


This instrument prepared by:
Lance J. Wilkerson, Esq.
Johnston Barton Proctor & Powell LLP
1901 Sixth Avenue North
2900 AmSouth/Harbert Plaza
Birmingham, Alabama 35203
(205) 458-9400


20060407000161130 1/19 \$1451.00
Shelby Cnty Judge of Probate, AL
04/07/2006 10:56:18AM FILED/CERT

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made as of the 6th day of APRIL, 2006, by and between 224 HM GROUP I, LLC, 224 HM PRIVATE INVESTOR I, LLC, 224 HM PRIVATE INVESTOR II, LLC, 224 HM PRIVATE INVESTOR III, LLC, 224 HM PRIVATE INVESTOR IV, LLC, 224 HM PRIVATE INVESTOR V, LLC, 224 HM PRIVATE INVESTOR VI, LLC, 224 HM PRIVATE INVESTOR VII, LLC, 224 HM PRIVATE INVESTOR VIII, LLC, 224 HM PRIVATE INVESTOR IX, LLC, 224 HM PRIVATE INVESTOR X, LLC, 224 HM PRIVATE INVESTOR XI, LLC, 224 HM PRIVATE INVESTOR XII, LLC, 224 HM PRIVATE INVESTOR XIII, LLC, 224 HM PRIVATE INVESTOR XIV, LLC, 224 HM PRIVATE INVESTOR XV, LLC, each an Alabama limited liability company (hereinafter referred to collectively as "Lessor"), and 224 HM MASTER LESSEE, LLC, an Alabama limited liability company (hereinafter referred to as "Lessee"), who agree as follows:

1. Premises. Pursuant to the terms and conditions of that certain Master Lease between Lessor and Lessee of even date herewith (the "Lease"), Lessor has agreed to lease to Lessee, and Lessee has agreed to let from Lessor, that certain real property together with the building and other improvements located thereon (the "Demised Premises"), which is located on the real property situated in Shelby County, Alabama, as more specifically described in Exhibit A attached hereto and incorporated herein by reference.

2. Term. The term of the Lease shall be for twenty (20) years, commencing on the date hereof and continuing until APRIL 6th, 2026, unless sooner terminated or extended as provided for in the Lease.

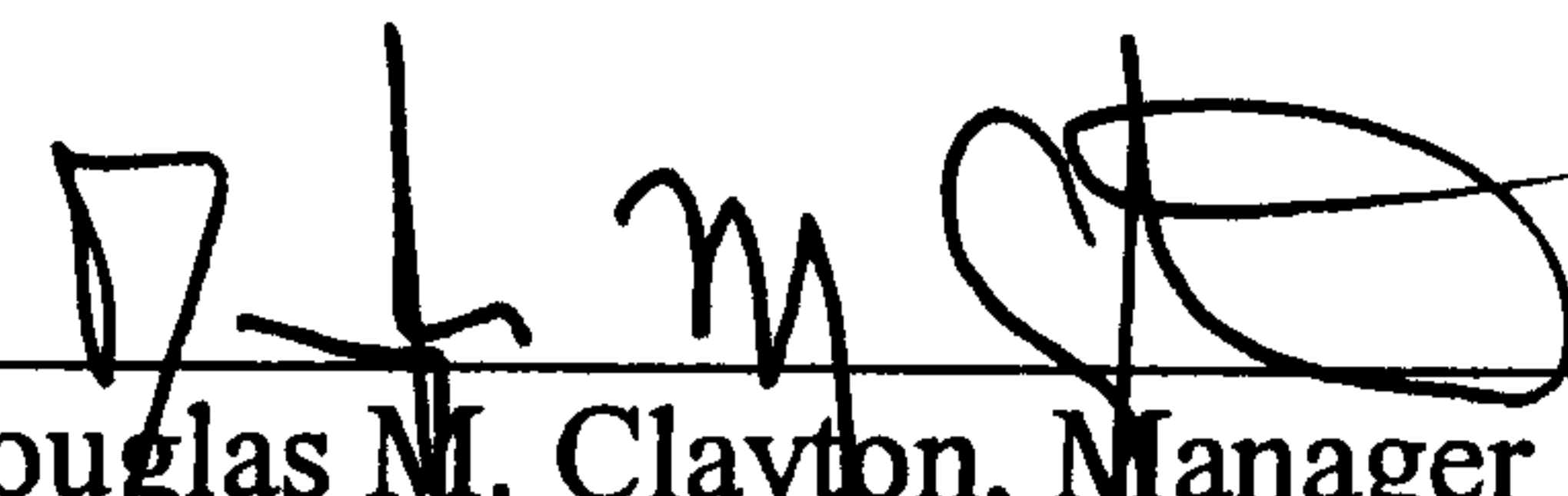
3. Extended Terms. Pursuant and subject to the Lease, Lessee has the option to extend the Lease for two (2) successive extended terms, each consisting of ten (10) years (each an "Extended Term"). The date of expiration of the second and final Extended Term, if exercised, is APRIL 6th, 2046.

IN WITNESS WHEREOF, the parties hereto, intending to be legally bound hereby, have executed this Memorandum on and as of the day and year first above written.

LESSOR:

224 HM GROUP I, LLC

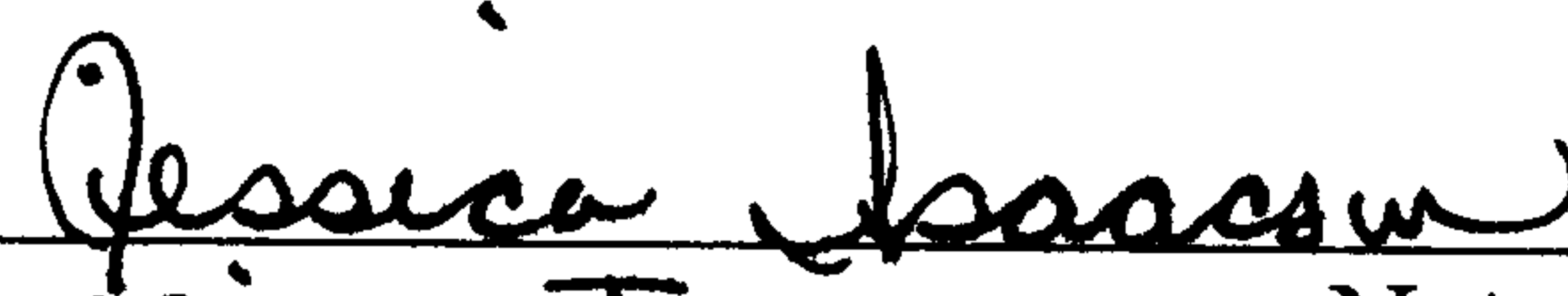
An Alabama limited liability company

By: 
Douglas M. Clayton, Manager

STATE OF South Carolina)
COUNTY OF Horry) ss:

On March 29, 2006, before me, Jessica Isaacson personally appeared **Douglas M. Clayton, Manager of 224 HM Group I, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.


