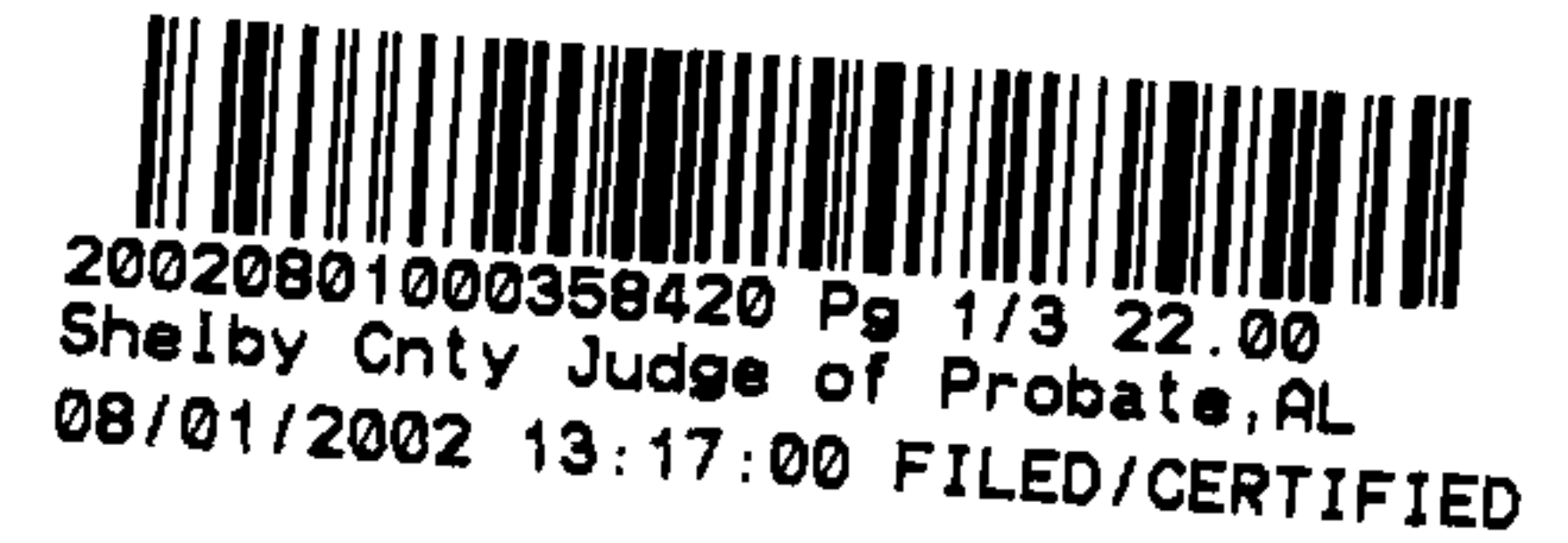


\$5,000.00



This document was prepared by:

Gail Livingston Mills, Esq.
Burr & Forman LLP
420 North 20th Street, Suite 3100
Birmingham, Alabama 35203

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)

QUITCLAIM DEED

KNOW ALL MEN BY THESE PRESENTS: That for and in consideration of TEN AND NO/100 DOLLARS (\$10.00) to the undersigned grantor, **DIANE K. RUSSELL**, an unmarried woman (the "Grantor"), 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, Grantor does hereby remise, release, quit claim and convey unto Grantee all of her right, title and interest in and to the following real estate (the "Property") situated in Shelby County, Alabama, to-wit:

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.

THIS QUIT CLAIM DEED IS EXECUTED TO PERFECT TITLE IN GRANTEE.

GRANTOR REPRESENTS THAT NO PART OF THE PROPERTY CONSTITUTES THE HOMESTEAD OF THE GRANTOR.

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

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.

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

IN WITNESS WHEREOF, Grantor has caused this Deed to be properly executed under seal on this 25th day of July, 2002.

GRANTOR:

Diane K Russell (SEAL)
DIANE K. RUSSELL

STATE OF ALABAMA)
Jefferson COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **DIANE K. RUSSELL**, whose name is signed to the foregoing Quitclaim Deed, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Quitclaim Deed, she executed the same voluntarily on the day the same bears date.

Given under my hand and seal, this 25th day of July, 2002.

Regina H. 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 in the Office of the Judge of Probate of Shelby County, Alabama.
3. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto.