

This instrument was prepared by:
Clayton T. Sweeney, Esquire
2700 Highway 280 East
Suite 160
Birmingham, Alabama 35223

Send Tax Notice to:
F & J Partnership, et a
c/o Alexander J. Jones, Jr.
800 Financial Center
505 20th Street North
Birmingham, AL 35203-2605



STATE OF ALABAMA)
COUNTY OF SHELBY)

20060516000230010

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS, that in consideration of TEN and NO/100 Dollars (\$10.00) to the undersigned grantor, **EDDLEMAN PROPERTIES, INC.**, an Alabama corporation, (Herein referred to as "Grantor"), in hand paid by Grantee named herein, the receipt of which is hereby acknowledged, the said **EDDLEMAN PROPERTIES, INC.**, an Alabama corporation, by these presents, grant, bargain, sell and convey an undivided 8.623% interest unto **FRANK ANDERSON, IV**, an individual, an undivided 8.623% interest unto **EDWARD TUTWILER ANDERSON**, an individual, an undivided 8.623% interest unto **CARL ADAMS, III**, an individual, an undivided 1.725% interest unto **CLARENCE BISSELL BLAIR**, an individual, an undivided 68.59 % interest unto **F & J PARTNERSHIP**, an Alabama general partnership, and an undivided 3.817% interest unto **F & J OIL, INC.**, an Alabama corporation (hereinafter referred to as "Grantees", whether one or more), in the following described real estate (the "property"), situated in Shelby County, Alabama, to-wit:

See Exhibit "A attached hereto and made a part hereof for legal description

The above property is conveyed subject to:

- (1) Ad Valorem taxes due and payable October 1, 2006 and subsequent years not yet due and payable.
- (2) Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto, including rights set out in Deed 9, Page 302 (Shelby County) and Volume 264, Page 1 (Jefferson County) in the Probate Office. (Parcel I)
- (3) Right(s)-of-Way(s) granted to Shelby County by instrument(s) recorded in Deed Book 41 Page 391 in the Probate Office. (Parcels I and II)
- (4) Declaration of Protective Covenants for the "Watershed Property", which provides, among other things, for an Association to be formed to assess and maintain the Watershed Maintenance Areas, etc. of the development; all of said covenants, restrictions and conditions being set out in instrument recorded in Real 194, Page 54, in said Probate Office. (Parcels II and III)
- (5) Declaration of Protective Covenants, Agreements, Easements, Charges and Liens for Brook Highland, as set out in instrument recorded in Real 194, Page 254 in Probate Office with Amendment in Inst.#2001-1342 and corrected and restated in Inst. #2001-4260 in the Probate Office, along with Articles of Incorporation of Brook Highland Homeowner's Association, Inc. as recorded in Real 194, Page 281 and By-Laws of Association, Inc. as recorded in Real 194, Page 287-A in said Probate Office along with Supplemental Protective Covenants as recorded in Inst. #1997-6062 and Supplemental Protective Covenants as recorded in Inst. #1997-34700, in said Probate Office. (Parcels II and III)
- (6) A Deed and Bill of Sale from AmSouth as Ancillary Trustee to the Water Works and Sewer Board of the City of Birmingham conveying the sanitary sewer trunkline, pipelines, force mains, gravity flow mains, etc. located under the surface land, as shown by instrument recorded in Real 194, Page 43; along with an easement for Sanitary Sewer Lines and Water Lines as set out in Real 194, Page 1, in said Probate Office. (Parcels II and III)
- (7) Drainage Agreement between AmSouth Bank, N.A., as Ancillary trustee for NCNB National Bank of North Carolina, as Trustee of the Public Employees Retirement System of Ohio and Eddleman and Associates, as set out in instrument dated April 14, 1987 and recorded in Real 125, Page 238 in said Probate Office (Parcels II and III)
- (8) Agreement concerning electric service to NCNB/Brook Highlands and Alabama Power Company recorded in Book 306, Page 119 in said Probate Office (Parcels II and III)
- (9) Restrictions, covenants and conditions as set out and contained within deeds conveyed to other parties as set out in Real 308, Page 1, Real 220, Pages 339, as Inst.#1992-14567 and Inst.#1993-3251, in said Probate Office. (Parcels II and III)
- (10) Easement to Alabama Power Company as shown by instrument recorded in Real 207, Page 380 and Real 220, Pages 521 and 532, in said Probate Office. (Parcels I, II and III)

(11) Restrictive covenants with regard to underground transmission installation by Alabama Power Company as recorded in Real 181, Page 995, in said Probate Office. (Parcels II and III)

