

Grantee's Address:
Attn: Danielle Spehar, Esq.
70 East Long Lake Road
Bloomfield Hills, Michigan 48304

This instrument prepared by
and when recorded return to:
Max A. Mittleman, Esq.
Jaffe, Raitt, Heuer & Weiss
27777 Franklin Road, Suite 2500
Southfield, Michigan 48034

SEND TAX BILLS TO
Circle K Stores Inc.
1100 Situs Court, Suite 100
Raleigh, North Carolina 27606

STATE OF ALABAMA)
SHELBY COUNTY)

NC1036851

WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS, that in consideration of One Hundred and NO/100 Dollars (\$100.00) and other good and valuable consideration paid to the undersigned, **JJMEE, LLC**, a Georgia limited liability company, as to an undivided 1/2 interest and **LARRY C. MARTIN** as **PLAN ADMINISTRATOR (TRUSTEE)** of the **MARTIN GRANTOR TRUST**, created under **LARRY C. MARTIN'S PLAN OF REORGANIZATION DATED AUGUST 24, 2014**, and **LARRY C. MARTIN**, an individual, as to an undivided 1/2 interest (collectively, the "Grantor"), and by **AGREE CONVENIENCE NO. 1, LLC**, a Delaware limited liability company, whose address is 70 East Long Lake Road, Bloomfield Hills, Michigan 48304, Attn: Danielle Spehar, Esq. (the "Grantee"), the receipt of which is hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantee the real estate situated in Houston County, Alabama and particularly described on **Exhibit A** attached hereto and incorporated herein by this reference.

Together with all improvements thereon and the rights, tenements, hereditaments and appurtenances thereto belonging or in any way appertaining.

This conveyance is made subject to the matters set forth on **Exhibit B** attached hereto and incorporated herein by this reference (the "Permitted Exceptions").

Grantor does covenant with said Grantee, and the successors, legal representatives and assigns of Grantee that it is lawfully seized in fee simple of said real estate, and that Grantor shall warrant and forever defend the right and title to said real estate unto Grantee, and the successors, legal representatives and assigns of Grantee, against the lawful claims of all persons.

The drafters of this deed, by virtue of its preparation, make no representations whatsoever regarding the status of title, encroachments, acreage, easements or other access, or the accuracy of the boundary calls for the real property described herein, this instrument being prepared solely from the directions, metes and bounds description and other information provided by the Grantor and the Grantee named in this deed.

TO HAVE AND TO HOLD said real estate and related rights unto the Grantee and its successors and assigns, forever.

[Signature Page Follows]

[Signature Page to Warranty Deed – Pelham, Alabama – Circle K]

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed this 29th day of January, 2021.

GRANTOR:

JJGMEE, LLC,
a Georgia limited liability company

By: [Signature]
Name: Jarrett E. Shadday
Its: Operating Manager

STATE OF GEORGIA)
COUNTY OF FLOYD)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Jarrett E. Shadday, whose name as the Operating Manager of JJGMEE, LLC, a Georgia limited liability company, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this date, that being informed of the contents of the conveyance he, as such Operating Manager and with full authority, executed the same voluntarily for and as the act of said limited liability company, acting in its capacity as Operating Manager, as aforesaid.

Given under my hand and official seal this 27 day of January, 2021.

