

**NOTICE OF VARIANCE AND DISCLAIMER
OF RESERVED EASEMENTS**

THIS NOTICE OF VARIANCE is made and executed as of the 1st day of March, 1989 by and among DANIEL U.S. PROPERTIES LIMITED PARTNERSHIP, a Virginia limited partnership ("Developer"), and DANIEL MEADOW BROOK IV LIMITED PARTNERSHIP, a Virginia limited partnership ("MBKIV").

R E C I T A L S:

Developer has heretofore dedicated and declared that certain real property known as Lot 5, 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 (the "Property"), be subject to a Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated September 1, 1985 and recorded in Book 064, Page 91, in the Probate Office of Shelby County, Alabama, as amended by amendments dated April 1, 1986, July 22, 1987 and March 28, 1988, recorded, respectively, in Book 095, Page 826, Book 141, Page 784 and Book 177, Page 244, in said Probate Office (hereinafter collectively referred to as the "Declaration"). Capitalized terms not otherwise specifically defined herein shall have the same meanings given to them in the Declaration.

MBKIV is the Owner of the Property.

Section 4.10 of the Declaration sets forth certain density and building height limitations with respect to any Improvements constructed on any Lot. Section 4.15 of the Declaration provides that no Improvements are to be built on any Lot within the Setback Lines. Section 4.19 of the Declaration provides that the Architectural Control Committee shall have the right to grant variances with respect to any Lot which may not satisfy the provisions or requirements of the Declaration, including, specifically, Sections 4.10 and 4.15 thereof.

Pursuant to Sections 6.01 through 6.06 of the Declaration, Developer has reserved for itself and its successors and assigns certain easements over and upon each Lot. Developer and MBKIV (together with the Architectural Control Committee which is executing the consent attached hereto) desire to enter into this Notice of Variance to (i) grant variances with respect to the application of Sections 4.10(a) and (b) of the Declaration (relating to density requirements and restrictions) to the Improvements which exist on the Property, (ii) grant variances with respect to the application of Section 4.15 of the Declaration

Daniel Realty Corp.

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(relating to Improvements being constructed within the Setback Lines of any Lot) to the Improvements which exist on the Property and (iii) acknowledge that Developer disclaims certain easements reserved by Developer pursuant to Sections 6.01 through 6.06 of the Declaration over portions of the Property.

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

1. Variances with Respect to Density and Building Height Requirements. The provisions of Sections 4.10(a) and (b) of the Declaration concerning density requirements are hereby waived with respect to the existing Improvements situated on the Property as shown by survey (the "Survey") dated November, 1988 prepared by Walter Schoel Engineering Company, a copy of which is attached hereto as Exhibit A and incorporated herein by reference.

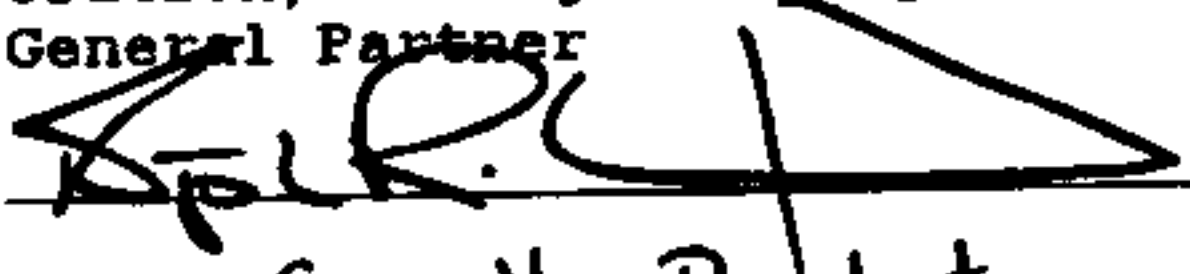
2. Variance with Respect to Construction of Improvements within Setback Lines. The provisions of Section 4.15 of the Declaration prohibiting any Improvements within Setback Lines are hereby waived with respect to the existing Improvements situated on the Property as shown on the Survey.

3. Disclaimer of Revised Easements. Developer does hereby disclaim, remise and release any right, title or interest of Developer in and to any portion of the Easement Areas on the Property upon which existing Improvements, as shown on the Survey, are situated.

IN WITNESS WHEREOF, the parties hereto have executed this Notice of Variance as of the day and year first above written.

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

By: Daniel Realty Investment
Corporation, a Virginia corporation,
Its General Partner

By: 
Its: Senior Vice President

DANIEL MEADOW BROOK IV LIMITED
PARTNERSHIP, a Virginia limited
partnership

By: Daniel Realty Corporation,
an Alabama corporation,
Its General Partner

By: [Signature]
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 Senior Vice President 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 1st day
of March, 1989.

Sheila A. Ellis
NOTARY PUBLIC

My Commission Expires: 2/5/90

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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 Senior Vice President of DANIEL REALTY CORPORATION, an Alabama corporation, as general partner of Daniel Meadow Brook IV 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 1st day of March, 1989.

Sheila D. Ellis

NOTARY PUBLIC

My Commission Expires: 2/5/90

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CONSENT

The undersigned, constituting all of the members of the Architectural Control Committee of Meadow Brook Corporate Park South, hereby consent to the foregoing Notice of Variance dated as of March 1, 1989 by Daniel U.S. Properties Limited Partnership and Daniel Meadow Brook IV Limited Partnership.

