
**NINTH AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS
FOR MEADOW BROOK CORPORATE PARK SOUTH**

THIS NINTH AMENDMENT TO DECLARATION is made as of the 20th day of February, 1996 by DANIEL U.S. PROPERTIES LIMITED PARTNERSHIP II, an Alabama limited partnership (the "Developer").

RECITALS:

Developer has heretofore entered into a Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of September 1, 1985, and recorded in Book 064, Page 91 in the Office of the Judge of Probate of Shelby County, Alabama (the "Probate Office"), as amended by (i) First Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of April 1, 1986, and recorded in Book 095, Page 826 in the Probate Office, (ii) Second Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of July 23, 1988, and recorded in Book 141, Page 784 in the Probate Office, (iii) Third Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of March 28, 1988, and recorded in Book 177, Page 244 in the Probate Office, (iv) Fourth Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of June 20, 1989, and recorded in Book 243, Page 453 in the Probate Office, (v) Fifth Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of July 5, 1989 and recorded in Book 245, Page 89 in the Probate Office, (vi) Sixth Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of October 14, 1992 and recorded as Instrument No. 1992-23529 in the Probate Office, (vii) Seventh Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporate Park South dated as of January 31, 1995 and recorded as Instrument No. 1995-03028 in the Probate Office and (viii) Eighth Amendment to Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporation Park South dated as of February 14, 1995 and recorded as Instrument No. 1995-04188 in the Probate Office (the original Declaration, together with the First, Second, Third, Fourth, Fifth, Sixth, Seventh and Eighth Amendments thereto, are hereinafter collectively referred to as the "Declaration"). Capitalized terms not otherwise defined herein shall have the same meanings given to them in the Declaration.

Pursuant to Sections 3.02 and 4.13 of the Declaration, Developer desires to amend the Declaration to revise and restate Exhibits A and B to the Declaration to reflect the resubdivision of former Lot 6, according to the Map and Survey of Meadow Brook

Corporation Park South, Phase II, as recorded in Map Book 12, Page 10 in the Probate Office.

NOW, THEREFORE, in consideration of the premises, Developer does hereby agrees as follows:

1. Amendment to Exhibit A. Exhibit A/Revised 2/14/95 attached to and incorporated into the Declaration is hereby deleted in its entirety and "EXHIBIT A/REVISED 2/20/96" attached hereto and incorporated herein by reference is substituted in lieu thereof.

2. Amendment to Exhibit B. Exhibit B/Revised 2/14/95 attached to and incorporated into the Declaration is hereby deleted in its entirety and "EXHIBIT B/REVISED 2/20/96" attached hereto and incorporated herein by reference is substituted in lieu thereof.

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

IN WITNESS WHEREOF, the Developer has caused this Ninth Amendment to be executed as of the day and year first above written.

**DANIEL U.S. PROPERTIES LIMITED
PARTNERSHIP II**, a Alabama limited
partnership

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

By: 

Its: Sr. 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 President of Daniel Realty Investment Corporation, a Virginia corporation, as general partner of Daniel U.S. Properties Limited Partnership II, an Alabama 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 20th day of February, 1996.

Sheila A. Ellis

NOTARY PUBLIC

My Commission Expires: 2/26/98

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

Stephen R. Monk, Esq.
c/o Daniel Realty Corporation
P. O. Box 385001
Birmingham, Alabama 35238-5001

EXHIBIT A/REVISED 2/20/96
ATTACHED AND INCORPORATED BY
REFERENCE TO COVENANTS, CONDITIONS
AND RESTRICTIONS FOR MEADOW BROOK
CORPORATE PARK SOUTH DATED AS OF
SEPTEMBER 1, 1985, AS AMENDED

The "Property", as defined in Section 1.24 of the Declaration, shall consist of the following:

Lot 1 according to the Map and Survey of Meadow Brook Corporate Park South, Phase I, as recorded in Map Book 11, Page 72, in the Probate Office of Shelby County, Alabama;

Lots 1 through 8, inclusive, and Lots A through E, inclusive, 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.

Lot 6B, according to the Resurvey of Lot 6, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 20, Page 61, in the Probate Office of Shelby County, Alabama.

Lots 6-C, 6-D and 7-C, according to the Resurvey of Lots C-1 and 6A-1, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 20, Page 138 in the Probate Office of Shelby County, Alabama.

Lot 9A, according to the Resurvey of Lot 9, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 16, Page 127, in the Probate Office of Shelby County, Alabama.

Lots 9-B-1 through 9-B-3, inclusive, according to the Resurvey of Lot 9B, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 19, Page 88, in the Probate Office of Shelby County, Alabama.

Lots 11C through 11E, inclusive, according to the Resurvey of Lot 11, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 13, at Page 82, in the Probate Office of Shelby County, Alabama.

Lots 11A-1 and 11B-1, inclusive, according to the Resurvey of Lots 11A-1 and 11B-1, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 13, Page 84, in the Probate Office of Shelby County, Alabama.

EXHIBIT B/REVISED 2/20/96
ATTACHED AND INCORPORATED BY
REFERENCE TO COVENANTS, CONDITIONS
AND RESTRICTIONS FOR MEADOW BROOK
CORPORATE PARK SOUTH DATED AS OF
SEPTEMBER 1, 1985, AS AMENDED

The "Lots", as defined in Section 1.17 of the Declaration, shall consist of the following:

Lot 1 according to the Map and Survey of Meadow Brook Corporate Park South, Phase I, as recorded in Map Book 11, Page 72, in the Probate Office of Shelby County, Alabama;

Lots 1 through 8, inclusive, and Lots A through E, inclusive, 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.

Lot 6B, according to the Resurvey of Lot 6, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 20, Page 61, in the Probate Office of Shelby County, Alabama.

Lots 6-C, 6-D and 7-C, according to the Resurvey of Lots C-1 and 6A-1, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 20, Page 138 in the Probate Office of Shelby County, Alabama.

Lot 9A, according to the Resurvey of Lot 9, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 16, Page 127, in the Probate Office of Shelby County, Alabama.

Lots 9-B-1 through 9-B-3, inclusive, according to the Resurvey of Lot 9B, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 19, Page 88, in the Probate Office of Shelby County, Alabama.

Lots 11C through 11E, inclusive, according to the Resurvey of Lot 11, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 13, at Page 82, in the Probate Office of Shelby County, Alabama.

Lots 11A-1 and 11B-1, inclusive, according to the Resurvey of Lots 11A-1 and 11B-1, Meadow Brook Corporate Park South, Phase II, as recorded in Map Book 13, Page 84, in the Probate Office of Shelby County, Alabama.

Inst # 1996-05491