

RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:

Stein Mart, Inc.
1200 Riverplace Boulevard
Jacksonville, Florida 32207
Attn: Pamela Wright

AMENDMENT TO MEMORANDUM OF LEASE

THIS AMENDMENT TO MEMORANDUM OF LEASE is made as of the 25th day of October, 2013 ("Amendment"), between STEIN MART, INC., a Florida corporation ("Lessee") and GS II BROOK HIGHLAND LLC, a Delaware limited liability company ("Lessor").

WITNESSETH:

WHEREAS, Lessor (as successor-in-interest to Developers Diversified of Alabama, Inc.) and Lessee are parties to that certain Agreement of Lease dated as of May 17, 1996, as amended, modified or supplemented by (i) an unrecorded Memorandum of Lease dated as of May 17, 1996; (ii) First Amendment to Lease dated as of September 15, 1996; (iii) Second Amendment to Lease dated as of October 18, 1996; (iv) Assignment and Assumption of Lease dated as of March 11, 2003; and (v) Third Amendment to Lease of even date herewith (the "Third Amendment") (collectively, and as amended hereby, the "Lease") whereby Lessor leased to Lessee certain premises containing approximately 36,000 square feet of floor area ("Original Premises"), located in the Brook Highland Plaza in the City of Birmingham, County of Shelby, State of Alabama, legally described on Exhibit B attached hereto ("Shopping Center");

WHEREAS, pursuant to the Third Amendment the parties have agreed that Lessor will demolish the Original Premises and construct a new building and appurtenances ("New Premises") located as shown on Exhibit A attached hereto;

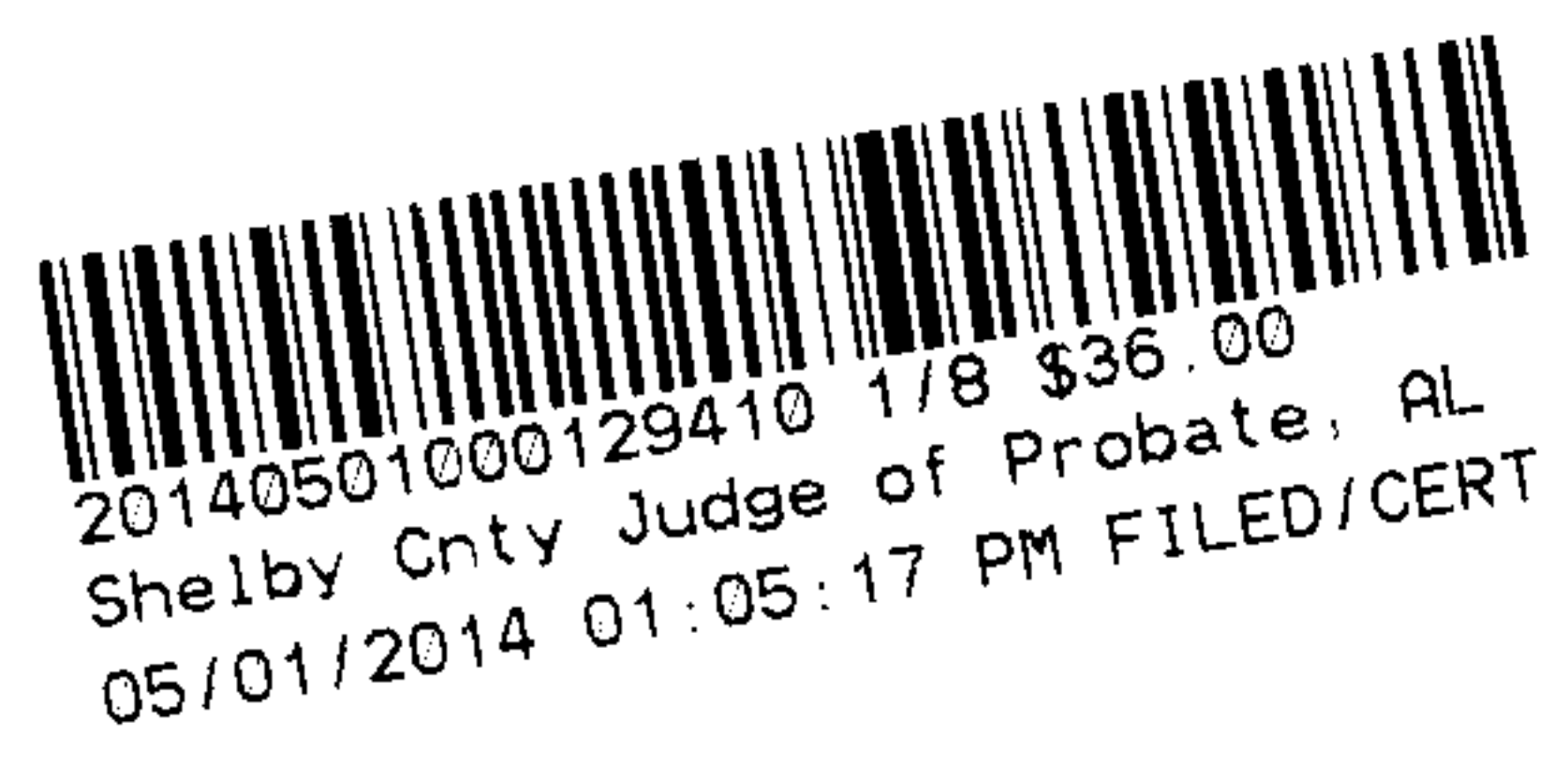
WHEREAS, the parties have amended the Lease to provide for the construction of the New Premises.