Jessica Isaacson Notary Public
My Commission expires: July 12, 2015

SEPARATE SIGNATURE PAGE

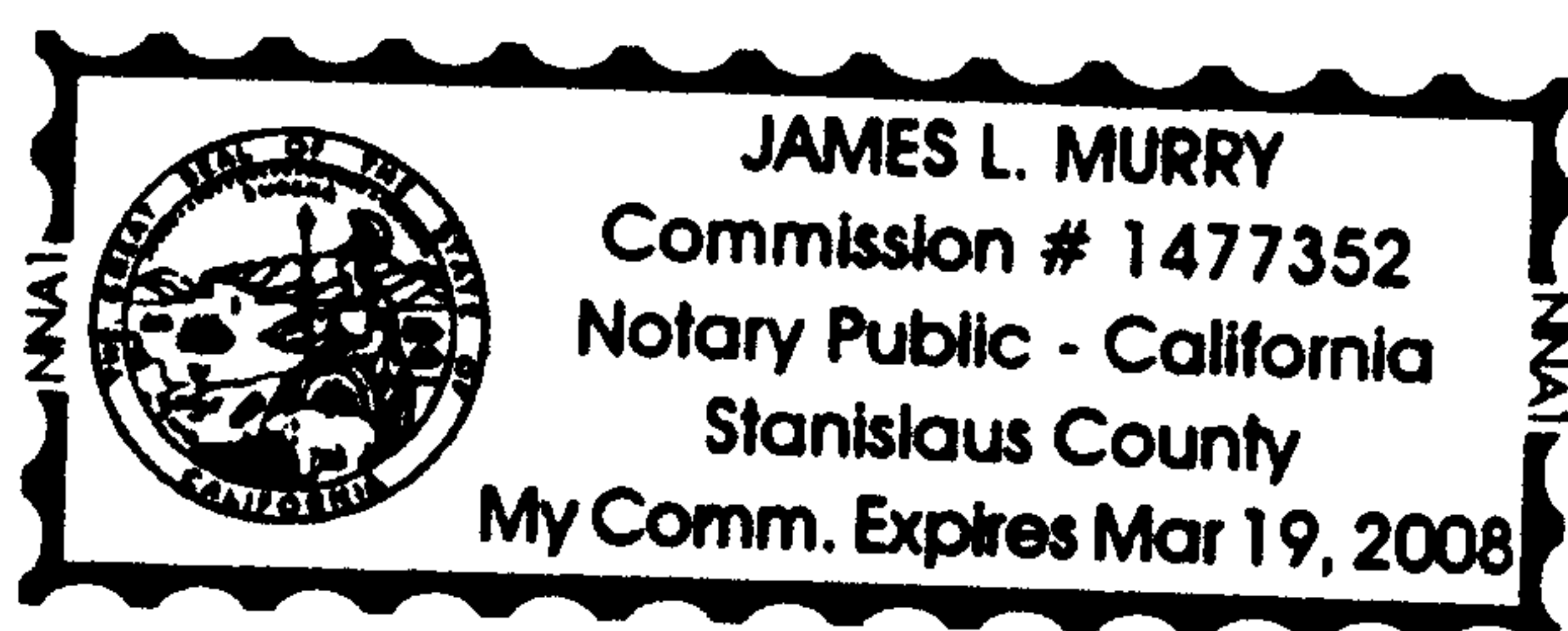
224 HM PRIVATE INVESTOR I, LLC
An Alabama limited liability company

By: Joe Hollaway
Joe Hollaway, Manager

STATE OF CALIFORNIA)
) ss:
COUNTY OF STANISLAUS)

On MARCH 30, 2006, before me, JAMES L. MURRY
personally appeared **Joe Hollaway, Manager of 224 HM Private Investor I, LLC**,
personally known to me (or proved to me on the basis of satisfactory evidence) to be the
person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to
me that he/she/they executed the same in his/her/their authorized capacity(ies), and that
by his/her/their signature on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



James L. Murry
Notary Public
My Commission expires: 3/19/08

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224 HM PRIVATE INVESTOR II, LLC
An Alabama limited liability company

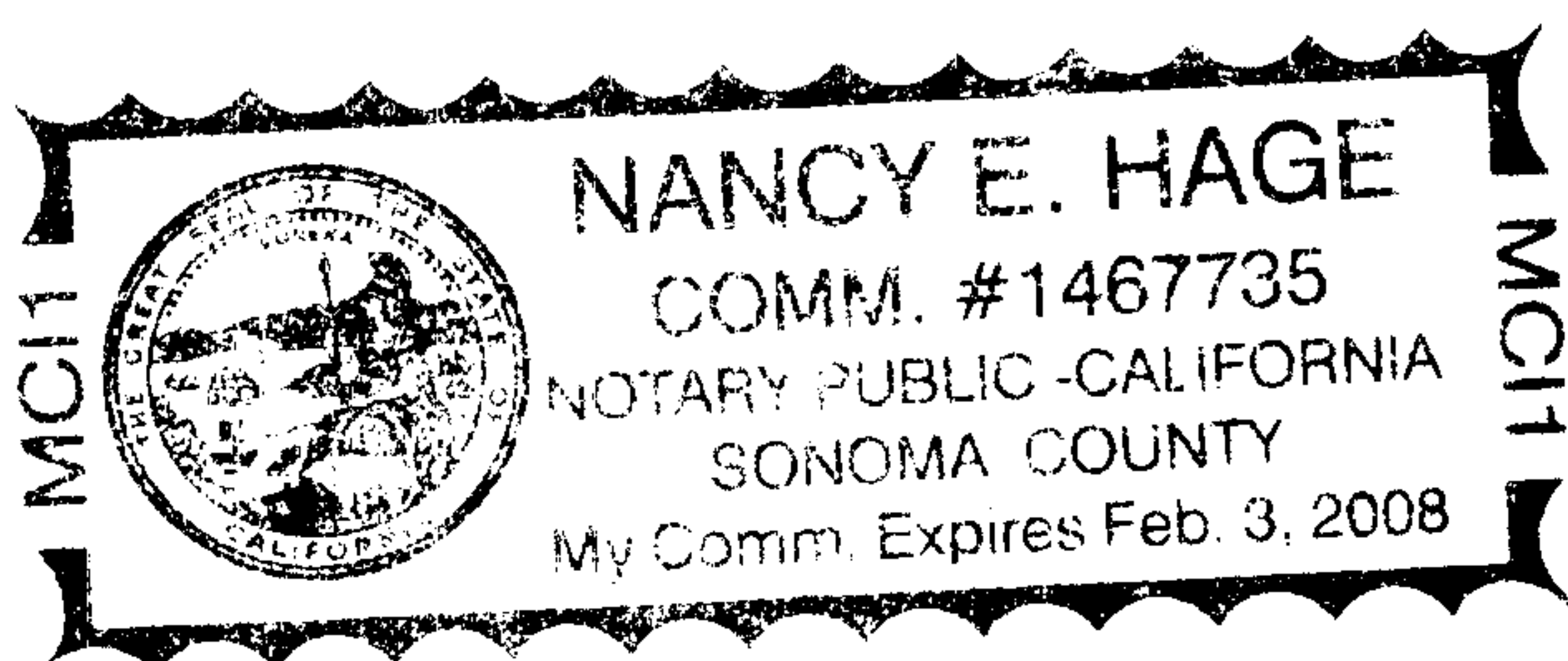
By: *Lawrence Homer*
Lawrence Homer, Manager

By: *Linda Homer*
Linda Homer, Manager

STATE OF California)
COUNTY OF Sonoma) ss:

On 3/30, 2006, before me, Nancy E Hage, Notary Public
personally appeared **Lawrence Homer and Linda Homer, Managers of 224 HM Private Investor II, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

