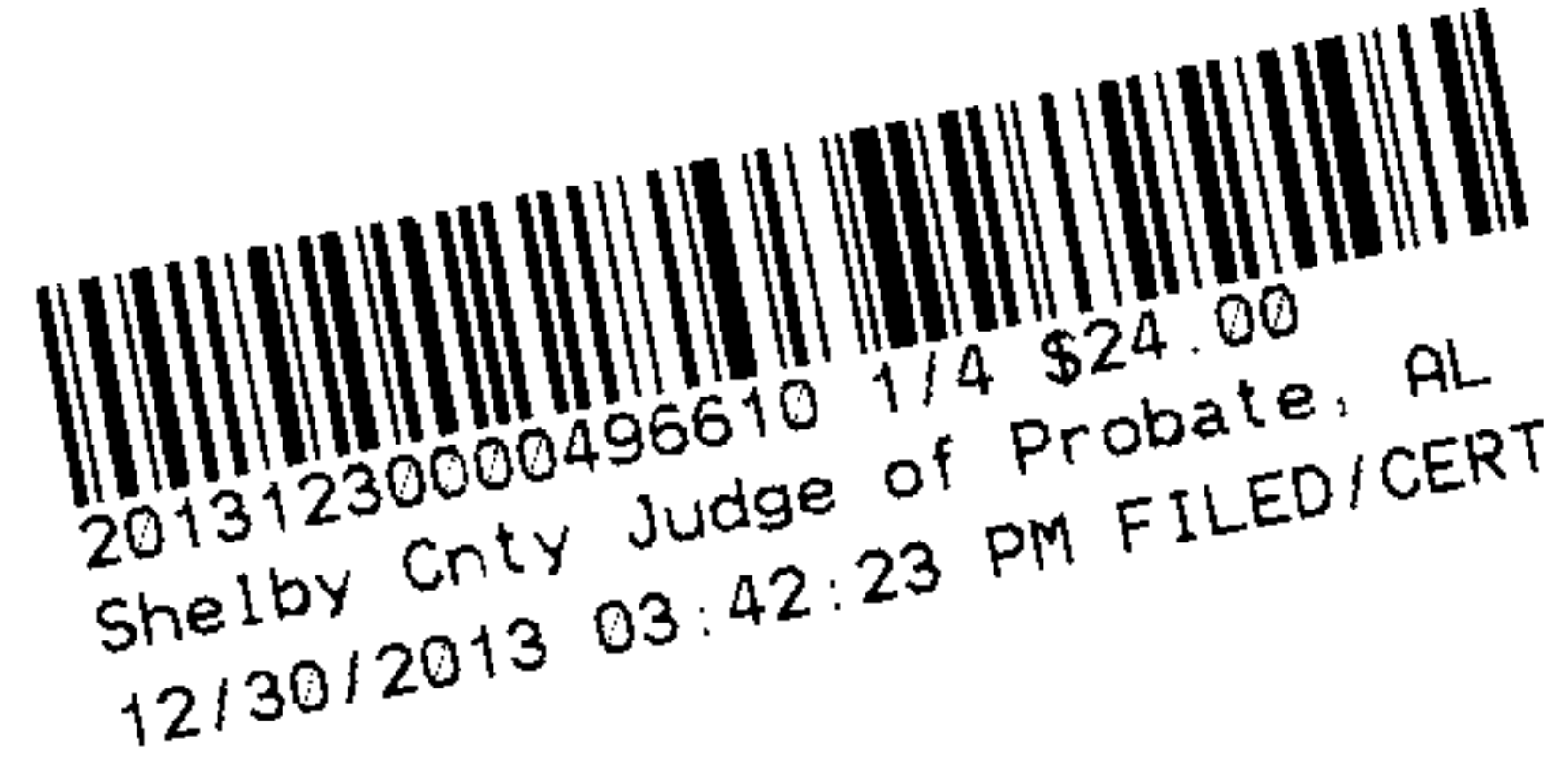


95009  
This instrument prepared by:

Stephen M. Lyons, III, Esq.  
Reed Smith LLP  
2500 One Liberty Place  
1650 Market Street, Suite 2500  
Philadelphia, PA 19103



