

EXHIBIT D



Mill Creek Mountain Site Assessment

This informational packet provides details about a +/-810 acre site under consideration for the development of a state-of-the-art, 3,000-bed correctional facility. Inside, you will find initial insights into the availability of utilities, regional geographic and workforce data, as well as topographical and soil data, and more. This packet is designed to give stakeholders an understanding of the site's potential and suitability for this significant infrastructure project.

Please note this packet represents preliminary data gathering; comprehensive due diligence and further detailed assessments are necessary to fully evaluate the site.

Initial Site Visit August 2nd

Due Diligence Period 90 Days Begin Date July 29th End Date October 27th



Chris Bell, Deputy Director Division of Building Authority

Shelby Johnson, Director Geographic Information Office

Site Selection Methodology

The primary search criteria were as follows:

- Minimum 250-300 contiguous acres, relatively flat and not in a floodplain.
- Not within 60 miles of an existing DOC facility (to avoid workforce cannibalization).
- Available regional workforce based on commute times.
- Availability of primary infrastructure (water, electric, feasibility of wastewater treatment, etc.).
- Proximity to emergency services and medical facilities.

The I-40 corridor between Conway and Fort Smith quickly became one of our main areas of focus because of the area's distance from other correctional facilities and the workforce possibilities brought by the major interstate highway and the population centers in the area.

- We continuously researched properties that were listed for sale online and offline.
- GIS model was created to identify large tracts of land that met our criteria so that owners could be approached regarding purchase.
 - o The initial model produced about 25,000 candidate parcels.
 - This was narrowed to about 6,000 by focusing on sites within 2 miles of a US or Interstate Highway.
 - We continued to narrow our search by identifying contiguous tracts of land with the same ownership.
- We made in person visits to 14 candidate sites (including the Franklin County site).

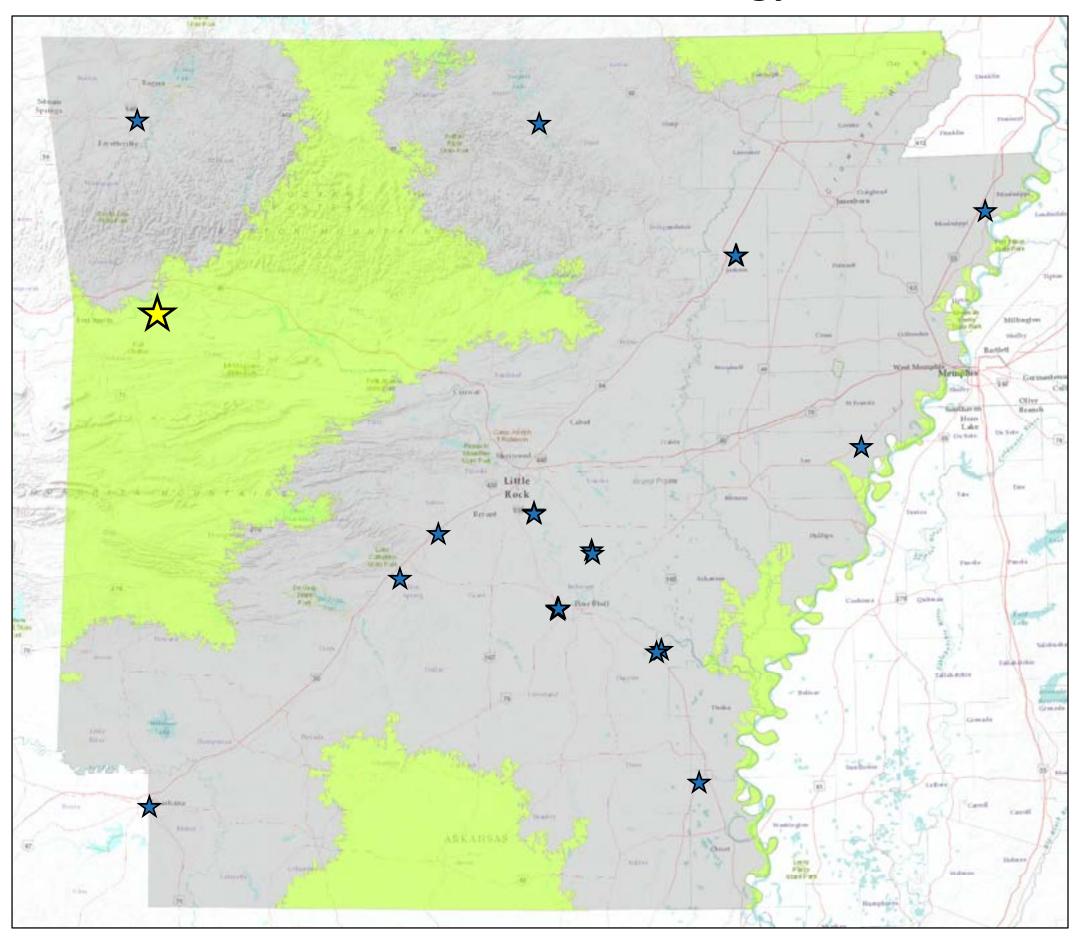


We also conducted interviews with experts:

- ADH availability of water supply and existing pipe sizes and infrastructure near the top sites.
- ARDOT we had them collect traffic count data from the Cummins-Varner site and Brickey's by Marianna to use as a reference for how traffic will impact the area around the new prison.
- ADE&E we discussed mitigation strategies in case the natural gas wells became an impediment to site development.
- Soil Expert We informally discussed with a soil & excavation expert about the site and he saw no major cause for concerns about site development.

The Franklin County site meets or exceeds our search criteria. The approximately 815 acres well exceeds the 250-acre minimum and will allow for future development or other on-site operations. The purchase price is below appraised value, but far below the proposed price per acre at other candidate sites.

Site Selection Methodology

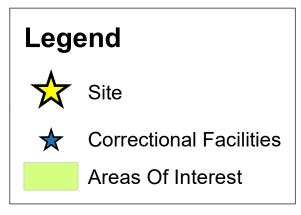


Focus is on areas beyond a 60 mile drive from existing DOC facilities.

The I-40 corridor between Conway and Fort Smith quickly became one of the main areas of focus because of the area's distance from other correctional facilities and the workforce possibilities brought by the major interstate highway and the population centers in the area.

Criteria

Not within 60 miles of an existing DOC facility
Minimum 250-300 contiguous acres
Relatively flat
Not in a floodplain
Availability of primary infrastructure
Proximity to regional workforce
Proximity to emergency services and medical facilities



Site Summary

The Mill Creek Mountain site is situated in western Franklin County, Arkansas. The Sebastian and Franklin County boundary lies 5 miles to the west. The site lies about 3.5 miles south of the Arkansas River. The area

is predominantly rural. The nearest populated location is Vesta.

Distance to Nearby Cities:

- 7 Miles Charleston
- 12 Miles Lavaca
- 12 Miles Branch
- 19 Miles Ozark
- 20 Miles Barling
- 26 Miles Fort Smith

The site features rolling terrain and has been an operational cattle ranch for approximately 30 years. Since the 1980s livestock operations have steadily converted most of the acreage from timber and scrub brush to grazeland pasture and hay forage.



Accessibility

The site is accessible by Arkansas Highway 96 from Ozark, or Highway 217 via Charleston, with the last miles situated on Highway 215. The site has over a quarter mile of frontage on Arkansas Highway 215.

Landform

Geographically the site is in the Arkansas River Valley landform. Although it is near the Arkansas River, it is well beyond the floodplain, and there are no designated floodplain areas on the site. The U.S. Geological Survey Wetlands mapping system indicates the only wetland areas are the existing ponds on the site. The U.S. Geological Survey has recorded no seismic activity in the area.

Physical Features

The site is predominantly south facing slope. Onion creek runs through the southern edge of the property with nearly one mile of the stream on the property. The lowest area on the site is 565 feet of elevation at Onion Creek and nearly one mile away on the northern boundary the site slopes upward to 705 feet of elevation. The bedrock in this area is the McAlester sandstone formation. The soil consists of the Mountainburg, Enders, and Linker units. The terrain is best described as rolling, and not steep.

Within this assessment are a series of maps that are organized into topic categories, including population and demographics, structures, transportation, workforce utilities, livestock operations, and a series of site visibility

analysis. The visibility analysis provides an indication of what portions of the site are visible from nearby residential housing and Highway 215.

Infrastructure

The site is in the CenturyTel of Northwest Arkansas, LLC Telephone Exchange. It has excellent 4G LTE coverage, with cell towers as close as Charleston and, almost equal distance, across the Arkansas River in Dyer, Mulberry, and just west of Ozark. The 5G coverage may be spotty in some areas on the site. Wireline broadband service is provided by CenturyTel of Northwest Arkansas, LLC. There are three Arkansas Wireless Information Network (AWIN) towers located in the area. Those being the Pine Mtn Tower, the Bowles Mtn Tower, and the Magazine Tower.

The site is locally served by three Highways – Highway 96 with 200 average daily users, Highway 217 with 800 average daily users, and Highway 215 with 350 average daily users. All three are classified as Class 5 Major Collectors. The site is serviced by a 4-inch water line in the Riversouth Rural Water District. The site is located in the 72933 zip code with its Zip+4 designation being 72933-8087.

There are 10 domestic water wells that are near to the site and 3 natural gas wells are on the site that are either producing (2) or abandoned (1). An Oklahoma Gas & Electric Co (Voltage 161) line runs diagonally from northwest to southeast on the west side of the site. Electric service is provided by Arkansas Valley Electric Cooperative. The nearest substation is approximately 6 miles to the southeast.

Social Infrastructure & Population

The site is in the Franklin County Public Safety Answering Point (PSAP) which is under the jurisdiction of the Franklin County Sheriff's Department. The Franklin County PSAP is i3 compatible which means all data and components are ready for a complete Next Generation 9-1-1 system. The site is also located in the Charleston Rural Fire District, just 2 miles away from the fire station. The next closest fire stations are the Riverdale fire station at 6 miles away, and the Charleston, Big Creek, and Cecil fire stations, all 9 miles away.

The total population within a 30-mile driving distance from the site is over 167,500 people of which 127,395 are over the age 18. 69.3% of the population in the driveshed is White with the next most populous group being Hispanic or Latino at 13.2%. 6.9% of the population in the driveshed identifies as 2 or more races and then 5% of the population is Black or African American. Rounding off the list is people of Asian descent at 3.8% and then Native Americans at 1.7%.

The estimated workforce as of March of 2024 in the five counties surrounding the site (Franklin, Crawford, Johnson, Logan, and Sebastian) is 108,784. The region has an unemployment rate of 3.6% which is 3,922 people. In the 5-mile radius around the site, 88% of the population are active voters.

At the state level, the site is represented by State Senator Gary Stubblefield and Representative Jon Eubanks. At the county level, the site is represented by Franklin County Judge Rickey Bowman and Justice of the Peace Cody Sosebee.

Most of the site is in the Charleston School District with some of the eastern portion located in the County Line School District. The Charleston school campus is 9 miles away, the Lavaca school campus is 13.7 miles away, and the County Line school campus is 14 miles away.

Mill Creek Mountain - Table of Contents

Population Data – The maps in this section provide information regarding the local population. This includes workforce and demographic data, local cultural features, election geography, and the assessed value of parcels within 5 miles of the proposed site.

- 1. Inmate Offender County of Conviction
- 2. Working Age Population Within 30 Mile Drive
- 3. Regional Workforce
- 4. Demographics
- 5. Population, Housing, and Cultural Features

- 6. Election Geography and Elected Officials
- 7. School District Boundaries
- 8. Voting Trends
- 9. Parcels Within 5 Miles and Assessed Values

Visibility Estimates – The maps in this section are visibility estimates from ground level from various points near the proposed site.

- 10. Visibility From 6032 South Highway 215
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- 12. Visibility From Both Residential Structures
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- 17. Visibility From All Points Along Highway
- 18. Visibility From All Points

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- 19. Infrastructure Buildings and Structures
- 20. Area Electric Infrastructure
- 21. Infrastructure Electric, Natural Gas and Water
- 22. Gas Well Access Strategy

- 23. Infrastructure Transportation
- 24. Infrastructure Public Water Utility
- 25. Water Towers

Communication and Emergency Response - The maps in this section provide information on communication infrastructure in and around the site, including emergency response.

- 25. AWIN Tower Location
- 26. H02 Mount Magazine
- 27. H17 Pine Mountain
- 28. Fire Station Route
- 29. Local Telephone Exchange Boundaries
- 30. Wireless Broadband Availability

- 31. H18 Bowels Mountain
- 32. Local PSAP
- 33. Ambulance Station Routes
- 34. Wireless Broadband 4GLTE Coverage
- 35. Wireless Broadband 5G Coverage

Land Coverage History – The maps in this section provide information on the soil and land coverage in and around the proposed site.

- 36. USDA Soil Survey Summary
- 37. Land Cover 1980
- 38.Land Cover 1994
- 39. Land Cover 2001

41. Land Cover 2017 42. Land Cover 2023

40. Land Cover 2006

43. Livestock Operations

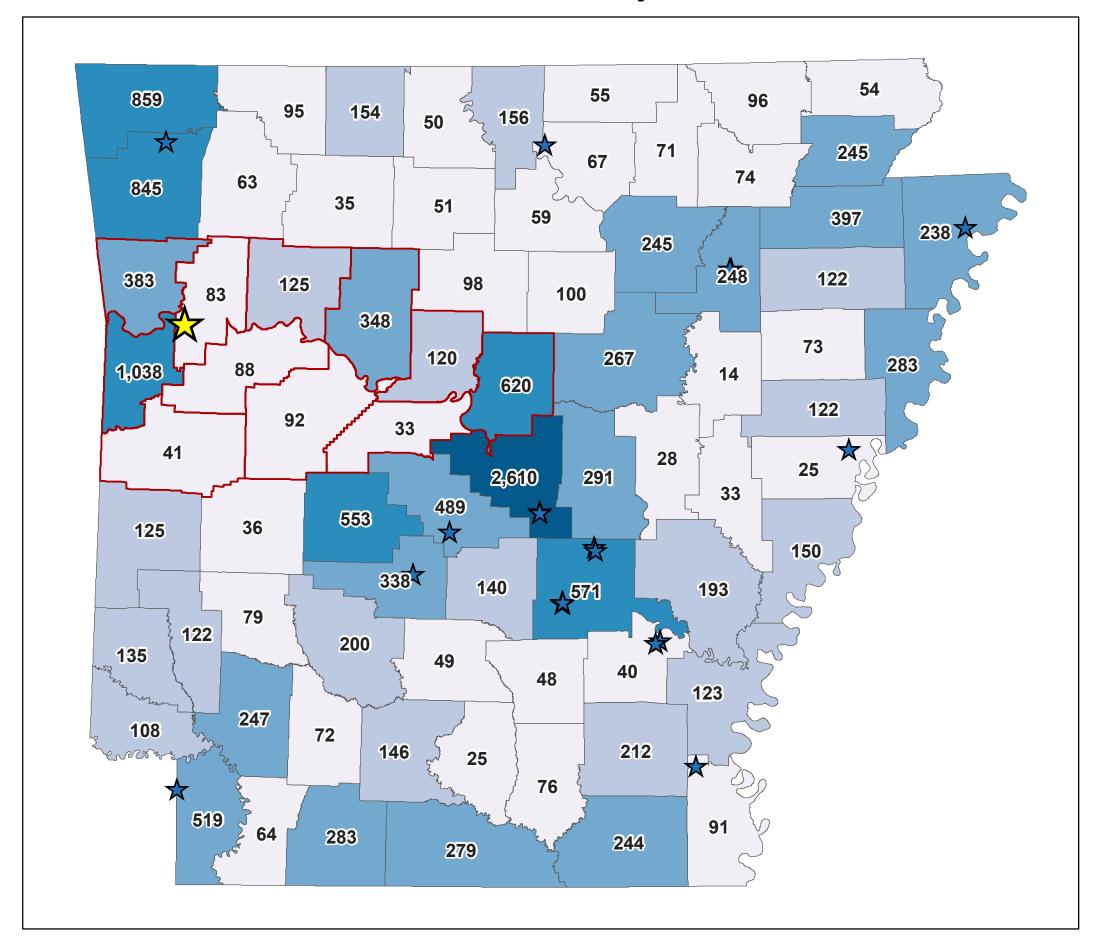
Miscellaneous – The maps in this section provide information on the local postal delivery routes and historical tornado tracks.

