

This instrument prepared by
(and after recording return to):
Kelly L. Worman
NELSON, MULLINS, RILEY & SCARBOROUGH, LLP
315 Deaderick Street, Suite 1800
Nashville, Tennessee 37238

Cross Reference to:
Declaration of Restrictions,
Covenants and Grant of Easements
Recorded as Instrument No.
20091216000461130,
Shelby County Judge of Probate

**FIRST AMENDMENT TO DECLARATION
OF RESTRICTIONS, COVENANTS
AND GRANT OF EASEMENTS**

FOR RECORDER'S USE ONLY

THIS FIRST AMENDMENT TO Declaration of Restrictions, Covenants and Grant of Easements is made and entered into as of the 23rd day of July, 2012, by and between **CHELSEA CROSSROADS, L.L.C.**, an Alabama limited liability company ("Declarant"):


A. Declarant executed and caused to be recorded that certain Declaration of Restrictions, Covenants and Grant of Easements (the "Declaration"), of record as Instrument No. 20091216000461130, in the Office of the Judge of Probate for Shelby County, Alabama.

B. Declarant desires to modify the Declaration in certain respects.

NOW, THEREFORE, Declarant hereby covenants and agrees as follows:

1. Amendment. Section 5.12(b) of the Declaration is hereby amended only to the extent necessary to allow Alabama Power Credit Union to construct improvements on Outparcel 8B with a height not to exceed 26 feet and 8 inches. This amendment shall be null and void in the event the improvements on Outparcel 8B exceed such height.
2. Definitions. All capitalized terms in this Amendment, unless otherwise defined or modified herein, shall have the same meaning as set forth in the Declaration. Except as modified herein, the Declaration remains unchanged. In the event of a conflict between the Declaration and this Amendment, this Amendment shall control and govern.
3. Declaration Ratified. The terms and provisions of the Memorandum of Lease, as modified by this Amendment, are hereby ratified and affirmed by the parties hereto.
4. Counterparts. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, but all shall constitute one and the same Amendment; provided, however, this Amendment shall not be effective until fully executed by both parties.

[signature appears on following page]


20160606000192860 1/4 \$23.00
Shelby Cnty Judge of Probate, AL
06/06/2016 08:46:39 AM FILED/CERT

IN WITNESS WHEREOF, Declarant has caused this instrument to be executed under seal as of the day and year first above written.

LANDLORD:

CHELSEA CROSSROADS, L.L.C., an
Alabama limited liability company

By: 280 Properties, LLC, an
Alabama limited liability company

Its: Sole Member

By: _____
Courtney H. Mason, Jr., Its Managing Member

By: _____
Steve Issis, Its Managing Member

(Print Name) Edith J. Issis

(Print Name) Cindy C. Wallingford
Two Witnesses

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, FRANK ROBERT, a Notary Public in and for said County in said State, hereby certify that Courtney H. Mason, Jr. and Steve Issis, whose names as managing members of 280 Properties, LLC, an Alabama limited liability company, in its capacity as sole member of Chelsea Crossroads, L.L.C., an Alabama limited liability company, are signed to the foregoing agreement and who are known to me, acknowledged before me on this day that, being informed of the contents of the agreement, they, as such officers and with full authority, executed the same voluntarily for and as the act of said limited liability company as of the day the same bears date.

Given under my hand this 13 day of July, 2012.

Notary Public

My Commission expires: My Commission Expires 8-1-2012

20160606000192860 2/4 \$23.00
Shelby Cnty Judge of Probate, AL
06/06/2016 08:46:39 AM FILED/CERT

JOINDER AND CONSENT:

The undersigned, Publix Alabama, LLC, an Alabama limited liability company, this 23rd day of July, 2012, joins in the foregoing Amendment for the sole purpose of consenting to the terms herein set forth.

