

**BK: RB 6690**  
**PG: 2077 - 2085**

2024004142

NC FEE \$26.00

RECORDED:

**NEW HANOVER COUNTY,**

02/23/2024

MORGHAN GETTY COLLINS

01:42:15 PM

REGISTER OF DEEDS

EXTX \$0.00

BY: KELLIE GILES

DEPUTY

ELECTRONICALLY RECORDED

**Prepared by and return to:**

Johnston, Allison & Hord, P.A. (CTW)  
 1065 East Morehead Street  
 Charlotte, North Carolina 28204

**STATE OF NORTH CAROLINA**

**MEMORANDUM OF CONTRACT**

**COUNTY OF NEW HANOVER**

**THIS MEMORANDUM OF CONTRACT** (this "Memorandum") is made as of the 24<sup>th</sup> day of January, 2024, by and between SJM HILTON LLC, BFM HILTON LLC, ESW HILTON LLC, DSF HILTON LLC, and JFM HILTON LLC, all North Carolina limited liability companies (collectively, "Seller"), and COPPER BUILDERS, LLC, a North Carolina limited liability company ("Buyer").

**RECITALS:**

A. Buyer and Seller have entered into that certain Purchase and Sale Agreement dated effective November 21, 2023 (the "Contract"), for the purchase and sale of real property located in New Hanover County, North Carolina, and generally known as tax parcel numbers R00900-001-001-000 and R00900-001-002-000, and being more particularly described on Exhibit A attached hereto and incorporated herein by reference (collectively, the "Property").

B. Buyer and Seller have made this Memorandum in order to give record notice of the Contract and its encumbrance upon the Property.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Buyer and Seller agree as follows:

1. Buyer and Seller hereby give notice that Buyer has the right to purchase the Property in accordance with the terms and conditions set forth in the Contract.

2. If the Contract is terminated, a signed Notice of Termination of Memorandum executed by Buyer and recorded in the New Hanover County Register of Deeds shall be conclusive evidence that the encumbrance of this Memorandum upon the Property has been extinguished. If this Agreement is terminated for any reason other than a Seller default, then Buyer at its sole cost

submitted electronically by "Johnston, Allison & Hord, P.A."  
 in compliance with North Carolina statutes governing recordable documents  
 and the terms of the submitter agreement with the New Hanover County Register of Deeds.

and expense shall record Notice of Termination of Memorandum within twenty (20) Business Days of such termination. This Memorandum shall automatically cease to be an encumbrance upon title to the Property on the date of recording of a deed conveying the Property to Buyer or an assignee of Buyer.

3. All other terms and provisions of the Contract are incorporated by reference into this Memorandum as if set forth herein.

*[signatures begin on the following page]*

IN WITNESS WHEREOF, Seller has caused this Memorandum to be executed as of the date and year first above written.

**SELLER:**

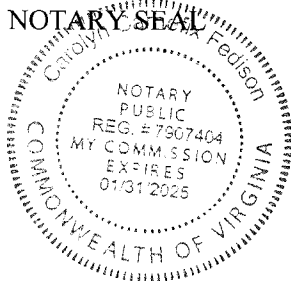
**SJM HILTON LLC,**  
a North Carolina limited liability company

By: *SLM*  
Name: Stephen Magenbauer  
Title: Manager

STATE OF Virginia  
COUNTY OF Roanoke

I, Carolyn Carrefix Fedison, a Notary Public of the County and State aforesaid, certify that Stephen Magenbauer personally appeared before me this day and acknowledged that he is a Manager of **SJM HILTON LLC**, a North Carolina limited liability company, and that he, being duly authorized to do so, executed the foregoing for and on behalf of said company in the capacity indicated.

Witness my hand and official stamp or seal, this 19<sup>th</sup> day of December, 2023.



*Carolyn Carrefix Fedison*  
Signature of Notary Public  
Print Name: Carolyn Carrefix Fedison  
My Commission Expires: 1/31/2025

**IN WITNESS**

**BFM HILTON LLC,**

a North Carolina limited liability company

By: Brett Magenbauer  
Name: Brett F.

Magenbauer

Title: Manager

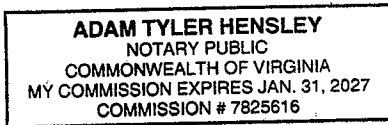
STATE OF Virginia

COUNTY OF Bedford

I, Adam Tyler Hensley a Notary Public of the County and State aforesaid, certify that Brett Magenbauer personally appeared before me this day and acknowledged that he is a Manager of BFM HILTON LLC, a North Carolina limited liability company, and that he, being duly authorized to do so, executed the foregoing for and on behalf of said company in the capacity indicated.

Witness my hand and official stamp or seal, this 20 day of December, 2023.

NOTARY SEAL



Adam Tyler Hensley  
Signature of Notary Public  
Print Name: Adam Tyler Hensley  
My Commission Expires: 1/31/2027

that \_\_\_\_\_ personally appeared before me this day and acknowledged that he is a \_\_\_\_\_ of **BJM HILTON LLC**, a North Carolina limited liability company, and that he, being duly authorized to do so, executed the foregoing for and on behalf of said company in the capacity indicated.

Witness my hand and official stamp or seal, this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

NOTARY SEAL

Signature of Notary Public

Print Name:

My Commission Expires:

X

**ESW HILTON LLC,**

a North Carolina limited liability company

By: *Elisabeth S. Woodard*

Name: Elisabeth S.

