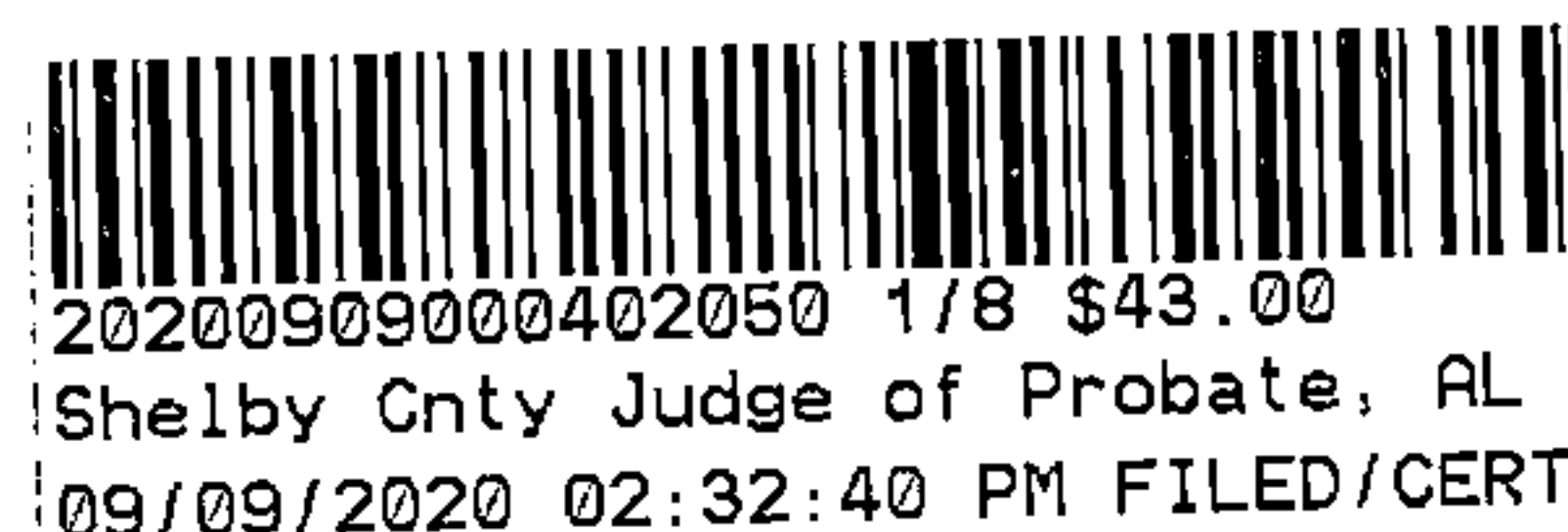


Prepared by and to be returned to:
Mountainprize, Inc.
Attn: Adam Balthrop, Esq.
200 Galleria Parkway, Suite 900
Atlanta, Georgia 30339



**DECLARATION OF
RESTRICTIVE COVENANTS**

THIS DECLARATION OF RESTRICTIVE COVENANTS (the "**Declaration**") is made as of the 31st day of August, 2020, by **THE COMMERCIAL DEVELOPMENT AUTHORITY OF THE CITY OF ALABASTER**, a municipal corporation, whose address is 1953 Municipal Way, Alabaster, Alabama 35007 (hereinafter referred to as "**Declarant**").

W I T N E S S E T H:

WHEREAS, Declarant simultaneously herewith has conveyed to Mountainprize, Inc., a Georgia corporation ("**Mountainprize**"), that certain real property situated in Shelby County, Alabama, being more particularly described on Exhibit "A" attached hereto and made a part hereof for all purposes (the "**Mountainprize Property**"); and

WHEREAS, under the provisions of that certain Real Estate Purchase Contract by and between Declarant, as "Seller", and Mountainprize's predecessor-in-interest, Del Lago Ventures, Inc., as "Purchaser", having an effective date of March 20, 2019 (the "**Contract**"), Declarant agreed to place the following restrictions on certain real property owned or controlled by Declarant, and any entity which in whole or in part is owned or controlled by Declarant or affiliated with Declarant (collectively "**Declarant's Affiliates**"), being more particularly described on Exhibit "B".

