

THIS INSTRUMENT WAS PREPARED BY:

GAIL LIVINGSTON MILLS, ESQ.  
BURR & FORMAN LLP  
3100 SOUTHTRUST TOWER  
BIRMINGHAM, AL 35203

SEND TAX NOTICE TO:

AIG BAKER PELHAM, L.L.C.  
1701 LEE BRANCH LANE  
BIRMINGHAM, AL 35242

STATE OF ALABAMA  
COUNTY OF SHELBY

)  
)

**GENERAL WARRANTY DEED**

*in consideration of  
\$1,560,200.00  
Rk*

**KNOW ALL MEN BY THESE PRESENTS:** That for and in consideration of the sum of **TEN DOLLARS (\$10.00)** and other good and valuable consideration to the undersigned grantors, **JEAN B. BARNES**, an unmarried woman, owner of an undivided 1/2 interest in and to the Property hereafter described, and **RHETT GOODE BARNES, III**, a married man, **REBECCA BARNES HANEY**, a married woman, **LISA BARNES BYAL**, a married woman, **CHARLES LINDELL WRIGHT, JR.**, a married man, **PAUL BARNES WRIGHT**, a married man, and **DEBRA SUE WATERS**, a married woman, owners of an undivided 1/2 interest in and to the Property hereafter described, as tenants in common (the foregoing are collectively referred to herein as "Grantors"), in hand paid by **AIG BAKER PELHAM, L.L.C.**, a Delaware limited liability company ("Grantee"), the receipt and sufficiency whereof are hereby acknowledged, Grantors do hereby grant, bargain, sell, and convey unto Grantee all of their respective right, title and interest in and to that certain real estate (the "Property") situated in Shelby County, Alabama, to-wit:

The W 1/2 of SE 1/4 of Section 24, Township 20 South, Range 3 West.

LESS AND EXCEPT a right of way for Interstate Highway I-65.

LESS AND EXCEPT a right of way for Atlantic Coastline Railroad.

AND

All NE 1/4 of SE 1/4 of Section 24, Township 20 South, Range 3 West, lying West of Interstate Highway I-65 right of way.

All SE 1/4 of SE 1/4 of Section 24, Township 20 South, Range 3 West, lying West of Interstate Highway I-65 right of way.

Subject, however, to the following matters (the "Permitted Encumbrances").

1. Taxes and assessments for the year 2005, and subsequent years, a lien not yet due and payable.
2. Easements to the City of Pelham as recorded in Instrument #1999-18773; Instrument #1999-18774; Instrument #1999-18775; Instrument #1999-18776; Instrument #1999-18777; Instrument #1999-18778; Instrument #1999-18779; Instrument #1999-18780; Instrument #1999-18781; Instrument #1999-18782; Instrument #1999-18783; Instrument #1999-18784; Instrument #1999-18785; Instrument #1999-18786, in the Probate Office of Shelby County, Alabama.
3. Less and except any part within Condemnation Case #19-278 and as recorded in Instrument #1993-3440; Instrument #1993-3441; Instrument #1993-3442, and Instrument #1993-8462, in the Probate Office of Shelby County, Alabama.
4. Agreement between the City of Pelham and Colonial Pipe Line Company as recorded in Instrument #1999-5027, in the Probate Office of Shelby County, Alabama.



5. Right of Way to Interstate Highway I-65 as set forth in Lis Pendens Book 5, Page 400, in the Probate Office of Shelby County, Alabama.

6. Transmission line permits to Alabama Power Company as recorded in Deed Book 131, Page 192, in the Probate Office of Shelby County, Alabama.

7. Easements to Colonial Pipe Line Company as recorded in Deed Book 222, Page 826 and Deed Book 222, Page 830, in the Probate Office of Shelby County, Alabama.

8. Denial of all existing, future, or potential common law or statutory rights of access between subject property and I-65, in the Probate Office of Shelby County, Alabama.

9. Title to all minerals within and underlying the Property, together with all mining rights and other rights, privileges and immunities relating thereto, together with any release of liability for injury or damage to persons or property as a result of the exercise of such rights as recorded in Deed Book 160, Page 198; Deed Book 220, Page 94; Deed Book 23, Page 525; and Deed Book 36, Page 426, in the Probate Office of Shelby County, Alabama.

