

This Instrument was prepared by
P. Christopher Wrenn, Attorney-at-Law
whose address is P. O. Box B
Jacksonville, Florida 32203

267.400 Year

Inst # 1997-37152

11/13/1997-37152
03:16 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 MCD 4232.50

(Reserved for Clerk)

SHORT FORM LEASE

THIS SHORT FORM LEASE is hereby executed this November 10, 1997, by and between **HELENA MARKETPLACE, L.L.C.**, an Alabama Limited liability company, whose mailing address is 2100 River Chase Center, Suite 230-A, Birmingham, Alabama 35244 ("Landlord") and **WINN-DIXIE MONTGOMERY, INC.**, a Kentucky corporation, whose mailing address is 1550 Jackson Ferry Road, Montgomery, Alabama 36104-1718 ("Tenant"), which terms "Landlord" and "Tenant" shall include, wherever the context permits or requires, singular or plural, and the heirs, legal representatives, successors and assigns of the respective parties;

WITNESSETH:

WHEREAS, Landlord and Tenant did enter into a Lease, dated November 10, 1997, (the "Lease"); and

WHEREAS, Landlord and Tenant desire to memorialize the terms and conditions of the Lease of record.

For valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord does hereby demise and lease unto Tenant and Tenant does hereby lease from Landlord the property more particularly described on Exhibit "B" attached hereto and depicted on the Site Plan attached as Exhibit "A" attached hereto and by these references made a part hereof together with the nonexclusive right to use the Common Areas as described and provided in the Lease (collectively the "Premises").

The term of the Lease, unless sooner terminated or extended under provisions thereof, shall commence on the Commencement Date as defined in the Lease and shall terminate, unless sooner terminated or extended as provided in the Lease, twenty (20) years thereafter. Annual rent, payable in monthly installments on the 1st day of each month during the term thereof, and provisions regulating the use and purposes to which the Premises shall be limited, are set forth in detail in the Lease and Landlord and Tenant agree to abide by the terms of the Lease. Tenant, at its option, shall be entitled to the privilege of five (5) successive extensions of the term of the Lease, each extension to be for a period of five (5) years each. Tenant has no option to purchase the Premises under the Lease.

All the terms, conditions, provisions and covenants of the Lease are incorporated herein by this reference for all purposes as though written out at length herein, and both the Lease and this Short Form Lease

shall be deemed to constitute a single instrument or document. This Short Form Lease is not intended to amend, modify, supplement, or supersede any of the provisions of the Lease and, to the extent there may be any conflict or inconsistency between the Lease or this Short Form Lease, the Lease shall control.

IN WITNESS WHEREOF, Landlord and Tenant have executed this Short Form Lease to be executed as of the date and year first above written.

Signed, sealed and delivered
in the presence of:

Martin G. Woosley
Print name: Martin G. Woosley

Diane H. Roberts
Print name: Diane H. Roberts

HELENA MARKETPLACE, L.L.C.

By: SRC REALTY, L.L.C., Its Manager

By: Rick L. Griffith
By: Paul Stengel
Its ~~Members~~ President

Martin G. Woosley
Print name: Martin G. Woosley

Diane H. Roberts
Print name: Diane H. Roberts

By: SOUTHMARK PROPERTIES, L.L.C., Its Manager

By: James C. Brown
Its ~~Manager~~ President

Rebecca L. Sawyer
Print name: Rebecca L. Sawyer

Brenda J. Babcock
Print name: BREND A. J. BABCOCK

WINN-DIXIE MONTGOMERY, INC.

By: James Kufeldt
Its Vice President
Date: 11-10-97

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, Lori M. Forshee, a Notary Public in and for said County, in said State, hereby certify that Rick L. Griffith and E. Paul Stremmel, Jr., whose names as Members of **SRC REALTY, L.L.C.**, a limited liability company, as authorized Member of **HELENA MARKETPLACE, L.L.C.**, an Alabama limited liability company, are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that, being informed of the contents of the instrument, they, as such Members and with full authority, executed the same voluntarily for and as the act of said company on behalf of said limited liability company.

Given under my hands this 22 day of October, 1997

Lori M. Forshee
Printed Name: Lori M. Forshee
Notary Public, State and County aforesaid
My Commission Expires: 8-14-99
Notary ID No.: _____
(NOTARY SEAL)

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, Lori M. Forshee, a Notary Public in and for said County, in said State, hereby certify that James A. Bruno, whose name as Manager of **SOUTHMARK PROPERTIES, L.L.C.**, a limited liability company, as authorized Member of **HELENA MARKETPLACE, L.L.C.**, 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 company on behalf of said limited liability company.

