

STATE OF ALABAMA     )  
                                  :  
COUNTY OF SHELBY     )

# 2001-00007

**FIRST AMENDMENT TO ASSIGNMENT OF RENTS AND LEASES**

THIS FIRST AMENDMENT TO ASSIGNMENT OF RENTS AND LEASES (this "Amendment") is made and entered into as of the 21<sup>st</sup> day of December, 2000 by DANIEL OAK MOUNTAIN LIMITED PARTNERSHIP, an Alabama limited partnership ("Daniel Oak Mountain"), and DANIEL LINKS LIMITED PARTNERSHIP, an Alabama limited partnership ("Links"), the mailing address of which is c/o Daniel Realty Corporation, 3595 Grandview Parkway, Suite 400, Birmingham, Alabama 35243, in favor of COUSINS, INC., an Alabama corporation, ("Lender"), the mailing address of which is c/o Cousins Properties Incorporated, 2500 Windy Ridge Parkway, Suite 1600, Atlanta, Georgia 30339, Attention: Corporate Secretary.

**RECITALS:**

Daniel Oak Mountain and Links have heretofore entered into an Assignment of Rents and Leases dated as of December 27, 1996 (the "Assignment") in favor of Lender which has been recorded as Instrument #1996-42693 in the Office of the Judge of Probate of Shelby County, Alabama. *Capitalized terms not otherwise expressly defined herein shall have the same meanings given to them in the Assignment.*

Lender has heretofore released all of its interest in the Links Lease and the Club's Sublease and, accordingly, desires to release Links from any further obligation or liability under the Assignment.

Contemporaneously herewith, Lender has entered into a Partial Release of Lien pursuant to which it has released certain real property subject to and encumbered by the Mortgage and the Assignment.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1.     **Release of Links.** Lender does hereby irrevocably waive and release Links from and against any and all liability or obligations whatsoever under the Assignment. From and after the date hereof, any and all references in the Assignment to the Assignors shall mean and refer only to Daniel Oak Mountain.

2.     **Property.** Exhibit A to the Assignment is deleted in its entirety and Exhibit A-1 attached hereto and incorporated herein by reference is substituted in lieu thereof. From and

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after the date hereof, any and all references in the Assignment to the Property shall mean and refer to the real property described in Exhibit A-1 hereto.

3. **Full Force and Effect.** Except as expressly modified and amended herein, all of the terms and provisions of the Assignment shall remain in full force and effect and the parties hereto, by execution hereof, do hereby ratify, confirm and approve all of the terms and provisions of the Assignment, as amended by this Amendment.

**[EXECUTION ON NEXT PAGE]**

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

**DANIEL OAK MOUNTAIN LIMITED  
PARTNERSHIP**, an Alabama limited  
partnership

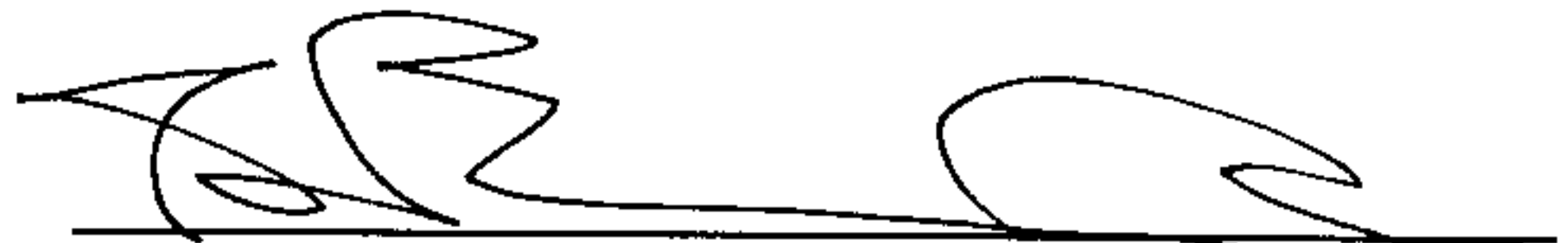
By: DANIEL REALTY INVESTMENT  
CORPORATION - OAK MOUNTAIN,  
an Alabama corporation, Its General Partner

By: Chris A. Brown  
Its: Sr. V.P.

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Christopher A. Brown whose name as Senior Vice President of DANIEL REALTY INVESTMENT CORPORATION - OAK MOUNTAIN, an Alabama corporation, as General Partner of DANIEL OAK MOUNTAIN LIMITED PARTNERSHIP, 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 such corporation in its capacity as general partner as aforesaid.

Given under my hand and official seal this the 21st day of December, 2000.



Notary Public

My Commission Expires: 9/8/2001

[NOTARIAL SEAL]

COUSINS, INC., an Alabama corporation

By: *Tom G. Charlesworth*  
Its: Senior Vice President

STATE OF ~~ALABAMA~~ GEORGIA )  
COUNTY OF ~~SHELBY~~ FULTON )

I, the undersigned, a notary public in and for <sup>DeKalb</sup> ~~said~~ county in said state, hereby certify that Tom G. Charlesworth, whose name as Senior Vice President of COUSINS, INC., an Alabama 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 15th day of December, 2000.

