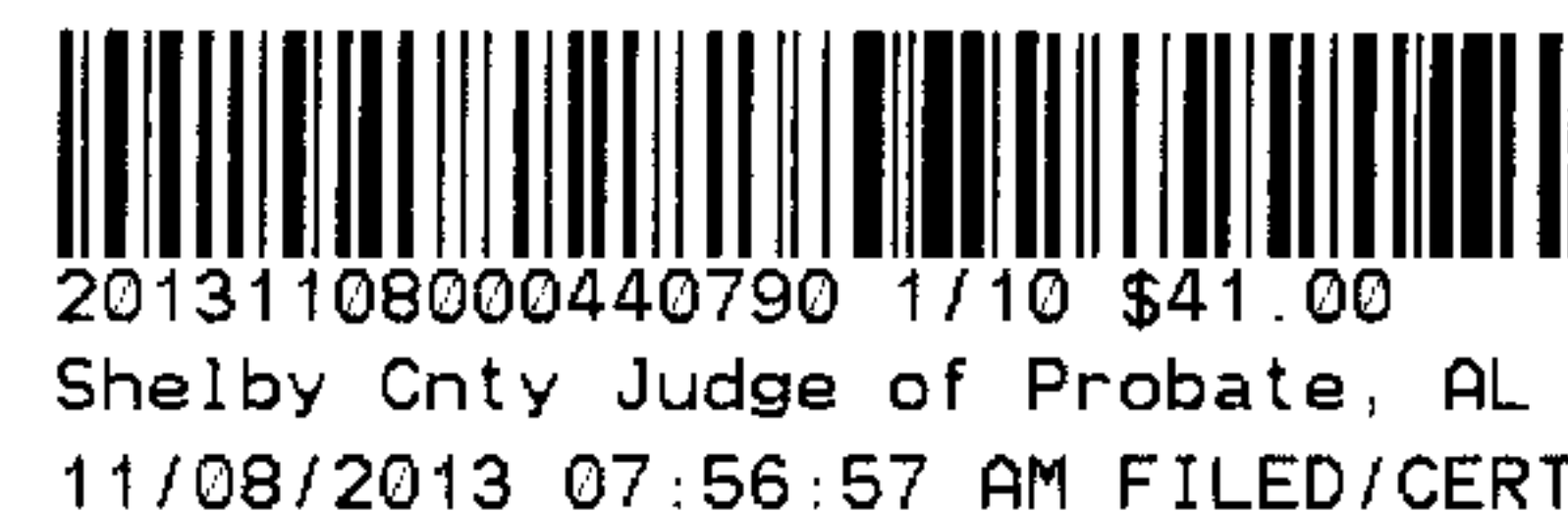


This instrument was prepared by:

Lee L. Sheppard, Esq.
Maynard, Cooper & Gale, P.C.
1901 Sixth Avenue North
2400 Regions Harbert Plaza
Birmingham, Alabama 35203-2602



**PARTIAL TERMINATION AND RELEASE OF DECLARATION AND GRANT OF
RIGHTS, COVENANTS AND EASEMENTS**

THIS PARTIAL TERMINATION AND RELEASE OF DECLARATION AND GRANT OF RIGHTS, COVENANTS AND EASEMENTS (this "Termination") is entered into as of the 1st day of June, 2013 (the "Effective Date"), by and between **BUSINESS CIRCLE OWNERS' ASSOCIATION**, an Alabama not for profit corporation (the "Association"), and **OFFICE PARK PARTNERS, LLC**, an Alabama limited liability company ("Office Park").

