

This Instrument Prepared By:
James P. Burford, III
Attorney at Law
1318 Alford Avenue; Suite 101
Birmingham, Alabama 35226

Send Tax Notice To:
3W Investments, Inc.
c/o Leonard Wertheimer, III
3611 Oakdale Drive
Birmingham, AL 35223

STATUTORY WARRANTY DEED

STATE OF ALABAMA)

SHELBY COUNTY)

KNOW ALL MEN BY THESE PRESENTS: That in consideration of Four Hundred Fifty-eight Thousand Seven Hundred Fifty and No/100 Dollars (\$458,750.00), to the undersigned Grantor (whether one or more), in hand paid by the Grantee herein, the receipt whereof is acknowledged, FRANK C. ELLIS, JR., a married man, (herein referred to as Grantor, whether one or more), grant, bargain, sell and convey unto 3W INVESTMENTS, INC., (herein referred to as Grantee, whether one or more), an undivided 25% interest in the following described real estate, situated in SHELBY County, Alabama, to-wit:

As described on Exhibit A, attached hereto and incorporated by reference herein.

Together with those rights and easements set forth on Exhibit B, attached hereto and incorporated by reference herein.

SUBJECT TO: (1) Taxes due in the year 1999 and thereafter; (2) Right-of-way granted to Alabama Power Company recorded in Deed Book 101, Page 506, Deed Book 112, Page 513, Deed Book 170, Page 258. The right to construct additional lines was disclaimed by Inst. No. 1994-03175; (3) Right-of-way granted to American Telephone & Telegraph as recorded in Deed Book 168, Page 405; (4) Easements as set forth in deed to Union State Bank as recorded in Inst. No. 1995-04570 and as amended by Inst. NO. 1995-26512; (5) Non-exclusive perpetual easement for ingress, egress & utilities set forth in Cross Easement Agreement as recorded in Inst. NO. 1995-04566 and as amended Inst. NO. 1995-26512; (6) Drainage Easement as recorded in Inst. NO. 1995-04567; (7) Easement agreement recorded in Inst. NO. 1996-08143; (8) Easements, covenants and conditions contained in deed to Cahaba Valley Station, LLC as recorded in Inst. No. 1998-38719, as corrected in Inst. NO. 1999-07606 which affect the Property described on Exhibit A; (9) Release from damages contained in deed to the State of Alabama as recorded in Inst. No. 1998-07163; (10) Matters of survey as shown on survey of Barton Carr dated April 26, 1999, as revised on MAY 21, 1999, including the following: a) Thirty inch concrete pipe situated in Northeasterly portion of subject property; b) Encroachment of Dumpster; (11) Easements, covenants & conditions contained in deed to Peter M. Grammas as recorded in Inst. NO. 1996-24720; (12) Rights of parties in possession under leases; (13) Establishment of Cross Driveway and Parking Easement bearing even date herewith and recorded in Inst. NO. 1999-31140 Office of the Judge of Probate of Shelby County, Alabama; (14) the fact that portion(s) of the Property is/are located in a flood plane; (15) Road dedication recorded in Inst. NO. 1996-22947.

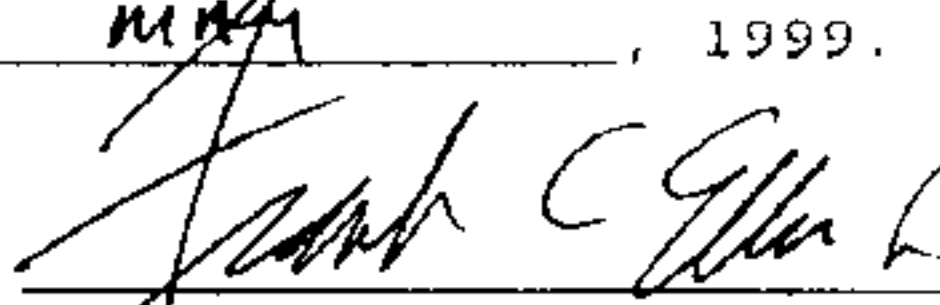
Inst # 1999-21742

The Property conveyed herein is not the homestead of the Frank C. Ellis, Jr., or his spouse.

Grantor represents and warrants that there are no assessments due the City of Pelham or any governmental authority with respect to the Property conveyed herein.

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

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, this the 20 day of MAY, 1999.



Frank C. Ellis, Jr.

STATE OF ALABAMA)

COUNTY OF Jeff)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Frank C. Ellis, Jr., whose name 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 the foregoing instrument he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 20 day of MAY, 1999.