- 44. Postal Service Delivery Routes
- 45. Statewide F3/F4 Tornados

46. Regional Tornado Paths Since 1950

Key Contacts – Contact information for key personnel in the region

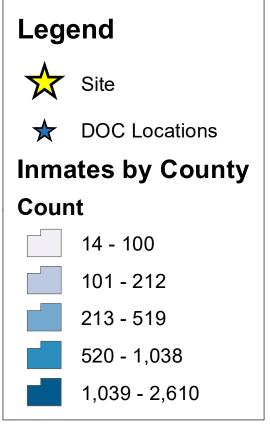
Inmate Offender - County of Conviction



Inmate Distribution by County of Conviction

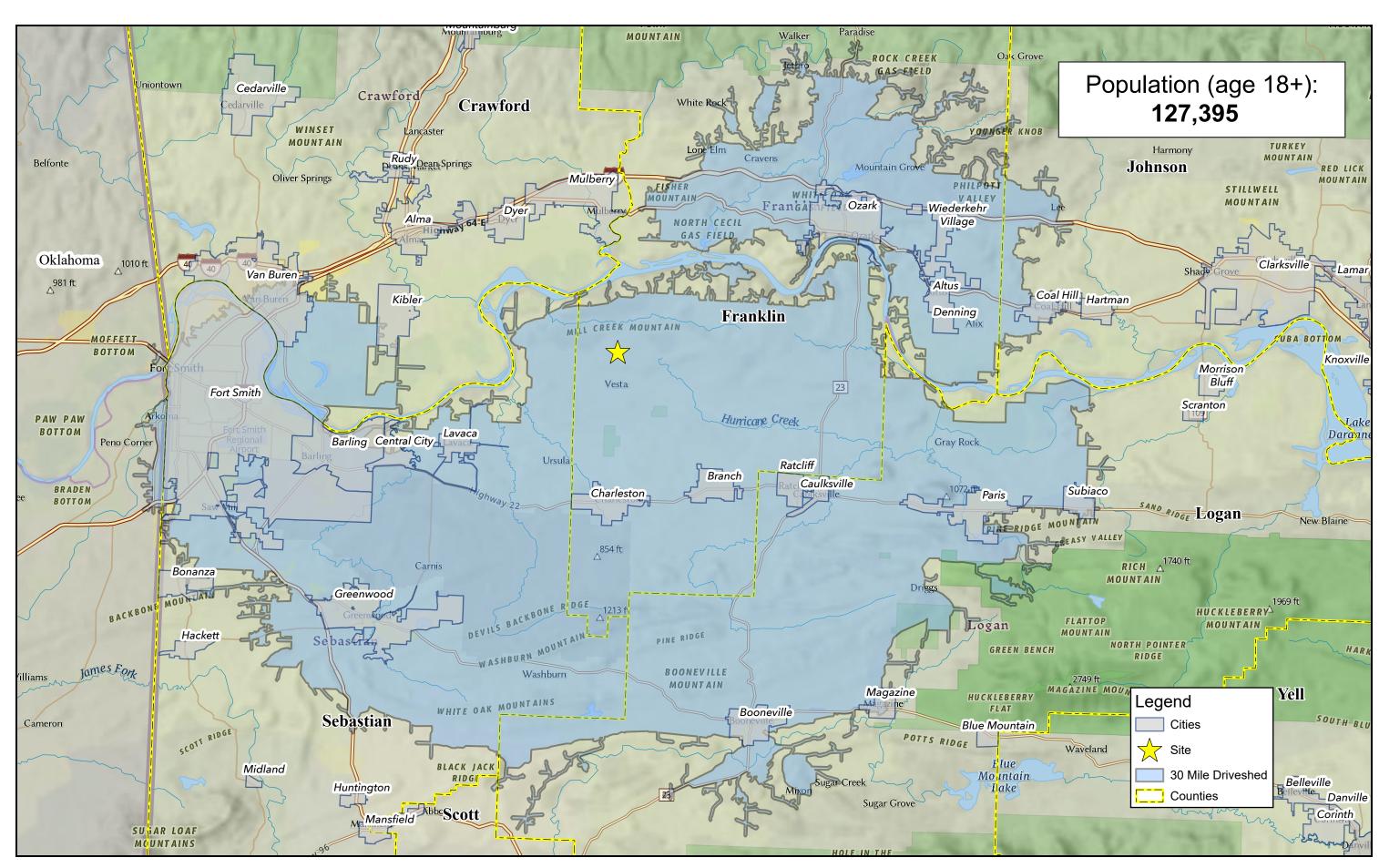
16,951 Total Inmates

2,971 or 17.5% from Arkansas River Valley

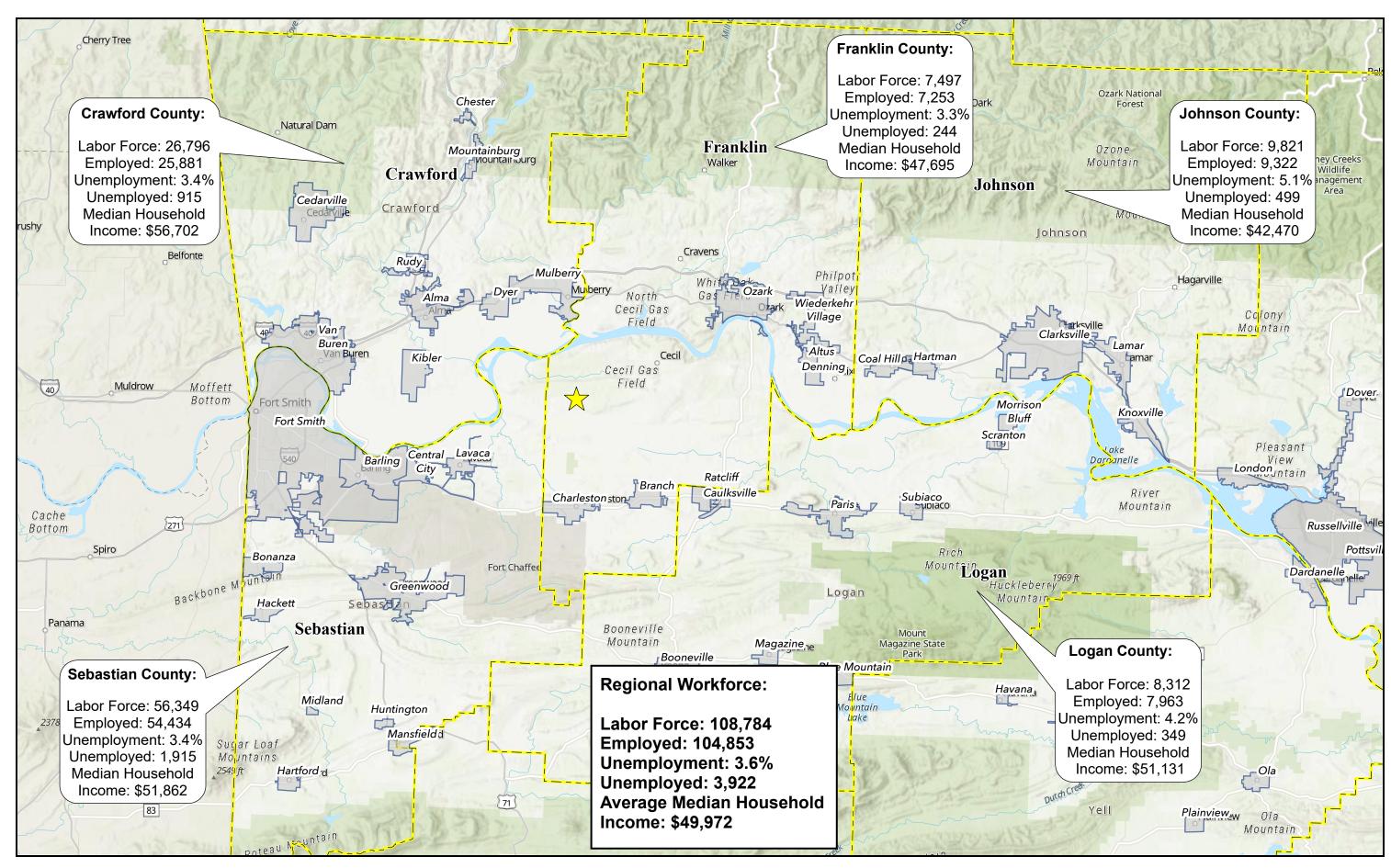


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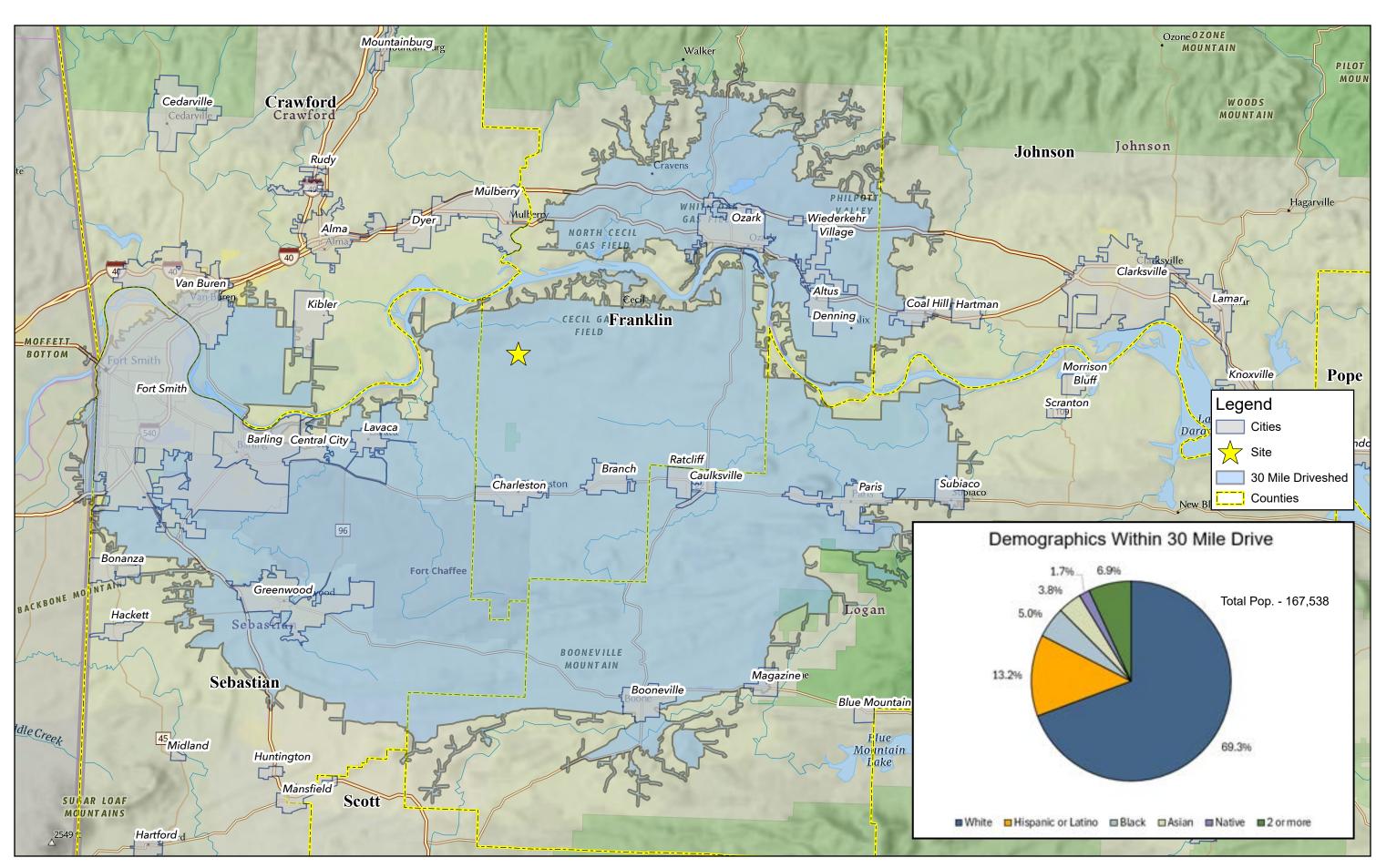
Working Age Population Within 30 Mile Drive



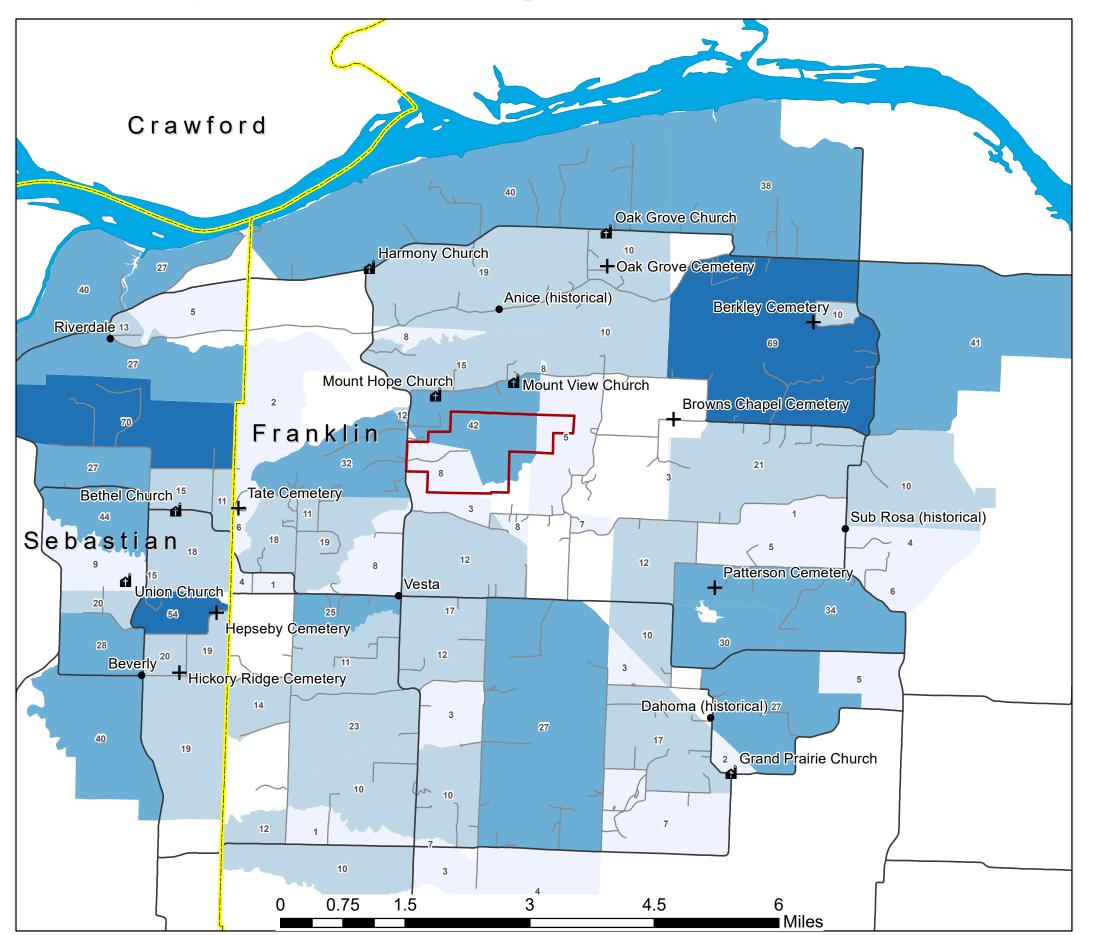
Regional Workforce



Demographics Within 30 Mile Drive

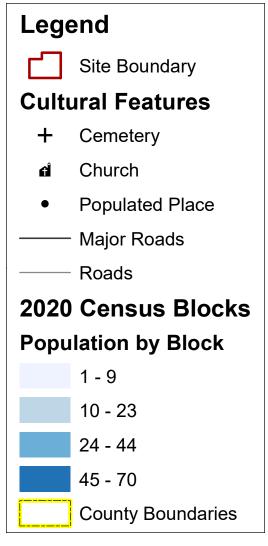


Population, Housing and Cultural Features

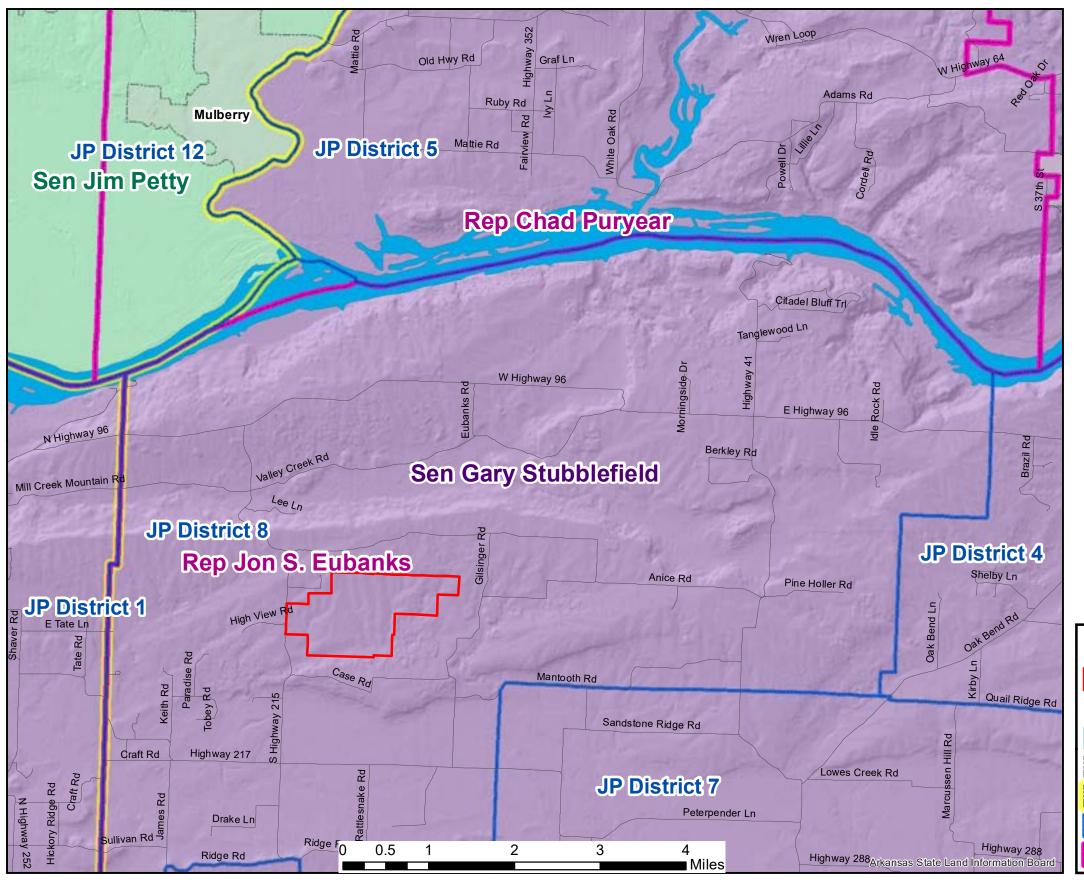


Site Metrics - Within 5 Miles

1,376 Population 1,066 Population Over 18 Years 605 Residential Housing Units

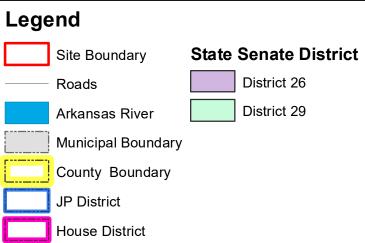


Election Geography and Elected Officials

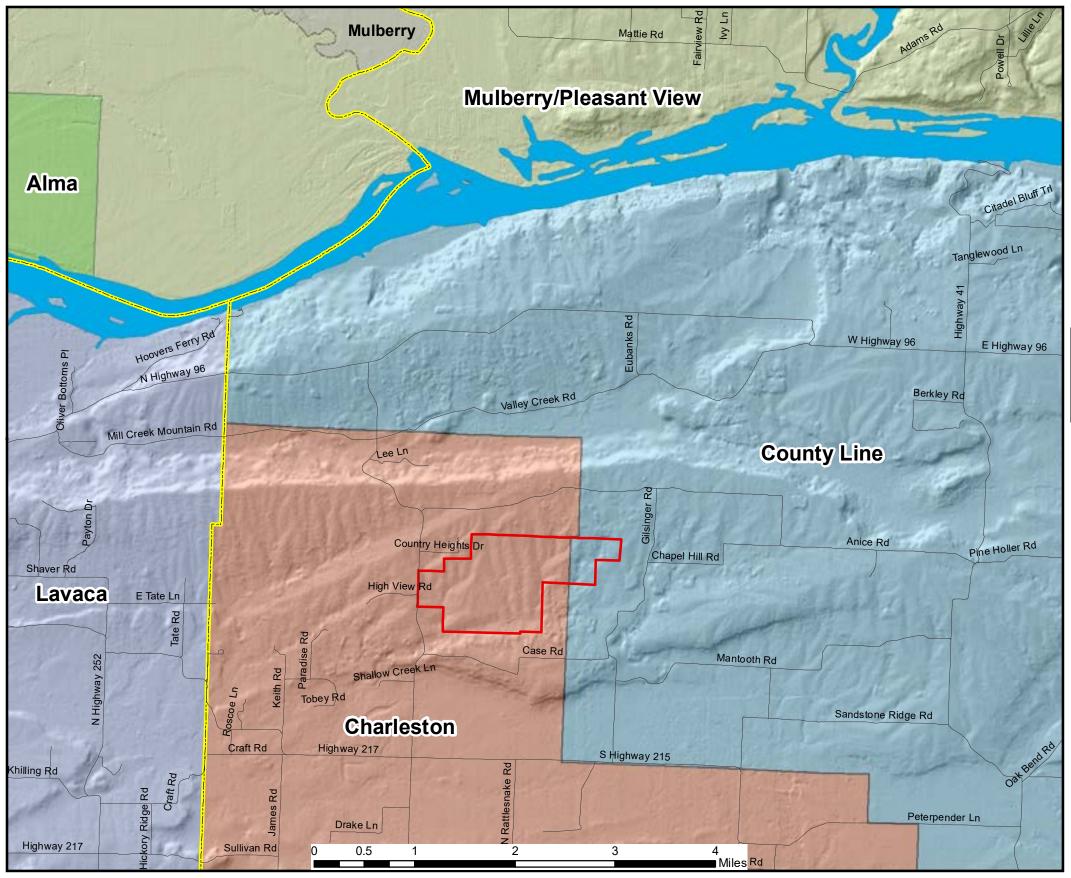


List of Elected Officials

Franklin County County Judge: Rickey Bowman Sheriff: **Johnny Crocker** Assessor: **Rose McKinnon** Clerk: **Tammy Sisson Justice of Peace: Cody Sosebee** State Representative: Jon S. Eubanks Senator: **Gary Stubblefield Congressional District 4: Bruce Westerman**



School District Boundaries



Driving Distance to Nearest Schools

Charleston Campus: 9 miles County Line Campus: 14 miles Lavaca Campus: 13.7 miles

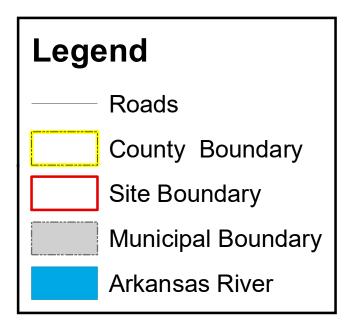
School District Revenue Impact

The site is split by the Charleston and County Line School Districts and the real estate revenue is allocated based on the acreage. Under State ownership the real estate will become tax exempt. The table below illustrates the financial impact to each school district.

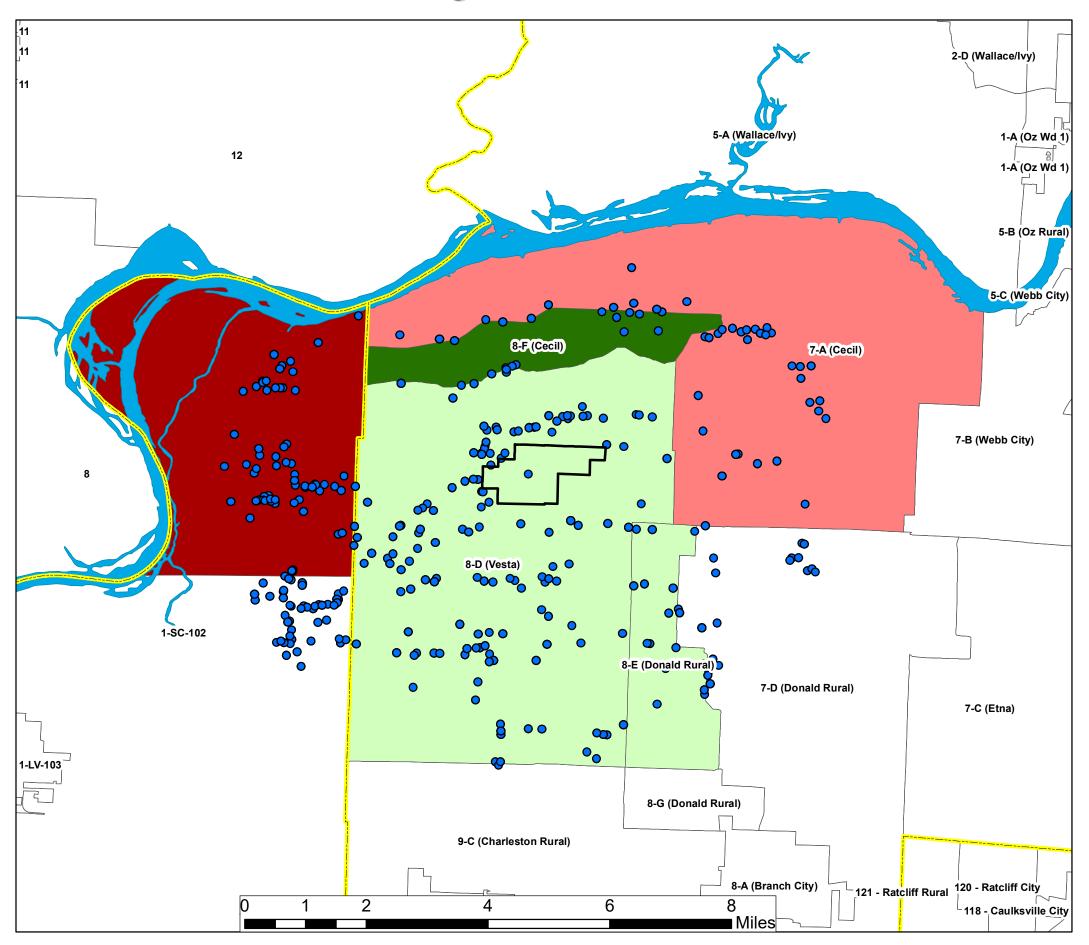
School District	Acres	Assessed Value	Millage	Revenue Decrease
Charleston	790	\$74,570	37.5	\$2,796.38
County Line	158.5	\$4,430	36.1	\$159.92

Calculations based on the 2023 millage rates, the Charleston District would experience a \$2,796 decrease in revenue, and the County Line District would experience a \$160 decrease in revenue

*Revenue impact calculation based on the State of Arkansas 2023 Millage Report (2024 Collections)



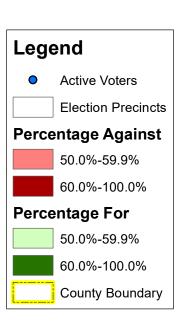
Recent Voting Trends & Election Results



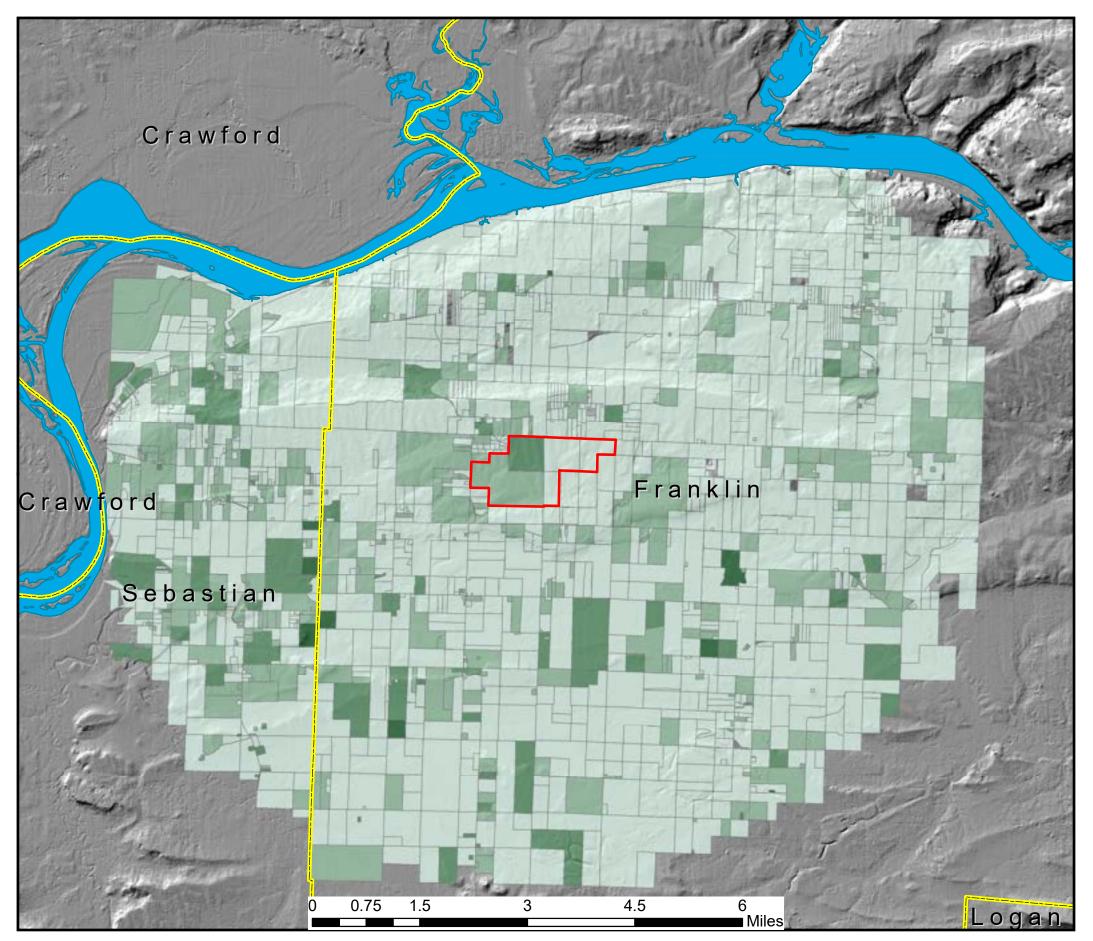
November, 2020 Issue 1 Result General Election

Issue No. 1: An Amendment to the Arkansas Constitution Continuing a One-Half Percent (0.5%) Sales and Use Tax for State Highways and Bridges; County Roads, Bridges and Other Surface Transportation After the Retirement of the Bonds Authorized in Arkansas Constitution, Amendment 91

88% of the population within 5 miles of this site are active voters.



