Pelham, AL
Burns.sfg
SF:db 1/4/93

SHORT FORM GROUND LEASE

THIS INDENTURE OF GROUND LEASE, made on October 16, 1992 between **Guy L. Burns, a single man**, hereinafter called "Landlord", and **AutoZone, Inc., a Nevada corporation** with its principal offices in the City of Memphis, County of Shelby, State of Tennessee, hereinafter called "Tenant".

WITNESSETH:

For and in consideration of One Dollar ($1.00) and other valuable consideration paid and to be paid by the Tenant to the Landlord, the Landlord does demise and lease unto Tenant and the Tenant does lease and take from the Landlord upon the terms and conditions and subject to the limitations more particularly set forth in a certain Ground Lease Agreement between the Landlord and Tenant, bearing even date herewith, to which Ground Lease Agreement reference is hereby made for all the terms and conditions thereof, which terms and conditions are made a part hereof as fully and particularly as if set out verbatim herein, the premises situated in the City of Pelham, County of Shelby, State of Alabama, consisting of land, more particularly described on Exhibit "A" attached hereto and made a part hereof.

TO HAVE AND TO HOLD the above described premises unto the Tenant for a term of 20 years, commencing February 1, 1993 and ending January 31, 2013 unless modified as herein provided.

LANDLORD in said Lease Agreement has granted to Tenant certain rights to four (4) separate five (5) year renewal options which are exercisable by Tenant as provided in said Ground Lease.

LANDLORD has agreed with Tenant that any mortgage placed on the premises or to be placed on the premises shall provide for non-disturbance of Tenant in the event of foreclosure, provided Tenant shall not default in the performance of its obligations under said Ground Lease. Tenant has agreed that it will attorn to the Mortgagee in possession or the Purchaser at or in lieu of foreclosure provided its possession shall not be disturbed.

IN TESTIMONY WHEREOF, the above named Landlord and the above named Tenant have caused this instrument to be executed on the day and year set forth in said Ground Lease.

LANDLORD:

Guy L. Burns, a single man

Guy L Burns

TENANT:

AutoZone, Inc., a Nevada corporation

By: David W Burgoyne

Title: Reg. Real Estate Mgr.

By: _____

Title: Vice President

Prepared by:
James O. McClain, Attorney
AutoZone, Inc.
3030 Poplar Avenue
P. O. Box 2198
Memphis, TN 38101

After recording, return to:
Mike Riddle
Lawyers Title Insurance Corporation
Suite 330
2200 Woodcrest Place
Birmingham, AL 35209

Inst # 1993-03913

02/10/1993-03913
10:55 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 355.50

STATE OF ALABAMA)

SS.:

COUNTY OF JEFFERSON)

I, Mayo C. Crain, a Notary Public in and for such county and in said state, hereby certify that Guy L. Burns, a single man 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 coveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal of office this 1st day of January A.D. 1993.

Mayo C. Crain
Notary Public

My commission expires:
3-19-93

STATE OF TENNESSEE)

SS.:

COUNTY OF SHELBY)

I, Deana Barber, a Notary Public in and for such county and in said state, here by certify that David Bascom, and Lawrence L. Evans whose names as Reg. Real Estate Mgr. and Vice President of AutoZone, Inc., a Nevada corporation, are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, they, as such officers and with fully authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal of office this 5th day of January A.D. 1993.

Deana Barber
Notary Public

My commission expires: 9/17/96

DEANA BARBER NOTARY PUBLIC SHELBY COUNTY, TN

EXHIBIT "A"

SURVEYOR'S CERTIFICATE
NOVEMBER 3, 1992

STATE OF ALABAMA
SHELBY COUNTY

I, David L. Waldrep, a Registered Land Surveyor in the State of Alabama, hereby certify to Auto Zone Inc. and Lawyers Title Insurance Corporation, to the best of my knowledge and belief that the above is a true and correct copy of a survey, made in accordance with the requirements of the Minimum Technical Standards for Land Surveying in the State of Alabama, of a parcel of land situated in Section 25, Township 20 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:

Part of the Southwest of the Northwest of Section 25, Township 20 South, Range 3 West, Shelby County, Alabama, and being more particularly described as follows:

Commence at the Northwest corner of Section 25, Township 20 South, Range 3 West, Shelby County, Alabama, and run East along the North line of same 779.10 feet to a point; thence angle right 53°47' and run Southeasterly 111.50 feet to a point; thence angle right 20°42' and continue Southeasterly 1068.00 feet to a point; thence angle right 10°42' and continue Southeasterly 427.80 feet to an old rebar found, said rebar being the Northeasterly corner of a previous survey by Frank W. Wheeler; thence angle right 92°16'12" and run Southwesterly on the Westerly right-of-way of U.S. Highway #31 2.74 feet to a point on a curve to the right, said curve having a radius of 1810.08 feet and a central angle of 9°46'35", said point being the POINT OF BEGINNING of the herein described property; thence angle left 86°49'53" to the tangent of said point on curve and run Southwesterly along said right-of-way and arc of said curve 308.85 feet to a point on said curve on the Northerly side of Keystone Street; thence turn an interior angle of 100°43'54" from the tangent of said point on curve and run to the right in a Westerly direction along said Keystone Street 298.35 feet to a point; thence turn an interior angle of 94°19'48" and run to the right in a Northwesterly direction 294.11 feet to a point; thence turn an interior angle of 87°53' and run to the right in a Northeasterly direction 352.22 feet to the POINT OF BEGINNING, containing 2.2703 acres, more or less.

Inst # 1993-03913

02/10/1993-03913
10:55 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 355.50