

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

THIS SIXTEENTH AMENDMENT TO DECLARATION (this "Sixteenth Amendment") is made as of the 21st day of January, 1999 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"), which has been amended by (i) First Amendment thereto dated as of April 1, 1986 and recorded in Book 095, Page 826 in the Probate Office, (ii) Second Amendment thereto dated as of July 23, 1988 and recorded in Book 141, Page 784 in the Probate Office, (iii) Third Amendment thereto dated as of March 28, 1988 and recorded in Book 177, Page 244 in the Probate Office, (iv) Fourth Amendment thereto dated as of June 20, 1989 and recorded in Book 243, Page 453 in the Probate Office, (v) Fifth Amendment thereto dated as of July 5, 1989 and recorded in Book 245, Page 89 in the Probate Office, (vi) Sixth Amendment thereto dated as of October 14, 1992 and recorded as Instrument No. 1992-23529 in the Probate Office, (vii) Seventh Amendment thereto dated as of January 31, 1995 and recorded as Instrument No. 1995-03028 in the Probate Office, (viii) Eighth Amendment thereto dated as of February 14, 1995 and recorded as Instrument No. 1995-04188 in the Probate Office, (ix) Ninth Amendment thereto dated as of February 20, 1996 and recorded as Instrument No. 1996-05491 in the Probate Office, (x) Tenth Amendment thereto dated as of September 19, 1996 and recorded as Instrument No. 1996-32318 in the Probate Office, (xi) Eleventh Amendment thereto dated as of September 18, 1997 and recorded as Instrument No. 1997-30077 in the Probate Office, (xii) Twelfth Amendment thereto dated as of November 20, 1997 and recorded as Instrument No. 1997-37856 in the Probate Office, (xiii) Thirteenth Amendment thereto dated as of February 19, 1998 and recorded as Instrument No. 1998-05588 in the Probate Office, (xiv) Fourteenth Amendment thereto dated as of October 21, 1998 and recorded as Instrument No. 1998-41655 in the Probate Office and (xv) Fifteenth Amendment thereto dated as of November 20, 1998 and recorded as Instrument No. 1998-46243 in said Probate Office (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 Section 3.02 of the Declaration, Developer desires to amend the Declaration to revise and restate Exhibits A and B to the Declaration to reflect the subdivision of a portion of the Property owned by Developer.

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

1. **Amendment to Exhibit A.** Exhibit A/Revised 11/20/98 attached to the Declaration is deleted in its entirety and "EXHIBIT A/REVISED 1/21/99" attached hereto and incorporated herein by reference is substituted in lieu thereof.
2. **Amendment to Exhibit B.** Exhibit B/Revised 11/20/98 attached to the Declaration is deleted in its entirety and "EXHIBIT B/REVISED 1/21/99" attached hereto and incorporated herein by reference is substituted in lieu thereof.

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3. **Full Force and Effect.** Except as expressly modified and amended by this Fourteenth Amendment, all of the terms and provisions of the Declaration, as previously amended, shall continue in full force and effect.

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

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

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

By: [Signature]
Its: Chairman

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that J. Charles Tickle whose name as Chairman 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 21st day of January, 1999.

[Signature]
NOTARY PUBLIC
My Commission Expires: Oct. 23, 2000

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

Stephen R. Monk, Esq.
Bradley Arant Rose & White LLP
2001 Park Place, Suite 1400
Birmingham, Alabama 35203-2736

**EXHIBIT A/REVISED 1/21/99 ATTACHED AND INCORPORATED
BY REFERENCE TO THE DECLARATION OF 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 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 6E, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 5, as recorded in Map Book 24, Page 126, in the Probate Office of Shelby County, Alabama.

Lot 6-G, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 6, as recorded in Map Book 25, Page 13 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, 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.

Lot 9-B-2A, according to the Meadow Brook Corporate Park South, Phase II, Resurvey of Lot 9-B-2, as recorded in Map Book 21, Page 125 in the Probate Office of Shelby County, Alabama.

Lots 9-B-2B-1, according to the Meadow Brook Corporate Park South, Phase II, Resurvey of Lot 9-B-2B, as recorded in Map Book 23, Page 11 in the Probate Office of Shelby County, Alabama.

Lot 9-C, according to a Resurvey of Lot 9-B-3, Meadow Brook Corporate Park South, Phase II, Resurvey No. 1, as recorded in Map Book 23, Page 52 in the Probate Office of Shelby County, Alabama.

Lot 9-F, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 3, as recorded in Map Book 23, Page 108 in the Probate Office of Shelby County, Alabama.

Lot 9-E, according to a Resurvey of Lot 9-B-2B-2, Meadow Brook Corporate Park South, Phase II, Resurvey No. 2, as recorded in Map Book 23, Page 53 in the Probate Office of Shelby County, Alabama.

Lot 11C, 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.

Lots 11-F, 11-G and 11-H, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 4, as recorded in Map Book 24, Page 42 in the Probate Office of Shelby County, Alabama.

**EXHIBIT B/REVISED 1/21/99 ATTACHED AND INCORPORATED
BY REFERENCE TO THE DECLARATION OF 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 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 6E, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 5, as recorded in Map Book 24, Page 126, in the Probate Office of Shelby County, Alabama.

Lot 6-G, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 6, as recorded in Map Book 25, Page 13 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, 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.

Lot 9-B-2A, according to the Meadow Brook Corporate Park South, Phase II, Resurvey of Lot 9-B-2, as recorded in Map Book 21, Page 125 in the Probate Office of Shelby County, Alabama.

Lots 9-B-2B-1, according to the Meadow Brook Corporate Park South, Phase II, Resurvey of Lot 9-B-2B, as recorded in Map Book 23, Page 11 in the Probate Office of Shelby County, Alabama.

Lot 9-C, according to a Resurvey of Lot 9-B-3, Meadow Brook Corporate Park South, Phase II, Resurvey No. 1, as recorded in Map Book 23, Page 52 in the Probate Office of Shelby County, Alabama.

Lot 9-F, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 3, as recorded in Map Book 23, Page 108 in the Probate Office of Shelby County, Alabama.

Lot 9-E, according to a Resurvey of Lot 9-B-2B-2, Meadow Brook Corporate Park South, Phase II, Resurvey No. 2, as recorded in Map Book 23, Page 53 in the Probate Office of Shelby County, Alabama.

Lot 11C, 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.

Lots 11-F, 11-G and 11-H, according to the Meadow Brook Corporate Park South, Phase II, Resurvey No. 4, as recorded in Map Book 24, Page 42 in the Probate Office of Shelby County, Alabama.

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