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Shelby Cnty Judge of Probate, AL  
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TITLE NOT EXAMINED

This instrument prepared by and  
upon recording should be returned to:

J. Keith Windle, Esq.  
Bradley Arant Rose & White LLP  
One Federal Place  
1819 Fifth Avenue North  
Birmingham, Alabama 35203

STATE OF ALABAMA )

SHELBY COUNTY )

**NON-EXCLUSIVE INGRESS-EGRESS EASEMENT AGREEMENT**

This NON-EXCLUSIVE INGRESS-EGRESS EASEMENT AGREEMENT (this "Agreement") is made and entered into this 31 day of March, 2005, by and between **DOUBLE MOUNTAIN, L.L.C.**, an Alabama limited liability company ("Grantor") and **GREY OAKS PROPERTIES, L.L.C.**, an Alabama limited liability company ("Grantee").

**WITNESSETH**

**WHEREAS**, Grantor is the owner in fee simple, subject to reservations and exceptions of record in Shelby County, of a certain parcel of real property located in Shelby County, Alabama (the "Double Mountain Parcel");

**WHEREAS**, Grantee has purchased, or has a contract to purchase, from Grantor an approximately 555.820 +/- acre parcel of real property located in Shelby County, Alabama, as more particularly described on Exhibit A attached hereto (the "Contract Parcel"), the Contract Parcel being south of the Double Mountain Parcel. (That portion of the Contract Parcel that Grantee has already purchased from Grantor, hereinafter referred to as the "Phase I Parcel", is more particularly described on Exhibit B attached hereto, and the remainder of the Contract Parcel that has not yet been conveyed from Grantor to Grantee is hereinafter referred to as the "Phase II Parcel"); and

**WHEREAS**, As a condition to said purchase, the parties have agreed to enter into this Agreement to set forth their mutual understandings regarding an access easement for the benefit of the Phase I Parcel, and upon the conveyance of the Phase II to Grantee, for the benefit of the Phase II Parcel.

**NOW, THEREFORE**, in consideration of the sum of Ten and No/100 Dollars (\$10.00) in hand paid to Grantor, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantor and Grantee hereby declare and agree as follows:

1. **Grant of Ingress-Egress Easement.**



(a) Grantor does hereby declare, grant, bargain, establish, and create, for the benefit of Grantee and any successor in title to the Phase I Parcel or portion thereof, and their employees, guests, licensees, invitees, customers, agents, tenants, subtenants, successors, assigns and mortgagees, a perpetual non-exclusive right-of-way easement, right and privilege of passage and use, both pedestrian and vehicular, for purposes of ingress and egress and access in, to, upon, over and from that portion of the Double Mountain Parcel as more particularly described as such in Exhibit C attached hereto (the "Access Easement Area") to and from Shelby County Road 11 and the CSX Railroad right-of-way.

(i) Grantee shall construct, at Grantee's sole expense, a four (4) lane road (the "Parkway") on said easement pursuant to the Purchase and Sale Agreement of May 1, 2003 (the "Purchase Agreement").

(ii) Grantor and Grantee further agree that any median constructed within the Parkway shall not extend beyond one hundred feet (100') from the intersection of the Parkway and Shelby County Highway 11. This restriction has the purpose of assuring Grantor of unimpeded access to and across the right-of-way from and to Grantor's remaining residential and commercial property (subject to Section 4 of this Easement), other than as a result of a median constructed by Grantee of not more than one hundred (100) feet from the intersection with the right-of-way of Highway 11.

(iii) Grantor and Grantee agree that there shall be no structures or buildings within the Access Easement Area. Trees and shrubbery for beautification and subdivision entrance monuments are permitted within the Access Easement Area.

(b) Use of the ingress-egress easement granted herein shall be limited to normal and reasonable unobstructed vehicular traffic, including, without limitation, automobiles and trucks, and pedestrian use and passage by Grantor and Grantee, their respective employees, guests, licensees, invitees, customers, agents, tenants, subtenants, successors, assigns and mortgagees, but not for parking purposes. Grantor and Grantee, and their respective employees, guests, licensees, invitees, customers, agents, tenants, subtenants, successors, assigns and mortgagees shall have the mutual right to use the ingress-egress easement granted herein for ingress and egress to the Phase I Parcel to and from Shelby County Road 11, provided, that no such party shall obstruct such ingress-egress easement nor interfere with its use by any other party benefited by this Agreement.

(c) Upon the conveyance of the Phase II Parcel to Grantee and the recording of a deed for such conveyance in the Office of the Judge of Probate of Shelby County, Alabama, the easement and all rights and privileges granted and/or reserved to Grantor and Grantee herein shall also benefit and run in favor of the Phase II Parcel. The granting of such easement in favor of the Phase II Parcel shall be deemed automatic, and it shall not be necessary to record an amendment to this Agreement to effect or evidence such easement.

2. **Temporary Construction Easement.** Grantor agrees that Grantee shall have the right to enter upon any and all areas of the Access Easement Area and the Double Mountain Parcel adjoining to the Parkway as necessary to accomplish the following construction:

a. Construction and pavement of the Access Easement Area (including without



limitation the curb cut onto Shelby County Road 11) according to plans and specifications to be submitted and approved by Grantor (such approval not to be unreasonably withheld); and

b. Grading and other construction work along the Access Easement Area situated on the said adjoining Double Mountain Parcel which is necessary to complete the construction and pavement of the Access Easement Area.