[Signature]
Notary Public

My commission expires: 7-17-2022

AFFIX SEAL

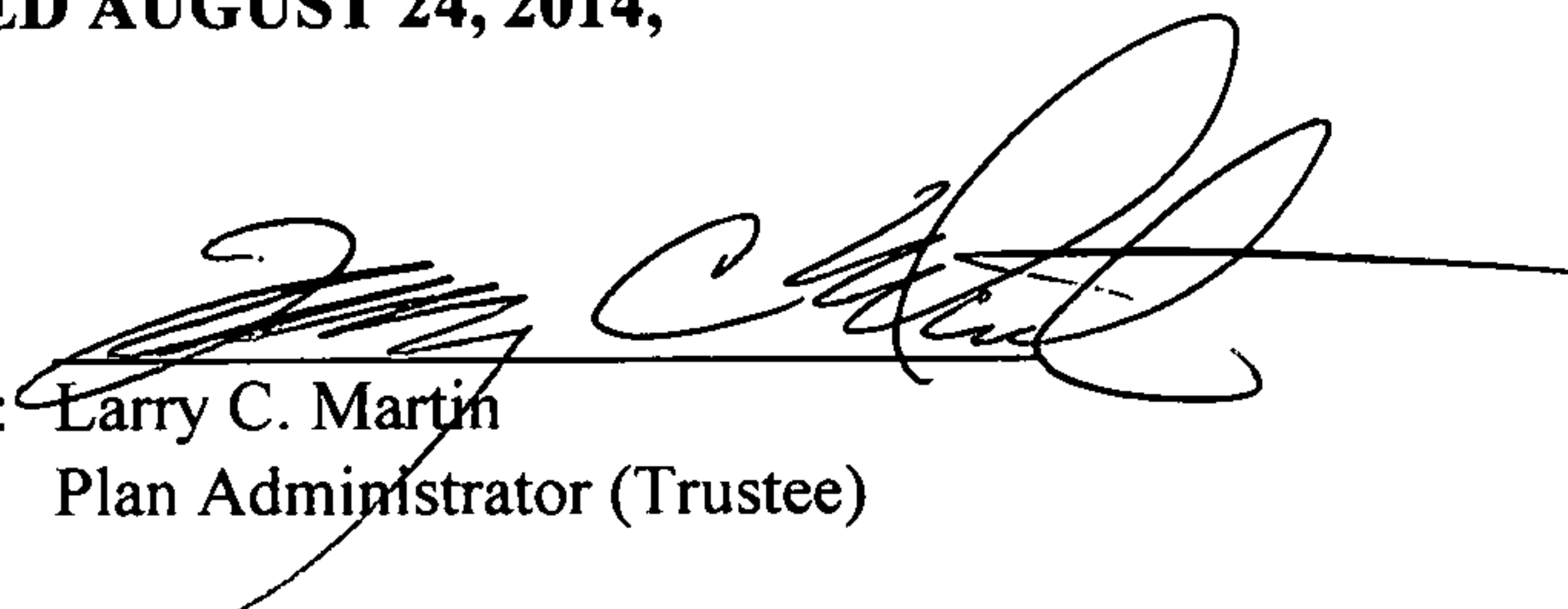
[Signatures Continue on the Following Page]



[Signature Page to Warranty Deed – Pelham, Alabama – Circle K]

GRANTOR:

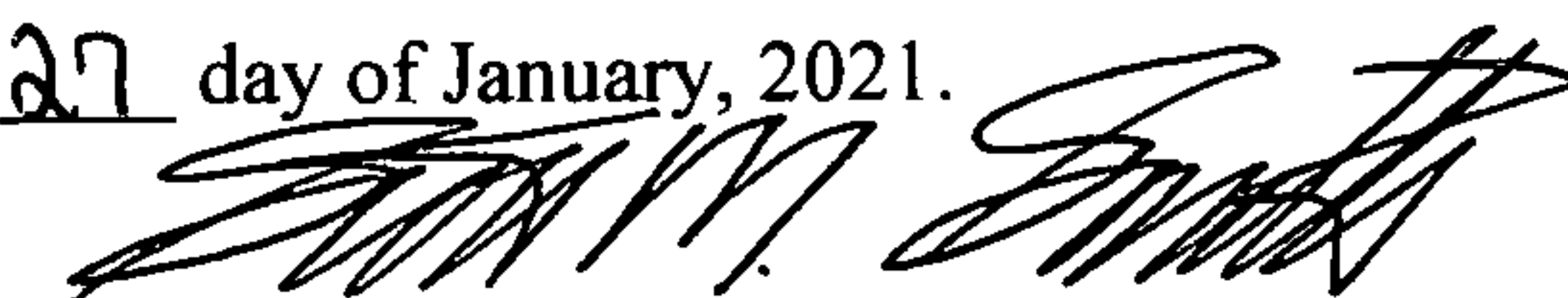
LARRY C. MARTIN as PLAN ADMINISTRATOR (TRUSTEE) of the MARTIN GRANTOR TRUST, created under LARRY C. MARTIN'S PLAN OF REORGANIZATION DATED AUGUST 24, 2014,

