Shelby County, AL 07/13/2006
State of Alabama

Deed Tax:$196.50

20060713000338820 1/8 $228.50
Shelby Cnty Judge of Probate,AL
07/13/2006 02:57:38PM FILED/CERT

HEATHER LAKE
Lessee Site Number: 166694
Lessee GL Market: 100041
Atty/Date: THERESA A. TKACIK – 05/09/06

Upon Recording, Return to:

Theresa A. Tkacik
Haskell Slaughter Young & Rediker, LLC
2001 Park Place North
1400 Park Place Tower
Birmingham, Alabama 35203

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

MEMORANDUM OF LEASE SUPPLEMENT

This Memorandum of Lease Supplement is made this 12th day of June, 2006, between **AMERICAN TOWER, L.P., a Delaware limited partnership**, with a mailing address of 10 Presidential Way, Woburn, MA 01801 hereinafter collectively referred to as "LESSOR", and **CELLCO PARTNERSHIP d/b/a Verizon Wireless,** with its principal office located at 180 Washington Valley Road, Bedminster, New Jersey 07921, hereinafter referred to as "LESSEE". LESSOR and LESSEE are at times collectively referred to hereinafter as the "Parties" or individually as the "Party".

1. LESSOR and LESSEE entered into a Lease Supplement (the "Agreement") on June 12, 2006 for an initial term of ten (10) years, commencing on the Commencement Date. The Agreement shall automatically be extended for four (4) additional five (5) year terms unless the LESSEE terminates it at the end of the then current term by giving the LESSOR written notice of the intent to terminate at least six (6) months prior to the end of the then current term.

2. LESSOR hereby leases to LESSEE a portion of that certain parcel of property (the entirety of LESSOR's property is referred to hereinafter as the "Property"), located at Old Looney Road/Resource Center Parkway and being described as an irregular parcel 57' x 60' x 34' x 40' x 22' parcel as shown on the Tax Map of the County of Shelby County as a portion of Tax Parcel No. 58-02-7-36-0-001-012.000 and being part of that real property further described in instrument number 20050623000248200, as recorded in the Office of the Judge of Probate of Shelby County, Alabama together with the non-exclusive right for ingress and egress, seven (7) days a week twenty-four (24) hours a day, on foot or motor vehicle,

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Shelby Cnty Judge of Probate,AL
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including trucks, and for the installation and maintenance of utility wires, poles, cables, conduits, and pipes over, under, or along a twenty (20) foot wide right-of-way extending from the nearest public right-of-way, ***Old Looney Road/Resource Center Parkway,*** to the demised premises. The demised premises and right-of-way are hereinafter collectively referred to as the "Premises". The Premises are described in Exhibit A attached hereto and made a part hereof, and as shown on the plat of survey attached hereto and incorporated herein as Exhibit B. In the event any public utility is unable to use the aforementioned right-of-way, LESSOR has agreed to grant an additional right-of-way either to the LESSEE or to the public utility at no cost to the LESSEE.

3. The Commencement Date of the Agreement, of which this is a Memorandum, is _____.

4. The terms, covenants and provisions of the Agreement, the terms of which are hereby incorporated by reference into this Memorandum, shall extend to and be binding upon the respective executors, administrators, heirs, successors and assigns of LESSOR and LESSEE.

Signatures Appear on Following Page

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Shelby Cnty Judge of Probate,AL
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HEATHER LAKE
Lessee Site Number: 166694
Lessee GL Market: 100041
Atty/Date: THERESA A. TKACIK – 05/09/06

IN WITNESS WHEREOF, hereunto and to a duplicate hereof, LESSOR and LESSEE have caused this Memorandum to be duly executed on the date first written hereinabove.