WHEREAS, the parties desire to amend the Memorandum of Lease and to place the same of record to reflect the New Premises and the new term of the Lease.

NOW, THEREFORE, IN CONSIDERATION of the mutual and dependent covenants and agreements hereinafter contained on the part of Lessor and Lessee to be observed and performed, the parties hereby agree to amend the Lease as follows.

1. Original Premises. The parties acknowledge and agree Lessee surrendered possession of the Original Premises to Lessor on or about July 29, 2013.

2. New Premises. The "New Premises Delivery Date" shall be the date Lessor delivers possession of the New Premises to Lessee with the New Premises as provided by the Lease.



3. Term. The "New Premises Commencement Date" shall be the earlier of the following dates:

- (i) Thirty (30) days after the New Premises Delivery Date; or
- (ii) The date on which Lessee opens the New Premises for business.

The Term of the Lease is extended to expire on the last day of the month containing the day prior to the tenth (10th) anniversary of the New Premises Commencement Date ("New Primary Term").

Provided Lessee is not in default (beyond applicable notice and cure periods) under the terms of the Lease at the time of exercise and at the time of commencement of any extended term, Lessee shall have the option to extend the New Primary Term of this Lease for up to two (2) Extension Periods, of five (5) years each, as provided by the Lease.

4. Effect of Memorandum. This Amendment is intended to give record notice of the Lease, as amended, and is not intended to modify the Lease. In the event of any inconsistency between this Amendment and the Lease, the Lease shall control.

[Signatures Appear on Following Pages]


20140501000129410 2/8 \$36.00
Shelby Cnty Judge of Probate, AL
05/01/2014 01:05:17 PM FILED/CERT

IN WITNESS WHEREOF, Lessor and Lessee have caused this Amendment to be signed, in triplicate, as of the date and year first above written.

