

This Instrument Prepared By:
James F. Burford, III, Attorney at Law
Suite 200, 100 Vestavia Office Park
Birmingham, Alabama 35216

QUITCLAIM DEED

THE STATE OF ALABAMA)

SHELBY COUNTY)

KNOW ALL MEN BY THESE PRESENTS, That for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration in hand paid to the undersigned, DESTIN DEVELOPMENT CO., INC., a corporation (the Grantor), the receipt of which is hereby acknowledged, the undersigned hereby releases, quitclaims, grants, sells, and conveys to the CITY OF PELHAM, ALABAMA, (hereinafter called Grantee), all of its right, title, interest, and claim in or to the following described real estate, situated in Shelby County, Alabama, subject to the reservation of parking set out hereinbelow, to-wit:

See Exhibit "A", attached hereto and incorporated by reference herein for this legal description of property conveyed herein.

The property conveyed in this deed includes a 200 foot strip of land incorporated herein in said Exhibit "A" and a 100 foot strip of land running West from the West end of the property set out in Exhibit "A" to U.S. Highway 31, as set out in the plat, Exhibit "B", attached hereto and incorporated by reference herein.

The property conveyed in this deed is restricted in perpetuity in its use by the City of Pelham and its successors for use as a City Park, public road, and easement for all utilities, and related services and may not be sold or transferred by the Grantees herein. In the event the City of Pelham or its successors ceases using the property for a park for a period of one (1) year within twenty (20) years from the date of this deed, the property shall revert to the Grantor, its successors or assigns.

Grantor herein owns and operates the Oak Mountain Amphitheater (the "Amphitheater") which is located East of the property conveyed herein and is described on Exhibit "C" attached herein (the "Amphitheater Property"). In conjunction with the operation of the said Amphitheater, Grantor desires additional parking space for the patrons of the said Amphitheater.

The Grantor herein, for itself, its successors and assigns, reserves parking rights in the property set out in Exhibit "A", the terms and conditions of said reservation of parking rights are more particularly described as follows, to-wit:

1. Grantor reserves the exclusive right to park vehicles incident to the use and operation of the above Amphitheater and to charge patrons of the Amphitheater a fee to park and to utilize a portion of the demised property for festival and similar type events, use for events not to exceed 30 days for any one event.
2. Grantor shall have the right to park vehicles at any time and to charge a fee for parking to Amphitheater patrons three hours before, during and two hours after all activities incident to the use of the Amphitheater.

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3. Grantor shall post a notice on the parking area four hours before any parking rights by Grantor, which said notice shall state Grantor's intention to park vehicles with the starting time for the parking.
4. Grantor shall not park vehicles, allow vehicles to be parked or utilize the property for festival events and similar events that would in any way prevent emergency and/or other municipal vehicles from free movement, over and across the roadway presently existing on the property which is the subject of this conveyance.
5. In the event Grantor, its successors or assigns, shall cease using the property herein conveyed for parking for a period of 730 consecutive days, the right to park shall automatically terminate.
6. Nothing contained herein shall require the Grantor to operate an Amphitheater and the rights reserved herein shall enure to the benefit of any business operated by Grantor, its successors or assigns; any successor or assigns of Grantor shall utilize the parking rights reserved herein in the same manner as previously utilized by Grantor in its operation of an Amphitheater.
7. Grantor agrees to indemnify and save Grantee harmless from any liability for personal injury or property damage resulting from or during Grantor's use of the rights reserved herein and by these presents Grantor expressly assumes all such risks. Grantor further agrees to take out and maintain at its cost and expense public liability insurance in the amount of \$1,000,000.00 with Grantee as an additional named insured. Grantee will be supplied with a current copy of such policy at all times. Such insurance policy shall contain a clause which prohibits the cancellation thereof by the insurance company, Grantor or anyone, without prior written notice to Grantee. Grantor's rights to use the property for any purposes shall be suspended immediately if there is a lapse in such insurance coverage. If such lapse in coverage shall continue for sixty consecutive days, then all rights reserved to Grantor shall terminate.

This conveyance is subject to a right-of-way strip 60 feet wide conveyed immediately prior to the recording of this deed.

This property is intended as a gift to the City of Pelham.

By its signature to this instrument, the City of Pelham has examined this deed and has irrevocably agreed to accept this deed in its present form for the conveyance of the property as set out herein. The City of Pelham further directs that Cahaba Title, Inc., as Escrow Agent deliver this deed pursuant to the terms set forth in Escrow Agreement, dated the 9 day of August, 1992.

