

STATE OF ALABAMA       )  
COUNTY OF SHELBY     )

**AMENDMENT NO. 1  
TO MASTER DEVELOPMENT AGREEMENT**

THIS AMENDMENT NO. 1 TO MASTER DEVELOPMENT AGREEMENT (this “**Amendment**”) is made and entered into as of December 20, 2024, by and among **REGIONS BANK**, an Alabama state banking corporation (“**Regions**”), **HCR/RW HWC1, LLC**, a Delaware limited liability company (“**OMF Owner**”), **HCC/RWV, LLC**, a Delaware limited liability company (“**Parcel B Owner**”), and **HEALTHCARE RESOURCES, LLC**, an Alabama limited liability company (“**Developer**”).

**RECITALS:**

Regions, OMF Owner, Parcel B Owner, and Developer have heretofore entered into that certain Master Development Agreement dated effective January 12, 2024, and recorded in Instrument #20240118000013050 in the Office of the Judge of Probate of Shelby County, Alabama (the “**Agreement**”). Capitalized terms not otherwise expressly defined herein shall have the same meanings given to them in the Agreement.

The Owners and Developer desire to amend the Agreement.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned Owners and Developer do hereby amend the Agreement as follows:

1.     Capitalized Terms. Capitalized terms not otherwise expressly defined herein shall have the same meanings given to them in the Agreement.

2.     Amendments. The Agreement is hereby amended by deleting subsection (v) of the first sentence of the 2<sup>nd</sup> full paragraph of Section 3.01 of the Agreement and substituting the following therefor:

(v) Regions’ (or its successors’ and assigns’) occupancy costs of the North Tower and/or North Tower Parcel, including any assessments which may become due for the North Tower Parcel under the Approved Master Covenants unless any such assessments apply solely to the North Parcel.


3.     Full Force and Effect. Except as otherwise modified and amended herein, all the terms and provisions of the Agreement shall remain in full force and effect.

4.     Counterparts. This Amendment may be executed in two or more separate counterparts, each of which, when so executed and delivered, shall constitute an original, and such counterparts shall together constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned Owners and Developer have executed this Amendment and do hereby consent to and approve all the terms and provisions of this Amendment.

“REGIONS:”

REGIONS BANK

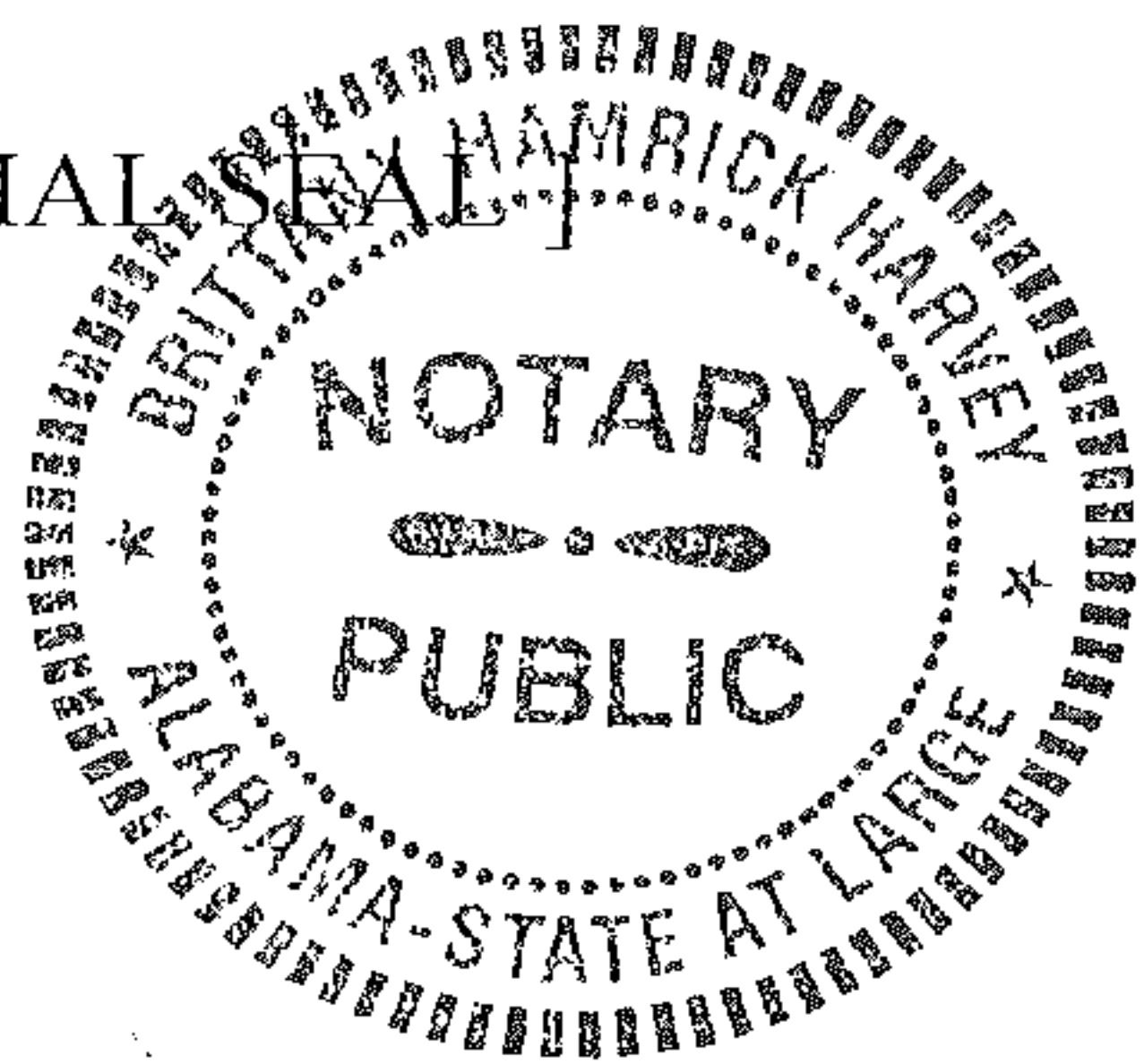
By:   
Name: PAUL D. STIVENDER  
Title: SENIOR VICE PRESIDENT

