

STATE OF ALABAMA)
JEFFERSON COUNTY)

RESOLUTION OF SHAREHOLDERS OF
INVERNESS FAMILY MEDICINE, INC.


Comes now David Wilhem, President, and Mike Brewer, Secretary, who constitute all the officers, shareholders and directors of Inverness Family Medicine, Inc., and hereby agree and consent to the sale of the following described property.

See attached legal description marked Exhibit "A".


1. All officers and shareholders approve the sale of the above described property located in Shelby County, Alabama to The Peoples Bank and Trust Company for \$4,300,000.00.

2. The purpose of this resolution is to show all officers, shareholders and directors of Inverness Family Medicine, Inc, approve the sale of the above property.

Dated this 27th day of OCTOBER, 2006.

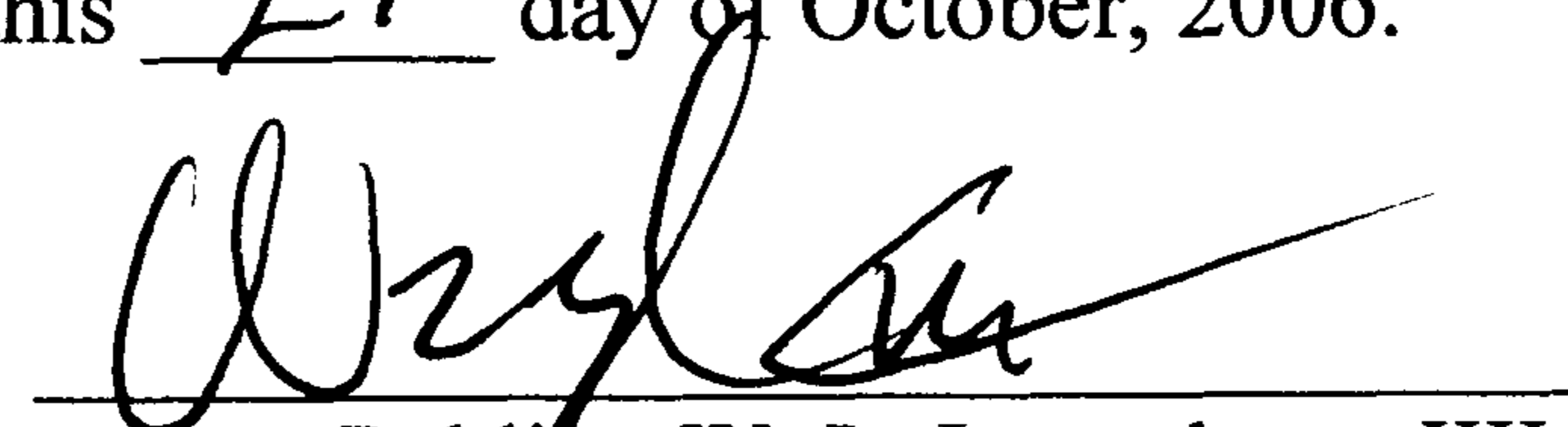


David Wilhem, President



Mike Brewer, Secretary

Sworn to and subscribed before me this 27th day of October, 2006.



Notary Public: W. L. Longshore, III
My Commission expires: 5-18-2008

“EXHIBIT A”

Site 25, according to the Map of Inverness Center, Site 25, as recorded in map Book 18, Page 10, in the Probate Office of Shelby County, Alabama, also being known as:

Part of the Southeast 1/4 of the Northwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama, and being more particularly described as follows:

Commence at the Southeast corner of the Southwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama and run North along the East line of same 2513.59 feet to a point on the Southwesterly right of way of U.S. Highway No. 280; thence left 60 degrees 54 minutes 50 seconds and run Northwesterly along said right of way 49.82 feet to the point of a curve of a curve to the right, said curve having a radius of 2915.42 feet and a central angle of 12 degrees 02 minutes 54 seconds; thence continue Northwesterly along said right of way and the arc of said curve 613.06 feet to a point on curve also being the point of beginning; thence an angle left of 90 degrees 00 minutes to the tangent of said point on curve and run Southwesterly 290.00 feet to a point on the Northeasterly right of way of a proposed 50 foot street; thence right 90 degrees 00 minutes and run Northwesterly 46.57 feet along said right of way to the point of curve of a curve to the right. said curve having a radius of 225.00 feet and a central angle of 37 degrees 54 minutes 56 seconds; thence continue Northwesterly along said right of way and arc of said curve 148.89 feet to a point of reverse curve of a curve to the left, said curve having a radius of 275.00 feet and a central angle of 15 degrees 59 minutes 41 seconds; thence continue Northwesterly along said right of way and the arc of said curve 76.77 feet to a point of reverse curve of a curve to the right. having a radius of 100.00 feet and a central angle of 70 degrees 59 minutes 29 seconds; thence run Northwesterly to Northwesterly along the arc of said curve 123.90 feet to the point of tangent, said point being on the Southwesterly right of way of Inverness Center Parkway; thence run Northeasterly along said right of way 93.53 feet to the point of curve of a curve to the right, having a radius of 25.00 feet and central angle of 90 degrees 00 minutes; thence run Northeasterly to Southeasterly along the arc of said curve 39.27 feet to the point of tangent and an intersection with the Southwesterly right of way of U.S. Highway No. 280; thence run Southeasterly along said right of way 134.42 feet to a point of curve of a curve to the left, having a radius of 2915.42 feet and a central angle of 2 degrees 56 minutes 06 seconds; thence continue South easterly along said right of way and the arc of said curve 148.50 feet to the point of beginning, situated in Shelby County, Alabama.