

THIS INSTRUMENT WAS PREPARED BY:

GAIL LIVINGSTON MILLS, ESQ.
BURR & FORMAN LLP
3100 SOUTHTRUST TOWER
BIRMINGHAM, AL 35203

SEND TAX NOTICE TO:

AIG BAKER PELHAM, L.L.C.
1701 LEE BRANCH LANE
BIRMINGHAM, AL 35242

20041015000571990 Pg 1/5 24.00
Shelby Cnty Judge of Probate, AL
10/15/2004 15:32:00 FILED/CERTIFIED

STATE OF ALABAMA)
COUNTY OF SHELBY)

GENERAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS: That for and in consideration of the sum of **TEN DOLLARS (\$10.00)** and other good and valuable consideration to the undersigned grantors, **JEAN B. BARNES**, an unmarried woman, owner of an undivided 1/2 interest in and to the Property hereafter described, and **RHETT GOODE BARNES, III**, a married man, **REBECCA BARNES HANEY**, a married woman, **LISA BARNES BYAL**, a married woman, **CHARLES LINDELL WRIGHT, JR.**, a married man, **PAUL BARNES WRIGHT**, a married man, and **DEBRA SUE WATERS**, a married woman, owners of an undivided 1/2 interest in and to the Property hereafter described, as tenants in common (the foregoing are collectively referred to herein as "Grantors"), in hand paid by **AIG BAKER PELHAM, L.L.C.**, a Delaware limited liability company ("Grantee"), the receipt and sufficiency whereof are hereby acknowledged, Grantors do hereby grant, bargain, sell, and convey unto Grantee all of their respective right, title and interest in and to that certain real estate (the "Property") situated in Shelby County, Alabama, to-wit:

All SW 1/4 of NE 1/4 of Section 24, Township 20 South, Range 3 West, lying Southwest of Interstate Highway I-65 right of way and South of Shelby County Highway #52. LESS AND EXCEPT right of way for Atlantic Coastline Railroad

Subject, however, to the following matters (the "Permitted Encumbrances").

1. Taxes and assessments for the year 2005, and subsequent years, a lien not yet due and payable.
2. Easements to the City of Pelham as recorded in Instrument #1999-18773; Instrument #1999-18774; Instrument #1999-18775; Instrument #1999-18776; Instrument #1999-18777; Instrument #1999-18778; Instrument #1999-18779; Instrument #1999-18780; Instrument #1999-18781; Instrument #1999-18782; Instrument #1999-18783; Instrument #1999-18784; Instrument #1999-18785; Instrument #1999-18786, in the office of the Judge of Probate of Shelby County, Alabama.
3. Less and except any part within Condemnation Case #19-278 and as recorded in Instrument #1993-3440; Instrument #1993-3441; Instrument #1993-3442, and Instrument #1993-8462, in the office of the Judge of Probate of Shelby County, Alabama.
4. Agreement between the City of Pelham and Colonial Pipe Line Company as recorded in Instrument #1999-5027, in the office of the Judge of Probate of Shelby County, Alabama.
5. Easements to Colonial Pipe Line Company as recorded in Deed Book 222, Page 826; Deed Book 222, Page 830; Deed Book 225, Page 741; Deed Book 268, Page 811, and terms and conditions contained in Real Volume 288, Page 944, in the office of the Judge of Probate of Shelby County, Alabama.
6. Right of Way to Shelby County as recorded in Deed Book 205, Page 90, in the office of the Judge of Probate of Shelby County, Alabama.
7. Title to all minerals within and underlying the Property, together with all mining rights and other rights, privileges and immunities relating thereto, together with any release of liability for injury or

in consideration of \$93,600.00
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damage to persons and property as a result of the exercise of such rights as recorded in Deed Book 160, Page 198, in the office of the Judge of Probate of Shelby County, Alabama.

8. Right of Way for Interstate Highway No. I-65, as set forth in Lis Pendes Book 5, Page 400, in the office of the Judge of Probate of Shelby County, Alabama.

9. Easement to Alabama Power Company as recorded in Deed Book 225, Page 232, Instrument #1999-22220 and Instrument #1999-22221, in the office of the Judge of Probate of Shelby County, Alabama.