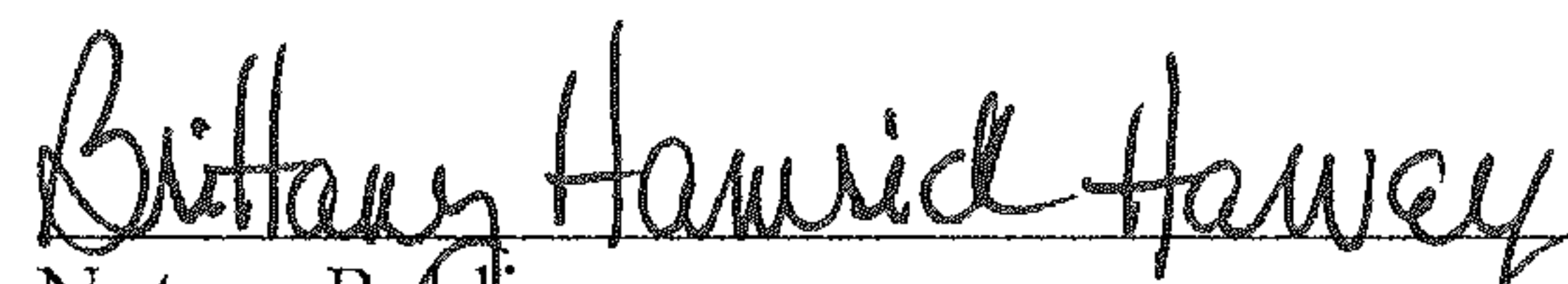
STATE OF ALABAMA     )  
  :  
COUNTY OF JEFFERSON    )

I, the undersigned authority, a Notary Public in and for said county, in said state, hereby certify that Paul D. Stivender, whose name as SR Vice President of **Regions Bank**, an Alabama state banking corporation, is signed to the foregoing document and who is known to me, acknowledged before me on this day that, being informed of the contents of such document, (s)he, as said Officer, and with full authority, executed the same voluntarily for and as the act of said state banking corporation.

GIVEN under my hand and official seal, this 19<sup>th</sup> day of December, 2024.