WHEREAS, the Association previously entered into that certain Declaration and Grant of Rights, Covenants and Easements dated as of March 1, 2006 and recorded with the Office of the Judge of Probate of Shelby County, Alabama as Instrument Number 20060511000224230 (the "Declaration");

WHEREAS, as set forth in the Declaration, the Association is the owner of that certain parcel of real property known as Lot 6 ("Lot 6") according to the Final Plat of Office Park Partners Survey of Business Circle as recorded in Map Book 36, at Page 68, in the Office of the Judge of Probate of Shelby County (the "Plat");

WHEREAS, Office Park is the owner of that certain parcel of real property known as Lot 7 according to the Plat, as more particularly described in Exhibit A attached hereto ("Lot 7") and those parcels of real property known as Lots 1, 2 and 5 according to the Plat;

WHEREAS, pursuant to the Declaration, the Association granted certain non-exclusive easements in favor of those parcels of real property known as Lots 1 – 5 and Lot 7 of the Plat as more particularly described in the Declaration (the "Easements");

WHEREAS, pursuant to the Declaration, the Association created certain restrictive covenants with respect to those parcels of real property known as Lots 1 – 7 of the Plat (the "Restrictive Covenants") as more specifically set forth in paragraph 7 of the Declaration;

WHEREAS, Office Park desires to transfer Lot 7 to a third party; and

WHEREAS, in connection with the transfer of Lot 7, Office Park and the Association desire to fully release Lot 7 from the Declaration.

NOW, THEREFORE, in consideration of the premises and the mutual agreements set forth in this Termination, effective as of the Effective Date, the Association and Office Park hereby fully disclaim, release, terminate, quitclaim and discharge Lot 7 from the Declaration, terminate the Easements in favor of Lot 7, and terminate any and all Restrictive Covenants applicable to Lot 7. Provided however, that nothing contained in this Termination shall affect the Declaration as to the remainder of the property affected thereby and the Declaration shall remain in full force and effect in accordance with its terms with respect to all of such remaining property.

[signatures on the following page]



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Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT

IN WITNESS WHEREOF, the Association and Office Park have caused this Termination to be executed effective as of the day and year first above written.

**BUSINESS CIRCLE OWNERS'
ASSOCIATION**

By: 
Name: CAREY GILBERT
Title: DIRECTOR

STATE OF ALABAMA)

COUNTY OF Jefferson)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Carey Gilbert whose name as Director of Business Circle Owners' Association, an Alabama not for profit corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this the 15th day of April, 2013.


Notary Public

[AFFIX SEAL]

My commission expires: 12/30/15


20131108000440790 3/10 \$41.00
Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT

OFFICE PARK PARTNERS, LLC

By: Gilbert Investment Company, LLC

Its: Authorized Member

By: Carey P. Gilbert, II

Name: Carey P. Gilbert, II

Title: Member

STATE OF ALABAMA)

COUNTY OF Jefferson)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Carey P. Gilbert, II whose name as a Member of Gilbert Investment Company, LLC, an Alabama limited liability company, as the Authorized Member of Office Park Partners, LLC, an Alabama limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such Member of the Authorized Member of the limited liability company and with full authority, executed the same voluntarily for and as the act of said limited liability company acting in its capacity as the Authorized Member of the limited liability company.

Given under my hand and official seal this the 15th day of April, 2013.

Rhonda B. Partidge
Notary Public

[AFFIX SEAL]

My commission expires: 12/30/15


20131108000440790 4/10 \$41.00
Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT

CONSENT OF LOT OWNER

Sight Savers of America, Inc., an Alabama not for profit corporation, as the owner of Lot 3 of the Final Plat of Office Park Partners Survey of Business Circle as recorded in Map Book 36, at Page 68, in the Office of the Judge of Probate of Shelby County, Alabama, pursuant to that certain Statutory Warranty Deed recorded as Instrument No. 20100806000252020 in the Office of the Judge of Probate of Shelby County, Alabama, hereby acknowledges, agrees and consents to the Partial Termination and Release of Declaration and Grant of Rights, Covenants and Easements hereto attached.

Sight Savers of America, Inc.

By: Jeff L. Haddox

Name: Jeff L. Haddox

Title: President & CEO

STATE OF Shelby)

COUNTY OF AL)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Jeff L. Haddox whose name as President/CEO of Sight Savers of America, Inc., an Alabama not for profit corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this the 26 day of March, 2013.