Subject to existing easements, restrictions, set-back lines, rights-of-ways, limitations, if any, of record.

TO HAVE AND TO HOLD to the said City of Pelham, its successors and assigns.

Given under our hands and seals this 20 day of ^{NOV}~~Aug~~, 1992.

DESTIN DEVELOPMENT CO., INC.

By:
Its:

[Signature]
CHAIRMAN of H. Board

ACCEPTED:

THE CITY OF PELHAM, ALABAMA

By:
Its:

Bobby Hayes
Mayor

STATE OF Florida)

COUNTY OF Okaloosa)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Robert D. Bonazzi, whose name as Chairman President of DESTIN DEVELOPMENT CO., INC., a corporation, 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 said conveyance, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and seal this 1st day of December, 1992.

Katharine D. Romano

Notary Public

My Commission Expires

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAR. 24, 1995
BONDED THRU GENERAL INS. UND.

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Bobby Hayes, whose name as Mayor of THE CITY OF PELHAM, ALABAMA, 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 said conveyance, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and seal this 20th day of November, 1992.

Anna Little Trester

Notary Public

My Commission Expires: 9/1/93

EXHIBIT "A"

The fee simple title under the 200-foot right-of-way conveyed by Mattie L. Johnson to the United States of America by Deed dated June 29, 1937 which Deed is recorded in the Office of the Judge of Probate of Shelby County, Alabama, in Book 103, Page 15, which 200-foot right-of-way is described in said Deed as follows:

A 200-foot right-of-way extending 100 feet on each side of the center line of the CCC Road and adjoining the east boundary line of the hereinbefore described property, which right-of-way is more particularly described as follows: Beginning at the northwest corner of Section 6, Township 20 South, Range 2 West, thence along the north boundary line of said Section 6, S. 89 degrees 28' E. for a distance of 2672.00 feet to the northeast corner of the NE 1/4 of the NW 1/4 of said Section 6, thence 86 degrees 58' to the right of S. 2 degrees 30' E. and along the east boundary line of said NE 1/4 of the NW 1/4 of Section 6, for a distance of 192.63 feet to the point of beginning for this conveyance. Thence 54 degrees 00' to the right or S. 51 degrees 00' W. for a distance of 1468.80 feet to the point of intersection with the east boundary line of the 6.64 acre tract above described. Thence along said east boundary line 45 degrees 30' to the right or S. 5 degrees 30' W. for a distance of 159.66 feet to the point of tangency of a 4 degrees 45'33" curve of the following characteristics: Delta angle 5 degrees 49'30", radius 1204.70 feet, tangent distance 61.25 feet, length 122.50 feet. Thence to the right along said curve and along said east boundary line 122.50 feet to a point on curve, the total deflection angle being 2 degrees 54'45" to the right and the line of tangent ahead being 2 degrees 54'45" to the right or S. 11 degrees 19'30" W. thence to the left 140 degrees 19'30" off the tangent or N. 51 degrees 00' E. for a distance of 1532.84 feet to a point on the east boundary line of said NE 1/4 of the NW 1/4 of Sec. 6, thence 54 degrees 00' to the left or N. 2 degrees 30' W. and along said east boundary line of the NE 1/4 of the NW 1/4 of Section 6, 247.20 feet to the point of beginning of the conveyance.

"The hereinbefore described property" and "the 6.46 acre tract above-described" as set forth in the foregoing legal description both describe the first parcel contained in the Deed from Mattie L. Johnson to the United States of America which Deed is dated June 29, 1937 and is recorded in Book 103, Page 15 in the Office of the Judge of Probate of Shelby County, Alabama.