[ NOTARIAL SEAL ]



  
Notary Public  
My Commission Expires 4/25/2026

“OMF OWNER:”

**HCR/RW HWC1, LLC**

By: Riverwalk Parcel A Holdings, LLC  
Its: Sole Member

By:   
Robert A. Simon, Its Manager


By:   
James T. Holloway, Its Manager

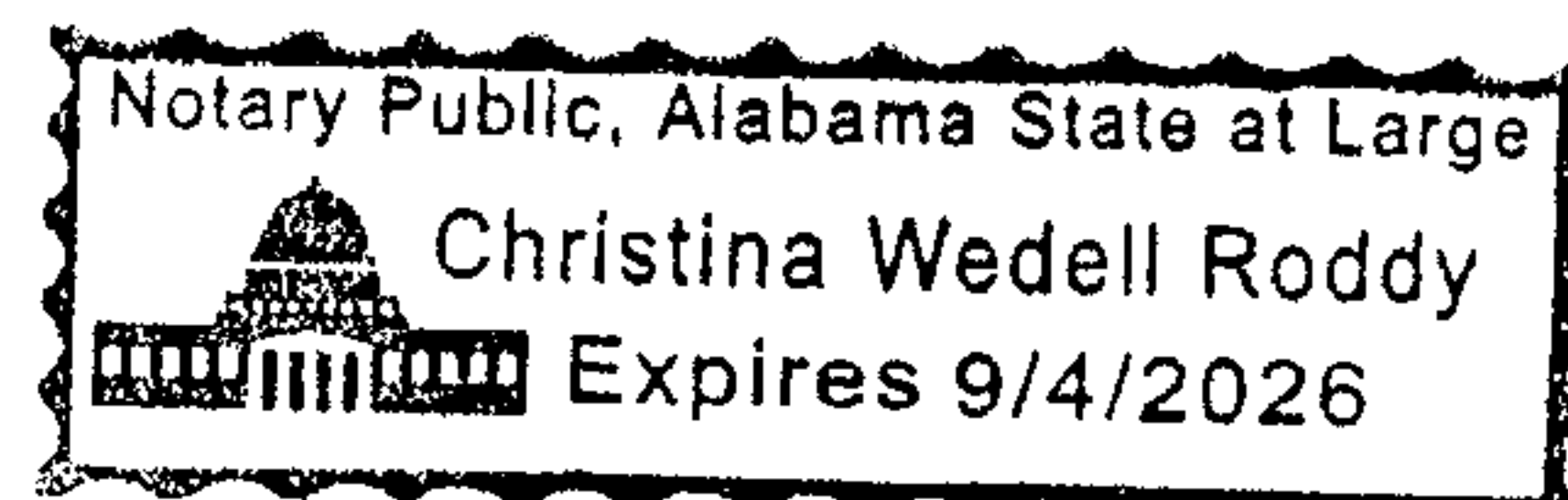
STATE OF ALABAMA     )  
                                     :  
COUNTY OF JEFFERSON    )

I, the undersigned authority, a Notary Public in and for said county, in said state, hereby certify that Robert A. Simon and James T. Holloway, whose names as Managers of Riverwalk Parcel A Holdings, LLC, a Delaware limited liability company, the sole member of **HCR/RW HWC1, LLC**, a Delaware limited liability company, are signed to the foregoing document and who are known to me, acknowledged before me on this day that, being informed of the contents of said document, they, as said Managers of said sole member, and with full authority, executed the same voluntarily for and as the act of said limited liability company for and as the act of said limited liability company.

GIVEN under my hand and official seal, this 19<sup>th</sup> day of December 2024.

[ NOTARIAL SEAL ]