*Mary C. Cadden*  
Notary Public  
My Commission Expires: \_\_\_\_\_



[NOTARIAL SEAL]

THIS INSTRUMENT PREPARED BY  
AND UPON RECORDING SHOULD BE  
RETURNED TO:  
Stephen R. Monk, Esq.  
Bradley Arant, Rose & White LLP  
2001 Park Place North  
Suite 1400  
Birmingham, Alabama 35203



## **Exhibit A-1**

### **Legal Description of Land**

#### **Parcel 1:**

Lot 2, according to the Resurvey of Lot 5A, being a Resurvey of Lots 3, 4 and 5, Greystone Commercial 2nd Phase and part of Lot 1, Greystone Commercial, as recorded in Map Book 23, Page 127 in the Office of the Judge of Probate of Shelby County, Alabama.

#### **Parcel 2:**

To locate the point of beginning commence at the Southwest corner of the Northeast Quarter of Section 32, Township 18 South, Range 1 West, Shelby County, Alabama; thence South 88 degrees 43 minutes 44 seconds East on the South boundary line of said Northeast Quarter a distance of 250.00 feet to a point; thence North 26 degrees 40 minutes 48 seconds East a distance of 1300.16 feet to the point of beginning, said point of beginning being on the West boundary line of Lot 2A of The Resurvey of Lot 2, Greystone Second Sector, a subdivision which was recorded in Map Book 17, Page 27, in the Office of the Judge of Probate, Shelby County, Alabama, and the north right-of-way of a private road known as Greystone Way; thence South 50 degrees 29 minutes 50 seconds West on the North right-of-way of said road a distance of 265.10 feet to a curve to the left having a central angle of 14 degrees 32 minutes 51 seconds and a radius of 840.00 feet; thence along said curve a distance of 213.28 feet to a point; thence tangent to said curve South 35 degrees 56 minutes 59 seconds West a distance of 11.79 feet to a curve to the right having a central angle of 40 degrees 29 minutes 35 seconds and a radius of 410.00 feet; thence along said curve a distance of 289.76 feet to a point on the East boundary line of Lot 1, Greystone Third Sector, a subdivision which was recorded in Map Book 14, Page 79, in the Office of the Judge of Probate, Shelby County, Alabama; thence North 20 degrees 09 minutes 47 seconds East on the East boundary line of said Lot 1 a distance of 569.30 feet to a point; thence North 16 degrees 15 minutes 22 seconds East on the East boundary line of said Lot 1 a distance of 384.30 feet to a point; thence South 73 degrees 44 minutes 39 seconds East on the East boundary line of said Lot 1 a distance of 150.02 feet to a point; thence north 16 degrees 15 minutes 33 seconds East on the East boundary line of said Lot 1 a distance of 285.20 feet to a point; thence South 59 degrees 11 minutes 45 seconds East a distance of 348.34 feet to a point on the West boundary line of Lot 2A of the resurvey of Lot 2, Greystone Second Sector; thence South 26 degrees 40 minutes 17 seconds West on the West boundary line of said Lot 2A a distance of 521.17 feet to the point of beginning.

All lying and being in the NE  $\frac{1}{4}$  of Section 32, Township 18 South, Range 1 West, Shelby County, Alabama, and containing 7.92 acres, more or less, and as shown on the boundary survey dated May 31, 1993, prepared by Charley Foster & Associates, Inc. and described as follows:

To locate the point of beginning commence at the SW corner of the NE  $\frac{1}{4}$  of Section 32, township 18 South, Range 1 West, Shelby County, Alabama; thence S 88 degrees 43 minutes 44 seconds E on the south boundary of said NE  $\frac{1}{4}$  a distance of 250.00 feet to a point' thence N 26 degrees 40 minutes 48 seconds E a distance of 1300.16 feet to the point of beginning, said point of beginning

being on the west boundary of Lot 2A of the resurvey of Lot 2 Greystone Second Sector, a subdivision which was recorded in Map Book 17, Page 27, in the Office of the Judge of Probate, Shelby County, Alabama, and the north right-of-way of a public road; thence S 55 degrees 30 minutes 21 seconds W on the north right-of-way of said road a distance of 265.10 feet to a curve to the left having a central angle of 14 degrees 32 minutes 51 seconds and a radius of 840.00 feet; thence along said curve a distance of 213.28 feet to a point; thence tangent to said curve S 35 degrees 57 minutes 29 seconds W a distance of 11.79 feet to a curve to the right having a central angle of 40 degrees 29 minutes 35 seconds and a radius of 410.00 feet; thence along said curve a distance of 289.76 feet to a point on the east boundary of Lot 1, Greystone Third Sector, a subdivision which was recorded in Map Book 14, Page 79, in the Office of the Judge of Probate of Shelby County, Alabama; thence N 20 degrees 10 minutes 42 seconds East on the east boundary of said Lot 1 a distance of 569.13 feet to a point; thence N 16 degrees 17 minutes 42 seconds E on the east boundary of said Lot 1 a distance of 384.29 feet to a point, thence S 73 degrees 42 minutes 18 seconds E on the east boundary of said Lot 1 a distance of 150.00 feet to a point; thence N 16 degrees 17 minutes 42 seconds E on the east boundary of said Lot 1 a distance of 285.30 feet to a point; thence S 59 degrees 11 minutes 45 seconds E a distance of 347.93 feet to a point on the west boundary of Lot 2A of the resurvey of Lot 2, Greystone Second Sector; thence S 26 degrees 40 minutes 48 seconds W on the west boundary of said Lot 2A a distance of 521.17 feet to the point of beginning.

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