LESSOR:

AMERICAN TOWER, L.P.,
A Delaware limited partnership

By: ATC GP, Inc.
Its: General Partner

Wendy Bruce
WITNESS

BY: _____

NAME: Richard Rossi
Director, Contract Management

TITLE: _____

LESSEE:

CELLCO PARTNERSHIP
D/B/A VERIZON WIRELESS

WITNESS

BY: _____
Hans F. Leutenegger
Area Vice President –
Network- South Area

F:\VERIZON\Forms\VZW Standard Agreements\MOL FOR NC.doc

20060713000338820 4/8 $228.50
Shelby Cnty Judge of Probate, AL
07/13/2006 02:57:38PM FILED/CERT

HEATHER LAKE
Lessee Site Number: 166694
Lessee GL Market: 100041
Atty/Date: THERESA A. TKACIK – 05/09/06

STATE OF Massachusetts)
)
COUNTY OF Middlesex)

I, Matthew J. Studivan, a Notary Public in and for said County in said State, do hereby certify that Richard Rossi, as Director, Contract Management **ATC GP, Inc., the sole general partner of AMERICAN TOWER, L.P.**, who is known to me, personally appeared, and being informed of the contents of this MEMORANDUM OF LEASE SUPPLEMENT he/she, being duly authorized, executed the same voluntarily as an act of said General Partnership.

WITNESS my hand and official Notarial Seal, this 12th day of June, 2006.

MATTHEW J. STUDIVAN
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
My Commission Expires May 17, 2013

Notary Public

My Commission Expires: 5/17/2013

STATE OF NORTH CAROLINA)
)
COUNTY OF MECKLENBURG)

I, Catharine Lawson, a Notary Public in and for said County in said State, do hereby certify that **HANS F. LEUTENEGGER, as Area Vice President-Network-South Area of CELLCO PARTNERSHIP d/b/a VERIZON WIRELESS**, who is known to me, personally appeared, and being informed of the contents of this MEMORANDUM OF LEASE SUPPLEMENT he, being duly authorized, executed the same voluntarily as an act of said General Partnership.

WITNESS my hand and official Notarial Seal, this 31 day of May, 2006.

OFFICIAL SEAL
Notary Public, North Carolina
County of Cabarrus
CATHARINE LAWSON
My Commission Expires January 4, 2010

Notary Public

My Commission Expires: 1/4/2010

HEATHER LAKE
Lessee Site Number: 166694
Lessee GL Market: 100041
Atty/Date: THERESA A. TKACIK – 05/09/06

EXHIBIT A

SEE ATTACHED

20060713000338820 5/8 $228.50
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PARENT PARCEL LEGAL DESCRIPTION

Lot 3A, Resource Center, as recorded in Map Book 24, Page 118 in the Office of the Judge of Probate in Shelby County, Alabama.

EXISTING LEASE AREA LEGAL DESCRIPTION

A part of the Southwest 1/4 of the Northwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama described as follows: Commencing at a found 2" capped pipe, being the Northwest corner of said Southwest 1/4 of the Northwest 1/4; thence South 00°10'52" East along the west boundary of said Southwest 1/4 of the Northwest 1/4 a distance of 427.97 feet, to a found 3/8" rebar; thence continue along said west boundary, South 00°07'34" East a distance of 184.98 feet to a set 5/8" rebar being the Point of Beginning; thence South 42°00'09" East a distance of 82.72 feet to set 5/8" rebar; thence North 88°28'22" West a distance of 55.24 feet to a found 2" capped pipe on the west boundary of said SW 1/4 of the NW 1/4; thence North 00°07'34" West a distance of 60.00 feet along the west boundary of said Southwest 1/4 of the Northwest 1/4 to the Point of Beginning; containing 0.04 acres or 1656.58 square feet, more or less.

AS-SURVEYED LEASE AREA LEGAL DESCRIPTION

A parcel of land being a portion of that certain tract of land as Lot 3A, Resource Center, as recorded in Map Book 24, Page 118 in the Office of the Judge of Probate, Shelby County, Alabama lying in Section 36, Township 18 South, Range 2 West and being more particularly described as follows:

Commence at a iron pin found in place at the Northwest corner of said Lot 3A; thence run S 00°12'11" E for a distance of 184.84 feet to a iron pin found and being the Point of Beginning; thence S 42°47'28" E for a distance of 25.81 feet to a 5/8" capped rebar set (SMW LS 19753); thence S 42°52'32" E for a distance of 57.99 feet to a point; thence N 88°32'59" W for a distance of 56.80 feet to a point; thence N 00°12'11" W for a distance of 60.00 feet to the Point of Beginning. Said above described parcel contains 0.04 acres or 1702.05 square feet, more or less.

EXISTING ACCESS & UTILITY EASEMENT LEGAL DESCRIPTION

A part of the Southwest 1/4 of the Northwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama Described as follows: Commencing at a found 2" capped pipe, being the Northwest corner or said Southwest 1/4 of the Northwest 1/4; thence South 00°10'52" East along the west boundary of said Southwest 1/4 at the Northwest 1/4 a distance of 427.97 feet, to a found 3/8" rebar; thence continue along said west boundary, South 00° 07' 34" East a distance of 184.98 feet to a set 5/8" rebar; thence South 42°00'09" East a distance of 20.48 feet to the Point of Beginning; Thence Easterly along a curve to the right having a radius of 119.00 feet having a degree of 48°08'52" thence Easterly along said curve 86.66 feet along said curve through a central angle 41°43'25" having a tangent length of 45.35 feet; thence easterly along a curve to the left having a radius of 47.00 feet having a degree of 121°54'23" thence Easterly along said curve 41.16 feet along said curve through a central angle of 50°10'35" having a tangent length of 22.00 feet; thence North 43°46'38" East a distance of 5.00 feet to a Point; thence South 46°13'22" East a distance of 3.00 feet to a Point; thence North 43°46'38" East a distance of 192.78 feet to a Point; thence North 51°41'26" East a distance of 62.16 feet to a Point; thence North 59°30'39" East a distance of 42.41 feet to a Point; thence North 74°14'29" East a distance of 25.05 feet to a Point; thence North 59°18'45" East a distance of 24.25 feet to a Point; thence North 43°56'51" East a distance of 25.39 feet to a Point on the edge of pavement of Resource Center Parkway; thence Easterly along a curve to the left having a radius of 47.43 feet having a degree of 120°47'57" thence Easterly along said curve 21.96 feet along said curve through a central angel of 26°31'52" having a tangent length of 11.18 feet; thence South 43°56'51" West a distance of 43.19 feet to a Point; thence South 59°18'45" West a distance of 28.24 feet to a Point; thence South 74°14'29" West a distance of 25.08 feet to a Point; thence South 59° 30'39" West a distance of 39.45 feet to a Point; thence South 51°41'26" West a distance of 60.10 feet to a Point; thence South 43°46'38" West a distance of 191.74 feet to a Point; thence South 46°13'22" East a distance of 36.78 feet to a Point; thence South 01°19'14" West a distance of 54.15 feet to a Point; thence North 88°28'22" West a distance of 5.00 feet to a Point; thence North 01°19'14" East a distance of 51.93 feet to a Point; thence North 46°13'22" West a distance of 32.57 feet to a Point; thence Westerly along a curve to the right having a radius of 67.00 feet having a degree of 85°30'59" thence Westerly along said curve 58.67 feet along said curve through a central angle of 50°10'35" having a tangent length at 31.37 feet; thence westerly along a curve to the left having a radius of 99.00 feet having a degree of 57°52'28" thence Westerly along said curve 70.61 feet along said curve through a central angle of 40°52'00" having a tangent length of 36.88 feet; thence North 42°00'09" West a distance of 20.07 feet to the Point of Beginning; containing 0.20 acres or 8785.11 square feet more or less.

ADDITIONAL 22' X 40' LEASE AREA LEGAL DESCRIPTION

A parcel of land being a portion of that certain tract of land as Lot 3A, Resource Center, as recorded in Map Book 24, Page 118 in the Office of the Judge of Probate, Shelby County, Alabama lying in Section 36, Township 18 South, Range 2 West and being more particularly described as follows:

Commence at a iron pin found in place at the Northwest corner of said Lot 3A; thence run S 00°12'11" E for a distance of 184.84 feet to a iron pin found; thence S 83°16'30" E for a distance of 33.89 feet to a 5/8" capped rebar set (SMW LS 19753) and the Point of Beginning; thence S 42°52'32" E for a distance of 40.00 feet to a 5/8" capped rebar set (SMW LS 19753); thence S 47°07'28" W for a distance of 22.00 feet to a 5/8" capped rebar set (SMW LS 19753); thence N 42°52'32" W for a distance of 40.00 feet to a 5/8" capped rebar set (SMW LS 19753); thence N 47°07'28" E for a distance of 22.00 feet to the Point of Beginning. Said above described parcel contains 0.02 acres or 880 square feet, more or less.

10' X 10' UTILITY EASEMENT LEGAL DESCRIPTION

A parcel of land being a portion of that certain tract of land as Lot 3A, Resource Center, as recorded in Map Book 24, Page 118 in the Office of the Judge of Probate, Shelby County, Alabama lying in Section 36, Township 18 South, Range 2 West and being more particularly described as follows:

Commence at a iron pin found in place at the Northwest corner of said Lot 3A; thence run S 00°12'11" E for a distance of 184.84 feet to a iron pin found; thence S 83°16'30" E for a distance of 33.89 feet to a 5/8" capped rebar set (SMW LS 19753); thence S 42°52'32" E for a distance of 40.00 feet to a 5/8" capped rebar set (SMW LS 19753); thence S 47°07'28" W for a distance of 12.00 feet to a 5/8" capped rebar set (SMW LS 19753) and being the Point of Beginning; thence S 42°52'32" E for a distance of 10.00 feet to a 5/8" capped rebar set (SMW LS 19753); thence S 47°07'28" W for a distance of 10.00 feet to a 5/8" capped rebar set (SMW LS 19753); thence N 42°52'32" W for a distance of 10.00 feet to a 5/8" capped rebar set (SMW LS 19753); thence N 47°07'28" E for a distance of 10.00 feet to the Point of Beginning. Said above described parcel contains 100 square feet, more or less.

HEATHER LAKE
Lessee Site Number: 166694
Lessee GL Market: 100041
Atty/Date: THERESA A. TKACIK – 05/09/06

EXHIBIT B

SEE ATTACHED SURVEY

20060713000338820 7/8 $228.50
Shelby Cnty Judge of Probate,AL
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Shelby Cnty Judge of Probate, AL
07/13/2006 02:57:38PM FILED/CERT

OLD LOONEY ROAD #23154

ELEVATION DATUM

TOWER TYPE: MONOPOLE

ALL ELEVATIONS ARE BASED ON NAVD 1988 DATUM.

GROUND ELEVATION: 522.0'
STRUCTURE HEIGHT: 151.4'
ELEVATION OF TOP OF TOWER: 673.4'
ELEVATION OF HIGHEST POINT: 673.4'
ELEVATION OF TOP OF ANTENNA No. 1: 672.4'
ELEVATION OF CL of Mounting for ANTENNA No. 1: 669.3'
ELEVATION OF BOTTOM OF ANTENNA No. 1: 668.4'
ELEVATION OF TOP OF ANTENNA No. 2: 656.1'
ELEVATION OF CL of Mounting for ANTENNA No. 2: 653.0'
ELEVATION OF BOTTOM OF ANTENNA No. 2: 652.1'
ELEVATION OF TOP OF ANTENNA No. 3: 646.5'
ELEVATION OF CL of Mounting for ANTENNA No. 3: 643.0'
ELEVATION OF BOTTOM OF ANTENNA No. 3: 640.5'
ELEVATION OF TOP OF ANTENNA No. 4: 626.9'
ELEVATION OF CL of Mounting for ANTENNA No. 4: 622.6'
ELEVATION OF BOTTOM OF ANTENNA No. 4: 620.9'

