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This Instrument Prepared By:

Hand Arendall Harrison Sale LLC  
Chase Pritchard, Esq.  
P.O. Box 123  
Mobile, Alabama 36601  
251-432-5511

423-235000794

For recording purposes only

STATE OF ALABAMA  
COUNTY OF SHELBY

**MEMORANDUM OF RIGHT OF FIRST OFFER**

This Memorandum of Right of First Offer (this "*Memorandum*") is executed by and between **Stars & Stripes 3V, LLC**, an Alabama limited liability company ("*Investor Owner*"), and **D.R. Horton, Inc. - Birmingham**, an Alabama corporation ("*Buyer*").

Investor Owner and Buyer hereby acknowledge, covenant and agree that Buyer shall have a right of first offer (the "*Buyer's First Rights*") to purchase that certain real property more particularly described on Exhibit A attached hereto and made a part hereof ("*ROFO Property*") subject to the terms and conditions found in that certain Land Purchase Agreement dated November 14, 2023, executed by Investor Owner and Buyer.

The Buyer's First Rights shall remain in full force and effect for a period of twenty-four (24) months following the date hereof.

This Memorandum is executed for the purpose of giving notice of the existence of Buyer's First Rights.

Buyer's First Rights shall run with the First Rights Property and shall inure to the benefit of and be binding upon Investor Owner and Buyer and their respective successors and assigns.

This Memorandum may be amended, released or otherwise modified only by written agreement executed by Investor Owner and Buyer (or their respective successors and assigns).

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EXECUTED as of the dates of the acknowledgments set forth below, TO BE EFFECTIVE as of the 13<sup>th</sup>  
day of March, 2024.