WITNESSES AS TO LESSOR:

LESSOR:

GS II BROOK HIGHLAND LLC,
a Delaware limited liability company

Jamie R Swain
JAMIE R SWAIN (Print Name)

By: Bryan P. Zabell
Bryan P. Zabell
Its: Senior Vice President of Anchor Store
Leasing

Judy Solomon
JUDY SOLOMON (Print Name)

WITNESSES AS TO LESSEE:

LESSEE:

STEIN MART, INC.,
a Florida corporation

Whitney Daviduk
WHITNEY DAVIDUK (Print Name)

By: Steven J. Horowitz
Steven J. Horowitz
Its: Vice President, Real Estate

Pamela J. Wright
PAMELA J. WRIGHT (Print Name)

[Notary Jurats Appear on Following Page]



20140501000129410 3/8 \$36.00
Shelby Cnty Judge of Probate, AL
05/01/2014 01:05:17 PM FILED/CERT

STATE OF OHIO)
)SS:
COUNTY OF CUYAHOGA)

BEFORE ME, a Notary Public in and for said County and State, personally appeared Bryan P. Zabell, known to me to be the Senior Vice President of Anchor Store Leasing of GS II Brook Highland LLC, the company which executed the foregoing instrument, who acknowledged that he did sign the foregoing instrument for and on behalf of said company being thereunto duly authorized by its members, and that the same is his free act and deed as such officer and the free act and deed of said company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Beachwood, Ohio this 25th day of October, 2013.



Notary Public



ROBERTA W. RUSEK
Notary Public, State of Ohio
Cuyahoga County
My Commission Expires
October 5, 2015

STATE OF FLORIDA)
)SS:
COUNTY OF DUVAL)

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Steven J. Horowitz the Vice President – Real Estate of STEIN MART, INC., a Florida corporation, to me known to be the person described in and who executed the foregoing instrument and he/she acknowledged before me that he/she executed the same on behalf of said corporation, with the full authority and express consent of said corporation, to execute this instrument.

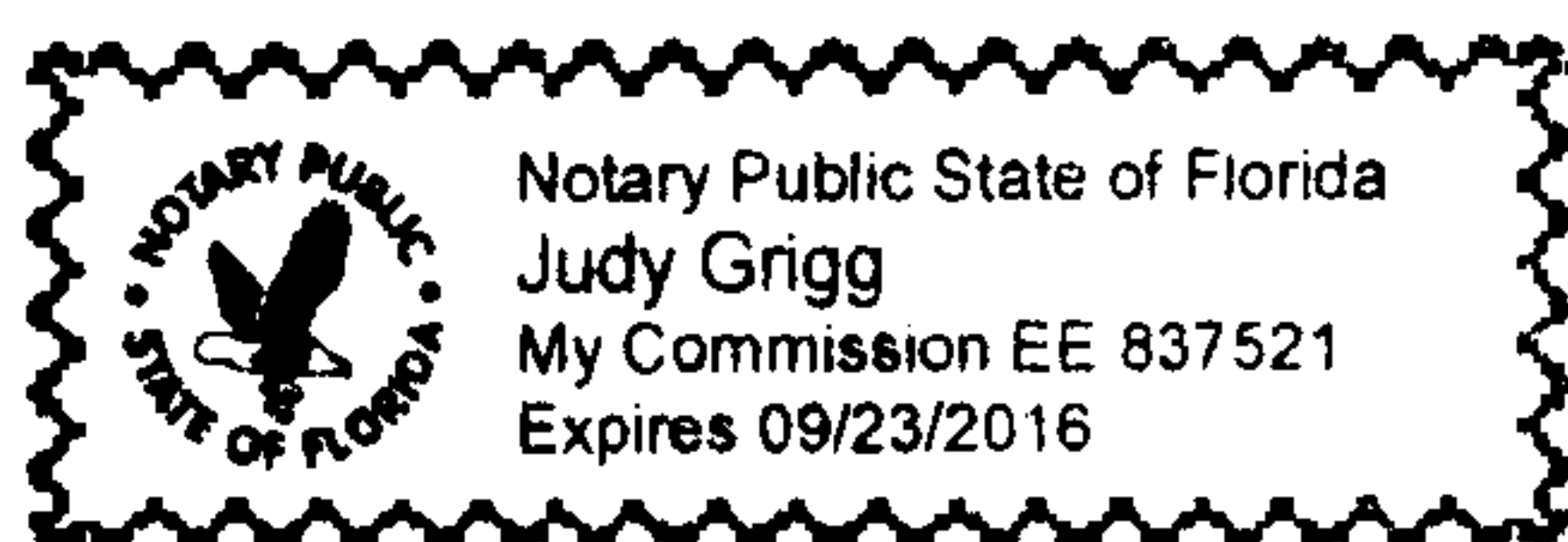
Witness my hand and official seal in the County and State last aforesaid this 7th day of October, 2013.

