

Statutory Warranty Deed

This instrument was prepared by:

Amy L. Shane, Esq.
Weil, Gotshal & Manges, LLP
767 Fifth Avenue
New York, New York 10153

Record and Return to:

Gary Kahn, Esq.
Footstar Corporation
933 MacArthur Boulevard
Mahwah, New Jersey 07430

THE STATE OF ALABAMA
SHELBY COUNTY

Know All Men by These Presents: That for and in consideration of the sum of ten dollars and other good and valuable consideration in hand paid by Footstar Corporation, a Texas corporation, the receipt whereof is hereby acknowledged, the undersigned Just For Feet, Inc., an Alabama corporation, does hereby grant, sell, and convey to said Footstar Corporation having an address at 933 MacArthur Boulevard, Mahwah, New Jersey 07430 (hereinafter called Grantee) the real estate described on Exhibit A attached hereto, situated in Shelby County, Alabama. Subject to the matters set forth on Exhibit "B".

To have and to hold the said Grantee and his heirs and assigns forever.

Given under _____, hand and _____ seal, this 7 day of March, 2000
JUST FOR FEET, INC.

BY

Scott C. Wynne
ITS: VICE PRESIDENT

John E. Quattrone
(Witness)

Inst. # 2000-07410

03/08/2000-07410
03:39 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

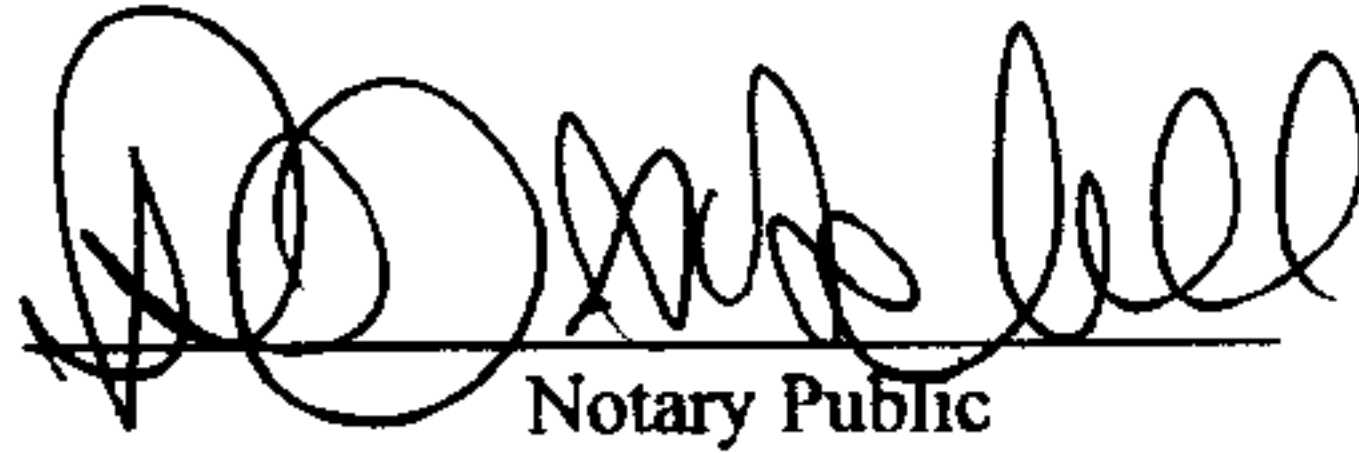
STATE OF NEW YORK)

:SS

COUNTY OF NEW YORK)

I Peter Schell a Notary Public in and for said County, in said State, hereby certify that Scott C. Wynne whose name as Vice President of Just For Feet, Inc., an Alabama 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 the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this the 7th day of March, 2000


Notary Public

PETER A. SCHELL
Notary Public, State of New York
No. 31-4959955
Qualified in New York County
Commission Expires Dec. 18, 2001