**Stars & Stripes 3V, LLC**

**By: DSSIII Holding, CO, LLC, its sole member**

By: [Signature]  
Sebastian Drapac  
As Its Manager

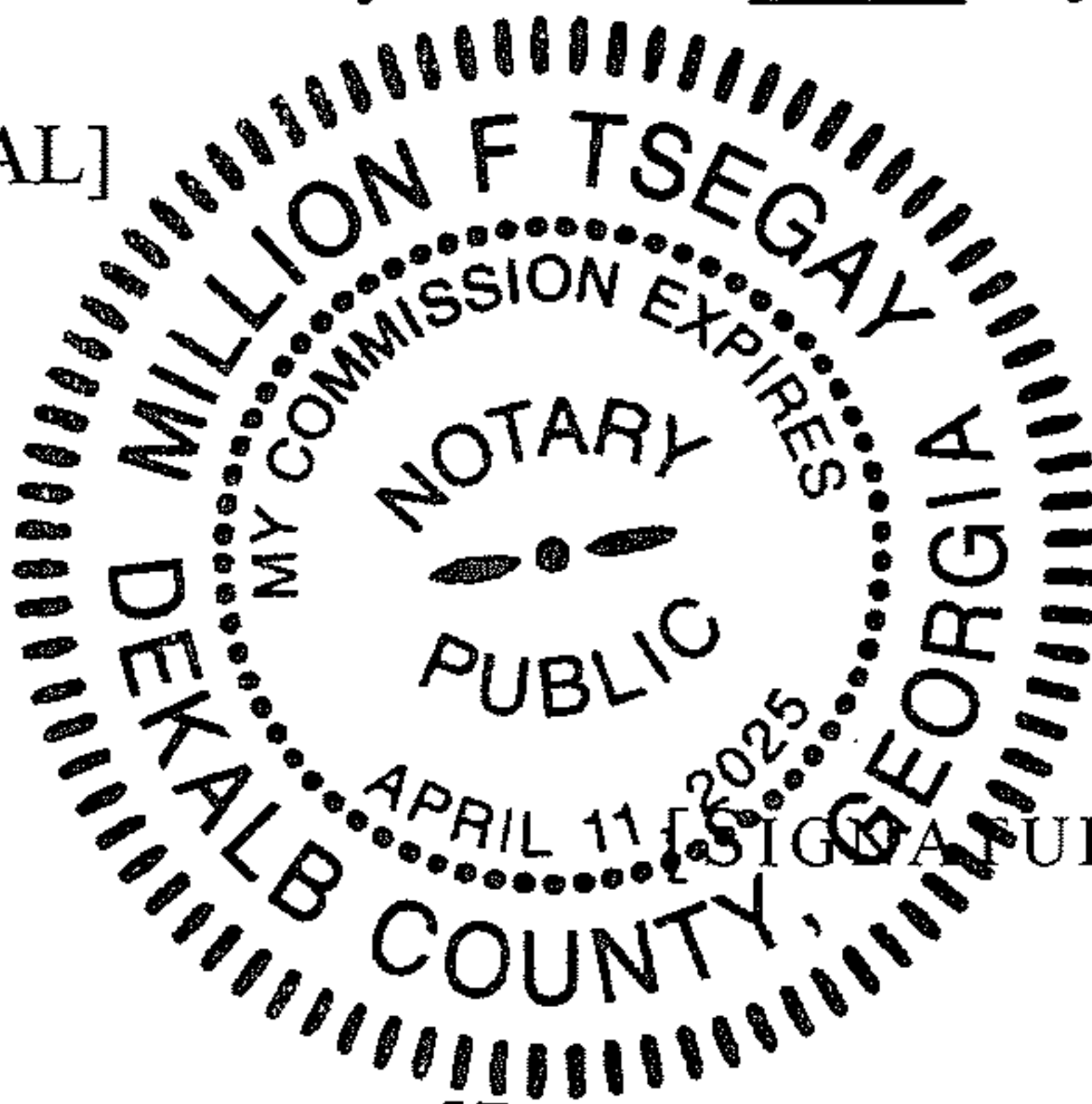
Date: March 13, 2023

STATE OF Georgia §  
COUNTY OF Fulton §

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Sebastian Drapac, whose name as Manager of DSSIII Holding Co, LLC, a Delaware limited liability company, acting in its capacity as sole member of Stars & Stripes 3V, 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 the instrument, he, as such Manager and with full authority, executed the same voluntarily for and as the act of said DSSIII Holding, Co, LLC, acting in its capacity as sole member of said Stars & Stripes 3V, LLC.

Given under my hand this 13<sup>th</sup> day of March, 2024.

[SEAL]



[Signature]  
Notary Public

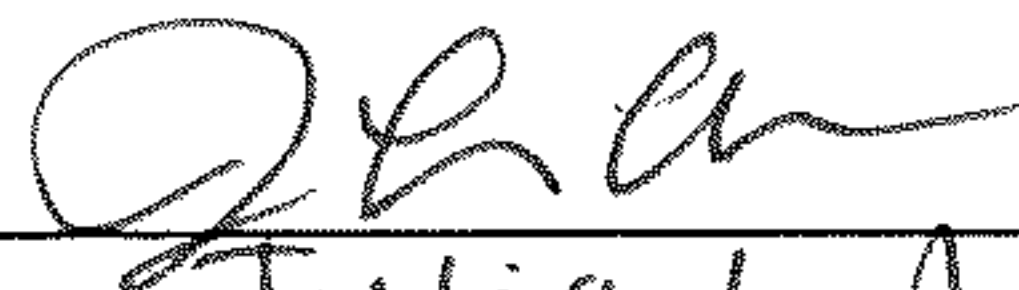
My Commission Expires: April 11, 2025

[SIGNATURES CONTINUE ON FOLLOWING PAGE]

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BUYER:

