



20151221000434960 1/5 \$26.00  
Shelby Cnty Judge of Probate, AL  
12/21/2015 04:47:00 PM FILED/CERT

Document Number: 3002275  
12/21/2015  
Tallapoosa  
Leon Arch  
Judge of  
Receivings  
Taxes: \$0.00  
Total: \$27.00  
20150904000905900 1/5  
Bk: LR201515 Pg: 10157  
Jefferson County, Alabama  
I certify this instrument filed on:  
09/04/2015 12:04:54 PM LEASE  
Judge of Probate- Alan L. King

STATE OF ALABAMA  
COUNTY OF MORGAN

### ASSIGNMENT OF BILLBOARD EASEMENT LEASES

THIS assignment made on April 10<sup>th</sup>, 2015 between Bentley Advertising, LLC, an Alabama Limited Liability Company, of the city of Hoover, Alabama, herein referred to as "Assignor", and Quality Southern Outdoor Advertising, LLC, of city of Cullman, County of Cullman, State of Alabama, herein referred to as "Assignee".

#### RECITALS

1. Bentley Advertising, LLC, as Assignor, Quality Southern Outdoor Advertising, LLC, as assignee, have entered into a contract to sell and purchase the necessary assets to engage in the rental of billboard advertising space in the State of Alabama, including billboard easements, billboard equipment, and related property for the rental of billboard advertising space in the State of Alabama and Tennessee.

2. Assignnor is the Lessee in possession under those Billboard Easement Leases, described in the attached Exhibit "A" for outdoor advertising on, over and across the property described therein.

2. The Assignor now desires to transfer to Assignee all its rights, title and interest in and to those leases described in the attached Exhibit "A", together with all the state and local permits related thereto.

In consideration of the mutual covenants contained herein:

The Assignor makes the following specific representations and warranties:

- (1) the Assignor continues to own the interest of the Lessee (in the Leases) and the Grantee (in the Billboard Easements), free and clear of any claims or encumbrances;
- (2) that there are no written or verbal modifications, agreements, or understandings between the Assignor and the Lessor in those aforesaid leases except as set forth in the attached Exhibit "A". All of the terms and provisions of such leases and are currently in full force and effect;
- (3) that the Lessee, as of the effective date of this assignment, is in full compliance with the obligations of the Lessee under the leases. The aforesaid leases are in force and effect, that there has been no termination or forfeiture of the Lessee's interest therein and that the Assignor has the good right to make assignment of the same;
- (4) that all payments due to the Lessors in those aforesaid leases have been paid through the payments coming due on or before April 1, 2015; and

(5) that Assignor shall indemnify and hold Assignee harmless from any claims, causes of action, etc. arising from the breach of any of the foregoing warranties.

(6) that Assignor shall indemnify and hold Assignee harmless from any accrued personal property taxes prorated to the date of closing on any real or personal property conveyed herewith as a part of this sale.

The Assignee makes the following specific agreements and warranties:

(1) Assignee shall perform all the covenants and conditions contained in the leases due to be performed by Assignor from and after the effective date of this assignment; and,


(2) that Assignee shall indemnify and hold Assignor harmless from any claims, causes of action, etc. arising from the breach of any of the foregoing warranties after the effective date of this assignment.

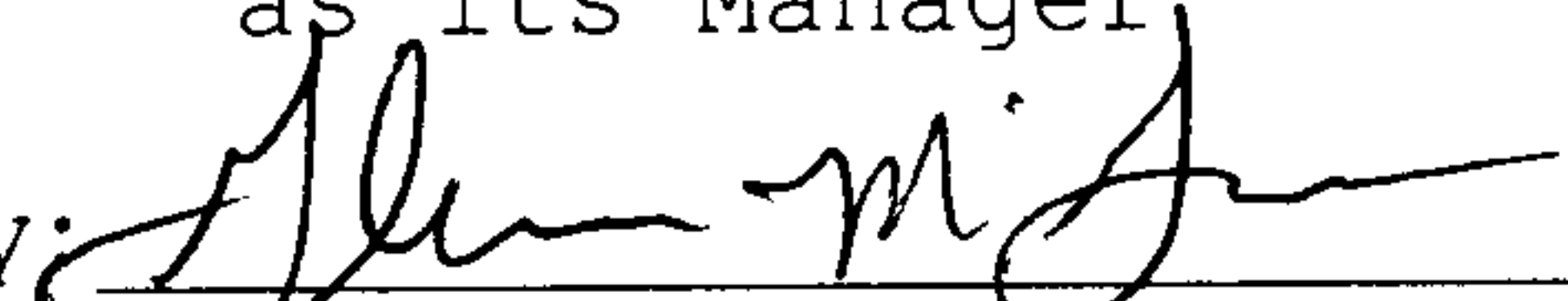
Assignor, Bentley Advertising, LLC, does hereby make the assignment to Assignee, Quality Southern Outdoor Advertising, LLC, of all of their rights, claims, or interests in the leases for exclusive outdoor advertising billboard easements and appurtenant rights on, as set forth in Exhibit "A" attached hereto.