NOW, THEREFORE, Declarant, for and in consideration of the sum of One Dollar (\$1.00) in hand paid, the receipt and sufficiency of which is hereby acknowledged, covenants and agrees, and for itself and Declarant's Affiliates and each of their respective heirs, successors, legal representatives and assigns, does hereby covenant and declare as follows:

1. No erection of any sign or structure on any land owned or controlled by the Declarant that is located within the "Visibility Area" (as shown in Exhibit "C"), other than one sign in a location and of a size and designed subject to applicable governmental requirements and mutual agreement of the Declarant and Mountainprize.

2. No retail outlet for motor fuels or a convenience store, or the advertising thereof, shall be constructed, maintained or operated on all or any portion of any tract or parcel of land owned or controlled by Declarant or Declarant's Affiliates, that is within three quarters (3/4) of a mile of any boundary of the Mountainprize Property and that has frontage along the right-of-way of Highway 31, or right-of-way immediately adjacent thereto (including without limitation, that property more particularly described on Exhibit B attached hereto and made a part hereof) (the "**Restricted Property**"). The term "retail outlet for

motor fuels” shall include by way of illustration, but not by way of limitation, (i) a mobile dispensary or delivery service, and (ii) the provision of charging services or stations for electric vehicles, even if the foregoing are only temporarily located at the Restricted Property.

3. Any transfer, assignment or other conveyance of any part or all of the Restricted Property shall include a reference to said covenants and restrictions; provided, however, that the binding nature of said covenants and restrictions shall not be affected by a failure to include such reference.

4. The above restrictions and covenants shall be deemed to be covenants and restrictions running with the land for the benefit of the Mountainprize Property and as a burden upon the Declarant's Property affected thereby, and shall be in full force and effect for a period equal to the longest period allowed by applicable law and shall be binding upon Declarant, Declarant's Affiliates and their respective heirs, successors, legal representatives, successors-in-title and assigns, and shall be enforceable by Mountainprize, its successors, assigns, successors-in-title and tenants.

5. In the case of any violation or attempted violation by Declarant and/or Declarant's Affiliates and their respective heirs, successors, legal representatives, successors-in-title or assigns of any of the covenants or restrictions contained within this Declaration, Mountainprize, its successors, assigns, successors-in-title and tenants may enforce these covenants and restrictions by injunction or other appropriate proceedings and the prevailing party shall be entitled to recover its damages, costs and reasonable attorneys' fees.

6. It is the intention of Declarant that should there be any provision or provisions of this Declaration which shall prove to be invalid, void, illegal or unenforceable by reason of present or future laws or rules or regulations of any governmental body or entity or any court of competent jurisdiction, such provision or provisions of this Declaration shall in no way affect, impair or invalidate any of the remaining provisions of this Declaration, and all such remaining provisions shall remain in full force and effect. Furthermore, it is the intention of the Declarant that if any provision or provisions are declared to be invalid, void, illegal or unenforceable by reason of present or future laws, rules or regulations of any governmental body or entity or any court of competent jurisdiction, such provision or provisions shall be revised by such governmental body or entity or court to render same fully valid and, to the extent possible, conform to the terms of this Declaration. Such revised provision or provisions shall then be fully binding upon the Declarant as if they were contained in this Declaration.

[Declarant's Signature on the Following Page]