Parcels within 5 Miles by Assessed Values



1,675 Total Parcels

1,669 Assessed Parcels: \$10,865 Average Value 36 Acres

Agricultural Parcels: 1,315 Parcels \$10,295 Average Value 45 Acres

Residential Parcels: 346 Parcels \$12,337 Average Value 2 Acres

Commercial Parcels: 8 Parcels \$24,457 Average Value 31 Acres

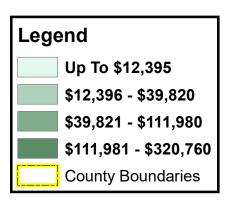
Reappraisal Cycle: To be completed in 2026 and is a 5 year cycle.

Franklin County Rate: 9.4 Mills

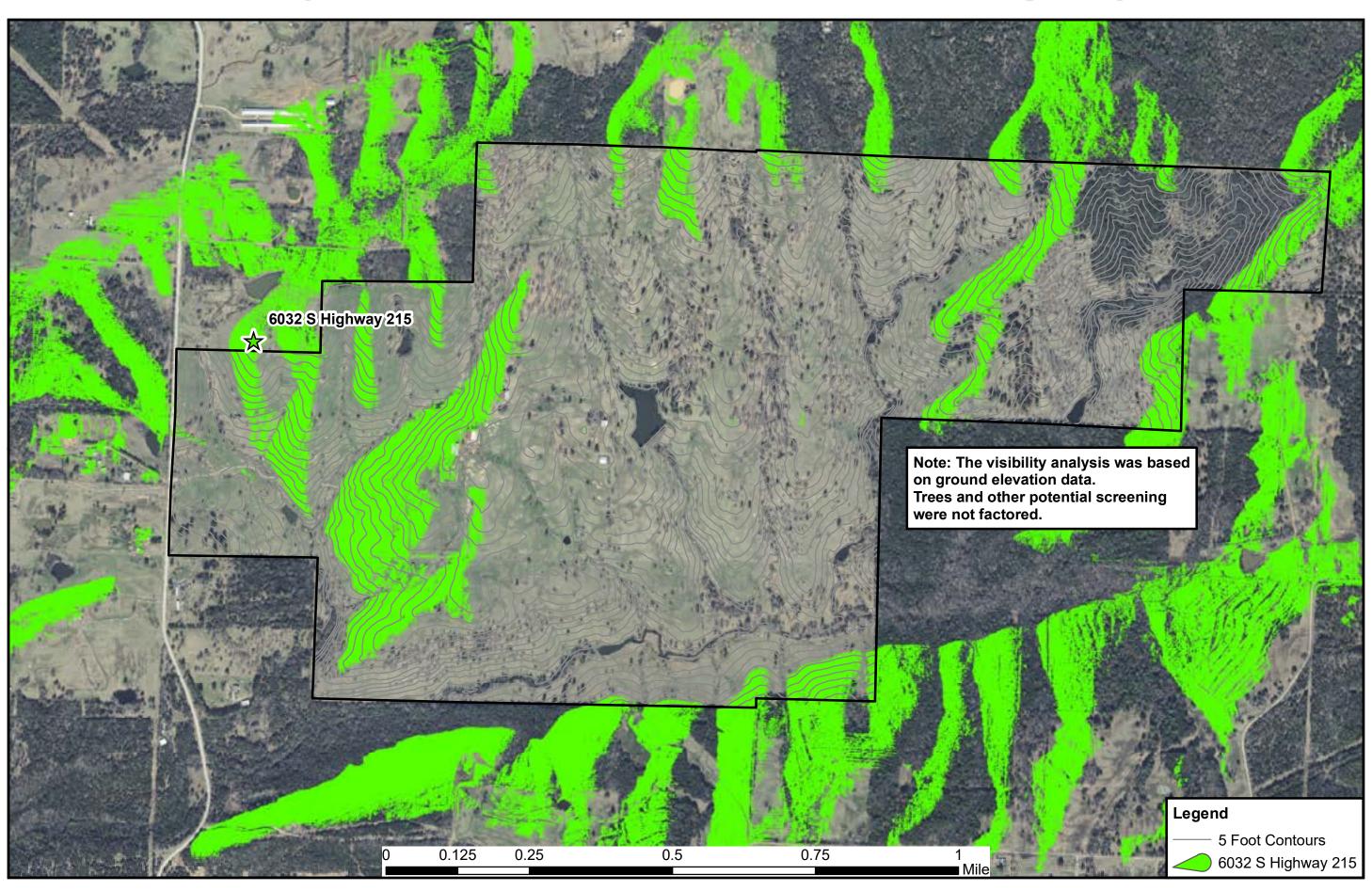
Average School District Rate: 37.70 Mills

Average City Total Rate: 4.98 Mills

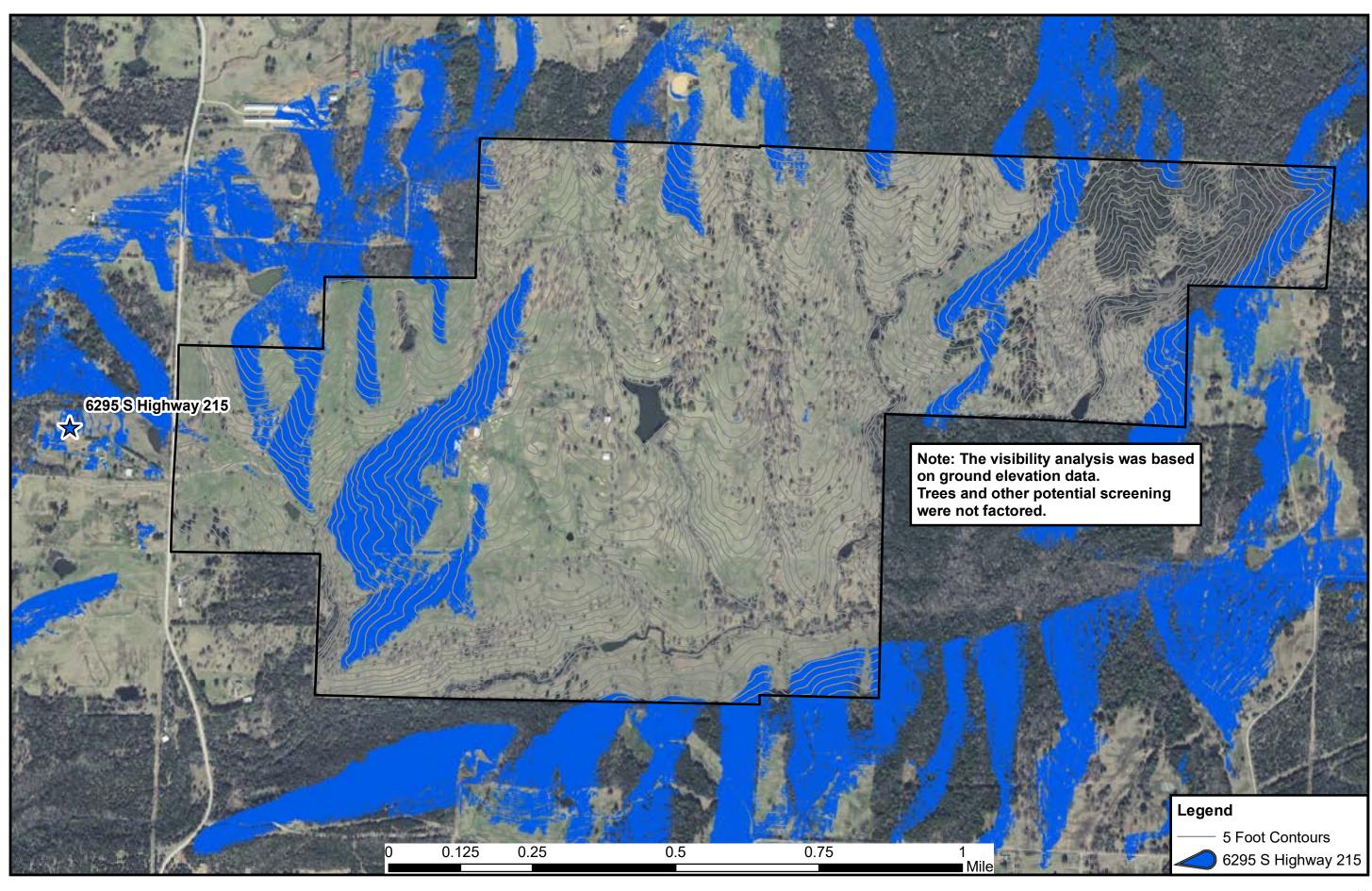
Average Overall Total Rate: 49.59 Mills



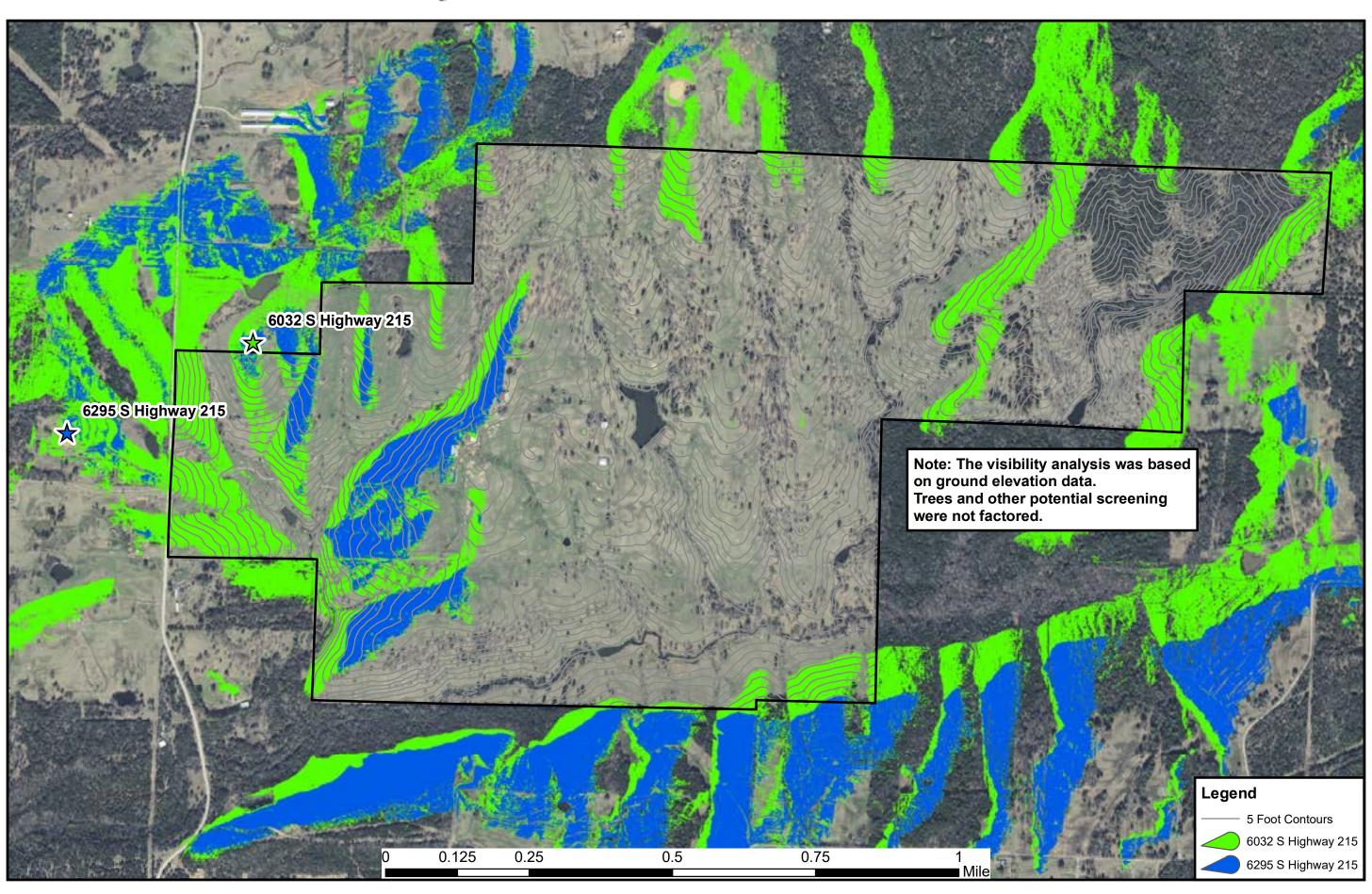
Visibility From Residential Structure 6032 S Highway 215

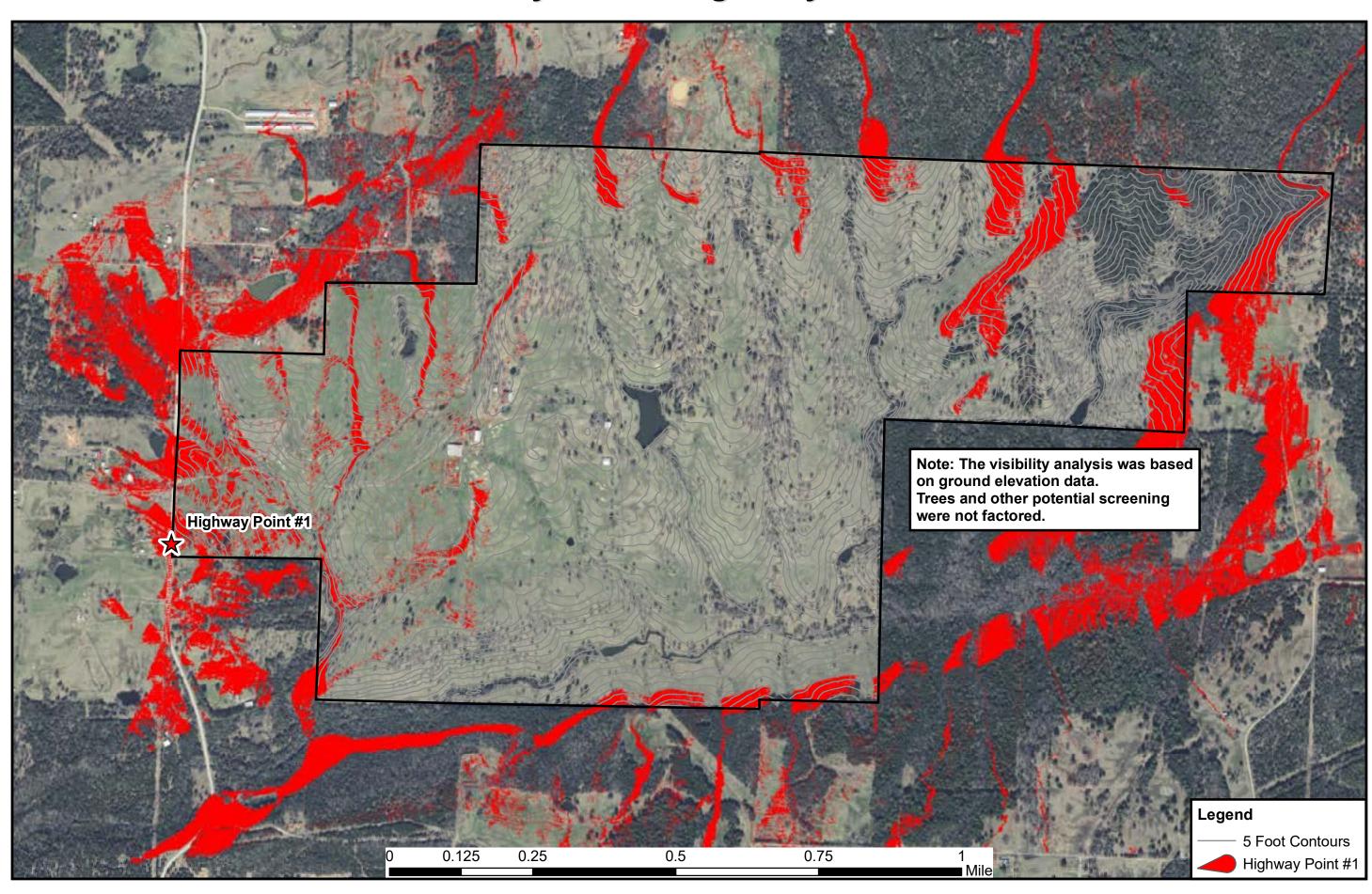


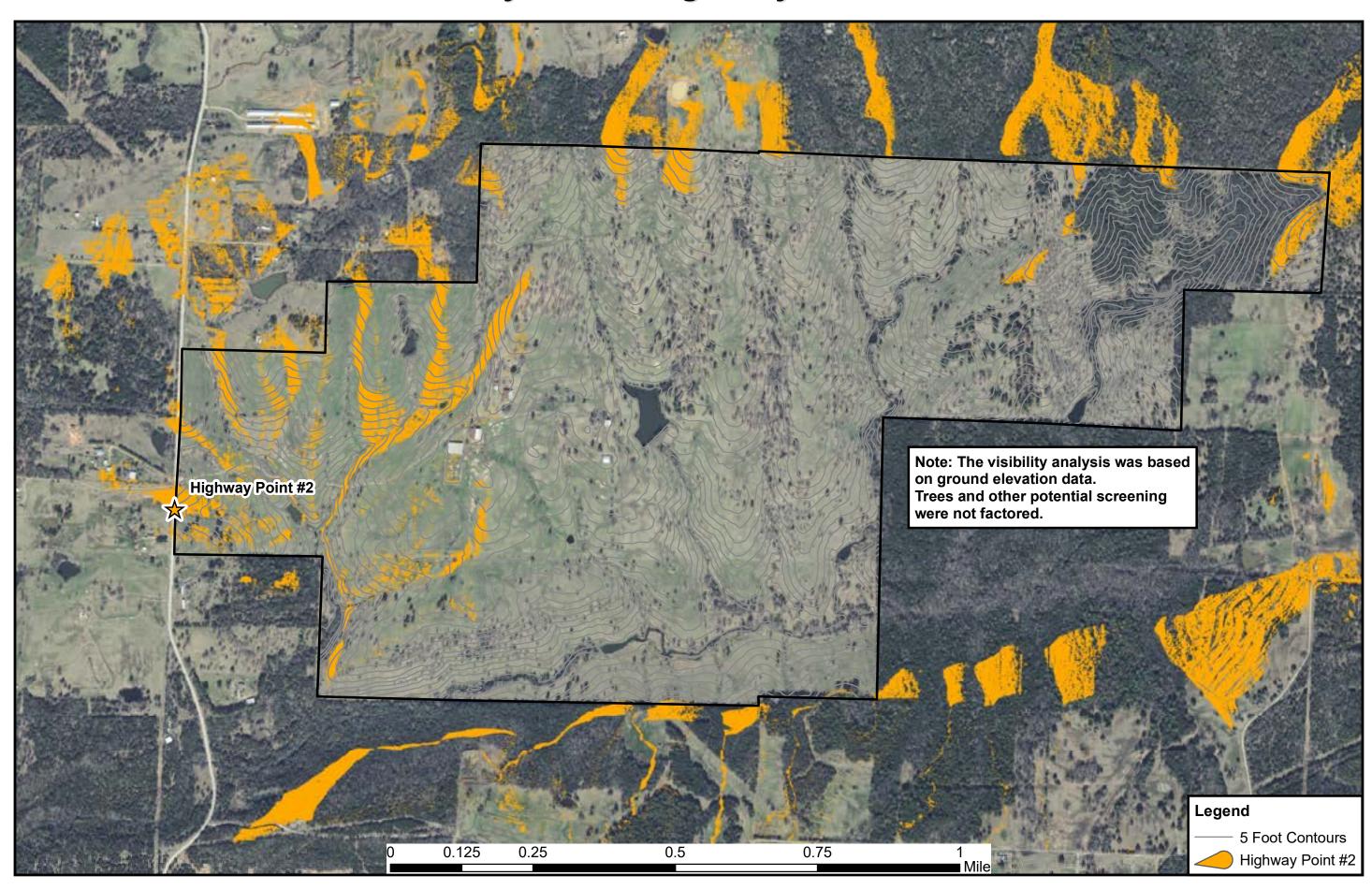
Visibility From Residential Structure 6295 S Highway 215

