


2,999,512.00
ALL OF THE PURCHASE PRICE WAS
PAID FROM PROCEEDS OF MTG
CLOSED SIMULTANEOUSLY HERewith

SEND TAX NOTICE TO:
Bent River, LLC
2236 Cahaba Valley Drive, Suite 100
Birmingham, Alabama 35242
Attn: David Bonamy

STATE OF ALABAMA)

SHELBY COUNTY)


20061201000583510 1/6 \$27.00
Shelby Cnty Judge of Probate, AL
12/01/2006 09:55:30AM FILED/CERT

EXCHANGE WARRANTY DEED

THIS IS AN EXCHANGE WARRANTY DEED executed and delivered this 29TH day of November, 2006, by **NINA J. KESSLER**, a married woman (the "**Grantor**"), to **BENT RIVER, LLC**, an Alabama limited liability company (the "**Grantee**").

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of the sum of One Hundred and No/100 Dollars (\$100.00) paid by Grantee to the Qualified Intermediary of Grantor, in an Internal Revenue Code §1031 Tax-Free Exchange pursuant to the terms of an Exchange Agreement dated November 29TH, 2006, the Grantor does by these presents grant, bargain, sell and convey unto the Grantee, its successors and assigns, that certain real estate situated in Shelby County, Alabama, and more particularly described in Exhibit "A" attached hereto and made a part hereof (the "**Property**");

TOGETHER WITH all appurtenances thereto belonging or in anywise appertaining and all right, title and interest of Grantor in and to all roads, alleys and ways bounding the Property.

This conveyance is made subject to the following:

1. Taxes and assessments for the year 2007, and subsequent years;
2. Sewer and Utility Easement recorded in Instrument #2003-71329 in the Office of the Judge of Probate of Shelby County, Alabama;
3. Rights of utilities in and to that portion of the vacated right of Way as recorded in Instrument #20050330000145520 and Instrument #20050208000062400 in said Probate Office;
4. Restrictions appearing of record in Book 153, Page 395; Book 160, Page 495; Book 182, Page 1; Book 69, Page 582; Misc. Book 2, Page 298; Misc. Book 16, Page 768; Book 3, Page 717; Book 5, Page 815; Deed Book 277, Page 204; Instrument #9501/3042 (Jefferson County); Misc. Book 22, Page 589 in said Probate Office;
5. Right of Way granted to Alabama Power Company by instruments recorded in Book 114, Page 134; Deed Book 295, Page 425; Instrument #200406/4814 (Jefferson County); Deed Book 225, Page 979; Deed Book 129, Page 572; Deed Book 216, Page 103 and Deed Book 219, Page 734 in said Probate Office;
6. Title to all minerals within and underlying the Property, together with all mining

- rights and other rights, privileges, immunities and release of damages relating thereto, as recorded in Deed Book 33, Page 542; Deed Book 121, Page 294; Deed Book 111, Page 625; Deed Book 127, Page 140; Deed Book 4, Page 441; Deed Book 73, Page 283; Deed Book 40, Page 432; Deed Book 223, Page 274 and Deed Book 236, Page 103 in said Probate Office;
7. Right of Way granted to South Central Bell Telephone Company by instrument recorded in Deed Book 320, Page 928 in said Probate Office;
 8. Agreement with Plantation Pipeline as recorded in Deed Book 145, Page 275 in said Probate Office; and
 9. Right(s) of way to Shelby County, as recorded in Deed Book 177, Page 38, in said Probate Office.

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

And said Grantor does for herself, her heirs, representatives, executors and assigns, covenant with said Grantee, its successors and assigns, that the Grantor is lawfully seized in fee simple of the Property and that the Property is free from all encumbrances unless otherwise noted above, that the Grantor has a good right to sell and convey the same as aforesaid, that Grantor and Grantor's heirs, representatives, executors and assigns shall warrant and defend the same to said Grantee, its successors and assigns, forever, against the lawful claims of all persons.

The Property constitutes the Grantor's "relinquished property" conveyed in connection with Grantor's Deferred Tax-Free Exchange pursuant to IRC Section 1031.

Part of the consideration recited hereinabove was paid by a mortgage loan closed simultaneously herewith.

The Property is not the homestead of the Grantor or the Grantor's spouse.

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

GRANTOR:

Nina J. Kessler
NINA J. KESSLER

STATE OF ALABAMA)

COUNTY OF Jefferson)

I, the undersigned, a Notary Public, hereby certify that NINA J. KESSLER, whose name 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 said Deed, she executed the same voluntarily on the day the same bears date.

