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THIS INSTRUMENT PREPARED BY AND UPON
RECORDING SHOULD BE RETURNED TO:

Stephen R. Monk, Esq.
c/o Daniel Realty Corporation
1200 Corporate Drive, Suite 400
P.O. Box 43250
Birmingham, Alabama 35242

FIRST AMENDMENT TO GROUND LEASE

THIS FIRST AMENDMENT TO GROUND LEASE dated as of July 13th, 1988 between DANIEL U.S. PROPERTIES LIMITED PARTNERSHIP, a Virginia limited partnership, formerly known as Daniel U.S. Properties, Ltd. ("Lessor"), and DANIEL MEADOW BROOK ONE LIMITED PARTNERSHIP, a Virginia limited partnership, formerly known as Daniel Meadow Brook One, Ltd. ("Lessee").

R E C I T A L S:

WHEREAS, Lessor and Lessee have heretofore entered into a Ground Lease dated as of April 1, 1986 (the "Ground Lease"), which has been recorded in Book 095, Page 848, in the Probate Office of Shelby County, Alabama. Capitalized terms not otherwise expressly defined herein shall have the same meanings given them in the Ground Lease; and

WHEREAS, the Land has heretofore been included within the subdivision of certain other real property owned by Lessor situated contiguous or adjacent to or otherwise in close proximity with the Land; and

WHEREAS, Lessor and Lessee desire to amend the Ground Lease to reflect the proper legal description of the Land as a result of such subdivision.

NOW, THEREFORE, for and in consideration of the premises and other good and valuable consideration, the parties do hereby agree as follows:

1. Exhibit A. Exhibit A attached to and incorporated into the Ground Lease is hereby deleted in its entirety and Exhibit A/Revised 7/13/88 attached hereto and incorporated herein by reference is substituted in lieu thereof.

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2. Full Force and Effect. Except as expressly modified and amended hereby, all of the terms and conditions of the Ground Lease shall remain in full force and effect.

IN WITNESS WHEREOF, Lessor and Lessee have caused this First Amendment to be executed as of the day and year first above written.

LESSOR:

DANIEL U.S. PROPERTIES
LIMITED PARTNERSHIP,
a Virginia limited partnership

By: DANIEL REALTY INVESTMENT
CORPORATION, a Virginia
corporation, as General
Partner

By: 

Its: Sr. Vice President

LESSEE:

DANIEL MEADOW BROOK ONE
LIMITED PARTNERSHIP,
a Virginia limited partnership

By: DANIEL REALTY INVESTMENT
CORPORATION - MEADOW BROOK
ONE, a Virginia corporation,
as General Partner

By: 

Its: SENIOR VICE PRESIDENT

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that STEPHEN R. MONK whose name as Sr. Vice Pres. of DANIEL REALTY INVESTMENT CORPORATION, a Virginia corporation, as General Partner of Daniel U.S. Properties Limited Partnership, a Virginia limited partnership, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation, in its capacity as General Partner as aforesaid.

Given under my hand and official seal, this the 9th day of JULY, 1988.

(SEAL)

Sheila D. Ellis
Notary Public

My Commission Expires: 2/5/90

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that STEPHEN R. MONK whose name as Sr. Vice President of DANIEL REALTY INVESTMENT CORPORATION-MEADOW BROOK ONE, a Virginia corporation, as General Partner of Daniel Meadow Brook One Limited Partnership, a Virginia limited partnership, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily, for and as the act of said corporation, in its capacity as General Partner as aforesaid.

Given under my hand and official seal, this the 9th day of JULY, 1988.

(SEAL)

Sheila D. Ellis
Notary Public

My Commission Expires: 2/5/90

BOOK 194 PAGE 662

CONSENT OF MORTGAGEES

UNITED STATES FIDELITY AND GUARANTY COMPANY, a Maryland corporation, and USF&G REALTY, INC., a Delaware corporation, as Mortgagees of Lot 2, according to the Map and Survey of Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 12, Page 10 in the Probate Office of Shelby County, Alabama, dated February, 1988 hereby enter into this First Amendment to Ground Lease in order to acknowledge and consent to the foregoing amendment to said Ground Lease.

Dated as of this 12 day of July, 1988.

UNITED STATES FIDELITY
& GUARANTY COMPANY

By: Mary L. Burke
Its: Authorized Officer

USF&G REALTY, INC.

By: Mary L. Burke
Its: Real Estate Investment Officer

BOOK 194 PAGE 663

STATE OF MARYLAND)

CITY OF BALTIMORE)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Gary A. Buehl whose name as Authorized Officer of UNITED STATES FIDELITY AND GUARANTY COMPANY, a Maryland corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily, for and as the act of said corporation.

Given under my hand and official seal, this the 12 day of July, 1988.

(SEAL)

Rhonda Adkins
Notary Public

My Commission Expires: July 1, 1990

BOOK 194 PAGE 664

STATE OF MARYLAND)

CITY OF BALTIMORE)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Gary A. Buehl whose name as Real Estate Officer of USF&G REALTY, INC., a Delaware corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily, for and as the act of said corporation.

Given under my hand and official seal, this the 12 day of July, 1988.

(SEAL)

Rhonda Adkins
Notary Public

My Commission Expires: July 1, 1990

EXHIBIT A/REVISED 7/13/88
ATTACHED AND INCORPORATED BY
REFERENCE TO GROUND LEASE FOR DANIEL
MEADOW BROOK ONE LIMITED PARTNERSHIP
DATED AS OF APRIL 1, 1986, AS AMENDED

Lot 2, according to the Map and Survey of Meadow Brook
Corporate Park South, Phase II, as recorded in Map Book 12,
Page 10, in the Probate Office of Shelby County, Alabama,
dated February, 1988.

BOOK 194 PAGE 665

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

88 JUL 18 AM 11:13

Thomas P. Inman, Jr.
JUDGE OF PROBATE

1. Deed Tax	\$	_____
2. Mtg. Tax		_____
3. Recording Fee		<u>15.00</u>
4. Indexing Fee		<u>1.00</u>
TOTAL		<u>16.00</u>