

SEND TAX NOTICE TO:
Inland Southeast River Ridge, L.L.C.

Attention: _____

STATE OF ALABAMA)
)
SHELBY COUNTY)

\$29,806,350.00

STATUTORY WARRANTY DEED

THIS IS A STATUTORY WARRANTY DEED executed and delivered this 27th day of November, 2002, by **RIVER RIDGE RETAIL COMPANY, L.L.C.**, a Delaware limited liability company (hereinafter referred to as the "Grantor"), to **INLAND SOUTHEAST RIVER RIDGE, L.L.C.**, a Delaware limited liability company (hereinafter referred to as the "Grantee").

KNOW ALL MEN BY THESE PRESENTS:

For good and valuable consideration, in hand paid by Grantee to Grantor and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Grantor, the Grantor does by these presents, grant, bargain, sell and convey unto the Grantee the following real estate described in **Exhibit "A"** attached hereto and located in Shelby County, Alabama, (the "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 the Property.

This conveyance is subject to the following:

1. General and special taxes or assessments for 2002 and subsequent years not yet due and payable;
2. Mineral and mining rights and rights incident thereto recorded in Volume 289, page 374, in the Probate Office of Shelby County, Alabama;
3. 15 foot easement for drainage on Westerly, as shown by recorded Map;
4. Drainage easement, as shown by recorded Map;
5. 20 foot easement for drainage on Southwesterly, as shown by recorded Map;
6. Storm sewer easement of variable width as shown by recorded Map;
7. 10 foot storm sewer easement, as shown by recorded Map;
8. Declaration of Covenants and Restrictions for Cahaba River Park appearing of record in Misc. Volume 9, page 513 in the Probate Office of Shelby County, Alabama (the "Probate Office"). Amendment to Restrictive Covenants filed for recorded in Misc. Volume 42, page 428. Third Amendment to Restrictive Covenants recorded in Real 238, page 916. Easement and Fourth Amendment to Restrictive Covenants recorded in Real 271, page 363. Fifth Amendment to Restrictive Covenants recorded in Real 271, page 380. Sixth Amendment and Restatement of Certain Provisions of Restrictive Covenants recorded in Instrument

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed on the date first above written.

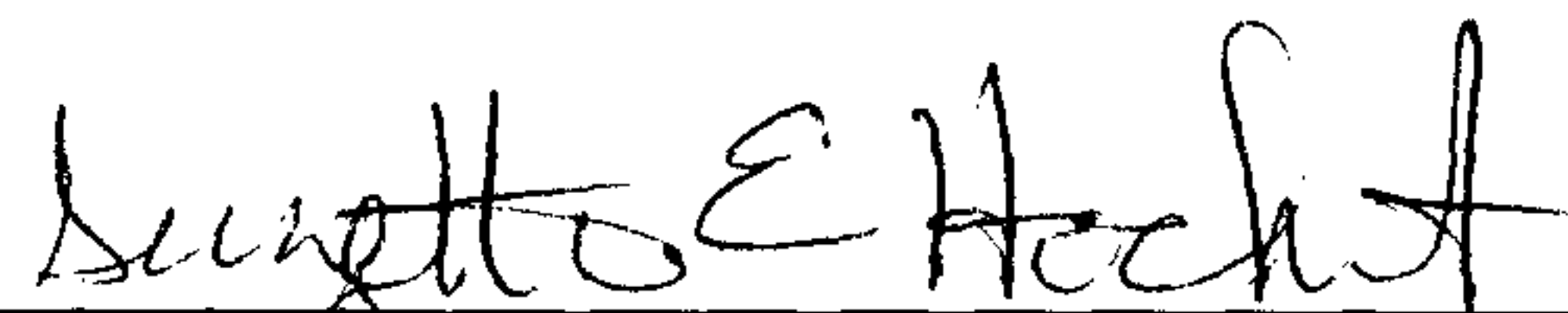
RIVER RIDGE RETAIL COMPANY, L.L.C.

