

REAL ESTATE COVENANTS

FRANK E. WILLSON and MILDRED WILLSON, a/k/a Mildred M. Willson,
husband and wife, of HC 30, Box 55B, Whitewood, South Dakota, for themselves, their
heirs, executors, do make and establish the following covenants to run with and be
applicable to the following described real estate located in Lawrence County, State of
South Dakota:

The Southwest Quarter (SW1/4) of the Northeast Quarter (NE1/4), and
the Southeast Quarter (SE1/4) of Section Thirty Four (34), Township
Six North (T6N) Range Four East (R4E) B.H.M.

1. No surface mining of any kind will be allowed on the property.
2. No hunting will be allowed on the property without written permission of all legal
owners.
3. All utilities on the property shall be underground.
4. There shall be no commercial use of the property.
5. There shall be no recreational snowmobile use on the property unless mutually
agreed to by all legal owners.
6. Noxious weeds shall be sprayed and controlled according to local and state law
and regulations.
7. The property shall be used for single family residence purposes only and not for
any business, trade, commercial or industrial purpose.
8. No noxious or offensive activity shall be carried on within the property; nor shall
anything be done or permitted which shall constitute a public nuisance.
9. No firearms shall be discharged for recreational purposes on the property.
10. No trailer house or mobile homes shall be permitted on the property or used as a
permanent residence. Campers will be allowed as living quarters during
construction only for a maximum period of six months. All homes constructed
on the property shall be stick built, with a minimum of 900 square feet living

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WILLSON COVENANTS
June 15, 1988

area, with an earth tone, neutral color, brick or other mutually agreed upon exterior material. All homes must be completed within one year from the beginning of construction.

12. No commercial signs of any kind shall be permitted on the property or displayed to the public.
13. All natural surface areas disturbed by construction shall be returned to a natural condition and replanted in grasses, shrubs or trees within a reasonable time after the completion of such construction work.
16. The trees and natural growth on the property shall be maintained in their natural state. However, in accordance with good timber management, the trees may be thinned from time to time to maintain good growth.
17. No horses, cattle, or other large animals may be kept on the premises unless owner has ten (10) or more acres.
18. All dogs must be kept on leashes or penned.
19. All vehicles on the premises must be in running order.
20. No refuse, junk or other discarded material as defined by SDCL 31-30-2 and SDCL 32-36-1 shall be allowed to accumulate upon the property. The above covenants are drafted pursuant to SDCL 43-12-1 et. seq. and are to be interpreted under the laws of the State of South Dakota. The above covenants in each and every particular are to run with the land, and shall be construed as real covenants running with the land until January 1, 2090, when they shall terminate.

Any breach or threatened breach of this covenant may be enjoined upon the application of the party of the first part, its successors or assigns.

Dated: June 15, 1998


FRANK E. WILLSON

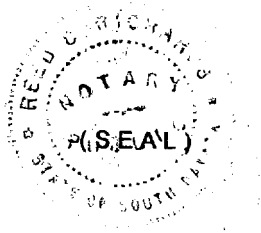
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June 15, 1998

Mildred Willson
MILDRED WILLSON

STATE OF SOUTH DAKOTA)
):SS
County of Lawrence)

On this the 15th day of June, 1998, before me, the undersigned officer, personally appeared Frank Willson and Mildred Willson, known to me or satisfactorily proven to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

In witness whereof I hereunto set my hand and official seal.



Reed C. Richards
Notary Public
My comm. ex. 6-3-99

PREPARED BY:
Reed C. Richards
PO Box 373 578-2572
Deadwood, SD 57732

DOC. NO. 98-2497
FEE \$ 14.00
1998 June 16
10:20 A.M.
Judy R. Mansfield
REGISTER OF DEEDS
LAWRENCE COUNTY
SOUTH DAKOTA



3 pages