Dated as of the 1st day of March, 1989.

Harvey H. Burch

Harvey H. Burch

Susan E. Carr

Susan E. Carr

Kenneth B. Findley

Kenneth B. Findley

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said county and in said State, hereby certify that Harvey H. Burch whose name 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 the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand this 1st day of March, 1989.

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 and in said State, hereby certify that Susan E. Carr whose name 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 the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand this 1st day of March, 1989.

Sheila D. Ellis

NOTARY PUBLIC

My commission expires: 2/5/90

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STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said county and in said State, hereby certify that Kenneth B. Findley whose name 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 the instrument, he executed the same voluntarily on the day the same bears date.

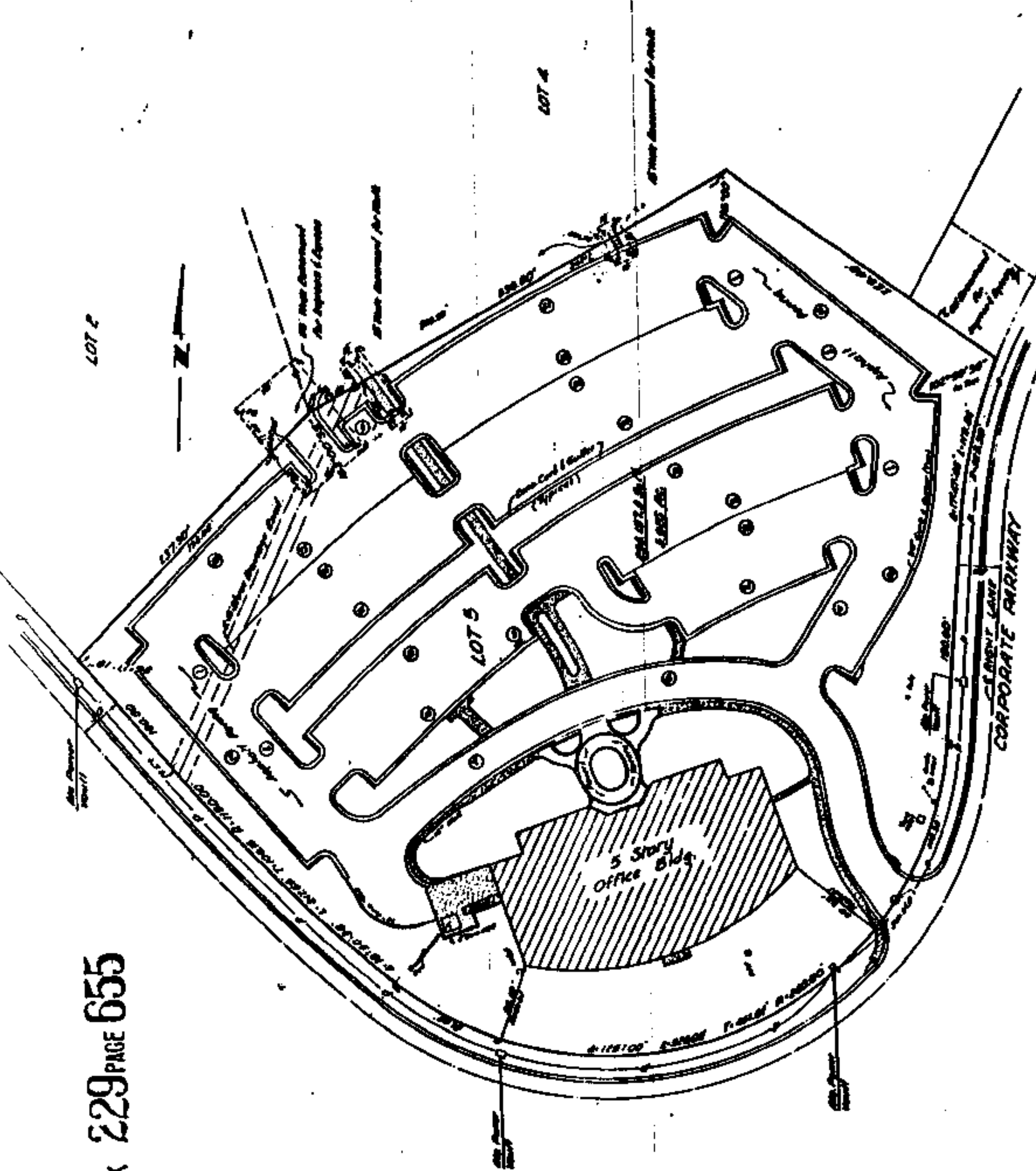
Given under my hand this 1st day of March, 1989.

Sheila D. Ellis

NOTARY PUBLIC

My commission expires: 2/5/90

EXHIBIT A



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WALTER SCHOEL ENGINEERING CO. INC.

November 1988

Scale: 1"=50'

ADVANCE PRAT

417 Archival Space

STATE OF ALA. SHELBY
I CERTIFY THIS
INSTRUMENT WAS FILED

89 MAR -9 AM 11:06

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

1. Dead Tax	\$ —
2. Mtg. Tax	
3. Recording Fee	17.50
4. Indexing Fee	1.00
TOTAL	18.50