The foregoing easement in this Section 2 shall be a temporary easement that shall terminate upon the final completion of the Parkway to be completed by Grantee or eighteen (18) months from the date of the deed conveying Phase I, whichever shall occur first. It shall not be necessary to record a notice of termination in order to effect or evidence the termination.

3. **Maintenance of Access Easement Area.** Grantee, at Grantee's sole cost and expense, shall maintain the Access Easement Area in good order and condition, and shall make and perform all necessary maintenance, repairs and replacements to the improvements constructed by Grantee within the Access Easement Area.

4. **Grantor's Use of the Access Easement Area.** Grantor reserves and excepts unto itself and Grantor's employees, guests, licensees, invitees, customers, agents, tenants, subtenants, successors, assigns and mortgagees the unimpeded access to, through and across the Parkway and Access Easement Area to Grantor's property to the East and West of the Parkway between Shelby County Highway 11 and the bridge to be built by Grantee over the CSX Railroad. There shall be two (2) such points of access on the East side of the Parkway and two (2) such points of access on the West side of the Parkway; all pursuant to the conditions and terms of the Purchase and Sale Agreement dated May 1, 2003.

5. **Indemnity.** Each party agrees to indemnify and hold harmless the other party from and against any and all claims, demands, suits, judgments or costs by or on behalf of any person, firm, corporation, partnership, limited liability company or other entity arising out of any accident or other occurrence on the Access Easement Area and/or in connection with the exercise of the temporary construction easements in accordance with Section 2, to the extent that the claim, demand, suit, judgment, or cost results from the act or omission of such indemnifying party, its agents, employees, guests and invitees.

6. **No Rights in Public.** Nothing contained herein shall be construed as creating any rights in the general public or as dedicating for public use any portion of the Double Mountain Parcel, the Phase I Parcel or the Phase II Parcel.

7. **Agreements Run With Land.** Both the benefits and the burdens of all easements, restrictions, benefits, and obligations established by this Agreement shall run with and bind the lands described herein and shall be binding upon and inure to the benefit of Grantee and Grantor and their respective tenants, licensees, invitees, employees, personal representatives, heirs, successors, and assigns, and, except as herein expressly provided to the contrary, shall be perpetual.

8. **Entire Agreement.** This Agreement contains the entire agreement between the parties hereto with respect to the matters contained herein, and neither party is bound by any previous

representations or agreements of any kind regarding the subject matter of this Agreement except as herein contained. Notwithstanding anything to the contrary contained herein, the parties agree that the Purchase and Sale Agreement dated May 1, 2003 as reinstated and extended shall survive the closing.

9. **Modification and Amendment.** This Agreement shall not be modified or amended in any respect except by a written instrument executed by the parties in the same manner as this Agreement is executed.

10. **Counterparts.** This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which shall constitute only one and the same agreement.

11. **Attorneys' Fees.** In the event of the institution of any legal proceedings for any violation or threatened violation of any of the terms or provisions of this Agreement, or for the collection of any sums due and payable hereunder, the prevailing party shall be entitled to recover all reasonable costs and expenses incurred in connection with such litigation, specifically including, but not limited to reasonable attorneys' fees, which cost and fees shall also include those caused by reason of any appellate proceeding or otherwise, from the non-prevailing party.

**IN WITNESS WHEREOF,** Grantor and Grantee have executed this Agreement as of the day and year first above written.

**GRANTOR:**

DOUBLE MOUNTAIN, L.L.C.

By: Paul B. H. [Signature]

Title: Member

**GRANTEE:**

GREY OAKS PROPERTIES, L.L.C.

By: Will B. Land [Signature]

Title: Member



STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned, a notary public in and for said county in said state, hereby certify that PAUL B. SHAW, JR., whose name as MEMBER of Double Mountain, L.L.C., an Alabama limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 31<sup>st</sup> day of MARCH, 2005.

[NOTARIAL SEAL]

Notary Public

My commission expires: 5/21/07

STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned, a notary public in and for said county in said state, hereby certify that William G. Sanders whose name as Member of Grey Oaks Properties, L.L.C., an Alabama limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 1<sup>st</sup> day of April, 2005.

[NOTARIAL SEAL]

Notary Public

My commission expires:

NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: July 21, 2008  
BONDED THRU NOTARY PUBLIC UNDERWRITERS