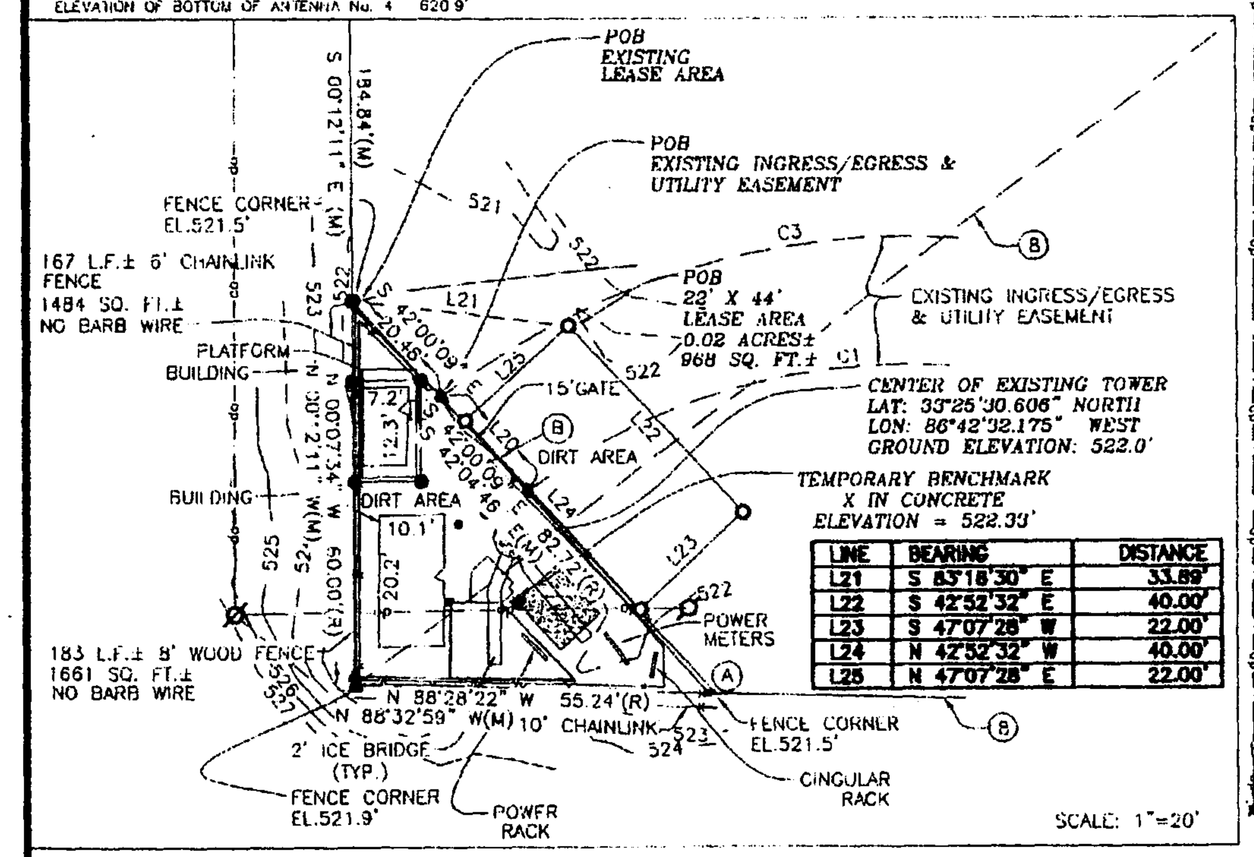
LATITUDE & LONGITUDE

LATITUDE AND LONGITUDE OF EXISTING TOWER IS BASED ON THE NAD 1983

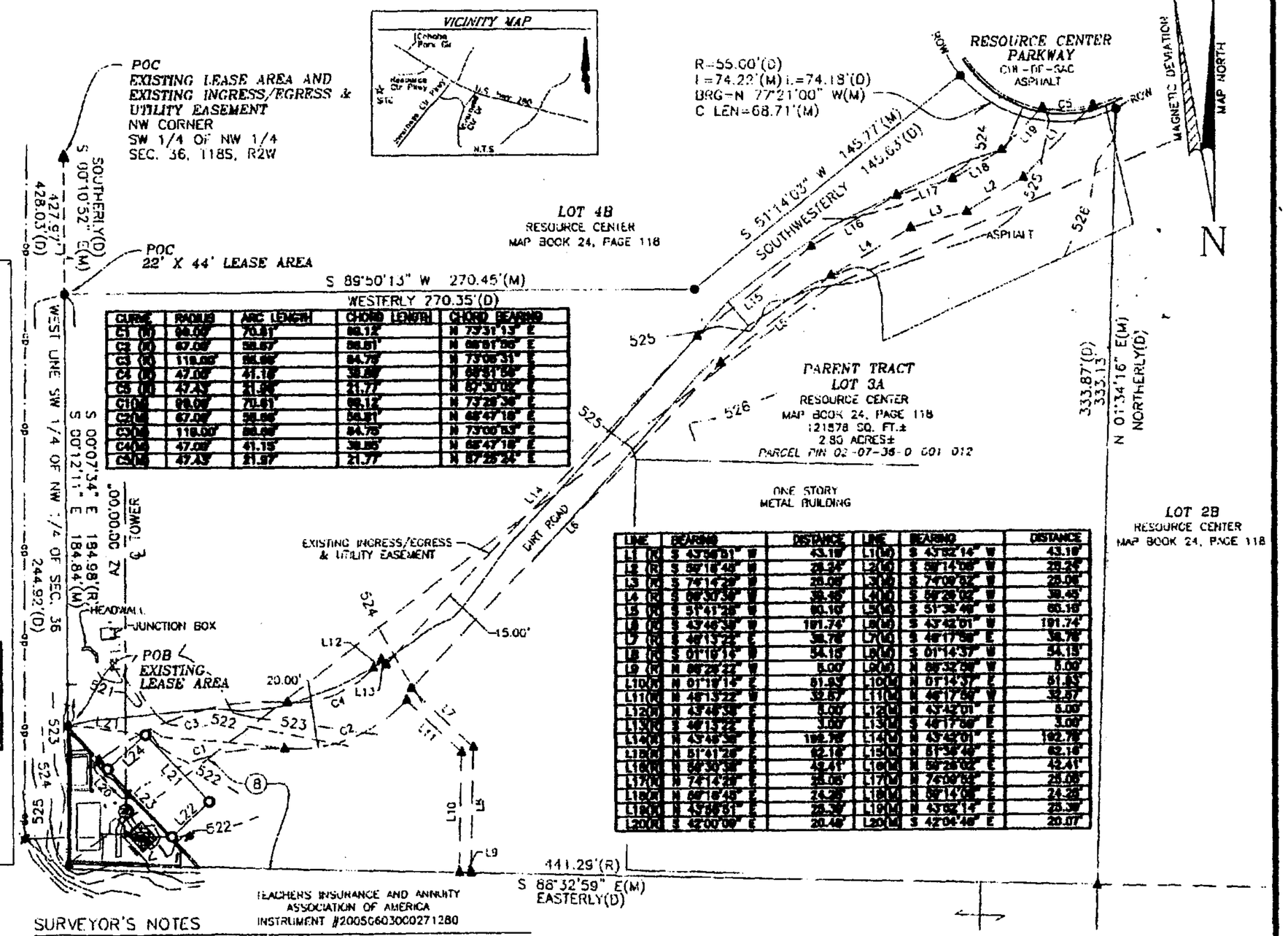
LATITUDE: 33° 25' 30.606"
LONGITUDE: 86° 42' 32.175"

BASIS OF BEARINGS:
NORTH AMERICAN DATUM (NAD83)

THIS IS TO CERTIFY THAT THE GEOGRAPHICAL LOCATION SHOWN IS ACCURATE TO WITHIN +-50' HORIZONTALLY AND +-20' VERTICALLY



LINE	BEARING	DISTANCE
L21	S 83°18'30" E	33.89'
L22	S 42°52'32" E	40.00'
L23	S 47°07'28" W	22.00'
L24	N 42°52'32" W	40.00'
L25	N 47°07'28" E	22.00'