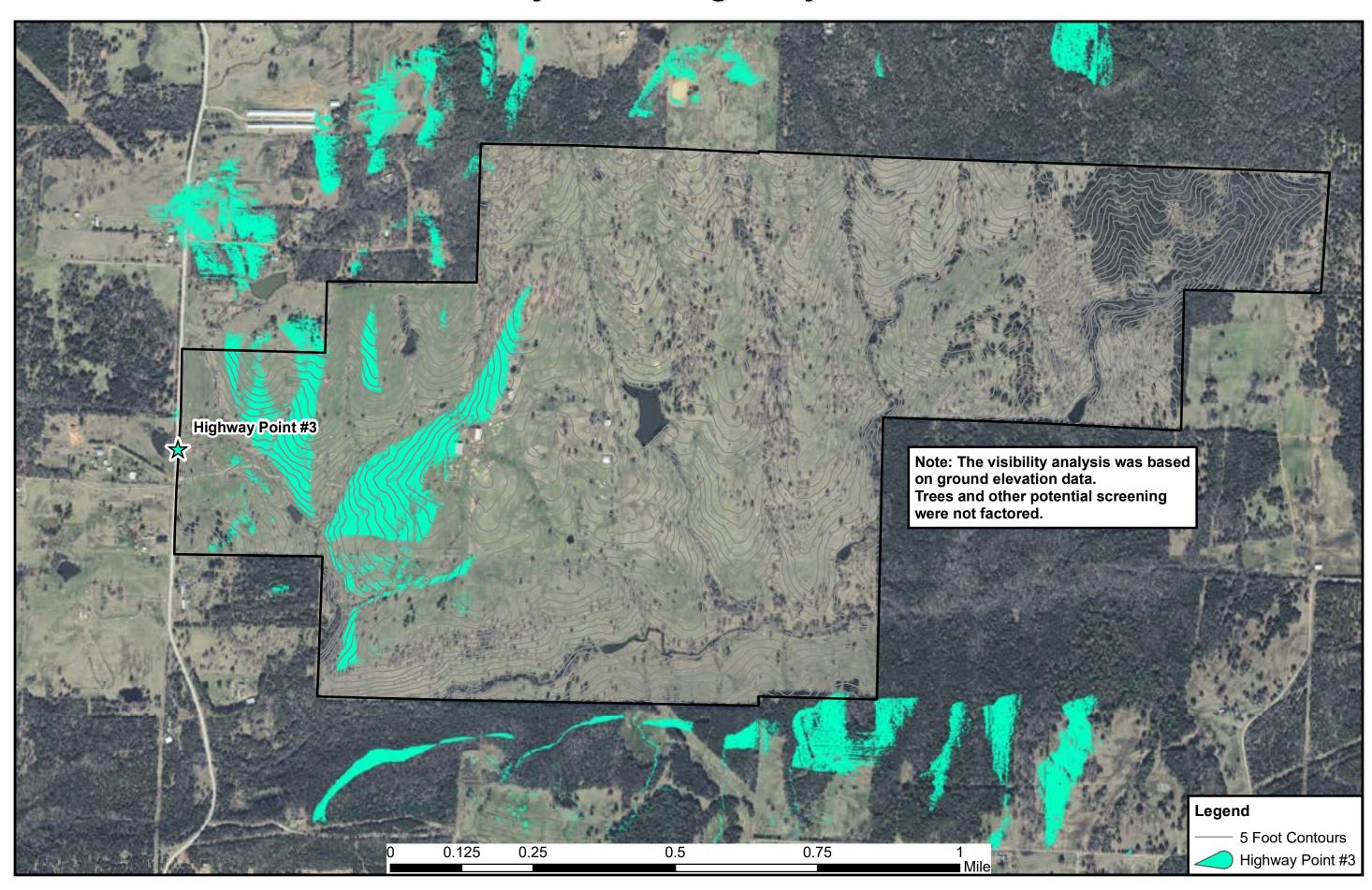


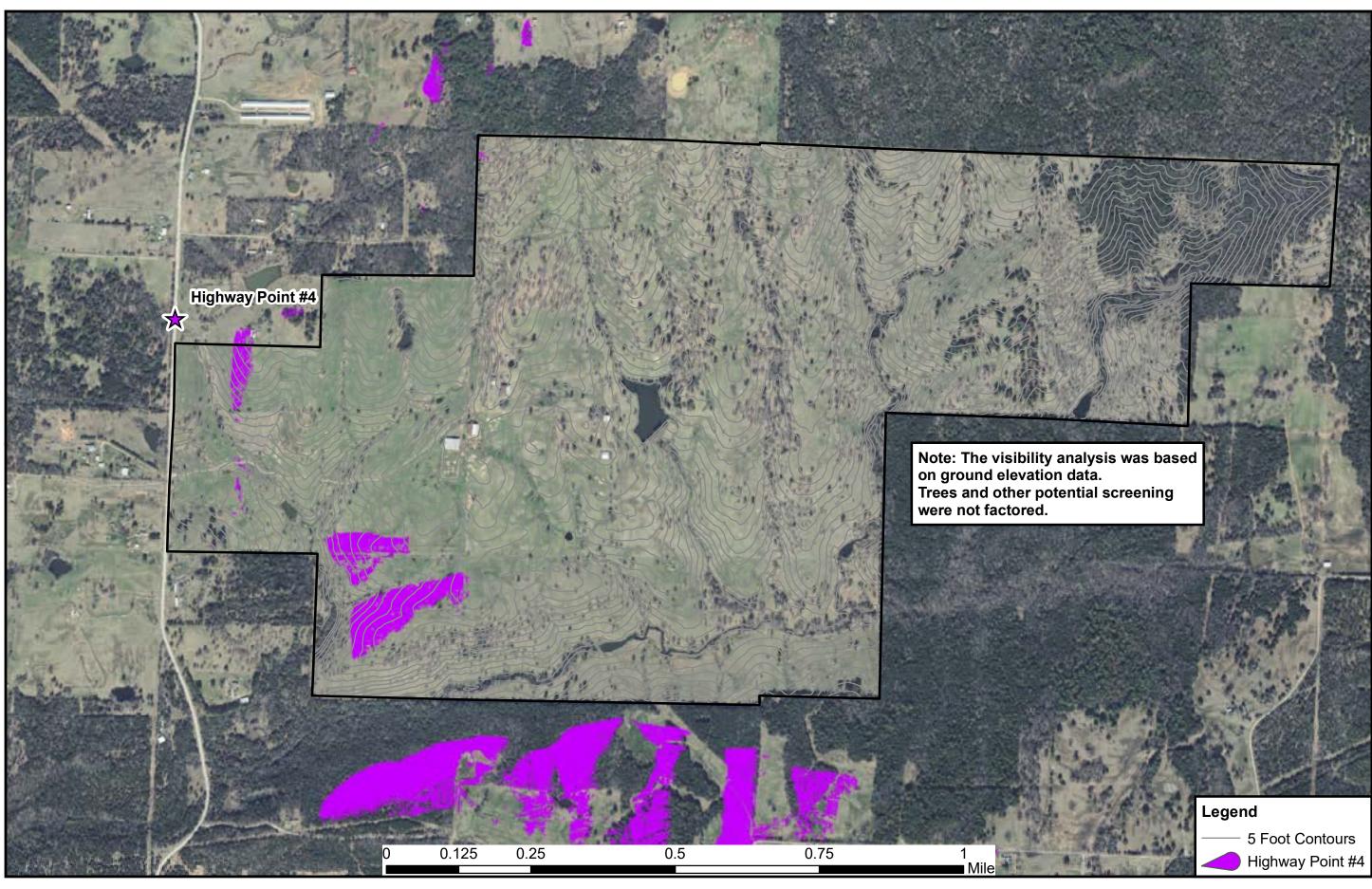
Visibility From Both Residental Structures



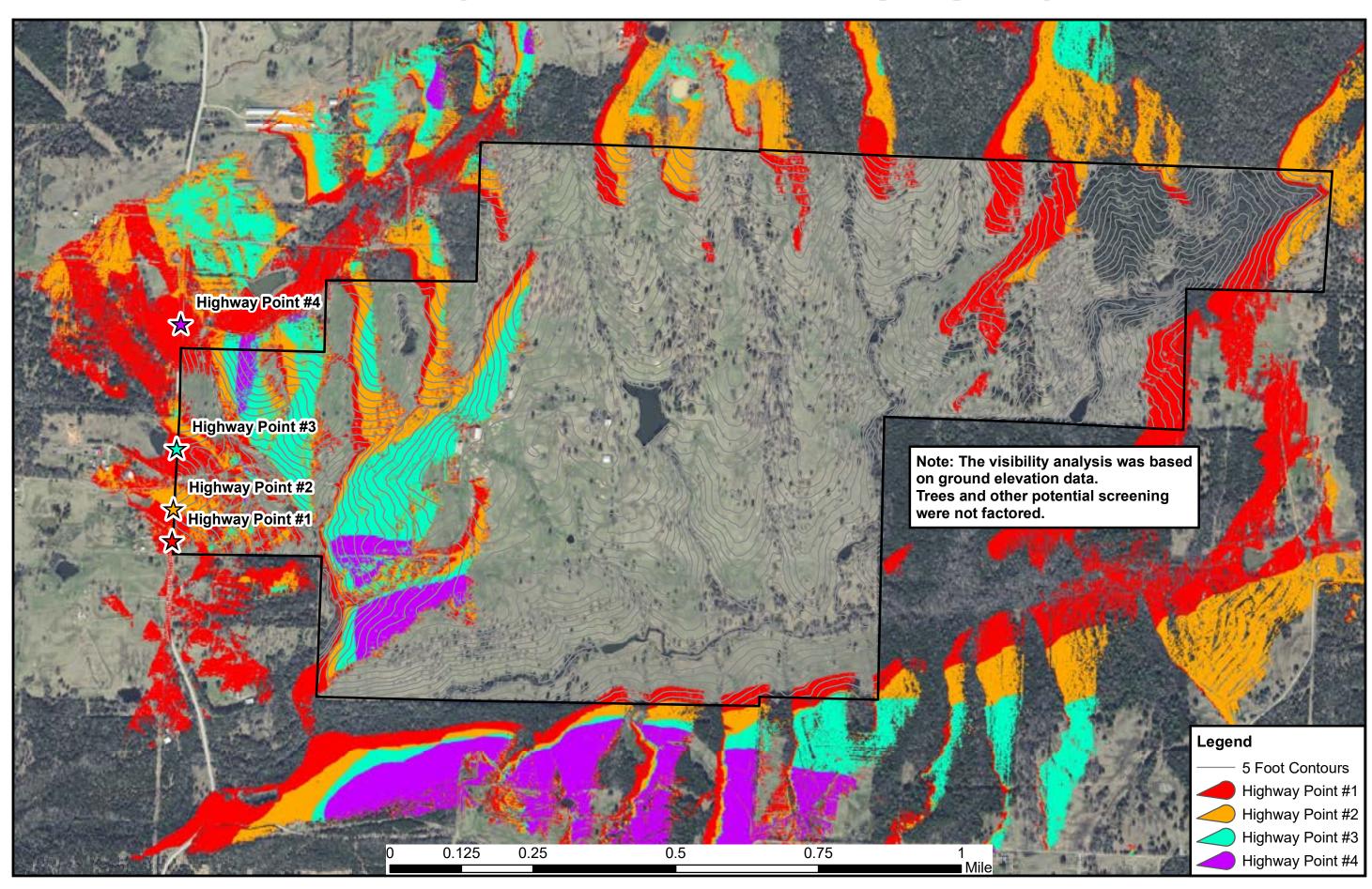




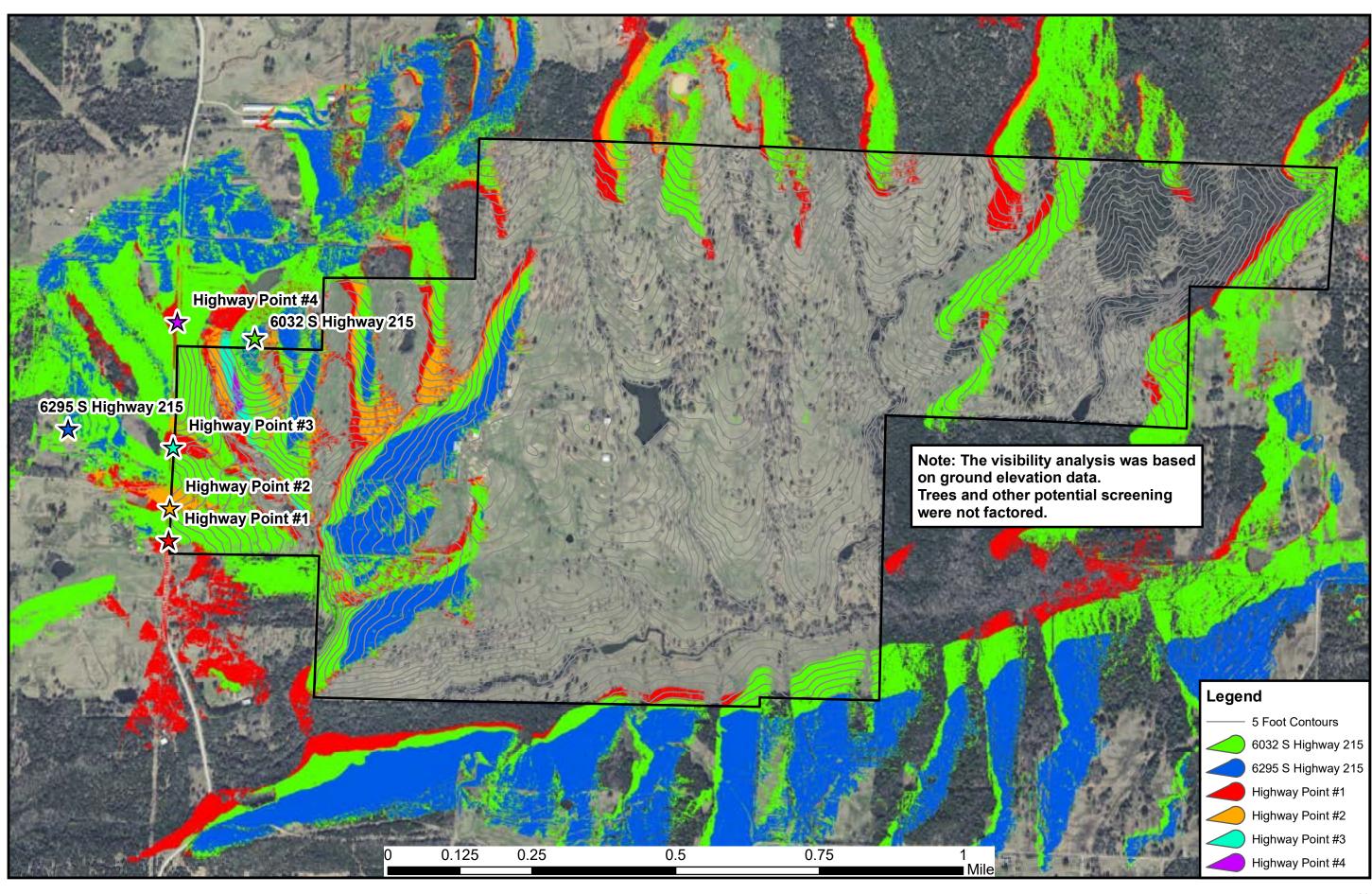




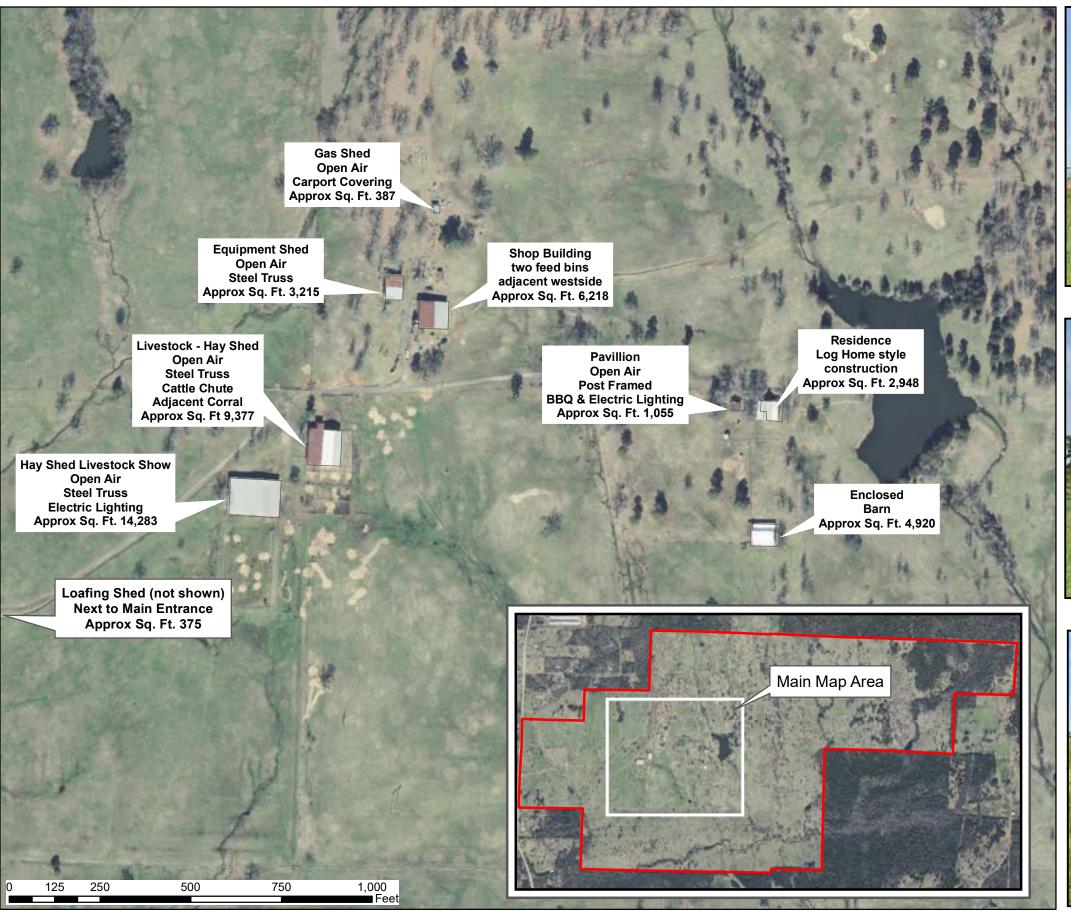
Visibility From All Points Along Highway

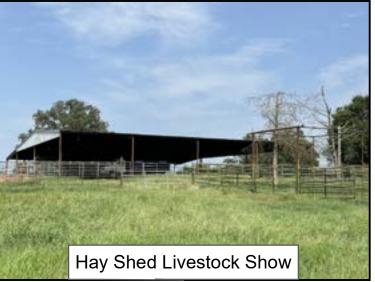


Visibility From All Points



Infrastructure - Buildings and Structures

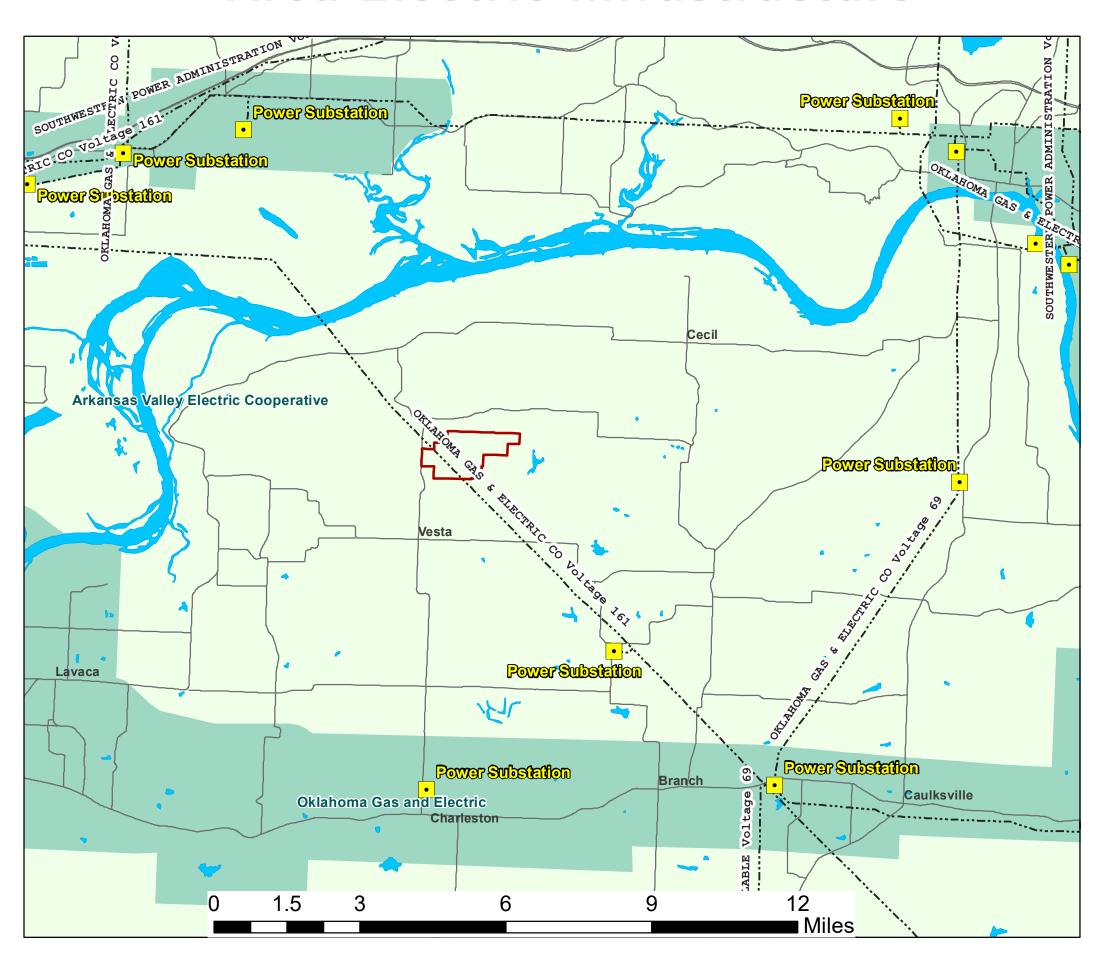








Area Electric Infrastructure

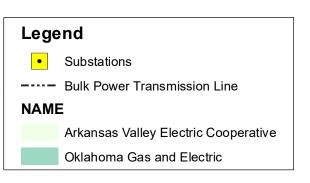


Site and Electric Infrastructure

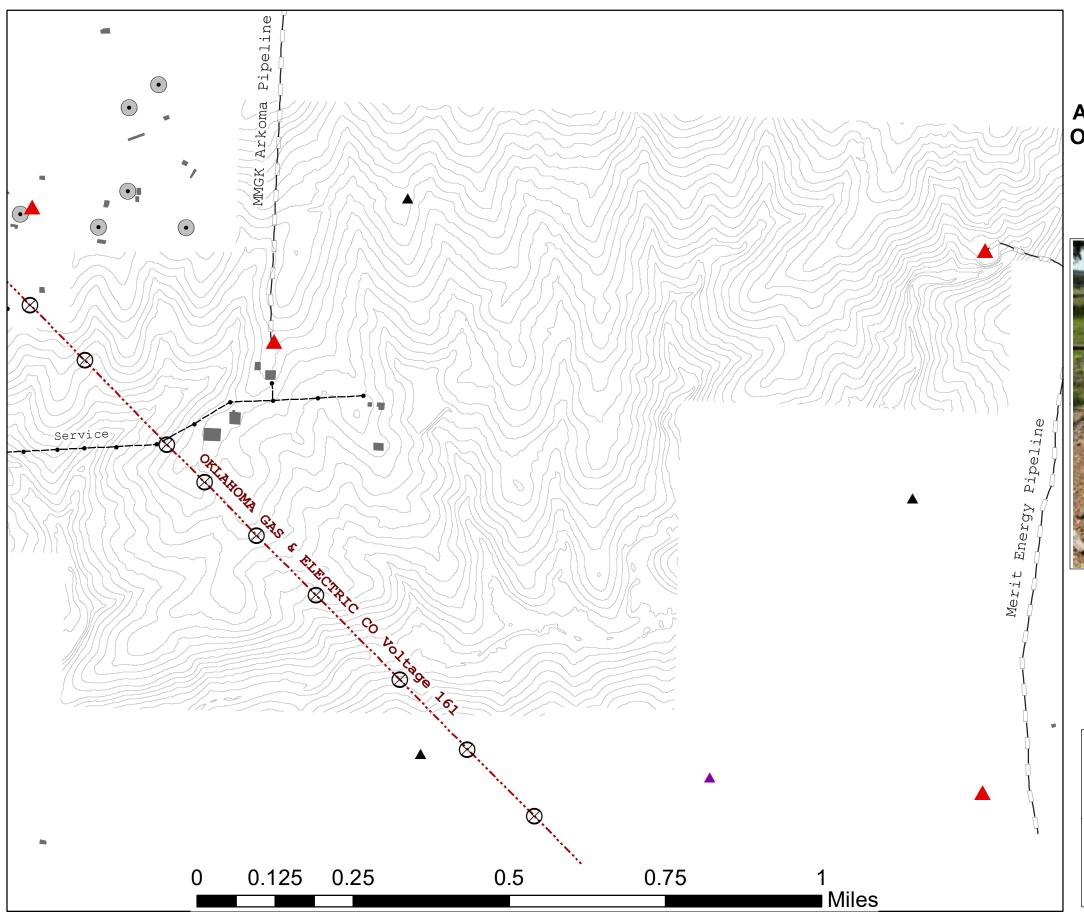
Arkansas Valley Electric Residential Service

Oklahoma Gas & Electric Transmission Line

Approximately 7.5 miles of service line from substation near intersection of Grand Prairie Road and Highway 60.