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**EXHIBIT A**

**Contract Parcel**

*(See attached)*





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A Parcel of Land situated in Section 2, 10, 11, 15 & 16, Township 20 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 1" open-top iron locally accepted to be the Northwest corner of said Section 11; thence run South 88 degrees, 01 minutes, 46 seconds East along the North line of said Section 11 for a distance of 1,293.86 feet to an iron pin found on the Southeast right-of-way line of CSX Railroad at the point of beginning; thence run South 88 degrees, 02 minutes, 51 seconds East for a distance of 72.50 feet to an iron pin found on the Southeast right-of-way line of said CSX Railroad; thence run South 48 degrees, 19 minutes, 45 seconds West along said Southeast right-of-way line for a distance of 3,041.89 feet to a point on a curve to the right, having a central angle of 19 degrees, 06 minutes, 59 seconds and a radius of 2,082.16 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 694.70 feet to a point; thence run South 67 degrees, 26 minutes, 44 seconds West along said Southeast right-of-way line for a distance of 1,474.85 feet to a point on a curve to the left, having a central angle of 34 degrees, 08 minutes, 39 seconds and a radius of 1,775.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 1,057.77 feet to a point; thence run South 33 degrees, 18 minutes, 05 seconds West along said Southeast right-of-way line for a distance of 2,485.75 feet to a point on a curve to the right, having a central angle of 10 degrees, 26 minutes, 45 seconds and a radius of 4,584.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 835.72 feet to a point; thence run South 43 degrees, 44 minutes, 50 seconds West along said Southeast right-of-way line for a distance of 491.56 feet to a point on a curve to the left, having a central angle of 10 degrees, 01 minutes, 59 seconds and a radius of 4,392.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 769.09 feet to a point on a reverse curve to the right, having a central angle of 03 degrees, 20 minutes, 53 seconds and a radius of 5,850.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 341.85 feet to an iron pin set on the West line of the East 1/2 of the East 1/2 of said Section 16; thence run South 00 degrees, 01 minutes, 35 seconds east along said West line for a distance of 56.97 feet to a 1 & 1/2" open-top iron found locally accepted to be the Northwest corner of the Northeast quarter of the Southeast quarter of said Section 16; thence run South 00 degrees, 06 minutes, 19 seconds West along the West line of the East 1/2 of the East 1/2 of said Section 16 for a distance of 2,219.77 feet to an iron pin set on the 720 foot contour line; thence run North 49 degrees, 44 minutes, 42 seconds East along said contour line for a distance of 188.30 feet to an iron pin set; thence run North 07 degrees, 36 minutes, 50 seconds East along said contour line for a distance of 57.83 feet to an iron pin set; thence run North 53 degrees, 30 minutes, 20 seconds East along said contour line for a distance of 32.45 feet to an iron pin set; thence run North 07 degrees, 31 minutes, 11 seconds East along said contour line for a distance of 68.46 feet to an iron pin set; thence run North 21 degrees, 31 minutes, 23 seconds East along said contour line for a distance of 128.74 feet to an iron pin set; thence run North 64 degrees, 58 minutes, 33 seconds East along said contour line for a distance of 94.12 feet to an iron pin set; thence run North 25 degrees, 25 minutes, 20 seconds East along said contour line for a distance of 110.42 feet to an iron pin set; thence run North 49 degrees, 17 minutes, 26 seconds East along said contour line for a distance of 49.76 feet to an iron pin set; thence run North 05 degrees, 58 minutes, 46 seconds East along said contour line for a distance of 35.98 feet to an iron pin set; thence run North 33 degrees, 15 minutes, 58 seconds East along said contour line for a distance of 85.57 feet to an iron pin set; thence run North 41 degrees, 39 minutes, 45 seconds East along said contour line for a distance of 402.06 feet to an iron pin set; thence run North 58 degrees, 27 minutes, 04 seconds East along said contour line for a distance of 65.70 feet to an iron pin set; thence run North 33 degrees, 50 minutes, 42 seconds East along said contour line for a distance of



Exhibit A. Survey Legal Description of 555.820 acres, Shelby County, Alabama; contract dated  
May 1, 2005; between Double Mountain, LLC and Waterford, LLC



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109.99 feet to an iron pin set; thence run North 49 degrees, 12 minutes, 44 seconds East along said contour line for a distance of 101.76 feet to an iron pin set; thence run North 65 degrees, 14 minutes, 08 seconds East along said contour line for a distance of 78.61 feet to an iron pin set; thence run North 42 degrees, 13 minutes, 41 seconds East along said contour line for a distance of 268.96 feet to an iron pin set; thence run North 55 degrees, 32 minutes, 23 seconds East along said contour line for a distance of 184.71 feet to an iron pin set; thence run North 32 degrees, 21 minutes, 08 seconds East along said contour line for a distance of 45.31 feet to an iron pin set; thence run North 48 degrees, 07 minutes, 48 seconds East along said contour line for a distance of 141.90 feet to an iron pin set; thence run North 82 degrees, 13 minutes, 41 seconds East along said contour line for a distance of 88.48 feet to an iron pin set; thence run North 47 degrees, 10 minutes, 51 seconds East along said contour line for a distance of 39.09 feet to an iron pin set; thence run North 56 degrees, 04 minutes, 14 seconds East along said contour line for a distance of 50.78 feet to an iron pin set; thence run North 13 degrees, 49 minutes, 51 seconds East along said contour line for a distance of 80.66 feet to an iron pin set; thence run North 40 degrees, 27 minutes, 08 seconds East along said contour line for a distance of 77.34 feet to an iron pin set; thence run North 53 degrees, 33 minutes, 35 seconds East along said contour line for a distance of 104.41 feet to an iron pin set; thence run North 07 degrees, 00 minutes, 21 seconds East along said contour line for a distance of 86.19 feet to an iron pin set; thence run North 34 degrees, 20 minutes, 18 seconds East along said contour line for a distance of 214.25 feet to an iron pin set on the North line of the Northwest quarter of the Southwest quarter of said Section 15; thence run North 87 degrees, 43 minutes, 58 seconds West along the North line of said quarter-quarter Section for a distance of 573.82 feet to an iron pin set at the Northwest corner of said quarter-quarter Section; thence run North 00 degrees, 00 minutes, 49 seconds West along the West line of said Section 15 for a distance of 1,318.74 feet to an iron pin set at the Southwest corner of the Northwest quarter of the Northwest quarter of said Section 15; thence run South 88 degrees, 05 minutes, 37 seconds East along the South line of said quarter-quarter Section for a distance of 1,312.03 feet to an iron pin set at the Southeast corner of said quarter-quarter Section; thence run North 00 degrees, 01 minutes, 44 seconds West along the East line of said quarter-quarter Section for a distance of 1,327.02 feet to an iron pin set at the Northeast corner of said quarter-quarter Section; thence run South 88 degrees, 27 minutes, 16 seconds East along the North line of said section 15 for a distance of 1,311.43 feet to an iron pin set at the Northwest corner of the Northwest quarter of the Northeast quarter of said Section 15; thence run South 00 degrees, 02 minutes, 37 seconds East along the West line of said quarter-quarter Section for a distance of 936.95 feet to an iron pin set on the 720 foot contour line; thence run North 62 degrees, 41 minutes, 23 seconds East along said contour line for a distance of 157.63 feet to an iron pin set; thence run North 04 degrees, 21 minutes, 19 seconds East along said contour line for a distance of 144.67 feet to an iron pin set; thence run South 78 degrees, 33 minutes, 51 seconds East along said contour line for a distance of 226.20 feet to an iron pin set; thence run North 15 degrees, 26 minutes, 16 seconds East along said contour line for a distance of 129.79 feet to an iron pin set; thence run North 86 degrees, 21 minutes, 37 seconds East along said contour line for a distance of 86.05 feet to an iron pin set; thence run North 07 degrees, 11 minutes, 22 seconds East along said contour line for a distance of 74.98 feet to an iron pin set; thence run North 34 degrees, 42 minutes, 10 seconds East along said contour line for a distance of 147.75 feet to an iron pin set; thence run South 69 degrees, 59 minutes, 19 seconds East along said contour line for a distance of 78.76 feet to an iron pin set; thence run North 27 degrees, 03 minutes, 35 seconds East along said contour line for a distance of 40.45 feet to an iron pin set; thence run North 34 degrees, 34 minutes, 42 seconds East along said contour line for a distance of 126.03 feet to an iron pin set; thence run South 63 degrees, 14 minutes, 38 seconds East along said contour line for a distance of 183.96 feet to an iron pin set; thence run North 51 degrees, 23 minutes, 00 seconds East along said contour line for a distance of 118.00 feet to an iron pin set; thence run North 44 degrees, 11 minutes, 48 seconds East

