


**CERTIFIED RESOLUTION  
WHITCOMB PROPERTIES, L.L.C.**

  
20070702000309650 1/3 \$17.00  
Shelby Cnty Judge of Probate, AL  
07/02/2007 11:59:11AM FILED/CERT

The undersigned constituting the Members of Whitcomb Properties, L.L.C., an Alabama limited liability company (the "Company"), hereby certifies that the following Resolution was adopted by the Members of the Company as of the 28<sup>th</sup> day of June, 2007, and that the same has not been modified or rescinded and remains in full force and effect as of the date hereof:

**RESOLVED**, the Members have agreed that the Company sell property known as Units 4 Greystone Executive Center located at 111 Village Street, Birmingham, Alabama 35238 and described as on Exhibit "A" attached hereto and made a part hereof (the "Property"), to Frusterio Properties Greystone 4, LLC, an Alabama limited liability company ("Purchaser"). The Members of the Company did review the said terms and conditions of the Greystone Executive Center, a condominium Purchase Agreement dated February 26, 2007, between the Company and Purchaser ("Sales Contract"), and have approved the terms stated therein and authorize the execution thereof by Michael S. Whitcomb as Member.

**FURTHER RESOLVED**, by the Members of the Company that the terms of the Sales Contract are herein ratified and approved in all respects and made the act and deed of the Company and that Michael S. Whitcomb as Member of the said Company may amend or change the terms of the same without additional approval. The Members ratified the fact that Michael S. Whitcomb and Lori J. Whitcomb are the Members of the Company.

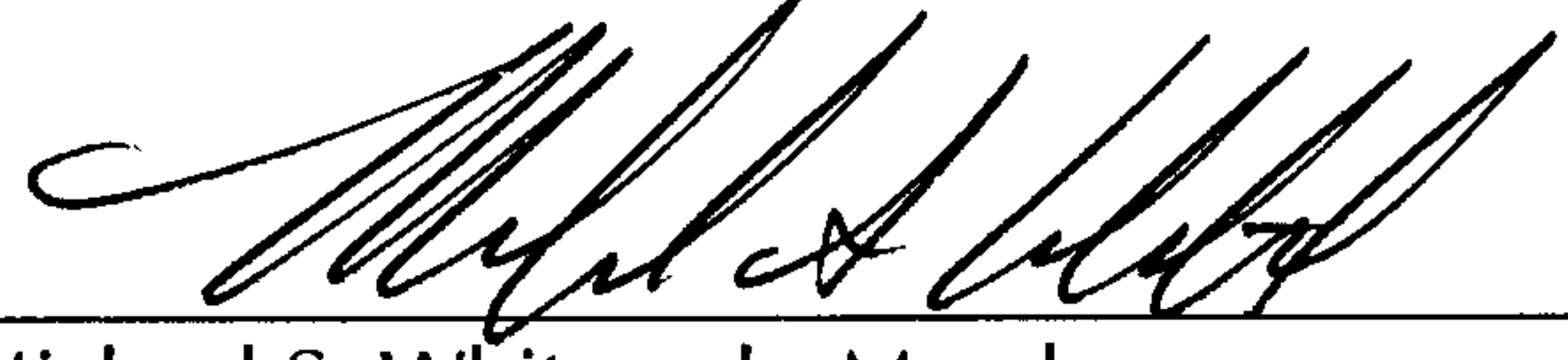
**FURTHER RESOLVED**, by the Members of the Company that Michael S. Whitcomb as Member of the Company is authorized, to proceed in the execution of all necessary agreements or documentation to effectuate the closing of the sale of the Property to Purchaser.

**FURTHER RESOLVED**, that that Michael S. Whitcomb as Member be and is hereby authorized, empowered and directed to proceed to execute and deliver all documentation required to close the sale of the Property to Purchaser; and the Members may exercise in their sole discretion as they deems appropriate the execution of the said documentation as required in the Sales Contract. The execution by Michael S. Whitcomb, of said documentation by Michael S. Whitcomb, as Member, is to be construed as conclusive proof of the appropriateness of the said documentation and of his individual authority to execute same.