  
Notary Public  
My Commission Expires 9/4/2026

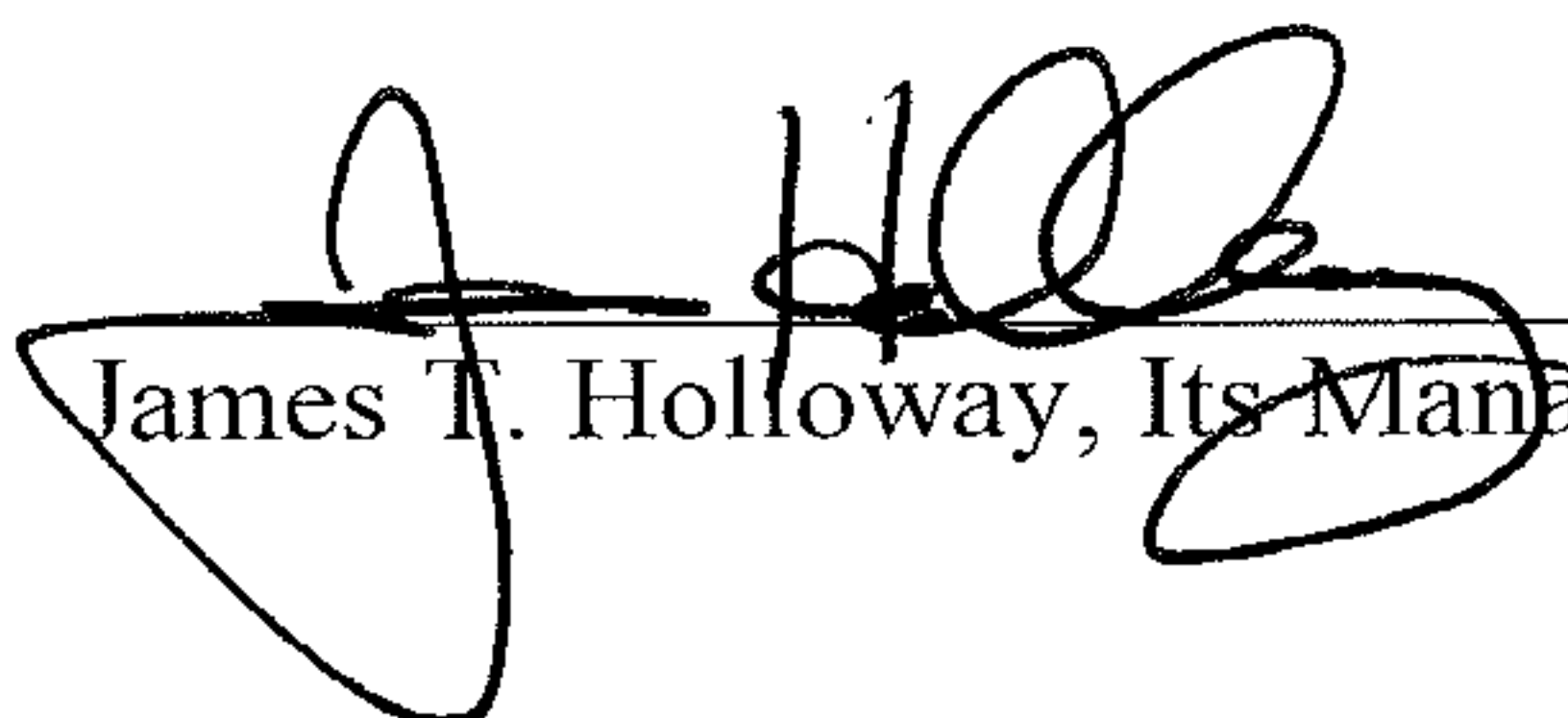


**“PARCEL B OWNER:”**

**HCC/RWV, LLC**

By: Riverwalk Parcel B Holdings, LLC  
Its: Sole Member

By:   
Robert A. Simon, Its Manager

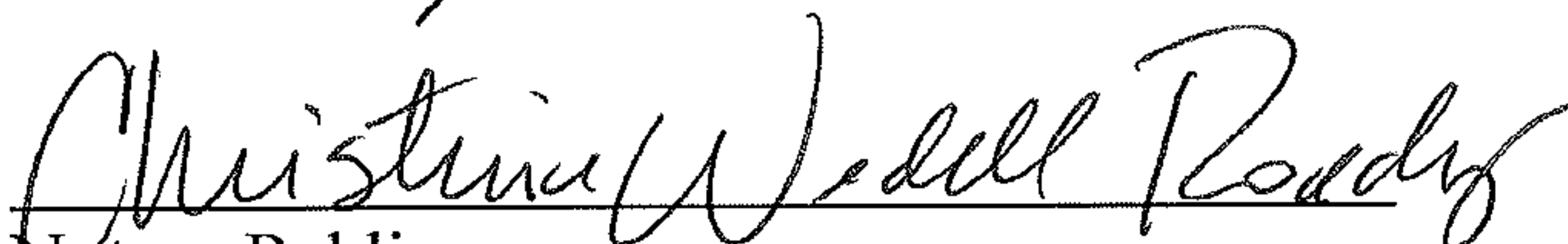
By:   
James T. Holloway, Its Manager

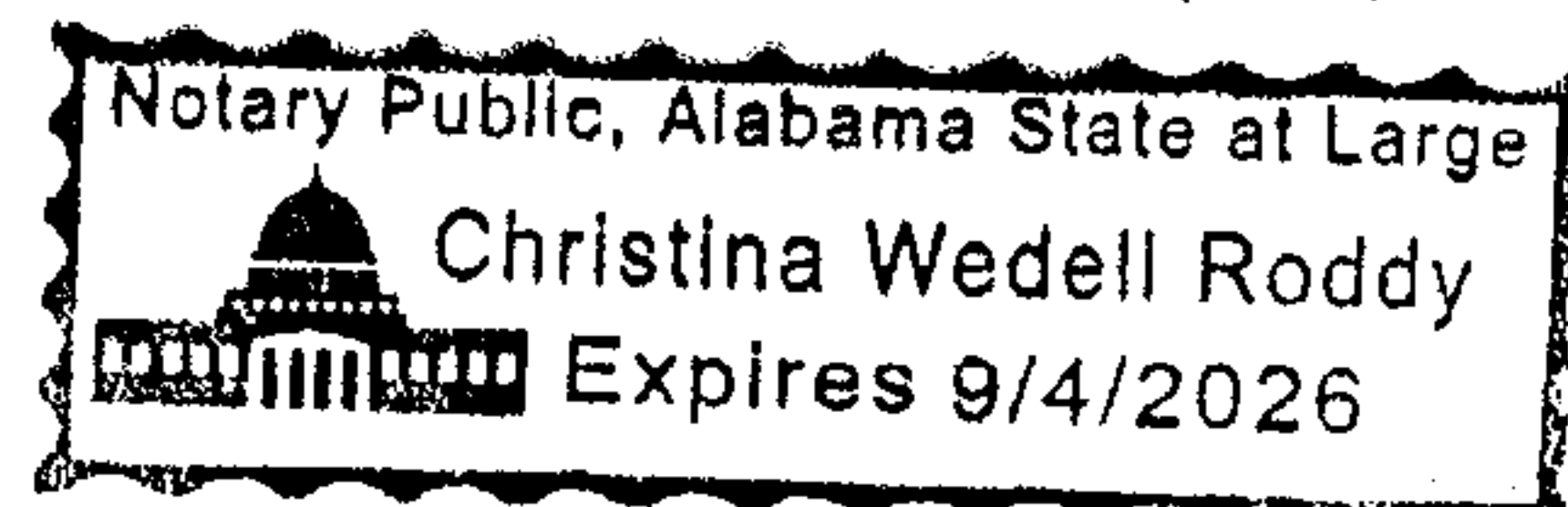
STATE OF ALABAMA     )  
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COUNTY OF JEFFERSON    )

I, the undersigned authority, a Notary Public in and for said county, in said state, hereby certify that Robert A. Simon and James T. Holloway, whose names as Managers of Riverwalk Parcel B Holdings, LLC, a Delaware limited liability company, the sole member of **HCC/RWV, LLC**, a Delaware limited liability company, are signed to the foregoing document and who are known to me, acknowledged before me on this day that, being informed of the contents of said document, they, as said Managers of said sole member, and with full authority, executed the same voluntarily for and as the act of said limited liability company for and as the act of said limited liability company.

GIVEN under my hand and official seal, this 19<sup>th</sup> day of December, 2024.

[ NOTARIAL SEAL ]

