

11,288,000.00

THIS INSTRUMENT PREPARED BY:

Bradley G. Siegal
Leitman, Siegal & Payne, P.C.
600 North 20th Street, Suite 400
Birmingham, Alabama 35203

SEND TAX BILL TO:

SUSA PARTNERSHIP, L.P.
6075 Poplar Avenue
Suite 229
Memphis, Tennessee 38119

LIMITED WARRANTY DEED

STATE OF ALABAMA)

9 6 1 3 / 5 8 4 5

SHELBY COUNTY)

Inst # 1997-01439

KNOW ALL MEN BY THESE PRESENTS, That for and in consideration of the sum of Ten and No/100 Dollars (\$10.00), in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, COLONIAL REALTY LIMITED PARTNERSHIP, a Delaware limited partnership ("Grantor"), has bargained and sold and by these presents does transfer and convey unto SUSA PARTNERSHIP, L.P., a limited partnership ("Grantee"), Grantee's successors and assigns, that certain tract or parcel of land in Shelby County, State of Alabama described on Exhibit "A", which is attached hereto and incorporated herein by reference. Such property is herein referred to as the "Property."

This conveyance of the Property and the covenants and warranties contained herein are made expressly subject to the matters set forth on Exhibit "B" which is attached hereto and incorporated herein by reference as well as to all taxes for the year 1996 and subsequent years not yet due and payable.

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

This is a limited warranty deed. Grantor's only warranties hereunder are that this deed is executed and delivered with full authority of Grantor; that Grantor warrants that it has done nothing to adversely affect title since title was placed in its name, and that the Property is free from all encumbrances made or suffered by Grantor except to the extent otherwise set forth herein. No other warranties, express, implied or created by statute are included in this deed, and the Property is sold "as-is."

IN WITNESS WHEREOF, the said Grantor, by its general partner who is duly authorized to execute this conveyance, hereto sets its signature and seal this the 12th day of November, 1996.

bgs\cpi\meadowbk\storUSA\ltdwarr.ded 11/11/96

Inst # 1997-01439

01/15/1997-01439
08:40 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 1304.00

COLONIAL REALTY LIMITED PARTNERSHIP,
a Delaware limited partnership

By: Colonial Properties Holding Company, Inc.
Its: General Partner

By: Thomas M. Zou
Its: Sr. Vice President

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public, in and for said County, in said State, hereby certify that Thomas M. Zou, whose name as Sr. Vice President of Colonial Properties Holding Company, Inc., general partner of Colonial Realty Limited Partnership, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation in its capacity as general partner as aforesaid.

Given under my hand and official seal this 12th day of November, 1996.

James L. Epperson
Notary Public
My Commission Expires JANUARY 15, 2001

EXHIBIT "A"

A parcel of land situated in the NW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 32, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Begin at the northwest corner of said $\frac{1}{4}$ - $\frac{1}{4}$ Section and run in a southerly direction along the west line of said $\frac{1}{4}$ - $\frac{1}{4}$ Section for a distance of 415.26 feet (formerly 417.60 feet) to a point; thence turn an angle to the left of $89^{\circ}55'20''$ (formerly $90^{\circ}00'00''$) and run in an easterly direction for a distance of 222.14 feet (formerly 222.61 feet) to a point; thence turn an angle to the left of $68^{\circ}43'14''$ (formerly $68^{\circ}28'17''$) and run in a northeasterly direction for a distance of 455.48 feet (formerly 454.46 feet) to a point on the north line of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence turn an angle to the left of $112^{\circ}37'42''$ (formerly $112^{\circ}17'13''$) and run in a westerly direction along said north line for a distance of 389.11 feet (formerly 389.42 feet) to the Point of Beginning.

Together with those certain easements recorded in Real 79, page 889, Real 79, page 890 and Real 79, page 896.

EXHIBIT "B"

PERMITTED EXCEPTIONS

1. Taxes and assessments for the year 1997, and subsequent years, which are not yet due and payable. Tax information has been based on the present assessment roles, but is subject to any future adjustments that may be made by either the Tax Assessor or the Board of Equalization of Shelby County, Alabama.
2. Access and other easements and rights recorded in Real 79, page 889 in the Probate Office of Shelby County, Alabama.
3. Terms and conditions of that certain Sign Easement and other easements and rights recorded in Real 79, page 890 in the Probate Office of Shelby County, Alabama.
4. Right of Way granted to Alabama Power Company by instrument recorded in Volume 109, page 499 and Volume 239, page 214, in the Probate Office of Shelby County, Alabama. Policy to be issued will contain the following language: Based on the survey of Bock & Clark's National Surveyors Network dated October 11, 1996 the buildings and driveway do not encroach upon the right of way and the right of way does not restrict or interfere with the physical use of same.
5. Terms and conditions of that certain Agreement between Southern Ready Mix and Cross & Kimbrell Partnership, recorded in Real 79, page 896 in the Probate Office of Shelby County, Alabama.

State of Alabama
Jefferson County

I, the Undersigned, as Judge of the Court of Probate, in and for said County, in said State, hereby certify that the foregoing is a full, true and correct copy of the instrument with the filing of same as appears of record in this office in Vol. 9613 Record of 5845 on page 5845.
Given under my hand and official seal, this the 14th day of Jan 1997.

Michael F. Bolin
Judge of Probate

State of Alabama - Jefferson County

I certify this instrument filed on:

1996 NOV 18 A.M. 09:54

Recorded and \$	1,288.00	Mtg. Tax
and \$	12.00	Deed Tax and Rec Amt
\$		Total \$ 1,300.00

GEORGE R. REYNOLDS, Judge of Probate



9613/5845

Inst # 1997-01439

01/15/1997-01439
08:40 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 RCD 1304.00