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Mortgage Recorded & Simultaneous  
\$ 2,976,000.00

Send Tax Notice To:  
Meadow Lake, LLC  
951 Eighteenth Street, Suite 200  
Birmingham, Alabama 35205

This instrument was prepared by:  
Claude McCain Moncus, Esq.  
CORLEY, MONCUS & WARD, P.C.  
400 Shades Creek Parkway, Suite 100  
Birmingham, Alabama 35209  
(205) 879-5959

  
20020605000263590 Pg 1/5 27.00  
Shelby Cnty Judge of Probate, AL  
06/05/2002 09:17:00 FILED/CERTIFIED

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## EXCHANGE GENERAL WARRANTY DEED

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STATE OF ALABAMA     )  
JEFFERSON COUNTY    )     **KNOW ALL MEN BY THESE PRESENTS,**

**THIS IS A GENERAL WARRANTY DEED** executed and delivered by  
**CHAMPIONS, L.L.C.**, an Alabama Limited Liability Company (Grantor), to the following  
named Grantees in the following undivided interests:

<u><b>GRANTEES</b></u>	<u><b>PERCENTAGE INTERESTS</b></u>
<b>Meadow Lake BP, LLC</b> , an Alabama Limited Liability Company	<b>34.65 %</b>
<b>Beacon Center, L.L.C. II</b> , an Alabama Limited Liability Company	<b>35.34 %</b>
<b>Engel, Inc.</b> , an Alabama Corporation	<b>5.0 %</b>
<b>Engel Realty Company, Inc.</b> , an Alabama Corporation	<b>25.01 %</b>

That in consideration of Three Million Eight Hundred Thirty Five Thousand and no/100 Dollars (\$3,835,000.00) paid to the Grantor by the Grantees, a part of which sum is paid by Purchaser and a part of which sum is paid by the Qualified Intermediary of the Exchangors pursuant to deferred, like kind exchanges of the Exchangors in accordance with I.R.C. Section 1031 and the regulations promulgated thereunder, the receipt and sufficiency of which is hereby acknowledged, Grantor does by these presents grant, bargain, sell and convey unto the Grantees, as tenants-in-common and in undivided interests as specified above, the real situated in City of Hoover, Shelby County, Alabama (the "Property"), more particularly described as follows:

Lot 6-HA, according to the map of Graham-Means Resurvey as recorded in Map Book 27, page 78, in the Probate Office of Shelby County, Alabama.

**TOGETHER WITH** all improvements thereon and 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 the Property.

This conveyance is subject to the exceptions described in **Exhibit "A"** attached hereto.

**TO HAVE AND TO HOLD** unto the said Grantees, their successors and assigns as tenants-in-common, forever.

The Grantor does for itself and its successors and assigns, covenant with the said Grantees, their successors and assigns, that the Grantor and the Grantor's successors and assigns shall warrant and defend the same to the said Grantees, their successors and assigns forever, against the lawful claims of all persons except for the matters described on Exhibit A attached hereto and made a part hereof.

By virtue of this conveyance, the Grantees shall hold title to the Property as tenants-in-common in the following percentages: **Meadow Lake BP, LLC, [an undivided 34.65 percentage interest], Beacon Center, L.L.C. II, [an undivided 35.34 percentage interest], Engel, Inc., [an undivided 5.0 percentage interest], and Engel Realty Company, Inc., [an undivided 25.01 percentage interest].**

A portion of the consideration described above is paid by a mortgage loan closed simultaneously herein.

**IN WITNESS WHEREOF**, the grantor has executed this Exchange General Warranty Deed as of May 31, 2002.

GRANTOR:

