

IN THE CIRCUIT COURT OF SHELBY COUNTY, ALABAMA

EBSCO PROPERTIES, INC.,

Plaintiff,

vs.

CIVIL ACTION NO.: CV-02-687

SHELBY COUNTY PLANNING
COMMISSION, AIG BAKER
SHOPPING CENTER PROPERTIES,
L.L.C., ALBERT E. BRITTON,
MARGARET L. BRITTON,
DONALD EVANS SPARGO, JR.,
MARTY BRITTON JACKS, DONALD
GIBBS LAWSON, DONALD G.
LAWSON, JR., MEREDITH KELLEY
LAWSON, MEREDITH LAWSON
ROBERTS,

Defendants.

CONSENT TO SETTLEMENT DECREE

The undersigned Compass Bank acknowledges and consents to the Settlement Decree ("the Decree") entered in this case and recorded as Instrument #20030210000079290 in the Probate Office of Shelby County, Alabama, and acknowledges that its interests as mortgagee of the Property described in the Decree are subject to the terms and provisions of the Decree.

Dated as of the 22 day of August, 2003.

COMPASS BANK

By: [Signature]

Name: SCOTT PULLIAM

Its: SVP

STATE OF ALABAMA

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:

JEFFERSON COUNTY

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I, the undersigned, a notary public in and for said county in said state, hereby certify that R Scott Pulliam, whose name as Senior Vice President of Compass Bank 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 bank.

Given under my hand and official seal this 22 day of August, 2003.

Kathy K. Oliver
Notary Public

[NOTARIAL SEAL]

My commission expires: 07-23-07