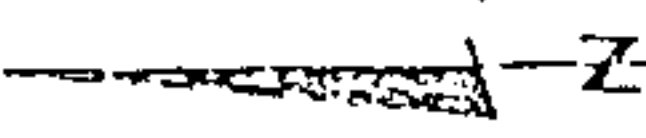
EXHIBIT B

100' STRIP

NOTE: ALL RIGHT OF WAYS ARE PROPOSED

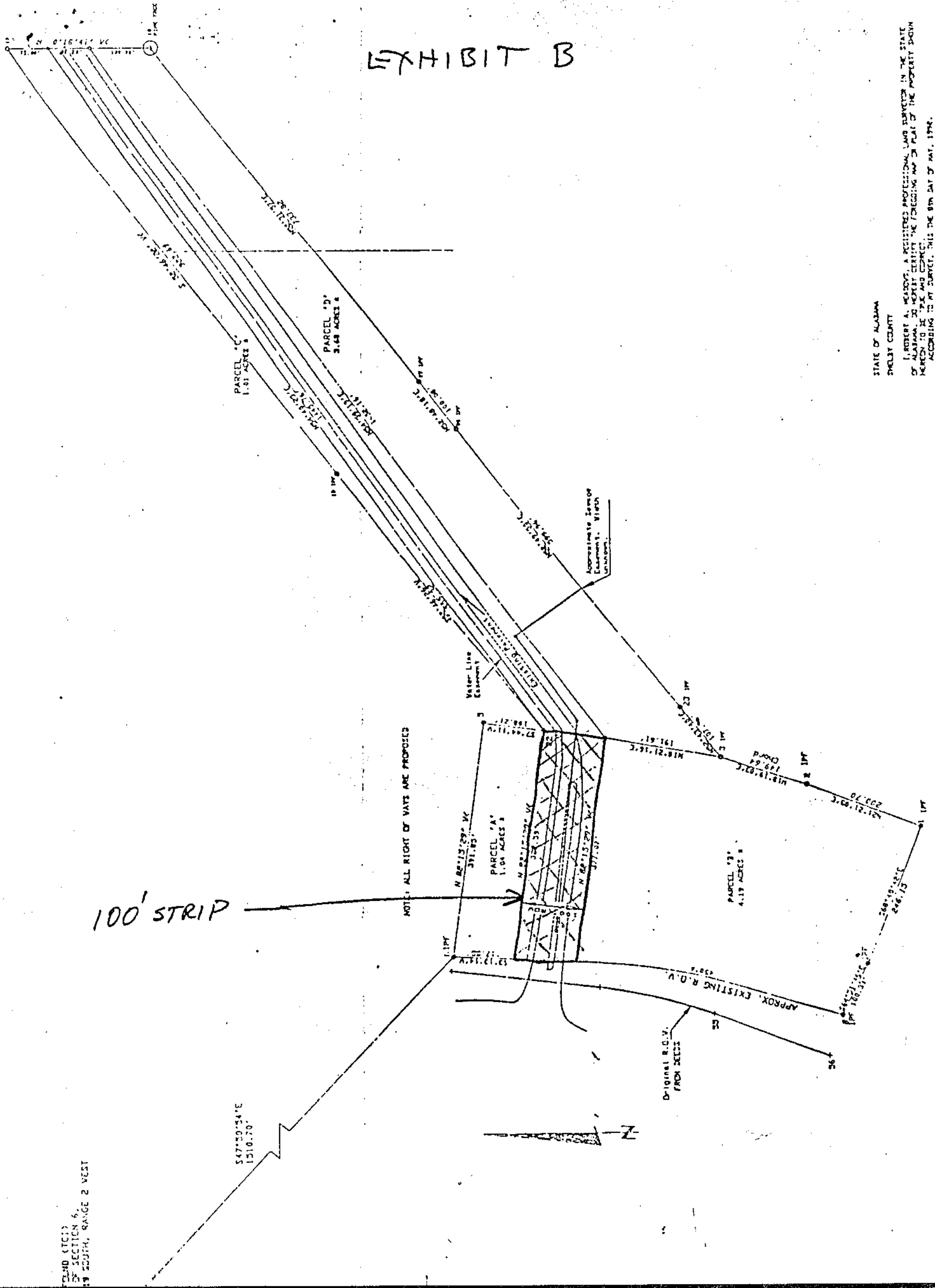
Original R.O.W.
FROM DEETS

PARCEL '3'
4.19 ACRES ±



S47°30'34"E
1510.70'

CLMD (TCL)
BY SECTION 6,
13 SOUTH, RANGE 2 WEST



STATE OF ALABAMA
SHELBY COUNTY

I, ROBERT A. WEAVER, A REGISTERED PROFESSIONAL LAND SURVEYOR IN THE STATE OF ALABAMA, DO HEREBY CERTIFY THE FOREGOING MAP IS A TRUE AND CORRECT REPRESENTATION OF THE SURVEY, THIS THE 8TH DAY OF MAY, 1998.