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**STATUTORY WARRANTY DEED**

KNOW ALL MEN BY THESE PRESENTS: That for and in consideration of the sum of \$10.00, and other good and valuable consideration in hand paid to the undersigned, SPIRIT SPE PORTFOLIO 2012-5, LLC, a Delaware limited liability company, ("**Grantor**"), whose address is c/o Spirit Realty Capital, 16767 N. Perimeter Drive, Suite 210, Scottsdale, AZ 85260, Attention: Closing, by SPIRIT MASTER FUNDING VII, LLC, a Delaware limited liability company ("**Grantee**"), whose address is c/o Spirit Realty Capital, 16767 N. Perimeter Drive, Suite 210, Scottsdale, AZ 85260, Attention: Closing, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant, bargain, sell and convey unto Grantee, its successors and assigns, all of that certain real property situated in Shelby County, Alabama, described on **Exhibit A** hereto, together with (a) any and all improvements on such real property; (b) all fixtures affixed to such real property or any improvements thereon; (c) all mineral, oil and gas rights, water rights, sewer rights and other utility rights allocated to such real property; (d) all leases and rental agreements relating to the real property (and improvements thereon) or any portion thereof; and (e) all appurtenances, easements, licenses, privileges and other property interests belonging or appurtenant to such real property (the real property described on Exhibit A, and all of the foregoing items in clauses (a) through (e) above, now or hereafter existing, are referred to collectively as the "**Property**"), subject to current taxes and assessments, reservations in patents, all easements, rights-of-way, encumbrances, liens, covenants, conditions, restrictions, obligations, liabilities and other matters as may appear of record, and all matters which an accurate survey of the Property or a physical inspection of the Property would disclose.

For purposes of ad valorem tax approval only, the mailing address of the Property is 2020 Pelham Parkway, Pelham, AL 35124. The mailing address of the Grantee is c/o Spirit Realty Capital, 16767 N. Perimeter Drive, Suite 210, Scottsdale, AZ 85260, Attention: Closing.

TO HAVE AND TO HOLD to the said Grantee, its successors and assigns, forever.

IN WITNESS WHEREOF, the Grantor has caused this conveyance to be executed as of the 11 day of December, 2013.


**GRANTOR:**

**SPIRIT SPE PORTFOLIO 2012-5, LLC**, a Delaware limited liability company

By: Spirit SPE Manager, LLC, a Delaware limited liability company, its manager

By:   
Mark Manheimer, Senior Vice President

STATE OF ARIZONA                    )  
  ) SS  
COUNTY OF MARICOPA            )

  
20131230000496610 2/4 \$24.00  
Shelby Cnty Judge of Probate, AL  
12/30/2013 03:42:23 PM FILED/CERT

I, the undersigned, hereby certify that Mark Manheimer, whose name as Senior Vice President of Spirit SPE Manager, LLC, a Delaware limited liability company and manager of Spirit SPE Portfolio 2012-5, LLC, a Delaware 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 officer of Spirit SPE Manager, LLC, and with full authority, executed the same voluntarily for and as the act of said limited liability company, acting in its capacity as manager of Spirit SPE Portfolio 2012-5, LLC, as of the date hereof.

Given under my hand this 11 day of December, 2013.



  
Printed Name: Joanne K. Clark  
Notary Public, Maricopa County, Arizona

My Commission Expires: 11/5/17

Return to: Brandon Grajewski  
First American Title Insurance Co.  
2425 E. Camelback Rd., Ste 300  
Phoenix, AZ 85016  
635284AL19



**Exhibit A**  
**Legal Description**

**PELHAM - 2020 Pelham Parkway, Pelham, AL**


A parcel of land situated in the Northeast  $\frac{1}{4}$  of Section 36, Township 19 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:  
Commence at the Northeast corner of said Section 36; thence run South along the East line of said Section 36, a distance of 266.80 feet; thence turn 117 degrees 40 minutes 00 seconds right and run northwesterly 165.21 feet to a point on the westerly right of way line of U.S. Highway 31; thence turn 110 degrees 54 minutes 05 seconds left to the tangent of a curve to the left, said curve having a radius of 1752.68 feet and run along the arc of said curve and said road right of way, 86.93 feet to a point; thence turn 90 degrees 00 minutes 00 seconds left from the tangent to said curve at said point and run easterly along said road right of way 15.00 feet; thence turn 90 degrees 00 minutes 00 seconds right to the tangent of a curve to the left, said curve having a radius of 1737.68 feet and run along the arc of said curve and said road right of way, 189.15 feet to the point of beginning; thence continue along the last described course and along said road right of way, 113.00 feet to a point; thence turn 82 degrees 08 minutes 35 seconds right from the tangent to said curve at said point and run southwesterly 211.53 feet; thence turn 90 degrees 00 minutes 00 seconds right and run northwesterly, 177.28 feet; thence turn 105 degrees 57 minutes 15 seconds right and run 239.84 feet to the point of beginning.