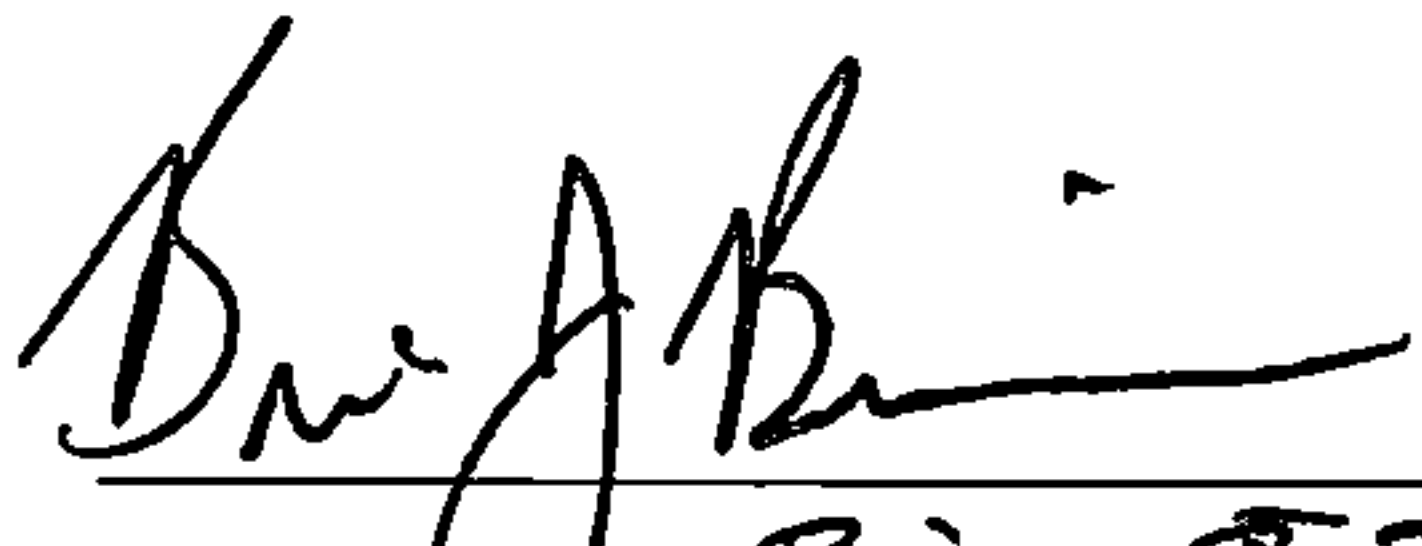
20200909000402050 2/8 \$43.00
Shelby Cnty Judge of Probate, AL
09/09/2020 02:32:40 PM FILED/CERT


IN WITNESS WHEREOF, Declarant has executed and sealed these presents the day and year above written.

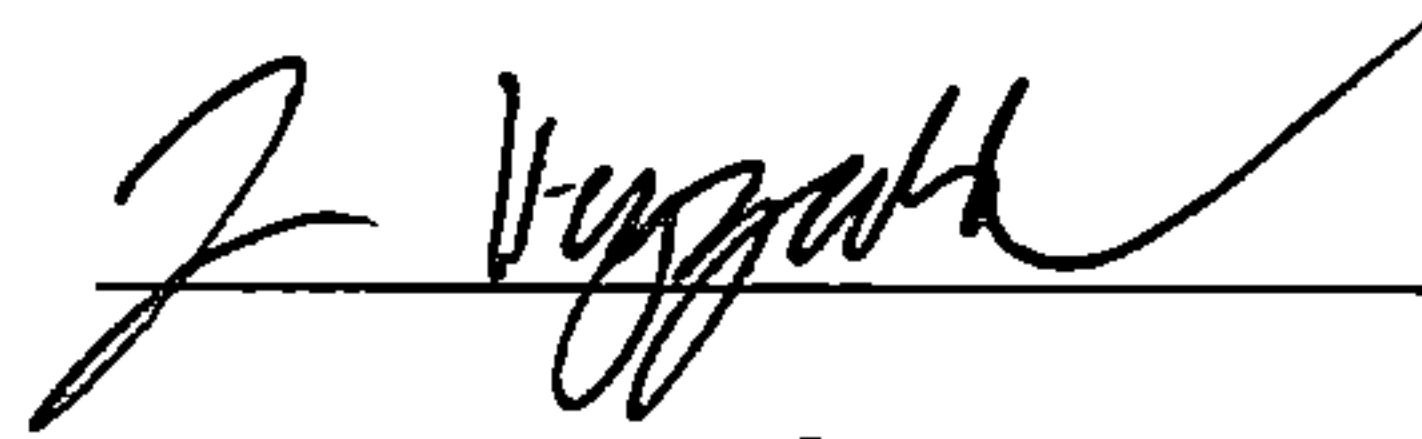
WITNESSES:

DECLARANT:

**THE COMMERCIAL DEVELOPMENT
AUTHORITY OF THE CITY OF ALABASTER,**
a municipal corporation

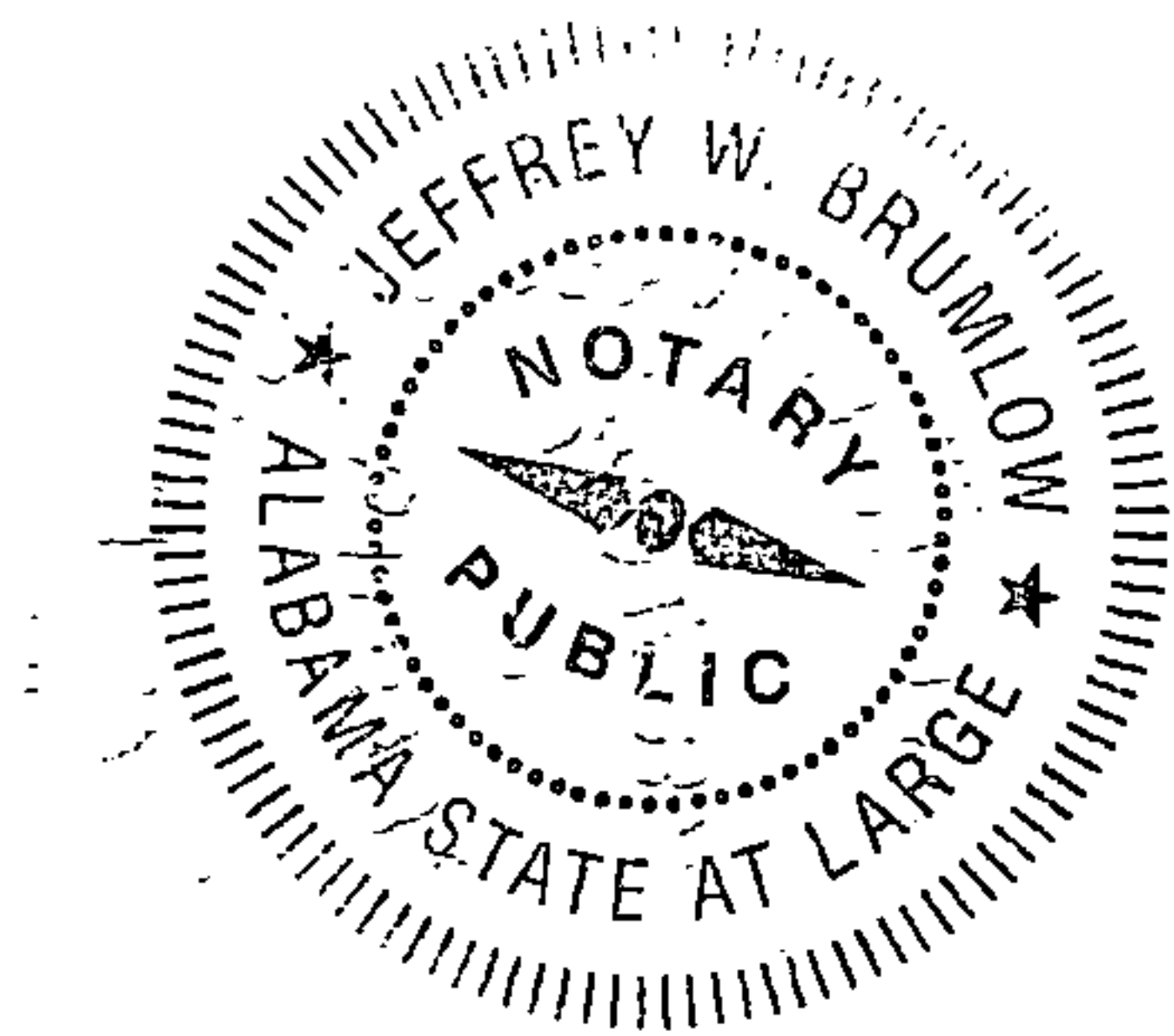

Print Name: Brian J. Binzer
city Administrator

By: 
Name: Dennis Torrealba
Title: CDA Florida


Print Name: John Haggard City Finance Director

STATE OF ALABAMA)
)
SHELBY COUNTY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Dennis Torrealba, Chairman, of **THE COMMERCIAL DEVELOPMENT AUTHORITY OF THE CITY OF ALABASTER**, a municipal corporation, has signed the foregoing, and who is known to me, acknowledged before me on this day that, being informed of the contents of the declaration, he executed the same voluntarily on the day the same bears date. Given under my hand and official seal this 31st day of August, 2020.