EXHIBIT A
to
Statutory Warranty Deed

Legal Description of Property

*A parcel of land situated in Section 29, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows: Begin at a 3" capped iron locally accepted to be the Southwest corner of the Northwest Quarter of the Southwest Quarter of the Southwest Quarter of the Northeast Quarter of said Section 29, thence run in an easterly direction along the South line of said Quarter-Quarter Section for a distance of 1,331.84 feet to the Northwest right-of-way line of Alabama Highway No. 119; thence turn an angle to the right of 115 degrees 55 minutes 45 seconds and run in a southwesterly direction along said Northwest right-of-way line for a distance of 29.43 feet to a point on a curve to the right having a central angle of 2 degrees 51 minutes 56 seconds and a radius of 5,950.82 feet; thence run in a southwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 297.62 feet to a concrete monument found; thence run tangent to last stated curve in a southwesterly direction along said Northwest right-of-way line for a distance of 633.43 feet to an iron pin set on a curve to the right having a central angle of 93 degrees 10 minutes 21 seconds and a radius of 40.00 feet; thence run in a southwesterly to northwesterly direction along the arc of said curve for a distance of 65.05 feet to an iron pin set on the Northeast right-of-way line of Brook Highland Drive as recorded in Map Book 12, on page 74 in the Office of the Judge of Probate, Shelby County, Alabama; thence run tangent to last stated curve in a northwesterly direction along said Northeast right-of-way line for a distance of 184.80 feet to an iron pin set on a curve to the left having a central angle of 24 degrees 23 minutes 04 seconds and a radius of 1016.93 feet; thence run in a northwesterly direction along the arc of said curve and also along said Northeast right-of-way line for a distance of 432.79 feet to an iron pin set; thence run tangent to last stated curve in northwesterly direction along said Northeast right-of-way line for a distance of 753.21 feet to an iron pin set; thence turn an angle to the right of 42 degrees 51 minutes 31 seconds and run in a northwesterly direction leaving said Northeast right-of-way line for a distance of 18.06 feet to an iron pin set at the edge of a lake when at normal pool *; thence turn an angle to the right of 70 degrees 23 minutes 31 seconds and run in a northeasterly direction along said edge of lake for a distance of 61.99 feet to a point; thence turn an angle to the left of 0 degrees 01 minutes 16 seconds and run in a northeasterly direction along said edge of lake for a distance of 57.30 feet to a point; thence turn an angle to the right of 13 degrees 34 minutes 11 seconds and run in a northeasterly direction along said edge of lake for a distance of 32.34 feet to a point; thence turn an angle to the left of 19 degrees 25 minutes 22 seconds and run in a northeasterly direction along said edge of lake for a distance of 44.52 feet to a point; thence turn an angle to the right of 12 degrees 18 minutes 21 seconds and run in a northeasterly direction along said edge of lake for a distance of 61.04 feet to a point; thence turn an angle to the right of 25 degrees 36 minutes 54 seconds and run in a*

northeasterly direction along said edge of lake for a distance of 13.36 feet to a point; thence turn an angle to the left of 61 degrees 23 minutes 46 seconds and run in a northeasterly direction along said edge of lake for a distance of 51.24 feet to a point; thence turn an angle to the right of 16 degrees 13 minutes 07 seconds and run in a northeasterly direction along said edge of lake for a distance of 57.91 feet to a point; thence turn an angle to the right of 10 degrees 22 minutes 12 seconds and run in a northeasterly direction along said edge of lake for a distance of 56.16 feet to a point; thence turn an angle to the left of 28 degrees 54 minutes 28 seconds and run in a northeasterly direction along said edge of lake for a distance of 31.32 feet to a point; thence turn an angle to the right of 9 degrees 27 minutes 04 seconds and run in a northeasterly direction along said edge of lake for a distance of 26.27 feet to a point; thence turn an angle to the right of 20 degrees 34 minutes 18 seconds and run in a northeasterly direction along said edge of lake for a distance of 72.61 feet to a point; thence turn an angle to the left of 16 degrees 12 minutes 38 seconds and run in a northeasterly direction along said edge of lake for a distance of 40.24 feet to a point; thence turn an angle to the left of 11 degrees 33 minutes 11 seconds and run in a northeasterly direction along said edge of lake for a distance of 77.13 feet to a point; thence turn an angle to the right of 15 degrees 57 minutes 58 seconds and run in a northeasterly direction along said edge of lake for a distance of 112.35 feet to a point; thence turn an angle to the left of 0 degrees 03 minutes 47 seconds and run in a northeasterly direction along said edge of lake for a distance of 95.83 feet to a point; thence turn an angle to the right of 13 degrees 06 minutes 34 seconds and run in a northeasterly direction along said edge of lake for a distance of 43.41 feet to a point; thence turn an angle to the right of 8 degrees 44 minutes 26 seconds and run in a northeasterly direction along said edge of lake for a distance of 44.07 feet to a point; thence turn an angle to the left of 17 degrees 56 minutes 53 seconds and run in a northeasterly direction along said edge of lake for a distance of 46.94 feet to an iron pin set at the edge of lake; thence turn an angle to the right of 51 degrees 26 minutes 25 seconds leaving said edge of lake and run in a northeasterly direction for a distance of 134.34 feet to an iron pin found on the West line of the Southwest Quarter of the Northeast Quarter of said Section 29; thence turn an angle to the right of 108 degrees 00 minutes 49 seconds and run in a southerly direction along the West line of said Quarter-Quarter Section for a distance of 463.56 feet to the point of beginning.