By: 
Name: Larry C. Martin
Its: Plan Administrator (Trustee)

STATE OF GEORGIA)
COUNTY OF FLOYD)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Larry C. Martin, whose name as the Plan Administrator (Trustee) of the Martin Grantor Trust, created under Larry C. Martin's Plan of Reorganization dated August 24, 2014, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this date, that being informed of the contents of the conveyance he, as such Trustee and with full authority, executed the same voluntarily for and as the act of said trust, acting in its capacity as Trustee, as aforesaid.

Given under my hand and official seal this 27 day of January, 2021.


Notary Public

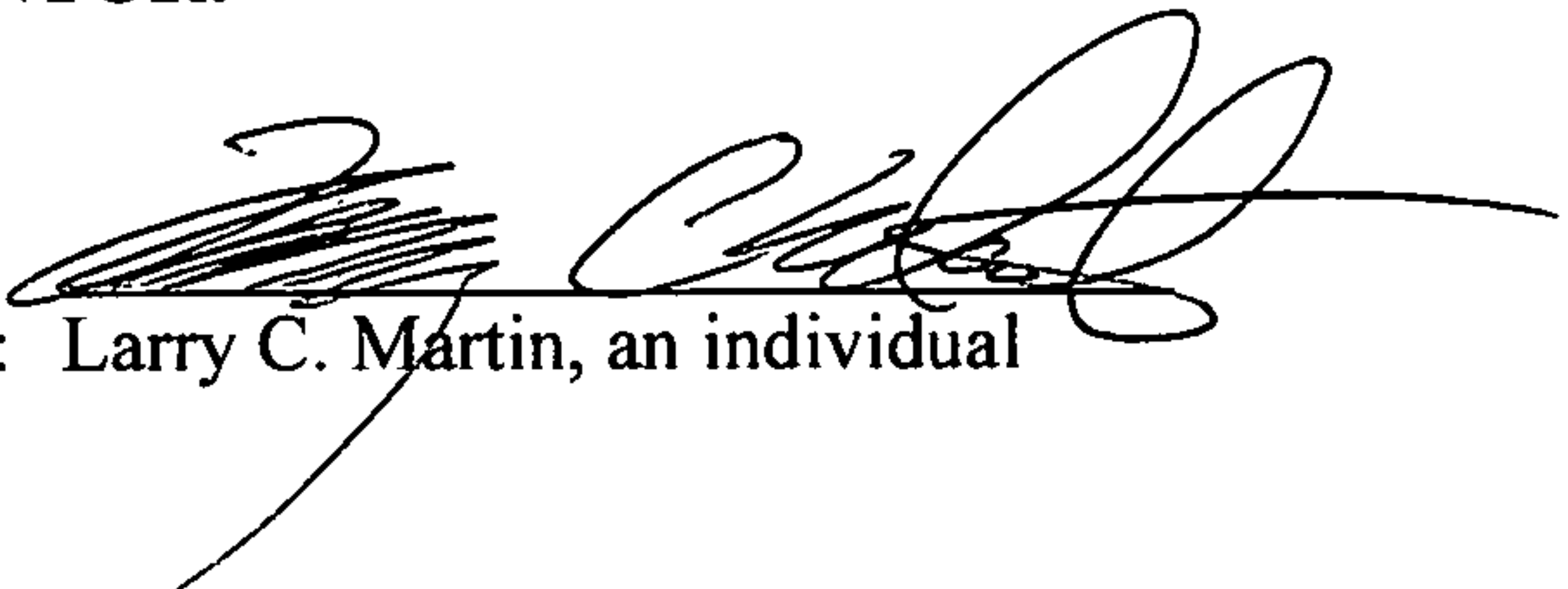
My commission expires: 7-17-2022

AFFIX SEAL



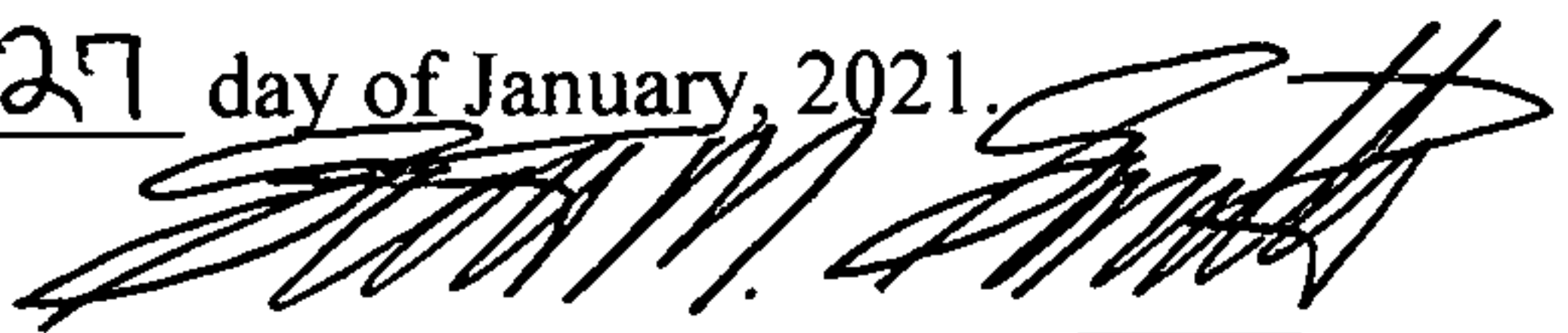
[Signature Page to Warranty Deed – Pelham, Alabama – Circle K]

GRANTOR:

By: 
Name: Larry C. Martin, an individual

STATE OF GEORGIA)
COUNTY OF FLOYD)

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

Given under my hand and official seal this 27 day of January, 2021. 

Notary Public

My commission expires: 7-17-2022

AFFIX SEAL



EXHIBIT A

Legal Description

