

Send Tax Notice To:
Southmark Properties, L.L.C.
100 Centerview Drive, Suite 120
Birmingham, AL 35216

STATE OF ALABAMA)

SHELBY COUNTY)

WARRANTY DEED

CL THIS IS A WARRANTY DEED executed and delivered this 18th day of March, 2002, by **CONNIE W. STANDIFER**, a widow and the surviving grantee of a deed recorded in Deed Book 281, Page 192, (hereinafter referred to as the "Grantor"), to **SOUTHMARK PROPERTIES, L.L.C.**, an Alabama limited liability company and **INTERSTATE RESTAURANT INVESTORS, L.L.P.**, an Alabama limited liability partnership, collectively, d/b/a Highway 52 T.I.C. (hereinafter collectively referred to as the "Grantee").

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of the sum of Ten Dollars and other valuable consideration (\$10.00) Dollars in hand paid by Grantee to Grantor, the Grantor does by these presents, grant, bargain, sell and convey unto the Grantee, the real estate described in **Exhibit "A"** attached hereto and being situated in Shelby County, Alabama ("Property");

TOGETHER WITH all appurtenances thereto belonging or in anywise appertaining and all right, title and interest of Grantor in and to any and all roads, alleys and ways bounding said premises.

This conveyance is subject to the exceptions which are set forth on **Exhibit "B."**

Note: The Property does not constitute the homestead property of the Grantor.

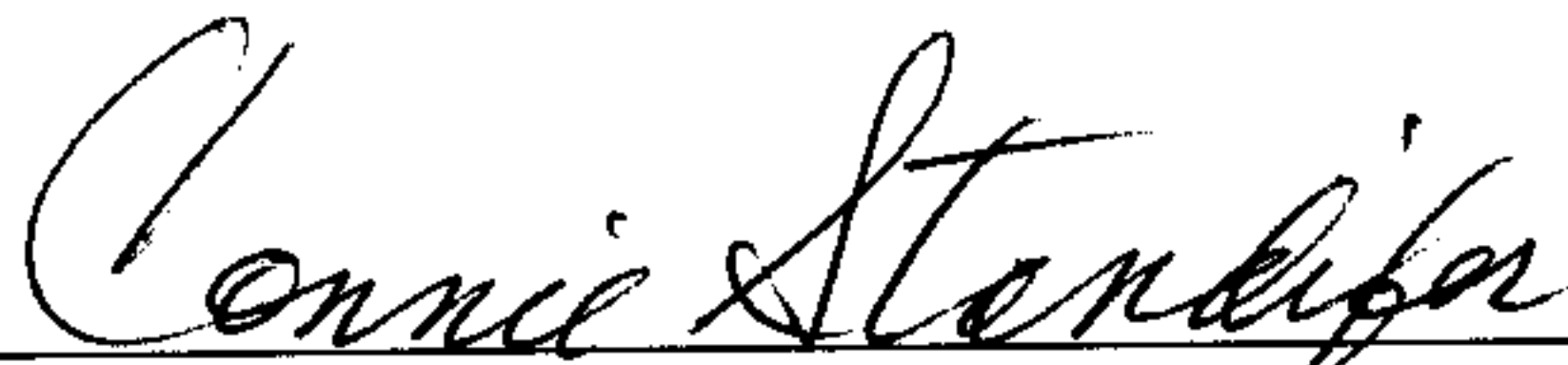
Note: Connie Standifer is the surviving grantee of deed recorded in Deed Book 281, page 192, in the Probate Office of Shelby County, Alabama; the other grantee, Daniel H. Standifer, having died on or about January 19, 1976.

Note: The entire purchase price paid by Grantee to Grantor is from the proceeds of a mortgage loan of even date herewith.

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

And said Grantor does for herself, her heirs, executors and assigns, covenant with said Grantee, their respective successors and assigns, that she is lawfully seized in fee simple of said premises; that said premises are free from all encumbrances, except as noted above; that she has a good right to sell and convey the same as aforesaid; and that she will, and her heirs, executors and assigns shall warrant and defend the same to the said Grantees, their respective successors and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the Grantor caused this Warranty Deed to be executed on this 18th day of March, 2002.


a.k. **CONNIE W. STANDIFER**, a widow and
surviving grantee of a deed recorded in
Deed Book 281, Page 192

STATE OF ALABAMA)

Shelby COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify
C.S. that Connie W. Standifer, a widow, 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 said
instrument, she executed the same for the purposes therein contained as of the day the same bears
date.

Given under my hand and official seal this the 18th day of March, 2002.