Notary Public

My Commission Expires: 3-1-2002

EXHIBIT 'A'

A parcel of land located in the Southwest quarter of Section 31, Township 19 South, Range 2 West, more particularly described as follows:

Commence at the Southeast corner of the Southwest quarter of Section 31, Township 19 South, Range 2 West, thence run North along the quarter line 506.79 feet; thence left 121 degrees, 25 minutes, 36 seconds, 1,325.96 feet; thence right 129 degrees, 39 minutes, 13 seconds, 359.51 feet to the point of beginning; thence left 90 degrees, 00 minutes, 00 seconds, 136.86 feet, thence right, 90 degrees, 00 minutes, 00 seconds, 119.00 feet; thence left 45 degrees, 00 minutes, 00 seconds, 10.10 feet; thence right 45 degrees, 00 minutes, 00 seconds, 10.10 feet; thence right 45 degrees, 00 minutes, 00 seconds, 196.03 feet to a point on a curve to the left along the new southerly right of way line of Alabama Highway No. 119, said curve having a radius of 1979.89 feet, a central angle of 4 degrees, 11 minutes, 30 seconds and a chord distance of 144.81 feet; thence turn an interior angle left to the chord of 96 degrees, 04 minutes, 43 seconds easterly and run along the arc of the curve 144.84 feet, being along the new southerly right of way of Alabama Highway No. 119; thence turn an interior angle left from the curve chord of 83 degrees, 55 minutes, 19 seconds southerly 337.51 feet to the point of beginning.

EXHIBIT B; ELLIS TO 3W INVESTMENTS, INC.

- A. UTILITY EASEMENT: A non-exclusive, perpetual easement, running with the land, for underground utilities and the maintenance thereof on and under that portion of the real property described on Exhibit C attached hereto and incorporated by reference herein.
- B. PARKING EASEMENT: A non-exclusive easement, running with the land, for the parking of vehicles on that portion of the property conveyed to Cahaba Valley Station, LLC, in Inst. No. 1998-38719, as corrected in Inst. No. 1999-07606, which Property is west of the ingress and egress easement as described on Exhibit D.
- C. DUMPSTER EASEMENT: An exclusive, perpetual easement, running with the land for a garbage dumpster on that portion of the real property as described on Exhibit E attached hereto and incorporated by reference herein.
- D. ACCESS EASEMENT: A non-exclusive, perpetual easement, running with the land for vehicular and pedestrian ingress and egress and for underground utilities over, across and under that portion of the property conveyed to Cahaba Valley Station, LLC, in Inst. No. 1998-38719, as corrected in Inst. No. 1999-07606 described on Exhibit D attached hereto and incorporated by reference herein.
- E. Rights of Grantor set forth in the road dedication recorded in Inst. No. 1996-22947.
- F. Ingress and Egress and other Rights (but not obligations) of Grantor with respect to the "Frontage Road" as set out in Inst. No. 1998-38719 as amended by Inst. No. 1999-07606 Probate Office of Shelby County, Alabama.
- G. Rights of Grantor in Driveway Easement set out in Exhibit B, Sign and Utility Easement set out in Exhibit C and Utility Easement set out in Exhibit D, all attached to deed recorded in Inst. No. 1996-24720 Probate Office of Shelby County, Alabama
- H. Rights of Grantor contained in document recorded in Inst. No. 1995-26512 Probate Office of Shelby County, Alabama.