** Normal pool defined by spillway Key*

Elevation 567.50.

Also described as:

Lot 1, according to the Map of Brook Highland Commercial No. 3, as recorded in Map Book 23, page 91, in the Probate Office of Shelby County, Alabama.

EXHIBIT "B"

1. Encroachments, overlaps, boundary line disputes, or other matters which would be disclosed by an accurate survey and inspection of the premises.
2. Declaration of Protective Covenant for the "Watershed Property" which provides, among other things for an Association to assess and maintain the Watershed Maintenance areas, etc. of the development, all of said covenants, restrictions and conditions being set out in Real 194, page 54.
3. A Deed and Bill of Sale from AmSouth as Ancillary Trustee to the Water Works and Sewer Board of the City of Birmingham conveying the sanitary sewer trunkline, pipelines, force mains, gravity flow mains, etc. located under the surface of subject land, as shown by instrument recorded in Real 194, page 43 in Probate Office, along with an easement for Sanitary Sewer Lines and Water Lines as set out in Real 194, page 01.
4. Drainage Agreement between AmSouth Bank, N.A., as Ancillary Trustee and Eddleman and Associates as set out in Real 125, page 238.
5. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto, including release of damages, as recorded in Deed Book 32, page 48 and in Deed Book 121, page 294.
6. Restrictive Covenants with regard to Underground Transmission installations by Alabama Power Company as recorded in Real 181, page 995; Real 220, page 521 and Real 220, page 532.
7. Reciprocal Easement Agreement between AmSouth Bank, N.A., as Ancillary Trustee and Eddleman and Associates, as set out in Real 125, page 249 and Real 199, page 18.
8. Agreement concerning Electric Service to NCNB/Brook Highlands and Alabama Power Company recorded in Real 306, page 119.
9. Declaration of Covenants, Conditions and Restrictions as to Brook Highland Common Property as set out in Real 307, page 950.

Note: This exception omits any covenant, condition or restriction based on race, color, religion, sex, handicap, familial status or national origin, unless and only to the extent that the restriction is not in violation of state and federal law, or relates to a handicap, but does not discriminate against handicapped people.

(SEE ATTACHED CONTINUATION PAGE)

EXHIBIT "B" -- CONTINUED

10. Easement to Alabama Gas Corporation as set out in Real 170, page 59.
11. Transmission Line Permit granted to Alabama Power Company by instrument recorded in 134, page 232.
12. Restrictions, covenants and conditions as set out and contained within the Deed and of Sale from AmSouth, as Ancillary Trustee for First Union National Bank of North Carolina, as Trustee for the Public Employees Retirement System of Ohio to Just For Inc., attached as Exhibit C and recorded under Instrument Number 1996-26738.
13. Title to all minerals within and underlying the premises, together with all mining and other rights, privileges and immunities relating thereto, including release of damages, as recorded under Instrument Number 1996-26738.
14. Notice is hereby given that the recorded Subdivision Map, as recorded in Map Book 23 Page 91, contains on the face of same a statement pertaining to natural lime sinks, LIABILITY IS ASSUMED HEREUNDER FOR SAME.
15. Notes and restrictions as set out in Map Book 23, page 91.
16. A 10 foot Alabama Gas Corporation easement, a 20 foot sanitary sewer easement and wa lines as set out in Map Book 23, page 91.
17. 100 foot flood line as set out in Map Book 23, page 91.

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