In witness whereof, the parties have executed this assignment at Decatur, Alabama on the day and year first above written.

ASSIGNEE:

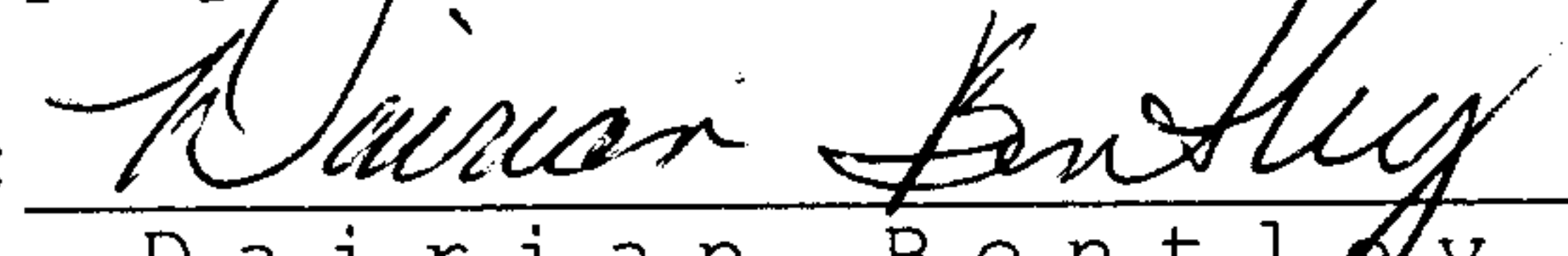
QUALITY SOUTHERN OUTDOOR  
ADVERTISING, LLC, an Alabama  
Limited Liability Company,

By:   
Mitchell Hembree,  
as its Manager

By:   
Glenn McGann, as its  
Manager

ASSIGNOR:

BENTLEY ADVERTISING, LLC, an  
Alabama Limited Liability  
Company,

By:   
Dairian Bentley,  
individually as Manager  
and as personal  
Representative of the  
Estate of Mark Bentley,  
as its sole member,

STATE OF ALABAMA  
COUNTY OF MORGAN

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Dairian Bentley, individually as manager and as personal Representative of the Estate of Mark Bentley, as sole member, of Bentley Advertising, LLC, AN ALABAMA LIMITED LIABILITY COMPANY, whose name 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 the



foregoing instrument, she, as such, and with full authority, executed the same voluntarily on the day the same bears date for and as the act of Bentley Advertising, LLC, an Alabama Limited Liability Company.

GIVEN under my hand and official seal, this the 10<sup>th</sup> day of April, 2015.

SEAL

  
NOTARY PUBLIC

My commission expires: 5/6/17

STATE OF ALABAMA  
COUNTY OF MORGAN

I, the undersigned, a Notary Public in and for said County, in said State hereby certify that Mitchell Hembree and Glenn McGann, whose names as Managers of Quality Southern Outdoor Advertising, LLC, an Alabama Limited Liability Company, are signed to the foregoing instrument and who are known to me, acknowledged before me on this day that, being informed of the contents of the instrument, they, as such managers and with full authority, executed the same voluntarily for and as the act of said company.

Given under my hand and official seal, this the 10<sup>th</sup> day of April, 2015.