Sharon I. Spear
Notary Public
My Commission Expires: 9/7/02

THIS INSTRUMENT PREPARED BY:

Steven A. Brickman, Esq.
Sirote & Permutt, P.C.
2311 Highland Avenue South
Birmingham, Alabama 35205

EXHIBIT "A"

Parcel I:

A parcel of land located in the NW 1/4 of Section 24, Township 20 South, Range 3 West, Shelby County, Alabama, and being more particularly described as follows:

Commence at the NW corner of above said Section, Township and Range; thence South 87 deg. 46 min. 0 sec. East, a distance of 1669.02 feet; thence South 18 deg. 40 min. 0 sec. West, a distance of 190.46 feet; thence South 11 deg. 40 min. 0 sec. West, a distance of 369.40 feet; thence North 81 deg. 15 min. 0 sec. East, a distance of 37.50 feet; thence South 14 deg. 37 min. 0 sec. West, a distance of 75.0 feet; thence South 81 deg. 15 min. 0 sec. West, a distance of 292.73 feet to the point of beginning; thence continue along the last described course, a distance of 219.72 feet to a point, said point lying on the Easterly right of way line of U S Highway No. 31 (variable right of way), said point also being the beginning of a non tangent curve to the right, having a radius of 1650.00 feet, a central angle of 09 deg. 51 min. 46 sec., and subtended by a chord which bears South 00 deg. 47 min. 51 sec. West, and a chord distance of 283.68 feet; thence along the arc of said curve and said right of way a distance of 284.03 feet; thence South 84 deg. 16 min. 16 sec. East and along said right of way a distance of 20.00 feet; thence South 05 deg. 43 min. 44 sec. West and along said right of way, a distance of 45.00 feet; thence South 84 deg. 16 min. 16 sec. East and along said right of way, a distance of 5.00 feet to a point lying on said right of way, said point being the beginning of a non tangent curve to the right having a radius of 3520.00 feet, a central angle of 05 deg. 25 min. 51 sec., and subtended by a chord which bears South 8 deg. 26 min. 40 sec. West, and a chord distance of 333.52 feet; thence along the arc of said curve and said right of way, a distance of 333.64 feet to a point, said point leaving said US Highway No. 31 right of way, said point also lying on the Northerly right of way line of Shelby County Highway No. 52 (variable right of way); thence South 37 deg. 48 min. 07 sec. East and along said right of way, a distance of 95.02 feet to a point, said point being the beginning of a curve to the left having a radius of 703.94 feet, a central angle of 12 deg. 13 min. 03 sec., and subtended by a chord which bears South 43 deg. 54 min. 39 sec. East, and a chord distance of 149.82 feet; thence along the arc of said curve and said right of way a distance of 150.10 feet; thence North 39 deg. 58 min. 50 sec. East and along said right of way, a distance of 40.00 feet to a point, said point being the beginning of a non tangent curve to the left, having a radius of 663.94 feet, a central angle of 12 deg. 52 min. 56 sec., and subtended by a chord which bears South 56 deg. 27 min. 38 sec. East, and a chord distance of 148.97 feet; thence along the arc of said curve and said right of way a distance of 149.28 feet; thence North 03 deg. 57 min. 22 sec. East and leaving said right of way a distance of 370.75 feet; thence North 17 deg. 10 min. 22 sec. East, a distance of 410.69 feet; thence South 80 deg. 18 min. 20 sec. West, a distance of 235.40 feet; thence North 06 deg. 19 min. 57 sec. East, a distance of 207.57 feet to the point of beginning; being situated in Shelby County, Alabama.

LESS AND EXCEPT:

Commence at the Northwest corner of Section 24, Township 20 South, Range 3 West, Shelby County, Alabama; thence South 87 deg. 46 min. 00 sec. East a distance of 1,669.02 feet; thence South 18 deg. 40 min. 00 sec. West a distance of 190.46 feet; thence South 11 deg. 40 min. 00 sec. West a distance of 369.40 feet; thence North 81 deg. 15 min. 00 sec. East a distance of 37.50 feet; thence South 14 deg. 37 min. 00 sec. West a distance of 75.00 feet; thence South 81 deg. 15 min. 00 sec. West a distance of 512.45 feet to the existing easterly right of way of U. S. Highway # 31 said point also being a point on a curve to the right having a radius of 1,650.00 feet and a central angle of 6 deg. 55 min. 35 sec., said curve subtended by a chord bearing South 0 deg. 40 min. 15 sec. East and a chord distance of 199.34 feet; thence southerly along the arc and