**D.R. Horton, Inc. – Birmingham**

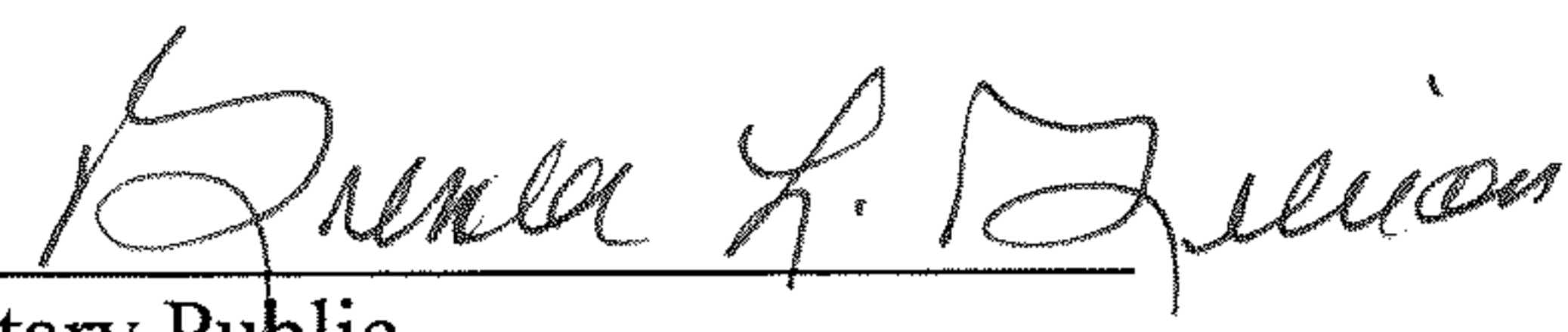
By:   
Name: Julia L. Antee  
As Its: Vice President

STATE OF ALABAMA           §  
                                          §  
COUNTY OF Shelby       §

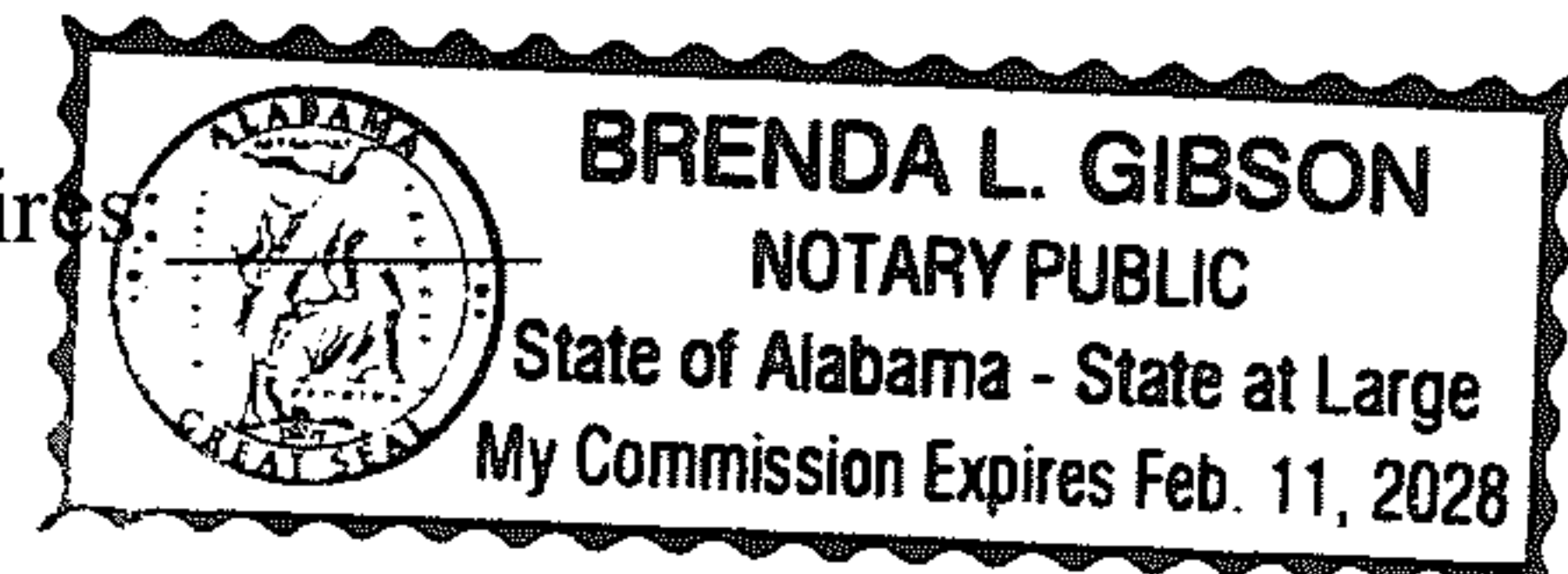
I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Julia L. Antee, whose name as Vice President of D.R. Horton, Inc - Birmingham, an Alabama corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, in such capacity and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this 13th day of March, 2024

