

SEND TAX NOTICE TO:  
Wal-Mart Stores, Inc.  
Property Tax Department 8013  
1301 S.E. Tenth Street, Store #2111-01  
Bentonville, AR 72716-0555

STATE OF ALABAMA )

SHELBY COUNTY )

### EXCHANGE STATUTORY WARRANTY DEED

**THIS IS AN EXCHANGE STATUTORY WARRANTY DEED** executed and delivered this 16<sup>th</sup> day of April, 2001, by **Eli's Inc.**, an Alabama corporation (the "Grantor"), to **Wal-Mart Real Estate Business Trust**, a Delaware business trust (the "Grantee").

#### KNOW ALL MEN BY THESE PRESENTS:

That in consideration of the sum of Two Million Three Hundred Nine Thousand Five Hundred Ninety Eight and 25/100 Dollars (\$2,309,598.25) paid by Grantee to the Qualified Intermediary of Grantor, in an Internal Revenue Code §1031 Tax-Free Exchange pursuant to the terms of an Exchange Agreement dated April 16th, 2001, the Grantor does by these presents grant, bargain, sell and convey unto the Grantee, its successors and assigns, the following described real estate situated in Shelby County, Alabama, (the "Property"), to wit:

A parcel of land located in the Northeast Quarter of the Southeast Quarter of Section 31, Township 18 South, Range 1 West in Shelby County, Alabama and being more particularly described as follows:

As a starting point, start at the Northeast corner of the Northeast Quarter of the Southeast Quarter of said Section 31; thence run in a Westerly direction and along the North boundary of said Northeast Quarter of the Southeast Quarter for a distance of 803.22 feet to the POINT OF BEGINNING of the property herein described; thence with a deflection angle of 90 degrees 23 minutes 39 seconds to the left run in a Southerly direction for a distance of 970.15 to the Northwest corner of James F. Donovan property, as recorded in Deed Book 1996, Page 21512; thence with an interior angle of 90 degrees 01 minute 41 seconds run in a Westerly direction for a distance of 21.31 feet to a point; thence with an interior angle of 269 degrees 14 minutes 24 seconds run in a Southerly direction for a distance of 274.52 feet to a point on the North boundary of U.S. Highway No. 280; thence with an interior angle of 97 degrees 35 minutes 55 seconds run in a Westerly direction and along the North boundary of U.S. Highway No. 280 for a distance of 76.76 feet to a point; thence with an interior angle of 83 degrees 10 minutes 53 seconds run in a Northerly direction for a distance of 373.60 feet to a point; thence with an interior angle of 239 degrees 29 minutes 20 seconds run in a NorthWesterly direction for a distance of 178.70 feet to a point; thence with an interior angle of 210 degrees 05 minutes 46 seconds run in a Westerly direction

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for a distance of 11.43 feet to a point; thence with an interior angle of 90 degrees 04 minutes 36 seconds run in a Northerly direction for a distance of 512.55 feet to a point, said point also being the Southeast corner of Jimmie K. and Samuel J. Turner property as recorded in Deed Book 210, Page 176; thence with an interior angle of 180 degrees 20 minutes 29 seconds continue in a Northerly direction and along the East boundary of said Jimmie K. and Samuel J. Turner property for a distance of 278.84 feet to a point on the North boundary of the Northeast Quarter of the Southeast Quarter of Section 31; thence with an interior angle of 89 degrees 33 minutes 17 seconds run in an Easterly direction and along the North boundary of said Northeast Quarter of the Southeast Quarter for a distance of 264.47 feet to the POINT OF BEGINNING;

**TOGETHER WITH** all appurtenances thereto belonging or in anywise appertaining and all right, title and interest of Grantor in and to all roads, alleys and ways bounding the Property.

This conveyance is made subject to the following:

1. Taxes and assessments for the year 2001, and subsequent years;
2. Right(s)-of-Way(s) granted to the State of Alabama in instrument(s) recorded in Deed Book 251 page 749 in the Office of the Judge of Probate of Shelby County, Alabama.

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


And said Grantor does for itself, its successors and assigns, covenant with said Grantee, its successors and assigns, that it, and its successors and assigns, shall warrant and defend the same to the said Grantee, its successors and assigns, forever, against the lawful claims of all persons claiming by or through the Grantor, but not further or otherwise.

The Property constitutes the Grantor's "relinquished property" conveyed in connection with Grantor's Deferred Tax-Free Exchange pursuant to IRC Section 1031.

All recorded documents referred to hereinabove were filed for record in the Office of the Judge of Probate of Shelby County, Alabama.

**IN WITNESS WHEREOF**, the undersigned, has caused this Exchange Statutory Warranty Deed to be executed on the date first above written.

**ELI'S, INC.**

By:   
Eli T. Stevens

Its: President

STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Eli T. Stevens, whose name as President of **Eli's, Inc.**, an Alabama corporation, is signed to the foregoing Exchange Statutory Warranty Deed and who is known to me, acknowledged before me on this day that, being informed of the contents of said conveyance, he, in his capacity as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand this the 16th day of April, 2001.

(Notarial Seal)

E. Kay Nance  
Notary Public  
My Commission Expires: 11-04-04

THIS INSTRUMENT PREPARED BY:

Jason C. Edwards  
Berkowitz, Lefkovits, Isom & Kushner  
A Professional Corporation  
420 North 20<sup>th</sup> Street  
SouthTrust Tower, Suite 1600  
Birmingham, Alabama 35203

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