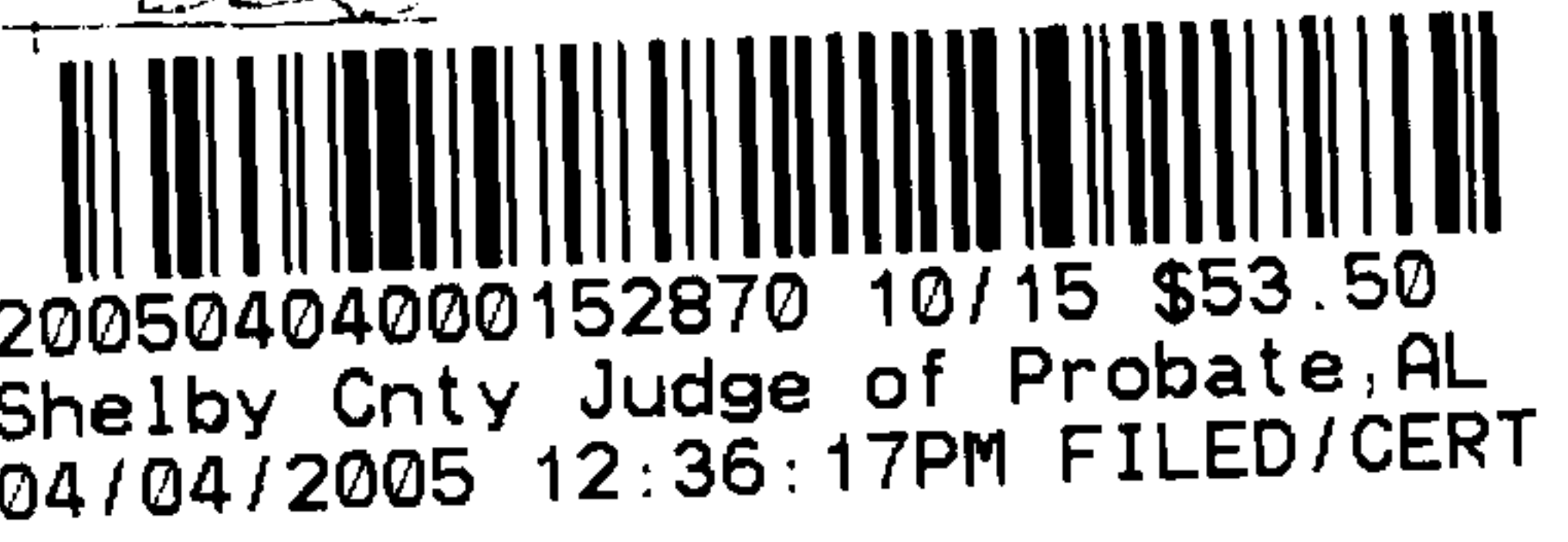


degrees, 53 minutes, 11 seconds East along said contour line for a distance of 47.01 feet to an iron pin set; thence run North 21 degrees, 46 minutes, 47 seconds East along said contour line for a distance of 64.31 feet to an iron pin set; thence run North 44 degrees, 40 minutes, 14 seconds East along said contour line for a distance of 74.23 feet to an iron pin set; thence run North 29 degrees, 13 minutes, 54 seconds East along said contour line for a distance of 122.93 feet to an iron pin set; thence run South 69 degrees, 55 minutes, 13 seconds East along said contour line for a distance of 126.22 feet to an iron pin set; thence run North 55 degrees, 28 minutes, 53 seconds East along said contour line for a distance of 316.36 feet to an iron pin set; thence run North 81 degrees, 10 minutes, 01 seconds East along said contour line for a distance of 66.19 feet to an iron pin set; thence run North 44 degrees, 36 minutes, 11 seconds East along said contour line for a distance of 97.78 feet to an iron pin set; thence run North 56 degrees, 33 minutes, 02 seconds East along said contour line for a distance of 212.80 feet to an iron pin set; thence run North 27 degrees, 18 minutes, 49 seconds East along said contour line for a distance of 64.67 feet to an iron pin set; thence run South 75 degrees, 53 minutes, 01 seconds East along said contour line for a distance of 119.80 feet to an iron pin set; thence run North 40 degrees, 19 minutes, 34 seconds East along said contour line for a distance of 89.13 feet to an iron pin set; thence run North 89 degrees, 28 minutes, 04 seconds East along said contour line for a distance of 52.63 feet to an iron pin set; thence run North 46 degrees, 46 minutes, 11 seconds East along said contour line for a distance of 149.01 feet to an iron pin set; thence run North 79 degrees, 01 minutes, 30 seconds East along said contour line for a distance of 120.29 feet to an iron pin set; thence run North 63 degrees, 38 minutes, 12 seconds East along said contour line for a distance of 68.76 feet to an iron pin set; thence run North 32 degrees, 02 minutes, 30 seconds East along said contour line for a distance of 96.64 feet to an iron pin set; thence run North 74 degrees, 05 minutes, 31 seconds East along said contour line for a distance of 47.95 feet to an iron pin set; thence run North 54 degrees, 37 minutes, 40 seconds East along said contour line for a distance of 60.93 feet to an iron pin set; thence run South 71 degrees, 43 minutes, 49 seconds East along said contour line