EXHIBIT C

Utility Easement

STATE OF ALABAMA
SHELBY COUNTY

A parcel of land situated in the Southwest one-quarter of Section 31, Township 12 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the southeast corner of the Southwest one-quarter of said Section 31; thence run in a northerly direction along the east boundary of the said Southwest one-quarter for a distance of 506.79 feet; thence turn a deflection angle to the left 121 degrees 25 minutes 36 seconds and run in a southwesterly direction for a distance of 1325.96 feet; thence turn a deflection angle to the right 129 degrees 40 minutes 07 seconds and run in a northeasterly direction for a distance of 697.30 feet to a point on the south right-of-way line of Alabama Highway No. 119 and a point on a curve to the left, said curve having a radius of 1979.39 feet, a central angle of 14 degrees 42 minutes 15 seconds and a chord distance of 506.70 feet; thence turn an interior angle to the left 101 degrees 23 minutes 13 seconds to the chord of said curve and run in a easterly direction along said right-of-way line and along said curve for a distance of 503.10 feet to the POINT OF BEGINNING; thence leaving said right of way, turn an interior angle to the left 30 degrees 50 minutes 53 seconds and run in a southwesterly direction for a distance of 63.27 feet; thence turn an interior angle to the right of 107 degrees 52 minutes 43 seconds and run in a southeasterly direction for a distance of 209.57 feet; thence turn an interior angle to the left 163 degrees 44 minutes 47 seconds and run in a southerly direction for a distance of 33.67 feet; thence turn an interior angle to the left 93 degrees 09 minutes 45 seconds and run in a southwesterly direction 111.37 feet; thence turn an interior angle to the right 90 degrees 00 minutes 00 seconds and run in a southeasterly direction for a distance of 41.06 feet; thence turn an interior angle to the right 38 degrees 17 minutes 57 seconds and run in a northeasterly direction for a distance of 133.44 feet; thence turn an interior angle 90 degree 00 minutes 00 seconds and run in a northwesterly direction for a distance of 53.34 feet; thence turn an interior angle to the right 169 degrees 40 minutes 43 seconds and run in a northwesterly direction for a distance of 204.10 feet; thence turn an interior angle to the left 103 degrees 57 minutes 02 seconds and run in a northeasterly direction for a distance of 59.60 feet; thence turn an interior angle to the right 120 degrees 14 minutes 15 seconds and run in a northerly direction for a distance of 3.70 feet to the southern right of way line of Alabama Highway No. 119 and a point on a curve to the right; thence turn an interior angle to the right 36 degrees 54 minutes 43 seconds to the chord of said curve, said curve having a radius of 1979.39 feet, a central angle of 00 degrees 47 minutes 30 seconds, a chord distance of 27.36 feet; thence run in a southwesterly direction along the arc of said curve and along said right of way line for a distance of 27.36 feet to the POINT OF BEGINNING.

EXHIBIT D

Ingress & Egress Easement (ACCESS EASEMENT)

STATE OF ALABAMA
SHELBY COUNTY

A parcel of land situated in the Southwest one-quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the southeast corner of the Southwest one-quarter of said Section 31; thence run in a northerly direction along the east boundary of the said Southwest one-quarter for a distance of 506.79 feet; thence turn a deflection angle to the left 121 degrees 25 minutes 36 seconds and run in a southwesterly direction for a distance of 1325.96 feet; thence turn a deflection angle to the right 129 degrees 40 minutes 07 seconds and run in a northeasterly direction for a distance of 381.90 feet to the POINT OF BEGINNING; Thence turn a deflection angle to the right 76 degrees 56 minutes 58 seconds and run in a northeasterly direction for a distance of 43.63 feet; thence turn an angle to the right 103 degrees 03 minutes 02 seconds and run in a northeasterly direction for a distance of 312.11 feet to the south right of way line of Alabama Highway No. 119 and a point on a curve to the right; thence turn an interior angle to the left 80 degrees 57 minutes 02 seconds to the chord of said curve, said curve having a radius of 1979.39 feet, a central angle of 80 degrees 43 minutes 30 seconds, a chord distance of 25.05 feet; thence run in a southwesterly direction along the arc of said curve and along the said right of way line for a distance of 25.05 feet; thence leaving said right of way, turn an interior angle to the right 98 degrees 54 minutes 23 seconds from chord of said curve and run in a southwesterly direction for a distance of 272.35 feet to a point on a curve to the right; thence turn an interior angle to the right 225 degrees 08 minutes 23 seconds to the chord of said curve, said curve having a radius of 20.00 feet, a central angle of 31 degrees 24 minutes 15 seconds, a chord distance of 26.09 feet; thence run along the arc of said curve 23.42 feet; thence turn an interior angle to the right 135 degrees 00 minutes 12 seconds from chord of said curve and run in a southwesterly direction for a distance of 26.72 feet to the POINT OF BEGINNING.

EXHIBIT 'E'

Dumpster Pad Easement

STATE OF ALABAMA
SHELBY COUNTY

A parcel of land situated in the Southwest one-quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the southeast corner of the Southwest one-quarter of said Section 31; thence run in a northerly direction along the east boundary of the said Southwest one-quarter for a distance of 506.79 feet; thence turn a deflection angle to the left 121 degrees 25 minutes 36 seconds and run in a southwesterly direction for a distance of 1325.96 feet; thence turn a deflection angle to the right 129 degrees 40 minutes 07 seconds and run in a northeasterly direction for a distance of 412.56 feet to the POINT OF BEGINNING; thence turn an interior angle to the left 135 degrees 55 minutes 51 seconds and run in a northeasterly direction for a distance of 9.92 feet; thence turn an interior angle to the right 89 degrees 59 minutes 53 seconds and run in a northwesterly direction for a distance of 9.60 feet; thence turn an interior angle to the right 45 degrees 55 minutes 53 seconds and run in a southwesterly direction for a distance of 13.31 feet to the POINT OF BEGINNING.

Inst # 1999-21742

05/24/1999-21742
03:23 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
007 KMS 483.50