(12) Reciprocal Easement Agreement between AmSouth Bank, N.A., as Ancillary Trustee for NCNB National Bank of North Carolina as Trustee for the Public Employees Retirement System of Ohio and Eddleman and Associates, as set out in instrument dated April 14, 1987, and recorded in Real 125, Page 249 and Real 199, Page 18 in said Probate Office. (Parcels II and III)

(13) Release of damages, restrictions, modifications, covenants, conditions, rights, privileges, immunities, and limitations, as applicable, as set out in and as referenced in deed(s) recorded in Inst.#1997-34706 and Inst.#1997-18317, in said Probate Office. (Parcel II)

(14) Rights of others to the use of Swan Drive. (Parcels I and II)

(15) Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto, including rights set out in Deed Book 111, Page 625, in said Probate Office. (Parcel I and III)

The Grantor and Grantees hereby acknowledge that Parcels I and III shall be subject to the following covenant and that said covenant shall run with the land:

Because Grantees own property either adjoining or in very close proximity to Parcel I and Parcel III, it is the Grantees' desire to first try to preserve the character and integrity of Grantees' adjoining property by developing Parcel I and Parcel III on a basis such that there is minimum density development and at the same time allow Grantees to recover the costs associated with Grantees' acquisition of said property. To that end, Grantees shall have an unlimited period of time to negotiate with the Water Works and Sewer Board of the City of Birmingham and/or other parties either to sell, part or all of Parcel I and Parcel III for the purpose of constructing a lake and developing the remaining property if any on a density basis that is acceptable to Grantees but in no case shall Grantee have the right to develop Parcel I and Parcel III with a density greater than 20 residential units without obtaining the approval of Grantor.

Grantees acknowledge that Grantor has applied for approval of a master plan to develop Parcel I and Parcel III with substantially higher density and that Grantor desires to participate in the development of said property if Grantees should elect to develop the property with a density greater than 20 residential units. Grantees agree that they will not enter into any agreement with any party to develop Parcel I and/or Parcel III on a density basis of greater than 20 residential units without first offering to Grantor the right to enter into a joint venture agreement with Grantees to develop the property. If in Grantees' sole discretion Grantees determines that there is no basis upon which Grantees can develop and/or sell Parcel I and Parcel III with a density of 20 or less residential units on a basis that is satisfactory both from an economic and neighborhood preservation standpoint, Grantor shall then have the exclusive right and option to enter a joint venture agreement with Grantees to Develop the property on a basis that is acceptable to both Grantor and Grantees.

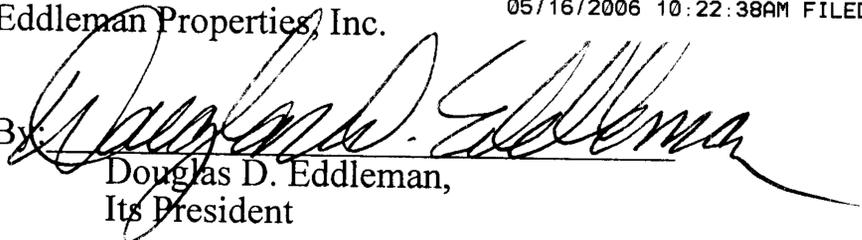
In the event Grantees elects to pursue a density higher than twenty (20) lots, Grantees will provide a 300 foot linear deep buffer along the mountainside of New Hope Mountain behind the Brook Highland 20th Sector homes that are adjacent to these properties. Said 300 feet to be measured from Brook Highland 20th Sector lots along the surface of the ground.

TO HAVE AND TO HOLD to the said Grantees, and to Grantee's successors and assigns, forever.

Grantor makes no warranty or covenant respecting the nature or quality of title to the property herein conveyed other than that the Grantor has neither permitted or suffered any lien, encumbrance or adverse claim to the property herein since the day of the acquisition thereof by the Grantor except as disclosed to Grantees.

IN WITNESS WHEREOF, the said Grantor has hereunto set its hand by its duly authorized officer this 12th day of May, 2006.

GRANTOR:
Eddleman Properties, Inc.

By: 
Douglas D. Eddleman,
Its President


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Shelby Cnty Judge of Probate, AL
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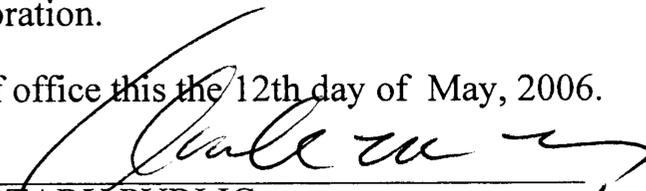


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STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County in said State hereby certify that Douglas D. Eddleman, whose name as President of Eddleman Properties, Inc., an Alabama corporation, is signed to the foregoing Deed, and who is known to me, acknowledged before me on this day that, being informed of the contents of the above and foregoing Deed, he, as such officer, and with full authority, executed the same voluntarily for and as the act of said Corporation.