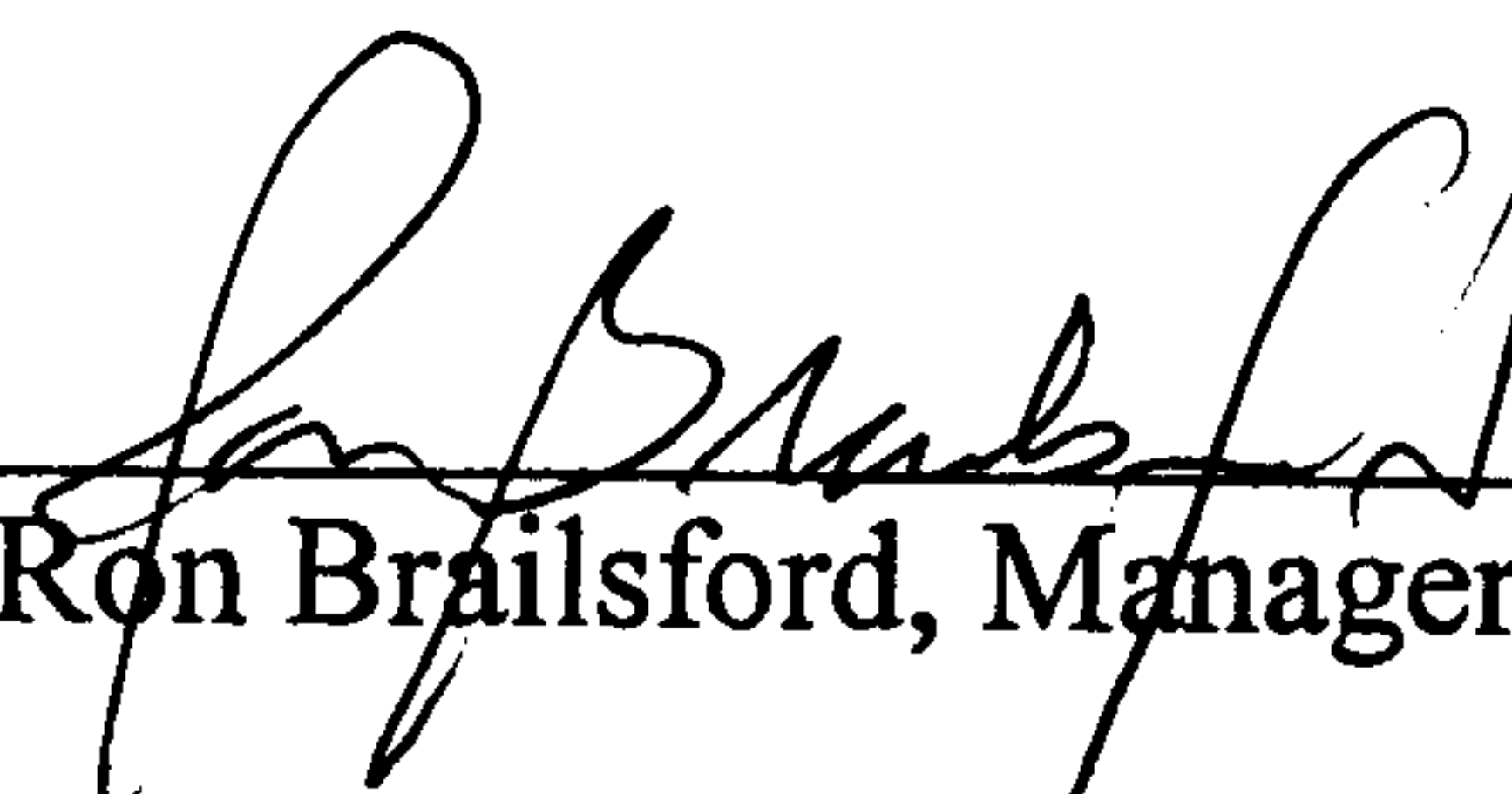


Nancy E Hage
Notary Public
My Commission expires: 2-3-2008

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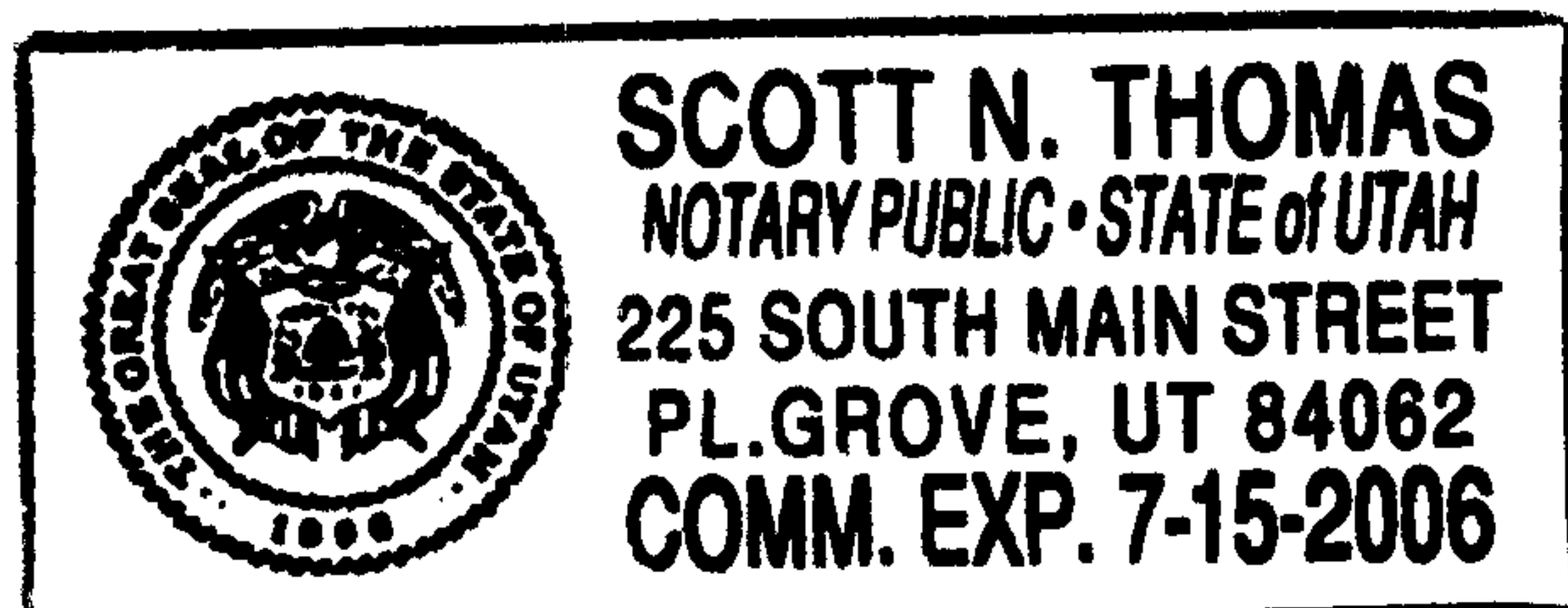
224 HM PRIVATE INVESTOR III, LLC
An Alabama limited liability company

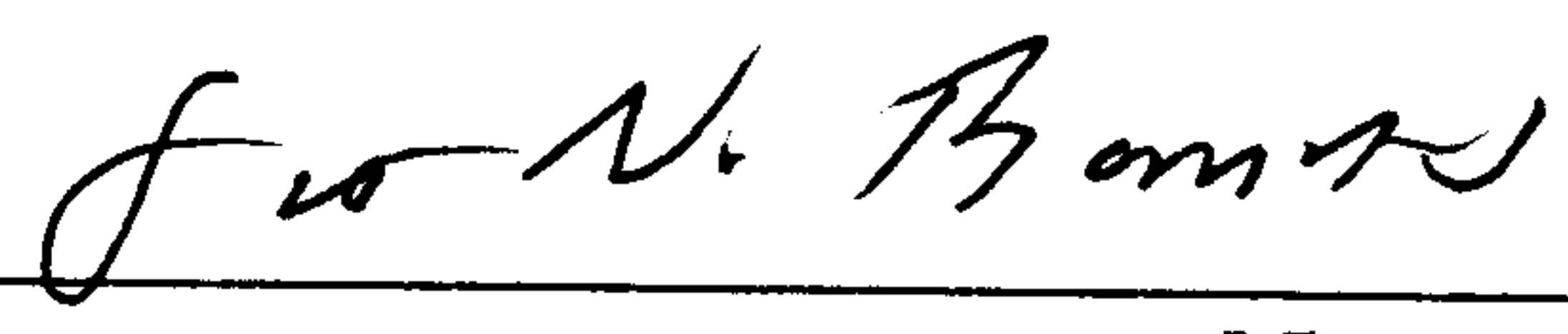
By: 
Ron Brailsford, Manager

STATE OF UTAH)
) ss:
COUNTY OF UTAH)

On 3-29, 2006, before me, Scott Thomas
personally appeared **Ron Brailsford, Manager of 224 HM Private Investor III, LLC**,
personally known to me (or proved to me on the basis of satisfactory evidence) to be the
person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to
me that he/she/they executed the same in his/her/their authorized capacity(ies), and that
by his/her/their signature on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.





Notary Public
My Commission expires: 7-15-2006

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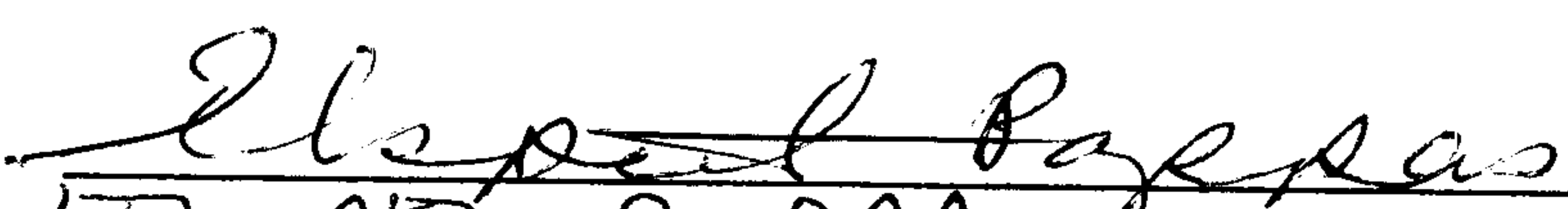
224 HM PRIVATE INVESTOR IV, LLC
An Alabama limited liability company

By: 
David Phelps, Manager

STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

On 3/31, 2006, before me, ELSPETH PAPPAS
personally appeared **David Phelps, Manager of 224 HM Private Investor IV, LLC**,
personally known to me (or proved to me on the basis of satisfactory evidence) to be the
person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to
me that he/she/they executed the same in his/her/their authorized capacity(ies), and that
by his/her/their signature on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.