Given under my hand this the 20th day of November, 2006.

[NOTARIAL SEAL]

Jane B. Richardson
Notary Public
My Commission Expires: 3/13/08


THIS INSTRUMENT PREPARED BY:
Luther P. Crull, III, Esq.
Baker, Donelson, Bearman, Caldwell & Berkowitz, PC
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203-5202

EXHIBIT "A"
(SUBJECT PROPERTY)



20061201000583510 4/6 \$27.00
Shelby Cnty Judge of Probate, AL
12/01/2006 09:55:30AM FILED/CERT

Exhibit A


20061201000583510 5/6 \$27.00
Shelby Cnty Judge of Probate, AL
12/01/2006 09:55:30AM FILED/CERT

Parcel II:

Commence at the Southeast corner of the Northwest quarter of the Northwest of Section 20, Township 19 South, Range 2 West, Shelby County, Alabama and run North 01 degree 13 minutes 49 seconds West along the East line of said quarter-quarter Section for 297.14 feet to the point of beginning of the tract of land herein described; thence run North 89 degrees 27 minutes 19 seconds West for 937.47 feet to a point on the East right of way line of Interstate Highway No. 65; thence run South 09 degrees 32 minutes 41 seconds East along said right of way line for 35.00 feet; thence run South 02 degrees 58 minutes 00 seconds East along said right of way line for 87.68 feet to the centerline of the Cahaba River; thence run South 29 degrees 49 minutes 41 seconds East along the centerline of said river for 236.56 feet; thence run South 39 degrees 58 minutes 18 seconds East along the centerline of said river for 59.87 feet; thence run South 28 degrees 58 minutes 39 seconds East along the centerline of said river for 273.83 feet; thence run South 42 degrees 51 minutes 18 seconds East along the centerline of said river for 50.28 feet; thence run South 34 degrees 15 minutes 46 seconds East along the centerline of said river for 705.38 feet; thence run South 85 degrees 47 minutes 49 seconds East along the centerline of said river for 114.43 feet; thence run North 74 degrees 00 minutes 49 seconds East along the centerline of said river for 190.97 feet; thence run North 59 degrees 16 minutes 20 seconds East along the centerline of said river for 86.48 feet; thence run North 37 degrees 55 minutes 03 seconds East along the centerline of said river for 92.17 feet; thence run North 23 degrees 16 minutes 43 seconds East along the centerline of said river for 97.04 feet; thence run North 12 degrees 59 minutes 35 seconds East along the centerline of said river for 96.25 feet; thence run North 20 degrees 29 minutes 37 seconds East along the centerline of said river for 195.32 feet; thence run North 39 degrees 46 minutes 47 seconds East along the centerline of said river for 299.63 feet; thence run North 47 degrees 51 minutes 27 seconds East along the centerline of said river for 103.45 feet; thence run North 22 degrees 09 minutes 01 seconds East along the centerline of said river for 175.08 feet; thence run North 19 degrees 08 minutes 16 seconds West along the centerline of said river for 242.45 feet to a point on the North line of the Northeast 1/4 of the Northwest 1/4 of said Section 20; thence run North 89 degrees 27 minutes 19 seconds West along the North line of said quarter-quarter Section 605.05 feet to the point of beginning; being situated in Shelby County, Alabama.

LESS AND EXCEPT:

A part of the Northwest 1/4 of Section 20, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northwest Corner of Northwest 1/4 of the Northwest 1/4 of Section 20, Township 19 South, Range 2 West, Shelby County, Alabama; thence South 88 degrees 38 minutes 10 seconds East along the North line of said Section 20 a distance of 122.50 feet to a point on the Right of Way for U.S. Interstate 65; thence South 17 degrees 01 minute 24 seconds East along said right of way a distance of 125.63 feet; thence South 17 degrees 01 minute 24 seconds East a distance of 620.32 feet; thence South 12 degrees 29 minutes 11 seconds East along said right of way a distance of 290.64 feet to the point of beginning; thence South 72 degrees 28 minutes 58 seconds East a distance of 70.26 feet; thence South 31 degrees 07 minutes 06 seconds East a distance of 533.11 feet; thence South 46 degrees 33 minutes 05 seconds East a distance of 529.16 feet; thence South 21 degrees 58 minutes 19 seconds East a distance of 65.98 feet; thence South 05 degrees 15 minutes 04 seconds East a distance of 79.87 feet; thence South 52 degrees 40 minutes 52 seconds East a distance of 99.15 feet; thence