Notary Public
My Commission Expires: _____

Jeffrey W Brumlow
Notary Public
State of Alabama - At Large
My Commission Expires Dec. 10, 2022



20200909000402050 3/8 \$43.00
Shelby Cnty Judge of Probate, AL
09/09/2020 02:32:40 PM FILED/CERT

EXHIBIT A

MOUNTAINPRIZE PROPERTY

A parcel of land being situated in the Northeast-Quarter of the Southeast-Quarter of Section 12, Township 21 South, Range 3 West, Shelby County, Alabama and being more particularly described as follows:

Commence at an iron pin being the Southeast corner of said Northeast-Quarter of the Southeast-Quarter of Section 12; thence run North 00 Degrees 27 Minutes 50 Seconds West along the East line of said Quarter-Quarter section for a distance of 300.13 feet to a found capped rebar stamped 00065LS, said point also being on the Westerly right-of-way line of U.S. Highway 31 (200' R.O.W.); thence leaving said East line run North 44 Degrees 54 Minutes 56 Seconds West along said Westerly right-of-way line for a distance of 431.81 feet to a set capped rebar stamped GSA CA-560-LS, said point being at the intersection of said Westerly right-of-way line of U.S. Highway 31 and the Westerly right-of-way line of Fulton Springs Road (100' R.O.W.), said point also being the POINT OF BEGINNING; thence leaving said Westerly right-of-way line of U.S. Highway 31 run South 00 Degrees 07 Minutes 13 Seconds West along said Westerly right-of-way line of Fulton Springs Road for a distance of 85.35 feet to a set capped rebar stamped GSA CA-560-LS; thence run South 45 Degrees 07 Minutes 06 Seconds West along said Westerly right-of-way line of Fulton Springs Road for a distance of 190.26 feet to a set capped rebar stamped GSA CA-560-LS; thence leaving said Westerly right-of-way line of Fulton Springs Road run North 46 Degrees 54 Minutes 33 Seconds West for a distance of 139.50 feet to a set capped rebar stamped GSA CA-560-LS; thence run North 18 Degrees 41 Minutes 48 Seconds East for a distance of 215.62 feet to a found rebar; thence run South 87 Degrees 48 Minutes 37 Seconds East for a distance of 91.60 feet to a point, said point being on said Westerly right-of-way line of U.S. Highway 31; thence run South 44 Degrees 54 Minutes 56 Seconds East along said Westerly right-of-way line for a distance of 107.94 feet to the POINT OF BEGINNING. Said parcel contains 46,618 square feet or 1.07 acres more or less. Being a portion of land from the below described vesting legal description.

Vesting Parcel:

Beginning at a one-inch open top pipe corner that represents the Southeast corner of the Northeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 12, Township 21 South, Range 3 West, Shelby County, Alabama, and run thence North 00°31'10" West along the East line of said $\frac{1}{4}$ Section a distance of 299.84 feet to a found capped rebar pipe corner on the Southerly right of way line of U.S. Highway No. 31; thence run North 45°03'08" West along the said South margin of said Highway No. 31 a distance of 534.62 feet to a found rebar corner; thence run North 85°50'53" West a distance of 95.31 feet to a found old fence post corner recognized as a property corner on a 1979 survey of Lewis Armstrong, Alabama Licensed Land Surveyor and Engineer; thence run South 18°37'06" West a distance of 505.46 feet to a found flat iron corner; thence run South 25°38'54" West a distance of 233.09 feet to a found one-inch open pipe corner on the Northerly margin of Old Highway 31 and Shelby County Highway 26 right of ways; thence run South 77°34'58" East along said margin of said Highway a distance of 266.55 feet to a found two-inch open pipe corner; thence run North 13°27'15" East a distance of 136.06 feet to a found solid bar corner; thence run South 80°00'43" East a distance of 131.31 feet to a found steel corner; thence run South 80°06'19" East a distance of 100.56 feet to a found steel corner; thence run South 00°54'19" East a distance of 28.00 feet to a set capped rebar corner on the South line of said Northeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 12; thence run South 89°24'32" East along said $\frac{1}{4}$ - $\frac{1}{4}$ line a distance of 217.65 feet to the point of beginning.



