

MEMORANDUM OF TRUST

KNOW THAT, WILLIAM W. HIGDON, and LORAIN J. HIGDON, husband and wife, having an address at 641 Navajo Trail, Alabaster, AL 35007, as Grantors, created a revocable trust, known as the HIGDON FAMILY LIVING TRUST dated August 11, 2003, by executing a Living Trust, dated August 11, 2003, naming WILLIAM W. HIGDON and LORAIN J. HIGDON, having an address as aforesaid, as Trustees (collectively referred to as the "Trustee"), and WILLIAM BLAKE HIGDON, having an address at 4357 Creek Trace, Bessemer, AL 35022, and ERIC BRANDEN HIGDON, having an address at 641 Navajo Trail, Alabaster, AL 35007, as successor trustees (collectively referred to as a "successor Trustee").

This Memorandum of Trust is executed as evidence of the existence of the foregoing Living Trust. Any person may rely upon this Memorandum of Trust as evidence of the existence of said Living Trust, and is relieved of any obligation to verify that any transaction entered into by a Trustee or successor Trustee thereunder is consistent with the terms and conditions of said Living Trust.

The Living Trust and the trusts created thereunder may be referred to by the name: "HIGDON FAMILY LIVING TRUST dated August 11, 2003". Any transfers to the Living Trust or any trust thereunder may refer to the aforesaid name or to "WILLIAM W. HIGDON and LORAIN J. HIGDON as Trustees under HIGDON FAMILY LIVING TRUST dated August 11, 2003", with or without specifying any change in Trustee or any amendment to the Living Trust.

IN WITNESS WHEREOF, the Grantors have executed this Memorandum of Trust as of this 11 day of August, 2003.

William W. Higdon
WILLIAM W. HIGDON
Grantor/Trustee

Loraine J. Higdon
LORAIN J. HIGDON
Grantor/Trustee

This Instrument was prepared by:
Gilbert M. Sullivan, Jr., Esq.
Gilbert M. Sullivan, Jr. PC
2100-C Rocky Ridge Road
Birmingham, AL 35216

Higdon

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned, a notary public, hereby certify that WILLIAM W. HIGDON, whose name is signed to the foregoing Memorandum of Trust, and who is known to me, acknowledged before me on this day that, being informed of the contents of said Memorandum of Trust, he executed the same voluntarily on this 11th day of August, 2003.

Given under my hand and official seal this 11th day of August, 2003.



Notary Public

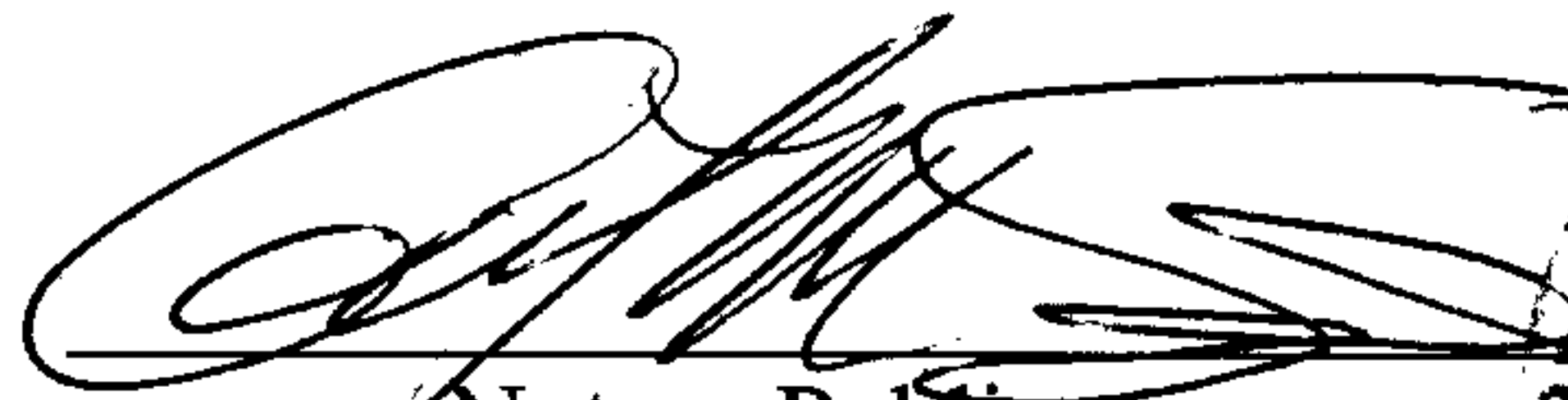
My commission expires on

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Jan 31, 2005
BONDED THRU NOTARY PUBLIC UNDERWRITERS

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned, a notary public, hereby certify that LORAIN J. HIGDON, whose name is signed to the foregoing Memorandum of Trust, and who is known to me, acknowledged before me on this day that, being informed of the contents of said Memorandum of Trust, she executed the same voluntarily on this 11th day of August, 2003.

Given under my hand and official seal this 11th day of August, 2003.



Notary Public

My commission expires on

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Jan 31, 2005
BONDED THRU NOTARY PUBLIC UNDERWRITERS