for a distance of 77.76 feet to an iron pin set; thence run North 59 degrees, 12 minutes, 21 seconds East along said contour line for a distance of 97.23 feet to an iron pin set; thence run South 89 degrees, 47 minutes, 12 seconds East along said contour line for a distance of 42.16 feet to an iron pin set; thence run North 20 degrees, 26 minutes, 16 seconds East along said contour line for a distance of 95.25 feet to an iron pin set; thence run North 86 degrees, 35 minutes, 31 seconds East along said contour line for a distance of 87.58 feet to an iron pin set; thence run North 06 degrees, 34 minutes, 53 seconds East along said contour line for a distance of 82.38 feet to an iron pin set; thence run North 80 degrees, 21 minutes, 13 seconds East along said contour line for a distance of 108.02 feet to an iron pin set; thence run North 47 degrees, 59 minutes, 28 seconds East along said contour line for a distance of 52.99 feet to an iron pin set; thence run North 19 degrees, 32 minutes, 29 seconds East along said contour line for a distance of 101.04 feet to an iron pin set; thence run North 37 degrees, 37 minutes, 22 seconds East along said contour line for a distance of 68.49 feet to an iron pin set; thence run North 66 degrees, 02 minutes, 39 seconds East along said contour line for a distance of 191.10 feet to an iron pin set; thence run North 68 degrees, 54 minutes, 44 seconds East along said contour line for a distance of 63.87 feet to an iron pin set; thence run North 05 degrees, 51 minutes, 52 seconds West along said contour line for a distance of 57.58 feet to an iron pin set; thence run North 61 degrees, 40 minutes, 27 seconds East along said contour line for a distance of 127.79 feet to an iron pin set; thence run South 87 degrees, 20 minutes, 10 seconds East along said contour line for a distance of 107.58 feet to an iron pin set; thence run North 27 degrees, 56 minutes, 32 seconds East along said contour line for a distance of 133.49 feet to an iron pin set; thence run North 62 degrees, 39 minutes, 12 seconds East along said contour line for a distance of 140.38 feet to an iron pin set; thence run North 59 degrees, 48 minutes, 16 seconds East along said contour line for a distance of 77.29 feet to an iron pin set; thence run North 14 degrees, 19 minutes, 19 seconds East along said contour line for a distance of 36.08 feet to an





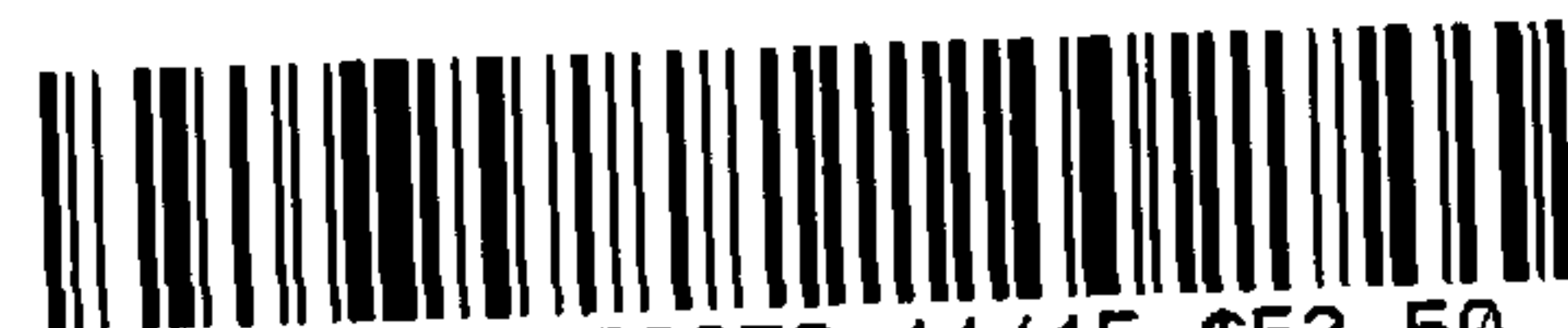
Exhibit A. Survey Legal Description of 555.820 acres, Shelby County, Alabama; contract dated  
May 1, 2003; between Double Mountain, LLC and WCHC, LLC