along said existing right of way a distance of 199.47 feet; thence South 73 deg. 16 min. 36 sec. East and leaving said existing right of way a distance of 8.07 feet to a point on the proposed easterly right of way of U. S. Highway # 31 and to the Point of Beginning; thence South 73 deg. 16 min. 36 sec. East and leaving said proposed right of way a distance of 122.45 feet; thence North 16 deg. 43 min. 24 sec. East a distance of 163.83 feet to the southerly right of way of a proposed City of Pelham street; thence North 79 deg. 01 min. 44 sec. West and along said proposed right of way a distance of 104.60 feet to a point of curve to the left having a radius of 250.00 feet and a central angle of 03 deg. 00 min. 29 sec. said curve subtended by a chord bearing North 80 deg. 31 min. 59 sec. West and a chord distance of 13.12 feet; thence northwesterly along the arc and along said proposed right of way a distance of 13.12 feet to a point of compound curve to the left having a central angle of 96 deg. 11 min. 34 sec. and a radius of 40.00 feet said curve subtended by a chord bearing South 49 deg. 51 min. 00 sec. West and a chord distance of 59.54 feet; thence southwesterly along the arc and along said proposed right of way a distance of 67.16 feet to the intersection of said proposed right of way and the proposed easterly right of way of U. S. Highway # 31; thence South 01 deg. 46 min. 13 sec. West and leaving said proposed City of Pelham right of way and along said proposed Highway # 31 right of way a distance of 105.40 feet to the point of beginning. Said parcel of land is located in Shelby County, Alabama and contains 21,780 sq. ft. or .50 acres, more or less.

Parcel II:

Commence at the NW corner of said Section 24, Township 20 South, Range 3 West; thence 87 deg. 46 min. 00 sec. East a distance of 1,669.02 feet; thence South 18 deg. 40 min. 00 sec. West a distance of 190.46 feet; thence South 11 deg. 40 min. 00 sec. West a distance of 369.40 feet; thence North 81 deg. 15 min. 00 sec. East a distance of 37.50 feet; thence South 14 deg. 37 min. 00 sec. West a distance of 75.00 feet; thence South 81 deg. 15 min. 00 sec. West a distance of 37.50 feet; thence South 11 deg. 50 min. 58 sec. West a distance of 209.97 feet; thence South 17 deg. 12 min. 34 sec. West a distance of 410.69 feet; thence South 3 deg. 59 min. 34 sec. West a distance of 509.60 feet to a point lying on the southerly right of way line of Shelby County Highway # 52 (variable right of way), said point also lying on a curve to the right having a radius of 1,917.89 feet, a central angle of 00 deg. 42 min. 01 sec. and subtended by a chord which bears North 66 deg. 05 min. 40 sec. West, a chord distance of 23.44 feet; thence along the arc of said curve and along said right of way line a distance of 23.44 feet to a point, said point being the point of beginning and lying on aforesaid curve; having a central angle of 00 deg. 29 min. 31 sec. and subtended by a chord which bears North 65 deg. 29 min. 54 sec. West, a chord distance of 16.47 feet; thence continue along the arc of said curve and along said right of way line a distance of 16.47 feet to the beginning of a compound curve to the right having a radius of 786.67 feet, a central angle of 26 deg. 37 min. 37 sec. and subtended by a chord which bears North 52 deg. 51 min. 19 sec. West, a chord distance of 362.31 feet; thence along the arc of said curve and along said right of way line a distance of 365.59 feet to its intersection with the easterly right of way line of U. S. Highway # 31 (variable right of way); thence, leaving said southerly right of way line and along said easterly right of way line South 10 deg. 09 min. 19 sec. West a distance of 105.95 feet to its intersection with the Northerly right of way line of a CSX Railroad right of way (100 foot right of way), said point also lying on a curve to the left having a radius of 1,357.53 feet, a central angle of 3 deg. 58 min. 00 sec. and subtended by a chord which bears South 65 deg. 26 min. 43 sec. East, a chord distance of 93.96 feet; thence, leaving said easterly right of way line and along said northerly railroad right of way line and along the arc of said curve a distance of 93.98 feet to the beginning of a compound curve to the left having a radius of 1,957.53 feet, a central angle of 5 deg. 27 min. 08 sec. and subtended by a chord which bears South 70 deg. 09 min. 17 sec. East, a chord distance of 186.21 feet; thence along the arc of said curve and along said railroad right of way line a distance of 186.28 feet; thence South 72 deg. 52 min. 51 sec. East, along said railroad right of way line a distance of 64.72 feet to the point of beginning. Said parcel of land is located in Shelby County, Alabama and contains .32 acres, more or less.

EXHIBIT "B"

PERMITTED ENCUMBRANCES FOR THE PROPERTY

1. General and special taxes or assessments for 2002 and subsequent years, not yet due and payable;
2. Transmission Line Permit to Alabama Power Co. recorded in Deed Book 126, Page 289; Deed Book 126, Page 291 and Deed Book 170, Page 287 as affected by the Disclaimer dated February 28, 2002 by Alabama Power Co. and recorded in Instrument #2002-10913.
3. Easement to the City of Pelham recorded in Inst. #1994-5303;

Inst # 2002-13454

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03/21/2002-13454
04:02 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
007 CH 520.50