

This Instrument Prepared By:
John N. Randolph, Attorney
703 Frank Nelson Building
Birmingham, Al 35203

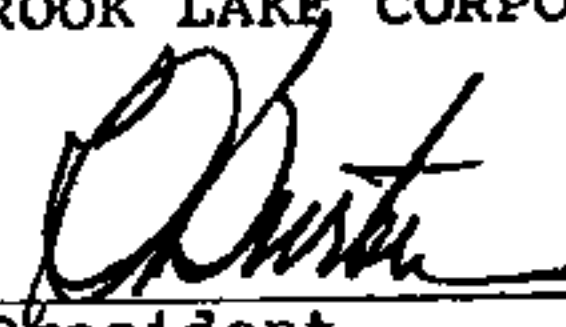
STATE OF ALABAMA)
JEFFERSON COUNTY)

1152

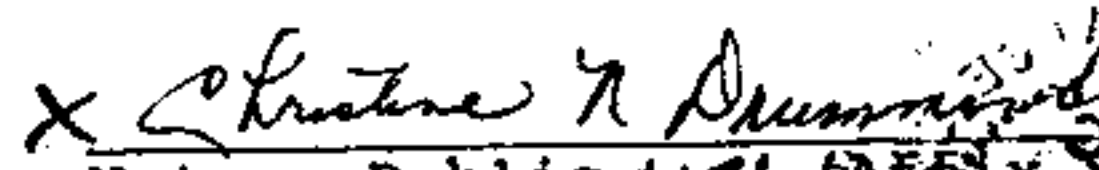
A F F I D A V I T

Before me, the undersigned, a Notary Public in and for said County and said State, personally appeared Robert G. Burton, who, being by me first duly sworn, deposes and says that he is the President of HOLLYBROOK LAKE CORPORATION, a corporation, and, as such, has authority to make this affidavit. Affiant states that the document and map attached hereto as, "Exhibit A, Pages 1 and 2," comprise a true, complete and correct copy of a Resolution duly adopted by the said HOLLYBROOK LAKE CORPORATION at a meeting of its stockholders held on May 22, 1983, and that said Resolution remains in full force and effect, and has not been rescinded or modified. Affiant further states that the Parcels of land referred to in "Exhibit A" adjoin and are contiguous to the survey of Hollybrook Lake, First Sector, as recorded in Map Book 4, page 74, in the Probate Court of Shelby County, Alabama, and are situated in, to-wit, Sections 13 and 24, Township 18 South, Range 1 West, and Sections 18 and 19, Township 18 South, Range 1 East, Shelby County, Alabama. Affiant is informed and believes that one or more of the following individuals own or claim an interest in the aforesaid Parcels, to-wit:
ASTRID M. SMYER, ELISABETH H. SMYER, INGRID FRANCES SMYER, INGRID L. SMYER, SIDNEY W. SMYER JR., SIDNEY W. SMYER III, and TEMPLE W. TUTWILER III.

HOLLYBROOK LAKE CORPORATION

By X 
Its President

Sworn to and subscribed before me, this Eighteenth day of
September, 1985.

X 
Notary Public 7-1171 (Affix Seal)

John N. Randolph
ATTORNEY AND COUNSELOR AT LAW
703 FRANK NELSON BUILDING
BIRMINGHAM, ALABAMA 35203



Upon motion duly made, seconded and carried, it was RESOLVED by the Hollybrook Lake Corporation as follows:

1. That the properties identified on the attached map as Parcels "A" and "B", located on the northwestern shore of Hollybrook Lake, shall each be entitled to a single right of access to and use of Hollybrook Lake, and the owners thereof shall each be entitled to become voting shareholders in Hollybrook Lake Corporation, on the following terms and conditions:

A. That the deeds conveying title to Parcels "A" and "B" shall each contain provisions expressly restricting the use of each Parcel to single family residential purposes only, together with an express prohibition against subdivision of the Parcels into smaller tracts without the written consent of Hollybrook Lake Corp., its successors or assigns; and

B. That the issuance of stock in Hollybrook Lake Corporation to the owners of Parcels "A" and "B" shall be contingent upon the prior approval of the Corporation as provided in Article VII, Section 3 of the By-Laws of Hollybrook Lake Corporation, as amended on October 19, 1980, and any subsequent amendments thereto.

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2. That, in the event Ingrid L. Smyer desires to construct a single family residence upon the property identified on the attached map as Parcel "C", located on the northern shore of Hollybrook Lake, and to occupy the same as her personal residence without subdivision of the Parcel into smaller tracts, then Ingrid L. Smyer shall be entitled to apply to Hollybrook Lake Corporation pursuant to Article VII, Sec. 3 of its By-Laws as aforesaid, to become a voting shareholder in the Corporation, and, upon approval of such application, Parcel "C" shall be entitled to a single right of access to and use of Hollybrook Lake. The rights herein granted are personal to Ingrid L. Smyer, and are subject to the following terms and conditions:

A. That, until the rights herein granted to Ingrid L. Smyer are exercised by her, Parcel "C" shall have no right of access to or use of Hollybrook Lake; and

B. That the properties identified on the attached map as Parcel "D", located on the northeastern shore of Hollybrook Lake, and Parcels "E" and "F", located on the southwestern shore of Hollybrook Lake, shall have no right of access to or use of Hollybrook Lake.

3. That a certified copy of this Resolution shall be provided to Ingrid L. Smyer and to Sidney W. Smyer, Jr.

DONE this 22 day of May, 1983.

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STATE OF ALA. SHELBY CO.
I CERTIFY THIS
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Thomas A. Livingston
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