

This document was prepared by:

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After recording return to:

AIG Baker Shopping Center Properties, L.L.C.
1701 Lee Branch Lane
Birmingham, Alabama 35242
Attn: Legal Department

STATE OF ALABAMA)
 :
COUNTY OF SHELBY)

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS: That for and in consideration of EIGHT HUNDRED FORTY-ONE THOUSAND SIX HUNDRED SIXTY-SEVEN AND NO/100 DOLLARS (\$841,667.00) to Betty Joyce Attaway Basden in hand paid by **AIG BAKER BROOKSTONE, L.L.C.**, a Delaware limited liability company (the "Grantee"), the receipt and sufficiency whereof are hereby acknowledged, the undersigned grantors, **BETTY JOYCE ATTAWAY BASDEN** and **WILLIAM M. BASDEN**, a married couple (the "Grantors"), do hereby grant, bargain, sell, and convey unto Grantee all of their right, title and interest in and to the following real estate (the "Property") situated in Shelby County, Alabama, to-wit:

Parcel I:

The middle one-third of uniform width of the South-half of Northeast quarter of Southwest quarter of Section 5, Township 19, Range 1 West.

Parcel II:

That certain 30 foot strip of land being a roadway adjoining and running along the South side of the North half of the Northeast quarter of the Southwest quarter of Section 5, Township 19, Range 1 West, Shelby County, Alabama.

Subject, however, to those matters which are set forth on Exhibit A attached hereto and incorporated herein by this reference (the "Permitted Encumbrances").

BETTY JOYCE ATTAWAY BASDEN IS ONE AND THE SAME PERSON AS BETTY JOYCE ATTAWAY.

TO HAVE AND TO HOLD the above-described Property, together with all and singular, the rights, rights of way, privileges, tenements, hereditaments, easements, and appurtenances pertaining thereto unto the use and benefit of Grantee, its successors and assigns, in fee simple forever.

Grantors hereby covenant and agree that they will warrant and forever defend the right and title to the above-described Property unto the Grantee against the claims of Grantors and all others claiming by, through, or under Grantors, but not otherwise, subject, however to the Permitted Encumbrances.

Lawyer's Title

IN WITNESS WHEREOF, Grantors have caused this Deed to be properly executed under seal on this 24 day of July, 2002.

GRANTORS:

Betty Joyce Attaway Basden (SEAL)
BETTY JOYCE ATTAWAY BASDEN

William M. Basden (SEAL)
WILLIAM M. BASDEN

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Betty Joyce Attaway Basden and William M Basden, whose names are signed to the foregoing Statutory Warranty Deed, and who are known to me, acknowledged before me on this day that, being informed of the contents of the Statutory Warranty Deed, they executed the same voluntarily on the day the same bears date.

Given under my hand and seal, this 24th day of July, 2002.

Regina A. Ellis
NOTARY PUBLIC
My Commission Expires: 10-29-05

EXHIBIT A

PERMITTED ENCUMBRANCES

1. Ad valorem taxes for the year 2002 and subsequent years, a lien not yet due and payable.
2. Right of Way granted to Alabama Power Company recorded in Deed Book 109, page 497 and in Deed Book 220, Page 883 in said Probate Office.
3. 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.