Given under my hand and official seal of office this the 12th day of May, 2006.


NOTARY PUBLIC

My Commission expires: 12/28/2007

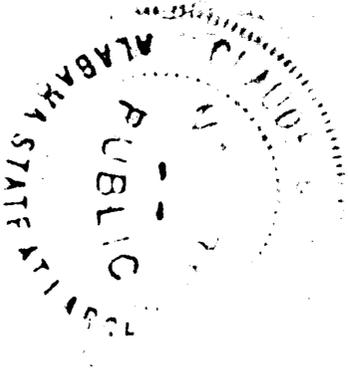


EXHIBIT "A"

Parcel I

A TRACT OF LAND SITUATED IN THE WEST ½ OF SECTION 30, TOWNSHIP 18 SOUTH, RANGE 1 WEST, SHELBY COUNTY, ALABAMA BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE SOUTHWEST CORNER OF THE NORTH ½ OF THE SOUTHWEST ¼ OF SAID SECTION 30 AND RUN EASTERLY ALONG THE SOUTH LINE OF SAID NORTH ½ FOR 1788.94 FEET TO A POINT ON THE NORTHWESTERLY RIGHT-OF-WAY OF SWAN DRIVE/LOONEY GAP ROAD; THENCE TURN 55°50'14" LEFT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 293.36 FEET; THENCE TURN 02°36'02" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 151.69 FEET; THENCE TURN 03°55'37" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 114.74 FEET; THENCE TURN 104°07'05" LEFT AND RUN NORTHWESTERLY ALONG SAID RIGHT-OF-WAY FOR 13.90 FEET; THENCE TURN 102°20'16" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 23.58 FEET; THENCE TURN 05°23'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 84.66 FEET; THENCE TURN 22°16'00" LEFT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 160.75 FEET; THENCE TURN 07°38'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 168.99 FEET; THENCE TURN 07°52'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 102.46 FEET; THENCE TURN 10°42'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 129.11 FEET; THENCE TURN 20°46'26" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 54.75 FEET TO THE SOUTHWEST CORNER OF LOT 2029 OF BROOK HIGHLAND 20TH SECTOR, AS RECORDED IN MAP BOOK 16, PAGE 148 IN THE OFFICE OF THE JUDGE OF PROBATE, SHELBY COUNTY, ALABAMA; THENCE TURN 102°07'38" LEFT AND RUN NORTHWESTERLY FOR 1247.59 FEET; THENCE TURN 53°28'43" RIGHT AND RUN NORTHEASTERLY FOR 2027.96 FEET TO A POINT ON THE NORTH LINE OF SAID SECTION 30; THENCE TURN 110°33'39" LEFT AND RUN WESTERLY ALONG SAID SECTION LINE FOR 2599.14 FEET TO THE NORTHWEST CORNER OF SAID SECTION 30; THENCE TURN 90°23'14" LEFT AND RUN SOUTHERLY ALONG THE WEST LINE OF SAID SECTION 30 FOR 3956.07 FEET TO THE POINT OF BEGINNING.

LESS AND EXCEPT:

A TRACT OF LAND SITUATED IN THE NORTHEAST ¼ OF THE SOUTHWEST ¼ OF SECTION 30, TOWNSHIP 18 SOUTH, RANGE 1 WEST, SHELBY COUNTY, ALABAMA BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF THE NORTH ½ OF THE SOUTHWEST ¼ OF SAID SECTION 30 AND RUN EASTERLY ALONG THE SOUTH LINE OF SAID NORTH ½ FOR 1788.94 FEET TO A POINT ON THE NORTHWESTERLY RIGHT-OF-WAY OF CAHABA BEACH ROAD; THENCE TURN 55°50'14" LEFT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 293.36 FEET; THENCE TURN 02°36'02" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 151.69 FEET; THENCE TURN 03°55'37" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 114.74 FEET; THENCE TURN 104°07'05" LEFT AND RUN NORTHWESTERLY ALONG SAID RIGHT-OF-WAY FOR 13.90 FEET; THENCE TURN 102°20'16" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 23.58 FEET; THENCE TURN 05°23'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 84.66 FEET; THENCE TURN 22°16'00" LEFT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 160.75 FEET; THENCE TURN 07°38'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 168.99 FEET; THENCE TURN 07°52'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 20.02 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE ALONG THE LAST DESCRIBED COURSE AND SAID RIGHT-OF-WAY FOR 82.44 FEET; THENCE TURN 10°42'00" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 129.11 FEET; THENCE TURN 20°46'26" RIGHT AND RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY FOR 54.75 FEET TO THE SW CORNER OF LOT 2029 OF BROOK HIGHLAND 20TH SECTOR, AS RECORDED IN MAP BOOK 16, PAGE 148 IN THE OFFICE OF THE JUDGE OF PROBATE, SHELBY COUNTY, ALABAMA; THENCE TURN 102°07'50" LEFT AND RUN NORTHWESTERLY FOR 161.15 FEET; THENCE TURN 127°10'18" LEFT AND RUN 324.98 FEET TO THE POINT OF BEGINNING.

