

Prepared by and Return to:

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777 S. Flagler Dr. Suite 400E
West Palm Beach, FL 33401


20090916000353280 1/3 \$18.00
Shelby Cnty Judge of Probate, AL
09/16/2009 10:56:40 AM FILED/CERT

ASSIGNMENT OF DECLARANT'S RIGHTS

This **ASSIGNMENT OF DECLARANT'S RIGHTS** ("**Assignment**") is executed and delivered as of the 31st day of August 2009, by AGRICULTURAL HOLDINGS LLC, a dissolved Delaware limited liability company ("**Assignor**") for the benefit of WHITE ROCK QUARRIES, LLC, a Delaware limited liability company ("**Assignee**").

PRELIMINARY INFORMATION

A. In connection with winding up and liquidating the business and the affairs of the Assignor, Assignor has conveyed to Assignee all real property located in Shelby County, Alabama more particularly described on Exhibit A attached hereto and made a part hereof ("**Property**"); and

B. Fredrick B. Berrey Jr. and Henry T. Holifield executed those certain Oak Ridge Covenants, recorded as document #20060824000415380, in the Office of the Judge of Probate of Shelby County, Alabama, on August 24, 2006, as subsequently assigned to Assignor by Assignment of Declarant's Rights, recorded as document #20071031000503620, in the Office of the Judge of Probate of Shelby County, Alabama, on October 31, 2007 (collectively, the "**Declaration**").

C. Assignor desires to assign to Assignee, as hereinafter provided, all of Assignor's rights and obligations as the Declarant under the terms of the Declaration.

NOW, THEREFORE, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. **RECITALS, DEFINITIONS.** The above stated recitals are true and correct and incorporated herein by this reference. All capitalized terms used but not otherwise defined herein shall have the meaning ascribed to such terms in the Declaration.

2. **ASSIGNMENT.** Assignor hereby assigns, transfers and conveys to Assignee all of its right, title and interest, powers, easements, reservations, duties, and obligations as Declarant under, in and pursuant to the Declaration.

3. **RELINQUISHMENT.** Assignor, from and after this date hereby relinquishes any and all rights, claims, reservations, interests, benefits, fees and any other matters due, accruing to

or becoming due to or incurred on behalf of the Declarant under the Declaration which shall hereinafter inure to the benefit of Assignee hereunder.

4. BINDING. This Assignment shall be binding upon and inure to the benefit of Assignee and its respective legal representatives, successors and may be amended only by a writing properly signed by an authorized representative Assignor and Assignee.

5. GOVERNING LAW. This Assignment shall be governed by, construed under and interpreted and enforced in accordance with the laws of the State of Alabama.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the date first above written.

Agricultural Holdings LLC, a dissolved
Delaware limited liability company

By: White Rock Quarries, LLC, f/k/a
Alabama Holdings, LLC, a Delaware
limited liability company, its Sole Member

By: Loman L. Gwinn
Loman L. Gwinn, Authorized Signatory

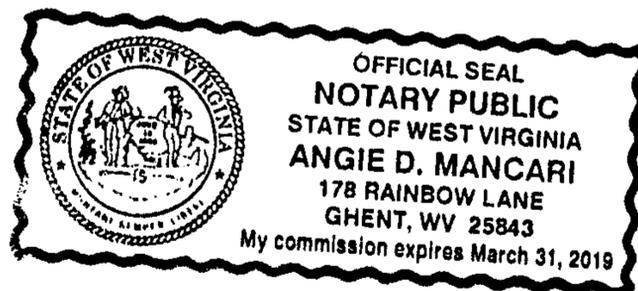
STATE OF West Virginia :
Raleigh COUNTY :

I, the undersigned authority, a Notary Public, in and for said County, in said State, hereby certify that Loman L. Gwinn, whose name as Authorized Signatory of White Rock Quarries, LLC, f/k/a Alabama Holdings, LLC, a Delaware limited liability company, the sole member of Agricultural Holdings LLC, a dissolved Delaware limited liability company is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this date, that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily on the day the same bears date, for and as the act of said limited liability company.

Given under my and official seal, this 5th day of September 2009.

(NOTARY SEAL)

Angie D. Mancari
Notary Public
My Commission Expires: 3-31-2019





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EXHIBIT A
LEGAL DESCRIPTION

All of that real estate situated in the county of Shelby, State of Alabama and known as OAK RIDGE SUBDIVISION, which has been duly recorded in the Office of the Judge of Probate of Shelby County, Alabama in Plat book No. 36, Page 133.