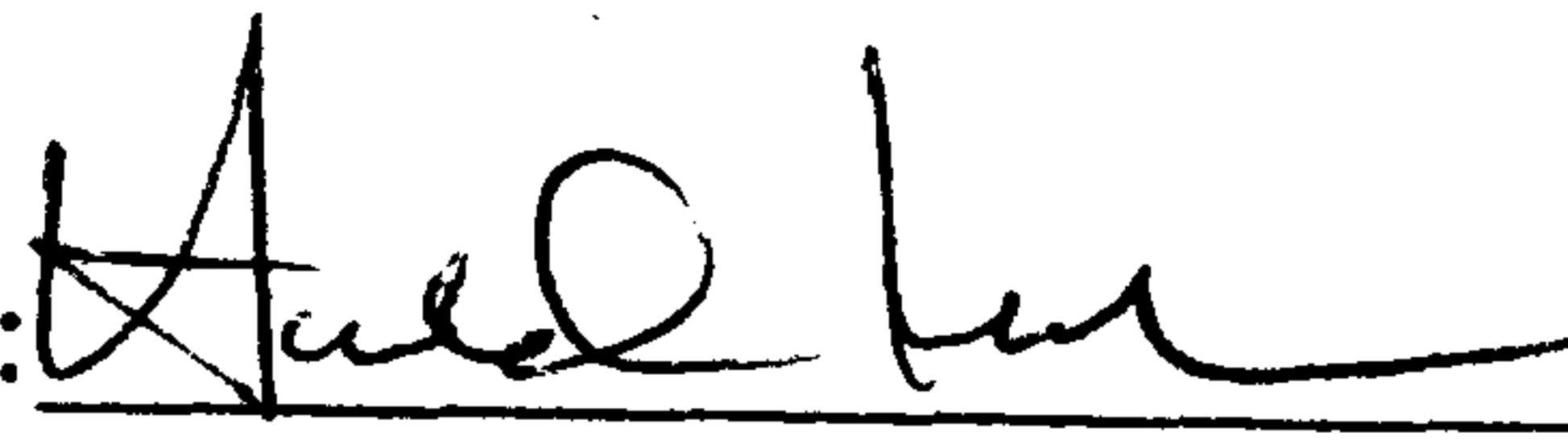
WITNESS my hand and official seal.


ELSPETH PAPPAS Notary Public
My Commission expires: _____



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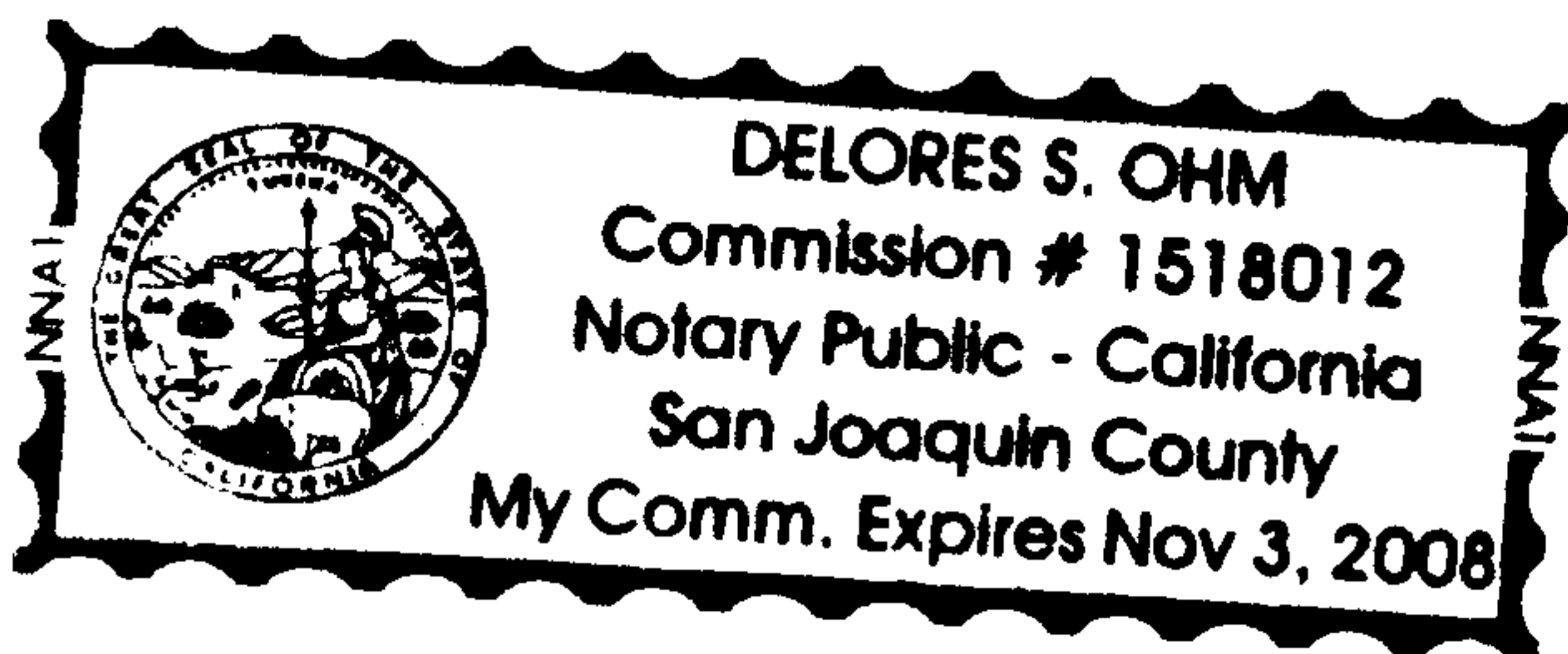
224 HM PRIVATE INVESTOR V, LLC
An Alabama limited liability company

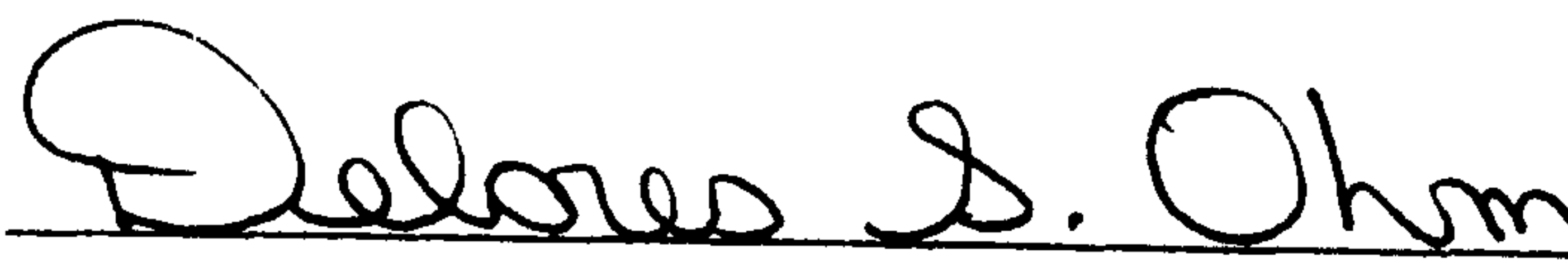
By: 
Harold Kushins, Manager

STATE OF Calif)
COUNTY OF San Joaquin) ss:

On March 31, 2006, before me, Delores S Ohm
personally appeared **Harold Kushins, Manager of 224 HM Private Investor V, LLC**,
personally known to me (or proved to me on the basis of satisfactory evidence) to be the
person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to
me that he/she/they executed the same in his/her/their authorized capacity(ies), and that
by his/her/their signature on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.