10. Right of Way for Atlantic Coastline Railroad as recorded in Deed Book 36, Page 394; Deed Book 36, Page 453; Deed Book 36, Page 541; Deed Book 36, Page 566; Deed Book 40, Page 98; Deed Book 40, Page 488; Deed Book 41, Page 63; Deed Book, 41; Page 53; Deed Book 41, Page 315; Deed Book 46, Page 163; Deed Book 48, Page 400; Deed Book 0, Page 188; Deed Book 36, Page 256; Deed Book 36, Page 241 and Deed Book 36, Page 328, in the office of the Judge of Probate of Shelby County, Alabama.

11. Denial of all existing, future, or potential common law or statutory rights of access between subject property and I-65, in the office of the Judge of Probate of Shelby County, Alabama.

12. Right of Way to City of Pelham as recorded in Instrument #2001-12325 and Instrument #2001-12326, in the office of the Judge of Probate of Shelby County, Alabama.

13. Right of Way granted to Alabama Power Company by instrument(s) recorded in Deed Book 131, Page 192, in the office of the Judge of Probate of Shelby County, Alabama.

14. Right of Way to Shelby County, Alabama as recorded in Deed Book 300, Page 301, in the office of the Judge of Probate of Shelby County, Alabama.

TO HAVE AND TO HOLD the Property unto the Grantee and the Grantee's successors and assigns, forever.

AND Grantors do hereby represent and warrant and covenant with the Grantee, Grantee's successors and assigns, that Grantors are lawfully seized in fee simple of the Property; that the Property is free from all encumbrances other than the Permitted Encumbrances; that Grantors have a good right to sell and convey the same as aforesaid; that Grantors and Grantors' heirs, successors, and assigns will warrant and defend the same to the said Grantee, Grantee's successors and assigns, forever against the lawful claims of all persons whomsoever.

AND the said Grantors do further warrant unto the said Grantees that no portion of the property conveyed hereby constitutes the homestead of any of the Grantors or their spouses.

IN WITNESS WHEREOF, Grantors have executed this Deed on this 14th day of October, 2004.

GRANTORS:

Jean B. Barnes
JEAN B. BARNES

Rhett Goode Barnes III
RHETT GOODE BARNES, III

Rebecca Barnes Haney
REBECCA BARNES HANEY

Lisa Barnes Byal
LISA BARNES BYAL

Charles L. Wright Jr.
CHARLES LINDELL WRIGHT, JR.

Paul Barnes Wright
PAUL BARNES WRIGHT

Debra Sue Waters
DEBRA SUE WATERS

STATE OF Alabama)
COUNTY OF Jefferson)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Jean B. Barnes**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14th day of October, 2004.

Erica Shauling
NOTARY PUBLIC
My Commission expires: 2-20-08

STATE OF Alabama)
COUNTY OF Jefferson)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Rhett Goode Barnes, III**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14th day of October, 2004.

Erica Shouling
NOTARY PUBLIC
My Commission expires: 2-20-08

STATE OF Alabama)
COUNTY OF Jefferson)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Rebecca Barnes Haney**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14th day of October, 2004.

Erica Shouling
NOTARY PUBLIC
My Commission expires: 2-20-08

STATE OF Alabama)
COUNTY OF Jefferson)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Lisa Barnes Byal**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14th day of October, 2004.

Erica Shouling
NOTARY PUBLIC
My Commission expires: 2-20-08

STATE OF Alabama)
COUNTY OF Jefferson)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Charles Lindell Wright, Jr.**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14th day of October, 2004.

Erica Shouling
NOTARY PUBLIC
My Commission expires: 2-20-08

STATE OF Alabama)
COUNTY OF Jefferson)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Paul Barnes Wright**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14th day of October, 2004.

Erica Shouling
NOTARY PUBLIC
My Commission expires: 2-20-08

STATE OF TEXAS)
COUNTY OF TARRANT)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Debra Sue Waters**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 05 day of OCTOBER, 2004.

Carlos Flores
NOTARY PUBLIC
My Commission expires: 04/16/07