Infrastructure - Electric, Natural Gas and Water

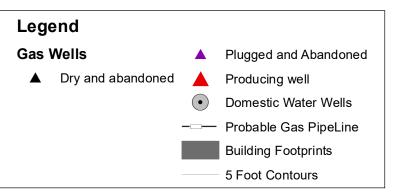


Site and Adjoining Infrastructure Metrics

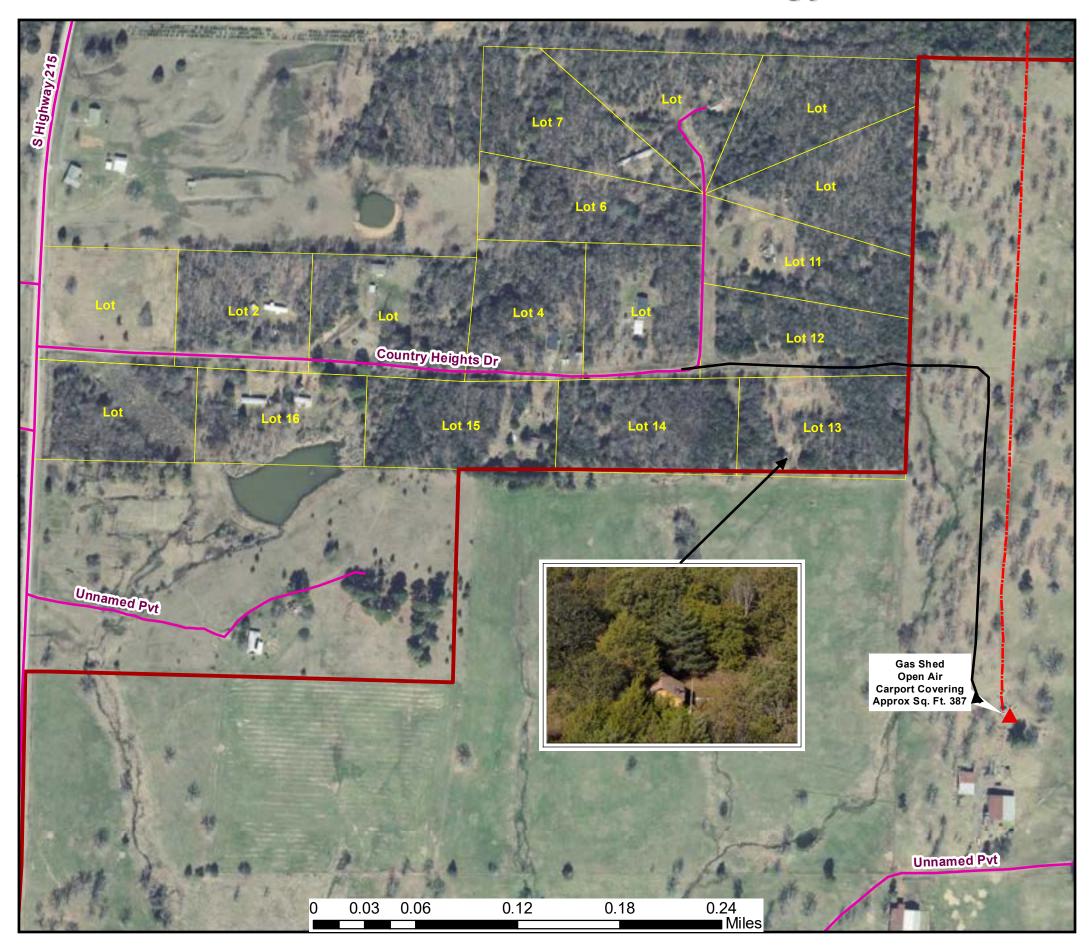
Arkansas Valley Electric Residential Service Oklahoma Gas & Electric Transmission Line

- 10 Domestic Water Wells Nearby
 - 2 Producing Natural Gas Wells
 - 1 Abandoned Natural Gas Well





Gas Well Access Strategy



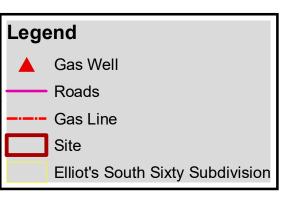
Real Estate Purchase Evaluation

Lots 12 & 13 of Elliot's South Sixty Subdivision Owned by Steven Crowder 1004 Fraker Street Springdale, AR 72764

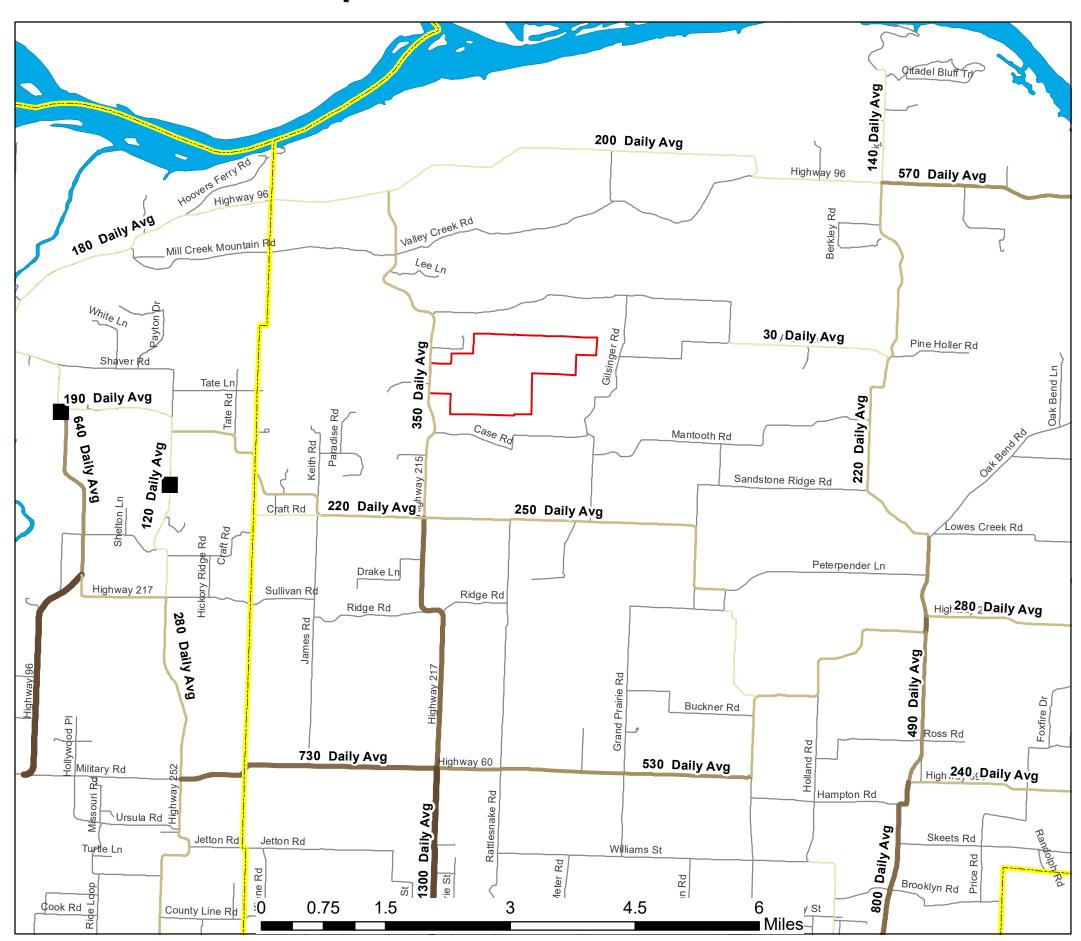
Non-Resident Owner

Accessed via Country Heights Drive a dedicated public road.

Acquisition of Lots 12 & 13 could secure an alternative access route for gas well operators, that would minimize interference with facility operations.



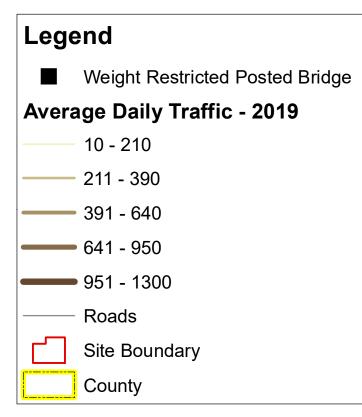
Transportation Infrastructure

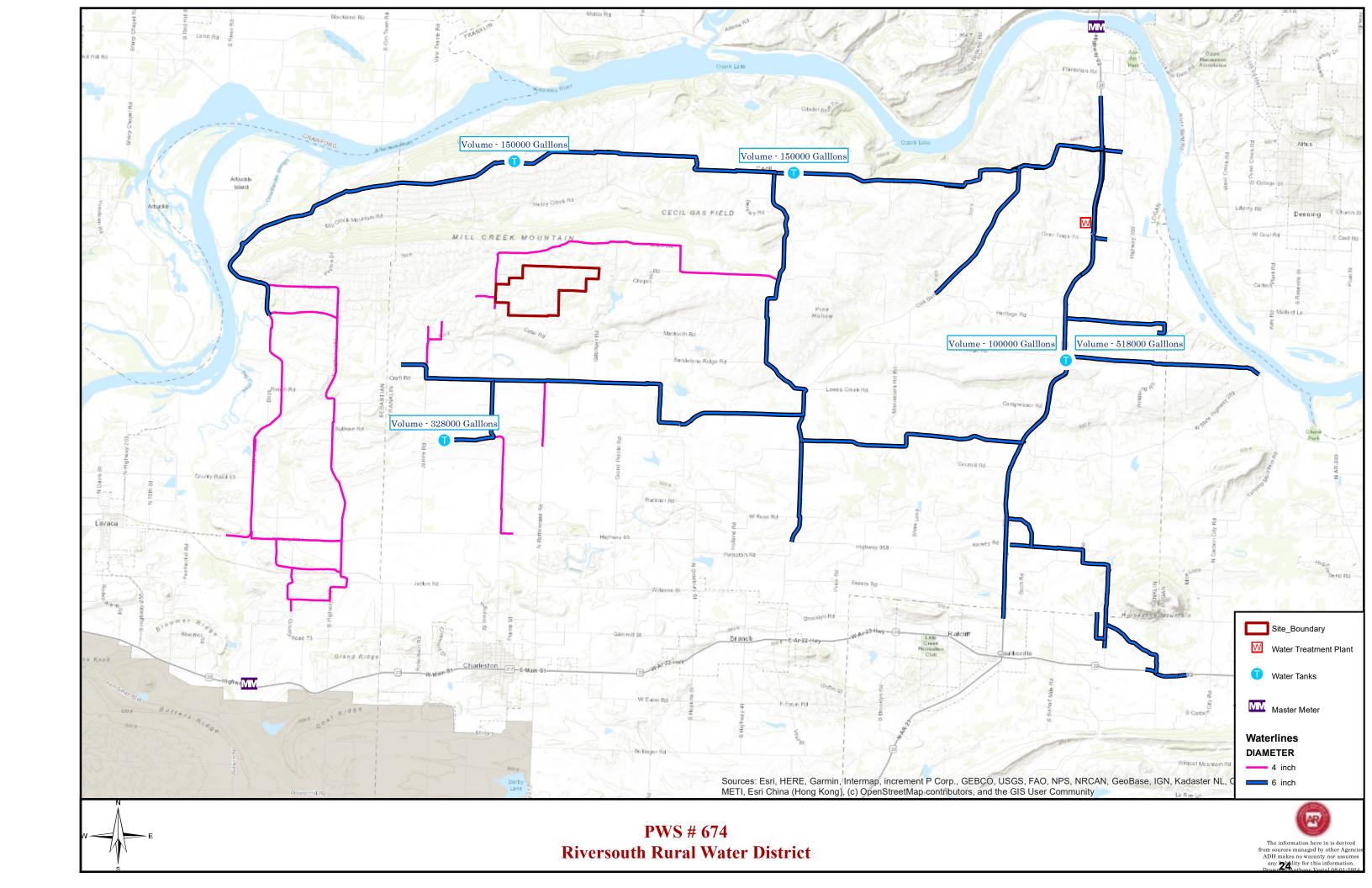


Area Transportation Detail

Highway 96 - 200 Average Daily
Functional Class 5 Major Collector
Rural functional class determined by the County Judge
Highway 217 - 800 Average Daily @ Vesta
Functional Class 5 Major Collector
Rural functional class determined by the County Judge
Highway 215 - 350 Average Daily
Functional Class 5 Major Collector
Rural functional class determined by the County Judge

Functional classification is the process by which streets and highways are grouped into classes, or systems, according to the character of service they are intended to provide. Most travel involves movement through a network of roads. It becomes necessary then to determine how this travel can be channelized within the network in a logical and efficient manner. Functional classification defines the nature of this channelization process by defining the part that any particular road or street should play in serving the flow of trips through a highway network.

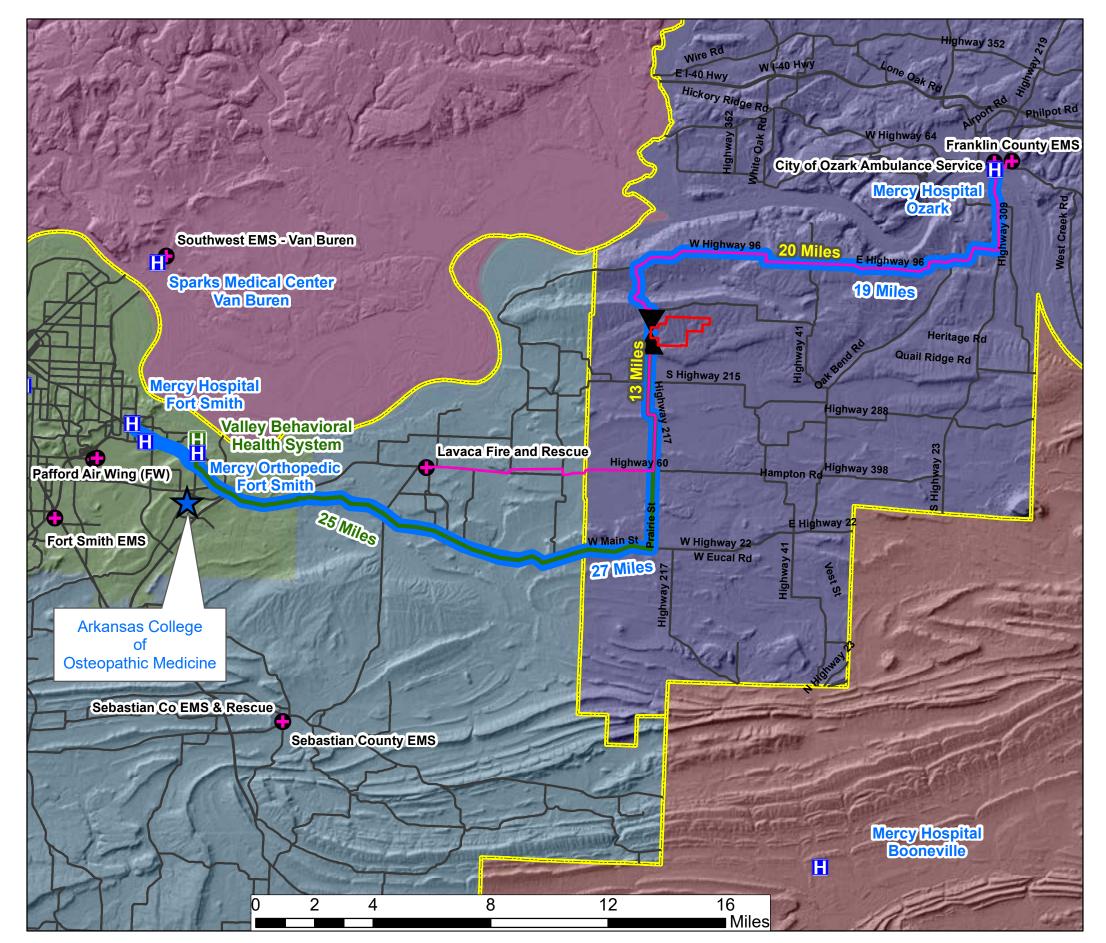






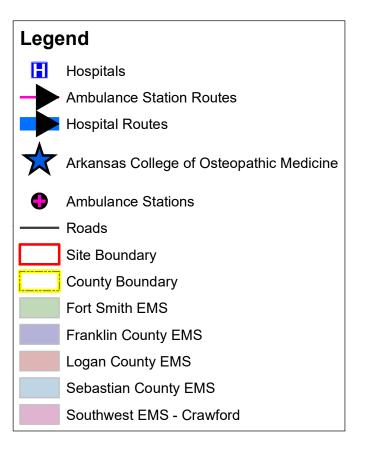


Ambulance Station Routes and Hospital Routes to Site

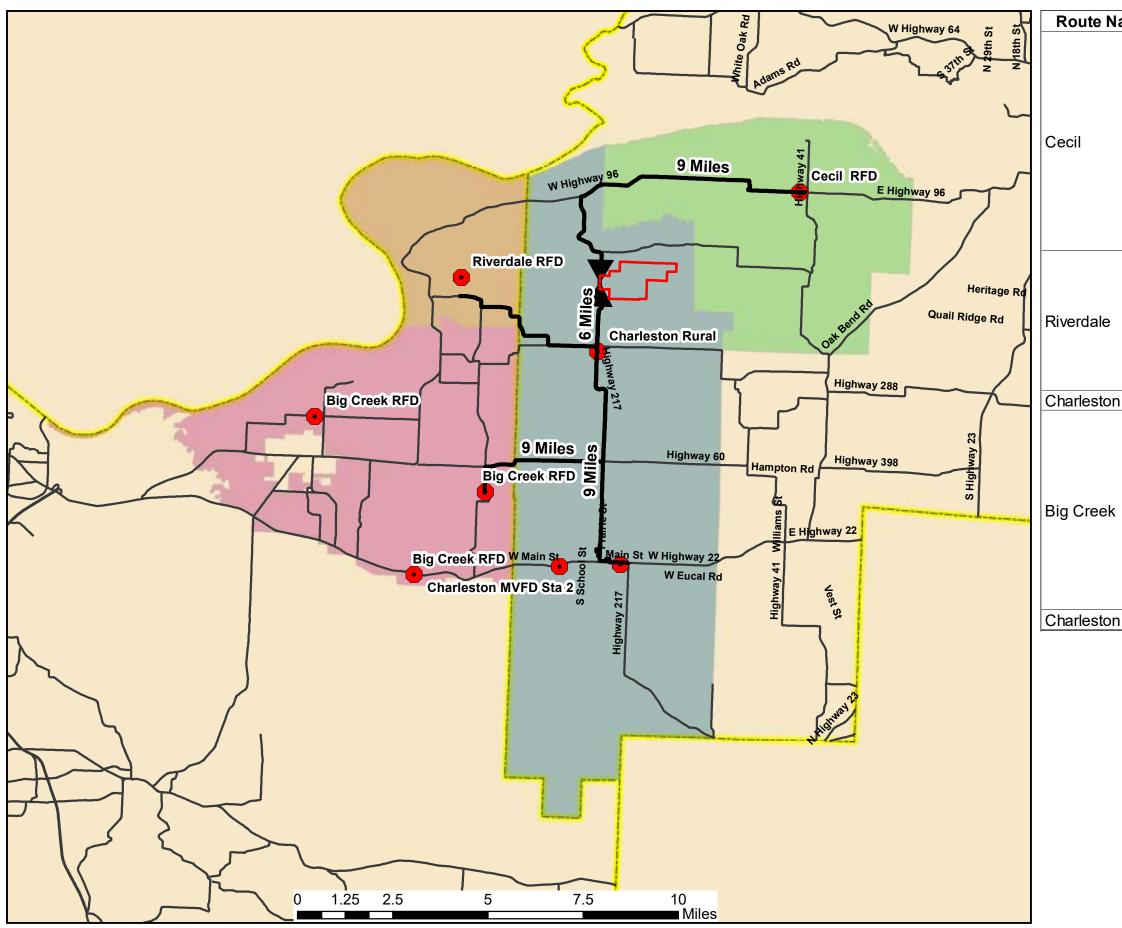


Station Name	Miles
Franklin County EMS	20 Miles
Lavaca Fire and Rescue	13 Miles

Hospital Route	Miles	Services	
		Comprehensive Testing and	
		Treatments	
		Level IIIA NICU	
Mercy Hospital Fort Smith	27 Miles	Outpatient Surgery	
		Trauma Unit	
		Burn Unit	
		Emergency	
Valley Behavioral Health System	25 Miles	Mental Health Services	
Mercy Orthopedic Hospital Fort Smith	27 Miles	All-in-One Orthopedic Care	
Mercy Hospital Ozark	19 Miles	25-Bed Critical Access	
Wicroy Flospital Ozark	19 IVIIICS	Emergency	