CURVE	RADIUS	ARC LENGTH	CHORD LENGTH	CHORD BEARING
C1 (M)	98.00'	70.81'	69.12'	N 73°31'13" E
C2 (M)	67.00'	58.67'	56.81'	N 68°51'06" E
C3 (M)	119.00'	86.06'	84.76'	N 73°00'53" E
C4 (M)	47.00'	41.15'	39.85'	N 68°47'18" E
C5 (M)	47.00'	21.97'	21.77'	N 87°25'34" E
C1(D)	98.00'	70.81'	69.12'	N 73°31'13" E
C2(D)	67.00'	58.67'	56.81'	N 68°51'06" E
C3(D)	119.00'	86.06'	84.76'	N 73°00'53" E
C4(D)	47.00'	41.15'	39.85'	N 68°47'18" E
C5(D)	47.00'	21.97'	21.77'	N 87°25'34" E

LINE	BEARING	DISTANCE	LINE	BEARING	DISTANCE
L1 (M)	S 43°02'51" W	43.19'	L1(D)	S 43°02'14" W	43.19'
L2 (M)	S 56°18'48" W	28.34'	L2(D)	S 56°14'06" W	28.34'
L3 (M)	S 74°14'22" W	20.00'	L3(D)	S 74°09'32" W	20.00'
L4 (M)	S 56°30'39" W	38.49'	L4(D)	S 56°26'09" W	38.49'
L5 (M)	S 51°41'28" W	60.16'	L5(D)	S 51°36'46" W	60.16'
L6 (M)	S 43°46'38" W	191.74'	L6(D)	S 43°43'01" W	191.74'
L7 (M)	S 46°13'22" E	38.78'	L7(D)	S 46°17'58" E	38.78'
L8 (M)	S 01°19'14" W	54.15'	L8(D)	S 01°14'37" W	54.15'
L9 (M)	N 88°28'22" W	8.00'	L9(D)	N 88°32'59" W	8.00'
L10(M)	N 01°19'14" E	51.83'	L10(D)	N 01°14'37" E	51.83'
L11(M)	N 46°13'22" E	32.67'	L11(D)	N 46°17'58" E	32.67'
L12(M)	N 43°46'38" E	8.00'	L12(D)	N 43°42'01" E	8.00'
L13(M)	N 46°13'22" E	3.00'	L13(D)	N 46°17'58" E	3.00'
L14(M)	N 43°46'38" E	192.78'	L14(D)	N 43°42'01" E	192.78'
L15(M)	N 51°41'28" E	62.16'	L15(D)	N 51°36'46" E	62.16'
L16(M)	N 56°30'39" E	42.41'	L16(D)	N 56°26'09" E	42.41'
L17(M)	N 74°14'22" E	28.00'	L17(D)	N 74°09'32" E	28.00'
L18(M)	N 56°18'48" E	24.28'	L18(D)	N 56°14'06" E	24.28'
L19(M)	N 43°02'51" E	28.39'	L19(D)	N 43°02'14" E	28.39'
L20(M)	S 42°00'09" E	20.49'	L20(D)	S 42°04'46" E	20.07'

SURVEY LEGEND

- IRON ROD FOUND (R) RECORDED
- IRON ROD SET (M) MEASURED
- BENCHMARK (D) DEED
- BOUNDARY LINE
- RIGHT-OF-WAY
- SECTION LINE
- CENTER LINE
- EDGE OF PAVEMENT
- PP POWER POLE
- TP TELEPHONE PEDESTAL
- CHAIN LINK FENCE
- XX" DECIDUOUS TREE AND SIZE
- XX" CONIFEROUS TREE AND SIZE
- X1000.0 SPOT ELEVATION
- OVERHEAD UTILITY LINE

THE UTILITIES AS SHOWN ON THIS DRAWING WERE DEVELOPED FROM THE INFORMATION AVAILABLE. THIS IS NOT IMPLIED NOR INTENDED TO BE THE COMPLETE INVENTORY OF UTILITIES IN THIS AREA. IT IS THE CLIENTS RESPONSIBILITY TO VERIFY THE LOCATION OF ALL UTILITIES (WHETHER SHOWN OR NOT) AND PROTECT SAID UTILITIES FROM ANY DAMAGE.