PLEASE CHECK ONE OF THE FOLLOWING:

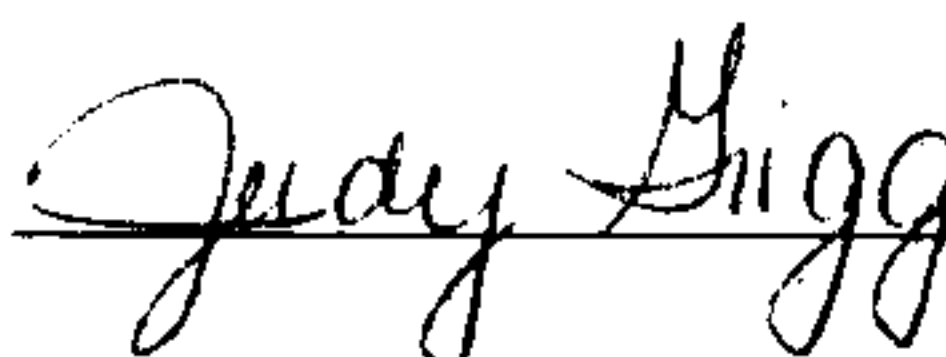
- ☒ did take an oath.
☐ did not take an oath.

PLEASE CHECK ONE OF THE FOLLOWING

- ☒ is/are personally known to me.
☐ produced a current Driver's license as identification.
☐ produced _____ as identification.

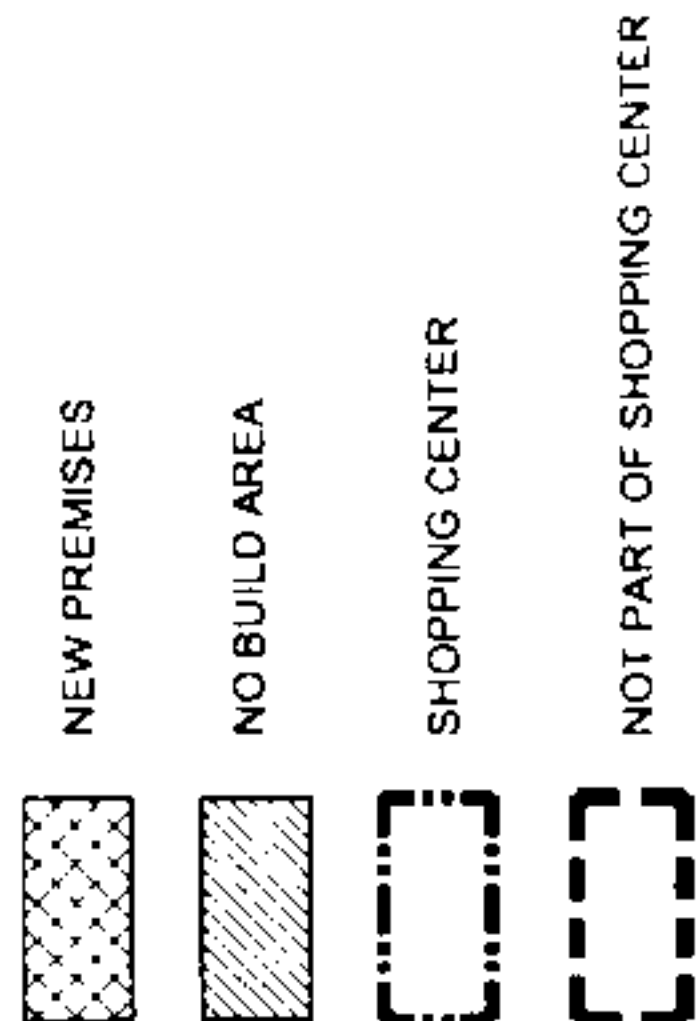


[NOTARY SEAL]

