


3

11,920,125.00

Send Tax Notice To:

Riverchase Capital, LLC  
Stow Riverchase, LLC  
c/o Arcis Realty, LLC  
2908 Bay to Bay Boulevard  
Suite 201  
Tampa, Florida 33629

This instrument was prepared by:  
Annette T. Ruff, Esq.  
Law Office of Annette T. Ruff, LLC  
402 Office Park Drive, Suite 212  
Birmingham, Alabama 35223  
(205) 803-1640

  
20070622000295110 1/8 \$11953.50  
Shelby Cnty Judge of Probate, AL  
06/22/2007 03:05:57PM FILED/CERT

---

## STATUTORY WARRANTY DEED

---

STATE OF ALABAMA     )  
JEFFERSON COUNTY    )     **KNOW ALL MEN BY THESE PRESENTS,**

That in consideration of Eleven Million Nine Hundred Twenty Thousand One Hundred Twenty Five and No/100 (\$11,920,125.00), a portion of which is paid in the form of the assumption of the hereinafter described Mortgage, and other valuable consideration to the undersigned Grantor in hand paid by the Grantee herein, the receipt and sufficiency of which is hereby acknowledged, **RBP, L.L.C.**, an Alabama limited liability company (as to an undivided 62.5% interest), **Young Investments, L.L.C.**, an Alabama limited liability company (as to an undivided 12.5% interest), and **Jernigan Master Partners, LLC**, an Alabama limited liability company (as to an undivided 25.0% interest) (collectively "Grantor") do grant, bargain, sell and convey unto **Riverchase Capital, LLC**, a Florida limited liability company, as to an undivided 51.0% interest, and **Stow Riverchase, LLC**, a Florida limited liability company, as to an undivided 49.0% interest (herein collectively referred to as "Grantee"), as tenants in common, all of their interest in the following described real estate situated in Shelby County, Alabama to-wit:

See Exhibit A attached hereto and incorporated herein by reference.

Subject to:

The Permitted Exceptions listed on Exhibit B attached hereto and incorporated herein by reference.

Also subject to the following, which Grantee hereby assumes and promises to pay:

1. Mortgage and Security Agreement ("Mortgage") given by Grantor to JP Morgan Chase Bank ("Mortgagee") in the original amount of \$8,500,000.00, dated November 24, 2003 and filed for record on November 24, 2003 with the Probate Court of Shelby County, Alabama, at Instrument No. 20031124000770800 and transferred and assigned to Wells Fargo Bank, N.A., as Trustee for the Registered Holders of J.P.Morgan Chase Commercial Mortgage Securities Corp., Commercial Mortgage Pass-Through Certificates, Series 2004-C1, by document recorded in Instrument 20040506000238850, in the Probate Office of Shelby County, Alabama.
2. Assignment of Rents and Leases dated November 24, 2003 by and between RBP, L.L.C., and JPMorgan Chase Bank, filed for record November 24, 2003 and recorded in Instrument 20031124000770810 and transferred and assigned to Wells Fargo Bank, N.A., as Trustee for the Registered Holders of J.P.Morgan Chase Commercial Mortgage Securities Corp., Commercial Mortgage Pass-Through Certificates, Series 2004-C1, by document recorded in Instrument 20040506000238850, in the Probate Office of Shelby County, Alabama.
3. UCC Financing Statement recorded in Instrument 20031124000770820, showing RBP, L.L.C., as Debtor and JPMorgan Chase Bank as Secured Party, filed for record on 11/24/2003 and transferred and assigned to Wells Fargo Bank, N.A., as Trustee for the Registered Holders of J.P.Morgan Chase Commercial Mortgage Securities Corp., Commercial Mortgage Pass-Through Certificates, Series 2004-C1, by document recorded in Instrument 20040506000238840, in the Probate Office of Shelby County, Alabama.

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



IN WITNESS WHEREOF, the undersigned have hereto set their hands and seals  
this 21st day of June, 2007.