Parcel II

A parcel of land situated in the Southeast ¼ of the Southwest ¼ of Section 30, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Begin at a concrete monument found locally accepted to be the Southwest corner of said 1/4 - 1/4 section, thence run east along the South line of said ¼ - ¼ section and also along the North line of Eagle Ridge Apartments as recorded in Deed Book 67, on Page 967, in the Office of the Judge of Probate, Shelby County, Alabama, for a distance of 71.35 feet to an iron pin found at the Southwest corner of Lot 1183 in Brook Highland 11th Sector Phase 2, an Eddleman Community, as recorded in Map Book 22, on Pages 36 A & B, in the Office of the Judge of Probate, Shelby County, Alabama; thence turn an angle to the left of 64 deg. 42 min. 34 sec. and run in a northeasterly direction along the Northwest line of Lots 1183 through 1192 in said Brook Highland 11th Sector Phase 2 for a distance of 1,271.30 feet to the Northwest corner of said Lot 1192; thence turn an angle to the left of 20 deg. 23 min. 58 sec. and run in a northeasterly direction for a distance of 175.38 feet to a point on the North line of said ¼ - ¼; thence turn an angle to the left of 95 deg. 12 min. 45 sec. and run in a westerly direction along the North line of said ¼ - ¼ section

for a distance of 165.02 feet to a point; thence turn an angle to the left of 57 deg. 01 min. 00 sec. and run in a Southwesterly direction for a distance of 59.87 feet to a point on a curve to the left having a central angle of 11 deg. 51 min. 00 sec. and a radius of 560.01 feet; thence run in a southwesterly direction along the arc of said curve for a distance of 115.82 feet to a point; thence run tangent to last stated curve in a southwesterly direction for a distance of 322.42 feet to a point on a curve to the right having a central angle of 20 deg. 12 min. 00 sec. and a radius of 571.76 feet; thence run in a southwesterly direction along the arc of said curve for a distance of 201.58 feet to a point; thence run tangent to last stated curve in a southwesterly direction for a distance of 54.25 feet to a point on a curve to the right having a central angle of 95 deg. 25 min. 00 sec. and a radius of 63.80 feet; thence run in a southwesterly to northwesterly direction along the arc of said curve for a distance of 106.25 feet to a point; thence run tangent to last stated curve in a northwesterly direction for a distance of 60.53 feet to a point on the West line of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence turn an angle to the left of 137 deg. 11 min. 02 sec. and run in a southerly direction along the West line of said $\frac{1}{4}$ - $\frac{1}{4}$ section for a distance of 697.05 feet to the point of beginning. Being situated in Shelby County, Alabama.

