

SATISFACTION OF RECORDED TRI-PARTY AGREEMENT

THE STATE OF GEORGIA

COUNTY OF GWINNETT

Known All Men by These Presents, That, the undersigned desire to terminate that certain Tri-Party Agreement dated as of the 4th day of January, 2005 (the "Tri-Party Agreement"), among Bank of America, N.A., a national banking association ("Mortgagee"), Pike Nursery Holding LLC, a Georgia limited liability company ("Borrower"), and PNC Bank, National Association, a national banking association ("PNC"), recorded in the office of the Judge of Probate Court of Shelby County, Alabama, on April 19, 2005 at instrument number 20050419000183650, and the undersigned does further hereby release and terminate said document.

Nothing herein shall modify or amend that certain Revolving Credit and Security Agreement dated May 17, 2004 (as at any time amended, the "PNC Loan Agreement"), between Borrower and PNC, as agent (in such capacity, "Agent") and sole lender, or any of the Loan Documents (as defined in the PNC Loan Agreement) (other than the Tri-Party Agreement), and each of the Loan Documents (other than the Tri-Party Agreement) shall remain in full force and effect in accordance with its terms. This Agreement shall not be deemed a novation or accord and satisfaction with respect to any of such Loan Documents (other than the Tri-Party Agreement).

IN WITNESS WHEREOF, Mortgagee, Borrower and Agent have caused this Agreement to be signed, sealed, and delivered on the day and year first written above.

Signed, sealed and delivered
in the presence of:

[Signature]
Unofficial Witness

BANK OF AMERICA, N.A.
("Mortgagee")

By: *[Signature]*
Name: Scott E. Yost
Title: SUP

STATE OF GEORGIA)
Newton COUNTY)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Scott E. Yost, whose name as Senior Vice President of Bank of America, N.A., is signed to the foregoing conveyance and who is known to me, acknowledged before me, on this day that, being informed of the contents of said conveyance, he, as such officer and with full authority, executed the same voluntarily on behalf of the corporation on the day same bears date.

Given under my hand and official seal this 27th day of October, 2005.

[Signature]
Notary Public
My Commission Expires: _____

Jennifer D. Wilson
Notary Public, Newton County, Georgia
My Commission Expires September 13, 2009


Signed, sealed and delivered
in the presence of:

Kathryn A Lea
Unofficial Witness

PIKE NURSERY HOLDING LLC
("Borrower")

By: Randy L. Pike
Name: Randy L. Pike
Title: President and Chief Executive Officer

STATE OF GEORGIA)
WINNETTCOUNTY)


20051101000568220 2/5 \$25.00
Shelby Cnty Judge of Probate, AL
11/01/2005 03:04:13PM FILED/CERT

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that R. Andrew Garner, whose name as Chief Financial Officer and Secretary of Pike Nursery Holding LLC, is signed to the foregoing conveyance and who is known to me, acknowledged before me, on this day that, being informed of the contents of said conveyance, he, as such officer and with full authority, executed the same voluntarily on behalf of the corporation on the day same bears date.

Given under my hand and official seal this 29TH day of October, 2005.

Trisha Loback
Notary Public
My Commission Expires: 8/9/09



Signed, sealed and delivered
in the presence of:

W. M. Connel

Unofficial Witness

PNC BANK, NATIONAL ASSOCIATION,
as Agent

By: [Signature]

Name: Daniel Shaw

Title: Vice President



20051101000568220 3/5 \$25.00
Shelby Cnty Judge of Probate, AL
11/01/2005 03:04:13PM FILED/CERT

STATE OF NORTH CAROLINA)
MECKLENBURG COUNTY)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Daniel Shaw, whose name as Vice President of PNC Bank, National Association, is signed to the foregoing conveyance and who is known to me, acknowledged before me, on this day that, being informed of the contents of said conveyance, he, as such officer and with full authority, executed the same voluntarily on behalf of the corporation on the day same bears date.

Given under my hand and official seal this 27th day of October, 2005.