20200909000402050 4/8 \$43.00
Shelby Cnty Judge of Probate, AL
09/09/2020 02:32:40 PM FILED/CERT

EXHIBIT B

DECLARANT'S PROPERTY

PARCEL I :

Beginning at a one-inch open top pipe corner that represents the Southeast corner of the Northeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 12, Township 21 South, Range 3 West, Shelby County, Alabama, and run thence North $00^{\circ}31'10''$ West along the East line of said $\frac{1}{4}$ - $\frac{1}{4}$ Section a distance of 299.84 feet to a found capped rebar pipe corner on the Southerly right of way line of U.S. Highway No. 31; thence run North $45^{\circ}03'08''$ West along the said South margin of said Highway No. 31 a distance of 534.62 feet to a found rebar corner; thence run North $85^{\circ}50'53''$ West a distance of 95.31 feet to a found old fence post corner recognized as a property corner on a 1979 survey of Lewis Armstrong, Alabama Licensed Land Surveyor and Engineer; thence run South $18^{\circ}37'06''$ West a distance of 505.46 feet to a found flat iron corner; thence run South $25^{\circ}38'54''$ West a distance of 233.09 feet to a found one-inch open pipe corner on the Northerly margin of Old Highway 31 and Shelby County Highway 26 right of ways; thence run South $77^{\circ}34'58''$ East along said margin of said Highway a distance of 266.55 feet to a found two-inch open pipe corner; thence run North $13^{\circ}27'15''$ East a distance of 136.06 feet to a found solid bar corner; thence run South $80^{\circ}00'43''$ East a distance of 131.31 feet to a found steel corner; thence run South $80^{\circ}06'19''$ East a distance of 100.56 feet to a found steel corner; thence run South $00^{\circ}54'19''$ East a distance of 28.00 feet to a set capped rebar corner on the South line of said Northeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 12; thence run South $89^{\circ}24'32''$ East along said $\frac{1}{4}$ - $\frac{1}{4}$ line a distance of 217.65 feet to the point of beginning.

LESS AND EXCEPT THEREFORM that certain parcel described as follows: A parcel of land being situated in the Northeast-Quarter of the Southeast-Quarter of Section 12, Township 21 South, Range 3 West, Shelby County, Alabama and being more particularly described as follows:

Commence at an iron pin being the Southeast corner of said Northeast-Quarter of the Southeast-Quarter of Section 12; thence run North 00 Degrees 27 Minutes 50 Seconds West along the East line of said Quarter-Quarter section for a distance of 300.13 feet to a found capped rebar stamped 00065LS, said point also being on the Westerly right-of-way line of U.S. Highway 31 (200' R.O.W.); thence leaving said East line run North 44 Degrees 54 Minutes 56 Seconds West along said Westerly right-of-way line for a distance of 431.81 feet to a set capped rebar stamped GSA CA-560-LS, said point being at the intersection of said Westerly right-of-way line of U.S. Highway 31 and the Westerly right-of-way line of Fulton Springs Road (100' R.O.W.), said point also being the POINT OF BEGINNING; thence leaving said Westerly right-of-way line of U.S. Highway 31 run South 00 Degrees 07 Minutes 13 Seconds West along said Westerly right-of-way line of Fulton Springs Road for a distance of 85.35 feet to a set capped rebar stamped GSA CA-560-LS; thence run South 45 Degrees 07 Minutes 06 Seconds West along said Westerly right-of-way line of Fulton Springs Road for a distance of 190.26 feet to a set capped rebar stamped GSA CA-560-LS; thence leaving said Westerly right-of-way line of Fulton Springs Road run North 46 Degrees 54 Minutes 33 Seconds West for a distance of 139.50 feet to a set capped rebar stamped GSA CA-560-LS; thence run North 18 Degrees 41 Minutes 48 Seconds East for a distance of 215.62 feet to a found rebar; thence run South 87 Degrees 48 Minutes 37 Seconds East for a distance of 91.60 feet to a point, said point being on said Westerly right-of-way line of U.S. Highway 31; thence run South 44 Degrees 54 Minutes 56 Seconds East along said Westerly right-of-way line for a distance of 107.94 feet to the POINT OF BEGINNING. Said parcel contains 46,618 square feet or 1.07 acres more or less.