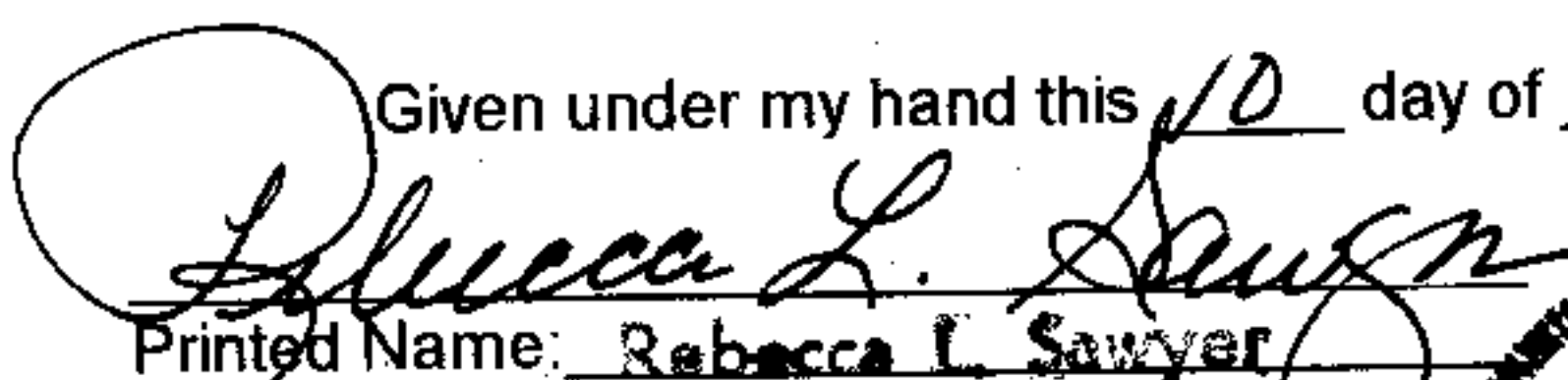
Given under my hands this 22 day of October, 1997

Lori M. Forshee
Printed Name: Lori M. Forshee
Notary Public, State and County aforesaid
My Commission Expires: 8-14-99
Notary ID No.: _____
(NOTARY SEAL)

STATE OF FLORIDA
COUNTY OF DUVAL

I, Rebecca L. Sawyer, a Notary Public in and for said County, in said State, hereby certify that James Kufeldt, whose name as Vice President of Winn-Dixie Montgomery, Inc., a Kentucky 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, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this 10 day of November, 1997.


Printed Name: Rebecca L. Sawyer
Notary Public, State and County aforesaid
My Commission Expires: _____
Notary ID No.: _____
(NOTARIAL SEAL)



REBECCA L. SAWYER
My Comm. Exp. June 2, 1998
Comm. No. CC 372111

EXHIBIT "A"