Notary Public
My Commission expires: 11/3/08

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224 HM PRIVATE INVESTOR^{VI}, LLC
An Alabama limited liability company

By: Philip Henry Houle, Manager
Philip Henry Houle, Manager

STATE OF Vermont)
) ss:
COUNTY OF Lamoille)

On March 29, 2006, before me, Julia Patch
personally appeared **Philip Henry Houle, Manager of 224 HM Private Investor VI, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Julia Patch
Notary Public
My Commission expires: 2-10-07

SEPARATE SIGNATURE PAGE

224 HM PRIVATE INVESTOR VII, LLC
An Alabama limited liability company

By: Phyllis Ann Houle, Manager
Phyllis Ann Houle, Manager

STATE OF Vermont)
) ss:
COUNTY OF Lamoille)

On March 29, 2006, before me, Julia K Patch
personally appeared **Phyllis Ann Houle, Manager of 224 HM Private Investor VII, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Julia K Patch
Notary Public
My Commission expires: 2-10-07

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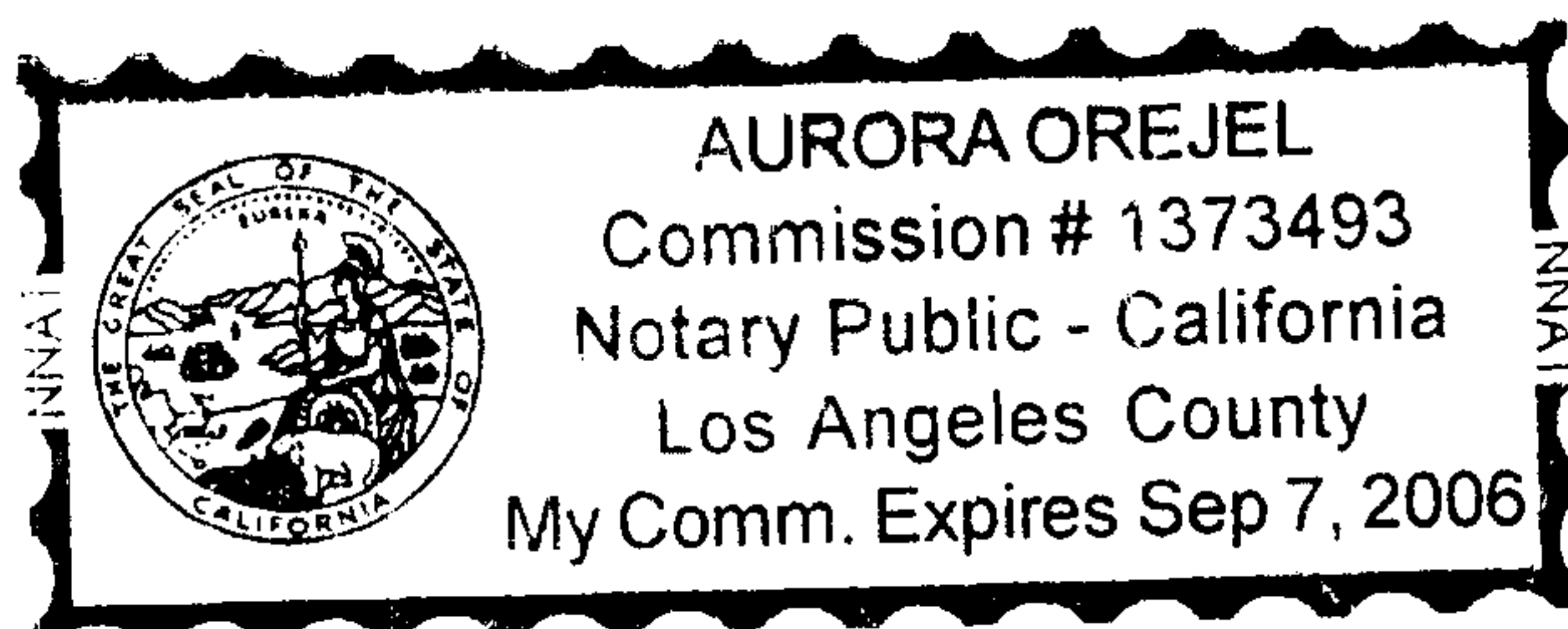
224 HM PRIVATE INVESTOR VIII, LLC
An Alabama limited liability company

By: *Thomas W. Hruden*
Thomas W. Hruden, Manager

STATE OF *California*)
COUNTY OF *Los Angeles*) ss:

On *March 31*, 2006, before me, *Aurora Orejel*
personally appeared **Thomas W. Hruden, Manager of 224 HM Private Investor VIII, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Aurora Orejel Notary Public
My Commission expires: *Sept 7 2006*

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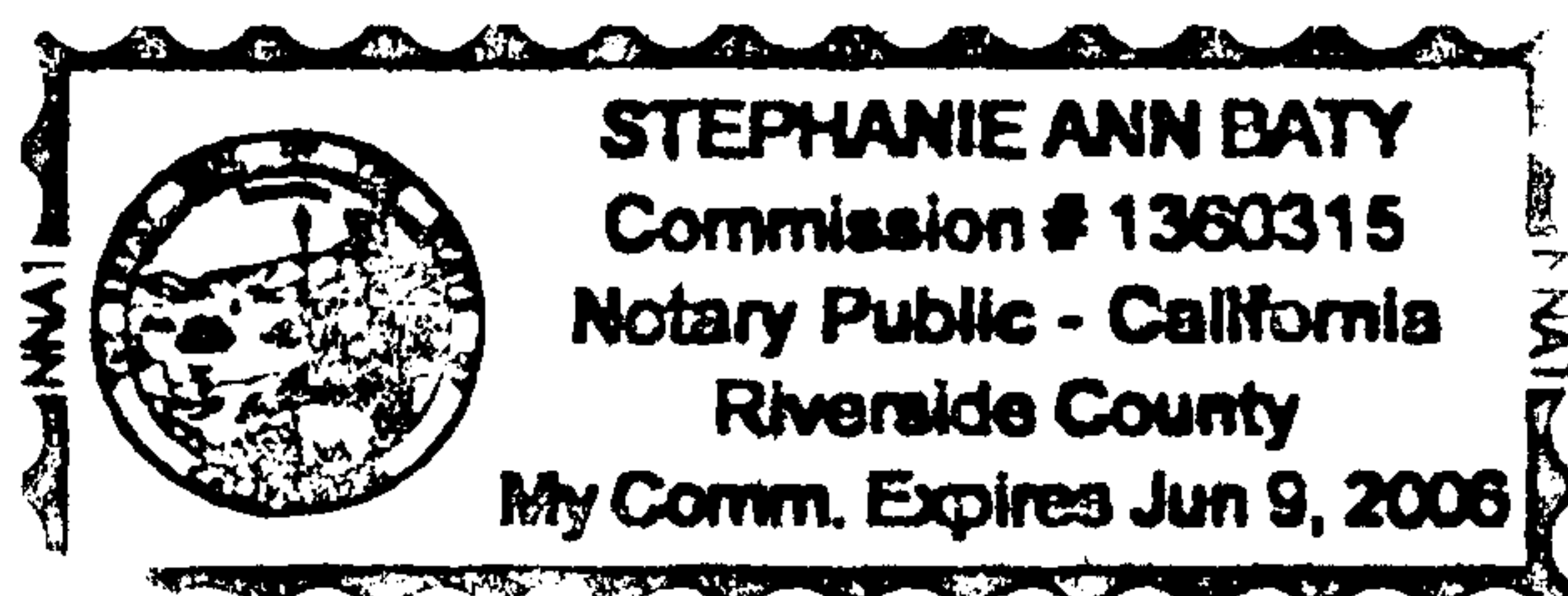
224 HM PRIVATE INVESTOR IX, LLC
An Alabama limited liability company

By: *James J. Collings*
James J. Collings, Manager

STATE OF California)
) ss:
COUNTY OF Riverside)

On 3-30, 2006, before me, Stephanie Ann Baty
personally appeared **James J. Collings, Manager of 224 HM Private Investor IX, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Stephanie Ann Baty
Notary Public
My Commission expires: 6-9-06

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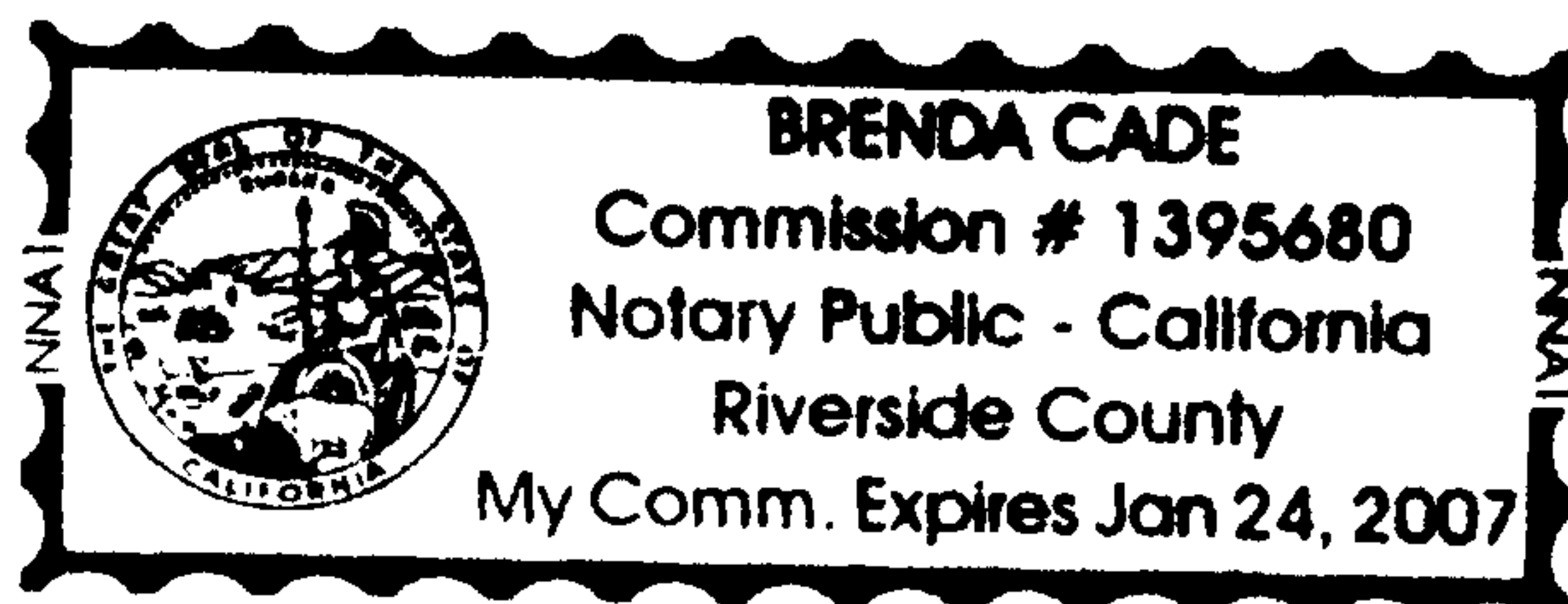
224 HM PRIVATE INVESTOR X, LLC
An Alabama limited liability company