[SEAL]

  
Notary Public

My Commission Expires:



**EXHIBIT "A"****(Legal Description)**

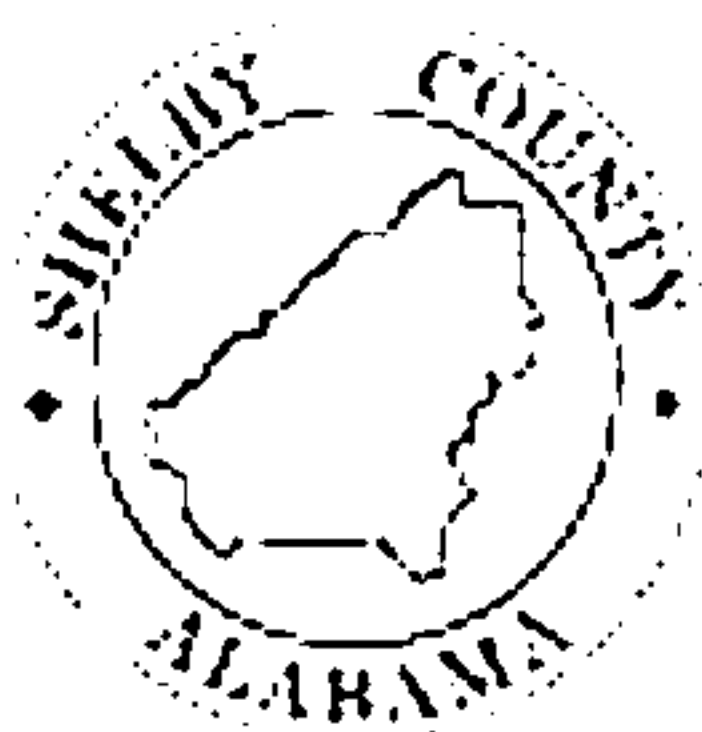
A parcel of land being located in the South half of Section 31, Township 21 South, Range 2 West and the East half of the West half of Section 6, Township 22 South, Range 2 West, Shelby County, Alabama, also being portions of those properties described in Book 345, Page 695; Instrument No. 1993-08838 and Book 345, Page 704; being more particularly described as follows with a bearing basis being the Right of Way for Shelby County Highway 22:

Commence at a 3/4 inch rebar found at the Northeast Corner of the Northwest Quarter of the Southeast Quarter of Section 31, township 21 South, Range 2 West, Shelby County, Alabama; thence run South 2°59'41" East 1213.81 feet to a 1/2 inch rebar set also being that Point of Beginning; thence continue along with the last described course a distance of 150.56 feet a 1/2 inch rebar found; thence South 3°29'39" East 1329.29 feet to a 1/2 inch rebar set (all set with a "CAE 00010" imprinted on a yellow cap); thence South 89°11'38" West 1346.74 feet to a "K B Weygand" iron pin found; thence South 04°16'44" East 664.29 feet to a capped rebar found; thence North 89°04'15" East 72.79 feet to a 1/2 inch rebar set; South 3°09'12" East 663.08 feet along an agreed upon fence line per Case No. CV 96-577 to a 1/2 inch rebar set; thence South 88°31'47" West 14.23 feet; thence South 5°35'11" East 566.02 feet (D), 573.73 feet (M) to a point established by W.M Varnon on February of 2005; thence South 84°24'51" West 386.53 feet to a point established by W.M Varnon in February of 2005; thence South 36°57'15" West 325.72 feet to a point established by W.M Varnon in February of 2005; thence South 5°03'24" East 590.00 feet to a point established by W.M Varnon in February of 2005; thence South 72°15'31" West 146.04 feet to a 1 inch crimp iron found; thence South 30°07'08" West 188.92 feet to a 1/2 inch crimp iron found; thence South 44°12'35" West 244.64 feet along the North line of Instrument 1994-15035 to a 1/4 inch rebar found; thence South 39°48'44" East 344.29 feet to a 1/4 inch rebar found on the North right-of-way line of Shelby County Highway 22; then South 50°10'00" West 163.67 feet along the North right of way line of Shelby County Highway 22 to an iron pin capped "JAR"; thence North 39°16'12" West 300.00 feet along the East line of Instrument No. 1999-46404 to an iron pin capped "JAR"; thence South 50°07'18" West 119.86 feet to an iron pin capped "JAR"; thence North 39°14'30" West 27.66 feet to a 1/4 inch rebar found at the Northeast Corner of Book 329, Page 485; thence South 50°45'16" West 232.27 feet to a pipe found on the East line of Instrument No. 1995-09796; thence North 2°59'06" West 701.20 feet to an iron pin capped "JAR" being the Northwest Corner of the Northeast Quarter of the Southwest Quarter of Section 6, township 22 South, Range 2 West; thence North 89°39'37" East 45.47 feet to a 1/2" crimp iron found at an agreed upon property line shown on the Albright Baker Survey as recorded in Map Book 6, Page 104 in the Office of the Judge of Probate of Shelby County, Alabama; thence North 3°45'09" West 1591.42 feet along said agreed upon property line to a 1/2 inch crimp iron found at the Northeast corner of the Albright Baker Survey, also being at the Southeast Corner of the Albright Estate Distribution recorded in Instrument No. 1992-16870; thence North 3°49'08" West 2172.44 feet along said East line of the Albright Estate to a 1 inch pipe found; thence North 3°34'33" West 1610.59 feet to an iron pin capped "K B Weygand" at the Southwest Corner of Savannah Pointe Sector VI as recorded in Map Book 30, page 41 in the Office of the Judge of Probate of Shelby County, Alabama; thence North 88°57'40" east 1316.08 feet to an iron pin capped "K B Weygand"; thence North 88°58'06" East 296.05 feet to the Northwest corner of Savannah Pointe Sector IX as recorded in Map Book 37, Page 51 A & B, in the Probate Office of Shelby County, Alabama; thence South 15°21'20" East 248.59 feet along the western and southerly boundary line of Savannah Pointe Sector IX; thence South 5°27'07" West 100.69 feet; thence South 5°49'54" East 125.49 feet; thence South 27°44'58" East 136.95 feet; thence South 57°10'43" East 82.38 feet; thence South 73°52'29" east 206.72 feet; thence South 38°38'57" East 169.19 feet; thence South 71°40'03" East 75.33 feet; thence South 78°43'44" East 233.15 feet; thence South 55°17'40" east 100.84 feet; then South 20°56'04" East 79.03 feet; thence South 33°55'58" East 57.11 feet; thence South 56°56'01" East 68.48 feet; thence South 46°41'00" East 92.36 fee; thence leaving said western and southerly boundary line of Savannah Pointe Sec IX North 87°00'19" East 11.17 feet to the Point of Beginning.

**LESS AND EXCEPT**

The Point of commencement begins at Northeast corner of the Northwest 1/4 Southeast 1/4 of Section 3 of the Township 21S Range 2 West of Shelby County, Alabama. Thence proceed South 0°10'47" West for a distance of 1214 feet to a 1/2" rebar; thence proceed South 0°20'21" West for a distance of 151.1 feet to a 1" pipe thence proceed South 0°18'29" East for a distance of 1329.2 feet to a 1/2" capped rebar titled "CARR"; thence proceed North 87°37'39" West for a distance of 1346.7 feet to a 1/2" rebar; thence proceed South 1°5'43" East for a distance of 42.3 feet, this point being the point of beginning; from this point of beginning, proceed South 1°5'42" East for a distance