SEAL

  
NOTARY PUBLIC

My commission expires: 5/6/17

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Shelby Cnty Judge of Probate, AL  
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## Exhibit "A"

Item 1: That certain UNRECORDED Lease Agreement dated August 18, 2011 by and between Alabama Power Company and Bentley Advertising, LLC., for the Billboard Easement Leasehold, the subject of permit number 3-5-00307 at sign location # 59-038-020-600-L, and for the Billboard Easement Leasehold, the subject of permit number 3-5-00308 at sign location # 59-038-020-440L on Tract I owned by Alabama Power Company, by deeds recorded December 12, 2007, in Documents Nos. 20071214000564900 and 20071214000564910 in the Office of the Judge of Probate of Shelby County, Alabama.

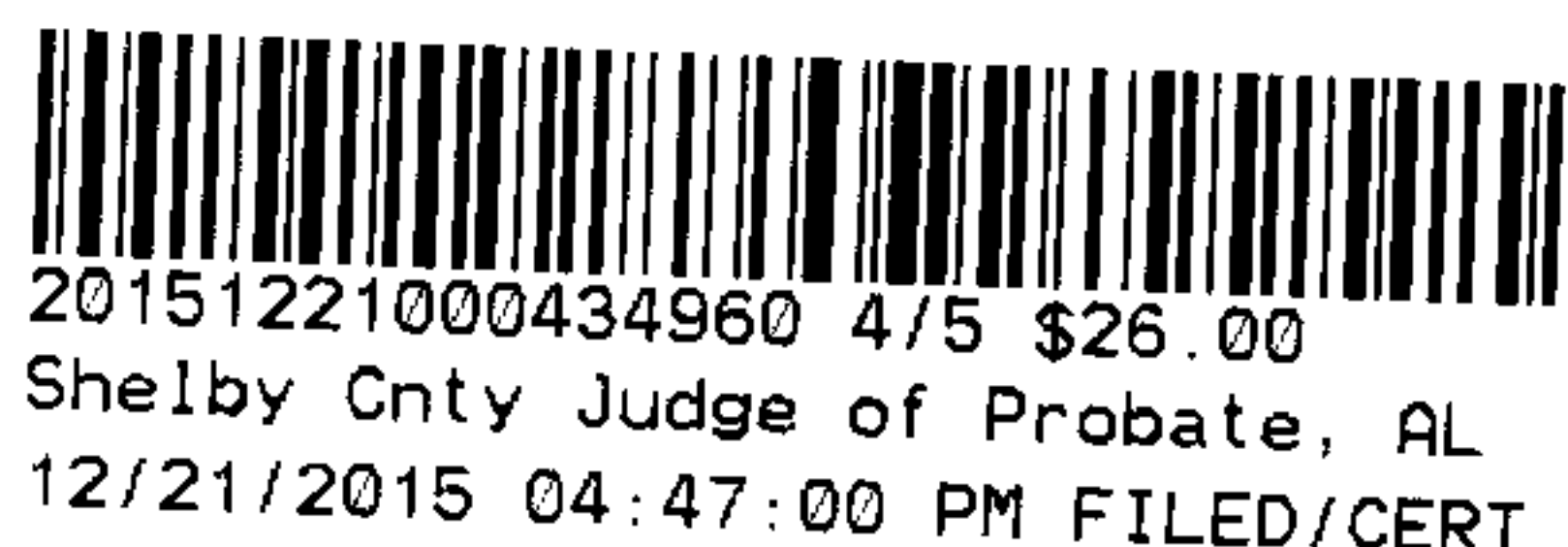
Item 2: That certain Lease Agreement by and between Michael Taunton and Bentley Outdoor Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 3-5-00342 at sign location # 59-038-020-071-R, recorded January 12, 2015, in Document No. 20150112000012320 in the Office of the Judge of Probate of Shelby County, Alabama, on Tract II owned by Michael Taunton, by deed recorded October 1, 2014, in Document Nos. 20141001000307800 and 20141001000307800 in the Office of the Judge of Probate of Shelby County, Alabama.

Item 3: That certain Lease Agreement by and between Mike Carlton (aka Mitchell C. Carlton) and MAT, LLC, for the Billboard Easement Leasehold, the subject of permit number 3-1-1305 at sign location # 37-459-1.3R, recorded April 9, 2008, in Document No. 20080409000464400, book LR200861 at page 21196, as assigned to Bentley Advertising, LLC and amended by new Lease Agreement between Mike Carlton (aka Mitchell C. Carlton) and Bentley Advertising, LLC, recorded January 13, 2015, in Document No. 20150113000038100, book LR201560 at page 4327 in the Office of the Judge of Probate of Jefferson County, Alabama, on Tract III owned by Mitchell C. Carlton, by deed recorded November 4, 2004, in Book 200463 at 6530 in the Office of the Judge of Probate of Jefferson County, Alabama.

