

Send Tax Notice To:

Champions II, L.L.C.
c/o Suite 210
2200 Woodcrest Place
Birmingham, Alabama 35209

STATE OF ALABAMA)
 :
SHELBY COUNTY)

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS: That in consideration of \$50,000.00 in hand paid by **CHAMPIONS II, L.L.C.**, an Alabama limited liability company ("Grantee"), to the undersigned grantor, **BROOK HIGHLAND HIGHWAY, L.L.C.**, a Delaware limited liability company ("Grantor"), the receipt of which is hereby acknowledged, Grantor does hereby, grant, bargain, sell and convey to Grantee the land described on Exhibit A attached hereto and incorporated herein, situated in Shelby County, Alabama (the "Property").

The Property is conveyed subject to the title encumbrances described in Exhibit B attached hereto and incorporated herein.

By its acceptance of this Statutory Warranty Deed, Grantee hereby covenants and agrees for itself and its successors, assigns, licensees, lessees, employees and agents that Grantor shall not be liable for, and no action shall be asserted against Grantor for, loss or damage on account of injuries to the Property or any buildings, improvements or structures now or hereafter located on the Property, or on account of injuries to any owner, occupant or other person in or on the Property, which are caused by, or arise as a result of, past or future soil and/or subsurface conditions, known or unknown (including, without limitation, sinkholes, underground mines and limestone formations), under or on the Property or any other property now or hereafter owned by Grantor, whether contiguous or non-contiguous to the Property. This covenant and agreement shall run with the land conveyed hereby as against Grantee, and all persons, firms, trusts, partnerships, limited partnerships, corporations and other entities holding under or through Grantee.

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

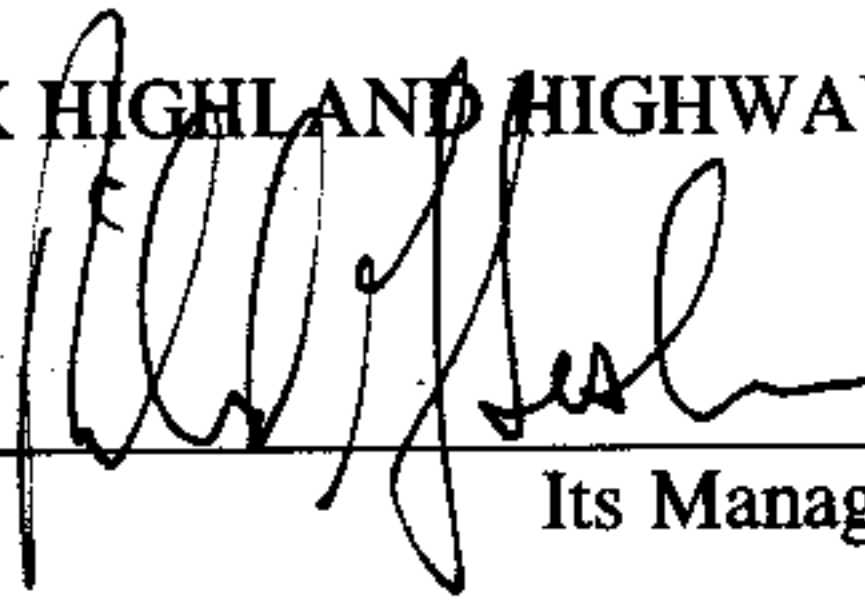
Inst # 1998-44664

11/10/1998-44664
02:09 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 CRH 66.00

IN WITNESS WHEREOF, Grantor, which is authorized to execute this conveyance, has caused this instrument to be duly executed this 15th day of October, 1998.

BROOK HIGHLAND HIGHWAY, L.L.C.

By



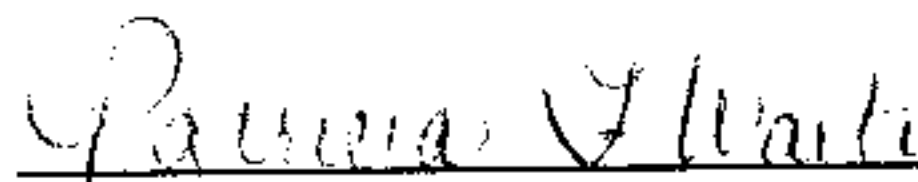
Its Manager

STATE OF NORTH CAROLINA)

MECKLENBURG COUNTY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Richard G. Seiler, whose name as Manager of BROOK HIGHLAND HIGHWAY, L.L.C., a Delaware 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 such instrument, he, as such Manager and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal of office, this 15th day of October, 1998.



Notary Public PATRICIA E. WHITE

[NOTARIAL SEAL]

My Commission Expires: 10-22-2000

Prepared by:
Meade Whitaker, Jr.
2500 SouthTrust Tower
Birmingham, Alabama 35203

EXHIBIT A

A parcel of land situated in the NW 1/4 of the SW 1/4 of Section 31, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the NW corner of said 1/4-1/4 Section; thence run south along the West line of said 1/4-1/4 Section for a distance of 165.00 feet to an iron pin found at the point of beginning; thence continue along last stated course for a distance of 472.49 feet to a concrete monument found at the NW corner of Lot 1 in The Meadows Business Center, 1st Sector, as recorded in Map Book 8 page 115 A & B in the Probate Office of Shelby County, Alabama; thence turn an interior clockwise angle to the right of 89 deg. 32 min. 58 sec. and run in an easterly direction along the North line of said Lot 1 for a distance of 299.93 feet to an iron pin found, said iron pin found being the SW corner of Lot 2 in said The Meadows Business Center, 1st Sector; thence turn an interior clockwise angle to the right of 104 deg. 51 min. 12 sec. and run in a northeasterly direction along the NW line of said Lot 2 for a distance of 482.87 feet to an iron pin found at the NW corner of said Lot 2; thence turn an interior clockwise angle to the right of 75 deg. 55 min. 45 sec. and run in a westerly direction for a distance of 420.04 feet to the point of beginning; being situated in Shelby County, Alabama.

EXHIBIT B

1. General and special taxes or assessments for 1999 and subsequent years not yet due and payable.
2. Any prior reservation or conveyance, together with release of damages, of minerals and mining rights of every kind and character, including, but not limited to gas, oil, coal, iron ore, sand and gravel in, on and under subject property.
3. Transmission Line Permits to Alabama Power Company as shown by instruments recorded in Real 220 pages 521 & 532 and Real 207 page 380 in said Probate Office.

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