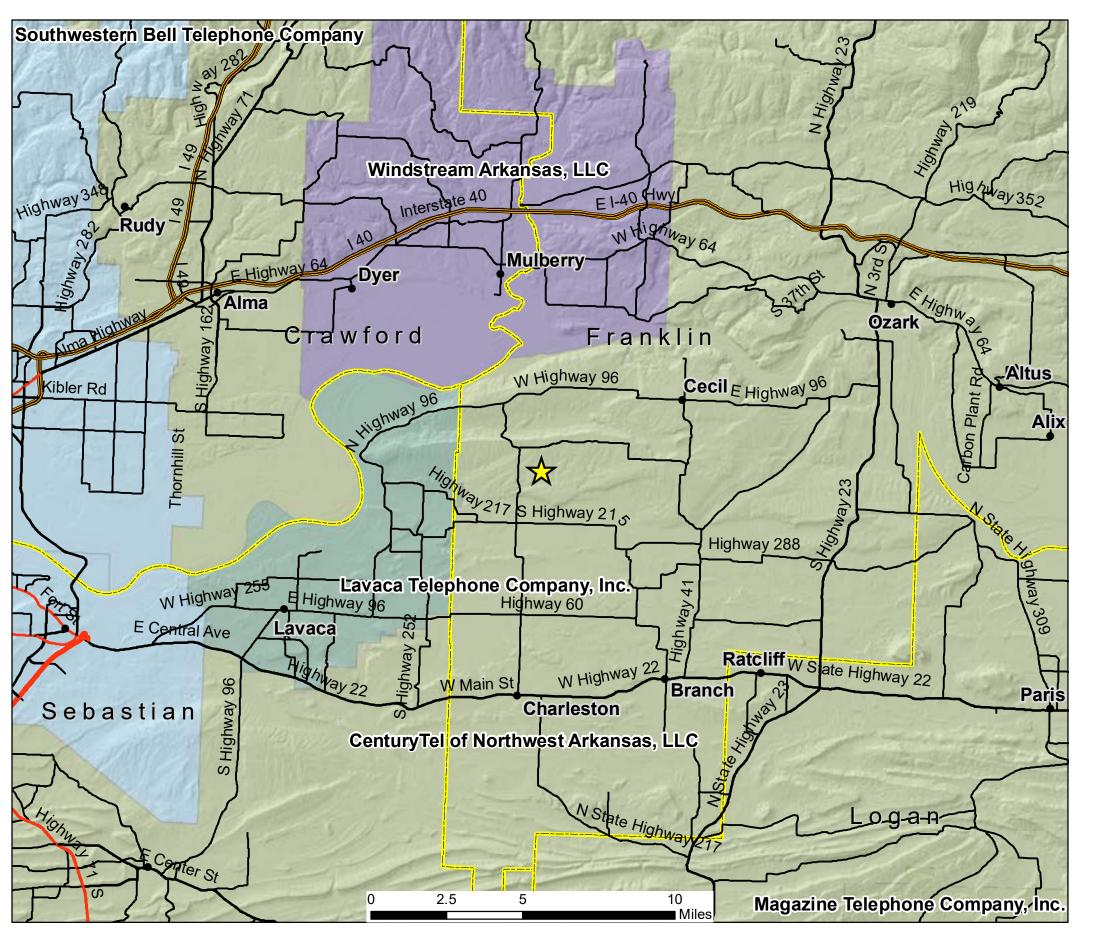


Fire Station Routes to Site



Route Name	Label	ISO Rating	Equipment
Cecil	9 Miles		1,000 GPM Pump/400 Gallon Tank
			500 GPM Pump/400 Gallon
		8.5	Tank
			120 GPM Pump/500 Gallon
			Tank
			2,000 Tank/300 GPM Pump
			2200 Capacity Drop Tank
			6000 Capacity portable
			Generator
			Class B Foam AFFF - 5
	6 Miles	9	1,000 GPM Pump/400 Gallon
Riverdale			Tank (2)
			15 GPM Pump/75 Gallon
			Tank (2)
			2,000 Tank/300 GPM Pump
			(2)
			2000 Capacity Drop Tank
Charleston Rural	2 Miles		
	9 Miles	3	500 GPM Pump/400 Gallon
			Tank (3)
dig Creek			15 GPM Pump/75 Gallon
			Tank (2)
			2,000 Tank/300 GPM Pump
			(3) 3000 Capacity Drop Tank
			62 Capacity portable
			Generator
			Class B Foam AFFF - 6
Charleston	9 Miles		CIGOS B F Gain / N FF = 0
	5 1711150		

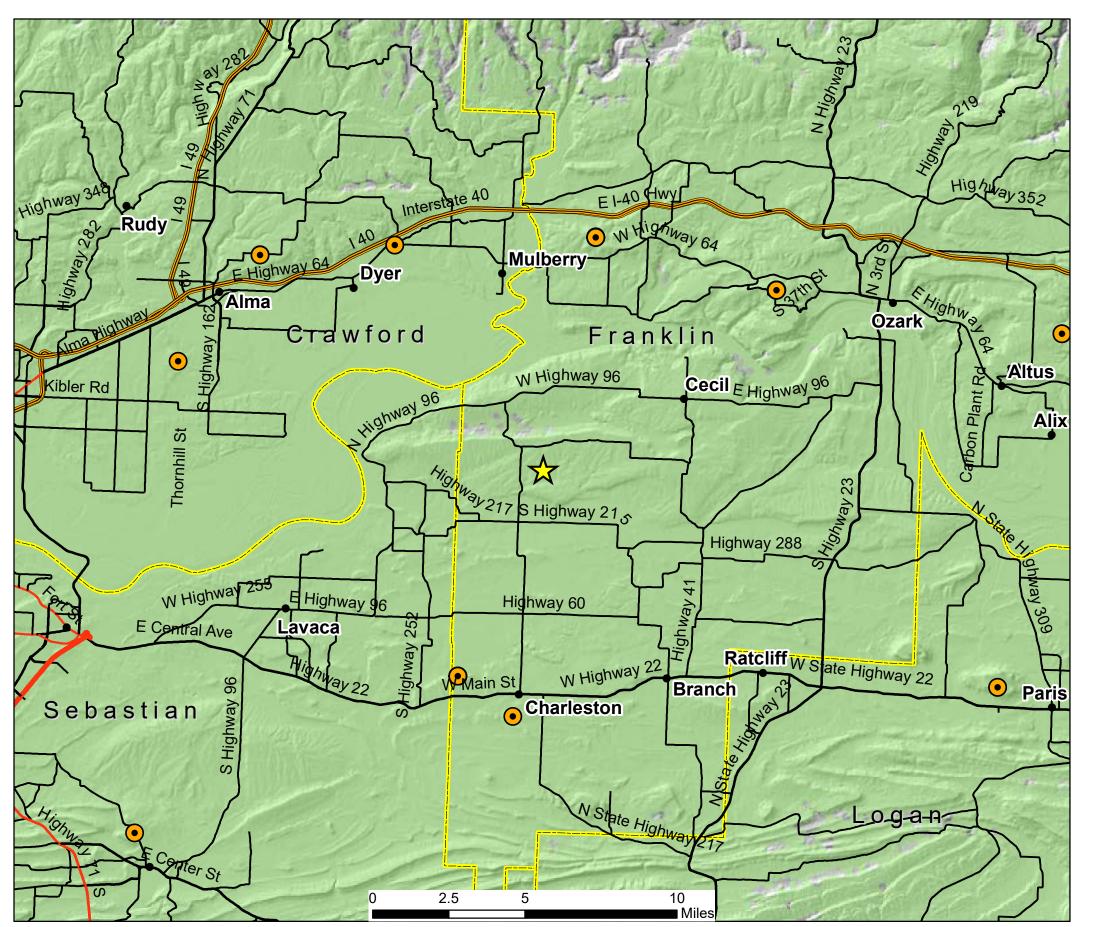




Local Telephone Exchange Boundaries

(Local exchanges as labeled)

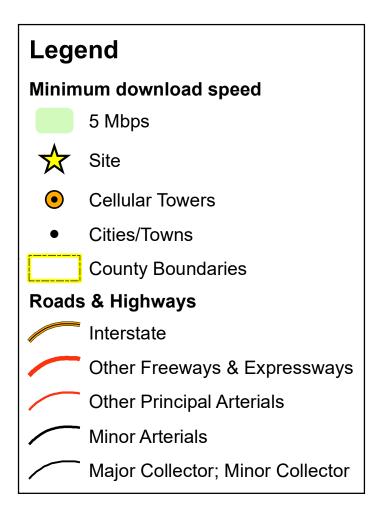


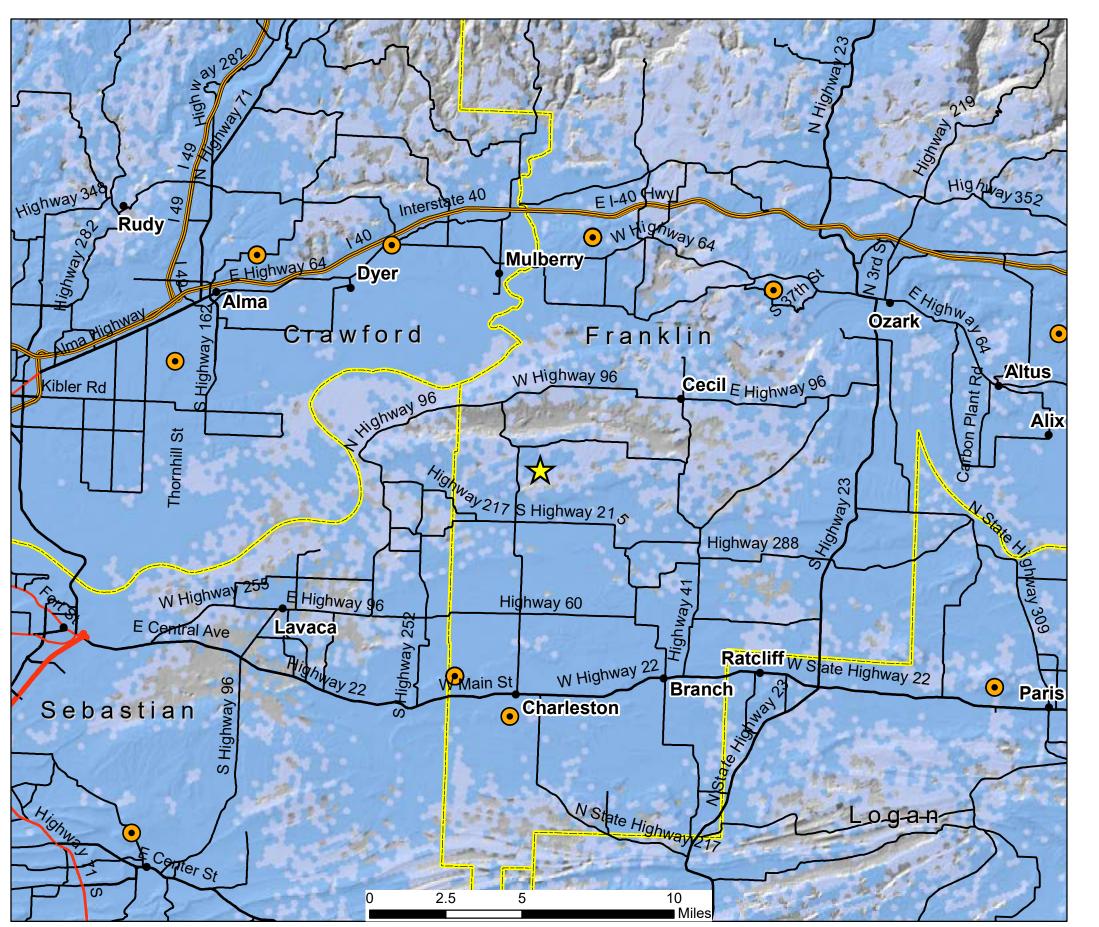


Wireless Broadband Coverage

4G LTE

(All providers shown. Source: FCC)

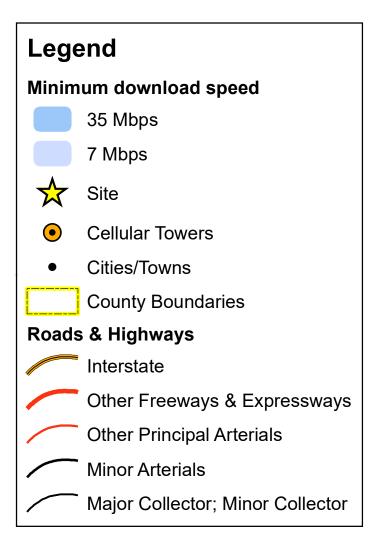


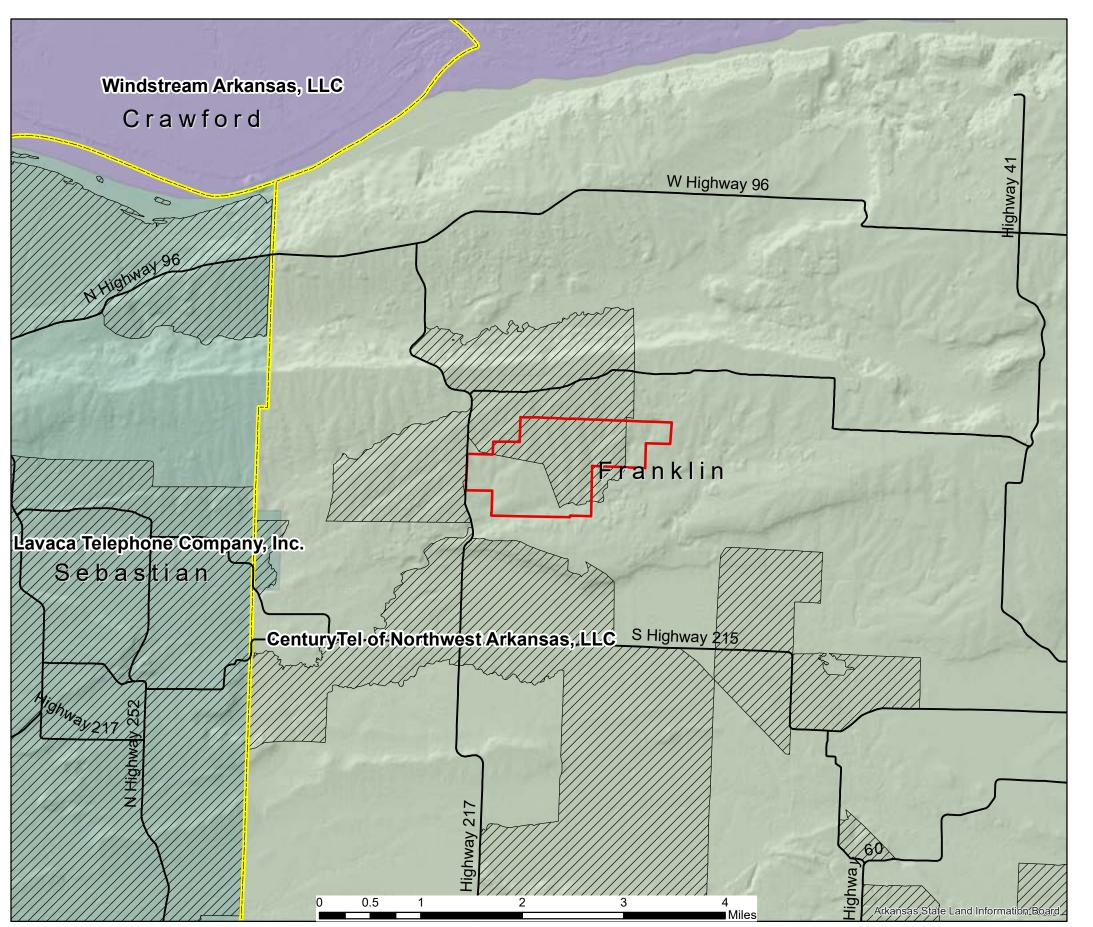


Wireless Broadband Coverage

5G

(All providers shown. Source: FCC)



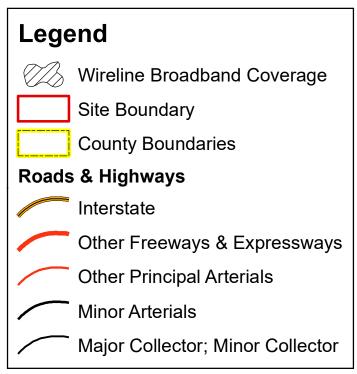


Wireline Broadband Service Availability

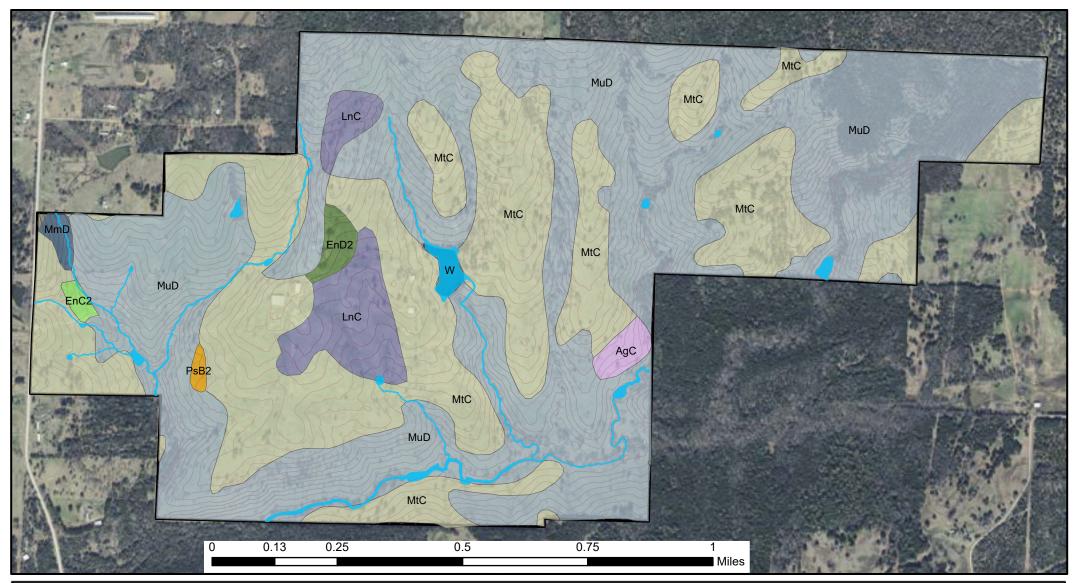
Local telephone providers shown shaded

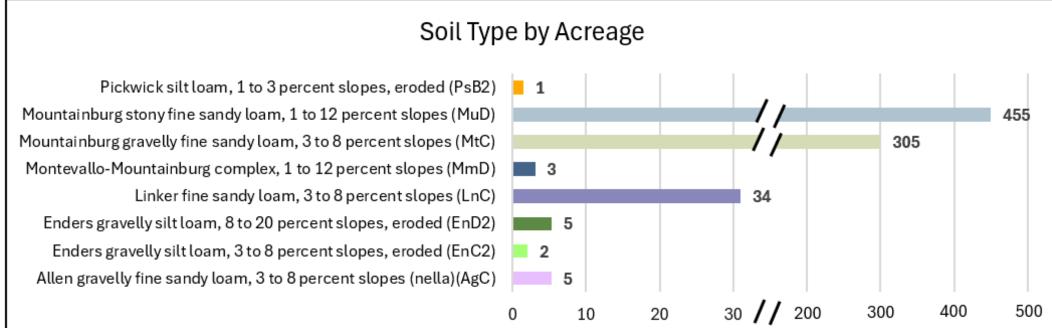
Cross-hatched areas show wireline broadband service availability as of December 2020 (Source: FCC)





USDA Soil Survey Summary





Soils Description

Enders Series:

- Depth to bedrock ranges 32 to 60 inches
- Solum thickness ranges from 32 to 60 inches.
- Drainage Class Well Drained
- Soil Reaction strongly acid to extremely acid

Linker Series:

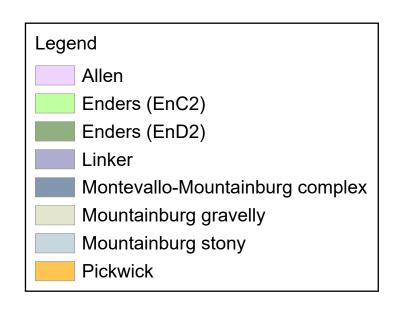
- Depth to bedrock ranges 20 to 40 inches
- Depth Class Moderately Deep
- Drainage Class Well Drained
- Soil Reaction extremely acid to strongly acid

Mountainburg Series:

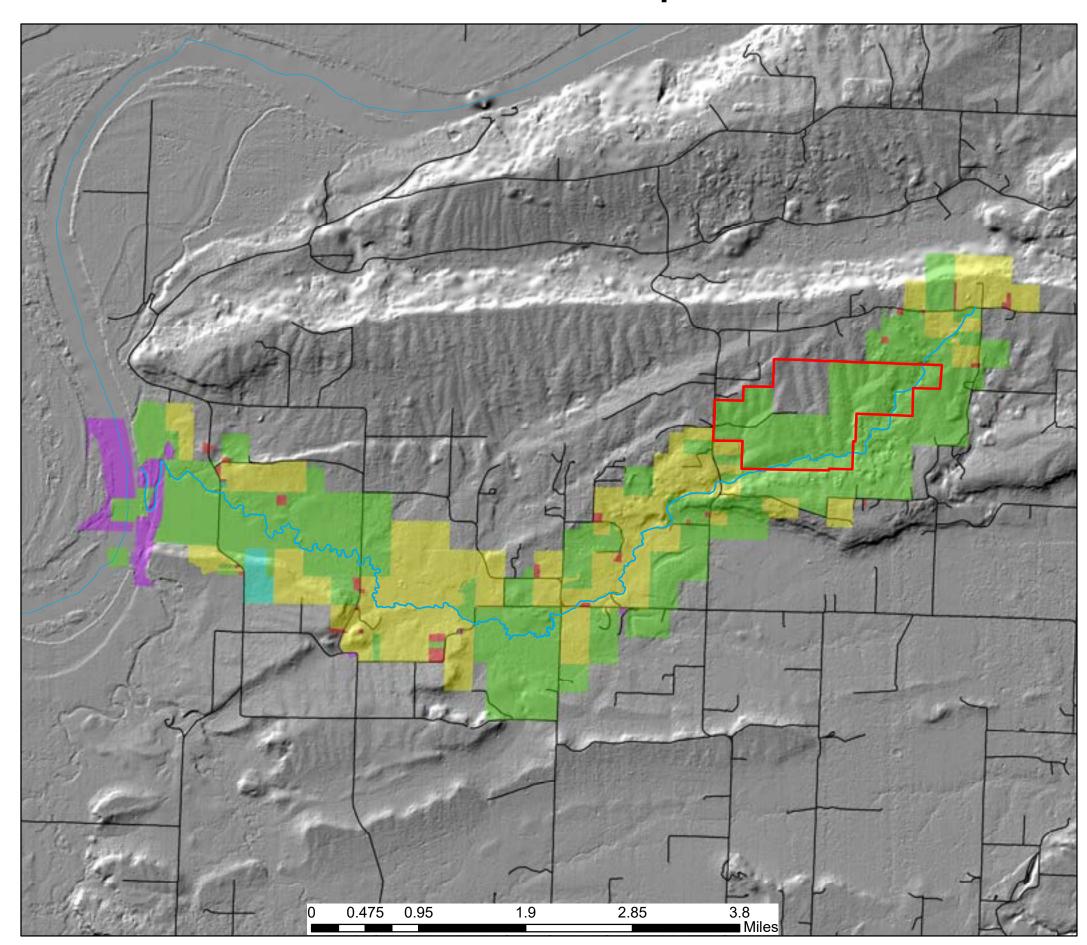
- Depth to bedrock 12 to 20 inches
- Depth Class Shallow
- Drainage Class Well Drained
- Soil Reaction: very strongly to slightly acid

Montevallo Series:

- Depth to bedrock 10 to 20 inches.
- Depth Class Shallow
- Drainage Class Well Drained
- Soil Reaction very strongly to moderately acid



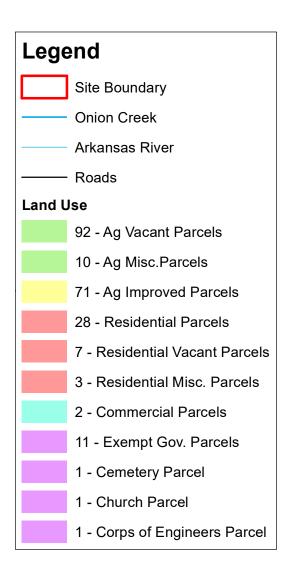
Onion Creek Flowpath

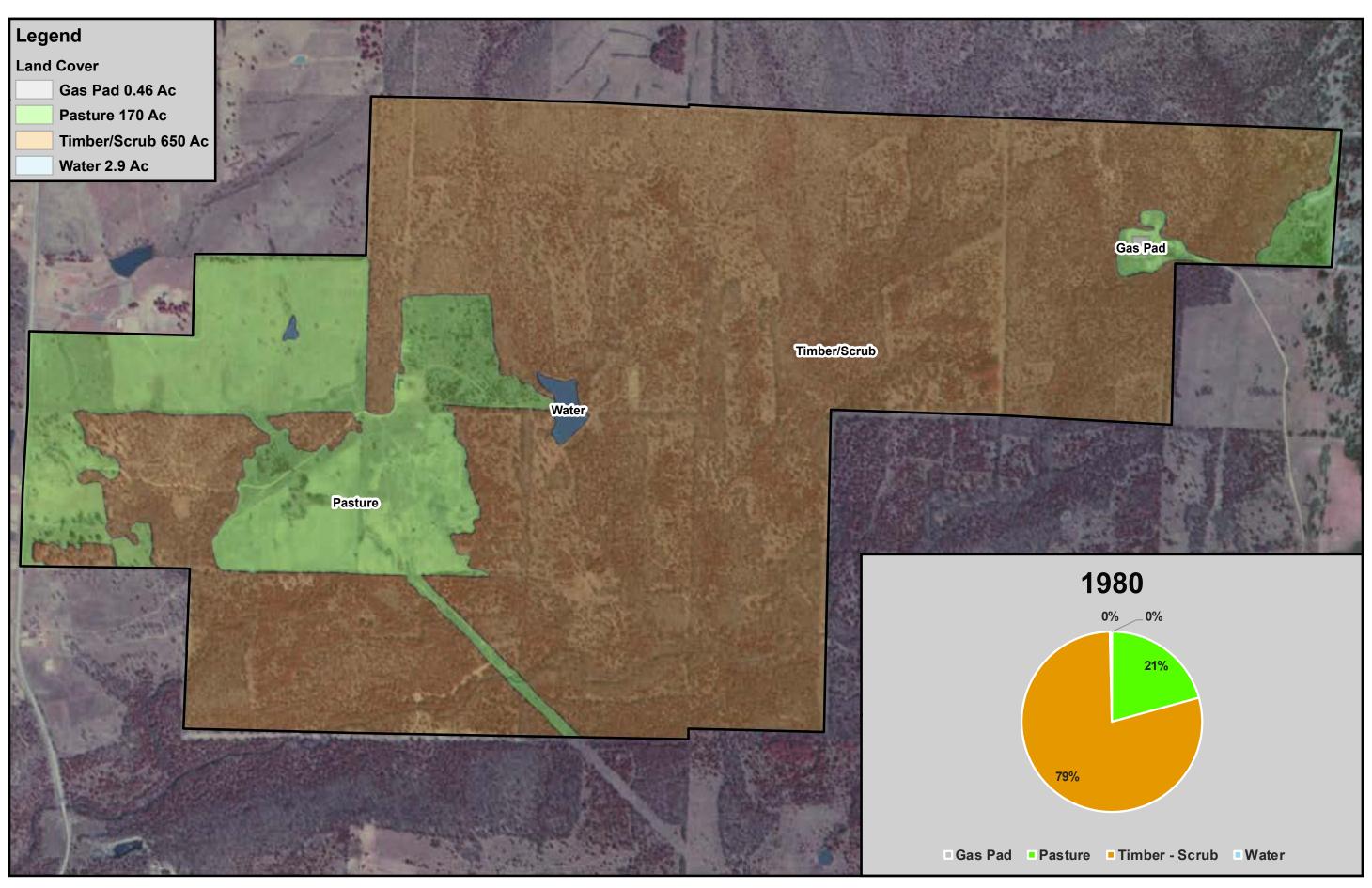


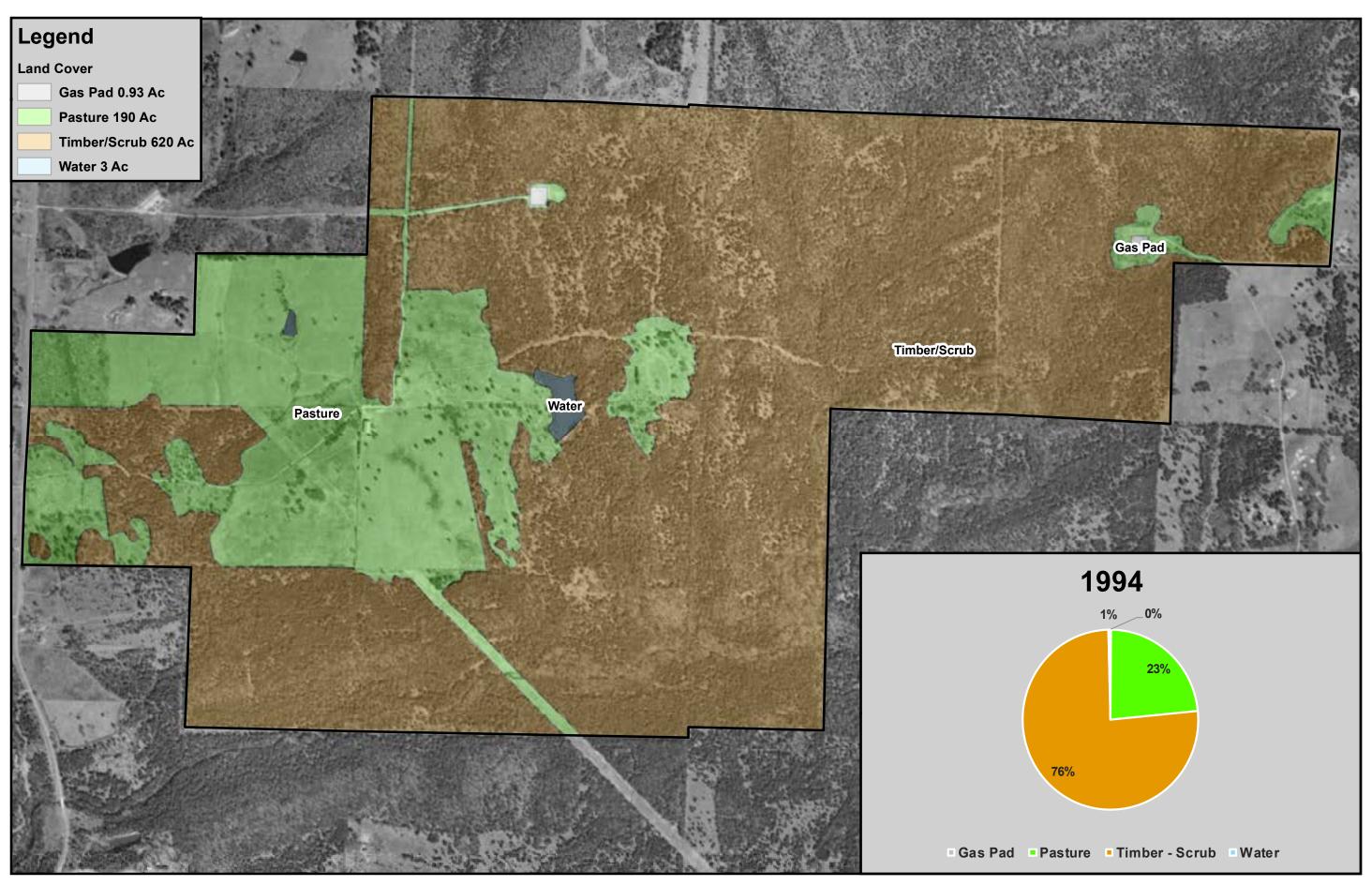
Onion Creek is 13.24 miles long and flows into the Arkansas River.

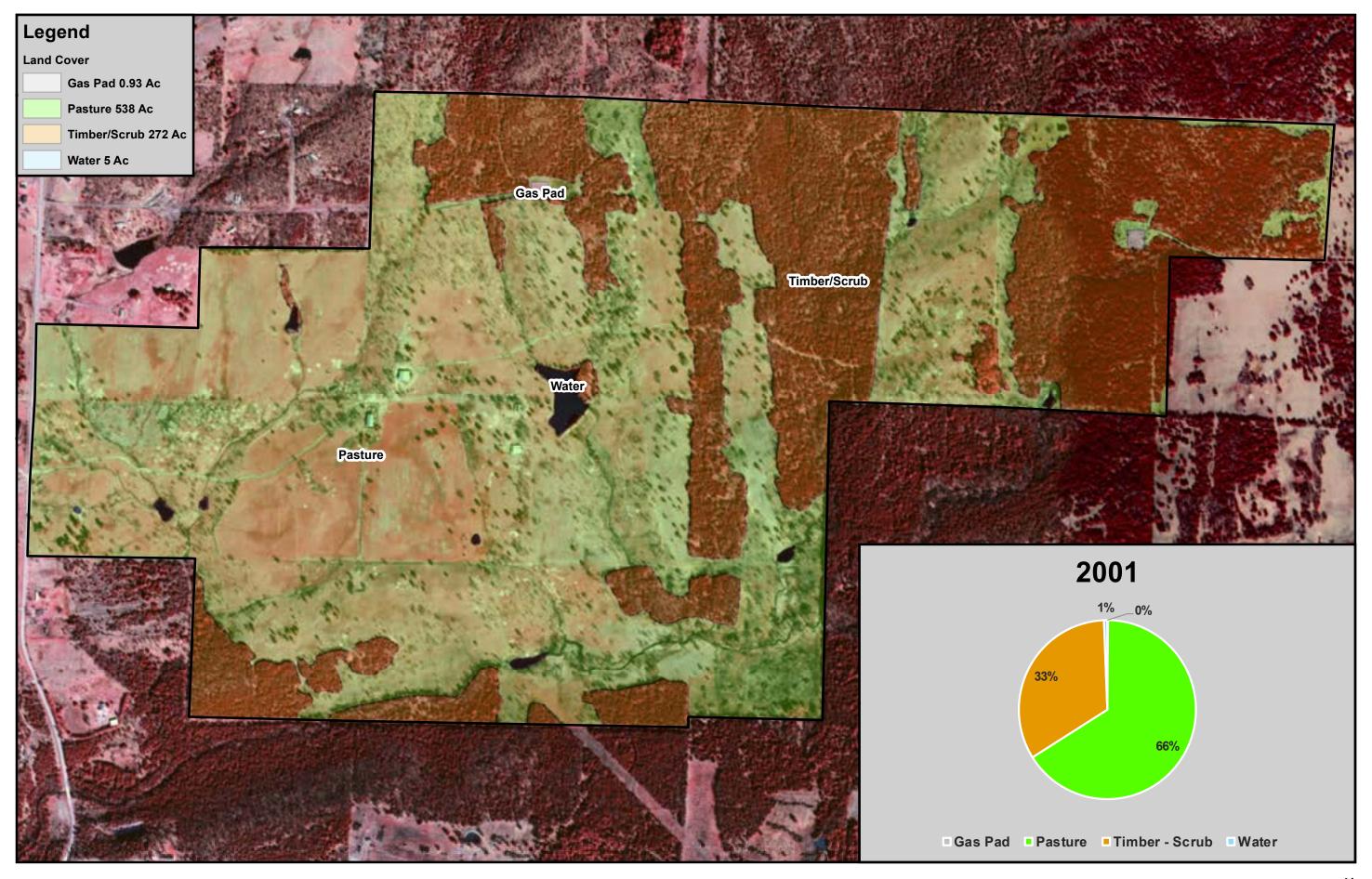
Within 1/2 mile of the creek, there are 127 addresses and 288 building footprints.

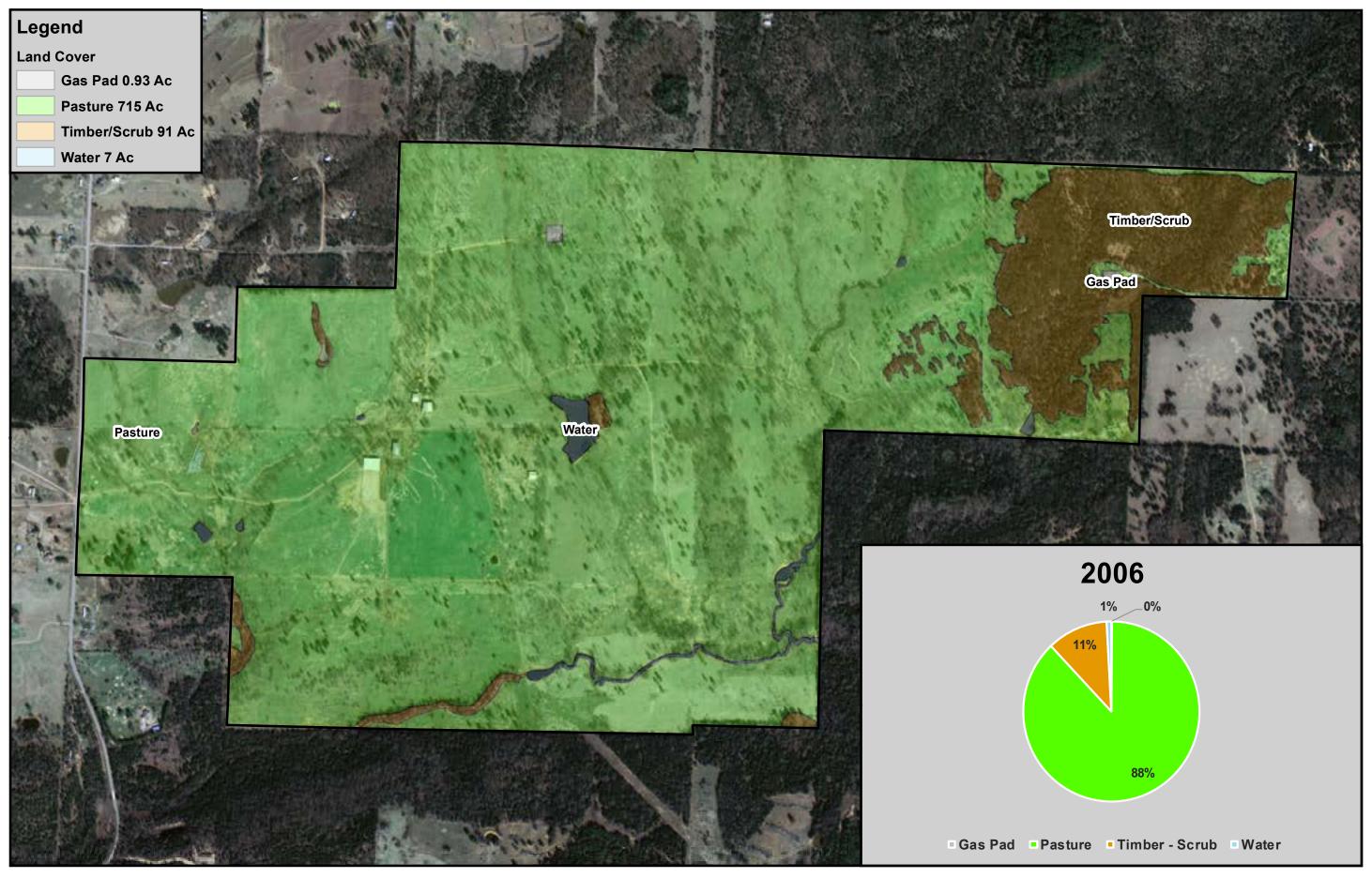
The National Hydrography Dataset categorizes Onion Creek as a Perennial Stream, meaning that it has water flowing in it year-round. Most of this water comes from streams at its headwaters or groundwater while rainfall and other precipitation account for the remaining supplemental flow.