Parcel III

A PARCEL OF LAND SITUATED IN SECTION 30, TOWNSHIP 18 SOUTH, RANGE 1 WEST, SHELBY COUNTY, ALABAMA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHEAST CORNER OF THE NORTHWEST $\frac{1}{4}$ OF THE NORTHEAST $\frac{1}{4}$ OF SAID SECTION 30; THENCE RUN WEST ALONG THE NORTH LINE OF SAID $\frac{1}{4}$ - $\frac{1}{4}$ SECTION FOR A DISTANCE OF 456.63 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE ALONG LAST STATED COURSE FOR A DISTANCE OF 973.32 FEET TO A POINT; THENCE TURN AN ANGLE TO THE LEFT OF 69 DEG. 23 MIN. 25 SEC AND RUN IN A SOUTHWESTERLY DIRECTION FOR A DISTANCE OF 2,027.66 FEET TO A POINT; THENCE TURN AN ANGLE TO THE LEFT OF 53 DEG. 30 MIN. 00 SEC. AND RUN IN A SOUTHEASTERLY DIRECTION FOR A DISTANCE OF 1,086.73 FEET TO THE WEST-MOST CORNER OF LOT 2029 IN BROOK HIGHLAND 20TH SECTOR, AS RECORDED IN MAP BOOK 16, PAGE 148 IN THE OFFICE OF THE JUDGE OF PROBATE, SHELBY COUNTY, ALABAMA; THENCE TURN AN ANGLE TO THE LEFT OF 127 DEG. 10 MIN. 18 SEC. AND RUN IN A NORTHEASTERLY DIRECTION ALONG THE NORTHWEST LINE OF LOTS 2029 THROUGH 2022 IN SAID BROOK HIGHLAND 20TH SECTOR FOR A DISTANCE OF 1,001.06 FEET TO A POINT; THENCE TURN AN ANGLE TO THE RIGHT OF 09 DEG. 14 MIN. 20 SEC. AND RUN IN A NORTHEASTERLY DIRECTION ALONG THE NORTHWEST LINE OF LOTS 2022 THROUGH 2020 AND ALSO ALONG THE NORTHWEST LINE OF LOT 2131 IN BROOK HIGHLAND 21ST SECTOR, AS RECORDED IN MAP BOOK 18, PAGE 52 A & B, IN THE OFFICE OF THE JUDGE OF PROBATE, SHELBY COUNTY, ALABAMA, FOR A DISTANCE OF 494.23 FEET TO THE SOUTHWEST CORNER OF LOT 2130 IN SAID BROOK



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HIGHLAND 21ST SECTOR; THENCE TURN AN ANGLE TO THE LEFT OF 25 DEG. 56 MIN. 01 SEC. AND RUN IN A NORTHEASTERLY DIRECTION ALONG THE NORTHWEST LINE OF LOTS 2130 & 2129 IN SAID BROOK HIGHLAND 21ST SECTOR FOR A DISTANCE OF 256.00 FEET TO THE SOUTHWEST CORNER OF LOT 2128 IN SAID BROOK HIGHLAND 21ST SECTOR; THENCE TURN AN ANGLE TO THE RIGHT OF 11 DEG. 50 MIN. 17 SEC. AND RUN IN A NORTHEASTERLY DIRECTION ALONG THE NORTHWEST LINE OF SAID LOT 2128 FOR A DISTANCE OF 170.55 FEET TO THE SOUTHWEST CORNER OF LOT 2127 IN SAID BROOK HIGHLAND 21ST SECTOR; THENCE TURN AN ANGLE TO THE RIGHT OF 10 DEG. 45 MIN. 04 SEC. AND RUN IN A NORTHEASTERLY DIRECTION ALONG THE NORTHWEST LINE OF LOT 2127 & 2126 IN SAID BROOK HIGHLAND 21ST SECTOR FOR A DISTANCE OF 293.78 FEET TO THE SOUTHWEST CORNER OF LOT 2125 IN SAID BROOK HIGHLAND 21ST SECTOR; THENCE TURN AN ANGLE TO THE RIGHT OF 07 DEG. 20 MIN. 40 SEC AND RUN IN A NORTHEASTERLY DIRECTION ALONG THE NORTHWEST LINE OF LOTS 2125 THROUGH 2122 IN SAID BROOK HIGHLAND 21ST SECTOR FOR A DISTANCE OF 519.65 FEET TO THE SOUTHWEST CORNER OF LOT 2121 IN SAID BROOK HIGHLAND 21ST SECTOR; THENCE TURN AN ANGLE TO THE LEFT OF 22 DEG. 49 MIN. 27 SEC. AND RUN IN A NORTHEASTERLY DIRECTION ALONG THE NORTHWEST LINE OF LOTS 2121 & 2120 IN SAID BROOK HIGHLAND 21ST SECTOR FOR A DISTANCE OF 267.35 FEET TO THE SOUTHWEST CORNER OF LOT 2119 IN BROOK HIGHLAND 21ST SECTOR, PHASE II, AS RECORDED IN MAP BOOK 18, PAGE 129 IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA; THENCE TURN AN ANGLE TO THE LEFT OF 15 DEG. 11 MIN. 00 SEC. AND RUN IN A NORTHWESTERLY DIRECTION ALONG THE SOUTHWEST LINE OF SAID LOT 2119 FOR A DISTANCE OF 55.43 FEET TO THE POINT OF BEGINNING; BEING SITUATED IN SHELBY COUNTY, ALABAMA.

Shelby County, AL 05/16/2006
 State of Alabama

Deed Tax: \$5689.00

BIRMINGHAM VI 30001
 CHADES GREEN BIRMINGHAM 35201
 SHELBY COUNTY, ALABAMA
 MAY 16 2006