Robert A. Weaver
Surveyor
ALABAMA
SHELBY COUNTY

PARCEL A

A parcel of land situated in the SW1/4 of the SE1/4 of Section 31, Township 19 South, Range 2 West, being more particularly described as follows:

Beginning at the Southwest corner of the SW1/4 of the SE1/4 of Section 31 Township 19 South, Range 2 West and run East along the South line of the SW1/4 of the SE1/4 907.96 feet to a point on the Northwestern right of way line of Amphitheater Road; thence 50 degrees 13 minutes to the left and run North-easterly along said right of way 119.08 feet to the P.C. (point of curve) of a curve to the right having a radius of 694.30 feet and a central angle of 57 degrees 49 minutes 39 seconds; thence run in the arc of said curve to the right and along the Northwestern right of way 700.74 feet to a point; thence 130 degrees 36 minutes 34 seconds to the left (angle measured to tangent) and run Northwesterly 439.25 feet to a point in Cahaba Valley Creek; thence 36 degrees 50 minutes to the left and run along the meandering centerline of Cahaba Valley Creek 1723.85 feet to a point on the West line of the SW1/4 of the SE1/4 of Section 31, Township 19 South, Range 2 West, said meandering centerline being more particularly described as follows: from the afore-mentioned 36 degrees 50 minutes turn to the left, run Northwesterly 112.70 feet to a point; thence 15 degrees 54 minutes to the right and run Northwesterly 195.30 feet to a point; thence 27 degrees 30 minutes to the right and run Northwesterly 85.85 feet to a point; thence 37 degrees 11 minutes to the right and run Northeasterly 31.36 feet to a point; thence 68 degrees 36 minutes to the left and run Northwesterly 49.09 feet to a point; thence 58 degrees 55 minutes to the left and run Southwesterly 182.91 feet to a point; thence 18 degrees 53 minutes to the left and run Southwesterly 261.01 feet to a point; thence 23 degrees 04 minutes to the right and run Southwesterly 139.06 feet to a point; thence 10 degrees 15 minutes to the right and run Southwesterly 49.03 feet to a point; thence 01 degrees 09 minutes to the left and run Southwesterly 124.44 feet to a point; thence 08 degrees 58 minutes to the left and run Southwesterly 129.10 feet to a point; thence 04 degrees 02 minutes to the left and run Southwesterly 49.41 feet to a point; thence 11 degrees 36 minutes to the left and run Southwesterly 237.79 feet to a point; thence 34 degrees 33 minutes to the right and run Southwesterly 66.17 feet to the aforementioned point on the West line of the SW1/4 of the SE1/4 of said section; thence 87 degrees 40 minutes to the left and run South along the West line of said 1/4-1/4 section 304.20 feet to the point of beginning. Said Parcel A contains 20.66 acres, more or less.

PARCEL B:

Commence at the Southwest corner of the SW1/4 of the SE1/4 of Section 31, Township 19 South, Range 2 West and run East along the South line of the SW1/4 of the SE 1/4 907.96 feet to a point on the Northwestern right-of-way line of Amphitheater Road; thence 50 degrees 13 minutes to the left and run North-easterly along said right-of-way 119.08 feet to the P.C. (point of curve) of a curve to the right having a radius of 694.30 feet and a central angle of 57 degrees 49 minutes 39 seconds; thence run in the arc of said curve to the right and along the Northwestern right-of-way 700.74 feet to a point; thence 130 degrees 36 minutes 34 seconds to the left (angle measured to tangent) and run Northwesterly 439.25 feet to a point in Cahaba Valley Creek, said point being the point of beginning; thence 36 degrees 50 minutes to the left in a Northwesterly direction along the center of Cahaba Valley Creek a distance of 112.70 feet to a point; thence 15 degrees 54 minutes to the right in a Northwesterly direction along the center of Cahaba Valley Creek a distance of 195.30 feet to a point; thence 27 degrees 30 minutes to the right in a Northwesterly direction along the center of Cahaba Valley Creek a distance of 85.85 feet to a point; thence 37 degrees 11 minutes to the right in a Northerly direction along the center of Cahaba Valley Creek a distance of 31.36 feet to a point; thence 68 degrees 36 minutes to the left in a Northwesterly direction along the center of Cahaba Valley Creek a distance of 49.09 feet to a point; thence 58 degrees 55 minutes to the right in a Northeasterly direction a distance of 120.00 feet to a point; thence 04 degrees 14 minutes to the left in a North-easterly direction a distance of 124.07 feet to a point; thence 80 degrees 00 minutes to the right in a Southeasterly direction a distance of 484.75 feet (Dead) (484.00 Measured) to the point of beginning. Said Parcel B contains 0.84 acres, more or less.