  
Notary Public  
My Commission Expires 9/4/2026





**“DEVELOPER:”**

**HEALTHCARE RESOURCES, LLC**

By:   
Robert A. Simon, Its Manager

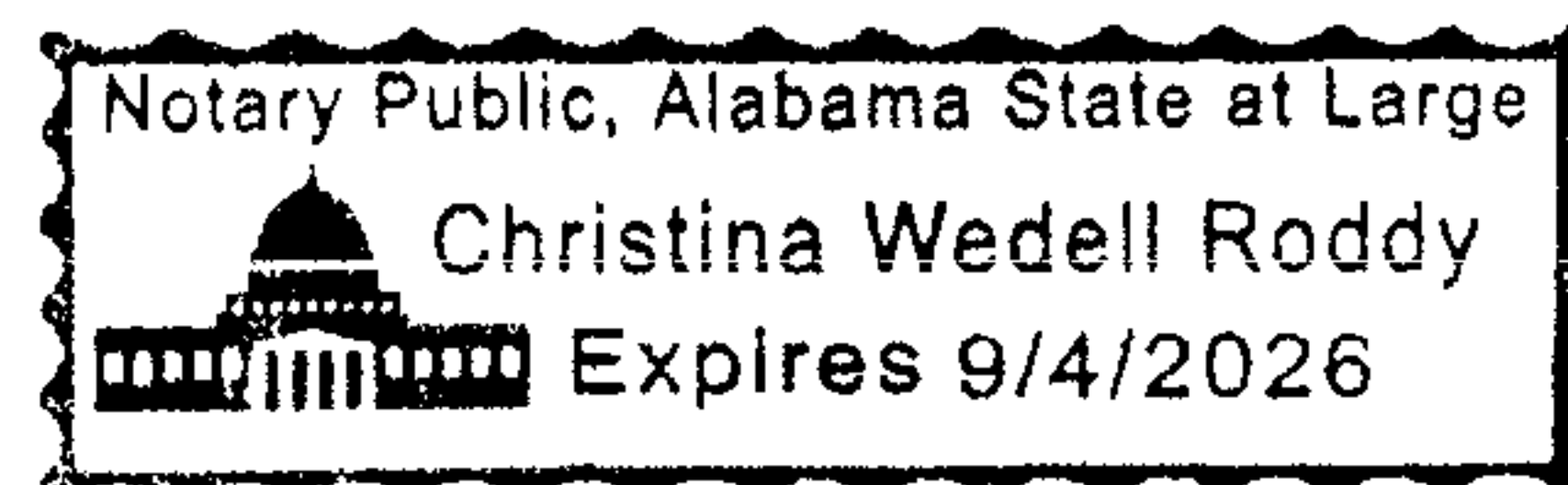
STATE OF ALABAMA     )  
                                     :  
COUNTY OF JEFFERSON    )

I, the undersigned authority, a Notary Public in and for said county, in said state, hereby certify that Robert A. Simon, whose name as Manager of **HealthCare Resources, LLC**, an Alabama limited liability company, is signed to the foregoing document and who is known to me, acknowledged before me on this day that, being informed of the contents of said document, he, as said Manager and with full authority, executed the same voluntarily for and as the act of said limited liability company.

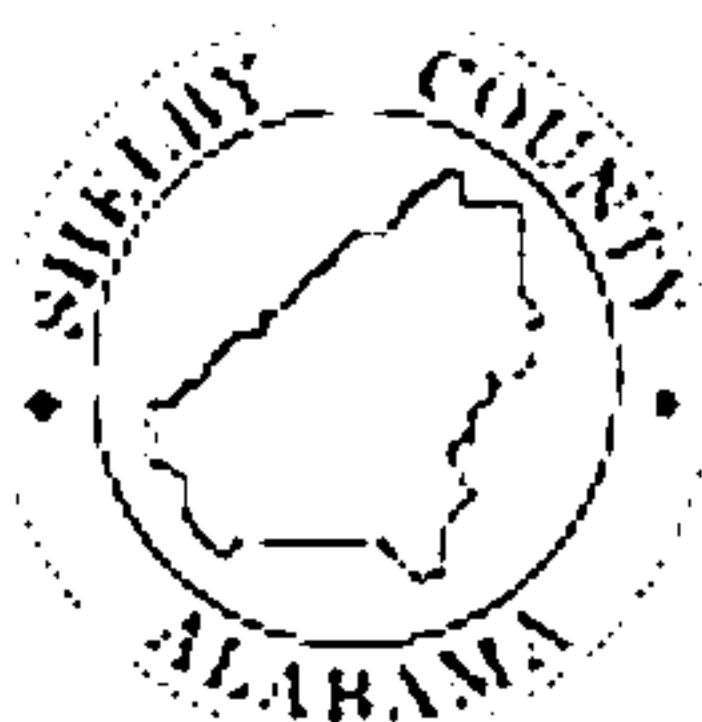
GIVEN under my hand and official seal, this 19<sup>th</sup> day of December, 2024.

[ NOTARIAL SEAL ]

  
Notary Public  
My Commission Expires 9/4/2026



This Instrument Prepared by:  
Tom Ansley, Esq.  
Dentons  
2311 Highland Avenue South  
Birmingham, Alabama 35205



Filed and Recorded  
Official Public Records  
Judge of Probate, Shelby County Alabama, County  
Clerk  
Shelby County, AL  
12/20/2024 02:05:11 PM  
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