20200909000402050 5/8 \$43.00
Shelby Cnty Judge of Probate, AL
09/09/2020 02:32:40 PM FILED/CERT

Exhibit "B" (Continued)

PARCEL II :

Commence at a one-inch open top pipe corner that represents the Southeast corner of the Northeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 12, Township 21 South, Range 3 West, Shelby County, Alabama and run thence North $00^{\circ}31'10''$ West along the East line of said $\frac{1}{4}$ - $\frac{1}{4}$ Section a distance of 299.84 feet to a found capped rebar pipe corner on the Southerly right of way line of U.S. Highway No. 31; thence continue North $00^{\circ}53'47''$ West along said $\frac{1}{4}$ - $\frac{1}{4}$ line a distance of 287.06 feet to set rebar corner on the North margin of U.S. Highway No. 31 and the point of beginning of the property, Parcel 2, being described: thence continue North $00^{\circ}53'47''$ West a distance of 74.42 feet to a found rebar corner; thence run North $87^{\circ}30'13''$ West a distance of 76.50 feet to a set rebar corner on the same said North margin of same said Highway 31; thence run South $44^{\circ}56'39''$ East along said margin of said highway a distance of 109.84 feet to the point of beginning. All being situated in Shelby County, Alabama.




20200909000402050 6/8 \$43.00
Shelby Cnty Judge of Probate, AL
09/09/2020 02:32:40 PM FILED/CERT

EXHIBIT "C"