Sign 
Print Judy Grigg
NOTARY PUBLIC
Commission Number: EE 837521
My Commission Expires: 9/23/16

IN THE EVENT OF A CONFLICT BETWEEN THIS EXHIBIT A
AND EXHIBIT B, THIS EXHIBIT A CONTROLS

SITE PLAN LEGEND:



20140501000129410 5/8 \$36.00
Shelby Cnty Judge of Probate, AL
05/01/2014 01:05:17 PM FILED/CERT

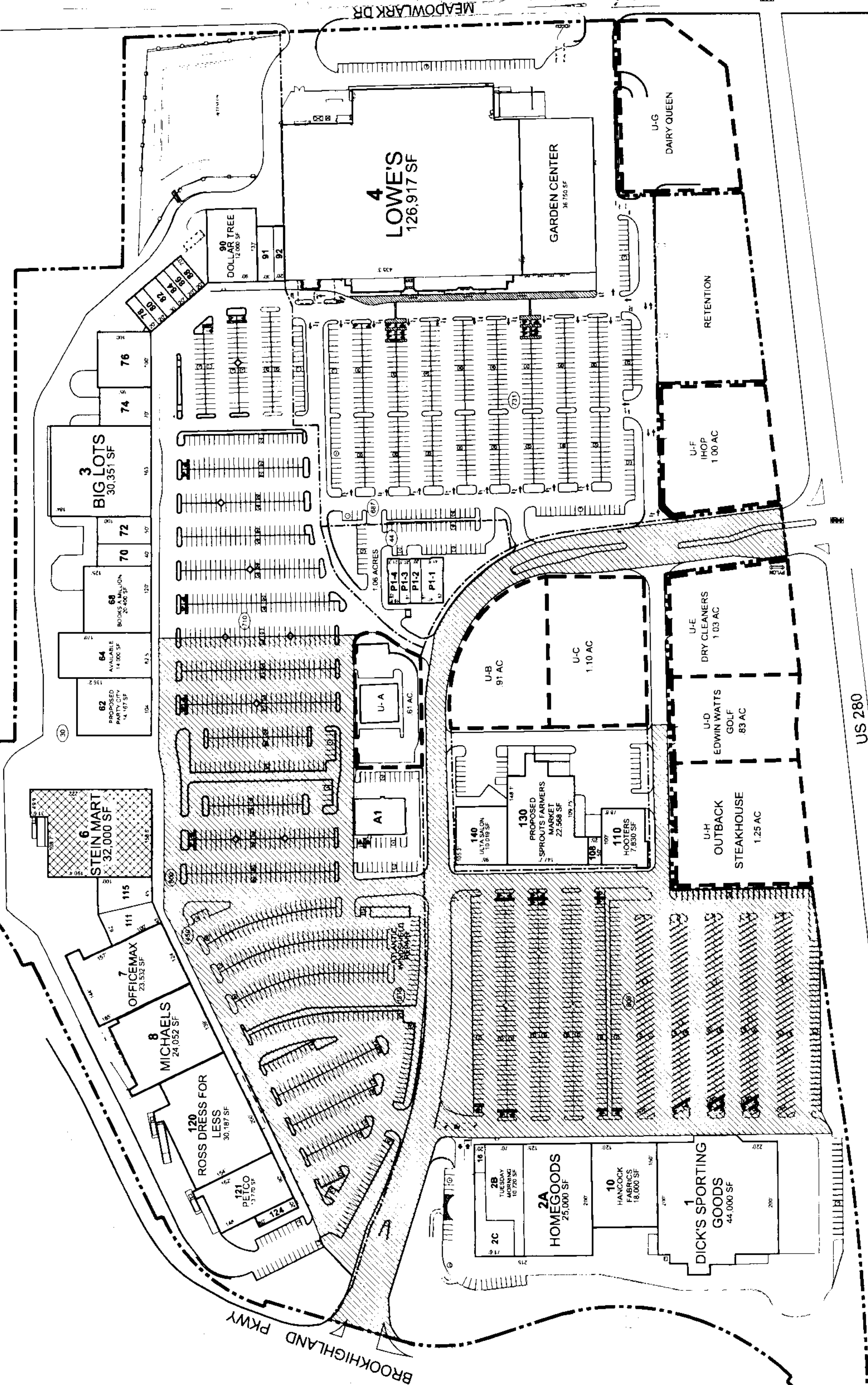


EXHIBIT B

BROOK HIGHLAND
Phase I less Phase II



20140501000129410 6/8 \$36.00
Shelby Cnty Judge of Probate, AL
05/01/2014 01:05:17 PM FILED/CERT

Land lying and being in Shelby County, Alabama, and being more particularly described as that certain tract of land containing 65.88 acres, more or less, and being designated as Lots 1, 1A, 2 and 2A on that certain map entitled "Brook Highland Plaza Resurvey" recorded in Map Book 18, Page 99, in the Probate Office for Shelby County, Alabama.

LESS AND EXCEPT:

ALL THAT TRACT OR PARCEL OF LAND lying and being in Section 31, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

BEGINNING at the northwest corner of the southeast quarter of Section 31, Township 18 South, Range 1 West, Shelby County, Alabama being south $89^{\circ} 31' 51''$ west a distance of 848.96 feet from the northeast corner of Lot 1, Brook Highland Plaza Resurvey (Map Book 18, Page 99); thence run south $89^{\circ} 31' 51''$ west a distance of 50.00 feet to a point; thence run south $00^{\circ} 38' 38''$ east a distance of 300.00 feet to a point; thence run north $89^{\circ} 37' 51''$ east a distance of 20.00 feet to a point; thence run south $01^{\circ} 36' 53''$ east a distance of 295.07 feet to a point; thence run south $89^{\circ} 31' 51''$ west a distance of 225.00 feet to a point; thence run south $00^{\circ} 38' 38''$ east a distance of 145.41 feet to a point; thence run south $88^{\circ} 21' 20''$ west a distance of 150.94 feet to a point; thence run along the arc of a curve