Jeannine D. Cook
Notary Public

[AFFIX SEAL]

My commission expires: Apr 21, 2013
NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Apr 21, 2013
BONDED THRU NOTARY PUBLIC UNDERWRITERS

CONSENT OF LOT OWNER

Allamo, LLLP, a Missouri limited liability limited partnership, as the owner of Lot 4 of the Final Plat of Office Park Partners Survey of Business Circle as recorded in Map Book 36, at Page 68, in the Office of the Judge of Probate of Shelby County, Alabama, pursuant to that certain Statutory Warranty Deed recorded as Instrument No. 20100820000268320 in the Office of the Judge of Probate of Shelby County, Alabama, hereby acknowledges, agrees and consents to the Partial Termination and Release of Declaration and Grant of Rights, Covenants and Easements hereto attached.

Allamo, LLLP

By: Allamo I, LLC
Its: General Partner

By: Robert B Schilli
Name: ROBERT B SCHILLI
Title: GENERAL PARTNER

STATE OF Missouri)

COUNTY OF Jefferson)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Robert B. Schilli whose name as General Partner of Allamo I, LLC, a Missouri limited liability company, the general partner of Allamo, LLLP, a Missouri limited liability limited partnership, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he/she, as such officer of the general partner of the limited liability limited partnership and with full authority, executed the same voluntarily for and as the act of said limited liability company in its capacity as general partner of said limited liability limited partnership.

Given under my hand and official seal this the 5th day of April, 2013,
2013.

[AFFIX SEAL]  KARI A. ALBRECHT EARLL
My Commission Expires
January 9, 2016
Jefferson County
Commission #11462462

Kari A. Albrecht Earll
Notary Public

My commission expires: 1-9-16


20131108000440790 6/10 \$41.00
Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT

CONSENT OF MORTGAGEE

Wells Fargo Bank, N.A. (the "Mortgagee"), is the holder of that certain Mortgage and Assignment of Rents dated August 2, 2010 (the "Mortgage"), and recorded with the Office of the Judge of Probate of Shelby County, Alabama as Instrument Number 20100806000252030. The Mortgage encumbers Lot 3 of the Final Plat of Office Park Partners Survey of Business Circle as recorded in Map Book 36, at Page 68, in the Office of the Judge of Probate of Shelby County, Alabama. Mortgagee hereby consents to the execution, delivery and recording of the Partial Termination and Release of Declaration and Grant of Rights, Covenants and Easements hereto attached.

Wells Fargo Bank, N.A.

By: HE Patterson
Name: Henry E Patterson, Jr.
Title: Vice President

STATE OF Alabama)

COUNTY OF Jefferson)

