

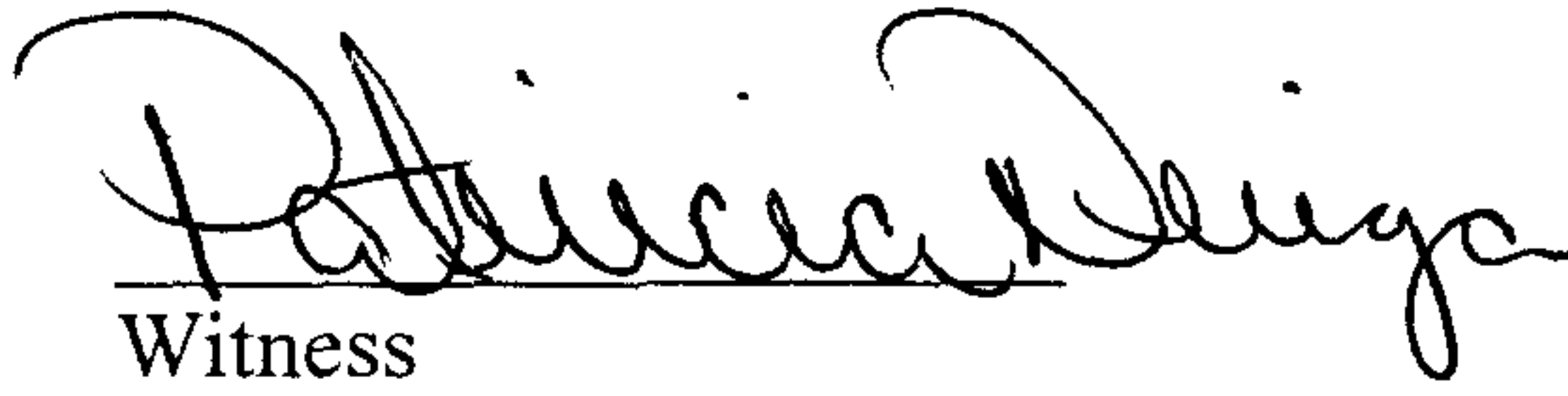
**BELLVIEW CORPORATION**

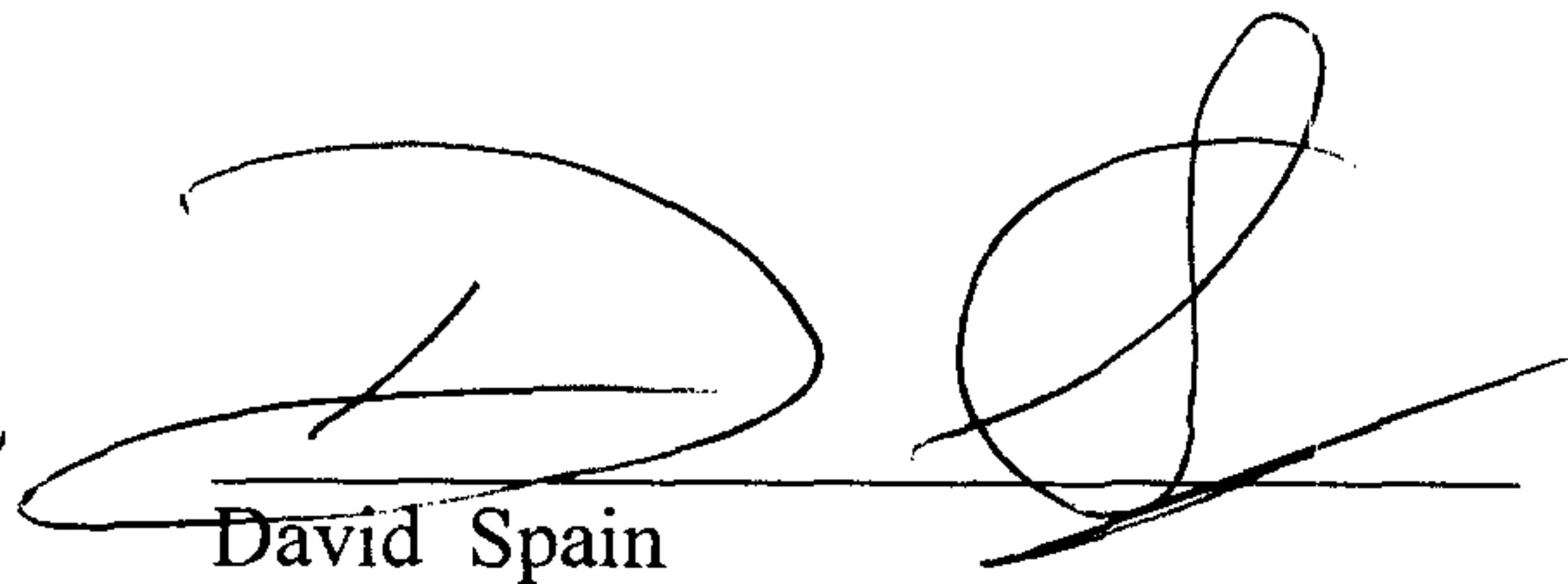
**RESOLUTION**

On this 22nd day of January, 2004, the Board of Directors of Belview, Inc., an Alabama Corporation, having called a meeting of said Director(s) to consider the sale of certain corporate real property, namely the following described property located in Shelby County, Alabama:

Lot 29, according to the Re-Survey of Lot 29, Weatherly Subdivision, as recorded in Map Book 13, Page 128, in the Probate Office of Shelby County, Alabama.

and the necessary quorum being in attendance, it is hereby agreed, resolved and affirmed that the above-described real property shall be sold to David Spain, an individual for such consideration as shall be mutually agreed.

  
Witness

  
David Spain

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January 22, 2004

Doug Ingram