10. Easement to South Central Bell as recorded in Deed Book 119, Page 870, in the Probate Office of Shelby County, Alabama.

11. Right of Way to Shelby County as recorded in Deed Book 180, Page 605, in the Probate Office of Shelby County, Alabama.

12. Right of Way for Atlantic Coastline Railroad as recorded in Deed Book 36, Page 394; Deed Book 36, Page 453; Deed Book 36, Page 541; Deed Book 36, Page 566; Deed Book 40, Page 98; Deed Book 40, Page 488; Deed Book 41, Page 63; Deed Book 41, Page 53; Deed Book 41, Page 315; Deed Book 46, Page 163; Deed Book 48, Page 400; Deed Book 0, Page 188; Deed Book 36, Page 256; Deed Book 36, Page 241; and Deed Book 36, Page 328, in the Probate Office of Shelby County, Alabama.

13. Right of Way granted to Alabama Power Company by instrument(s) recorded in Deed Book 126, Page 292 and Deed Book 184, Page 417, in the Probate Office of Shelby County, Alabama.

14. Right of Way to the City of Pelham as recorded in Real Volume 64, Page 312, in the Probate Office of Shelby County, Alabama.

**TO HAVE AND TO HOLD** the Property unto the Grantee and the Grantee's successors and assigns, forever.

**AND** Grantors do hereby represent and warrant and covenant with the Grantee, Grantee's successors and assigns, that Grantors are lawfully seized in fee simple of the Property; that the Property is free from all encumbrances other than the Permitted Encumbrances; that Grantors have a good right to sell and convey the same as aforesaid; that Grantors and Grantors' heirs, successors, and assigns will warrant and defend the same to the said Grantee, Grantee's successors and assigns, forever against the lawful claims of all persons whomsoever.

**AND** the said Grantors do further warrant unto the said Grantees that no portion of the property conveyed hereby constitutes the homestead of any of the Grantors or their spouses.

IN WITNESS WHEREOF, Grantors have executed this Deed on this 14<sup>th</sup> day of October, 2004.

GRANTORS:

Jean B. Barnes  
JEAN B. BARNES

Rhett Goode Barnes III  
RHETT GOODE BARNES, III

Rebecca Barnes Haney  
REBECCA BARNES HANEY

Lisa Barnes Byal  
LISA BARNES BYAL

Charles L. Wright Jr.  
CHARLES LINDELL WRIGHT, JR.

Paul Barnes Wright  
PAUL BARNES WRIGHT

Debra Sue Waters  
DEBRA SUE WATERS

STATE OF Alabama )  
COUNTY OF Jefferson )

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

Given under my hand and official seal this 14<sup>th</sup> day of October, 2004.

Erica Shawling  
NOTARY PUBLIC  
My Commission expires: 2-20-08



STATE OF Alabama )  
COUNTY OF Jefferson )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Rhett Goode Barnes, III**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14<sup>th</sup> day of October, 2004.

Erica Jhonling  
NOTARY PUBLIC

My Commission expires: 2-20-08

STATE OF Alabama )  
COUNTY OF Jefferson )

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

Given under my hand and official seal this 14<sup>th</sup> day of October, 2004.

Erica Jhonling  
NOTARY PUBLIC

My Commission expires: 2-20-08

STATE OF Alabama )  
COUNTY OF Jefferson )

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

Given under my hand and official seal this 14<sup>th</sup> day of October, 2004.

Erica Jhonling  
NOTARY PUBLIC

My Commission expires: 2-20-08

STATE OF Alabama )  
COUNTY OF Jefferson )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Charles Lindell Wright, Jr.**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14<sup>th</sup> day of October, 2004.

Erica Jhonling  
NOTARY PUBLIC  
My Commission expires: 2-20-08

STATE OF Alabama )  
COUNTY OF Jefferson )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that **Paul Barnes Wright**, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he executed the same voluntarily as of the day the same bears date.

Given under my hand and official seal this 14<sup>th</sup> day of October, 2004.

Erica Jhonling  
NOTARY PUBLIC  
My Commission expires: 2-20-08

STATE OF TEXAS )  
COUNTY OF TARRANT )

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

Given under my hand and official seal this 05 day of OCTOBER, 2004.

Charles Flann  
NOTARY PUBLIC  
My Commission expires: 04/16/2007 b