iron pin set; thence run North 56 degrees, 53 minutes, 00 seconds East along said contour line for a distance of 182.25 feet to an iron pin set; thence run North 69 degrees, 34 minutes, 07 seconds East along said contour line for a distance of 65.07 feet to an iron pin set; thence run North 42 degrees, 41 minutes, 36 seconds East along said contour line for a distance of 112.71 feet to an iron pin set; thence run North 38 degrees, 55 minutes, 18 seconds East along said contour line for a distance of 144.08 feet to an iron pin set; thence run North 27 degrees, 14 minutes, 30 seconds East along said contour line for a distance of 79.06 feet to an iron pin set; thence North 77 degrees, 24 minutes, 07 seconds East along said contour line for a distance of 94.08 feet to an iron pin set; thence run South 65 degrees, 31 minutes, 33 seconds East along said contour line for a distance of 54.59 feet to an iron pin set; thence run North 49 degrees, 03 minutes, 01 seconds East along said contour line for a distance of 14.71 feet to an iron pin set; thence run North 19 degrees, 13 minutes, 31 seconds East along said contour line for a distance of 41.80 feet to an iron pin set; thence run North 54 degrees, 37 minutes, 09 seconds East along said contour line for a distance of 77.94 feet to an iron pin set; thence run North 43 degrees, 03 minutes, 06 seconds East along said contour line for a distance of 195.71 feet to an iron pin set; thence run North 67 degrees, 10 minutes, 58 seconds East along said contour line for a distance of 159.52 feet to an iron pin set; thence run North 46 degrees, 26 minutes, 39 seconds East along said contour line for a distance of 90.30 feet to an iron pin set; thence run North 49 degrees, 01 minutes, 01 seconds East along said contour line for a distance of 156.49 feet to an iron pin set; thence run North 87 degrees, 21 minutes, 55 seconds East along said contour line for a distance of 26.21 feet to an iron pin set; thence run North 29 degrees, 36 minutes, 23 seconds East along said contour line for a distance of 10.90 feet to an iron pin set; thence run North 36 degrees, 19 minutes, 58 seconds East along said contour line for a distance of 44.12 feet to an iron pin set; thence run North 52 degrees, 04 minutes, 31 seconds East along said contour line for a distance of 113.20 feet to an iron pin set; thence run North 48 degrees, 55 minutes, 51 seconds East along said contour line for a distance of 117.26 feet to an iron pin set; thence run North 65 degrees, 38 minutes, 48 seconds East along said contour line for a distance of 98.26 feet to an iron pin set; thence run North 79 degrees, 40 minutes, 21 seconds West leaving said contour line for a distance of 258.33 feet to a 3/8" rebar found; thence run North 84 degrees, 15 minutes, 11 seconds West for a distance of 400.07 feet to a 3/8" rebar found; thence run North 05 degrees, 46 minutes, 23 seconds East for a distance of 204.93 feet to a 3/8" rebar found; thence run North 26 degrees, 45 minutes, 07 seconds East for a distance of 53.64 feet to a 3/8" rebar found; thence run North 00 degrees, 57 minutes, 01 seconds East for a distance of 111.06 feet to a 3/8" rebar found; thence run North 32 degrees, 27 minutes, 16 seconds West for a distance of 280.43 feet to a 3/8" rebar found; thence run North 02 degrees, 02 minutes, 35 seconds East for a distance of 326.59 feet to a 3/8" rebar found; thence run South 87 degrees, 58 minutes 50 seconds East for a distance of 613.51 feet to a 3/8" rebar found; thence run North 02 degrees, 00 minutes, 17 seconds East for a distance of 480.60 feet to a 3/8" rebar found; thence run South 76 degrees, 02 minutes, 43 seconds East for a distance of 210.11 feet to a 3/8" rebar found; thence run North 76 degrees, 00 minutes, 03 seconds East for a distance of 314.57 feet to a 3/8" rebar found; thence run North 39 degrees, 30 minutes, 43 seconds East for a distance of 693.72 feet to a 3/8" rebar found; thence run South 87 degrees, 58 minutes, 34 seconds East for a distance of 132.38 feet to an LDW iron found; thence run North 00 degrees, 04 minutes, 56 seconds East for a distance of 444.76 feet to an LDW iron found; thence run North 87 degrees, 16 minutes, 37 seconds West for a distance of 305.58 feet to an iron pin found; thence run South 70 degrees, 58 minutes, 10 seconds West for a distance of 21.46 feet to a 1 & 1/2" open-top iron found; thence run North 88 degrees, 11 minutes, 51 seconds West for a distance of 251.34 feet to a 1/2" open-top iron found; thence run South 01 degrees, 48 minutes, 32 seconds West for a distance of 65.59 feet to an LDW iron found; said iron being on a curve to the left, having a central angle of 26 degrees, 01 minutes, 55 seconds and a radius of 115.20 feet and a radial bearing in of South 33 degrees, 19 minutes, 26 seconds West; thence run in a Northwesterly