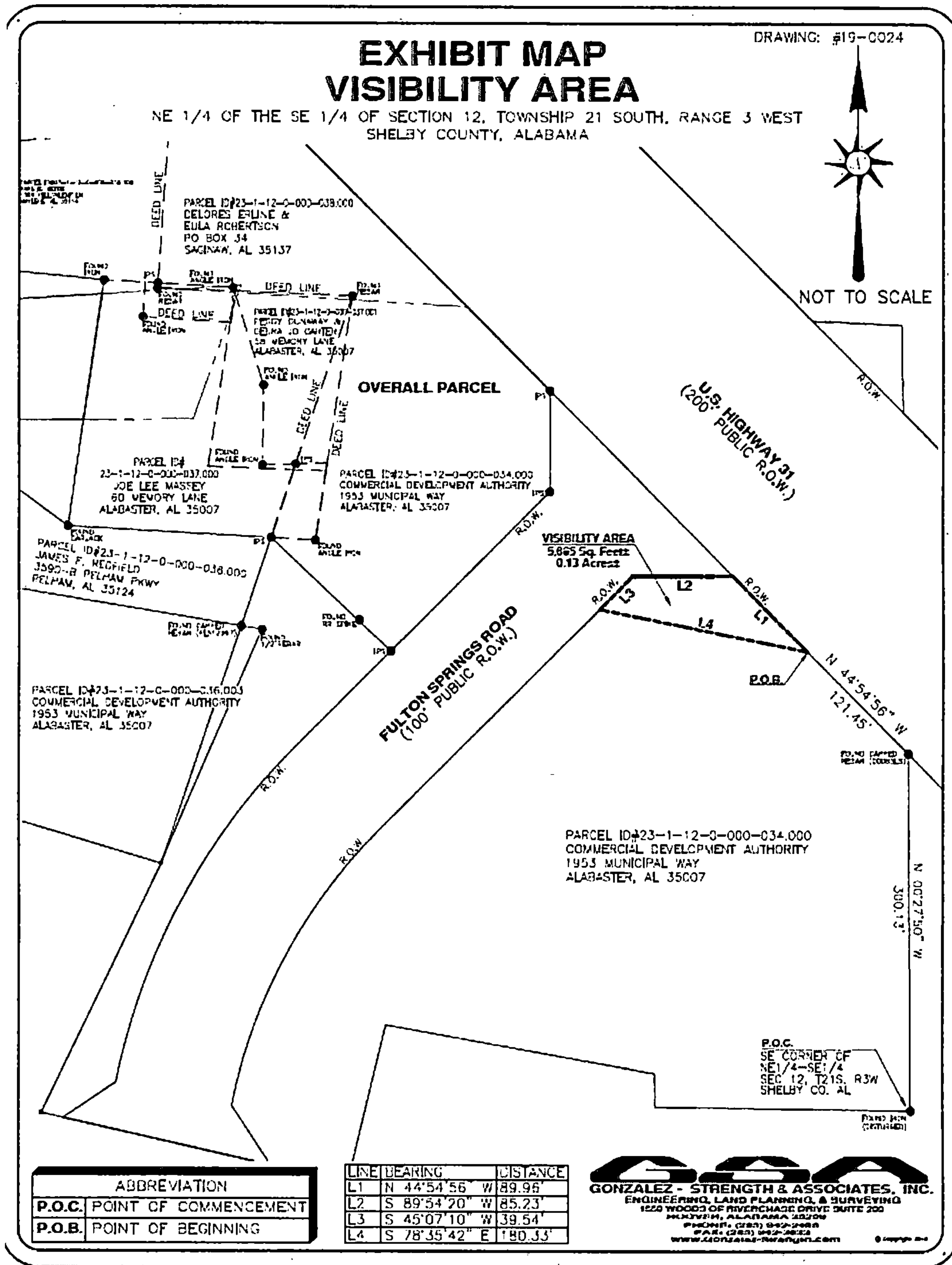
VISIBILITY AREA

A Visibility Area being situated in the Northeast-Quarter of the Southeast-Quarter of Section 12, Township 21 South, Range 3 West, Shelby County, Alabama and being more particularly described as follows:

Commence at an iron pin being the Southeast corner of said Northeast-Quarter of the Southeast-Quarter of Section 12; thence run North 00 Degrees 27 Minutes 50 Seconds West along the East line of said Quarter-Quarter section for a distance of 300.13 feet to a found capped rebar stamped 00065LS, said point also being on the Westerly right-of-way line of U.S. Highway 31 (200' R.O.W.); thence leaving said East line run North 44 Degrees 54 Minutes 56 Seconds West along said Westerly right-of-way line for a distance of 121.45 feet to the POINT OF BEGINNING; thence run North 44 Degrees 54 Minutes 56 Seconds West along said Westerly right-of-way line for a distance of 89.96 feet to a point, said point being at the intersection of said Westerly right-of-way line of U.S. Highway 31 and the Easterly right-of-way line of Fulton Springs Road (100' R.O.W.); thence leaving said Westerly right-of-way line of U.S. Highway 31 run South 89 Degrees 54 Minutes 20 Seconds West along said Easterly right-of-way line of Fulton Springs Road for a distance of 85.23 feet to a point; thence run South 45 Degrees 07 Minutes 10 Seconds West along said Easterly right-of-way line of Fulton Springs Road for a distance of 39.54 feet to a point; thence leaving said Easterly right-of-way line of Fulton Springs Road run South 78 Degrees 35 Minutes 42 Seconds East for a distance of 180.33 feet to the POINT OF BEGINNING. Said Visibility Area contains 5,685 square feet or 0.13 acres more or less, being more particularly shown on the following page.


20200909000402050 7/8 \$43.00
Shelby Cnty Judge of Probate, AL
09/09/2020 02:32:40 PM FILED/CERT

Continuation of Exhibit "C"



20200909000402050 8/8 \$43.00
Shelby Cnty Judge of Probate, AL
09/09/2020 02:32:40 PM FILED/CERT