Woodard

Title: Manager

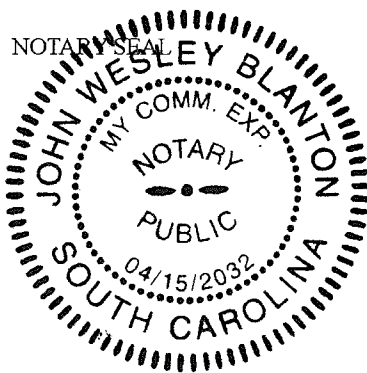
STATE OF SC

COUNTY OF ~~FA~~ Horry

I, John Wesley Blanton, a Notary Public of the County and State aforesaid, certify that Elisabeth S. Woodard personally appeared before me this day and acknowledged that he is a manager of **ESW HILTON LLC**, a North Carolina limited liability company, and that he, being duly authorized to do so, executed the foregoing for and on behalf of said company in the capacity indicated.

Witness my hand and official stamp or seal, this 27 day of January, 2024.

NOTARY SEAL



Signature of Notary Public *John Wesley Blanton*  
Print Name: John Wesley Blanton  
My Commission Expires: 4/15/2032

□

**DSF HILTON LLC,**

a North Carolina limited liability company

By:

Name: David S.

Fort

Title: Manager

**DSF HILTON LLC,**  
a North Carolina limited liability company

By: David S Fort  
Name: David S. Fort  
Title: Manager

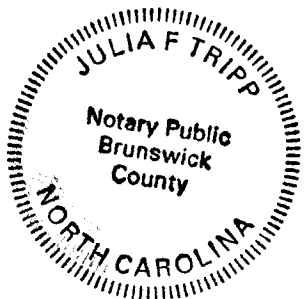
STATE OF North Carolina

COUNTY OF Brunswick

I, Julia F. Tripp, a Notary Public of the County and State aforesaid, certify that David S. Fort personally appeared before me this day and acknowledged that he is a Manager of **DSF HILTON LLC**, a North Carolina limited liability company, and that he, being duly authorized to do so, executed the foregoing for and on behalf of said company in the capacity indicated.


Witness my hand and official stamp or seal, this 16<sup>th</sup> day of January, 2023.

NOTARY SEAL



Julia F. Tripp  
Signature of Notary Public  
Print Name: Julia F. Tripp  
My Commission Expires: January 16, 2028

**JFM HILTON LLC,**  
a North Carolina limited liability company

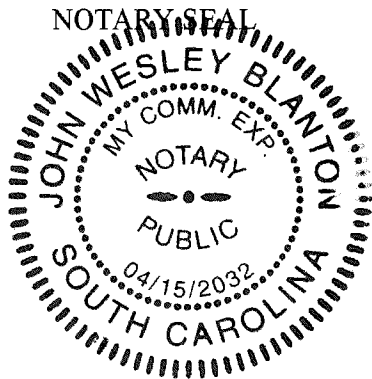
By:   
Name: Jennifer F. Martin  
Title: Manager

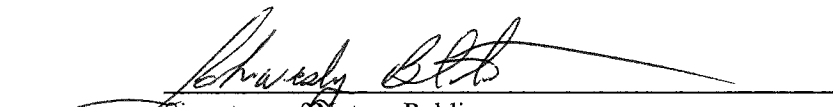
STATE OF South Carolina

COUNTY OF Horry

I, John Wesley Blanton, a Notary Public of the County and State aforesaid, certify that Jennifer F. Martin personally appeared before me this day and acknowledged that she is a Manager of **JFM HILTON LLC**, a North Carolina limited liability company, and that he, being duly authorized to do so, executed the foregoing for and on behalf of said company in the capacity indicated.


Witness my hand and official stamp or seal, this 17 day of January, 2021 Jan 2



  
Signature of Notary Public  
Print Name: John Wesley Blanton  
My Commission Expires: 04-15-2032

**BUYER:**

**COPPER BUILDERS, LLC,**  
a North Carolina limited liability company

By:   
Name: Wade Miller  
Title: Manager

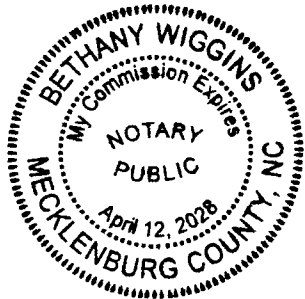
STATE OF North Carolina

COUNTY OF Mecklenburg

I, Bethany Wiggins, a Notary Public of the County and State aforesaid, certify that Wade Miller personally appeared before me this day and acknowledged that he is a manager of **COPPER BUILDERS, LLC**, a North Carolina limited liability company, and that he, being duly authorized to do so, executed the foregoing for and on behalf of said company in the capacity indicated.

Witness my hand and official stamp or seal, this 19 day of December, 2023.

NOTARY SEAL



Bethany Wiggins  
Signature of Notary Public  
Print Name: Bethany Wiggins  
My Commission Expires: 4/12/28



**Exhibit A**

BEING ALL of those certain tracts or parcels of land lying and being in New Hanover County, North Carolina described in deed recorded in Book 6486, Page 1782, New Hanover County Registry, and being generally identified as New Hanover County Parcel IDs R00900-001-001-00 and R00900-001-002-000.