North 83 degrees 51 minutes 50 seconds East a distance of 88.10 feet; thence North 48 degrees 15 minutes 23 seconds East a distance of 169.00 feet; thence North 70 degrees 37 minutes 00 seconds West a distance of 80.00 feet; thence North 19 degrees 23 minutes 00 seconds East a distance of 65.00 feet; thence North 70 degrees 37 minutes 00 seconds West a distance of 26.59 feet; thence North 39 degrees 31 minutes 04 seconds West a distance of 25.00 feet; thence North 50 degrees 28 minutes 56 seconds East a distance of 81.27 feet; thence North 29 degrees 43 minutes 04 seconds East a distance of 60.04 feet; thence North 09 degrees 38 minutes 27 seconds East a distance of 63.09 feet; thence North 27 degrees 39 minutes 10 seconds East a distance of 558.87 feet; thence North 10 degrees 37 minutes 35 seconds East a distance of 83.67 feet; thence North 03 degrees 21 minutes 47 seconds East a distance of 83.08 feet; thence North 07 degrees 13 minutes 47 seconds West a distance of 83.08 feet; thence North 17 degrees 49 minutes 21 seconds West a distance of 83.08 feet; thence North 27 degrees 45 minutes 10 seconds West a distance of 76.52 feet; thence North 30 degrees 41 minutes 51 seconds West a distance of 180.00 feet; thence North 02 degrees 23 minutes 15 seconds East a distance of 82.10 feet; thence North 24 degrees 52 minutes 31 seconds West a distance of 60.71 feet; thence North 15 degrees 04 minutes 29 seconds West a distance of 45.83 feet; thence North 27 degrees 23 minutes 45 seconds East a distance of 60.49 feet; thence North 20 degrees 18 minutes 18 seconds East a distance of 139.00 feet; thence South 42 degrees 36 minutes 40 seconds East a distance of 210.49 feet; to the centerline of the Cahaba River; thence South 02 degrees 20 minutes 41 seconds East along centerline of said river a distance of 102.06 feet; thence South 04 degrees 25 minutes 27 seconds East along the centerline of said river a distance of 300.50 feet; thence South 26 degrees 34 minutes 53 seconds East along the centerline of said river a distance of 302.34 feet; thence South 18 degrees 08 minutes 16 seconds East along the centerline of said river a distance of 242.45 feet; thence South 22 degrees 09 minutes 01 second West along the centerline of said river a distance of 175.08 feet; thence South 47 degrees 51 minutes 27 seconds West along the centerline of said river a distance of 103.45 feet; thence South 39 degrees 46 minutes 47 seconds West along the centerline of said river a distance of 299.63 feet; thence South 20 degrees 29 minutes 37 seconds West along the centerline of said river a distance of 195.32 feet; thence South 12 degrees 59 minutes 35 seconds West along the centerline of said river a distance of 96.25 feet; thence South 23 degrees 16 minutes 43 seconds West along the centerline of said river a distance of 97.04 feet; thence South 37 degrees 55 minutes 03 seconds West along the centerline of said river a distance of 92.17 feet; thence South 59 degrees 16 minutes 20 seconds West along the centerline of said river a distance of 86.48 feet; thence South 74 degrees 00 minutes 49 seconds West along the centerline of said river a distance of 190.97 feet; thence North 85 degrees 47 minutes 49 seconds West along the centerline of said river a distance of 114.43 feet; thence North 34 degrees 15 minutes 46 seconds West along the centerline of said river a distance of 705.38 feet; thence North 42 degrees 51 minutes 18 seconds West along the centerline of said river a distance of 50.28 feet; thence North 28 degrees 58 minutes 39 seconds West along the centerline of said river a distance of 273.83 feet; thence North 39 degrees 58 minutes 18 seconds West along the centerline of said river a distance of 59.87 feet; thence North 29 degrees 49 minutes 41 seconds West along the centerline of said river a distance of 236.56 feet; thence North 02 degrees 58 minutes 00 seconds West along the centerline of said river a distance of 87.68 feet; thence North 09 degrees 32 minutes 41 seconds West along the centerline of said river a distance of 35.00 feet to the right of way for U.S. Interstate Highway 65; thence North 25 degrees 40 minutes 26 seconds East along said right of way a distance of 45.33 feet to the Point of Beginning.