By: *Desiree D. Collings*
Desiree D. Collings, Manager

STATE OF California)
COUNTY OF Riverside) ss:

On March 30, 2006, before me, Brenda Cade
personally appeared **Desiree D. Collings, Manager of 224 HM Private Investor X, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that ~~he~~/she/~~they~~ executed the same in ~~his~~/her/~~their~~ authorized capacity(ies), and that by ~~his~~/her/~~their~~ signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Brenda Cade
Brenda CADE Notary Public
My Commission expires: Jan 24, 2007



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Shelby Cnty Judge of Probate, AL
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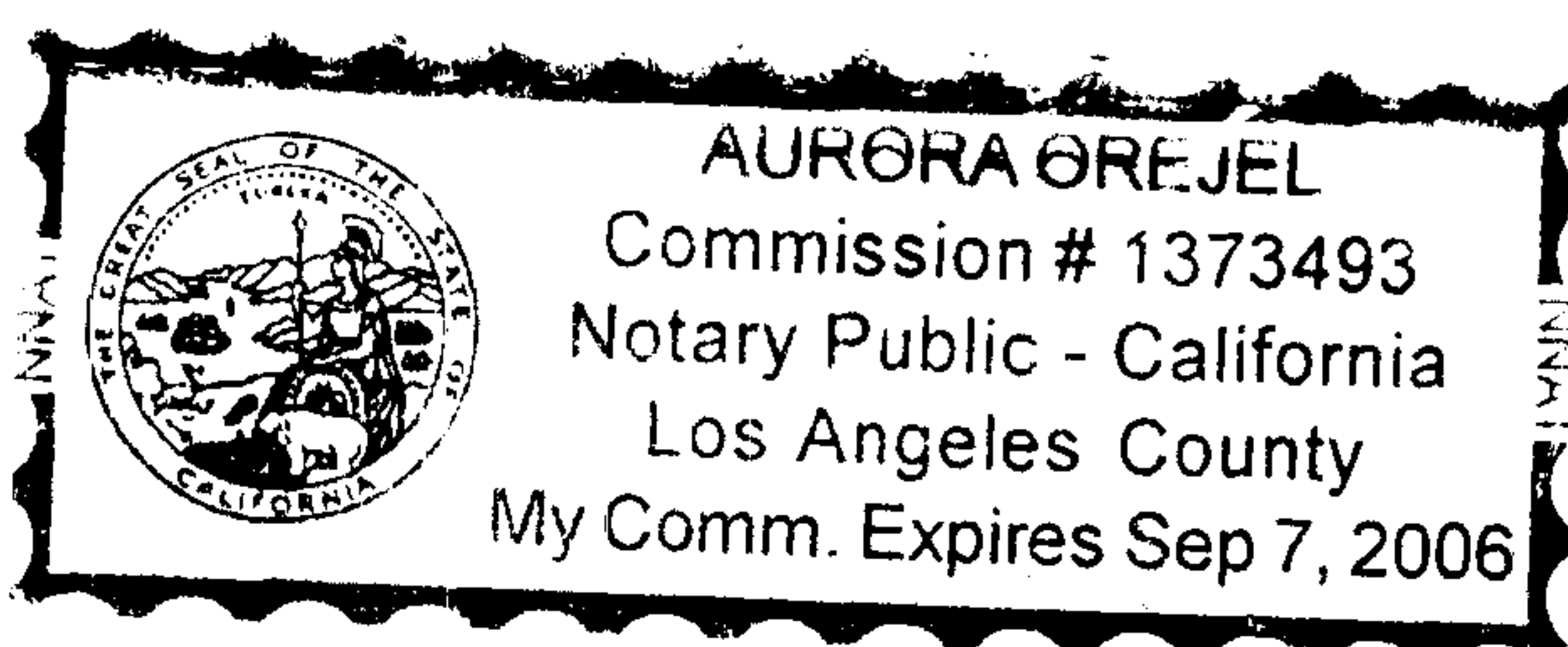
224 HM PRIVATE INVESTOR XI, LLC
An Alabama limited liability company

By: Barbara A. Hruden
Barbara A. Hruden, Manager

STATE OF CALIFORNIA)
) ss:
COUNTY OF Los Angeles)

On MARCH 31, 2006, before me, AURORA OREJEL
personally appeared **Barbara A. Hruden, Manager of 224 HM Private Investor XI, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

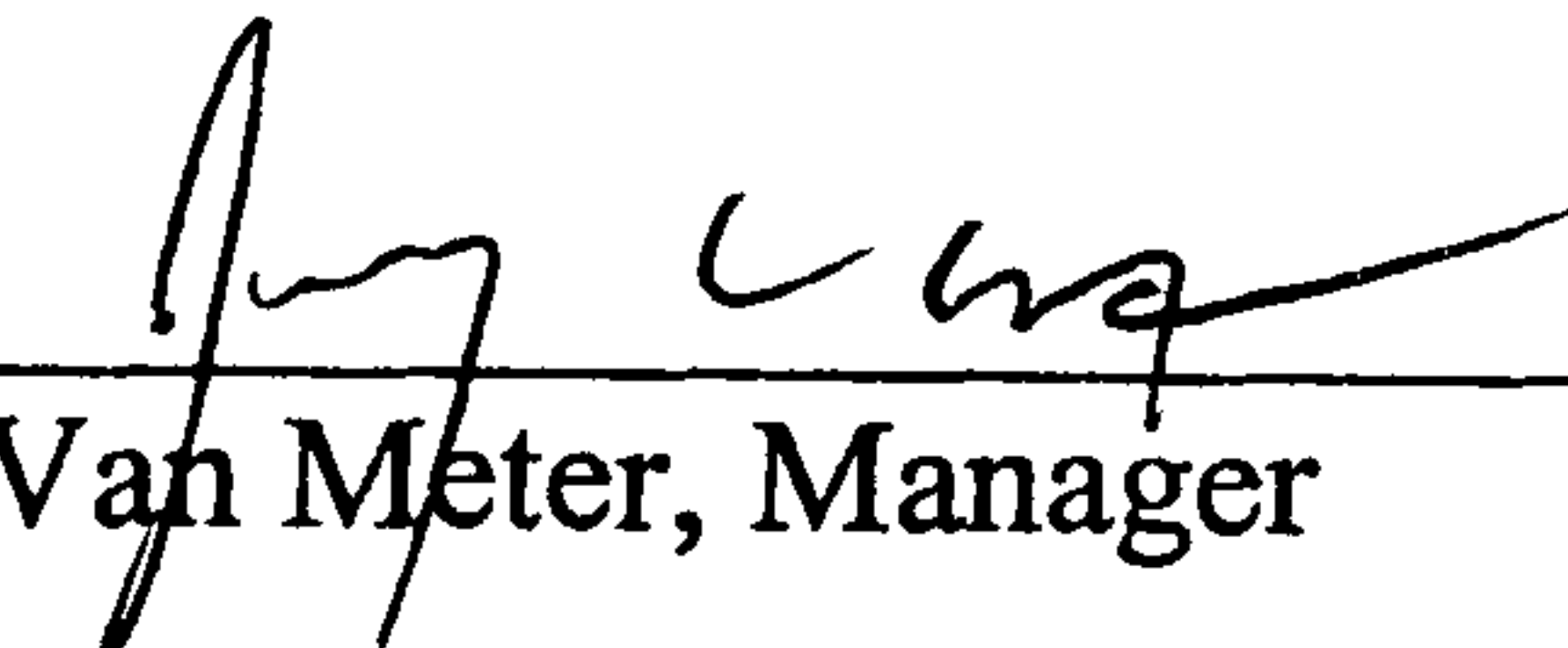
WITNESS my hand and official seal.