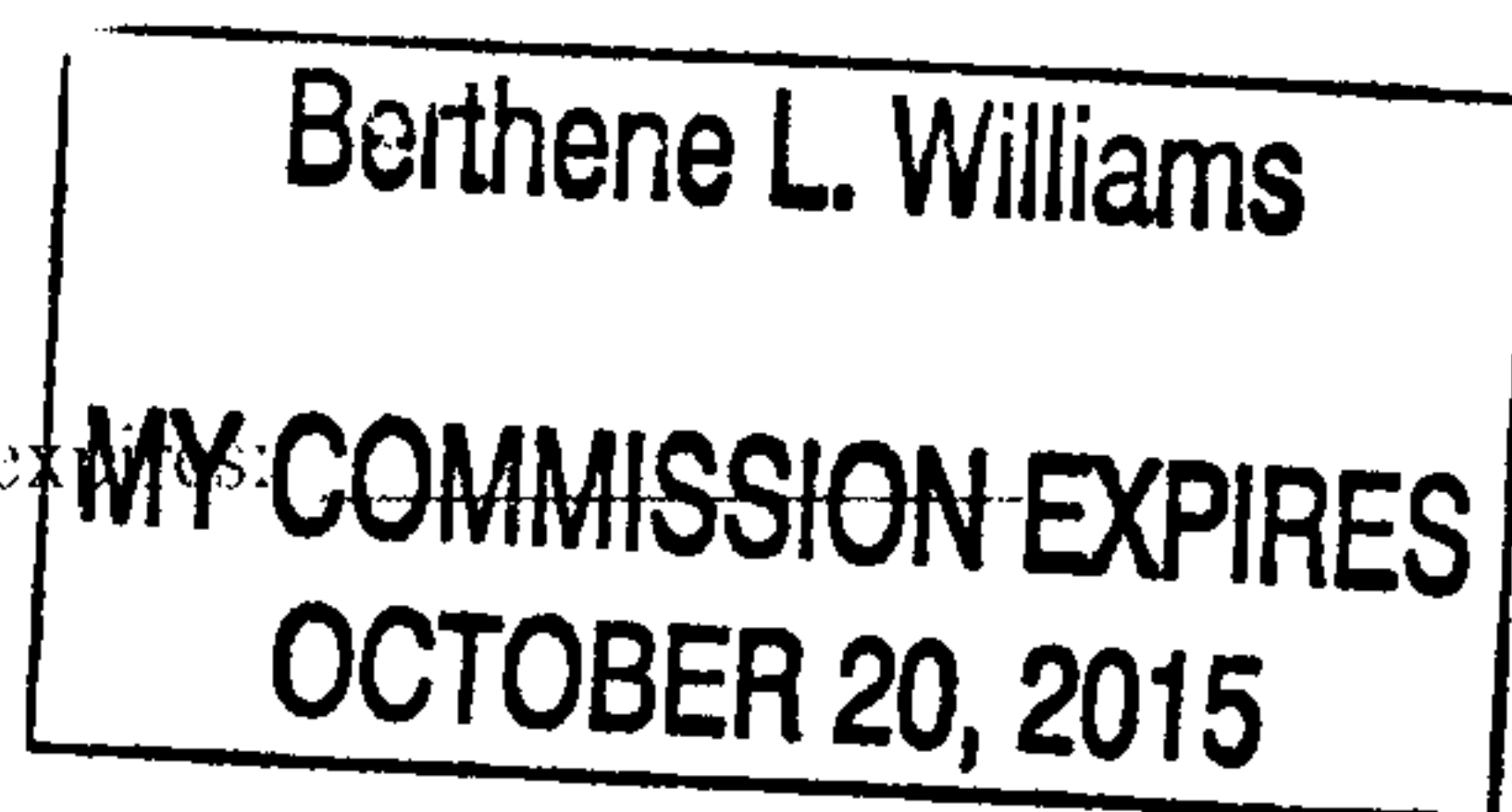
I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Henry E Patterson Jr whose name as Vice President of Wells Fargo Bank, N.A., a national banking association, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said national banking association.

Given under my hand and official seal this the 4 day of April, 2013,
2013.

Berthene Williams
Notary Public

[AFFIX SEAL]

My commission expires:



S-5

02507271.1


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Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT

CONSENT OF MORTGAGEE

BankcorpSouth Bank (the "Mortgagee"), is the holder of that certain Mortgage and Security Agreement dated April 30, 2002 (the "Mortgage"), and recorded on May 1, 2002 with the Office of the Judge of Probate of Shelby County, Alabama as Instrument Number 20020501000204270. The Mortgage encumbers certain lots in the Final Plat of Office Park Partners Survey of Business Circle as recorded in Map Book 36, at Page 68, in the Office of the Judge of Probate of Shelby County, Alabama, including, Lots 1 and 5 thereof. Mortgagee hereby consents to the execution, delivery and recording of the Partial Termination and Release of Declaration and Grant of Rights, Covenants and Easements hereto attached.

BankcorpSouth Bank

By: [Signature]

Name: David L. Williamson

Title: Sr. Vice President

STATE OF Alabama)

COUNTY OF Jefferson)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that David L. Williamson whose name as Sr. Vice President of BankcorpSouth Bank, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said bank.

Given under my hand and official seal this the 16th day of April, 2013.

