea/regional/data.htm>.

Personal Interviews with the Staff of 32 Different Marina Facilities. January-February 2007.

EXHIBIT DD
MR. OUTLAW'S LETTER OF INTENT ON MARINA

OUTLAW ENTERPRISES

100 North 17th Street
Ozark, AR 72949
479-637-7751

1-23-2008

To: Main Street Ozark

Re: Letter of Intent

This letter is to confirm that Outlaw Enterprises is committed to making a considerable investment in the construction of a marina on the Arkansas River at Ozark. We anticipate an initial investment of approximately \$500,000 to construct 40 boat slips as the first phase of the Main Street Ozark river front development plan.

When completed, a 110 boat slip marina, and convenience store with gasoline is projected to result in an investment in downtown Ozark of well over a million dollars.

It is understood that the City of Ozark will provide access from River Street across the UPC Railroad tracks to facilitate construction of the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Steve Outlaw", with a horizontal line extending from the end of the signature.

Steve Outlaw
President

EXHIBIT EE
PLAN SUBMISSION FOR EXTENDED RIVER DEVELOPMENT

REPLY TO
ATTENTION OF

DEPARTMENT OF THE ARMY
LITTLE ROCK DISTRICT, CORPS OF ENGINEERS
POST OFFICE BOX 867
LITTLE ROCK, ARKANSAS 72203-0867
www.swl.usace.mil/

Regulatory Office

Andrew J. Dibble, PE
Mickle Wagner Coleman, Inc.
PO Box 1507
Fort Smith, Arkansas 72902

SUBJECT: Permit Application No. 2008-00055

Dear Mr. Dibble:

Please refer to your letter dated January 22, 2008, on behalf of Main Street Ozark concerning construction of a three phase land and water project along the Arkansas River, Franklin County, Arkansas. Your request has been assigned File No. 2008-00055.

Mrs. Cynthia Blansett has been assigned as the regulatory project manager for your request and will be evaluating it as expeditiously as possible. However, because of our permit workload, it will take a while for us to respond. You may be contacted for additional information about your request.

If you have any questions about the evaluation of your request, please contact the project manager listed below and refer to your assigned file number. Please note that it is unlawful to start work without a Department of the Army permit if one is required.

Cynthia W. Blansett
US Army Corps of Engineers
Little Rock District
ATTN: Regulatory Office
PO Box 867
Little Rock, Arkansas 72203-0867

PHONE: (501) 324-5295 FAX: (501) 324-6013

EMAIL: Cynthia.W.Blansett@usace.army.mil

Post-It® Fax Note	7671	Date	2/18/08	# of pages	1
To	SANDY KEY	From	ANDY DIBBLE		
Co./Dept.		Co.			
Phone #		Phone #			
Fax #	667-0248	Fax #			

RECEIVED FEB 18 2008

APPLICATION FOR DEPARTMENT OF THE ARMY PERMIT
(33 CFR 325)

OMB APPROVAL NO. O710-0003
Expires December 31, 2004

The Public burden for this collection of information is estimated to average 10 hours per response, although the majority of applications should require 5 hours or less. This includes the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to Department of Defense, Washington Headquarters Service Directorate of Information Operations and Reports, 1215 Jefferson Davis Highway, Suite 1204, Arlington, VA 22202-4302; and to the Office of Management and Budget, Paperwork Reduction Project (0710-0003), Washington, DC 20503. Respondents should be aware that notwithstanding any other provision of law, no person shall be subject to any penalty for failing to comply with a collection of information if it does not display a currently valid OMB control number. Please DO NOT RETURN your form to either of those addresses. Completed applications must be submitted to the District Engineer having jurisdiction over the location of the proposed activity.

PRIVACY ACT STATEMENT

Authorities: Rivers and Harbors Act, Section 10, 33 USC 403; Clean Water Act, Section 404, 33 USC 1344; Marine Protection, Research and Sanctuaries Act, 33 USC 1413, Section 103. Principal Purpose: Information provided on this form will be used in evaluating the application for a permit. Routine Uses: This information may be shared with the Department of Justice and other federal, state, and local government agencies. Submission of requested information is voluntary, however, if information is not provided the permit application cannot be evaluated nor can a permit be issued.

One set of original drawings or good reproducible copies which show the location and character of the proposed activity must be attached to this application (see sample drawings and instructions) and be submitted to the District Engineer having jurisdiction over the location of the proposed activity. An application that is not completed in full will be returned.

(ITEMS 1 THRU 4 TO BE FILLED BY THE CORPS)

1. APPLICATION NO.	2. FIELD OFFICE CODE	3. DATE RECEIVED	4. DATE APPLICATION COMPLETED
--------------------	----------------------	------------------	-------------------------------

(ITEMS BELOW TO BE FILLED BY APPLICANT)

5. APPLICANT'S NAME See Attachment	8. AUTHORIZED AGENT'S NAME AND TITLE (an agent is not required) N/A
6. APPLICANT'S ADDRESS See Attachment	9. AGENT'S ADDRESS N/A
7. APPLICANT'S PHONE NOS. W/AREA CODE a. Residence b. Business See Attachment	10. AGENT'S PHONE NOS. W/AREA CODE a. Residence b. Business N/A

STATEMENT OF AUTHORIZATION

I hereby authorize, N/A to act in my behalf as my agent in the processing of this application and to furnish, upon request, supplemental information in support of this permit application.

N/A

APPLICANT'S SIGNATURE

N/A

DATE

NAME, LOCATION AND DESCRIPTION OF PROJECT OR ACTIVITY

12. PROJECT NAME OR TITLE (see instructions)
River & Rail Market Place & Marina

13. NAME OF WATERBODY, IF KNOWN (if applicable) Ozark Lake- Arkansas River	14. PROJECT STREET ADDRESS (if applicable)
15. LOCATION OF PROJECT Franklin AR COUNTY STATE	

16. OTHER LOCATION DESCRIPTIONS, IF KNOWN, (see instructions)
SE 1/4 of NW 1/4 S15T39N R12E

17. DIRECTIONS TO THE SITE
See Attachment

18. Nature of Activity (Description of project, include all features)

See Attachment

19. Project Purpose (Describe the reason or purpose of the project, see instructions)

See Attachment

USE BLOCKS 20-22 IF DREDGED AND/OR FILL MATERIAL IS TO BE DISCHARGED

20. Reason(s) for Discharge

To be determined in engineering phase according to Corps of engineer recommendations

21. Type(s) of Material Being Discharged and the Amount of Each Type in Cubic Yards

To be determined in engineering phase and according to Corps of Engineer recommendations

22. Surface Area in Acres of Wetlands or Other Waters Filled (see instructions)

To be determined in engineering phase

23. Is Any Portion of the Work Already Complete? Yes ☐ No ☒ IF YES, DESCRIBE THE COMPLETED WORK

24. Addresses of Adjoining Property Owners, Lessees, Etc., Whose Property Adjoins the Waterbody (If more than can be entered here, please attach a supplemental list).

See Attachment

25. List of Other Certifications or Approvals/Denials Received from other Federal, State or Local Agencies for Work Described in This Application.

AGENCY	TYPE APPROVAL*	IDENTIFICATION NUMBER	DATE APPLIED	DATE APPROVED	DATE DENIED

*Would include but is not restricted to zoning, building and flood plain permits

26. Application is hereby made for a permit or permits to authorize the work described in this application. I certify that the information in this application is complete and accurate. I further certify that I possess the authority to undertake the work described herein or am acting as the duly authorized agent of the applicant.

[Signature]
SIGNATURE OF APPLICANT

1-24-05
DATE

SIGNATURE OF AGENT

DATE

The application must be signed by the person who desires to undertake the proposed activity (applicant) or it may be signed by a duly authorized agent if the statement in block 11 has been filled out and signed.

18 U.S.C. Section 1001 provides that: Whoever, in any manner within the jurisdiction of any department or agency of the United States knowingly and willfully falsifies, conceals, or covers up any trick, scheme, or disguises a material fact or makes any false, fictitious or fraudulent statements or representations or makes or uses any false writing or document knowing same to contain any false, fictitious or fraudulent statements or entry, shall be fined not more than \$10,000 or imprisoned not more than five years or both.

Block 5

City of Ozark
Mayor
C.L. Coley

Main Street Ozark
Sandy Key
Executive Director

Block 6

City of Ozark
Box 253
607 West College
Ozark, AR 72949

Main Street Ozark
300 West Commercial
Ozark, AR 72949

Block 7

Mayor Coley

City of Ozark

Phone: Office 479-667-2238

Home 479-667-5137

FAX: 479-667-4515

Sandy Key

Main Street Ozark

Phone: Office 479-667-5337

Home 479-667-3177

FAX: 479-667-0248

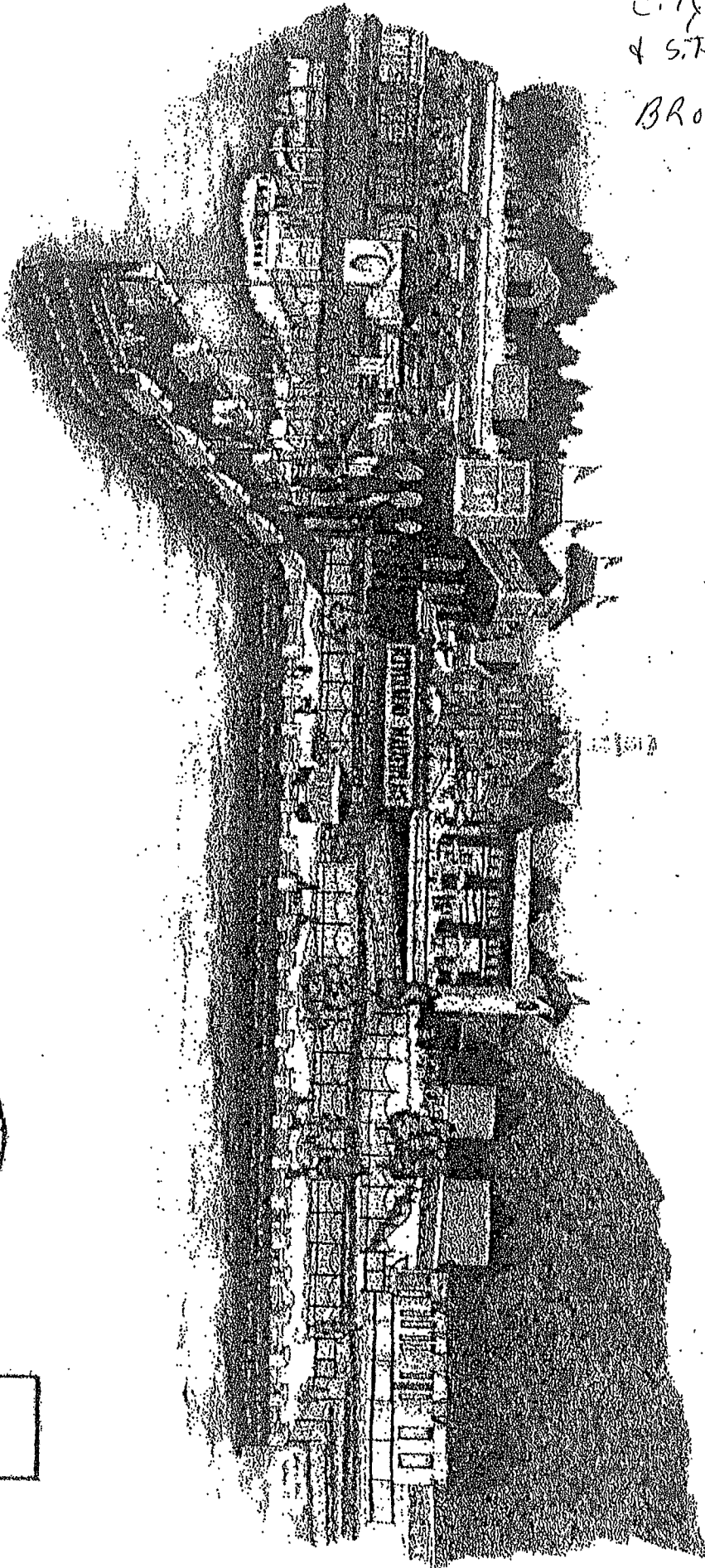
City Map
& Site Plan

Brochure

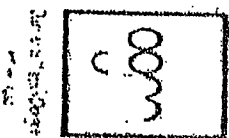
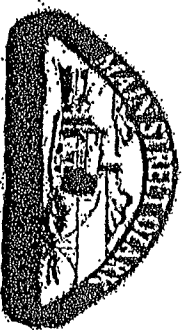
Block
17

Block
18

PROPOSED RIVERFRONT DEVELOPMENT CONCEPT DRAWING



MAIN STREET OZARK - OZARK, ARKANSAS
RIVERBEND MARKETPLACE SCHEMATIC



River & Rail Marketplace and Marina Ozark, Arkansas

A OZARK MARINA

- ◆ The Marina will develop a stop along the Arkansas River for recreational boat traffic.
- ◆ The Marina will provide:
 - Permanent boat docking accommodations for local Ozark residents
 - Temporary boat docking for visitors and River traffic
 - Boat fuel
 - Food and beverage
 - Shopping and recreational outdoor activity/park area

B RAILROAD CROSSING TOWER

- ◆ The Railroad Crossing Tower will provide safe pedestrian passage from the end of 3RD Street at River Street, across the railroad tracks to the Arkansas River side of the railroad tracks, where the Ozark Marina, Riverbend Pier and Riverwalk area are located.
- ◆ The Crossing Tower will also act as a visual icon to terminate the access to the riverfront area at the end of Third Street.
- ◆ The building materials for the Crossing Tower will reflect both respect for the existing textures of the downtown Ozark area with a red brick base and terra cotta roof, as well as, consist of new metal materials and colors that relate to the activities associated with water life.

C 3RD STREET EXTENSION

- ◆ 3RD Street currently terminates at River Street and provides no visual access to the Arkansas River.
- ◆ 3RD Street will be extended visually to the Arkansas River by clearing out the existing trees and brush, and providing a walkway to the edge of the bluff for pedestrian foot access to the edge of the train tracks and Railroad Crossing Tower.

D **RIVERBEND PIER**

- ♦ The Pier will provide a unique tourist attraction to downtown Ozark and Arkansas River area.
- ♦ The Pier will be used as an educational tool about the development of the Ozark river area. On the western edge of the Pier will be plaques dedicated to the factual information about the Arkansas River and construction of the Ozark River Bridge. On the eastern side of the pier will be plaques dedicated to education about the Corp. of Engineers and design, construction and purpose of the Lock and Dam.

E **RIVERWALK PARK**

- ♦ The Riverwalk Park will be a public recreational area for the residents of Ozark and surrounding area, as well as, tourist.
- ♦ The Park will become a recreational stop for boat traffic along the Arkansas River and automobile traffic from Interstate I-40 and Highway 64.
- ♦ The Riverwalk Park will have a walking trail through the middle lined with park benches and tables, as well as, a gazebo in the center for people's enjoyment.
- ♦ The Riverwalk Park will also be a plant and bird sanctuary, with information along the trail telling about natural plants, wildlife and river animals common to the Ozark and Arkansas River Valley area.
- ♦ At the edge of the river will be concrete pillars that can be purchased by businesses or individuals to commemorate a company, person or event.

F **RIVERBOAT**

- The Riverboat will be stationed in the Riverfront Park area and serve as a tourist attraction and as recreation for the entire Ozark area.
- The attraction will provide sight seeing and educational tours of the Arkansas River as well as dinner cruises.
- Topics of interest to be promoted on the Riverboat cruises will include the navigation system, the river bridge and the nesting of the Bald Eagle.

Block 24

City of Ozark
607 West College
Box 253
Ozark, AR 72949

Union Pacific Railroad
1000 West Fourth Street
North Little Rock, AR 72114

VESSEL PARTICULARS
Approximate Dimensions

LENGTH OVERALL: 78' BREADTH: 20' DRAFT: 4'7"

HULL LENGTH: 63'

APPROXIMATE HEIGHT OF EYE: 20'6" ESTIMATED DRAFT: 3'0"

FREEBOARD 25" with approximately 50% consumables aboard

NO. OF ENGINES: 2

TYPE AND MAKE: Detroit Diesel Allison Model 4-53

TOTAL HORSEPOWER (net continuous): 264

NUMBER IN CREW AND POSITIONS: Required on Certificate of inspection are one (1) licensed master and three (3) deckhands.

LICENSES HELD: Reportedly, the seller holds a Coast Guard license as Operator of Un-inspected towing vessels and a 1,600 ton master's license

RADAR ENDORSEMENT: Reportedly, the captain has an up-to-date radar endorsement for his license.

USCG INSPECTED: Yes

LOADLINE: No

USCG CERT. Dated May 15, 2001 EXPIRATION DATE: May 15, 2005

STABILITY LETTER: Yes DATED: May 10, 1984

The stability letter requires, at least 24' freeboard at bulkhead 42 (which is 18' forward of the aft end of the house). The maximum number of passengers allowed on the upper deck is 75. The bilges are to be pumped to a minimum content at all times, consistent with the requirements for the prevention of oil pollution."

CERTIFICATE AND CLASS PARTICULARS: The Certificate of inspection allows operation as a passenger vessel, with up to 150 passengers on rivers, not more than 1 mile from land. When carrying less than 75 passengers, the number of deckhands required may be reduced to two (2). If the vessel is away from the dock, or the passengers are on board or have access to the vessel for a period exceeding 12 hours in a 24 hour period, an alternate crew must be provided.

F RIVERBOAT & Barge

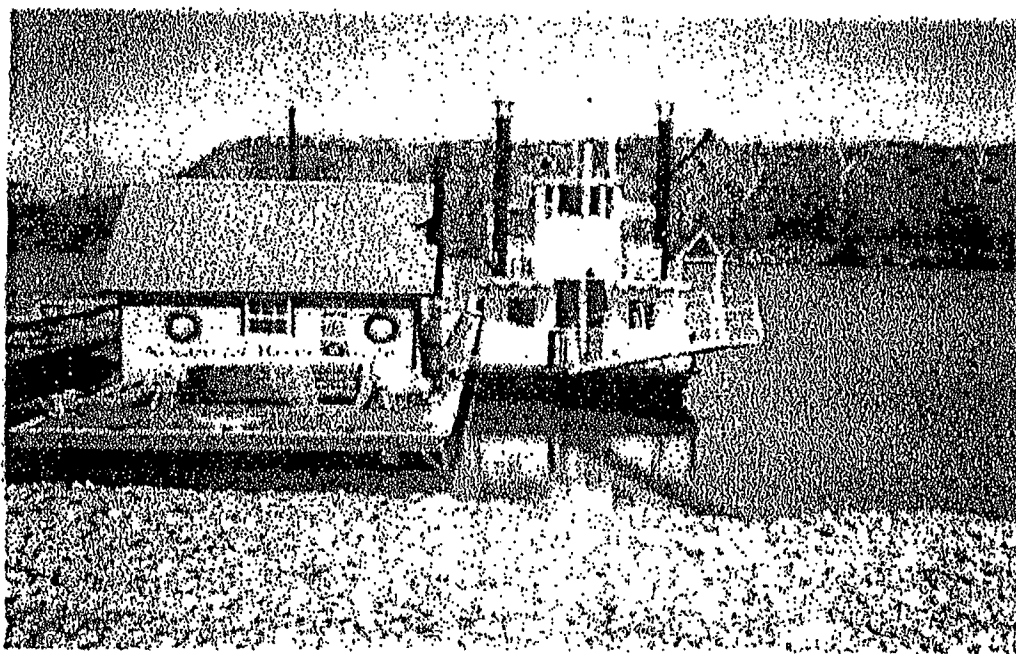
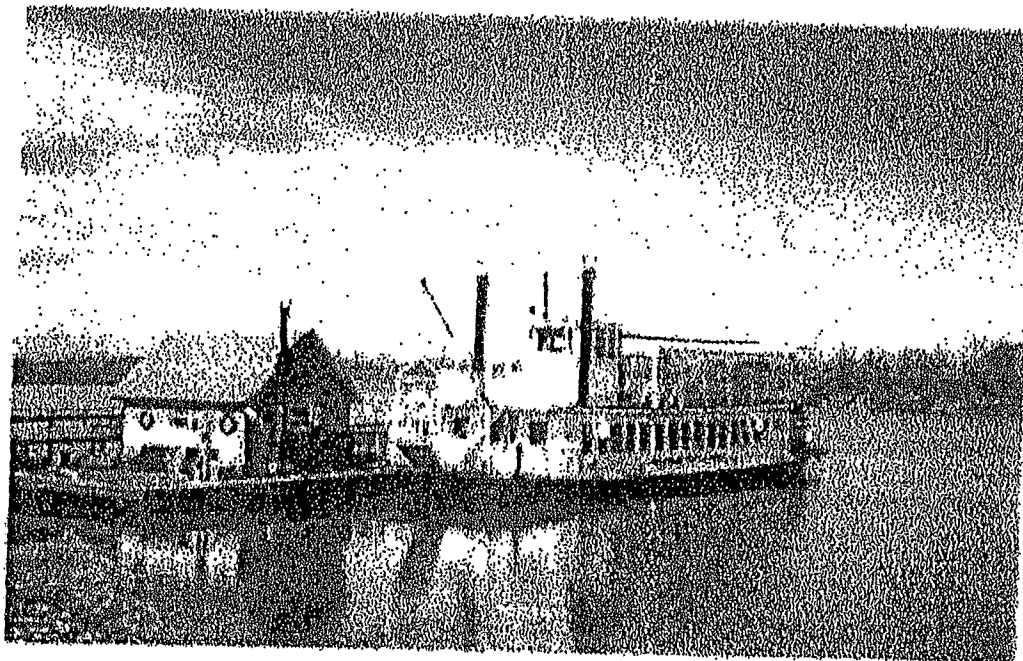
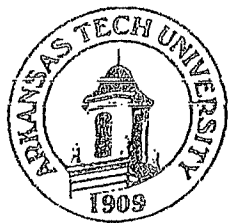


EXHIBIT FF
SUPPORT LETTERS FOR RIVER DEVELOPMENT

Letters
of
Support



CHANCELLOR
Arkansas Tech University
1000 N. 1st St.
Fayetteville, AR 72701
Phone: 479-667-4046
Fax: 479-667-4046
Web: www.atu.edu

January 18, 2008

Sandy Key
Main Street Ozark
300 West Commercial
Ozark, AR 72949

Dear Ms. Key:

This letter is to express my strong support for the proposed riverfront development plan for downtown Ozark. Due to the long term projections of economic growth in the Ozark area, this project will capitalize on the ongoing revitalization of downtown Ozark.

The student population of Arkansas Tech University - Ozark Campus has grown by more than 60% in the past four years. This project will certainly add to the quality of life for our students and augment the amenities that the Ozark community has to offer.

Again, I support the riverfront development plan for downtown Ozark. If I can be of further assistance, please contact me at 479-667-4046 or E-mail jblondin@atu.edu. Thank you.

Sincerely,

A handwritten signature in dark ink, appearing to read "J. Blundin", is written over a faint, circular official stamp.

J. Blundin, Ph.D.
Chancellor

CITY OF OZARK
PO BOX 253
OZARK, ARKANSAS
72949
PHONE 479-667-2238
FAX 479-667-4515

Mayor
Vernon McDaniel

January 22, 2008

City Clerk
Carol Sneath

City Attorney
Neva B. Witt

Aldermen
Byron "Rex" Anderson
Bill Fort
Roxie Hall
T. R. McNutt
Jill Millsap
Harold Weatherly

Sandy Key
Main Street Ozark
300 W. Commercial
Ozark, AR 72949

Dear Sandy,

Riverfront development is important to the City of Ozark in that it could enhance revitalization of the downtown area.

It could also bring more tourists and outdoor recreation-minded people to Ozark.

The city supports your effort in the acquisition of funds for this project.

Sincerely,



Vernon McDaniel
Mayor of Ozark

January 24, 2008

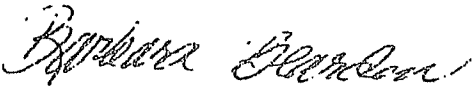
Ref: Ozark Main Street (River Front Development)

Mrs. Sandy Key
Main Street Director

As life long residents of Ozark, we would like to voice our support for the riverfront development plan for Ozark.

We understand that a favorable market study has been obtained, as well as an environmental assessment as required by the Corp of Engineers. We feel we need this economic stimulus for growth and new jobs in Ozark. We understand a private investor has expressed an interest in building a marina. We as a community need to be willing to support this project as well. We understand many hours have already gone into this project. Knowing this will help Ozark's growth, we hope this project gets the support it needs so it can go forth in a timely manner.

Respectfully,



Jim and Barbara Bearden
710 N 14th Street, Ozark AR

The Speak Easy
209 South 3rd. Street
Ozark, AR. 72949
479-667-3393

Regarding: Ozark Riverfront Development

To whom it may concern:

As a business owner within the city of Ozark, AR., I believe it is very important for the continued growth and development of our business base. The development of the Riverfront project would bring additional revenue for the city which would increase our income for the further development of our city infrastructure.

The committee, which has worked diligently over these past few years for the promotion of the development of the Riverfront Project has instilled in me the dream for the possibilities that this project would contribute to Ozark. The vision of the committee was a major consideration for the purchase of our business in Ozark a few years ago.

The Committee has secured not only interest with other businesses as well as investors. Ozark has many possibilities that would further develop our city and improve future plans for the expansion and enjoyment for all.

Please assist Ozark in developing this Riverfront Project. Please help Ozark in being a growing community.

Sincerely



Ruth A. Freeman
President

January 18, 2008

From: Suddenlink Communications
310 N 3rd St
Ozark, AR 72949

Re: Support

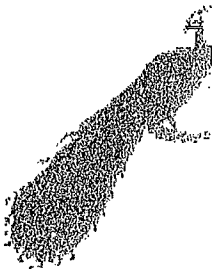
Suddenlink gives there full support towards the riverfront devclopment.
This will definitely be an economic boost for the entire area.

You know we are available now with our new equipment to get out any
type of information that needs to go public. We can now use power point.
E-mail to me at vickie.ross@suddenlink.com.

Sincerely,



Vickie Ross
Suddenlink Communications
Customer Care Manager



Pride in Our Accomplishments

Franklin County Learning Center
P.O. Box 329
Ozark, AR 72949

Phone (479) 667-3552

1/18/08

Main Street Ozark
300 West Commercial
Ozark, AR 72949

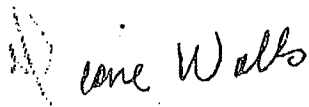
Dear Sandy,

I am happy to provide this letter supporting the riverfront development project. The riverfront is a prime asset that should be developed. Arkansas is a beautiful state and Ozark is a beautiful town. Anything that will help to promote our area is a good project.

Please let me know if there is anything that I can do to help. I admire your dedication to Main Street and to the city that we love and call home.

Sincerely,

Diane Walls,
Director



Southeast X-Ray, Inc.

609 North 14th Street

Ozark, AR 72949

Office: 479-667-4000

Fax: 479-667-9729

E-mail: kim@sxrmedical.com

Dear Main Street Ozark.

1/18/08

On behalf of Southeast X-Ray, Inc I would like to commend Main Street Ozark for their continued work on the purposed Ozark Riverfront Development.

This type of development is vital for our area on many levels. The Riverfront Development will add jobs, increased revenue of taxes to both city and county, increase tourist participation with local merchants, camping across the river, increase river traffic in the local area, add needed office space for employers and small business in Ozark, draw new business to the area, increase awareness of the many opportunities offered in Ozark, and increase economic development of the area.

Your continued support of this project is vital for the well being and survival of our community. Many volunteer and staff hours have been logged in to get the project this far. Without dedicated folks like Main Street Ozark has this project could not be possible. Keep up the good work, Ozark needs this project.

Thank you all for your hard work.



Kim Kuna
SXR Corporate Secretary



SGL GROUP
THE CARBON COMPANY

SGL CARBON, LLC - 3931 Carbon Plant Road - AR 72949 Ozark

FF

Administration

Guy Veilleux

Phone 479-468-8000

Fax 704 510 1793

January, 18 2008

BROAD BASE | BEST SOLUTIONS

Sandy Key
Main Street Ozark
300 West Commercial
Ozark, AR 72949

Dear Sandy,

We appreciate the work you have done on the riverfront development project and hope that this letter of support will further your endeavor for the progress of Ozark.

Sincerely,

Guy Veilleux
Plant Manager

SGL CARBON, LLC

3931 Carbon Plant Road
AR 72949 Ozark

Phone +1 479 468 4401

Fax +1 479 468 6304

www.sglcarbon.com

February 7, 2008

Main Street Ozark
300 West Commercial
Ozark, AR 72949

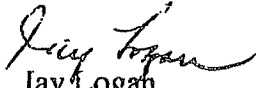
Dear Main Street Ozark:

I am very pleased to read and hear of the progress of the City of Ozark and Main Street Ozark in making the riverfront development a reality. I mirror the thoughts of many citizens of the Ozark area who believe our city's location on the beautiful Arkansas River is one of our greatest assets. The development of a marina and other commercial and recreational attractions along the river in Ozark has been the strongest opportunity to advance the quality of life for citizens in our city, county, and region.

The optimistic assessment presented above is not novel or unprecedented. Similar city projects built along this river in the cities of Tulsa, Fort Smith, and Little Rock have been highly successful in attracting quality commercial establishments while providing jobs and destinations for tourists wishing to share the enjoyments of "river city living".

I applaud the concentrated effort and organizational pursuit of all that are working to move this plan forward. Please share my support of the riverfront development plan for the City of Ozark.

Sincerely,


Jay Logan
Ozark, AR

January 17, 2008

To: Main Street Ozark
C/o Sandy Key, Director
300 West commercial
Ozark, AR 72949

From: Toby Hogan,
Business Owner of the Hogan Agency of Shelter Insurance
801 West Commercial St.
Ozark, AR 72949

Re: Ozark Riverfront Development

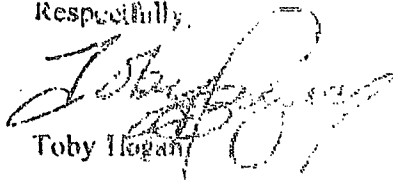
Dear Main Street Ozark,

This letter serves as my official support of Ozark Riverfront Development. As you are aware, I was very involved in the Progress Ozark initiative as well as the Ozark Chamber of Commerce President for two consecutive years. During that time Progress Ozark was a sounding board for numerous area businesses and citizens who voiced their support in unison for Ozark Riverfront Development.

Given the present conditions of our national and local economies, there is no doubt that the economy of the Ozark area and Arkansas would be greatly enhanced by further Ozark Riverfront Development. Such development would propel Tourism to the forefront of our local economy.

I look forward to assisting any efforts you make to bring further Ozark Riverfront Development to fruition.

Respectfully,


Toby Hogan

January 22, 2008

Re: Ozark Main Street (River Front Development)

Mrs. Sandy Key
Main Street Director

My wife and I have lived in the Ozark Area for 45 years and would like to make known that we strongly support the Riverfront Development plan for Ozark.

We understand that a favorable market study has been obtained, as well as an environmental assessment as required by the Corp Of Engineers. We feel like this project could impact our area greatly by providing new jobs and growth in the area. With the commitment shown by a private investor to build a marina, we as a community need to come together and support this project. Our understanding is that many hours have already gone into this project and just knowing that this will help Ozark's growth, we hope that this project can go forth as soon as possible.

Respectfully,

Norman and Carol Franklin

Norman and Carol Franklin

Norman and Carol Franklin
505 N. 18th Street, Ozark, AR

January 26, 2008

Ref: Ozark Main Street (River Front Development)

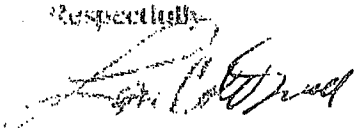
Mrs. Sandy Key
Main Street Director

As a resident of Ozark, I want to express my support for the River Front Development Plan for the city of Ozark.

This is a marvelous perk for the growth and development of Ozark, as well as a boost for future jobs and tourism attractions. It is obvious that a tremendous number of hours and hard work has gone into obtaining not only a favorable market study but a required environmental assessment (as mandated by the Corp of Engineers) and acquired known private investor(s) prepared to go forth with their development project(s).

As a community, we must unite as a citizens and show our current and future support for the River Front Developmental project(s), knowing fully that the footwork has been completed indicating the economical benefits, employment opportunities, and to promote Ozark not only as a thriving, growing community, but as a very proud community, that has gone to great lengths to protect and demonstrate responsible use of its natural resources.

Respectfully,



Lou Coldwell
507 West College Street

OSARK DENTAL SERVICES

Dr. Jim Curlin

200 NORTH 12th

OSARK, AR 72449

(479) 460-0233

OSARK, AR 72449 (479) 460-0233

JANUARY 10, 2000

To Whom It May Concern,

I am writing to express my most sincere desire to see the Ozark, Ark Riverfront Marina development project move towards completion. I have been a part of the Ozark business community for almost 25 years, and believe this project could be a primary impetus to see the growth in our community that many of us have been longing for. There is no community in the State that is more poised for growth, whether by tourism, or otherwise, than Ozark has always been, with it's immediate access to Interstate, Rail, and Waterway travel. And, there is no prettier stretch of Interstate 40 in Arkansas, than the two mile stretch between Ozark's two exits. This view is enhanced by the Ozark mountains to the North, with Ozark Lake nestled in the valley.

With Arkansas in the National headlights as the origin for a past President, and, possibly, another in the near future, Ozark becomes an obvious, beautiful, tourist destination in the "Natural State". For anyone with any doubts as to Ozark's ability to draw tourists, I would encourage them to make the short trip from I40, Exit 37, South down the hill that leads into Ozark, and pull all the way into the square where the River can be viewed. It becomes easy to envision that an attractive marina, like the one that is architecturally proposed, would immediately tug at any tourist's heartstrings the second their vehicle comes to a full stop at the downtown light. Then, as one views the Sun setting over the mountains to the West, the lights on one of this Country's most scenic bridges becomes a picture almost too beautiful to describe.

As tourism dollars begin to flow into the area, secondary growth in the housing market - as individuals follow the natural transition of moving to this area - as well as retail, and other growth, becomes an obvious benefit of developing the Riverfront. Additionally, it goes without mention that a Marina in this location provides a perfect refueling spot for River traffic, that would inevitably increase were the Marina to become a reality. Anything you can do to help us achieve this goal would be tremendously appreciated.

Sincerely,

Jim H. Curlin III, DDS

Ozark Inn
1711 W. Commercial St.
Ozark, AR 72949

February 14, 2008

Mayor Vernon McDaniel
2910 W. Commercial St.
Ozark, AR 72949

Dear Mayor Vernon McDaniel, —

I was very pleased with your positive stance in backing the Bonds, Grants and the development of the new Marina for downtown Ozark. I realize that this Project has been a lot of work and that a great deal of time and effort has already gone into the downtown development of Ozark, to have gotten this far and to have received this Grant.

While I can understand some Council members being concerned about the City matching the State's \$200,000 investment, I, as a business owner and my partners have invested much more than \$200,000 into just the remodeling of the Ozark Inn.

The waterfront development offers to the City, an outstanding opportunity to spur and encourage growth and development in our downtown.

Before coming to Ozark, we worked with one of our partners on the development of an Inn in Port Hadlock, Washington. The Inn had 100 Boat slips. Port Hadlock, which is smaller than Ozark was greatly benefited by the development of that Marina, both in income, jobs to the community and ongoing Tax dollars.

In conclusion, I strongly urge each Council Member who cares about the future of Ozark and its downtown, to match the existing Grant and by doing so, they will assure positive healthy growth for a struggling downtown.

This will also signify to the city and to its businesses, that our City Council is seriously committed to giving Ozark's young people a better opportunity than what they have today. Please leave positive footprints for the future.

Ronald J. Olmstead

Ron Olmstead, CHA
Ozark Inn - Ozark, AR.

EXHIBIT GG-1
PLAINTIFF'S LETTER DATED JUNE 2011



Phone 479-667-2238

Fax 479-667-4515

2910 W Commercial Street

PO Box 253

Ozark, AR 72949

June 30, 2011

Mr. Charlie Felkins
Union Pacific Railroad
100 West 4th Street
North Little Rock, AR 72114

Re: City of Ozark, AR
Railroad Crossing Request

Dear Mr. Felkins,

I'm writing to clear up an apparent misunderstanding regarding the City of Ozark's request for an easement across the UP tracks to build a pedestrian crossing. At this point, we are only interested in an "at grade crossing" at your recommended location just west of the Depot Museum. This crossing is to replace the one removed by UP in 2003. The new proposed location is the area previously recommended by Union Pacific, and the AHTD to Main Street Ozark, and the City of Ozark as being the safest location. We have funds for the "at grade crossing" with safety gates. The overhead crossing drawings were specifically submitted to you in the event that Union Pacific removed the existing switch to allow for more property to accommodate an overhead pedestrian structure. It is our understanding that there are no plans to remove the existing switch.

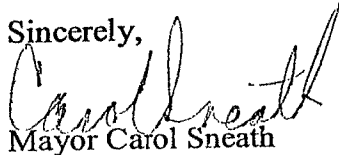
We continue to lose much needed job creation and tax revenue because of our inability to access the Arkansas River from downtown Ozark. We have been approached by the operators of the riverboat, "Arkansas Queen", numerous flotillas and tour groups wanting to visit Ozark via the Arkansas River. Access to the Arkansas River from downtown is needed to attract the known pleasure boating tourist dollars into our community. We also have a private investor willing to build up to a 110 boat slip marina on the south side of the river, contingent to our gaining access to downtown on the north side.

According to our logs, most of the UP trains coming through downtown at speeds of 45mph to 55mph are daily rattling windows in close-by businesses. Over the last few years, we have had major development downtown along the riverfront. We have added a new United States Post Office, Rivertowne BBQ, Ozark Area Depot Museum, an antique mall and remodeled expansion of the Franklin County jail located in the River Street district.

This riverfront area is the centerpiece of our tourism development future and we are seriously concerned about the possibility of a derailment in the downtown vicinity due to the present excessive speed of the trains. If there were to be such an accident in this busy riverfront location we could lose our entire historic district, not to mention the potential loss of life. Our goal is to work with UP to make the area safer by slowing train speeds and installing a designated pedestrian crossing with safety features to accommodate visiting river traffic into downtown. This access is vital to the future economic survival of our small community. As conditions exist now, there is nothing preventing the general public from crossing the UP railroad tracks anywhere in the downtown area. An "at grade" pedestrian crossing will make it much safer to cross the railroad tracks to the Arkansas River.

We respectfully request your cooperation in approving the "at grade" pedestrian crossing so we can move forward in creating the estimated 187 jobs projected by the University of Arkansas for the Riverfront Development and create a safer environment for visitors and residents.

Sincerely,

A handwritten signature in cursive script, appearing to read "Carol Sneath".

Mayor Carol Sneath

cc:

Union Pacific V.P.- Mike Rock
U.S. Congressman Steve Womack
U.S. Congressman Mike Ross
U.S. Senator John Boozman
U.S. Senator Mark Pryor

EXHIBIT GG-2
UP DEFENDANT'S LETTER DATED JULY 2011



July 18, 2011

The Honorable Carol Sneath, Mayor
City of Ozark
P.O. Box 253
Ozark, AR 72949

Re: City of Ozark, AR
Railroad Crossing Request

Dear Mayor Sneath:

Your letter of June 30th correctly refers to misunderstandings regarding the City's request for an "at grade" street and pedestrian crossing over Union Pacific's tracks along the Arkansas River. The City's request is in connection with its plans to develop the riverfront in the vicinity of the old railroad depot and has been discussed for several years.

Although there may have been some conversations about a particular location for a crossing being preferred over some other location, for example, in a section of straight track as opposed to in a curve, no specific location has been recommended, and certainly no location has been approved, by Union Pacific.

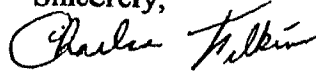
Projects like the one the City is considering place pedestrians in close proximity with railroad tracks and have significant safety issues associated with them. The general location of the City's project has unique characteristics that Union Pacific must address in any plans for the Project. Some of these concerns were described in my letter to Mayor Vernon McDaniel in October 2009 (a copy is enclosed).

Union Pacific has not seen definitive plans for the Project and is not able to assess the Project's impact on pedestrian safety or railroad operations. As expressed in my 2009 letter, Union Pacific is skeptical that the Project's design can provide the necessary safety assurances and it cannot provide the City any assurance that the request will ultimately be approved.

Union Pacific is not the only party which has expressed concerns about the Project. It is my understanding that the Corps of Engineers has indicated that it will not approve any structures being constructed or located in the River. Because of the close proximity of the water to Union Pacific's tracks, this position makes design of the Project extremely difficult. I am enclosing a copy of the letter from the Corps earlier this year which states its position and photos of the proposed site which underscore the problem.

While we have had a number of meetings in Little Rock and Ozark, as recently as 2010 in which these issues were discussed in detail, Union Pacific is willing to participate in additional meetings, either in Ozark or elsewhere to ensure that all parties fully understand each other's positions as well as the limitations of any type of crossing of our track.

Sincerely,

A handwritten signature in cursive script, appearing to read "Charles Felkins".

Charles Felkins

cc: U.S. Senator Mark Pryor (w/ enclosures)
U.S. Senator John Boozman (w/ enclosures)
U. S. Congressman Mike Ross (w/ enclosures)
U.S. Congressman Steve Womack (w/ enclosures)
Mike Rock (w/ enclosures)

EXHIBIT HH
PLAINTIFF'S AUGUST 2012



2910 W Commercial Street
PO Box 253
Ozark, AR 72949

Phone 479-667-2238
Fax 479-667-4515

8-20-2012

Mr. Charles Felkins
Manager Special Projects/IPP
Union Pacific Railroad
100 West 4th Street
North Little Rock, AR 72114

Dear Mr. Felkins:

The city of Ozark plans to regain access to certain land within its city limits south of the UP Railroad tracks. The city currently holds a long term lease with the Corps of Engineers on the property

Oliver Street, a long established city street leading to the cited land was removed a few years ago by UP Railroad. There appears to be no valid agreement between UP Railroad and the city of Ozark to remove this street rail crossing. Neither does there exist a city resolution or ordinance authorizing Oliver Street closure. Previous efforts to reopen the street rail crossing or to agree on an alternative rail crossing have failed.

This unauthorized city street rail crossing removal denies the city access to that portion of the city along the Arkansas River. The inaccessibility circumvents an in-progress Riverfront Economic Development Project that the city in cooperation with the Army Corps of Engineers is actively working to develop.

A University of Arkansas Economic Feasibility study indicates that upon completion the Riverfront Project can be of major economic benefit and generate 187.8 much needed jobs for this area. The city of Ozark plans continuation of the project development and intends to take the necessary steps to regain access to the city land described in the above mentioned lease.

We look forward to your cooperation and prompt assistance in this matter.

Sincerely,

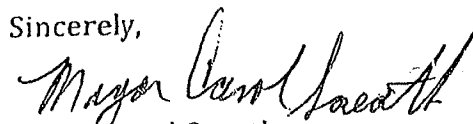

Mayor Carol Sneath

EXHIBIT II
UP DEFENDANT'S OCTOBER 2012



October 23, 2012

The Honorable Carol Sneath
Mayor
City of Ozark
P.O. Box 253
Ozark, Arkansas 72949

Re: City of Ozark, AR
Railroad Crossing Request

Dear Mayor Sneath:

Your recent letter to Mr. Charles Felkins has been referred to me for a response. In your letter you referred to the City's Riverfront Economic Development Project. This Project has been discussed for several years and Union Pacific appreciates the City's desire to see it to completion. However, as Union Pacific has repeatedly expressed to the City, the Project presents significant safety and operational issues for Union Pacific.

In his October 2009 letter to your predecessor, Mayor Vernon McDaniel, Mr. Felkins expressed his concern over the inherently dangerous nature of the Project because it places pedestrians in close proximity to an active mainline track. He also referred to the unique characteristics of the general site where the City has indicated it intends to locate the Project which result in the Project adversely affecting railroad operations. I have enclosed a copy of this letter and note the comment by Mr. Felkins that Union Pacific is skeptical about a design for the Project which would remove Union Pacific's safety and operational concerns. Those concerns still exist.

In your letter, you referred to the removal of the Oliver Street crossing in Ozark. Union Pacific has no record of a public crossing at Oliver Street in Ozark. And, we found no recorded dedication for the street in our review of public records. If you have evidence to the contrary, please be so kind as to provide us that information. As importantly, we have no record of having removed a city street as your letter states. Again, we would appreciate receipt of any evidence to the contrary. We also have no record of any discussions about reopening such a crossing aside from the recent letter.

You indicated that the Oliver Street crossing provided access to property south of the railroad tracks leased by the City from the Corps of Engineers. It is my understanding that the boundary of the City's lease abuts the railroad right-of-way. In

this regard, I note that at various locations in this general area the railroad right-of-way extends into the river which means that the leased property cannot be used for the Project. In addition, a map provided by the Corps depicting the area leased to the City also indicates that the leased property between Union Pacific's property and the river's edge is so irregularly shaped and relatively small in size that no improvements could be constructed on it.

I want to reiterate and emphasize Union Pacific's concerns over the inherently dangerous nature of an at-grade pedestrian crossing for the Project and the adverse effect the Project will have on railroad operations. Union Pacific believes a pedestrian overpass would be a less objectionable solution for the City but it cannot approve such a structure without specific design and location information. We have been and will continue to work with your community to further this cause.

You should feel free to contact me if you have any questions about this matter.

Sincerely,

A handwritten signature in cursive script, reading "Patrick A. Halsted".

Patrick Halsted

Director Industry and Public Projects

EXHIBIT JJ
FRA'S NOVEMBER 2012 LETTER



U.S. Department
of Transportation

**Federal Railroad
Administration**

1200 New Jersey Avenue, SE
Washington, DC 20590

NOV 13 2012

The Honorable Carol Sneath
Mayor
City of Ozark
P.O. Box 253
Ozark, AR 72949

Dear Mayor Sneath:

The Federal Railroad Administration (FRA) has completed its investigation into the concerns expressed in your letter to Mr. Charles Felkins, manager of special projects for Union Pacific Railroad (UP). You wrote to Mr. Felkins about a highway-rail grade crossing that was removed by the railroad.

Mr. Richard Washington, FRA Regional Grade Crossing Manager, spoke with Ms. Sandy Key, executive director of Main Street Ozark, who informed him that UP had removed a public highway-rail grade crossing at Oliver Street without the consent of the City of Ozark (City). Ms. Key provided Mr. Washington with a map from 1962 showing a grade crossing at Oliver Street. Ms. Key further said that UP told the City that a pedestrian crossing leading to the planned riverfront development would require flashing lights and gates, then refused to install the grade crossing when the money had been raised.

Mr. Washington also spoke with Mr. Doug Woods, senior manager of industry and public projects for UP, who said that the grade crossing was private and the railroad closed it in 2001, after the cancellation of a private crossing agreement with a fertilizer plant at the location. UP owns the land to the south of the tracks at that location.

According to the U.S. Department of Transportation's Crossing Inventory, the grade crossing in question was identified as a public grade crossing in 1991; however, when it was closed in 2001, it was classified as private. Mr. Steve Weston, highway rail program coordinator for the Arkansas State Highway and Transportation Department, told Mr. Washington that UP sent him an inventory update in 2008, identifying the grade crossing as closed and private.

FRA is not in a position to decide on the matter of whether the grade crossing was closed legally. That is a matter of State law and may need to be decided in civil court.

If you have any further questions, please feel free to contact Mr. Washington at (318) 364-7229 or Richard.Washington@dot.gov. Thank you again for writing.

Sincerely,

A handwritten signature in cursive script that reads "Bonnie Murphy for." The signature is written in dark ink and is positioned above the printed name and title.

Jo Strang
Associate Administrator for Railroad Safety/Chief Safety Officer

EXHIBIT KK

**PLAINTIFF'S DETAILED RESPONSE LETTER TO UP DEFENDANT'S OCTOBER
2012 LETTER**



PRK
Traffic Safety
RR Coordinator
Lorito

Phone 479-667-2238

Fax 479-667-4515

2910 W Commercial Street

PO Box 253

Ozark, AR 72949

November 30, 2012

Mr. Patrick Halsted
Director Industry and Public Projects
Union Pacific Railroad
1400 Douglas Street, Stop 0910
Omaha, NE 68179

Dear Mr. Halsted:

In response to your letter of October 23, 2012, please find enclosed documentation proving Oliver Street is a known City street and the Oliver Street rail crossing was regularly used by the public for an extensive period of time for various purposes before it was removed. It was not identified as a private crossing as you have alleged until after it was removed.

The long established Oliver Street public rail crossing existed for decades without perceived safety issues by Union Pacific. There have been no acknowledged safety incidents during the many years of public vehicle and pedestrian use of the Oliver Street rail crossing. Only after the unauthorized removal of the Oliver Street public rail crossing by Union Pacific were safety and operational issues brought forth. The unsubstantiated safety issues are apparently due solely to the City's intended Project. This obviously puts Union Pacific's interest directly at odds with the interest of the City in expanding its economic base for the betterment of its citizens and potentially generating 187.8 needed new jobs upon the Project's completion.

As for the referred to dangerous nature of the Project because it places pedestrians in close proximity to an active main line; there are numerous locals along the Union Pacific Railroad where this very circumstance occurs. Most every city between Fort Smith and Little Rock along the Union Pacific rail line has public rail crossings allowing vehicle and pedestrian access to the Arkansas River. Ozark is unjustifiably being denied this same access by Union Pacific which in turn denies a major component of Ozark's economic future.

It appears the present excessive train speed traveling through the City without a warning whistle is far greater safety hazard than any you have vaguely addressed. This supposed danger was not evident when the Oliver Street crossing existed and required slower train speed through the City with an advance warning whistle. Therefore, it would seem the removal of the Oliver Street rail crossing was more for operational purposes to benefit Union Pacific financially. According to the attached article from the Union Pacific website the strategy appears to be working for Union Pacific but unfortunately not for the communities in its path.

You stated, "Union Pacific has no record of a public crossing at Oliver Street in Ozark." The attached Federal Railroad Administration investigation report dated November 13, 2012, disproves this statement. It states, "According to the U.S. Department of Transportation's Crossing Inventory, the grade crossing in question was identified as a public grade crossing in 1991; however, when it was closed in 2001, it was classified as private. Mr. Steve Weston, highway rail program coordinator for the Arkansas State Highway and Transportation Department, told Mr. Washington that UP sent him an inventory update in 2008, identifying the grade crossing as "closed and private". How did this crossing become classified private from public without city of Ozark authorization?

Also stated in the attached Federal Railroad Administration investigation report; "Mr. Washington also spoke with Mr. Doug Woods, senior manager of industry and public projects for UP, who said that the grade crossing was private and the railroad closed it in 2001, after the cancellation of a private crossing agreement with a fertilizer plant at the location. UP owns the land to the south of the tracks at that location". Please provide the City with evidence of the purported fertilizer plant private crossing agreement and its cancellation. According to our records Union Pacific owns no land south of the tracks at that location. Please provide the City with evidence of such land owned.

You stated, "We found no recorded dedication for the street in our review of public records". The street is not required to have a recorded dedication to be a city street. (Evidence is provided within)

You stated, "We also have no record of any discussions about reopening such as a crossing aside from our recent letter". There have been numerous documents and telephone conversations during the past eight years between the City representative Main Street Ozark and Union Pacific personnel. (Evidence is provided within)

You stated, "A map provided by the Corps of Engineers depicting the area leased to the City also indicates that the leased property between Union Pacific's property and the river's edge is so irregularly shaped and relatively small in size that no improvements could be constructed on it". There are no planned improvements to be constructed on the irregularly shaped property other than re-establishing Oliver Street access to the Arkansas River. The transient boat dock is to be a floating structure on the Arkansas River approved by the Corps of Engineers.

In addition, the present ill-kept, unsightly Union Pacific property and overgrown landmass south of the railroad right-of-way is an unacceptable eyesore and blocks the view of the magnificent Arkansas River landscape.

Exhibits A through R are enclosed supporting the above content to be factual:

- **Exhibit "A"**- Copy 1942 city of Ozark Ordinance granting Missouri Pacific a right-of-way to install a railroad spur in the general location in question
- **Exhibit "B"** - Copy 1942 City Map showing crossing referenced in Exhibit "A"
- **Exhibit "C"**- Copy 1962 City Map clearly showing Oliver Street being a City street
- **Exhibit "D"** – Copy page 26 of the 1962 City address book showing a total of seven Oliver Street addresses
- **Exhibit "E"** – Copy of 1975 City Map prepared by Western Arkansas Planning and Development District clearly showing Oliver Street being a City street
- **Exhibit "F"** – Copy of current City of Ozark Map clearly showing Oliver Street being a City street

- **Exhibit "G"** - Copies of City Council minutes dating back to 1940 showing payments made by the city of Ozark to Nelsie Oliver for the use of her Oliver Street property south of the tracks as the city dumping ground
- **Exhibit "H"** - Statements signed by multiple Ozark citizens who have used the Oliver Street crossing over the years for many daily activities, including access to the Arkansas River, fishing, boating, hiking, dumping etc.
- **Exhibit "I"** - One legal definition of dedicated street
- **Exhibit "J"** - Arkansas Municipal League Handbook- Page 30 - Supreme Court ruling
- **Exhibit "K"** - Copy 2006 Nebraska Reporter article quoting Patrick Halsted stating that the railroad could not close a crossing without the city council's approval.
- **Exhibit "L"** - Copy of the 2004 letter from Ozark Mayor Coley to Charlie Felkins and to the Arkansas Highway Department requesting the crossing be reopened.
- **Exhibit "M"** - Copy of 2004 Road Crossing Application form requesting the crossing be replaced resulting from a meeting at the Oliver Street site with Charlie Felkins and Mike Short of Union Pacific, Jon Waldrip of the Arkansas Highway & Transportation Department, Ozark Mayor Coley and Main Street Director, Sandy Key, for the purpose of discussing reopening the crossing.
- **Exhibit "N"** - Copy of letter from AHTD that resulted from the Exhibit "M" mentioned meeting recommending UP grant crossing.
- **Exhibit "O"** - Copy of 1996 Trail Plan showing intent to use existing crossing to access walking trails along the bank of the Arkansas River.
- **Exhibit "P"** - Copy of article from UP website boasting record profits
- **Exhibit "Q"** - Copies of Google aerial maps from years 1988, 1994 and 2010 showing the Oliver Street crossing in question and the long neglected UP right-of-way and contiguous Arkansas River shoreline
- **Exhibit "R"** - Federal Railroad Administration investigation report dated Nov. 13, 2012.

You or your designated representative are invited to come before the Ozark City Council to respond to the enclosed documented proof the Oliver Street rail crossing has been a long established City street allowing vehicle and pedestrian access to portions of land within the City limits south of the railroad tracks and the contiguous Arkansas River. Your prompt response to this invitation will be appreciated.

The exhibits enclosed show the evidence you requested that the Oliver Street rail crossing was a City street before its unauthorized removal. This evidence should be more than adequate to resolve this matter without further action needed to be taken. Therefore, Union Pacific is called on to cease further obstruction and cooperate with the City to re-establish the Oliver Street rail crossing to its original status.

Sincerely,



Carol Sneath

Mayor of Ozark

Enclosures: Exhibits A through R

RECEIVED

DEC 10 2012

DIRECTOR'S OFFICE
ARKANSAS STATE HIGHWAY AND
TRANSPORTATION DEPARTMENT

CC:

John Boozman – US Senator
Mark Pryor – US Senator
Steve Womack – US Congressman
Tom Cotton – US Congressman
Leslee Post - AR State Representative
Bill Gossage – AR State Representative
Jon S. Eubanks – AR State Representative
Gary Stubblefield – AR State Senator
Ruth Whitaker – AR State Senator
Mike Beebe – AR Governor
Morrill Harriman - Chief of Staff, Governor Beebe
Mike Rock – UP Vice President External Relations
Drew Tessier – UP Public Affairs
Clay McManaman – UP Engineering
Richard Washington – Federal Railroad Association
Scott Bennett – Arkansas Highway & Transportation Department
Mark Hayes – Arkansas Municipal League
Melinda Keeton – Ozark Alderman
Roxie Hall – Ozark Alderman
T.R. McNutt – Ozark Alderman
Charlie Meadors – Ozark Alderman
Rex Anderson – Ozark Alderman
Lee Gardner – Ozark Alderman

RECEIVED

DEC 11 2012

DEPUTY DIRECTOR AND
CHIEF ENGINEER'S
OFFICE

Exhibit "A"

ORDINANCE NO. 40

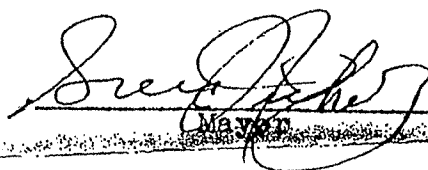
AN ORDINANCE ENTITLED: AN ORDINANCE GRANTING A RIGHT OF WAY TO GUY A. THOMPSON, TRUSTEE, MISSOURI PACIFIC RAILROAD COMPANY, DEBTOR, ACROSS SECOND STREET, THE ALLEY BETWEEN FIRST STREET AND SECOND STREET, AND THE SOUTHERLY PORTION OF WATER OR RIVER STREET FROM A POINT APPROXIMATELY SIXTY FEET EAST OF THE EAST LINE OF FIRST STREET TO THE EAST END OF WATER OR RIVER STREET FOR THE PURPOSE OF CONSTRUCTING A SIDING OR SWITCH TRACK, AND DECLARING AN EMERGENCY.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OZARK, ARKANSAS:

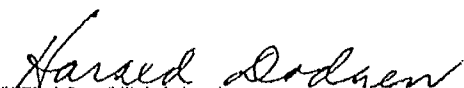
Section 1. Guy A. Thompson, Trustee, Missouri Pacific Railroad Company, Debtor, is hereby granted a right of way for the purpose of laying an industrial track over and across Second Street, over and across the alley between First and Second Streets, and over and across the southerly portion of Water or River Street from a point approximately sixty (60') feet East of the East line of First Street to the East end of Water or River Street, more clearly shown by the blueprint attached hereto and made a part of this ordinance, the said industrial track being shown thereon in yellow.

Section 2. Said industrial track mentioned in Section 1 hereof is necessary to further the war effort, and an emergency is therefore declared to exist, and this ordinance being necessary for the immediate preservation of the public peace, health and safety shall take effect and be in force from and after its passage and approval.

Passed and approved this the 13th day of October, 1942.


Mayor

ATTEST:



[illegible]

Exhibit "C"

CITY MAP
OZARK, ARKANSAS

SCALE
1 INCH = 1 MILE
FEBRUARY, 1952

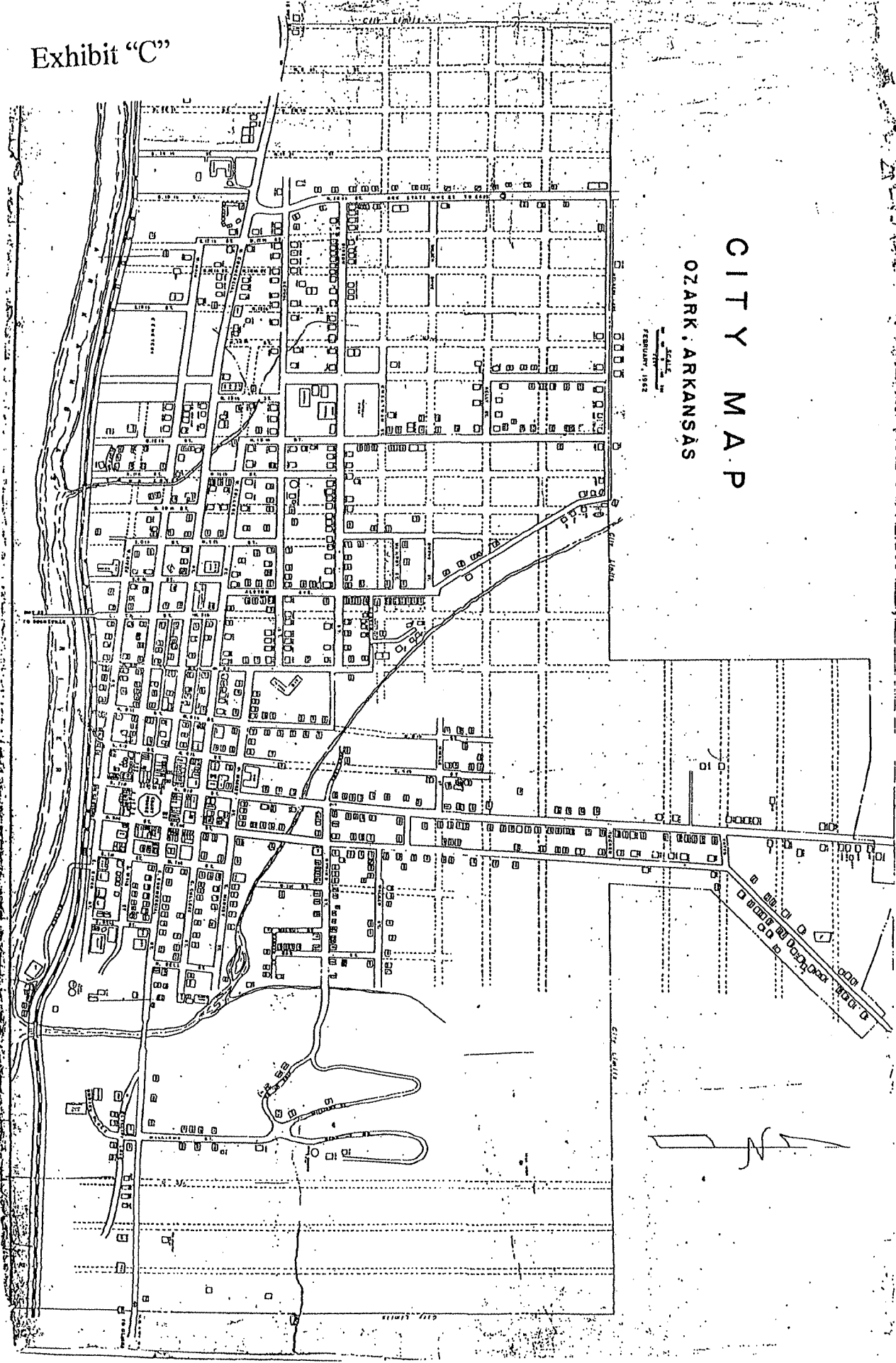


Exhibit "C"



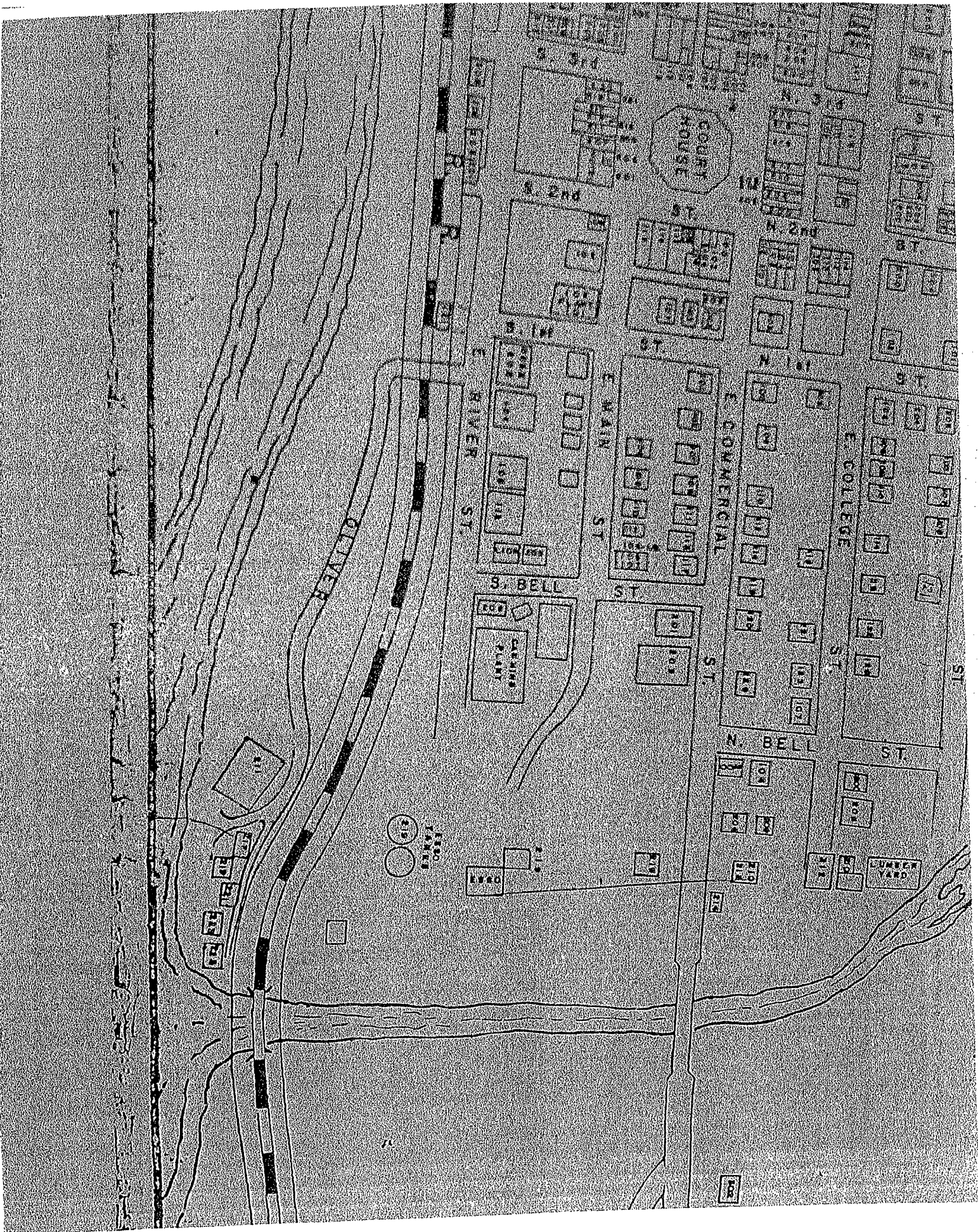


Exhibit "D"

CITY OF OZARK
ARKANSAS

HOUSE NUMBERS

MARCH, 1962

OLIVER STREET

211 F & S Lumber Co.
217 Tom Kuykendall
219 Vacant
221 Alfred Oliver
223 Frank Oliver
224 Berry Collins
225 Martin Oliver, Jr.

NORTH OAK STREET

301 Mrs. H. F. Harmon
303 Harold Steed
305 Therman Trotter
307 Asa Hill
406 Lula Mitchell = Blake Mitchell

EAST SILING STREET

100 Allen Coley
101 Jess Yarbrough
102 L. B. Johnson
105 George Fry
106 Rachel Erison
108 O. D. Dickenson
107 Nora Williamson
109 Mrs. Herbert Turner
109½ David Langston
110 Ernest Nichols
112 Roy Bennett
114 Mrs. Lilla Anderson
115 Mary J. Crites
117 T. D. Dickerson
116 Mrs. Lawrence J. Dickerson
118 M. C. Smith. (Apt.)
119 Rose Bevil
120 Joe Sprinkle
200 Jim Kelly
204 John Crites

MAP PREPARED BY
WESTERN ARKANSAS
PLANNING AND DEVELOPMENT DISTRICT, INC.
FORT SMITH, ARKANSAS
PROJECT NO. - HCPA 1038 7520

THE PREPARATION OF THIS MAP WAS FINANCED
PART THROUGH AN URBAN PLANNING GRANT FROM
THE DEPARTMENT OF HOUSING AND URBAN DEVELOP-
MENT UNDER THE PROVISIONS OF SECTION 701 OF
THE HOUSING ACT OF 1954, AS AMENDED

MAP PREPARED, MAY 1975
SCALE: 1" = 500'

RIVER

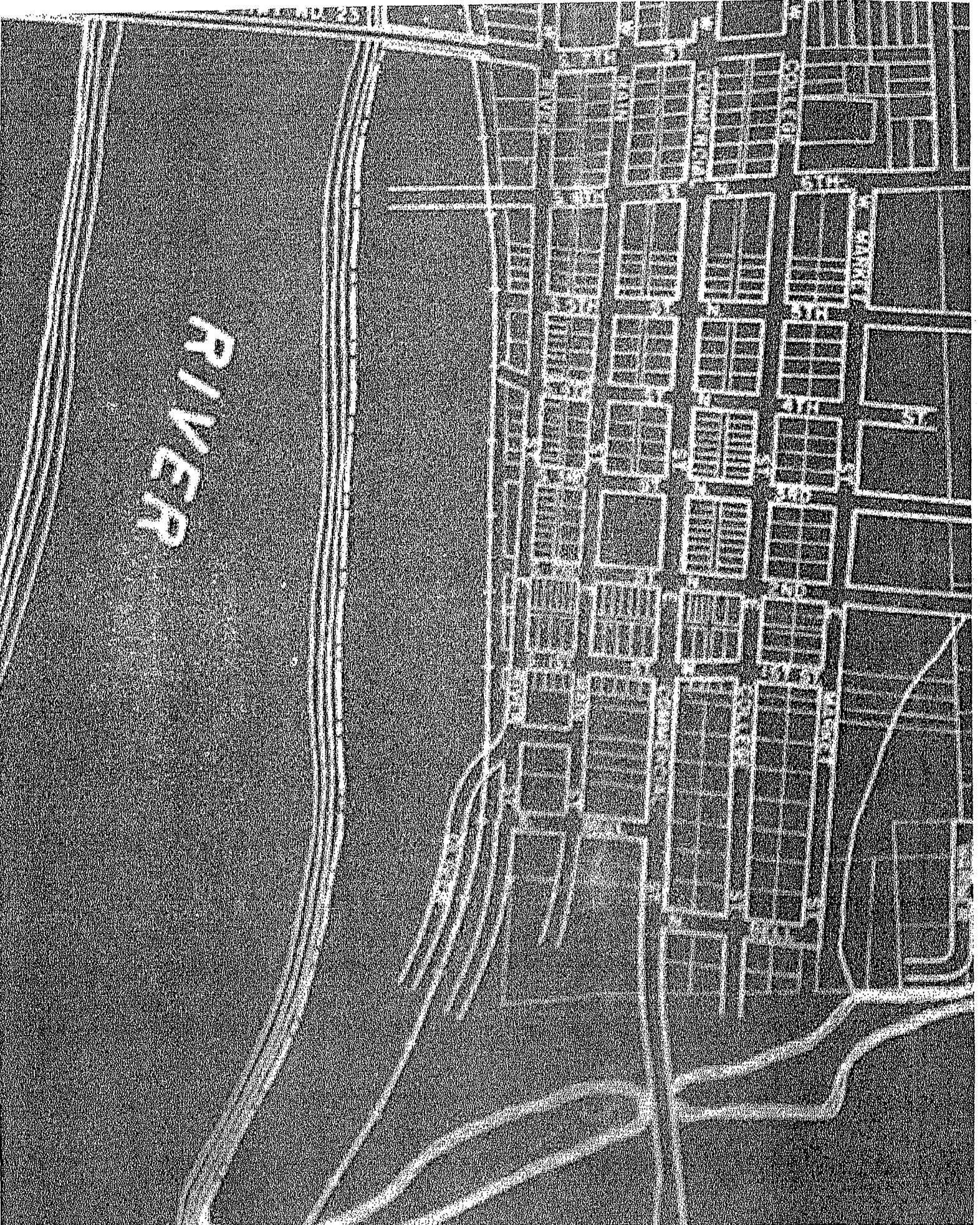


Exhibit "F"

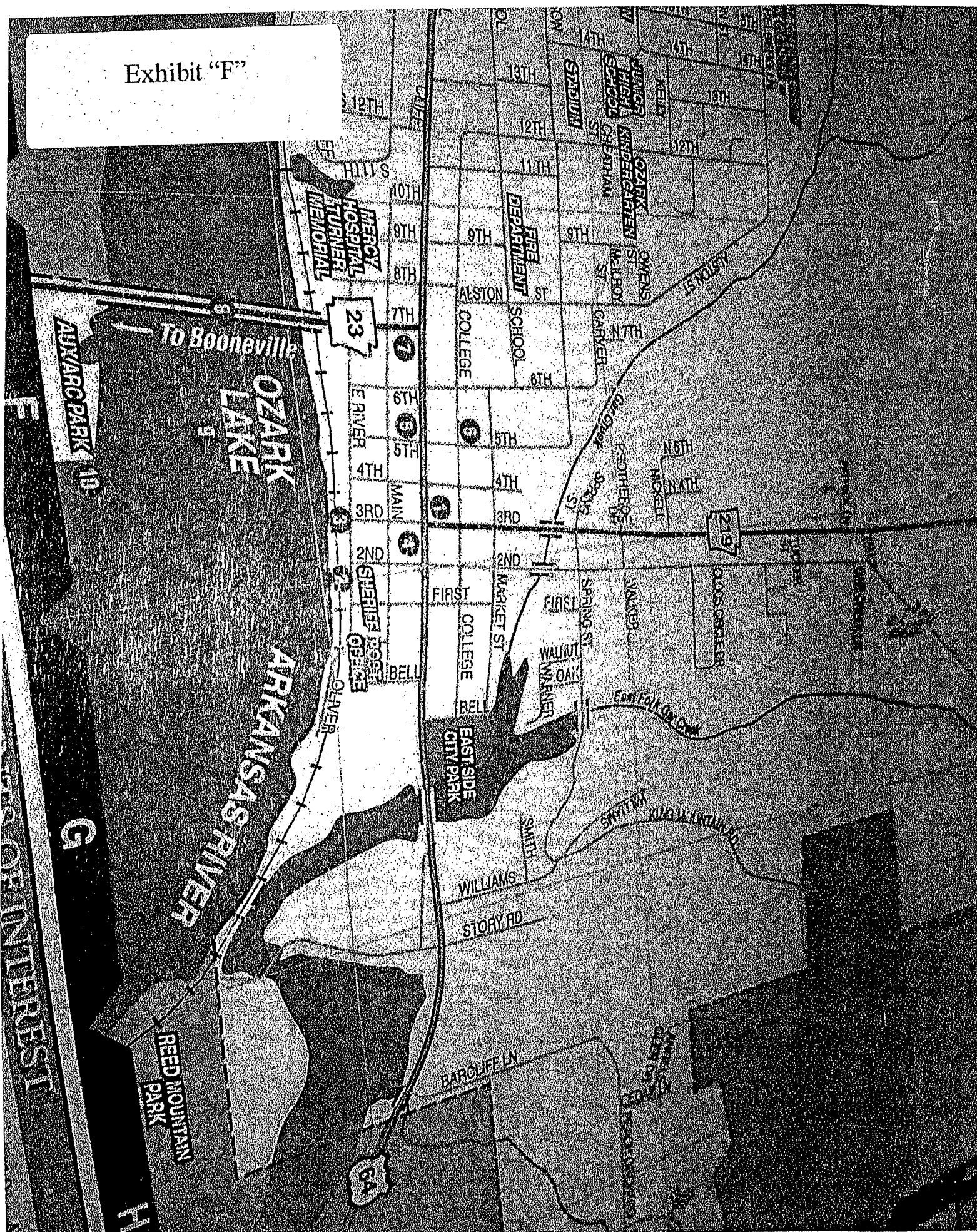


Exhibit "G"

... \$10.00 more. This was passed. Motion was made by C R Loyd
 ... seconded by K J Cammille sr.
 ... There being nothing further to be brought up Garland
 ... made motion and it was seconded by C R Loyd to adjourn.
 ... vote this was passed.

Health Department
 towns where the

per permit to Mrs

corner of the town
 seconded by Garland
 7 for period
 condition of the
 that the town
 nently passed by

By Vote this was

...

HE CITY OF

Arkansas met
 he following
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 reer.

and approved
 up by the Mayor

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 the ordinance
 the Marshall

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37 are to be
 unsanitary
 their primitive

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ated of the City Council of Ozark, Arkansas June 5, 1940.

The city council of the City of Ozark, Arkansas met
 Mayor Nichols office on June 5th 1940 at 7:30 P M with
 the following members present H C Clark, C R Loyd, Vernoit Sells
 and Nichols, R J Cammille sr, Claude Wakefield jr and Mayor

The sanitation committee reported that four notices
 had been mailed some people in town about their unsanitary
 conditions. Harold Dodge reported that the sanitary condition
 at Harley Williams place had been taken care of. Hudson Jones
 reported to one of the sanitary committees that he would do
 something about the unsanitary conditions back of his place
 of business. The unsanitary condition back of the Model and
 Kings Cafe is to be investigated by Harold Dodge and he is to
 report to the sanitation committee. A ditching project for the
 town was presented by Harold Dodge and the council is highly
 favored by the council of this and will take further steps on
 it when the cost is determined as the towns part.

The following bills were allowed but the amounts of

Oil Co.	Tractor	J T Greer and Son Paint Streets
City Lumber Co.	Cement Streets	Xelsie Oliver
Jeff Pruett	Streets	Jeff Helt 1.00
Ben Burns	Streets	Ross Alston
Democrat Enterprise	Notices	Crockett Jeffers
H C Clark	Made motion to pass these and it was seconded by Garland	Tractor

Nichols. By vote this passed.
 There being nothing further of importance H O Clark made
 motion to adjourn and it was seconded by R J Cammille sr. By Vote

...

Mayor

October meeting, continued--

Motion by Don Smith, seconded by Kenneth Bratcher that the three City employees be paid on Halloween night; that they be given a day off to make up for the night. Motion carried.

Meeting adjourned.

John M. Hopper
Mayor

Charles Russell
Recorder
November 13, 1956

The Ozark City Council met in the Mayor's office with J M Hopper presiding. Aldermen present were:

The following bills were presented to the Council for approval.:

Primm's Station	\$48.06	#236
Summers Motor Co	24.98	#237
Anderson Whitson	1.83	#238
Leon Maxwell	8.00	#239
T R Gambrel	32.50	#240
Arkhdla Sand & Gravel	110.76	#241
Ray E. Harrison	30.00	#242
Bob Pritchard	34.10	#243
F S Lumber Co	57.60	#244
Doug Carpenter	10.00	#235
Electric Bill	60.00	#246-248
J T Greer	4.78	#245

Motion by K. Bratcher, Seconded by L. Sossamon that bills be paid. Motion carried.

John M. Hopper
Mayor

Charles Russell
Recorder

Dec. 11, 1956

The Ozark City Council met in regular session in the Mayor's office with the following aldermen present: K. Tucker, Don Smith, Lloyd Sossamon, Henry Gosnell, Kenneth Bratcher, Treas. Wakefield, Recorder Russell, Patrolman Sowell, and Attorney Nichols.

The following bills were read:

Wakefield & Co	\$ 3.87	#261	
Jeffers Garage	3.77	#262	Cemetery
Ark. Equipment Co, Inc	60.57	#263	Streets
Summers Motor Co	2.00	#264	Police
Ozark Hdw. Co	8.06	#265	
Luther Milton	28.88	#266	
Tuckers	13.76	(1.50, F.D. 12.26 Star)	
Matthews	3.36	(3.50, F.D. 4.86 Star)	
Ark. Municipal League	75.28	#268	
A. & W	1.50	#270	
Bob Pritchard	14.50	#271	
Russell's Eggs	5.76	#272	
Greer Nichols, Exp. L.R.	25.00	#273	

Motion by Don Smith, seconded by K. Bratcher to pay bills. Motion carried.

Mayor stated that there was some labor involved in moving the Romie Wilson building to hospital site for a Civil Defense building, and also for some material. Council agreed to pay these bills when the moving is completed. Mr. Hopper stated that the bill should not amount to over \$20.00.

The subject of having a new census taken was brought up. The Mayor said the turnback was \$4.00 per person. It was estimated that the increase in the State turnback would more than pay the cost of the census.

Motion by Kenneth Bratcher, seconded by Lloyd Sossamon that a new census of the City of Ozark be taken. Greer Nichols stated that he would write to the Bureau of Census tomorrow. Motion carried.

The Mayor stated that he had a request for a new street light on Walker Avenue, east of Phil Caleb's and one in the Nickell Addition, 1 block west of 3rd street. Council agreed to have these added.

Greer Nichols made a report on his trip to the Municipal meeting in Little Rock. His report was very interesting.

(continued on next page)

(December Meeting, Contd)

The Mayor stated that he thought that we should pay the City employees a bonus of \$25.00, (except Ben Carter, who is to be paid \$12.50), and that the monthly warrants should be issued on the 20th of the month this month.

He also said that we should pay Anut Melcie Oliver \$25.00 for the dumping ground. Also to issue the administrative salary warrants.

Motion by Kenneth Tucker, seconded by Lloyd Sossamon, that the above be paid as suggested. Motion carried.

The name of W. H. (Bill) Baskin was given to the council as a fire man to replace Theron Gambrel who resigned. Motion by K. B. Ratcher, seconded by Ken Tucker. Motion Carried.

Meeting Adjourned:

/s/ J. M. Hopper
Mayor

/s/ Claud Russell
Recorder

Dec 10, 1957

The Ozark City Council met in regular session, December 10th, 1957 at 7:30 P. M. with the following in attendance: Mayor J. M. Hopper, Recorder D. E. Anderson, Treasurer Wakefield, Attorney Nichols, and Aldermen Sossamon, Mainard, Bass, Walden, Smith & Dodgen.

After the meeting had been called to order, the minutes of the previous meeting were read and approved. Upon motion of Don Smith and seconded by Clifton Mainard the following bills were read and approved for payment.

Oklahoma Gas & Elec.	122.83
Arkansas Western Gas	2.99
United Telephone Co.	29.13
R. E. Pritchard	97.50
Greer Nichols	115.00
F & S Lumber Company	69.79
Wilson Trucking Company	25.00
Luther Milton	22.51
The Spectator	105.77
Wakefield & Co.	1.25
Jack's Welding & Repair Shop	21.95
W. A. Sossamon Lumber Co.	7.21
Arkansas Valley Elec	9.90
Anderson Whitson Motor Co.	7.70
Tucker's Service Station	10.42
Marshall Williams	106.73
State Board of Education	130.05

The street committee reported that the bridge over Gar Creek on spring street was completed.

Greer Nichols reported on the happenings at the annual meeting of the state municipal league.

There being no further business, the meeting adjourned.

Approved

J. M. Hopper
Mayor

Signed

D. E. Anderson
Recorder

December 22, 1957

The Ozark City Council met in call session, Monday December 22, 1957, at 7:30 a. m. Those in attendance were Mayor J. M. Hooper, Recorder Anderson, Attorney Nichols, and Aldermen Sossamon, Mainard, Smith, Waldoh, and Bass.

After the meeting had been called to order, the Mayor stated that the meeting had been called to appoint a successor to complete the unexpired term of Treasurer Claude Wakefield. A Waiver of Notice was to time, place and purpose of the meeting was signed, and the meeting called to order.

Upon motion of Don Smith and seconded by Clifton Mainard, that Ruth Wacaster be appointed as Treasurer of the City of Ozark, Arkansas, to complete the unexpired term of Claude Wakefield, deceased. The vote on the motion was as follows:

Clifton Mainard	Aye
Lloyd Sossamon	"
Don Smith	"
Floyd Bass	"
Gene Waldon	"
Mayor Hopper	"

The motion was declared adopted.

A motion by Clifton Mainard and Seconded by Don Smith, was made to pay Nelsie Oliver \$25.00 as rent on the city dumping grounds. Motion carried. The council also approved payment of salaries to regular city employees before the Christmas Holiday.

There being no further business, the meeting adjourned. 518 38

Approved:

J. M. Hopper
Mayor

D. E. Anderson
Recorder

May 8, 1951

The Ozark City Council met in regular session at the City Hall with Aldermen Gosnell, Smith, Adams, Ledgerwood, Nichols, and Hillard, and Recorder Russell present.

The following bills were read:

Bobby Burns	\$16.00
Bob Fritchard	26.00
Jeffers Garage Co.	10.43
Wilson Trucking	60.00
North West Ins. Co.	140.00 (Group Ins.)
Coley's Store	1.00
Rue Gaulk	29.32
A. D. Tucker	4.24
Weldon, Williams, & Lick	44.69

Motion by Don Smith, Seconded by Ralph Ledgerwood to pay the bills. Motion Passed.

Motion by Gene Adams, seconded by R. Ledgerwood that we have signs painted for the Dumping Ground instructing people where to put the dump trash.

The Marshall was instructed to check on some complaints for sanitary toilets.

A discussion was held on the annexation of territory north and east of Ozark.

The Recorder was instructed to pay out \$500. for Mayor's

The Council instructed Greer Nichols to purchase cemetery lot for the city from the J. S. Turner Estate and also one from the Stumberger Estate.

The Council voted to put water on the Gym Grounds and furnish the needed to do so for the Roadside Park.

A motion was made to amend Ord. #65 to exclude the block.

R. H. Sowell was nominated and accepted to replace H. C. Gosnell as alderman since Gosnell resigned because he had moved out of his

Exhibit "I"

Legal Definition of "Dedication"

A dedication can result from the contrary exclusive use of land by the public pursuant to a claim of right with the knowledge, actual or attributed, and the acceptance of the owner. This method is known as *dedication by adverse user*.

Exhibit "J"

From the Arkansas Municipal League Handbook –Page 30

**If a private road is used for a period of time by the public,
will the city obtain a right of way even though the
road was never dedicated to the city?**

The Arkansas Supreme Court has stated that: "It is well settled that, where a highway is used by the public for a period of more than seven years, openly, continuously, and adversely, the public acquires an easement by prescription or limitation of which it cannot be disposed by the owner of the fee." *Weir v. Revo Trucks*, 255 Ark. 494, 500 S.W.2d 923 (1973) (quoting *McLain v. Keel*, 135 Ark. 496, 205 S.W. 894).

Exhibit "K"

Union Pacific tells citizens no money has been offered to close railroad crossing here

Patrick Halsted, UP liaison, says city, railroad need to consider plans in the long term.

December 06,
2006

☒ Email to a friend ☐ Voice your opinion

Union Pacific's liaison, Patrick Halsted, told approximately 30 attending the city council meeting Tuesday, Dec. 5, 2006, that rumors that UP has offered the city money to close a railroad crossing here "are not true."

Instead, Halsted commented, "Ogden is at a point to where it needs to assess needs long-range so far as the railroad is concerned. The time is right to discuss the issues."

He said Union Pacific would be open to future discussions on such items as an overpass, underpass and quiet zones, but pointed out that costs would be substantial to both the city and the railroad. He also indicated that federal regulations concerning quiet zones are numerous and specific.

No plans or estimates for any of those items have been presented.

Halsted said UP is interested in safety at railroad crossings, which could be accomplished by the consolidation of crossings, but several citizens present said doing that in the name of safety would be a "hard sell" because there have been very few accidents, if any, on crossings in Ogden for many years.

Citizens did point out that they have seen people cross illegally - with the bars down or red lights flashing.

Halsted said he is aware of that not only in Ogden, but elsewhere, and that youngsters cross the tracks in unsafe, unprotected areas, considered trespassing. Halsted said what UP would really like to see the City of Ogden do is to begin long-range planning as it involves the railroad, and to sit down with UP officials to help develop plans.

That type of planning could take years, officials indicated.

Some citizens said they wouldn't oppose closing a crossing if there was an overpass or underpass constructed, but that they do not want to see a viaduct similar to the one over the tracks on Highway 169 west of Ogden, built in the middle of town.

Meanwhile, Kit Huntley presented petitions bearing 125 names opposing the closing of a railroad crossing here. A week ago she presented petitions containing 249 signatures.

At the meeting's conclusion, a citizen asked "Does this mean that the city isn't going to close the NE 3rd crossing?"

Mayor Mark Trueblood responded, "Have we ever said we were going to close a crossing in Ogden?"

Halsted was asked if UP could close a crossing without the city council's approval.

He responded, "No."

©The Ogden Reporter 2012

Exhibit "L"



2910 W Commercial Street

PO Box 253

Ozark, AR 72949

12-14-04

Phone 479-667-2238

Fax 479-667-4515

Scott Bennett
Chief Engineer for Safety
Arkansas Highway Department
Box 2261
Little Rock, AR 72203

Dear Mr. Bennett,

On behalf of the City of Ozark, I would like to request your approval for the reopening of a railroad crossing, for access to our proposed riverfront development.

The crossing was removed by the railroad in 2002, in order to accommodate complaints by a resident about the noise of the train whistle. The resident has since moved on and the original owner of the property has moved back into the residence. The present owner has no objection to the train whistle and in fact likes it.

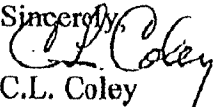
I wasn't Mayor at the time of the closing so I'm not sure exactly what transpired, but I do know that there was no action taken by the Ozark City Council in support of the removal of the crossing.

It is my understanding that the highway department must approve all railroad crossings, therefore I'm submitting a copy of a conceptual drawing of our plan for your review.

The crossing is a high priority item for us, since we need to gain access to accommodate our construction plans and a riverboat attraction expected to open in the spring of 2005.

The crossing is located on River Street, just east of the railroad depot. I believe that the railroad referred to it as a gas company road. Our City Street map shows it as Owens Street.

Thank you for your attention to this matter.

Sincerely,


C.L. Coley
Mayor of the City of Ozark

DRAFT Letter
TO Charles Felkins

12-14-04

Charles E. Felkins
Manager of Industry and Public Projects
Union Pacific Railroad
1000 West Fourth Street
North Little Rock, AR 72114

Dear Mr. Felkins,

On behalf of the City of Ozark, I would like to request approval to reopen the railroad crossing, located on River Street, just east of the railroad depot. I believe the crossing is known to you as a gas company crossing, however, our City Street map shows it as Owens Street. *Oliver St.*

I believe the crossing was removed by the railroad sometime in 2002, to accommodate complaints by a resident about the noise of the train whistle. The resident has since moved on and the original owner of the property has moved back into the residence. The present owner has no objection to the train whistle and in fact likes it.

I wasn't Mayor at the time of the closing so I'm not exactly sure what transpired, but I have learned that there was no action taken by the Ozark City Council in support of the removal of the crossing.

We have very exciting plans for developing our downtown riverfront, which I'm enclosing for your review. Without access across the railroad tracks, the plans will be impossible to implement.

The crossing is a high priority item for us, since we need to gain river access to accommodate our construction plans, and a riverboat attraction expected to open in the spring of 2005.

We would appreciate your support in matter.

Sincerely,

C.L. Coley
Mayor of the City of Ozark

Exhibit "M"

sent
12-20-04

Road Crossing Application Form

SECTION 1: TO BE COMPLETED FOR ALL CROSSINGS

Name City of Ozark

Address P.O. Box 253

City Ozark State AR Zip Code 72949

Contact Person Mayor C. L. Coley

Phone 479-667-2238 Fax 479-667-4515

() Individual () Partnership () Proprietorship () Corporation: _____ State Incorporated

Names of Officers, Partners or Proprietor _____

Billing Address if different than above _____

Type of Road Crossing:

☐ Private Farm Crossing ☐ Private Commercial Crossing ☐ Contractor's Crossing
☐ Pedestrian Overpass ☐ Pedestrian Underpass ☐ Other _____
☐ Existing Crossing ☒ New Installation ☐ Relocation
☐ Permanent Use ☐ Temporary Use for _____ Mos. ☐ Reconstruction

Crossing will be used to access City Property & The Arkansas River

Type of Vehicles To Be Driven Over Crossing:

☒ Passenger Cars ☐ Recreational Vehicles ☒ Pickups
☐ Farm Equipment ☐ Heavy Construction Equipment ☐ Other _____

Approximate number of daily one way trips over the crossing _____

Name of Owner of Property to be served by crossing City of Ozark

Address if different than above _____

Crossing is Located in the:

part of S/W 1/4 Section 36, Township 10 N, Range 27 W

(Example: SE 1/4 of NW 1/4 Section 15, Township 39N, Range 12E)

In / Near the City of Ozark, Franklin County/Parish, State of Arkansas

Attach a Legal Description of Your Property to be served by the crossing and a Property or County Map showing the Location of the Crossing.
INDICATE on the map the distance measured along the track between the crossing and fixed objects in the vicinity (i.e. bridge, culvert, railroad mile marker, public road)

SECTION 2: TO BE COMPLETED FOR EXISTING CROSSINGS ONLY

Name(s) of previous users of crossing _____

Crossing is currently covered by license agreement number _____

Dated _____ with _____

SECTION 3: TO BE COMPLETED FOR INSTALLATION OF NEW CROSSINGS ONLY

How is property currently accessed? unable to access

Why was access to property not obtained from previous owner we had access at this crossing but it was removed

Desired crossing will be _____ feet () north () south () east () west
of nearest River Street (x) public () private road crossing.

Track is in _____ -ft cut/fill Number tracks crossed 2 Track is on: (x) curve () straight

Signed C.L. Coley Date 12-15-04

Under Section 3:

We are open to moving the crossing farther west if this is more desirable to the railroad. The deminsions will be according to UP recommendations.

Exhibit "N"

ARKANSAS STATE HIGHWAY
AND
TRANSPORTATION DEPARTMENT

Dan Flowers
Director
Telephone (501) 569-2000



P.O. Box 2261
Little Rock, Arkansas 72203-2261
Telefax (501) 569-2400

February 10, 2005

The Honorable C. L. Coley
Mayor of Ozark
P. O. Box 253
Ozark, AR 72949

Dear Mayor Coley:

Reference is made to your letter requesting the reopening of the River Street and Union Pacific Railroad crossing in the City of Ozark. You stated that a crossing is needed to improve access to the proposed riverfront development.

In a recent meeting with the Department, the City and the Railroad, you advised that initially a crossing would be used by pedestrians to board a boat for river excursions. The crossing could also be used by pedestrians as other development occurs along the riverfront.

In order to allow the City access to the river across the railroad tracks, it was recommended that a public crossing for pedestrians be installed. To assure that the crossing would only be used by the City for its intended purpose, it was further recommended that the crossing be equipped with locks and gates so that the City could control access at the crossing. This crossing will be monitored and if conditions change, active warning devices may be needed.

By copy of this letter, Mr. Charles Felkins of the Union Pacific Railroad is being advised to work with the City of Ozark for the installation of a pedestrian crossing with locks and gates at this location. If you have further questions, please call our Traffic Safety Section at (501) 569-2648.

Sincerely,

Scott E. Bennett
Assistant Chief Engineer - Planning

c: Chief Engineer
Planning and Research
District 4 Engineer
Charles Felkins, Union Pacific Railroad
Sandy Key, Main Street Ozark

CITY OF OZARK
CONCEPTS FOR TRAIL
DEVELOPMENT

July 1996

CITY OF OZARK

CONCEPTS FOR TRAIL DEVELOPMENT

Prepared by:

Western Arkansas Planning and Development District

IN COOPERATION WITH

*The City of Ozark
and*

The Arkansas State Highway and Transportation Department

July 1996

*The contents of this report reflect the view of the
Western Arkansas Planning and Development District
and the City of Ozark
but may not necessarily reflect the official views or
policies of the Arkansas State Highway and Transportation Department*

Figure 1: Map of the study area showing the east fork of Gur Creek, west of N. 2nd Street in Ozark.

PROJECTS DESCRIPTION

the mouth of Gar Creek. Walkers must retrace their steps back to their point of origin in the first and second phase development of the trail.

In Phase III, the trail picks up at the Phase II terminus at Gar Creek and continues north along the west bank of the Creek, crosses U.S. Highway 64, to bring walkers into the City's East Side Park and its facilities. Total length of the North Bank Riverwalk is about 4 1/5 mile.

The walk, located within a few feet of the River, features excellent views of historic Ozark, views of the boats and river barges traveling the Arkansas River, and views of the Ozark Lock and Dam and Powerhouse. Boats and barges can be seen locking through the dam. Activities along the trail will include fishing, waterfowl observation and photography.

Proposed North Bank Corridor: Corps of Engineers' Land, Tracts Nos. 218, 219, 222, 263, 264, 265, and 293. Riverbank tracts of land for portions of the Phase I development are not listed. (Map 3)

The waterfront trails, discussed below, are not presented in any order of development.

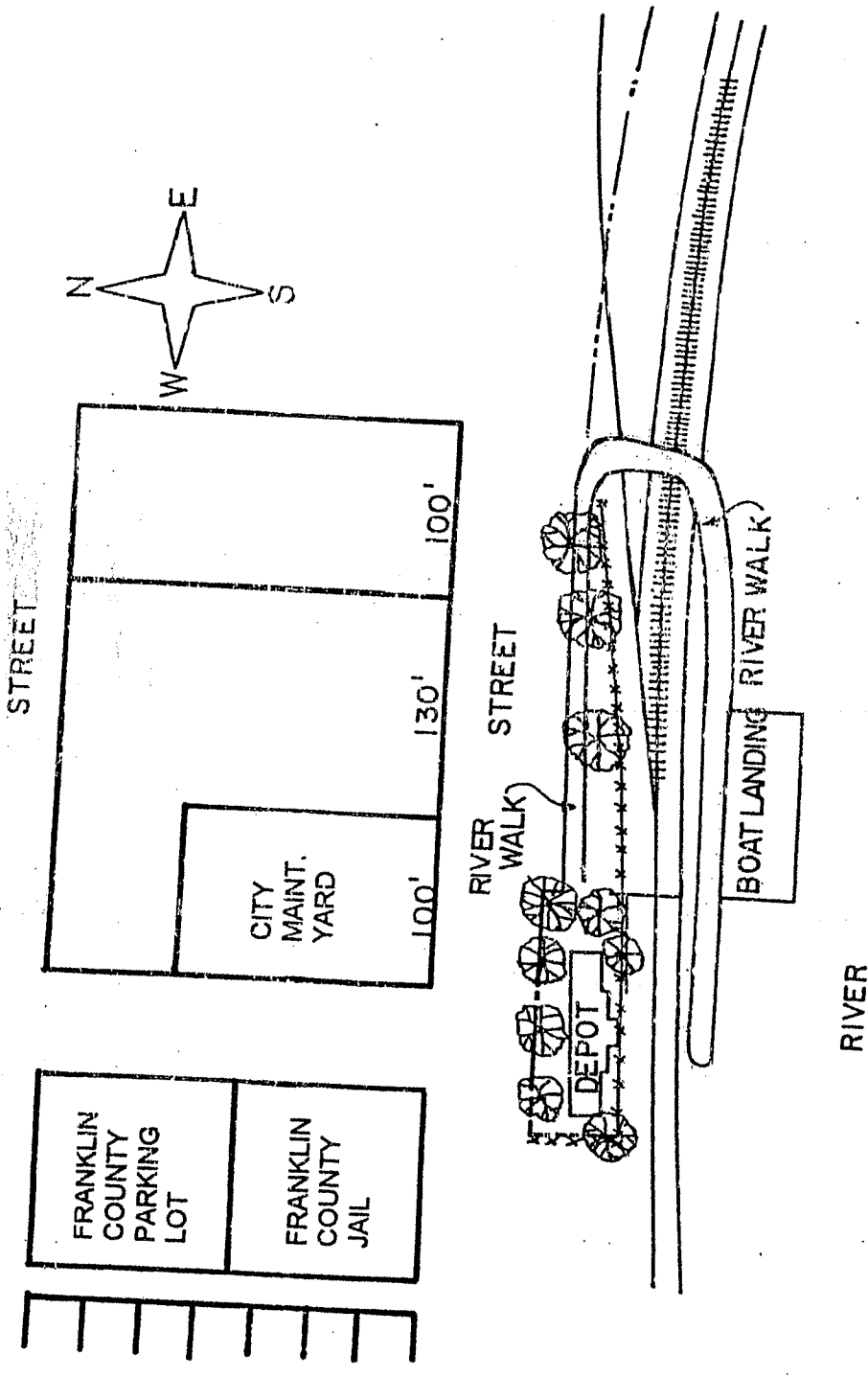
North Bank Riverwalk (A Three Phased Project)

Trail Length : Phase I - 1,400 ft.
Phase II - 1,500 ft.
Phase III - 1,400 ft.

Difficulty: Moderate
(Map 2)

The City, in 1994, was awarded Arkansas Transportation Enhancement Program funds for the restoration of the Iron Mountain Railroad Depot and the development of surrounding trails to tie the city landmark to planned pedestrian walkways located between downtown, the Depot, and the Arkansas River. The land linking the Depot to the Arkansas River lies south of the Depot between the Union Pacific Railroad (U.P.) tracks and the river's edge. The Arkansas River is relatively shallow along this bank of land which will facilitate the construction of boardwalks along the shoreline, if necessary. A sketch of a portion of the proposed riverwalk is found in the Appendices of this report.

Phase I of the three phased project, will trailhead at the abandoned Iron Mountain Railroad Depot, proceed east on River Street for one city block, cross the U.P. railroad tracks and then turn back west, terminating at a point approximating 3rd Street extended. Phase II trail construction connects to the Phase I proposal at a point south of the U.P. rail line and travels east to



U OF A COOPERATIVE EXTENSION SERVICE
 MICHAEL HEDGES
 RCD

APPENDIX A

NORTH BANK RIVERWALK: A DRAWING

Exhibit "P"



SHARE    

Union Pacific Reports Best-Ever Quarterly Results

Third Quarter Diluted Earnings per Share Up 18 Percent

Omaha, Neb., October 18, 2012 – Union Pacific Corporation (NYSE: UNP) today reported 2012 third quarter net income of \$1 billion, or \$2.19 per diluted share, compared to \$904 million, or \$1.85 per diluted share, in the third quarter 2011.

Third Quarter Records

- Diluted earnings per share of \$2.19 improved 18 percent.
- Operating revenues totaled \$5.3 billion, up 5 percent.
- Operating income totaled \$1.8 billion, up 13 percent.
- Operating ratio of 66.6 percent improved 2.5 points.
- Customer satisfaction index reached 94, up 3 points.

"Despite a 12 percent decline in coal volumes and significantly weaker steel and scrap metal markets, we generated best-ever financial results across the board," said Jack Koraleski, Union Pacific chief executive officer. "We achieved solid core pricing gains, managed our network efficiently and delivered on the benefits of our diverse franchise with growth in other markets."

Third Quarter Summary

Third quarter business volumes, as measured by total revenue carloads, were down slightly compared to 2011. Volume growth in chemicals, automotive and intermodal offset declines in shipments of coal, agricultural products and industrial products. Quarterly operating revenue increased 5 percent in the third quarter 2012 to \$5.3 billion versus \$5.1 billion in the third quarter 2011. In addition:

- Quarterly freight revenue increased 4 percent compared to the third quarter 2011, mainly driven by core pricing gains of 5 percent.
- Union Pacific's operating ratio of 66.6 percent was an all-time quarterly best, 2.5 points better than the third quarter 2011 and a 0.4 point improvement from the previous record set in the second quarter 2012.
- Average quarterly diesel fuel prices were flat at \$3.19 per gallon in the third quarter 2012 compared to \$3.18 per gallon in the third quarter 2011.
- The Customer Satisfaction Index of 94 set an all-time quarterly record and was 3 points better than the third quarter 2011.
- Quarterly train speed, as reported to the Association of American Railroads, was 26.1 mph, increasing 6 percent compared to the third quarter 2011. Severe drought conditions in the South negatively impacted train speed in the third quarter of last year.
- The Company repurchased 3.1 million shares in the third quarter 2012 at an average share price of \$122.13 and an aggregate cost of \$378 million.

Summary of Third Quarter Freight Revenues

- Chemicals up 17 percent

- Automotive up 15 percent
- Intermodal up 8 percent
- Industrial Products up 2 percent
- Agricultural down 4 percent
- Coal down 5 percent

2012 Outlook

"As we look out over the next several months, the political and financial challenges in the U.S. and abroad have increased economic uncertainty," Koraleski said. "In this environment, we'll continue to be agile as we were in the third quarter. We'll adapt to changing market conditions and leverage our diverse franchise to provide excellent customer service and generate strong returns for our shareholders."

About Union Pacific

It was 150 years ago that Abraham Lincoln signed the Pacific Railway Act of July 1, 1862, creating the original Union Pacific. One of America's iconic companies, today, Union Pacific Railroad is the principal operating company of Union Pacific Corporation (NYSE: UNP), linking 23 states in the western two-thirds of the country by rail and providing freight solutions and logistics expertise to the global supply chain. From 2000 through 2011, Union Pacific spent more than \$31 billion on its network and operations, making needed investments in America's infrastructure and enhancing its ability to provide safe, reliable, fuel-efficient and environmentally responsible freight transportation. Union Pacific's diversified business mix includes Agricultural Products, Automotive, Chemicals, Coal, Industrial Products and Intermodal. The railroad serves many of the fastest-growing U.S. population centers and emphasizes excellent customer service. Union Pacific operates competitive routes from all major West Coast and Gulf Coast ports to eastern gateways, connects with Canada's rail systems and is the only railroad serving all six major Mexico gateways.