Witnesses:

Allison E. Nokes
Print Name: Allison E. Nokes

Katherine Burton
Print Name: Katherine Burton

PUBLIX ALABAMA, LLC
an Alabama limited liability company

By: Jeffrey Chamberlain
Vice President, Real Estate

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 23rd day of July, 2012, by Jeffrey Chamberlain, Vice President Real Estate of PUBLIX ALABAMA, LLC, an Alabama limited liability company, on behalf of the limited liability company. He is personally known to me.

SEAL:



ALLISON E. NOLES
MY COMMISSION # DD 954811
EXPIRES: February 22, 2014
Bonded Thru Budget Notary Services

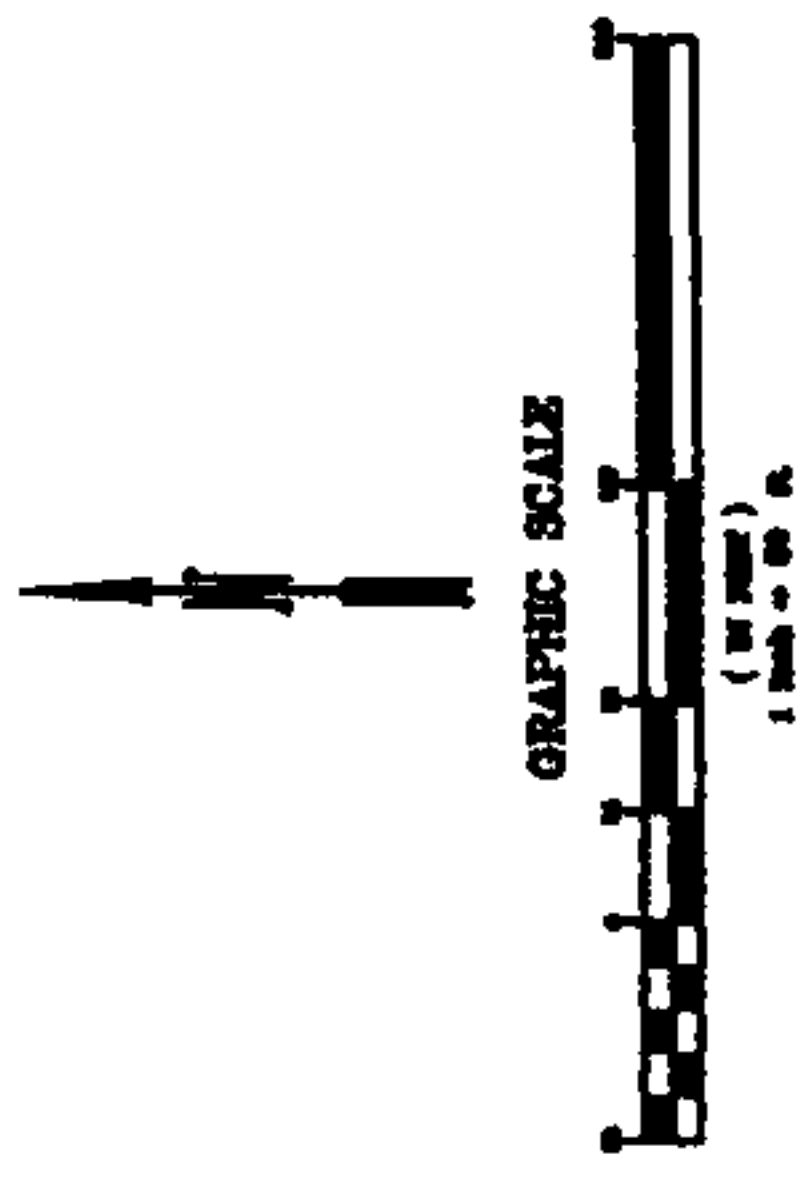
Allison E. Nokes
NOTARY

Printed Name of Notary
Commission No. and Expiration Date

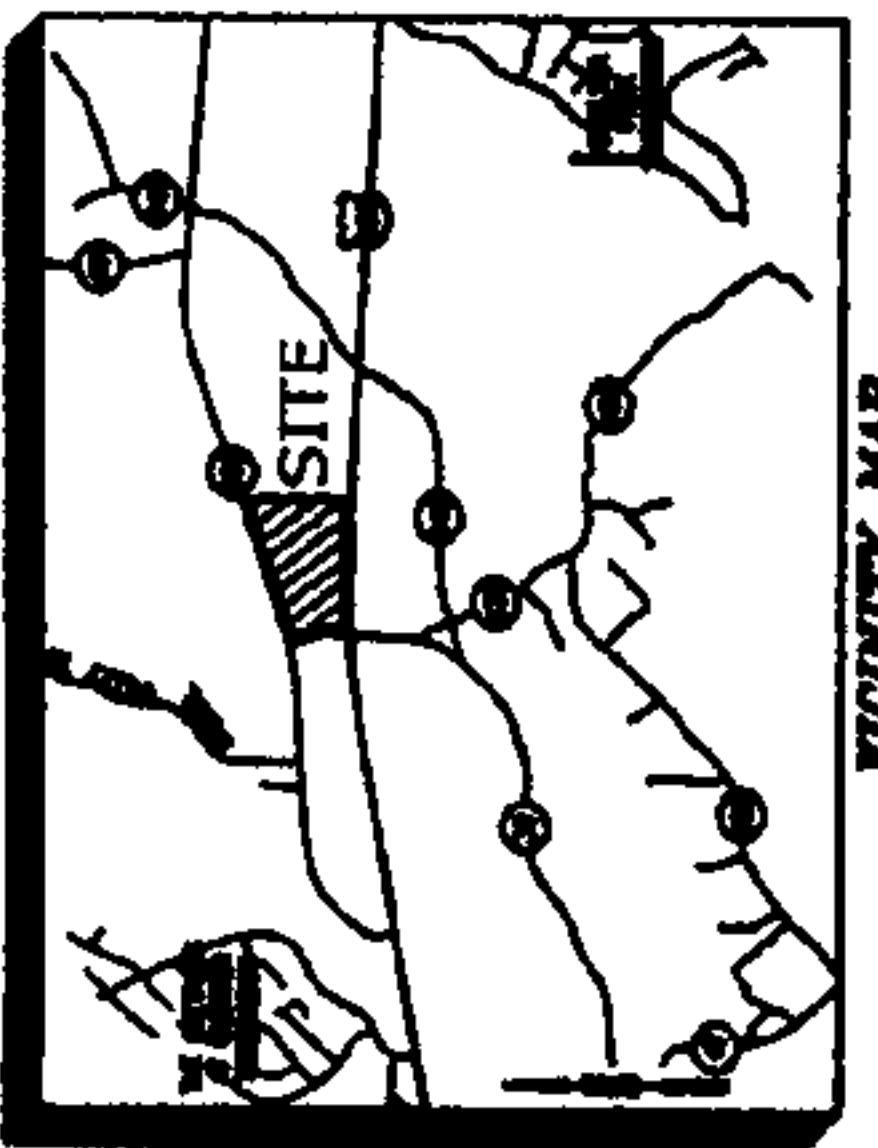
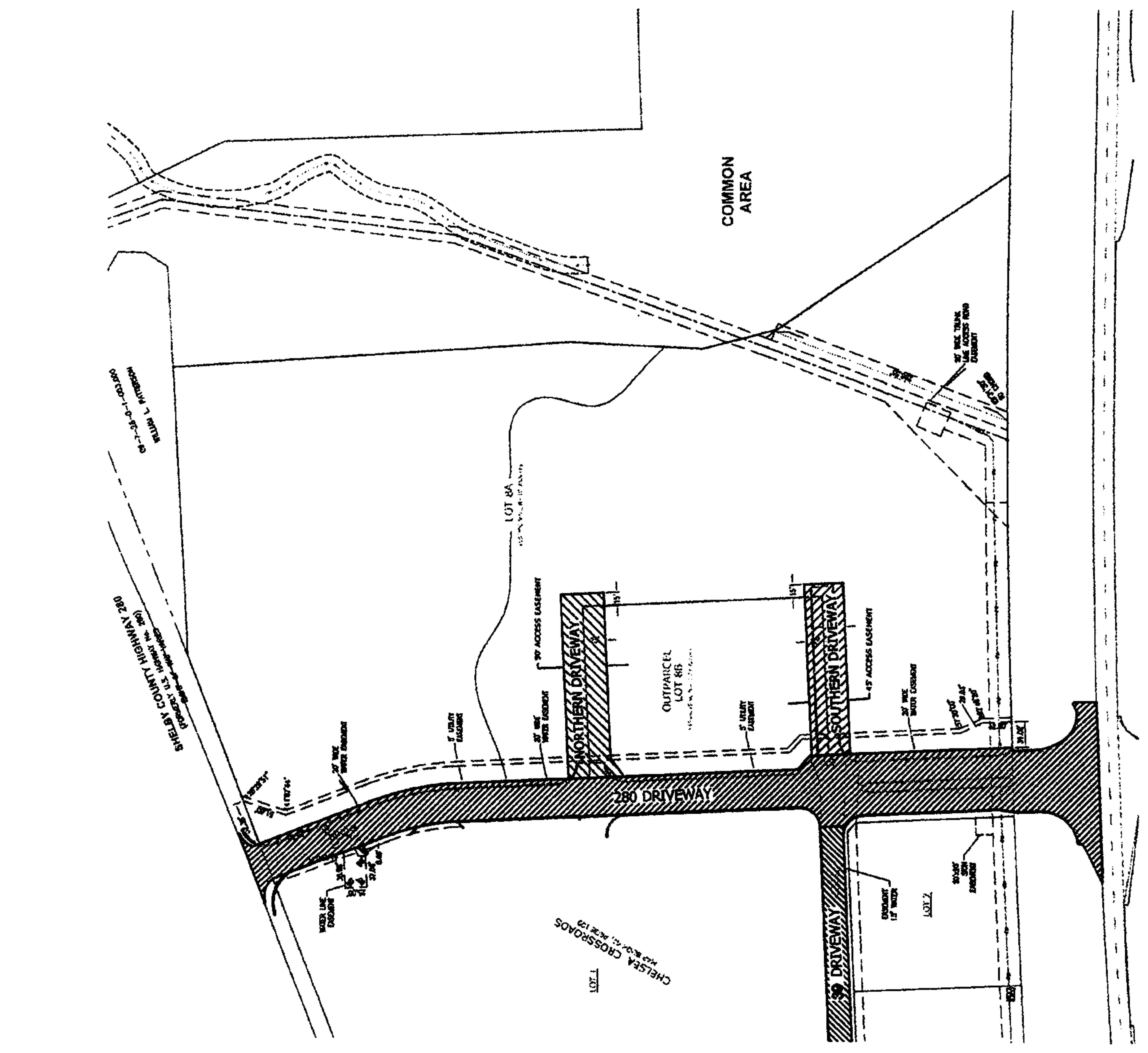


20160606000192860 3/4 \$23.00
Shelby Cnty Judge of Probate, AL
06/06/2016 08:46:39 AM FILED/CERT

CHELSEA CROSSROADS
280 DRIVEWAY,
39 DRIVEWAY,
NORTHERN DRIVEWAY,
and SOUTHERN DRIVEWAY
EXHIBIT "A"



Prepared by:
C&E
 CARR & ASSOCIATES ENGINEERS, INC.
 155 CANABA VALLEY PARKWAY
 PELHAM, ALABAMA 35124
 PHONE (205) 961-0000 FAX (205) 961-0001
 CARR & ASSOCIATES ENGINEERS, INC.



20160606000192860 4/4 \$23.00
 Shelby Cnty Judge of Probate, AL
 06/06/2016 08:46:39 AM FILED/CERT