an arc distance of 325.14 feet (said curve having a radius of 910.27 feet a chord bearing of north $81^{\circ} 24' 44''$ west a chord distance of 323.42 feet) to a point; thence run north $71^{\circ} 10' 44''$ west a distance of 90.62 feet to a point; thence run north $64^{\circ} 18' 36''$ west a distance of 37.79 feet to a point; thence run north $73^{\circ} 31' 00''$ west a distance of 110.98 feet to a point; thence run north $56^{\circ} 07' 21''$ west a distance of 73.40 feet to a point located on the to a point located on the easterly right-of-way line of Brook Highland Parkway (right-of-way varies); thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $16^{\circ} 29' 00''$ east a distance of 206.74 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $73^{\circ} 31' 00''$ west a distance of 12.00 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway, along the arc of a curve an arc distance of 254.68 feet (said curve having a radius of 310.47 feet, a chord bearing of north $39^{\circ} 59' 00''$ east, and a chord distance of 247.60 feet) to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $26^{\circ} 31' 00''$ west a distance of 12.00 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $63^{\circ} 29' 00''$ a distance of 518.37 feet to point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $26^{\circ} 31' 00''$ west a distance of 20.00 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway, along the arc of a curve an arc distance of 501.28 feet (said curve having a radius of 635.12 feet, a chord bearing of north $40^{\circ} 52' 21''$ east, a chord distance of 488.37 feet) to a point; thence leaving the right-of-way line of Brook Highland Parkway run

south 89° 50' 48" east a distance of 85.21 feet to a point; thence run south 00° 38' 38" east a distance of 355.06 feet to a point; said point being the POINT OF BEGINNING.