Aurora Orejel Notary Public
My Commission expires: 9/7/06

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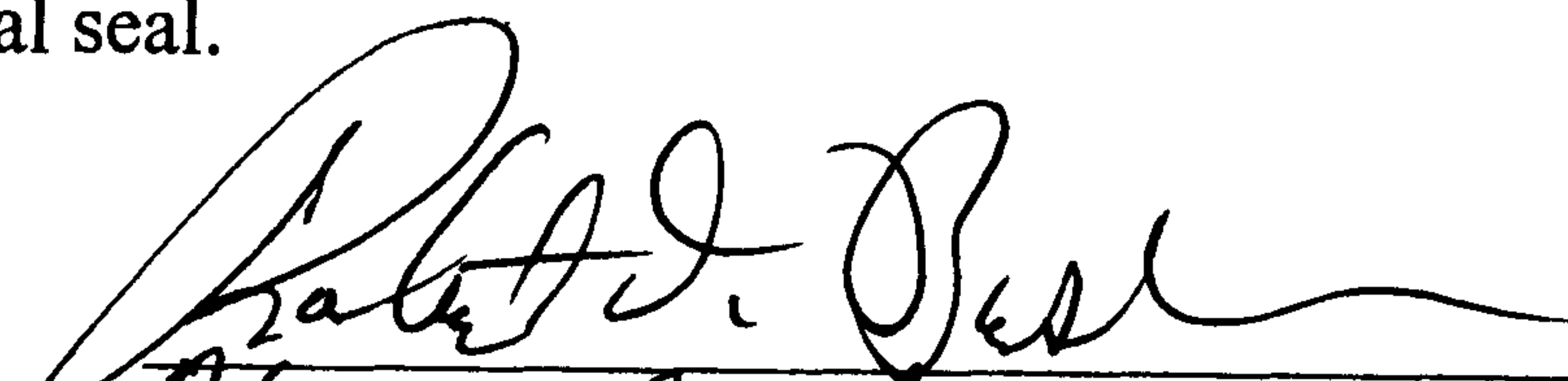
224 HM PRIVATE INVESTOR XII, LLC
An Alabama limited liability company

By: 
Jerry Van Meter, Manager

STATE OF CALIFORNIA)
COUNTY OF ERANSE) ss:

On MARCH 31ST, 2006, before me, ROBERT T. BESLER JR.
~~Jerry Van Meter~~
personally appeared **Jerry Van Meter, Manager of 224 HM Private Investor XII, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.


ROBERT T. BESLER Notary Public
My Commission expires: JUNE 27th 2009

SEPARATE SIGNATURE PAGE

224 HM PRIVATE INVESTOR XIII, LLC
An Alabama limited liability company

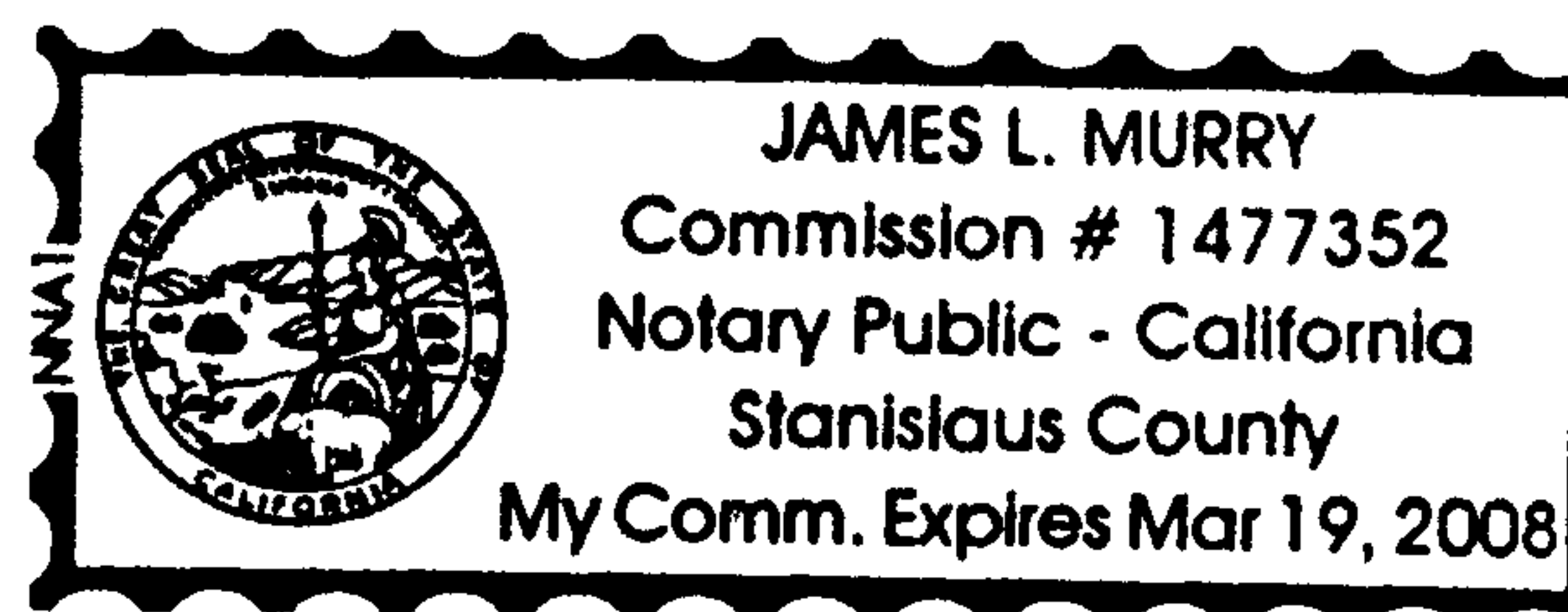
By: Elvera Hollaway
Elvera Hollaway, Manager

STATE OF CALIFORNIA)
) ss:
COUNTY OF STANISLAUS)

On MARCH 30, 2006, before me, JAMES L. MURRY
personally appeared **Elvera Hollaway, Manager of 224 HM Private Investor XIII, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

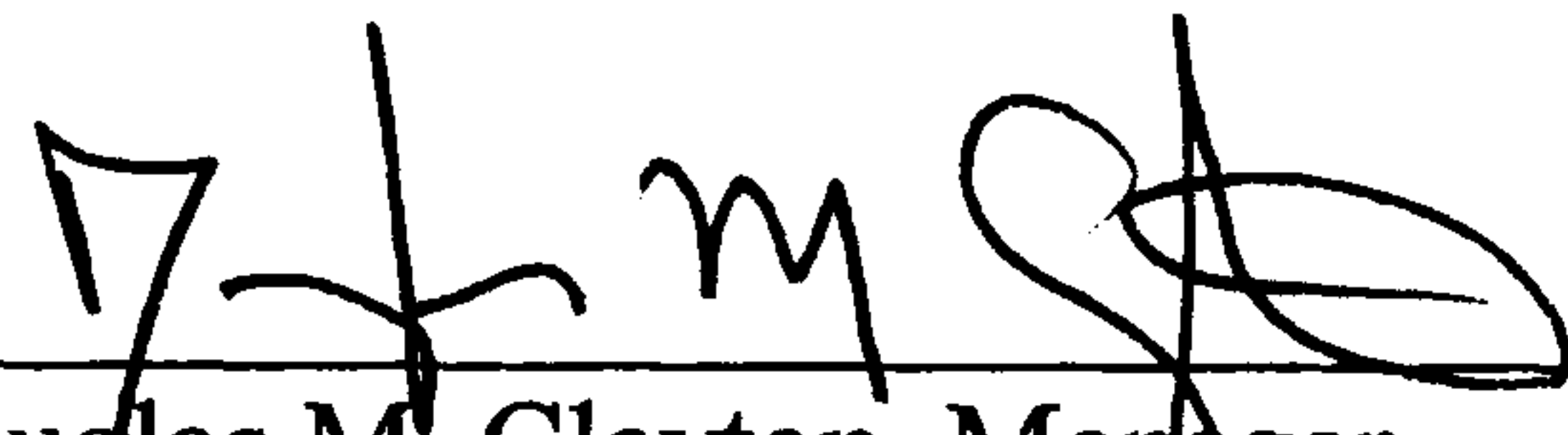
WITNESS my hand and official seal.