Stephane O'Madigan

Notary Public

My Commission Expires: August 22, 2010

Exhibit A

(Legal Description)

PARCEL I

A parcel of land situated in the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama; being more particularly described as follows:

Begin at the Southeast corner of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of said section and run North along the East line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 1344.00 feet to the Northeast corner of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence $129^{\circ} 37'$ to the left in a Southwesterly direction a distance of 447.55 feet to the Easternmost corner of Lot 1, Heatherbrooke Office Park Resurvey, as recorded in Map Book 23, Page 46, in the Office of the Judge of Probate of Shelby County, Alabama; thence continue along the last described course and along a Southeasterly property line of said Lot 1 a distance of 382.03 feet to a point; thence $0^{\circ} 14' 28''$ to the right in a Southwesterly direction along a Southeasterly property line of said Lot 1 a distance of 411.00 feet to a point; thence $72^{\circ} 57' 52''$ to the left in a Southeasterly direction along the property boundary of said Lot 1 a distance of 128.29 feet to a point on a curve to the right having a radius of 670.14 feet and a central angle of $2^{\circ} 17' 39''$; thence $87^{\circ} 21' 32''$ to the left (angle measured to tangent) in a Northeasterly direction along the arc of said curve a distance of 26.83 feet to a point; thence $90^{\circ} 00'$ to the right (angle measured to tangent) in a Southeasterly direction a distance of 60.00 feet to a point on a curve to the right having a radius of 610.14 feet and a central angle of $18^{\circ} 38' 19''$; thence $90^{\circ} 00'$ to the left (angle measured to tangent) in a Northeasterly direction along the arc of said curve a distance of 198.48 feet to the P.R.C. (point of reverse curve) of a curve to the left having a radius of 319.43 feet and a central angle of $25^{\circ} 30' 50''$; thence in a Northeasterly direction along the arc of said curve a distance of 142.24 feet to a point; thence $114^{\circ} 13' 54''$ to the right (angle measured to tangent) in a Southerly direction a distance of 117.17 feet to a point; thence $82^{\circ} 08' 06''$ to the left in a Southeasterly direction a distance of 65.46 feet to a point; thence $70^{\circ} 57' 13''$ to the left in a Northeasterly direction a distance of 61.84 feet to a point; thence $99^{\circ} 29' 07''$ to the right in a Southeasterly direction a distance of 57.08 feet to a point; thence $19^{\circ} 26' 40''$ to the right in a Southeasterly direction a distance of 73.28 feet to a point; thence $0^{\circ} 38' 40''$ to the right in a Southeasterly direction a distance of 81.94 feet to a point; thence $25^{\circ} 42' 01''$ to the left in a Southeasterly direction a distance of 50.71 feet to a point; thence $24^{\circ} 37' 55''$ to the right in a Southeasterly direction a distance of 94.93 feet to a point; thence $17^{\circ} 49' 50''$ to the right in a Southeasterly direction a distance of 52.74 feet to a point; thence $74^{\circ} 12' 26''$ to the right in a Southwesterly direction a distance of 83.74 feet to a point on the South line of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West; thence $145^{\circ} 18' 42''$ to the left in an Easterly direction along the South line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 263.33 feet to the point of beginning.



20051101000568220 5/5 \$25.00
Shelby Cnty Judge of Probate, AL
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PARCEL II

A 20 Foot Force Main Easement as recorded in Instrument #1999-32576 in the Office of the Judge of Probate of Shelby County, Alabama, being situated in the Northwest $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northeast corner of the Northwest $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West and run in a Westerly direction along the North line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 251.69 feet to the Point of Beginning of the centerline of the 20 foot easement herein described. Thence $62^{\circ} 53' 55''$ to the left in a Southwesterly direction along said centerline a distance of 396.07 feet more or less to a point 10 feet North of the Northeasterly Right-of-way line of U.S. Highway No. 280 (said centerline lies 10 feet Southeast of and parallel with the Southeast line of Lot 2, Andress Survey as recorded in Map Book 18, Page 118, in the Office of the Judge of Probate of Shelby County, Alabama); thence $90^{\circ} 05' 04''$ to the left along said centerline and 10 feet Northeast of and parallel with the Northeasterly Right-of-way line of said U.S. Highway No. 280 a distance of 115.5 feet more or less to the center of an existing sanitary sewer manhole, said point being the Point of Ending of the centerline of the 20 foot easement herein described.

Together with the right of ingress and egress over and across Greenhill Parkway, a dedicated roadway, as recorded in Map Book 20, Pages 115, and 116 and in Map Book 25, Page 144.