direction along the arc of said curve for a distance of 52.34 feet to a point; thence run North 82 degrees, 42 minutes, 30 seconds West for a distance of 75.00 feet to a point on a curve to the left, having a central angle of 27 degrees, 56 minutes, 17 seconds and a radius of 220.00 feet; thence run in a Northwesterly to Southwesterly direction along the arc of said curve for a distance of 107.27 feet to a point; thence run South 69 degrees, 21 minutes, 13 seconds West for a distance of 85.00 feet to a point on a curve to the right, having a central angle of 64 degrees, 30 minutes, 00 seconds and a radius of 225.00 feet; thence run in a Southwesterly to Northwesterly direction along the arc of said curve for a distance of 253.29 feet to a point; thence North 46 degrees, 08 minutes, 47 seconds West for a distance of 100.00 feet to a LDW iron found on a curve to the left, having a central angle of 37 degrees, 04 minutes, 40 seconds and a radius of 257.83 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 166.85 feet to an LDW iron found on a reverse curve to the right, having a central angle of 14 degrees, 34 minutes, 18 seconds and a radius of 721.14 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 183.40 feet to a 5/8" rebar found; thence run North 68 degrees, 39 minutes, 08 seconds West for a distance of 97.78 feet to a point on a curve to the right, having a central angle of 44 degrees, 44 minutes, 55 seconds and a radius of 201.83 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 157.63 feet to an LDW iron found; thence run North 23 degrees, 54 minutes, 13 seconds West for a distance of 162.29 feet to an LDW iron found on the Southeast right-of-way line of CSX Railroad; said iron pin found being on a curve to the left, having a central angle of 03 degrees, 55 minutes, 04 seconds and a radius of 5,679.58 feet and a radial bearing in of South 37 degrees, 42 minutes, 30 seconds East; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 388.35 feet to a point; thence run South 48 degrees, 22 minutes, 26 seconds West along said Southeast right-of-way line for a distance of 490.38 feet to the point of beginning. Said parcel containing 555.820 acres, more or less.




20050404000152870 11/15 \$53.50  
Shelby Cnty Judge of Probate, AL  
04/04/2005 12:36:17PM FILED/CERT



**EXHIBIT B**

**Phase I Parcel**

*(See attached)*

  
20050404000152870 12/15 \$53.50  
Shelby Cnty Judge of Probate, AL  
04/04/2005 12:36:17PM FILED/CERT



## EXHIBIT B



20050404000152870 13/15 \$53.50  
Shelby Cnty Judge of Probate, AL  
04/04/2005 12:36:17PM FILED/CERT

A parcel of land situated in Sections 2, 10, and 11, all in Township 20 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the NW corner of Section 11, Township 20 South, Range 2 West, Shelby County, Alabama; thence S88°01'46"E along the north line of said Section 11, a distance of 1,293.86' to the SE right-of-way line of CSX Railroad and the POINT OF BEGINNING; thence S88°02'51"E along said right-of-way, a distance of 72.50'; thence S48°19'45"W along said right-of-way, a distance of 3,041.89' to a point of curve to the right having a radius of 2,082.16' and a central angle of 19°06'59", said curve subtended by a chord bearing S57°53'15"W and a chord distance of 681.48'; thence southwesterly along the arc of said curve and along said right-of-way a distance of 694.70'; thence S21°59'27"E and leaving said right-of-way, a distance of 2,427.10' to a point on the 720' contour line; thence N27°18'49"E along said contour line, a distance of 15.08'; thence S75°53'01"E along said contour line, a distance of 119.80'; thence N40°19'34"E along said contour line, a distance of 89.13'; thence N89°28'04"E along said contour line, a distance of 52.63'; thence N46°46'11"E along said contour line, a distance of 149.01'; thence N79°01'30"E along said contour line, a distance of 120.29'; thence N63°38'12"E along said contour line, a distance of 68.76'; thence N32°02'30"E along said contour line, a distance of 98.64'; thence N74°05'31"E along said contour line, a distance of 47.95'; thence N54°37'40"E, a distance of 60.93'; thence S71°43'49"E, a distance of 77.76'; thence N59°12'21"E along said contour line, a distance of 97.23'; thence S89°47'12"E along said contour line, a distance of 42.16'; thence N20°26'16"E along said contour line, a distance of 95.25'; thence N86°35'31"E along said contour line, a distance of 87.58'; thence N06°34'53"E along said contour line, a distance of 82.38'; thence N80°21'13"E along said contour line, a distance of 108.02'; thence N47°59'28"E along said contour line, a distance of 52.99'; thence N19°32'29"E along said contour line, a distance of 101.04'; thence N37°37'22"E along said contour line, a distance of 58.49'; thence N66°02'39"E along said contour line, a distance of 181.10'; thence N68°54'44"E along said contour line, a distance of 63.87'; thence N05°51'52"W along said contour line, a distance of 57.58'; thence N61°40'27"E along said contour line, a distance of 127.79'; thence S87°20'10"E along said contour line, a distance of 107.58'; thence N27°56'32"E along said contour line, a distance of 133.49'; thence N62°39'12"E along said contour line, a distance of 140.38'; thence N59°48'16"E along said contour line, a distance of 77.29'; thence N14°19'19"E along said contour line, a distance of 36.08'; thence N56°53'00"E along said contour line, a distance of 182.25'; thence N69°34'07"E along said contour line, a distance of 65.07'; thence N42°41'36"E along said contour line, a distance of 112.71'; thence N38°55'18"E along said contour line, a distance of 144.08'; thence N27°14'30"E along said contour line, a distance of 79.06'; thence N77°24'07"E along said contour line, a distance of 94.08'; thence S65°31'33"E along said contour line, a distance of 54.59'; thence N49°03'01"E along said contour line, a distance of 14.71'; thence N19°13'31"E along said contour line, a distance of 41.80'; thence N54°37'09"E along said contour line, a distance of 77.94'; thence N43°03'06"E along said contour line, a distance of 195.71'; thence N67°10'58"E along said contour line, a distance of 159.52'; thence N46°26'39"E along said contour line, a distance of 90.30'; thence N49°01'01"E along said contour line, a distance of 156.49'; thence N87°21'55"E along said contour line, a distance of 26.21'; thence N29°36'23"E along said contour line, a distance of 10.90'; thence N36°19'58"E along said contour line, a distance of 44.12'; thence N52°04'31"E along said contour line, a distance of 113.20'; thence N48°55'51"E along said contour line, a distance of 117.26'; thence N65°38'48"E along said contour line, a distance of 98.26'; thence N79°40'21"W and leaving said contour line, a distance of 258.33'; thence N84°15'11"W, a distance of 400.07'; thence N05°46'23"E, a distance of 204.93'; thence N26°45'07"E, a distance of 53.64'; thence N00°57'01"E, a distance of 111.06'; thence N32°27'16"W, a distance of 280.43'; thence N02°02'35"E, a distance of 326.59'; thence S87°58'50"E, a distance of 613.51'; thence N02°00'17"E, a distance of 480.60'; thence S76°02'43"E, a distance of 210.11'; thence N76°00'03"E, a distance of 314.57'; thence N39°30'43"E, a distance of 693.72'; thence S87°58'34"E, a distance of 132.38'; thence N00°04'56"E, a distance of 444.78'; thence N87°16'37"W, a distance of 305.58'; thence S70°58'10"W, a distance of 21.46'; thence N88°11'51"W, a distance of 251.34'; thence S01°48'32"W, a distance of 65.59' to the point of curve of a non tangent curve to the left, having