Said tract being designated as "Proposed Phase II" on that certain survey for A.B. Shopping Centers Properties, prepared by Carr & Associates Engineers, Inc., bearing the seal and certification of Barton F. Carr, Registered Professional Land Surveyor No.16685, dated November 25, 1994, last revised December 2, 1994.

12/29/94 07:50 PM



20140501000129410 7/8 \$36.00
Shelby Cnty Judge of Probate, AL
05/01/2014 01:05:17 PM FILED/CERT



20140501000129410 8/8 \$36.00
Shelby Cnty Judge of Probate, AL
05/01/2014 01:05:17 PM FILED/CERT

Phase II
BROOK HIGHLAND

ALL THAT TRACT OR PARCEL OF LAND lying and being in Section 31, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

BEGINNING at the northwest corner of the southeast quarter of Section 31, Township 18 South, Range 1 West, Shelby County, Alabama being south $89^{\circ} 31' 51''$ west a distance of 848.96 feet from the northeast corner of Lot 1, Brook Highland Plaza Resurvey (Map Book 18, Page 99); thence run south $89^{\circ} 31' 51''$ west a distance of 50.00 feet to a point; thence run south $00^{\circ} 38' 38''$ east a distance of 300.00 feet to a point; thence run north $89^{\circ} 37' 51''$ east a distance of 20.00 feet to a point; thence run south $01^{\circ} 36' 53''$ east a distance of 295.07 feet to a point; thence run south $89^{\circ} 31' 51''$ west a distance of 225.00 feet to a point; thence run south $00^{\circ} 38' 38''$ east a distance of 145.41 feet to a point; thence run south $88^{\circ} 21' 20''$ west a distance of 150.94 feet to a point; thence run along the arc of a curve an arc distance of 325.14 feet (said curve having a radius of 910.27 feet a chord bearing of north $81^{\circ} 24' 44''$ west a chord distance of 323.42 feet) to a point; thence run north $71^{\circ} 10' 44''$ west a distance of 90.62 feet to a point; thence run north $64^{\circ} 18' 36''$ west a distance of 37.79 feet to a point; thence run north $73^{\circ} 31' 00''$ west a distance of 110.98 feet to a point; thence run north $56^{\circ} 07' 21''$ west a distance of 73.40 feet to a point located on the to a point located on the easterly right-of-way line of Brook Highland Parkway (right-of-way varies); thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $16^{\circ} 29' 00''$ east a distance of 206.74 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $73^{\circ} 31' 00''$ west a distance of 12.00 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway, along the arc of a curve an arc distance of 254.68 feet (said curve having a radius of 310.47 feet, a chord bearing of north $39^{\circ} 59' 00''$ east, and a chord distance of 247.60 feet) to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $26^{\circ} 31' 00''$ west a distance of 12.00 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $63^{\circ} 29' 00''$ a distance of 518.37 feet to point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway north $26^{\circ} 31' 00''$ west a distance of 20.00 feet to a point; thence run along and coincident with the easterly right-of-way line of Brook Highland Parkway, along the arc of a curve an arc distance of 501.28 feet (said curve having a radius of 635.12 feet, a chord bearing of north $40^{\circ} 52' 21''$ east, a chord distance of 488.37 feet) to a point; thence leaving the right-of-way line of Brook Highland Parkway run south $89^{\circ} 50' 48''$ east a distance of 85.21 feet to a point; thence run south $00^{\circ} 38' 38''$ east a distance of 355.06 feet to a point; said point being the POINT OF BEGINNING.

Said tract being designated as "Proposed Phase II" on that certain survey for A.B. Shopping Centers Properties, prepared by Carr & Associates Engineers, Inc., bearing the seal and certification of Barton F. Carr, Registered Professional Land Surveyor No.16685, dated November 25, 1994, last revised December _____, 1994.

12/29/94 05:29 PM

0060978.01