Item 4: That certain Lease Agreement by and between Michael Taunton and Bentley Outdoor Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 3-5-00341 at sign location # 59-038-015-002-R, recorded January 12, 2015, in Document No. 20150112000012310 in the Office of the Judge of Probate of Shelby County, Alabama, on Tract IV owned by Michael Taunton, by deed recorded October 1, 2014, in Document Nos. 20141001000307780 and 20141001000307790 in the Office of the Judge of Probate of Shelby County, Alabama.

Item 5: That certain Lease Agreement by and between Harmon Lane, LLC, and Bentley Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 3-1-01270 at sign location # 37-659-001.200R, recorded January 13, 2015, in Document No. 20150113000038110, book LR201550 at page 4329, in the Office of the Judge of Probate of Jefferson County, Alabama, on Tract V owned by Harmon Lane, LLC, by deed recorded October 25, 2005, in Book 200514 at 8132 in the Office of the Judge of Probate of Jefferson County, Alabama.

Item 6: That certain Lease Agreement by and between Jimmy Calhoun and Bentley Outdoor






Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 3200438 at sign location # 58620162480R, and for the Billboard Easement Leasehold, the subject of permit number 3200439 at sign location # 58620162580R, dated July 1, 2008, recorded January 12, 2015, in Book 2015 at page 387 in the Office of the Judge of Probate of St. Clair County, Alabama, as modified by Lease Modification and Extension Agreement recorded January 12, 2015, in Document No.295443 of said records, on Tract VI owned by Jimmy O. Calhoun and Peggy Jean Calhoun, by deed recorded July 30, 1999, in Document No. 59905924 in the Office of the Judge of Probate of St. Clair County, Alabama.

Item 7: That certain Lease Agreement by and between McAdory Veterinary Associates, LLC, and Bentley Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 3-1-01268 at sign location # 37-659-001.610R, recorded January 13, 2015 in Book LR201560 at Page 4325 in the Office of the Judge of Probate of Jefferson County, Alabama, on Tract VIII owned by McAdory Veterinary Associates, LLC, by deed recorded August 4, 1994, in Real Book No. 1039 at 953 in the Office of the Judge of Probate of Jefferson County, Alabama.

Item 8: That certain Lease Agreement by and between Gloria Ellison and Bentley Outdoor Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 4-1-0097 at sign location # 62-038-064-800L, evidenced by Lease Modification and Extension Agreement recorded January 21, 2015, in Document No.295444 amending the lease recorded June 20, 2001 in Document No. 161603 the Office of the Judge of Probate of Tallapoosa County, Alabama, on Tract VIII owned by Gloria D. Ellison, as survivor, under that deed recorded February 20, 1985, in Document No. 28431 in the Office of the Judge of Probate of Tallapoosa County, Alabama.

Item 9: That certain Lease Agreement by and between Gloria D. Ellison and Bentley Outdoor Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 4-1-0085 at sign location # 62-038-064-29R, dated September 14, 2005, recorded January 21, 2015, in Document No. 295444 in the Office of the Judge of Probate of Tallapoosa County, Alabama, on Tract IX owned by Gloria D. Ellison, as survivor, under that deed recorded October 23, 1975, in Book 218 at 25 in the Office of the Judge of Probate of Tallapoosa County, Alabama; .

Item 10: That certain Lease Agreement by and between John F. Farrow and Bentley Outdoor Advertising, LLC, for the Billboard Easement Leasehold, the subject of permit number 4-1-00127 at sign location # 62-038-081-820R, recorded April 7, 2008, in Document No. 237922 in the Office of the Judge of Probate of Tallapoosa County, Alabama, on Tract X owned by John Frank Farrow, by deeds recorded March 7, 1995, in Document Nos. 100079 and 100081 in the Office of the Judge of Probate of Tallapoosa County, Alabama; and,.

  
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Bk: LR201515 Pg:10157  
Jefferson County, Alabama  
09/04/2015 12:04:54 PM LEASE  
Fee - \$28.00