

STATE OF ALABAMA)

SHELBY COUNTY)

LICENSE AGREEMENT

THIS LICENSE AGREEMENT ("License") is entered into this 27th day of January, 1998, by and among **DRAVO LIME COMPANY**, a Delaware corporation ("Dravo") and **NABORS CEMETERY ASSOCIATION**, an unincorporated association ("Nabors").

RECITALS

WHEREAS, Dravo owns certain real property located in Shelby County, Alabama which is more particularly described in Paragraph 1 hereto (the "Property"); and

WHEREAS, Nabors has requested a license to use the Property for access to the Nabors Cemetery, and Dravo has agreed to grant Nabors a license on the terms and conditions set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants and agreements hereinafter set forth and other good and valuable consideration, the receipt and adequacy of which are hereby mutually acknowledged, the parties hereto do hereby agree as follows:

1. Grant of License. Dravo hereby grants to Nabors a license to use the following described Property for any and all purposes associated with the Nabors Cemetery:

All of Dravo's right, title, interest and claim in or to the following described real estate, situated in Shelby County, Alabama, to-wit:

A right of way running along the south boundary of the Nabors Cemetery property which is located in Section 17, Township 21 South, Range 2 West, Shelby County, Alabama, and which is more particularly described as follows:

Commence at the NW Corner of the NW 1/4 of the SW 1/4 of Section 17, and go South 20.21 feet to the East Boundary of an existing public chert road and the point of beginning; thence continue South 88 degrees 10 minutes 00 seconds east for 67.39 feet to an existing fence corner; thence South 87 degrees 23 minutes 02 seconds east along an existing fence 376.56 feet; thence south 09 degrees 42 minutes 42 seconds east for 28.73 feet to an existing fence; thence north 87 degrees 16 minutes 39 seconds west along an existing fence for 447.71 feet to the east boundary of said existing public chert road; thence north 2 degrees 30 minutes 53 seconds west for 26.27 feet to the point of beginning. Containing .23 acres more or less.

Provided, however, Nabors agrees that it will not construct any permanent structures on the

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Property without the prior written consent of Dravo.

2. No Assignment. This License is personal to Nabors and may not be transferred or assigned to any third party without the prior written consent of Dravo.

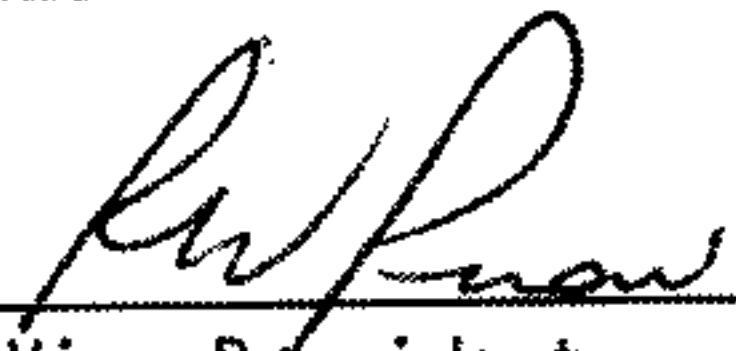
3. Compliance with Applicable Law. In the use of the Property, Nabors agrees to comply with all applicable laws, ordinances, rules and regulations.

4. Relationship of Parties. The relationship between the parties hereto is that of licensor and licensee only, and nothing herein shall be construed as creating a partnership, joint venture or other relationship between the parties.

5. Interpretation of Agreement. It is agreed that this License shall be interpreted according to the laws of the State of Alabama.

IN WITNESS WHEREOF, the parties hereto have caused this License to be executed under seal as of the day and year first above written.

DRAVO LIME COMPANY, a Delaware corporation

By: 
Its: Vice President

NABORS CEMETERY ASSOCIATION,
an unincorporated association

By: 
Its: President

STATE OF Alabama)

COUNTY OF Shelby)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that R. W. Picou, whose name as Vice President of Dravo Lime Company, a Delaware corporation, is signed to the foregoing document, and who is known to me, acknowledged before me on this day that, being informed of the contents of the document, 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 27th day of January, 199⁸7.



Notary Public

My commission expires: October 7, 2000

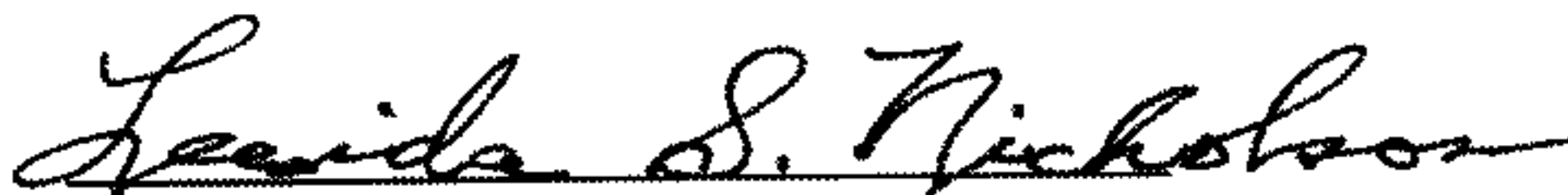
[NOTARIAL SEAL]

STATE OF Alabama)

COUNTY OF Shelby)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Raymond Brothers whose name as President of Nabors Cemetery Association, an unincorporated association, is signed to the foregoing document, and who is known to me, acknowledged before me on this day that, being informed of the contents of the document, (s)he, as such officer and with full authority, executed the same voluntarily for and as the act of said association.

Given under my hand and official seal this 31st day of December, 1997.



Notary Public

My commission expires: 9/8/2001

[NOTARIAL SEAL]

This Instrument Prepared (without benefit of a title search) by:
Beth O'Neill Roy
Ogletree, Deakins, Nash, Smoak & Stewart
420 North 20th Street, Suite 1900
Birmingham, Alabama 35203

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