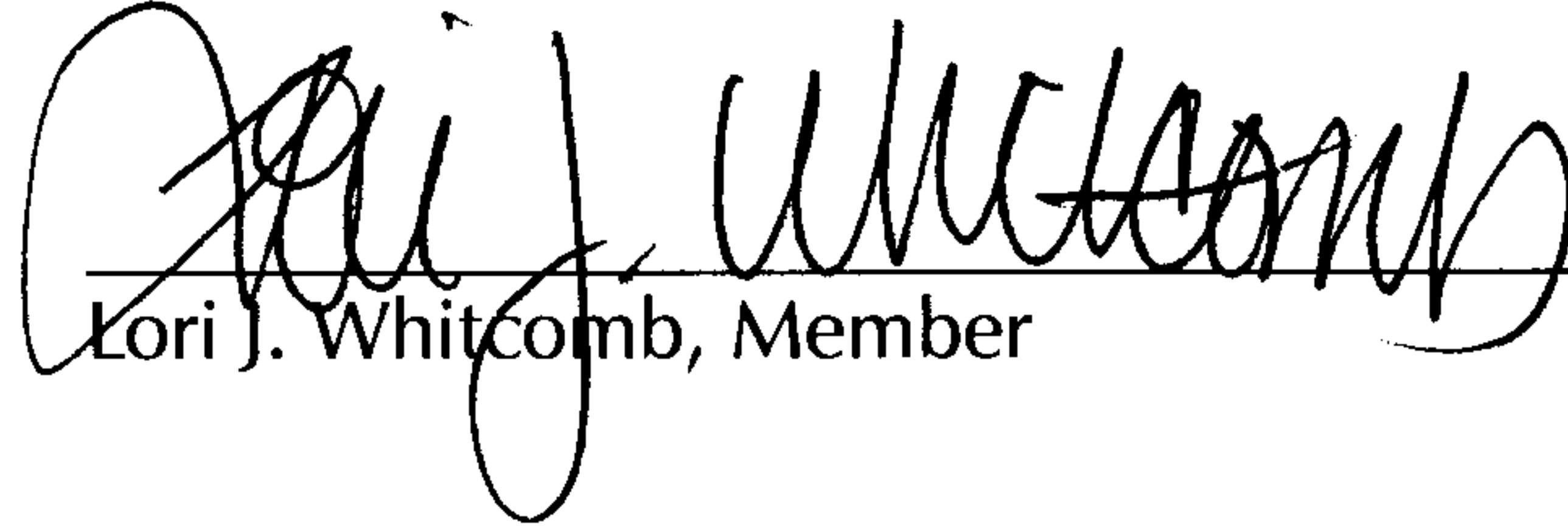
Executed by the undersigned as the 28<sup>th</sup> day of June, 2007.

[Signatures on the Following Page]


Whitcomb Properties, L.L.C., an Alabama  
Limited liability company



Michael S. Whitcomb, Member



Lori J. Whitcomb, Member



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## Exhibit "A"

### Legal Description

Unit 4, according to the Greystone Executive Center, a Condominium, according to the Declaration of Condominium of Greystone Executive Center, a Condominium, as recorded in Instrument #20070626000298300; and the By-Laws thereto as recorded in Instrument #20070626000298300, in the Office of the Judge of Probate of Shelby County, Alabama; together with an undivided interest in the common elements assigned to the unit(s), being defined in said Declaration of Condominium of Greystone Executive Center, a Condominium. Said Unit being more particularly described in the floor plans and architectural drawings of Greystone Executive Center, a Condominium, being attached to the Map of Greystone Executive Center, a Condominium, as recorded in Map Book 38, Page 124 A, B, C, D, and E in the Probate Office of Shelby County, Alabama.



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