COMMENCE AT THE SOUTHWEST CORNER OF THE NORTHEAST 1/4 OF THE SOUTHEAST 1/4, SECTION 31, TOWNSHIP 19 SOUTH, RANGE 2 WEST AND RUN NORTH 00 DEGREES 04 MINUTES 56 SECONDS EAST ALONG THE WEST LINE OF THE NORTHEAST 1/4 OF THE SOUTHEAST 1/4 A DISTANCE OF 541.25 FEET; THENCE RUN NORTH 55 DEGREES 42 MINUTES 20 SECONDS EAST A DISTANCE OF 600.66 FEET, MORE OR LESS, TO AN EXISTING CAPPED IRON MARKED SURVCONN9049 AND THE POINT OF BEGINNING, SAID POINT BEING ON THE NORTHWESTERLY RIGHT OF WAY LINE OF ALABAMA HIGHWAY #119 AND THE PAVED SERVICE ROAD ALONG SAID HIGHWAY. FROM SAID POINT OF BEGINNING CONTINUE NORTH 55 DEGREES 42 MINUTES 20 SECONDS EAST ALONG SAID RIGHT OF WAY LINE A DISTANCE OF 130.65 FEET TO AN IRON WESTERLY RIGHT OF WAY LINE OF I-65 AND THE PAVED SERVICE ROAD ALONG SIDE SAID I-65; THENCE RUN NORTH 05 DEGREES 49 MINUTES 19 SECONDS EAST ALONG SAID RIGHT OF WAY LINE A DISTANCE OF 350.00 FEET TO AN EXISTING PK NAIL IN ASPHALT ON THE SOUTHEASTERLY RIGHT OF WAY LINE OF CAHABA VALLEY PARKWAY EAST; THENCE RUN SOUTH 66 DEGREES 06 MINUTES 04 SECONDS WEST ALONG SAID RIGHT OF WAY LINE A DISTANCE OF 424.84 FEET TO AN EXISTING CAPPED IRON MARKED CA0010, SAID POINT BEING NORTH 59 DEGREES 47 MINUTES 18 SECONDS EAST, A DISTANCE OF 269.18 FEET FROM THE MOST NORTHERLY CORNER OF LOT C-2 OF THE CAHABA VALLEY PARK NORTH AS RECORDED IN MAP BOOK 13, PAGE 140, SHELBY COUNTY PROBATE OFFICE; THENCE RUN SOUTH 44 DEGREES 27 MINUTES 33 SECONDS EAST A DISTANCE OF 349.80 FEET TO THE POINT OF BEGINNING.