Investor contact is Michelle Gerhardt, (402) 544-4227.
Media contact is Donna Kush, (402) 544-3753.

Supplemental financial information is attached.

This press release and related materials contain statements about the Corporation's future that are not statements of historical fact, including specifically the statements regarding the Corporation's expectations with respect to economic conditions; its ability to adapt to changing market conditions and continue providing quality customer service; and its ability to generate returns for its shareholders. These statements are, or will be, forward-looking statements as defined by the Securities Act of 1933 and the Securities Exchange Act of 1934. Forward-looking statements also generally include, without limitation, information or statements regarding: projections, predictions, expectations, estimates or forecasts as to the Corporation's and its subsidiaries' business, financial, and operational results, and future economic performance; and management's beliefs, expectations, goals, and objectives and other similar expressions concerning matters that are not historical facts.

Forward-looking statements should not be read as a guarantee of future performance or results, and will not necessarily be accurate indications of the times that, or by which, such performance or results will be achieved. Forward-looking information, including expectations regarding operational and financial improvements and the Corporation's future performance or results are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in the statement. Important factors, including risk factors, could affect the Corporation's and its subsidiaries' future results and could cause those results or other outcomes to differ materially from those expressed or implied in the forward-looking statements.

Information regarding risk factors and other cautionary information are available in the Corporation's Annual Report on Form 10-K for 2011, which was filed with the SEC on February 3, 2012. The Corporation updates information regarding risk factors if circumstances require such updates in its periodic reports on Form 10-Q and its subsequent Annual Reports on Form 10-K (or such other reports that may be filed with the SEC).

Forward-looking statements speak only as of, and are based only upon information available on, the date the statements were made. The Corporation assumes no obligation to update forward-looking information to reflect actual results, changes in assumptions or changes in other factors affecting forward-looking information. If the Corporation does update one or more forward-looking statements, no inference should be drawn that the Corporation will make additional updates with respect thereto or with respect to other forward-looking statements. References to our website are provided for convenience and, therefore, information on or available through the website is not, and should not be deemed to be, incorporated by reference herein.

The statements and information contained in the news releases provided by Union Pacific speak only as of the date issued. Such information by its nature may become outdated, and investors should not assume that the statements and information contained in Union Pacific's news releases remain current after the date issued. Union Pacific makes no commitment, and disclaims any duty, to update any of this information.





© 2012 Google
Imagery U.S. Geological Survey

35° 29' 04" N, 93° 45' 22" W elev. 373 ft

3/13/1994

9/15/2010



© 2010 Google
Imagery Date: 5/11/2010

35° 29' 04" N, 83° 49' 22" W, elev. 373 ft



U.S. Department
of Transportation

**Federal Railroad
Administration**

Exhibit "R"

1200 New Jersey Avenue, SE
Washington, DC 20590

NOV 13 2012

The Honorable Carol Sneath
Mayor
City of Ozark
P.O. Box 253
Ozark, AR 72949

Dear Mayor Sneath:

The Federal Railroad Administration (FRA) has completed its investigation into the concerns expressed in your letter to Mr. Charles Felkins, manager of special projects for Union Pacific Railroad (UP). You wrote to Mr. Felkins about a highway-rail grade crossing that was removed by the railroad.

Mr. Richard Washington, FRA Regional Grade Crossing Manager, spoke with Ms. Sandy Key, executive director of Main Street Ozark, who informed him that UP had removed a public highway-rail grade crossing at Oliver Street without the consent of the City of Ozark (City). Ms. Key provided Mr. Washington with a map from 1962 showing a grade crossing at Oliver Street. Ms. Key further said that UP told the City that a pedestrian crossing leading to the planned riverfront development would require flashing lights and gates, then refused to install the grade crossing when the money had been raised.

Mr. Washington also spoke with Mr. Doug Woods, senior manager of industry and public projects for UP, who said that the grade crossing was private and the railroad closed it in 2001, after the cancellation of a private crossing agreement with a fertilizer plant at the location. UP owns the land to the south of the tracks at that location.

According to the U.S. Department of Transportation's Crossing Inventory, the grade crossing in question was identified as a public grade crossing in 1991; however, when it was closed in 2001, it was classified as private. Mr. Steve Weston, highway rail program coordinator for the Arkansas State Highway and Transportation Department, told Mr. Washington that UP sent him an inventory update in 2008, identifying the grade crossing as closed and private.

FRA is not in a position to decide on the matter of whether the grade crossing was closed legally. That is a matter of State law and may need to be decided in civil court.

If you have any further questions, please feel free to contact Mr. Washington at (318) 364-7229 or Richard.Washington@dot.gov. Thank you again for writing.

Sincerely,

A handwritten signature in cursive script that reads "Bonnie Murphy for".

Jo Strang

Associate Administrator for Railroad Safety/Chief Safety Officer

EXHIBIT LL
UP DEFENDANT'S APRIL 2013 LETTER



April 18, 2013

The Honorable Bill Gossage
Arkansas State Representative
PO Box 221
Ozark, Arkansas 72949

Re: City of Ozark, AR: Railroad Crossing Request

Dear Representative Gossage:

Thank you for arranging the meeting on March 15, 2013, where representatives of Main Street Ozark, the US Army Corps of Engineers, Union Pacific, and others could learn about and discuss the City's plans to develop its riverfront. The meeting provided an excellent opportunity for the parties whose interests are affected by the project to hear from Main Street Ozark and the City and to exchange their thoughts about the project. We all left with a better understanding where each other stood with respect to what the City proposes to do.

The City explained that it wants to install a floating mooring facility in the river close to the depot. This location is near milepost 464.8 on Union Pacific's Van Buren Subdivision. Union Pacific furnished photographs of the area (see attached) which show that Union Pacific maintains a mainline track and a lengthy siding at this site and that trains approach the depot from downriver coming out of a curve. The restricted sight distances at this location are apparent in the photographs. The adjacent siding is frequently used to store cars and is important to railroad operations. Trains currently travel through the area at up to 45 miles per hour.

The City proposes to access the floating dock by an at-grade pedestrian crossing across both of these tracks, with warning and protection to pedestrians provided by sliding gates which would operate similarly to crossing gates at vehicular crossings. We noted that, similar to typical crossing gate installations at other locations, installation of such gates and integration with train operations would involve sophisticated electronic systems at a substantial installation and maintenance cost to the City. In addition, gates like those proposed by the City present several unique safety concerns, specifically, providing appropriate warning time for pedestrians to traverse the crossing safely without the benefit of seeing the oncoming train, and the concern for pedestrians on the crossing being trapped between the gates as a train approached. **These concerns do not exist if a pedestrian overpass were to be installed rather than an at-grade crossing.**

The floating dock was described as being approximately 30 feet by 60 feet in size which would accommodate three to five boats at a time. The floating dock would be used primarily by people coming by boat from recreational vehicles using Aux Arc Park across the river. The City stated that it expects them to tie-up their boats at the floating dock and walk into the City to shop at antique stores, go to restaurants, or get food and supplies at establishments within walking distance from the floating dock. The City said it had indications that an individual may be interested in seeking permission from the Corps of Engineers to operate a marina at the Park if the floating dock were to be installed as it proposes.

In explaining its proposal, the City referred to plans prepared in the mid-1990s that contemplated a large marina with boat slips, shops, and a pier going out into the river which would be located at the railroad depot site. We were told that a 2007 study prepared by students at the University of Arkansas based on the original plans for the project could create up to 187 new jobs in the City. Since the scope of the project has dramatically changed and the economic environment is not the same as it was in 2007, we questioned whether a new study was in order to confirm that the jobs estimate remained accurate. The City did not indicate any plans for a new study.

In the absence of a new or updated study, it is unclear how many people would use the floating dock and how much revenue the dock would generate for the City. Currently, only the Aux Arc RV Park is located on the south bank of the river. This suggests that for the time being, only those persons in the RV Park having boats would be able to use the proposed boat dock. Union Pacific inquired if the City had any projections of the numbers of people who would use the proposed boat dock and the times they would be crossing the railroad tracks. The City did not have this information.

Union Pacific noted that, given the size of the proposed boat dock, and assuming four or five persons to a boat, the maximum number of persons going into the City by this means would be around twenty-five. We questioned whether the potential revenue from such a small group justified the expense and safety concerns of a new at-grade pedestrian crossing at the proposed location.

We also asked if the City had considered alternatives to the proposed floating boat dock that might increase the number of persons coming into the City from the RV Park by making transportation available to non-boaters, such as a shuttle bus. **We noted that a shuttle bus between the RV Park and the City would be significantly less expensive than the costs of a new at-grade crossing for the floating boat dock and could provide access to a larger portion of the City than the roughly five-block area that is within easy walking distance from the dock.**

The railroad crossing issue is not the only open issue concerning the construction of the boat dock. A representative of the Corps commented that constructing a marina at Aux Arc Park would be conditioned on the developer being granted a permit. The permitting process would require detailed plans and an assessment of the marina's effect on the environment and on barge operations. The Corps representative explained that in determining whether to issue a permit for the marina, or for the floating boat dock, the applicant would have to describe the need for the project and explain why the project was the most feasible alternative for meeting that need.

The City indicated that the cost of the crossing would be approximately in the range of \$300,000. Union Pacific explained that this figure is not an accurate estimate of the total cost of the crossing. Union Pacific provided a very rough estimate of \$500,000 in total costs for the type of crossing the City envisioned, including labor, materials, and the cost of designing the signal system and integrating it with operations. Union Pacific also provided a rough estimate of \$10,000 for annual maintenance costs. Since our meeting in March, Union Pacific's Signal Design group has verified the \$500,000 installation cost estimate we provided to you, and has stated that for this type of project the ongoing annual maintenance cost is likely to be close to \$20,000 annually. The City's contractor indicated that his rough estimate for the floating dock installation was approximately \$500,000. Taken together, the dock and crossing installation total cost would therefore be approximately \$1 million. The City indicated that it did not have funds for expenses in those amounts and that future funding was uncertain.

Throughout the meeting, Union Pacific stressed its concerns about the safety implications of installing an at-grade pedestrian crossing at the proposed site. Such a crossing raises serious liability and risk issues that cannot be ignored. In response to your question asking what type of crossing would be acceptable to Union Pacific, we responded that an overhead pedestrian crossing would eliminate nearly all of our safety concerns. As we discussed a pedestrian overpass, it became apparent that only the depot site had been considered by the City as the location for the floating boat dock. The City's architect and engineer said that a pedestrian overpass at this site would require two elevators for access. Union Pacific observed that a site a bit farther east of the depot might permit replacing the elevators with ramps that would facilitate handicapped access to the pedestrian overpass.

Several times during the meeting, various individuals would comment that people had been trespassing on railroad right-of-way near the depot. Union Pacific stated that trespassing is illegal and if caught, the trespassers would be arrested. We have asked our special agents to watch for trespassing near the depot, and they have reached out to the City's police department asking for assistance watching for

trespassers. Union Pacific will also determine whether an Operation Lifesaver program can be scheduled in local schools to educate students about the risks associated with playing on railroad property.

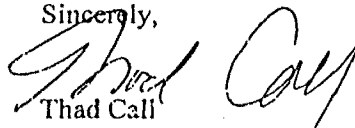
Finally, the City expressed its desire to access property it leases from the Corps of Engineers to remove underbrush and to generally clean it up. If it is not feasible for the City to access the property from the river, Union Pacific advised that the City may contact Clay McManaman, Manager Industry & Public Projects, who will walk them through the steps necessary to gain temporary, supervised access across UP's right of way in order to have a "clean-up day" for the property. His mobile telephone number is 405-952-7059.

While Union Pacific does not approve of an at-grade crossing for the City's project, it encourages the City to look further at the option of a pedestrian overpass. In conversations after the meeting, Union Pacific discussed the concept of an overpass with Terry Burrus and Bill Ruck. Bill's company, Garver Engineers, is familiar with Union Pacific projects and should be able to provide information about designing an overpass.

Union Pacific's top concern is safety for both the citizens of Ozark and Union Pacific Railroad's employees. As the City develops plans for the riverfront, I would encourage you to consider a pedestrian overpass as a safer alternative to an at-grade crossing.

I look forward to working with you regarding this matter.

Sincerely,



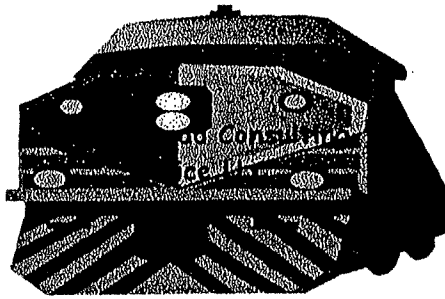
Thad Call
Director of Industry and Public Projects
Union Pacific Railroad

CC:

Scott Bennett -- Arkansas Highway and Transportation Dept.
Sandy Key -- Main St. Ozark
Carol Sneath -- Ozark Mayor
Melinda Keeton -- Ozark Alderman
Roxie Hall -- Ozark Alderman
T. R. McNutt -- Ozark Alderman
Charlie Meadors -- Ozark Alderman
Rex Anderson -- Ozark Alderman
Lee Gardner -- Ozark Alderman
Clay McManaman -- UP Engineering
John Balgavy -- U.S. Army Corps of Engineers

encl

EXHIBIT MM
PLAINTIFF'S GBS RAILROAD CONSULTING SERVICES LETTER



September 9, 2013

GBS Railroad Consulting Services LLC
George B. Soliz
6900 County Road 405 East
Alvarado, Texas 76009

City of Ozark, Arkansas
c/o Mrs. Sandy Key,
Executive Director, Main Street Ozark
300 West Commercial
Ozark, AR 72949

Dear Mrs. Sandy Key

I hope this letter helps the city council in going forward with having the Oliver Street Railroad Crossing replaced. Here is my opinion about the crossing and who governs city property.

Mr. Gattis and I inspected five (5) railroad crossings east of Ozark to compare the view approaching each crossing by road and by rail. The observations helped us weigh the safety concerns with that of the Oliver Street Crossing made by the UP railroad.

The view observations approaching each crossing varied which helped in assessing the safety concerns.

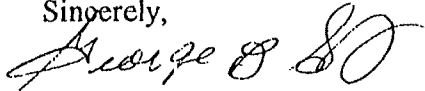
It's my opinion that replacing the Oliver Street Railroad Crossing **would not create** any safety concerns than those normally found with other railroad crossings. The crossing may even be considered safer because of city street lighting.

The city of Ozark would greatly benefit by having a street/railroad crossing. The crossing would not only give access to the river but enhance the city's ability to respond to an emergency involving a train derailment and or the release of hazardous materials.

During my FRA career it was city council members that made final decisions on removing or closing street rail crossings within city limits. The FRA initiated a program that worked with cities to close hazardous crossings. In all cases final approval came from the city council membership.

Recommendation: Aggressively seek the replacement of the Oliver Street Railroad Crossing not only for the economic part but for city safety concerns in the event of an emergency. I do not think the UP can justify removing the crossing in court.

Sincerely,

A handwritten signature in cursive script, appearing to read "George O. SO".

President, GBS Railroad Consulting Services L.L.C.