

Send Tax Notice To:
Helena Marketplace, L.L.C.
100 Centerview Drive
Suite 120
Birmingham, Alabama 35216

This Instrument prepared by:
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2204 Lakeshore Drive, Suite 130
Birmingham, Alabama 35209

STATE OF ALABAMA)
COUNTY OF SHELBY)

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS, that in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, to the undersigned Grantor, in hand paid by the Grantee herein, the receipt whereof is acknowledged, the undersigned, SOUTHMARK PROPERTIES, L.L.C., an Alabama limited liability company ("Grantor") does hereby grant, bargain, sell and convey unto HELENA MARKETPLACE, L.L.C., an Alabama limited liability company ("Grantee"), its successors and assigns, the real estate described on Exhibit A attached hereto and made a part hereof, together with any and all buildings, improvements, fixtures, and appurtenances, thereon or pertaining thereto. This conveyance is made subject to those items set forth in Exhibit A. The purchase price of the herein described property was paid from a mortgage loan closed simultaneously herewith.

TO HAVE AND TO HOLD to the said Grantee, its successors and assigns. And Grantor does for itself and for its successors and assigns covenant with the said Grantee, its successors and assigns, that Grantor is lawfully seized in fee simple of said premises; that they are free from all encumbrances arising by, through or under Grantor, unless otherwise noted on Exhibit A; that Grantor has a good right to sell and convey the same as aforesaid; that Grantor will and the successors and assigns of Grantor shall warrant and defend the same to the said Grantee, its successors and assigns forever, against the lawful claims of all persons arising by, through, or under Grantor.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by its Manager under seal this 21 day of October, 1997.

"GRANTOR:"

SOUTHMARK PROPERTIES, L.L.C., an
Alabama limited liability company

By: James A. Bruno [SEAL]
Its: Manager

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **James A. Bruno**, whose name as Manager of SOUTHMARK PROPERTIES, L.L.C., an Alabama 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 said instrument, he as such Manager and with full authority, executed the same voluntarily for and as the act of said limited liability company on the day the same bears date.

Given under my hand and official seal this 21 day of October, 1997.

[SEAL]

Lori M. Forshee
Notary Public

My Commission expires: 8-14-99

11/13/1997-37150
03:16 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 15.50

05126-1661-37150

EXHIBIT A

PARCEL I

A parcel of land in the East 1/2 of the Southeast 1/4 of Section 21, Township 20 South, Range 3 West, Shelby County, Alabama, more particularly described as follows:

Commence at the Northeast corner of the NE 1/4 of the SE 1/4 of said Section 21; thence run West along the quarter line 596.95 feet; thence left 90°00', 360.00 feet to the south line of Brookline Parkway and the Point of Beginning of the property described herein; thence continue southerly along the same course 483.08 feet; thence right 87°17'50" Westerly 661.68 feet to a point on the easterly right-of-way of Shelby County Highway No. 17; thence right 89°58'14" Northerly 323.00 feet; thence right 90°00'26" Easterly 202.30 feet; thence left 90°00'38" Northerly 182.79 feet to the South line of Brookline Parkway; thence right 92°48'04" Easterly 482.99 feet to the Point of Beginning.

Said Parcel contains 6.846 Acres (298,202.343 square feet) more or less.

PARCEL II

A parcel of land in the East 1/2 of the Southeast 1/4 of Section 21, Township 20 South, Range 3 West; Shelby County, Alabama, more particularly described as follows:

Commence at the Northeast corner of the NE 1/4 of the SE 1/4 of said Section 21; thence run West along the quarter line 596.95 feet; thence left 90°00', 360.00 feet to the South line of Brookline Parkway; thence continue southerly along the same course 864.76 feet; thence right 90°22'14", 689.41 feet to a point on a curve along the easterly right-of-way of Shelby County Highway No. 17; thence right 94°50'37" to the chord of said curve having a radius of 1,178.28 feet and a central angle of 15°50'59"; thence run northerly along the curve concave westerly a distance of 325.95 feet; thence left from the chord of said curve 7°56'47" northerly 345.48 feet and the Point of Beginning; thence continue Northerly along the same course 192.65 feet to the South line of Brookline Parkway; thence right 92°47'50", 202.53 feet along said South line; thence right 87°11'56" Southerly 182.79 feet; thence right 90°00'38" Westerly 202.30 feet to the Point of Beginning.

Said parcel contains 0.872 Acres (37,974.664 square feet) more or less.

EXHIBIT B

1. General and special taxes or assessments for 1998 and subsequent years not yet due and payable.
2. Drainage easement condemned by the State of Alabama under Case No. 28-35, and described in instrument recorded in Real Book 249, Page 370, Real Book 226, Page 869, and Deed Book 78, Page 128, in said Probate Office, located as shown on Survey of Carr & Associates Engineers, Inc. dated October 23, 1997.
3. Sanitary sewer line (affects Parcel I) and electrical transformer and retaining wall (affects Parcel II), as shown on said Survey.

Inst # 1997-37150

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