SAID PARCEL OF LAND BEING A PORTION OF THE NORTHEAST 1/4 OF THE SOUTHEAST 1/4, SECTION 31, TOWNSHIP 19 SOUTH, RANGE 2 WEST AND BEING THE SAME PROPERTY AS DESCRIBED IN DEED BOOK 2001-49861, SHELBY COUNTY PROBATE OFFICE, LYING AND BEING IN THE CITY OF PELHAM, SHELBY COUNTY, ALABAMA.

EXHIBIT B

Permitted Exceptions

1. Taxes and assessments for the year 2021 and subsequent years are a lien not yet due and payable.
2. Any claims to (a) ownership of or rights to minerals and similar substances, including but not limited to ores, metals, coal, lignite, oil, gas, uranium, clay, rock, sand, and gravel located in, on, or under the Land or produced from the Land, whether such ownership or rights arise by lease, grant, exception, conveyance, reservation, or otherwise; and (b) any rights, privileges, immunities, rights of way, and easements associated therewith or appurtenant thereto, whether or not the interests or rights expedited in (a) or (b) appear in the Public Records or are shown in Schedule B.
3. Right of way granted to Alabama Power Company as set out in instrument(s) recorded in Deed Book 101, Page 521; Deed Book 113, Page 281, and Deed Book 118, Page 29.
4. Denial of all existing, future, or potential common law or statutory rights of access between the Land and I-65.
5. Reservations, restrictions, conditions and release of damages set forth in the Warranty Deed recorded in Instrument # 20030423000250230.
6. Lease dated April 21, 2005 by Larry C. Martin and Jarrett E. Shadday, as landlord, and The Pantry, Inc., as tenant as disclosed by Memorandum of Lease recorded in Instrument #20060412000170310. Right of first refusal contained therein.
7. Any loss, damage or restriction in use arising out of environmental matters as disclosed by Environmental Covenant recorded in Instrument # 20120105000006320, in the Office of the Judge of Probate of Shelby County, Alabama, and the fact that some violation of environmental protection laws may have occurred.
8. Any rights, interests, or claims which may exist or arise by reason of the following facts shown on the ALTA/NSPS Land Title Survey dated November 19, 2020 and last revised 1/29/2021 prepared by Buckley Blew, on behalf of Blew & Associates, P.A. for AEI Consultants, as Job Number 20-5803:
 - a) two manholes and one sanitary manhole on easterly portion of the Land without the benefit of recorded easements.
9. UCC Financing Statement naming D & D Oil Co., Inc., as Debtor, and Cat Scale Company, as Secured Party, recorded in Instrument #20030519000311760.

As affected by UCC Financing Statement Amendments recorded in Instrument # 20050712000349880; Instrument # 20051129000614710; Instrument # 2008010800009390; Instrument # 20121213000477500, and Instrument # 20171227000460480.

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

Grantor's Name JJG MEE, LLC (1/2 interest) and Grantee's Name Agree Convenience No. 1, LLC
Mailing Address Larry C. Martin (1/2 interest) Mailing Address 70th East Long Lake Rd.
204 Houston Mill Rd Bloomfield Hills, MI 48304
Rome, GA 30161

Property Address 715 Cahaba Valley Rd. Date of Sale 1/29/2021
Pelham, AL 35124 Total Purchase Price \$ 4,401,203.00
or
Actual Value \$ _____
or
Assessor's Market Value \$ _____

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 Appraisal
 Sales Contract Other
 Closing Statement

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 1/29/2021

Print Scott M. Smith

Sign [Signature]

Unattested

(Grantor/Grantee/Owner/Agent) circle one

(verified by)



Allen S. Boyd