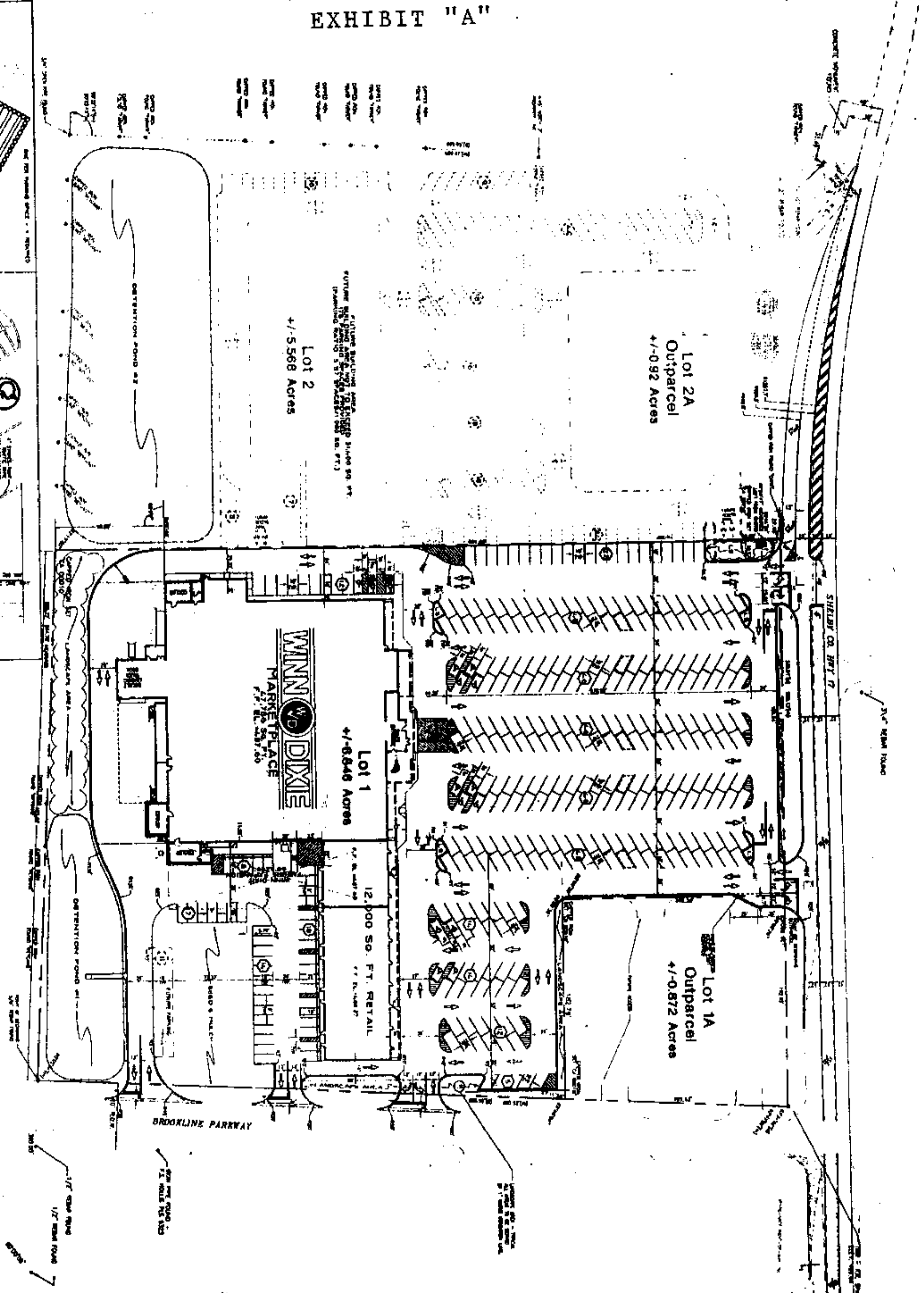
BASCART CORRAL DETAIL

N13

TYPICAL PARKING STALL DETAIL

N25

SITE DATA	
PRE-EXPANSION WINN DIXIE AREA	47,756 SQ. FT.
SHOPS TOTAL	12,000 SQ. FT.
POST-EXPANSION WINN DIXIE AREA	59,756 SQ. FT.
SHOPS TOTAL	12,000 SQ. FT.
PARKING PROVIDED	6.00 / 1000 SQ. FT.
RATIO - PRE EXP.	5.12 / 1000 SQ. FT.
RATIO - POST EXP.	5.59



Lot 1

12,000 SQ. FT. RETAIL

Lot 2

47,556 ACRES

Lot 1A

47,872 ACRES

Lot 2A

47,992 ACRES

WINN-DIXIE MARKET PLACE

BROOKLINE PARKWAY

SHELBY CO. HWY 17

RETENTION POND #2

RETENTION POND #1

RETENTION POND #3

RETENTION POND #4

RETENTION POND #5

RETENTION POND #6

RETENTION POND #7

RETENTION POND #8

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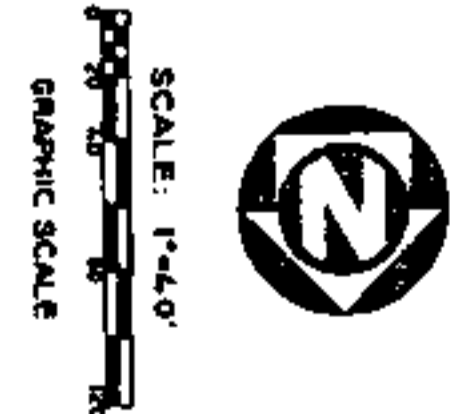
RETENTION POND #96

RETENTION POND #97

RETENTION POND #98

RETENTION POND #99

RETENTION POND #100



GONZALEZ-WEDD ENGINEERING INC.

SUITE 230 - 2100 RIVERCHASE CENTER
BIRMINGHAM, ALABAMA 35244
PHONE: (205) 985-7570
FAX: (205) 985-7573

WINN-DIXIE

HELENA MARKETPLACE

SHELBY COUNTY PROPERTY 17
HELENA, ALABAMA
SRC REALTY, L.L.C.

DATE: 5/20/99

NO.	REVISIONS	DATE
1	ISSUED FOR PERMIT	5/20/99
2	ISSUED FOR PERMIT	5/20/99
3	ISSUED FOR PERMIT	5/20/99
4	ISSUED FOR PERMIT	5/20/99
5	ISSUED FOR PERMIT	5/20/99
6	ISSUED FOR PERMIT	5/20/99
7	ISSUED FOR PERMIT	5/20/99
8	ISSUED FOR PERMIT	5/20/99
9	ISSUED FOR PERMIT	5/20/99
10	ISSUED FOR PERMIT	5/20/99

EXHIBIT "B"

A parcel of land in the East ½ of the Southeast 1/4 of Section 21, Township 20 South, Range 3 West, Shelby County, Alabama, more particularly described as follows:

Commence at the Northeast corner of the NE 1/4 of the SE 1/4 of said Section 21; thence run West along the quarter line 596.95 feet; thence left 90°00', 360.00 feet to the south line of Brookline Parkway and the Point of Beginning of the property described herein; thence continue southerly along the same course 483.08 feet; thence right 87°17'50" Westerly 661.68 feet to a point on the easterly right-of-way of Shelby County Highway No. 17; thence right 89°58'14" Northerly 323.00 feet; thence right 90°00'26" Easterly 202.30 feet; thence left 90°00'38" Northerly 182.79 feet to the South line of Brookline Parkway; thence right 92°48'04" Easterly 482.99 feet to the Point of Beginning.

Said parcel contains 6.846 Acres (298,202.343 square feet) more or less.

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