CHAMPIONS, L.L.C., an Alabama  
limited liability company

By: H. Michael Graham [SEAL]  
H. Michael Graham  
Its Authorized Member

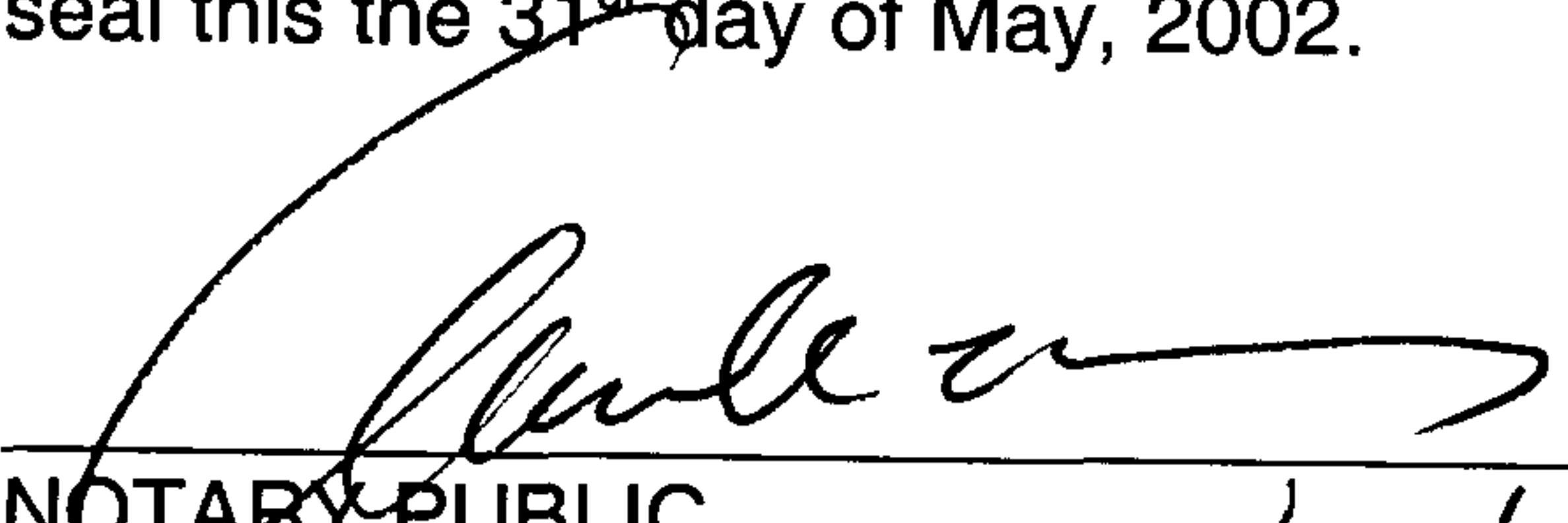
STATE OF ALABAMA  
COUNTY OF JEFFERSON

)  
)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that H. Michael Graham, whose name as Authorized Member of **CHAMPIONS, L.L.C.**, an Alabama Limited Liability Company, is signed to the foregoing Exchange General Warranty Deed and who is known to me, acknowledged before me on this day that, being informed of the contents of the Exchange General Warranty Deed, he, in his capacity as such Authorized Member and with full authority, executed the same voluntarily for and as the act of said Limited Liability Company on the same that bears date.

Given under my hand and official seal this the 31<sup>st</sup> day of May, 2002.

[NOTARY SEAL]

  
\_\_\_\_\_  
NOTARY PUBLIC  
My commission expires: 12/28/03

## **EXHIBIT "A"**

### **EXCEPTIONS**

1. Ad valorem taxes due October 1, 2002, which said taxes are not due and payable until October 1, 2002.
2. Transmission line Permit(s) to Alabama Power Company as shown by Instrument recorded in Deed Book 109, page 490 in the Probate Office of Shelby County, Alabama.
4. Easement to South Central Bell as shown by instrument recorded in Deed Book 299, page 703 in the Probate Office of Shelby County, Alabama.
5. Agreement with Alabama Power Company as to underground cables as recorded in real 75, page 634, and real 167, page 361 in Probate Office of Shelby County, Alabama.
6. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto, including rights set out in Deed Book 28, page 581 in Probate Office.
7. Declaration of Covenants, Conditions and Restrictions for Meadow Brook Corporation Park as set out in Real 64, page 91, along with 1<sup>st</sup> Amendment recorded in Real 95, page 826; 2<sup>nd</sup> Amendment recorded in Real 141, page 784; 3<sup>rd</sup> Amendment recorded in Real 177, page 244; 4<sup>th</sup> amendment recorded in Real 243, page 453; 5<sup>th</sup> Amendment recorded in Real 245, page 89; 6<sup>th</sup> Amendment recorded in Instrument # 1996-5491; 7<sup>th</sup> Amendment recorded in Instrument #1995-03028; 8<sup>th</sup> Amendment recorded in Instrument #1995-04188; 9<sup>th</sup> Amendment recorded in Instrument # 1996-5491; 10<sup>th</sup> Amendment recorded in Instrument #1996-32318; 11<sup>th</sup> Amendment recorded in Instrument #1997-30077; 12<sup>th</sup> Amendment recorded in instrument #1997-37856; 13<sup>th</sup> Amendment recorded in Instrument #1998-5588 and 14<sup>th</sup> Amendment recorded in Instrument 1998-41655; 15 Amendment recorded in Instrument #1998-46243; and 16<sup>th</sup> Amendment recorded in Instrument #1999/02935 as to that portion of subject property formally known a Lot 6-G. Meadow Brook Corporate Park Survey, Phase II, Resurvey No. 6 recorded in Map Book 25, Page 13, Shelby County, Alabama.
8. Agreement with Alabama Power Company as set out in Misc. Book 48, Page 880 in Probate Office.



9. Easement obtained as set out in Real 145, Page 554 and Real 161, Page 965 in Probate Office.
10. Reciprocal easement modification agreement recorded in Instrument #1998-46244 as reflected on the survey dated April 29, 2002, last revision date May 2002, by Laurence D. Weygand, P.L.S. No. 10373.
11. Rights of others to use easement as set out in Easement Agreement as set out as Instrument #1995-32946 in Probate Office and as reflected on the survey dated April 29, 2002, last revision date May 2002, by Laurence D. Weygand, P.L.S. No. 10373.
12. 50 foot building set back line from Corporate Drive and Meadow Lake Drive and easements, notes and restrictions, all as shown on record Map Book 27, Page 78 and as reflected on the survey dated April 29, 2002, last revision date May 2002, by Laurence D. Weygand, P.L.S. No. 10373.
13. Unrecorded permit from Daniel International Corporation to Alabama Power Company dated September 29, 1978, as set forth in deed recorded Instrument #1999-03665.
14. Unrecorded easement from Daniel U.S. Properties, Ltd. to Alabama Power Company dated July 24, 1985, as set forth in deed recorded Instrument #1999-03665.
15. Terms & Conditions of that certain easement agreement recorded in instrument number 1999-03666 as to that portion of subject property formally known as Lot 6-G, Meadow Brook Corporate Park Survey, Phase II, Resurvey No. 6 recorded in Map Book 25, page 13, Shelby County, Alabama.
16. Notice of variance and disclaimer of reserved easements recorded in instrument number 1999-05737 as to that portion of subject property formally known as Lot 6-G, Meadow Brook Corporate Park Survey, Phase II, Resurvey No. 6 recorded in Map Book 25, page 13, Shelby County, Alabama.