621.9 feet to a 1/2" capped rebar titled "CARR"; thence proceed South 87°41'6" East for a distance of 72.8 feet to a 1/2" capped rebar titled "CARR"; thence proceed South 0°2'33" West for a distance of 663.2 feet to a 1/2" capped rebar titled "CARR"; thence proceed South 89°47'19" West for a distance of 14.3 feet to a 1/2" capped rebar titled "CARR"; thence proceed South 2°24'37" East for a distance of 566.1 feet to a capped rebar; thence proceed South 87°33'35" West for a distance of 386.6 feet to a capped rebar; thence proceed South 39°20'50" West for a distance of 330.4 feet to a 1/2" rebar; thence proceed South 1°52'2" East for a distance of 490.1 feet to a 1/4" rebar; thence proceed South 74°54'19" West for a distance of 147.3 feet to a 1/4" rebar; thence proceed South 33°20'13" West for a distance of 187.1 feet to a 1/2" crimped top pipe; thence proceed South 47°26'7" West for a distance of 244.9 feet to a 1/2" rebar; thence proceed South 36°39'52" East for a distance of 344.5 feet to a 1/2" rebar; thence proceed South 53°20'59" West for a distance of 163.7 feet along the right-of-way of Highway 22 to a 1/2" rebar; thence proceed North 36°2'51" West for a distance of 299.9 feet to a farmer rebar; thence proceed South 53°20'39" West for a distance of 119.9 feet; thence proceed North 36°25'3" West for a distance of 27.7 feet to a 3/8" rebar; thence proceed South 53°57'35" West for a distance of 232.2 feet to a 1/2" rebar; thence proceed North 0°12'29" East for a distance of 701.4 feet to a capped rebar; thence proceed South 87°8'48" East for a distance of 45.5 feet to a 1/2" rebar; thence proceed North 0°34'20" West for a distance of 1591.3 feet to a 1/2" crimped top pipe; thence proceed North 0°38'30" West for a distance of 190.8 feet; thence proceed North 89°21'30" East for a distance of 43.7 feet; thence proceed North 84°7'49" East for a distance of 205.9 feet; thence proceed North 51°54'47" East for a distance of 48.8 feet; thence proceed South 79°39'48" East for a distance of 207.9 feet; thence proceed South 10°41'59" West for a distance of 19 feet; thence proceed South 78°56'13" East for a distance of 120 feet; thence proceed North 10°19'14" East for a distance of 42 feet; thence proceed North 9°0'4" East for a distance of 32.6 feet; thence proceed North 7°58'31" East for a distance of 25.4 feet; thence proceed North 6°39'21" East for a distance of 49.2 feet; thence proceed North 5°36'56" East for a distance of 9.6 feet; thence proceed North 4°22'51" East for a distance of 60.2 feet; thence proceed North 3°13'54" East for a distance of 4.8 feet; thence proceed North 2°10'11" East for a distance of 55.3 feet; thence proceed North 0°51'1" East for a distance of 19.3 feet; thence proceed North 0°15'15" East for a distance of 14.4 feet; thence proceed North 0°0'0" West for a distance of 419.9 feet; thence proceed North 4°22'4" East for a distance of 53.2 feet; thence proceed North 14°1'40" East for a distance of 41.7 feet; thence proceed North 20°42'45" East for a distance of 23.6 feet; thence proceed North 29°48'32" East for a distance of 65.2 feet; thence proceed North 37°27'5" East for a distance of 9.4 feet; thence proceed North 43°57'15" East for a distance of 56.7 feet; thence proceed North 47°32'47" East for a distance of 70 feet; thence proceed South 85°23'24" East for a distance of 76.4 feet; thence proceed South 27°58'23" East for a distance of 29.7 feet; thence proceed South 20°26'45" East for a distance of 132.9 feet; thence proceed North 75°52'58" East for a distance of 95.4 feet; from this point begins a curve to the left with a radius of 25 feet for a distance of 40.05 feet and a chord bearing of North 29°59'3" East and length of 35.9 feet which is the end of the curve; thence proceed North 74°5'8" East for a distance of 50 feet; from this point begins a curve to the right with a radius of 699 feet for a distance of 36.84 feet and a chord bearing of South 14°24'16" East and length of 36.8 feet which is the end of the curve; thence proceed North 77°6'19" East for a distance of 120 feet; thence proceed South 11°41'57" East for a distance of 34.2 feet; thence proceed South 9°18'31" East for a distance of 34.2 feet; thence proceed North 88°54'18" East for a distance of 62.6 feet, which is the Point of Beginning.



Filed and Recorded  
 Official Public Records  
 Judge of Probate, Shelby County Alabama, County  
 Clerk  
 Shelby County, AL  
 03/25/2024 02:26:29 PM  
 \$34.00 JOANN  
 20240325000080790

*Allen S. Bayl*