Now Known As: Lot 2, according to Dinsmore Resurvey, as recorded in Map Book 26, Page 94, in the Probate Office of Shelby County, Alabama.

Together with easements contained in that certain Declaration of Easements and Restrictions and Joint Maintenance Agreement by J. Wilson Dinsmore, dated May 21, 1998, recorded in Instrument # 1998-20066.

Together with easements contained in those certain Declaration of Easements for Joint Access, Drainage Pipe, Sewer Pipe and Construction/Maintenance/Repair of Retaining Wall by J. Wilson Dinsmore, R-K-M Bama, Inc., and North Pelham, LLC, recorded in Instrument # 1997-27813 and Instrument # 1997-29355.

APN: 11-7-36-1-001-015.004

  
20131230000496610 3/4 \$24.00  
Shelby Cnty Judge of Probate, AL  
12/30/2013 03:42:23 PM FILED/CERT

P0002454

# Real Estate Sales Validation Form

*This Document must be filed in accordance with Code of Alabama 1975, Section 40-22-1*

Grantor's Name Spirit SPE Portfolio 2012-5, LLC  
Mailing Address c/o Spirit Realty Capital, Attn: Closing  
16767 N. Perimeter Drive, Suite 210  
Scottsdale, AZ 85260

Grantee's Name Spirit Master Funding VII, LLC  
Mailing Address c/o Spirit Realty Capital, Attn: Closing  
16767 N. Perimeter Drive, Suite 210  
Scottsdale, AZ 85260

Property Address 2020 Pelham Parkway  
Pelham, AL 35124  
Shelby County

Date of Sale December 23, 2013  
Total Purchase Price \$                     

or  
Actual Value \$ 1,600,000.00

or  
Assessor's Market Value \$                     



20131230000496610 4/4 \$24.00  
Shelby Cnty Judge of Probate, AL  
12/30/2013 03:42:23 PM FILED/CERT

The purchase price or actual value claimed on this form can be verified in the following documentary evidence: (check one) (Recordation of documentary evidence is not required)

☐ Bill of Sale  
☐ Sales Contract  
☐ Closing Statement  
☒ Appraisal  
☐ Other

If the conveyance document presented for recordation contains all of the required information referenced above, the filing of this form is not required.

## Instructions

Grantor's name and mailing address - provide the name of the person or persons conveying interest to property and their current mailing address.

Grantee's name and mailing address - provide the name of the person or persons to whom interest to property is being conveyed.

Property address - the physical address of the property being conveyed, if available.

Date of Sale - the date on which interest to the property was conveyed.

Total purchase price - the total amount paid for the purchase of the property, both real and personal, being conveyed by the instrument offered for record.

Actual value - if the property is not being sold, the true value of the property, both real and personal, being conveyed by the instrument offered for record. This may be evidenced by an appraisal conducted by a licensed appraiser or the assessor's current market value.

If no proof is provided and the value must be determined, the current estimate of fair market value, excluding current use valuation, of the property as determined by the local official charged with the responsibility of valuing property for property tax purposes will be used and the taxpayer will be penalized pursuant to Code of Alabama 1975 § 40-22-1 (h).

I attest, to the best of my knowledge and belief that the information contained in this document is true and accurate. I further understand that any false statements claimed on this form may result in the imposition of the penalty indicated in Code of Alabama 1975 § 40-22-1 (h).

Date 12/11/13

☒ Unattested

[Signature]  
(verified by)

Print Spirit Master Funding VII, LLC, By: Spirit SPE Manager, LLC, man

Sign By: [Signature], Theresa Esparza  
(Grantor/Grantee/Owner/Agent) circle one

Form RT-1