a central angle of  $26^{\circ}01'54''$  of and a radius of 115.20', said curve subtended by a chord bearing  $N69^{\circ}41'31''W$  and a chord distance of 51.89'; thence westerly along the arc of said curve a distance of 52.34'; thence  $N82^{\circ}42'30''W$ , a distance of 75.00' to a point of curve to the left having a radius of 220.00' and a central angle of  $27^{\circ}56'13''$ , said curve subtended by a chord bearing  $S83^{\circ}19'24''W$  and a chord distance of 106.21'; thence westerly along the arc of said curve a distance of 107.27'; thence  $S69^{\circ}21'13''W$ , a distance of 85.00' to a point of curve to the right having a radius of 225.00' and a central angle of  $64^{\circ}29'59''$ , said curve subtended by a chord bearing  $N78^{\circ}23'48''W$  and a chord distance of 240.13'; thence westerly along the arc of said curve a distance of 253.29'; thence  $N46^{\circ}08'47''W$ , a distance of 100.00' to a point of curve to the left having a radius of 257.83' and a central angle of  $37^{\circ}04'41''$ , said curve subtended by a chord bearing  $N84^{\circ}41'08''W$  and a chord distance of 163.95'; thence northwesterly along the arc of said curve a distance of 166.85' to a point of reverse curve having a radius of 721.14' and a central angle of  $14^{\circ}34'17''$ , said curve subtended by a chord bearing  $N75^{\circ}56'20''W$  and a chord distance of 182.91'; thence westerly along the arc along the arc of said curve, a distance of 183.40'; thence  $N68^{\circ}39'08''W$ , a distance of 97.78' to a point of curve to the right having a radius of 201.83' and a central angle of  $44^{\circ}44'54''$ , said curve subtended by a chord bearing  $N46^{\circ}16'41''W$  and a chord distance of 153.65'; thence northwesterly along the arc of said curve a distance of 157.63'; thence  $N23^{\circ}54'13''W$ , a distance of 162.29' to a SE right-of-way line of CSX railroad and the point of curve of a non tangent curve to the left, having a central angle of  $03^{\circ}55'04''$  of and a radius of 5,679.58', said curve subtended by a chord bearing  $S50^{\circ}19'58''W$  and a chord distance of 388.28'; thence southwesterly along the arc of said curve a distance of 388.36'; thence  $S48^{\circ}22'26''W$ , a distance of 490.38' to the POINT OF BEGINNING:



**EXHIBIT C**

**Access Easement Area**

*(Legal Description provided by the Grantee.)*

A 240.00' right-of-way situated in Sections 2, Township 20 South, Range 2 West, Shelby County, Alabama, the centerline being more particularly described as follows:

Commence at the SW corner of Section 2, Township 20 South, Range 2 West, Shelby County, Alabama; thence S88°01'46"E along the south line of said section, a distance of 663.19'; thence N01°58'14"E, a distance of 450.41' to the southerly right-of-way of Shelby County Hwy 11 to the POINT OF BEGINNING of the centerline of a 240.00' right-of-way; thence S21°10'26"E along said centerline, a distance of 65.74' to a point of curve to the left having a radius of 207.00' and a central angle of 70°43'40", said curve subtended by a chord bearing S56°32'16"E and a chord distance of 239.61'; thence southeasterly along the arc of said curve and along said centerline a distance of 255.53'; thence N88°05'55"E along said centerline, a distance of 196.13' to a point of curve to the right having a radius of 150.00' and a central angle of 50°12'59", said curve subtended by a chord bearing S66°47'36"E and a chord distance of 127.30'; thence southeasterly along the arc of said curve and along said centerline a distance of 131.47'; thence S41°41'07"E along said centerline, a distance of 127.39' to the northwesterly right-of-way of CSX Railroad and to the POINT OF ENDING of said centerline.

Shelby County, AL 04/04/2005  
State of Alabama

Deed Tax: \$.50