James L. Murry
Notary Public
My Commission expires: 3/19/08



SEPARATE SIGNATURE PAGE


224 HM PRIVATE INVESTOR XIV, LLC
An Alabama limited liability company

By: 
Douglas M. Clayton, Manager

STATE OF South Carolina)
COUNTY OF Horry) ss:
)

On March 29, 2006, before me, Jessica Isaacson
personally appeared **Douglas M. Clayton, Manager of 224 HM Private Investor XIV, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

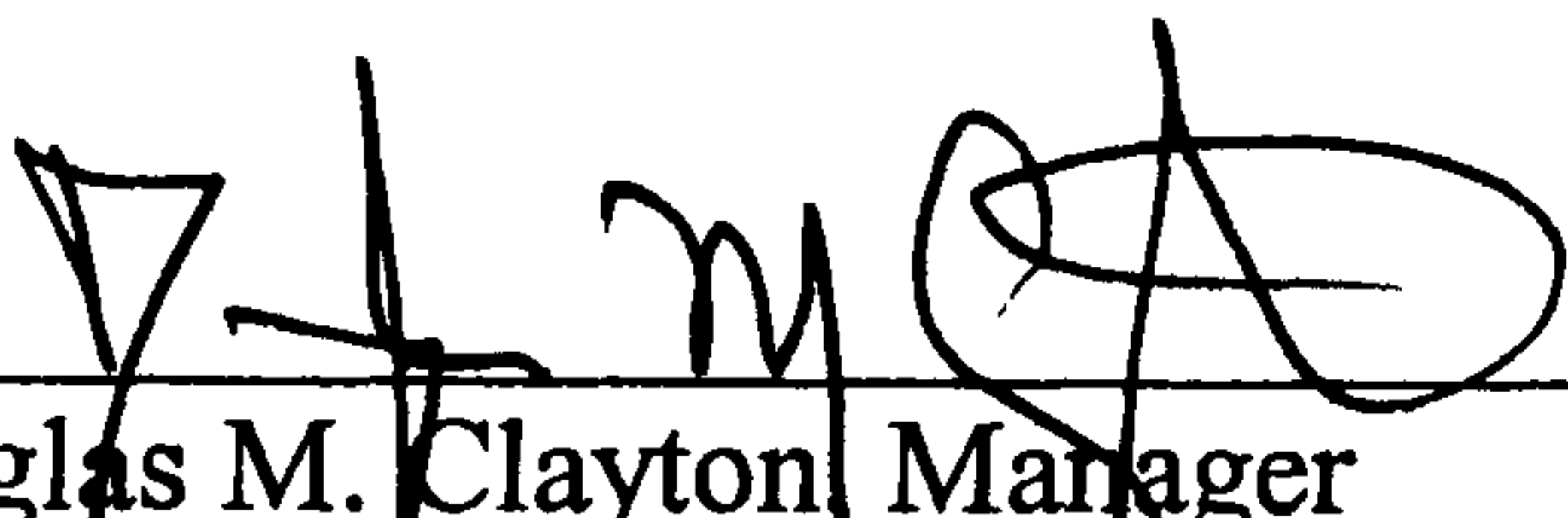

Jessica Isaacson Notary Public
My Commission expires: July 12, 2010



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224 HM PRIVATE INVESTOR XV, LLC
An Alabama limited liability company

By: 
Douglas M. Clayton Manager

STATE OF South Carolina)
) ss:
COUNTY OF Horry)

On March 29, 2006, before me, Jessica Isaacson
personally appeared **Douglas M. Clayton, Manager of 224 HM Private Investor XV, LLC**, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.


Jessica Isaacson Notary Public
My Commission expires: July 12 2015

SEPARATE SIGNATURE PAGE

LESSEE:

224 HM MASTER LESSEE, LLC
An Alabama limited liability company

By: _____

Douglas M. Clayton, Manager

STATE OF South Carolina)
COUNTY OF Horry)

On March 29, 2006, before me, Jessica Isaacson
personally appeared **Douglas M. Clayton, Manager of 224 HM Master Lessee, LLC**,
personally known to me (or proved to me on the basis of satisfactory evidence) to be the
person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to
me that he/she/they executed the same in his/her/their authorized capacity(ies), and that
by his/her/their signature on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Jessica Isaacson
Jessica Isaacson Notary Public
My Commission expires: July 12, 2015

Exhibit "A"

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Shelby Cnty Judge of Probate, AL
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PARCEL I:

Part of Lots 12 and 13 and 14, in Block 2, of Nickerson-Scott Survey as recorded in Map Book 3, page 34, in the Probate Office of Shelby County, Alabama.

ALSO, a parcel of land situated in the Southeast quarter of the Southeast quarter of Section 35, Township 20 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:

Begin at a point on the Easterly right of way of U.S. Highway 31, also known as Montgomery Highway and First Street, said point being on the Southerly line of said Lot 12, Block 2 of said Nickerson-Scott Survey and run in an Easterly direction along the Southerly line of said Lot 12 and a projection thereof for a distance of 262.73 feet; thence turn an angle to the left of $90^{\circ} 03' 16''$ and run in a Northerly direction for a distance of 149.91 feet; thence turn an angle to the left of $89^{\circ} 56' 44''$ and run in a Westerly direction along a line, which is a projection of the Northerly line of said Lot 14, Block 2, of said Nickerson-Scott Survey, and along said Northerly line of said Lot 14 for a distance of 262.55 feet to a point on said Easterly right of way of U.S. Highway 31 (Montgomery Highway, First Street); thence turn an angle to the left of $89^{\circ} 59' 08''$ and run in a Southerly direction along said right of way for a distance of 149.91 feet to the point of beginning.

PARCEL II:

Part of Lots 15, 16 and 17, in Block 2, of Nickerson-Scott Survey, as recorded in Map Book 3, page 34, in the Probate Office of Shelby County, Alabama.

ALSO, a parcel of land situated in the Southeast quarter of the Southeast quarter of Section 35, Township 20 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:

Begin at a point on the Easterly right of way of U.S. Highway 31, also known as Montgomery Highway and First Street, said point being on the Southerly line of said Lot 15, Block 2 of said Nickerson-Scott Survey, and run in an Easterly direction along the Southerly line of said Lot 15, and a projection thereof for a distance of 262.55 feet; thence turn an angle to the left of $90^{\circ} 03' 16''$ and run in a Northerly direction for a distance of 50.37 feet; thence turn an angle to the left of $90^{\circ} 02' 51''$ and run in a Westerly direction along a line which is a projection of the Northerly line of said Lot 15 for a distance of 100.08 feet to the Northeast corner of said Lot 15; thence turn an angle to the right of $89^{\circ} 59' 56''$ and run in a Northerly direction along the Easterly line of said Lot 16 and 17, Block 2 of said Nickerson-Scott Survey for a distance of 60.02 feet; thence turn an angle to the left of $89^{\circ} 58' 10''$ and run in a Westerly direction for a distance of 162.29 feet to a point on said Easterly right of way of U.S. Highway 31 (Montgomery Highway, First Street); thence turn an angle to the left of $89^{\circ} 54' 47''$ and run in a Southerly direction along said right of way for a distance of 110.00 feet to the point of beginning.

All situated in Shelby County, Alabama.

Also Described As:

Beginning at an existing iron rebar set by Weygand being the locally accepted Southwest corner of Lot 12, Block 2, Nickerson-Scott Survey, as recorded in Map Book 3, Page 34, in the Probate Office of Shelby County, Alabama, and also being on the East right-of-way line of the Montgomery Highway, run in an Easterly direction along the South line of said Lot 12 and its Easterly extension thereof for a distance of 262.73 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of $89^{\circ} 59' 17''$ and run in a Northerly direction for a distance of 199.87 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of $90^{\circ} 01' 23''$ and run in a Westerly direction for a distance of 100.08 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of $89^{\circ} 59' 20''$ and run in a Northerly direction for a distance of 60.01 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of $89^{\circ} 58' 01''$ and run in a Westerly direction for a distance of 162.24 feet to an existing iron rebar set by Weygand and being on the East right-of-way line of said Montgomery Highway; thence turn an angle to the left of $89^{\circ} 54' 59''$ and run in a Southerly direction along the East right-of-way line of said Montgomery Highway for a distance of 259.89 feet, more or less, to the point of beginning.

Shelby County, AL 04/07/2006
State of Alabama

Deed Tax: \$1372.00