Cynthia K Mitchell
Notary Public

[AFFIX SEAL]

My commission expires: 3-11-15


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Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT

CYNTHIA KAY MITCHELL
Notary Public
Alabama State At Large
My Commission Expires 3-11-2015

CONSENT OF LOT OWNER

Gateway, an Alabama non-profit corporation, as the owner of Lot 2 of the Final Plat of Office Park Partners Survey of Business Circle as recorded in Map Book 36, at Page 68, in the Office of the Judge of Probate of Shelby County, Alabama, pursuant to that certain General Warranty Deed recorded as Instrument No. 20130239000132200 in the Office of the Judge of Probate of Shelby County, Alabama, hereby acknowledges, agrees and consents to the Partial Termination and Release of Declaration and Grant of Rights, Covenants and Easements hereto attached.

Gateway, an Alabama non-profit corporation

By: E. James Loop
Name: E. James Loop
Title: CEO

STATE OF Alabama)

COUNTY OF Jefferson)

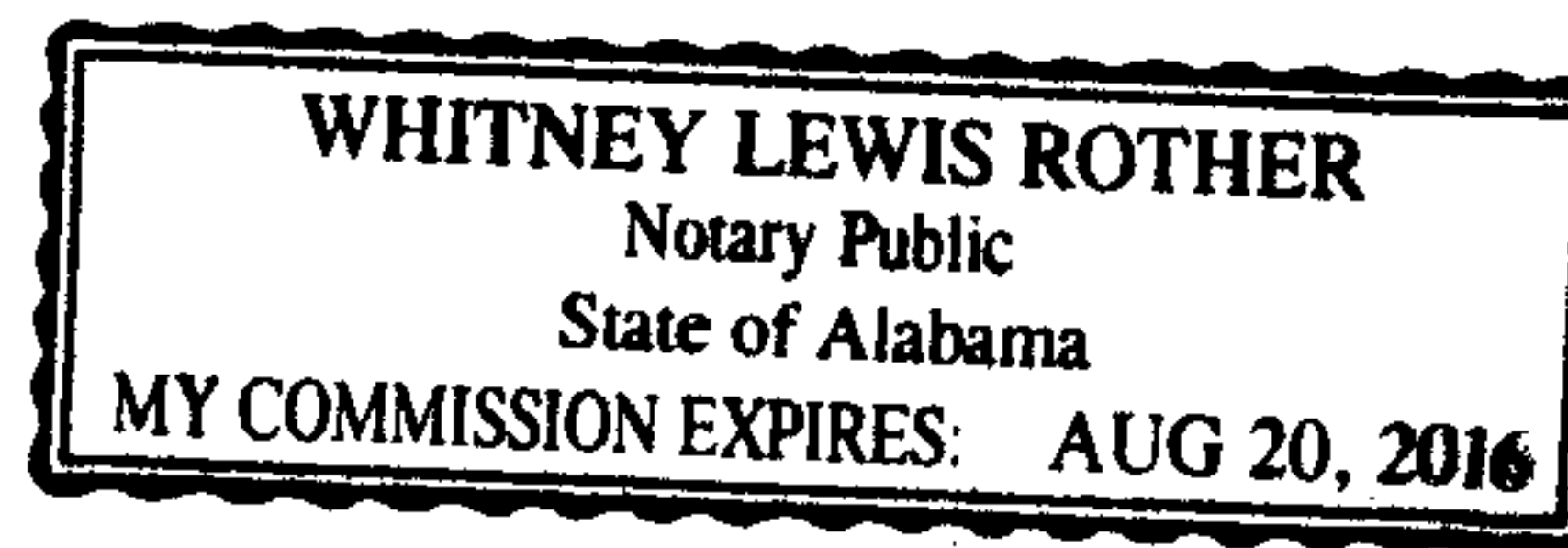
I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that E. James Loop whose name as CEO of Gateway, an Alabama non-profit corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he/she, as such officer of the corporation and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this the 18 day of April 2013,
2013.

Whitney Lewis Rother
Notary Public

[AFFIX SEAL]

My commission expires: 8/20/2016



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Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT

EXHIBIT A

(Property legal description)

Lot 7, according to the Final Plat of Office Park Partners Survey of Business Circle, as recorded in Map Book 36, Page 68, in the Probate Office of Shelby County, Alabama.


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Shelby Cnty Judge of Probate, AL
11/08/2013 07:56:57 AM FILED/CERT