

MEMORANDUM OF LEASE AGREEMENT

DATE: July 1, 2009

LESSOR: Donald B. Bristow, Sr. and wife, Alice S. Bristow

LESSEE: CMH Homes, Inc., a Tennessee corporation, d/b/a Clayton Homes

LEASE DATED: November 1, 1999, as amended July 1, 2009

PROPERTY: Book 330, Page 361 and Book 213, Page 148, both in Shelby County, AL, commonly known as 3446 Hwy 31 S, Pelham, AL 35124

**COMMENCEMENT
OF TERM:** November 19, 1999

**LENGTH
OF TERM:** through November 18, 2014

**RIGHT OF
FIRST REFUSAL:** During Lease Term


This Memorandum of Lease Agreement (the "Memorandum") is not a complete summary of the Lease Agreement (the "Lease"). Provisions in the Memorandum shall not be used in interpreting the Lease Provisions. In the event of conflict between the Memorandum and the unrecorded Lease, the unrecorded Lease shall control.



20090727000287060 2/3 \$17.00
 Shelby Cnty Judge of Probate, AL
 07/27/2009 12:29:55 PM FILED/CERT

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum to be executed as of the day and year first above written.

CMH HOMES, INC.,
 a Tennessee corporation,
 d/b/a Clayton Homes, "Lessee"

By: 

Its: Vice President


DONALD B. BRISTOW, SR., "Lessor"

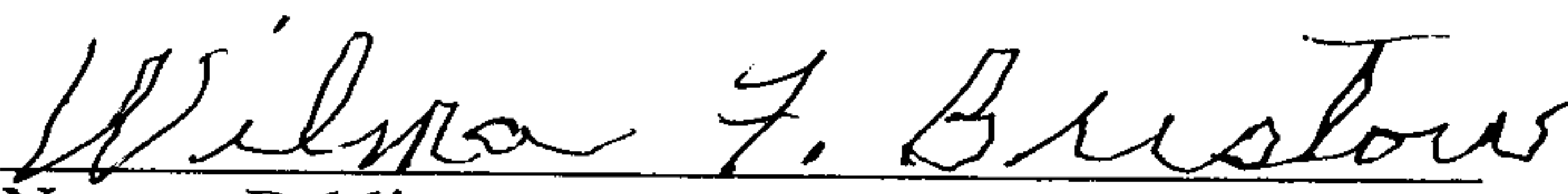

ALICE S. BRISTOW, "Lessor"

STATE OF ALABAMA

COUNTY OF Jefferson

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **DONALD B. BRISTOW, SR.** and wife, **ALICE S. BRISTOW**, whose names are signed to the foregoing Memorandum of Lease Agreement, and who are known to me, acknowledged before me on this day that, being informed of the contents of the foregoing, they executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 13th day of July, 2009.


 Notary Public

My Commission Expires: 4-14-2012

After recording, return to:
 CMH Homes, Inc.
 Attn: Laura Mohr
 P.O. Box 9790
 Maryville, TN 37802




20090727000287060 3/3 \$17.00
Shelby Cnty Judge of Probate, AL
07/27/2009 12:29:55 PM FILED/CERT

STATE OF TENNESSEE
COUNTY OF BLOUNT

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Hugh T. Statum, III, whose name as Vice President of **CMH HOMES, INC.**, a Tennessee corporation, is signed to the foregoing Memorandum of Lease Agreement, and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand this the 1st day of July, 2009.


Notary Public

My Commission Expires: My commission expires Mar. 3, 2012