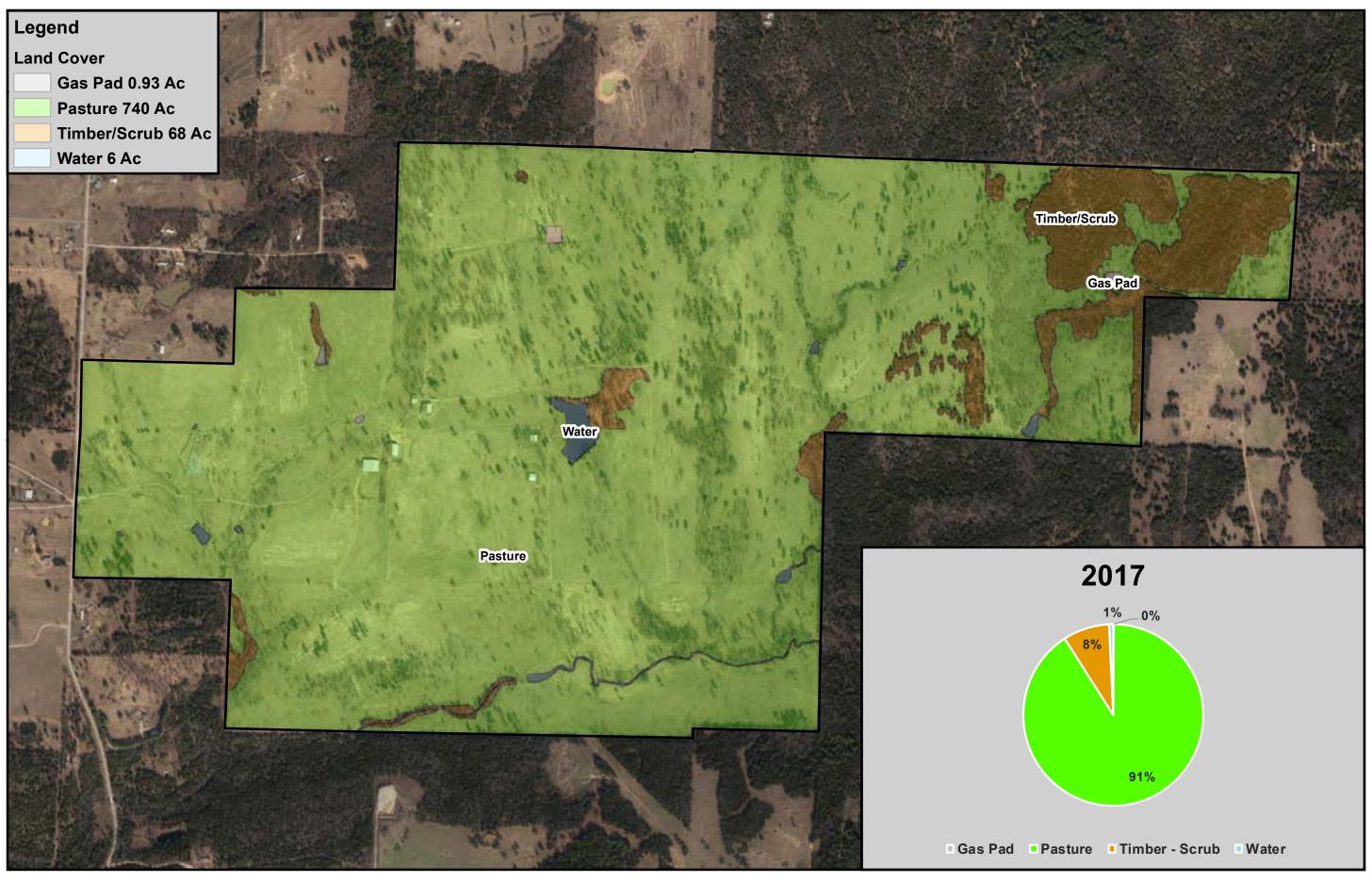


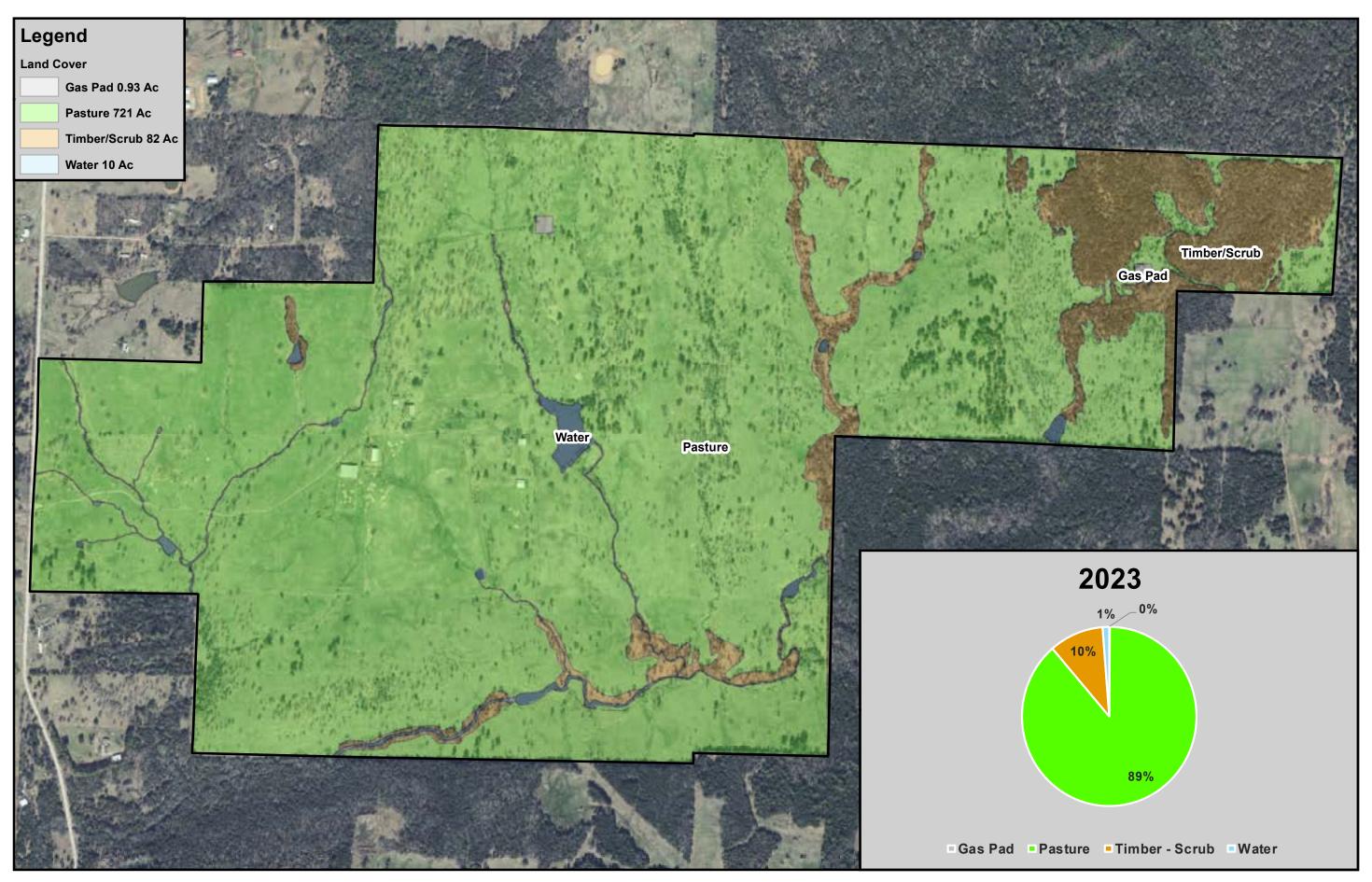




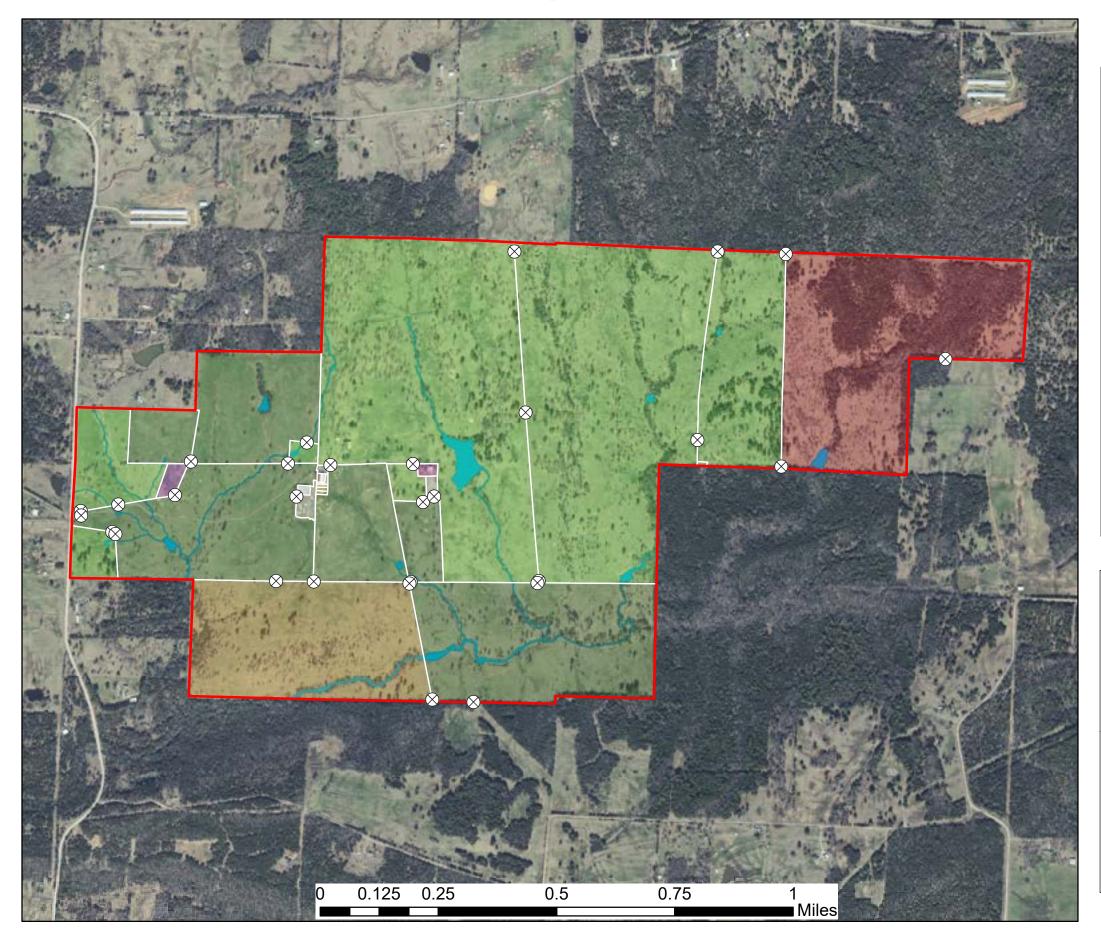








Livestock Operations



Operational Summary

Perimeter Fence

Perimeter fencing consists of pipe-rail design along the highway and along a portion of the south boundary. The remainder of perimeter fence design is steel t-post and 5 strand barbed wire. There are several perimeter gates used for access by adjoining properties. These are situated primarily along the OG&E transmission line and for access to the gas well near the eastern border. There is an estimated total of 5.96 miles of perimeter fence.

Cross Fencing & Gating

Interior to the operation is cross fencing for rotational grazing operation. There are 7 major pasture units with a water source through a pond or live water. A little over 6 miles of interior fencing seperates these units. Numerous grazing units include large canopy shade trees. Onion Creek runs through the units on the south side of the property with year round fresh water.

Throughout the property, units are accessed at cross fence intersections via utility pipe gates. Utility pipe gating is also where cross fencing intersects the perimeter fencing. There are about 25 interior fences and 3 exterior fences.

Legend

7 Grazeland Pastures - 396.5 Acres

6 Hay Forage Production 223.5 Acres

5 Livestock Corrals - 0.6 Acre

3 Barn Lots - 2.4 Acres

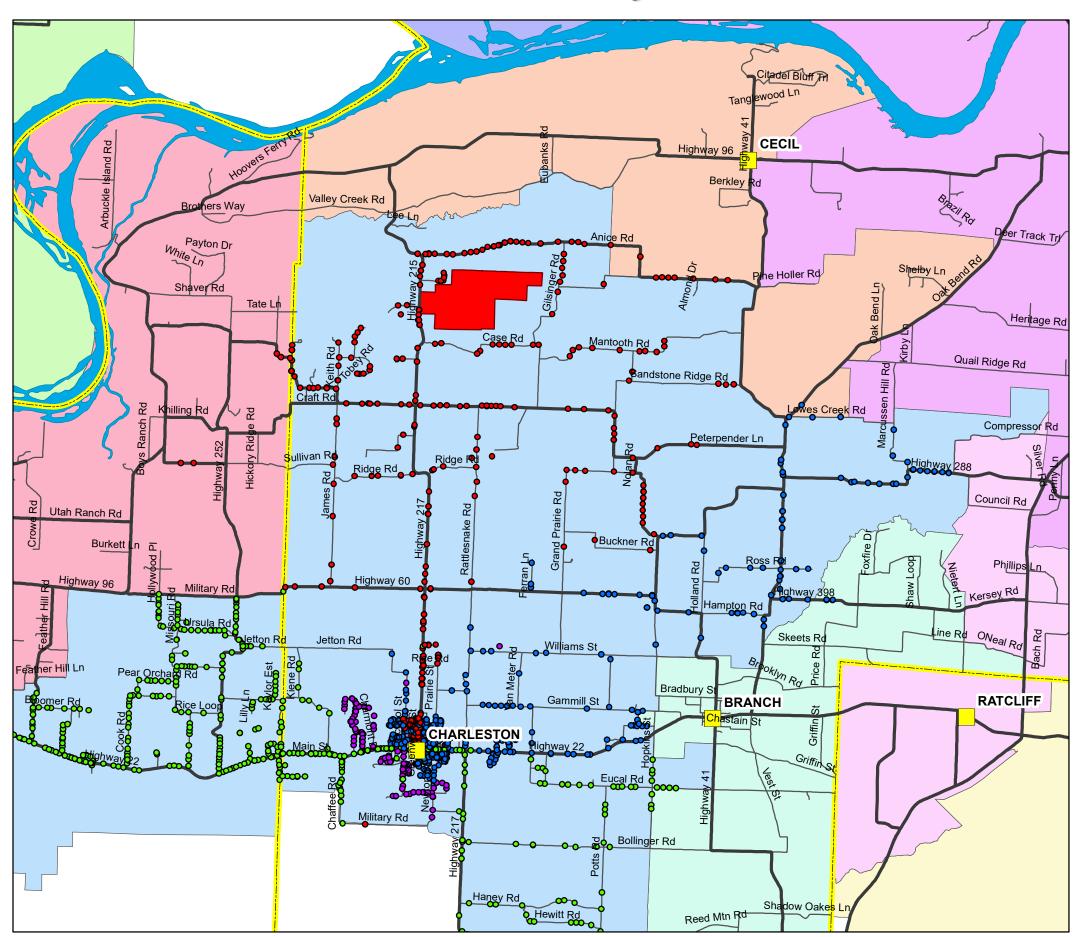
1 Grazeland Hay Forage Mix - 77.4 Acres

1 Grazeland Pasture Scrub Brush - 111.6 Acres

1 Hay Storage Lot - 1.8 Acres

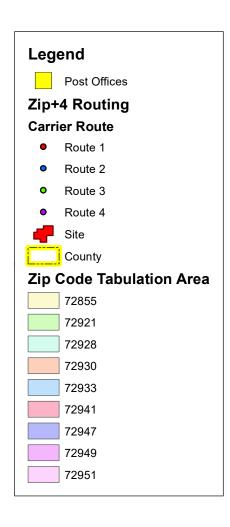
1 Residential Lot - .07 Acre

Postal Service Delivery Routes

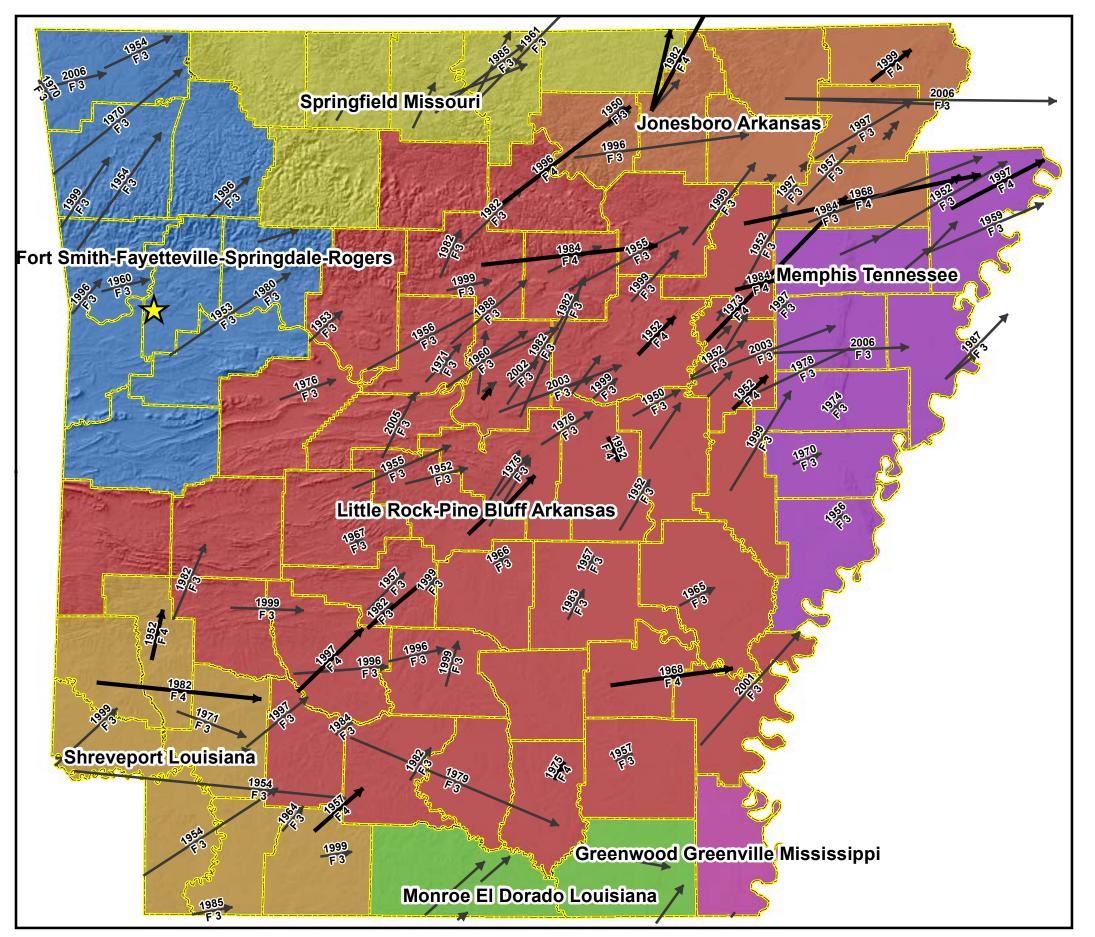


Postal Delivery Service

Fayetteville Regional Sorting Facility
Delivery Origination Charleston
72933 Zipcode
Carrier Route 1
Site Zip+4 72933-8087



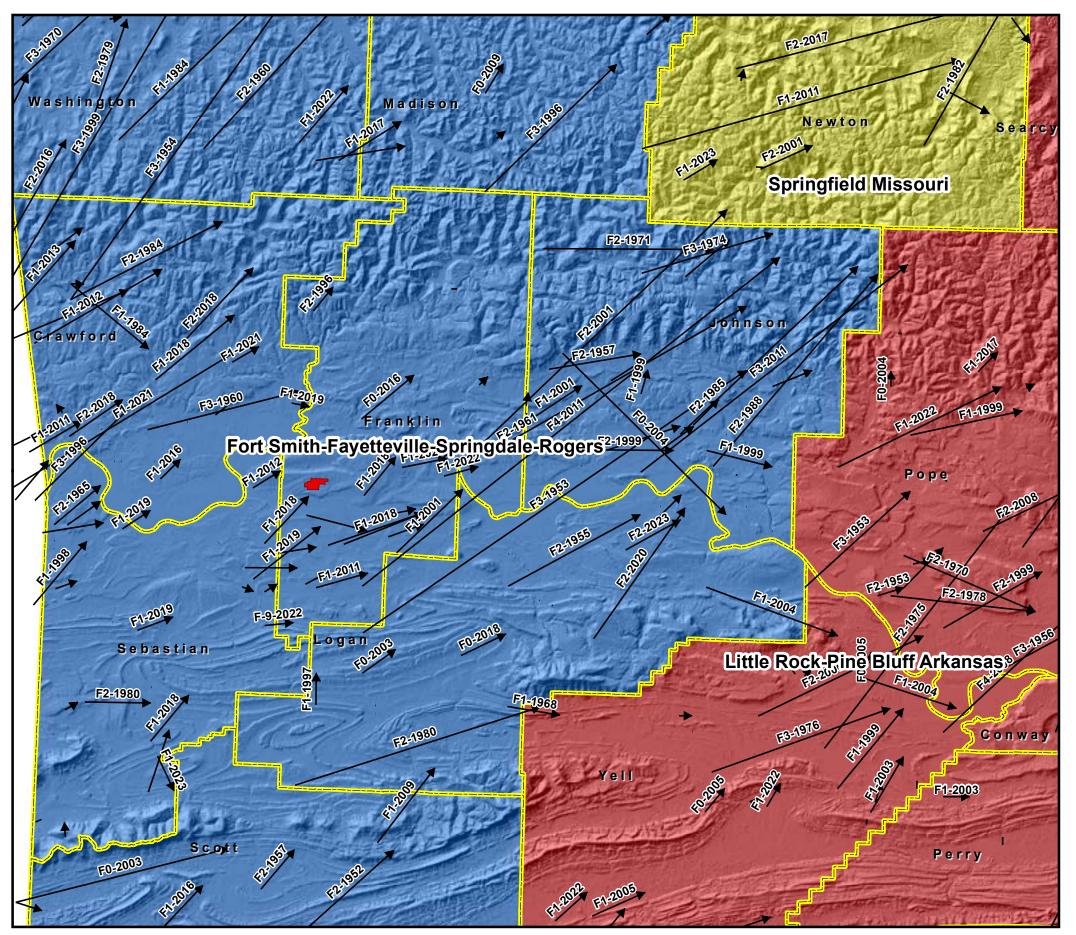
F3 & F4 Tornado Paths in Arkansas Since 1950



The map at left shows historic F3 and F4 tornado paths across Arkansas since recording began in 1950. The Fujita Scale of F3 and F4 represent stronger tornadic events. The historic tornado path data is overlaid upon the Television Designated Market Areas. A Designated Market Area (DMA) is equal to the reach of TV station broadcast signals. The areas are defined by Nielsen Media Research and published in its Nielsen Station Index Directory and Nielsen Station Index US Television Household Estimates.



Regional Tornado Paths in Arkansas Since 1950



The map shows all historic tornado paths across the site region since recording began in 1950. The historic tornado path data is overlaid upon the Television Designated Market Areas. A Designated Market Area (DMA) is equal to the reach of TV station broadcast signals.

On April 13th, 2018 an F1 touched down near Ursula then crossed Military Road in a northeasterly direction heading toward the site. The tornado remained on the ground for 5.6 miles and terminated .5 miles southwest of the site. This is the only storm path on record with potential impact to the site.

Legend Site Boundary → Historic Tornado Paths Designated Market Areas DMA Fort Smith-Fayetteville-Springdale-Rogers Little Rock-Pine Bluff Arkansas Springfield Missouri

Mill Creek Mountain Key Contacts

County Judge

Rickey Bowman

Email: franklin.judge@franklin-ar.us
Phone: 479-667-4726 | Mobile: 479-209-4919

ARDOT District 4

Engineer: Jason Hughey Phone: 479-484-5306 Email: Jason.hughey@ardot.gov

Water Utility

Jackie Wells Riversouth Rural Water District 479-667-3466

https://riversouthwater.ruralwaterusa.com/

City of Central City

Mayor: Terry Wallace Police Chief: Daymon Blount Phone: 479-452-6680

Email: lynne.miller.centralcity@gmail.com

City of Ozark

Mayor: Roxie Hall
Police Chief: Devin Bramlett
Email: 479-667-4515
Web: www.cityofozarkar.com

County Sheriff

Johnny Crocker

Email: jcrocker.fcso@outlook.com Phone: 479-667-4127 https://franklinsheriffar.org

Broadband and Electric Utility

Barret Ewing
Director of Engineering and Operations
Arkansas Valley Electric Cooperative
Email: bewing@avecc.com

Phone: 479-667-9986 | Mobile: 479-213-1316

City of Barling

Mayor: Greg Murray Police Chief: Bryan Fuller Phone: 479-452-1550 Web: www.barlingar.gov

City of Charleston

Mayor: Michael Baumgartner
Police Chief: Billy Atchley
Email: cityhall@aboutcharleston.com
Web: www.aboutcharleston.com

County Emergency Management Coordinator

Rick Covert

Email: <u>rcovert.911@franklin-ar.us</u>
Phone: 479-667-4909 | Mobile: 479-209-0395
https://fcoem.org

Health

Sherry Cagle Franklin County Health Unit - Ozark Phone: 479-667-2555

City of Branch

Mayor: Gerald Harris Phone: 479-965-0604

City of Lavaca

Mayor: Hugh Hardgrave
Police Chief: Charles(Randy) Toon
Phone: 479-674-5616
Email: lavcity@pinncom.com
Web: www.cityoflavaca.com