By: 
Name: David L. Silverstein
Its: Authorized Agent

STATE OF ALABAMA)
)
JEFFERSON COUNTY)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that David L. Silverstein whose name as the Authorized Agent of **RIVER RIDGE RETAIL COMPANY, L.L.C.**, a Delaware limited liability company, is signed to the foregoing Statutory Warranty Deed and who is known to me, acknowledged before me on this day that, being informed of the contents of the Statutory Warranty Deed, he, in his capacity as such authorized agent and with full authority, executed the same voluntarily for and as the act of said limited liability company on the day the same bears date.

Given under my hand this the 27th day of November, 2002.


Notary Public

[NOTARIAL SEAL]

My Commission Expires: Suzette E. Hockett
Notary Public of Alabama
My Commission Expires 10-07-2003

THIS INSTRUMENT PREPARED BY:
Jason C. Edwards
Berkowitz, Lefkovits, Isom & Kushner, P.C.
420 N. 20th Street,
Suite 1600, SouthTrust Tower
Birmingham, Alabama 35203

- 1992/10301, as modified by Consent and Waiver as to Restrictive Covenants recorded in Instrument 1999-38031;
9. 35 foot Utility Easement recorded in Real 105, page 733, in the Probate Office;
 10. Mineral and mining rights and rights incident thereto; Release of Damages; covenants; exceptions and reservations recorded in Deed Book 335, page 58, in the Probate Office;
 11. Restrictions to be set out in warranty deed from St. Vincent's Hospital, an Alabama non-profit corporation to River Ridge Retail Company, L.L.C., recorded in Instrument 1999-38032, in the Probate Office;
 12. 15 foot sanitary sewer easement, as shown by recorded Map;
 13. Rights of others in and to that certain reciprocal easement and operating agreement appearing of record in Instrument 1999-38039, in the Probate Office;
 14. Rights of others in and to that certain operation and easement and agreement recorded in Instrument 1999-38041, in the Probate Office;
 15. 20 foot sanitary sewer easement on East and West sides of Lot 3, as shown by recorded Map;
 16. Easement recorded in Instrument 2000-1426, in the Probate Office;
 17. Drainage Easement recorded in Instrument 2000/7533, in the Probate Office;
 18. Terms and Conditions of that certain Memorandum of Lease dated December 8, 2000 by and between River Ridge Retail Company, L.L.C., a Delaware limited liability company and Carrabba's Birmingham 280 Limited Partnership, a Florida limited partnership, filed for record July 9, 2001, recorded in Instrument 2001/28056, in the Probate Office;
 19. Construction, Operations, Restrictions and Easements Agreement dated August 23, 2001, by and between River Ridge Retail Company, L.L.C. and GAC Footstore, LLC filed for record on August 29, 2001, recorded in Instrument 2001/37114, in the Probate Office;
 20. That certain Construction, Operation, Restrictions and Easement Agreement executed of even date herewith by and between River Ridge Retail Company, L.L.C. and Inland Southeast River Ridge, LLC;
 21. That certain Detention Pond and Drainage Easement Agreement executed of even date herewith by and between River Ridge Retail Company, L.L.C. and Inland Southeast River Ridge, LLC;
 22. All executed leases with regard to the occupancy of the River Ridge Shopping Center located on the Property;
 23. All other matters of record.

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

The 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 (unless otherwise noted above) of all persons claiming by, through, or under the Grantor, but not further or otherwise.

(Signatures appear on the following page)

EXHIBIT "A"

LEGAL DESCRIPTION

Lots 3 and 5 according to the Survey of River Ridge Plaza as recorded in Map Book 26, Page 14,
in the Probate Office of Shelby County, Alabama.

20021217000629720 Pg 4/4 29,826.50
Shelby Cnty Judge of Probate, AL
12/17/2002 08:24:00 FILED/CERTIFIED