SURVEYOR'S NOTES

1. This is a AS BUILT SURVEY, made on the ground under the supervision of an Alabama Registered Land Surveyor. Date of field survey is 03/29/06.

2. Bearings are based on Alabama West Grid North

3. No underground utilities, underground encroachments or building foundations were measured or located as a part of this survey, unless otherwise shown. Trees and shrubs not located, unless otherwise shown.

4. This survey was conducted for the purpose of a As Built Survey only, and is not intended to delineate the regulatory jurisdiction of any federal, state, regional or local agency, board, commission or other similar entity.

5. This survey was conducted with reference to Chicago Title Insurance Company, Commitment No. 77027-06, dated 02/06/06 at 8:00 a.m.

Note: there may be other easements, rights-of-way, setback lines, agreements, reservations, restrictions, or other similar matters of public record that did not appear on this commitment and is not depicted on this survey.

6. Attention is directed to the fact that this survey may have been reduced or enlarged in size due to reproduction. This should be taken into consideration when obtaining scaled data.

7. This survey is not valid unless imprinted with an embossed or original Surveyor's Seal.

8. Field data upon which this map or plat is based has a closure precision of not less than one foot in 15,000 feet (1':15,000') and an angular error that does not exceed 10 seconds times the square root of the number of angles turned. Field traverse was not adjusted.

9. Subject property appears to be not used as a solid waste dump, sump or sanitary landfill.

SURVEY PLAN

40 20 0 40 80

SCALE 1" = 40 ft

ALTA CERTIFICATION

I HEREBY CERTIFY TO: AMERICAN TOWER CORPORATION AND CHICAGO TITLE INSURANCE COMPANY, ITS SUCCESSORS AND ASSIGNS.

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH "MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/ACSM LAND TITLE SURVEYS" JOINTLY ESTABLISHED AND ADOPTED BY ALTA, ACSM AND NSPS IN 1999, AND INCLUDES ITEMS 2, 3, 4, 6, 7(a), 7(b)(1), 7(c), 8, 9, 10, 11(a), 13, 14 AND 16 OF TABLE A THEREOF. PURSUANT TO THE ACCURACY STANDARDS AS ADOPTED BY ALTA, NSPS AND ACSM AND IN EFFECT ON THE DATE OF THIS CERTIFICATION, THE SURVEY MEASUREMENTS WERE MADE IN ACCORDANCE WITH THE POSITIONAL UNCERTAINTIES RESULTING FROM THE SURVEY MEASUREMENTS MADE ON THE SURVEY DO NOT EXCEED THE ALLOWABLE POSITIONAL TOLERANCE.

DATED THIS 3RD DAY OF APRIL 2006

William H. Sommerville, III

PROFESSIONAL SURVEYOR # LS-18753
NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL SEAL OF AN ALABAMA LICENSED SURVEYOR.

Work Coordinated by:

ASC NATIONAL LLC
1234 MAIN STREET
WALTHAM, MA 02451
TELEPHONE 781.893.6777 FAX 781.891.7091

Surveyor:

SMW engineering group, inc.
sommerville muggeo webb

SMW Engineering Group, Inc.
208 Oak Mountain Circle
Pelham, Alabama 35124
(205) 952-6985
Fax: (205) 320-1504

SHEET 1 of 2

AS-BUILT SURVEY	
Date	04/03/06
Dwn. By	BC
Aprvd. By	PWK
Dwg. No.	
Proj. No.	06-257

REVISIONS	
DESCRIPTION:	DATE:
CLIENT COMMENTS	04/04/06

American Tower Corporation
3200 Cobb Galleria Parkway
Suite 205
Atlanta, GA 30339

Project Location	BIRMINGHAM, ALABAMA
Project Address	120 RESOURCE CENTER PARKWAY
Site Name	OLD LOONEY ROAD
Client Number	23154