PARCEL C

A parcel of land situated in the SW1/4 of the SE1/4 of Section 31, Township 19 South, Range 2 West, being more particularly described as follows: Commence at the SW corner of the SW1/4 of the SE1/4 of Section 31, Township 19 South, Range 2 West, and run North along the West line of said 1/4 1/4 Section a distance of 364.38 feet to a point on the centerline of Cahaba Valley Creek; said point being the point of beginning; thence S7°48' to the right in a Northeasterly direction along the centerline of said creek a distance of 68.17 feet to a point; thence S4°33' to the left in a Northeasterly direction continuing along the centerline of said creek a distance of 237.78 feet to a point; thence S1°38' to the right in a Northeasterly direction along said creek centerline a distance of 49.41 feet to a point; thence S5°05' to the left in a Northwesterly direction a distance of 410.32 feet to a point on the Southerly right of way line of Cahaba Valley Road; thence S8°05' to the left in a Southwesterly direction along the Southerly right of way line of Cahaba Valley Road a distance of 175.00 feet to a point on the west line of the SW1/4 of the SE1/4 of said section; thence S0°38' to the left in a Southerly direction along the west line of said 1/4-1/4 section a distance of 462.44 feet to the point of beginning. Said Parcel C contains 2.51 acres, more or less.

PARCEL D

A parcel of land situated in the SW1/4 of SE1/4 of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama lying South of Cahaba Valley Road (Hwy 310), being 15 feet wide running from the road right of way adjacent to the Western boundary of the property described in Deed Book 331, Page 243, a distance of 351.93 feet, more or less, to the centerline of Cahaba Valley Creek, whose Southeastern boundary line is common with the Northwestern boundary of the property previously conveyed to New Era Productions, Inc., in Real Record 034, Page 548, in the Probate Office of Shelby County, Alabama. Said Parcel D contains 0.12 acres, more or less.

With each of the above mentioned Parcels A, B, C and D being subject to Transmission line Permit to Alabama Power Company as shown by instrument recorded in Deed Book 101 Page 502; Deed Book 101, Page 504; Deed Book 121 Page 258 and Deed Book 143 Page 377 in Probate Office of Shelby County, Alabama.

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PARCEL E

Commence at a 3" capped pipe found in place at the Northeast corner of the NE 1/4 of NW 1/4, Section 8, T20S, R2W which is the point of beginning of the tract of land herein described; thence run Southerly along the East boundary line of said 1/4-1/4 Section a distance of 191.85 feet to a point on the Northwest right-of-way line of Amphitheater Road; thence continue along said 1/4-1/4 Section Line and the Easterly right-of-way line of said Amphitheater Road a distance of 82.21 feet to a point; thence turn an angle of 110 deg. 52 min. 20 sec. left to the tangent of a curve to the right; thence continue along said right-of-way line along said curve to the right (concave) southeasterly and having a radius of 547.21 feet a central angle of 10 deg. 10 min 47 sec.) for an arc distance of 97.22 feet to a point; thence continue along said right-of-way from the tangent of said curve a distance of 62.34 feet to a point; thence continue along said right-of-way along a curve to the right (concave southeasterly and having a radius of 605.21 feet and a central angle of 20 deg. 45 min. 59 sec.) for an arc distance of 219.54 feet to a point; thence continue along said right-of-way from the tangent of said curve a distance of 107.05 feet to a point; thence continue along said right-of-way along a curve to the left (concave Northwesterly and having a radius of 407.0 feet and a central angle of 48 deg. 50 min. 42 sec. for an arc distance of 308.12 feet to a point on the North boundary line of the NW1/4 of NE1/4 of said Section 8; thence turn an angle of 130 deg. 30 min. 00 sec. left from the tangent of said curve and run Westerly along said North boundary line a distance of 200.93 feet to the Point of Beginning. Said tract of land is lying in the NW1/4 of NE1/4, Section 8, T20S, R2W and contains 2.3 acres, more or less.

Said Parcel E is subject to the following:

1. Transmission line permit to Alabama Power Company as shown by instrument recorded in Deed Book 101, Page 504 in said Probate Office.
2. Right-of-way granted to Healey Telephone Cable Co. by instrument recorded in Deed Book 00, Page 37 in said Probate Office.