GRANTOR:

RBP, L.L.C., an Alabama limited liability  
company

By: Engel Realty Company, Inc., an Alabama  
Corporation, Its Manager

By: [Signature] [SEAL]  
Stephen L. Butler,  
Its Vice President

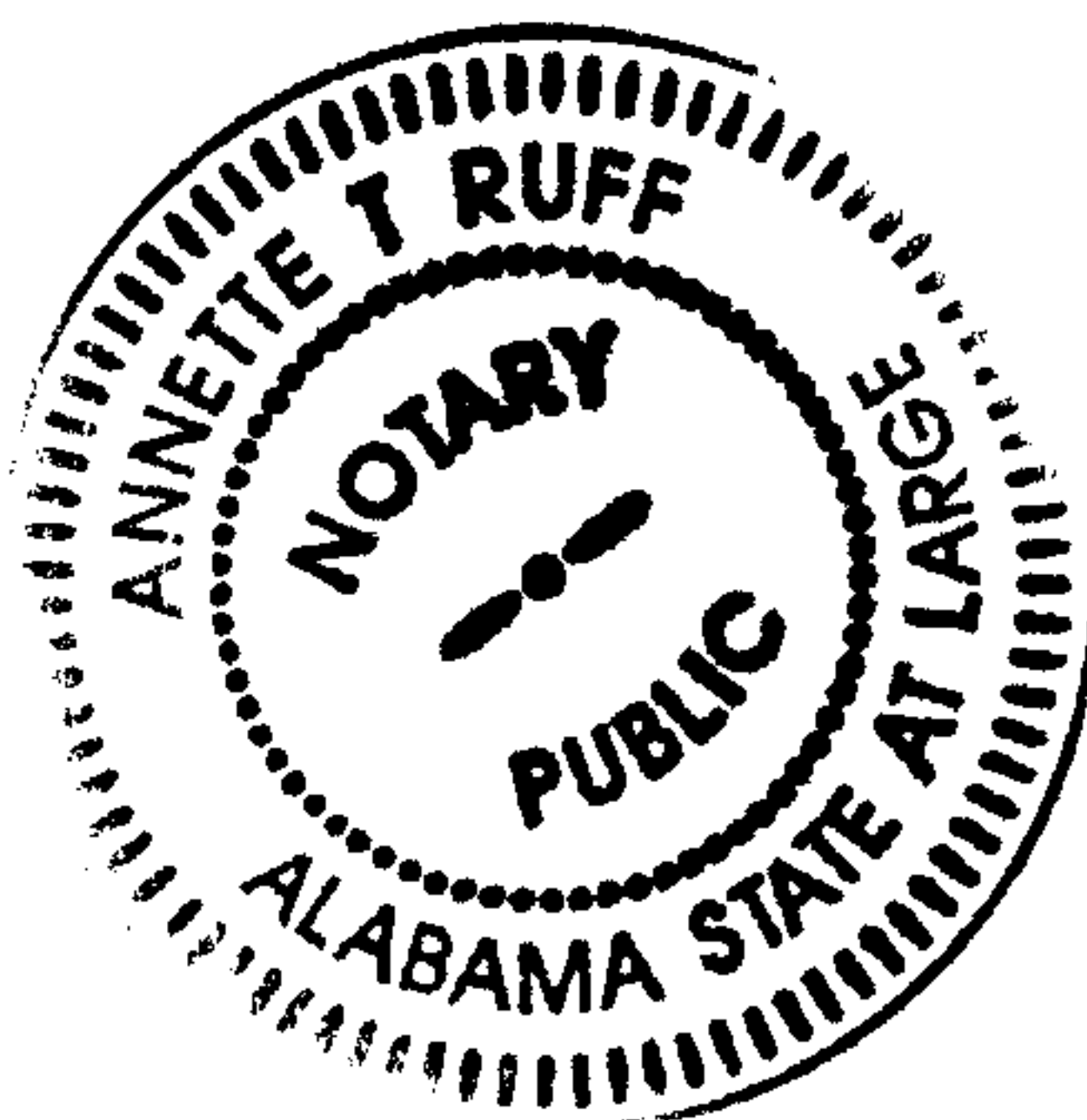
STATE OF ALABAMA )  
COUNTY OF JEFFERSON )

I, the undersigned Notary Public in and for said County, in said State, hereby certify  
that Stephen L. Butler, whose name as Vice President of Engel Realty Company, Inc., an  
Alabama Corporation, manager of RBP, 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 13<sup>th</sup> day of June, 2007.

[NOTARIAL SEAL]

[Signature]  
Notary Public  
My Commission Expires: \_\_\_\_\_



ANNETTE T RUFF  
NOTARY PUBLIC  
ALABAMA STATE AT LARGE  
MY COMM. EXP. 2-23-09

Young Investments, L.L.C., an Alabama limited liability company

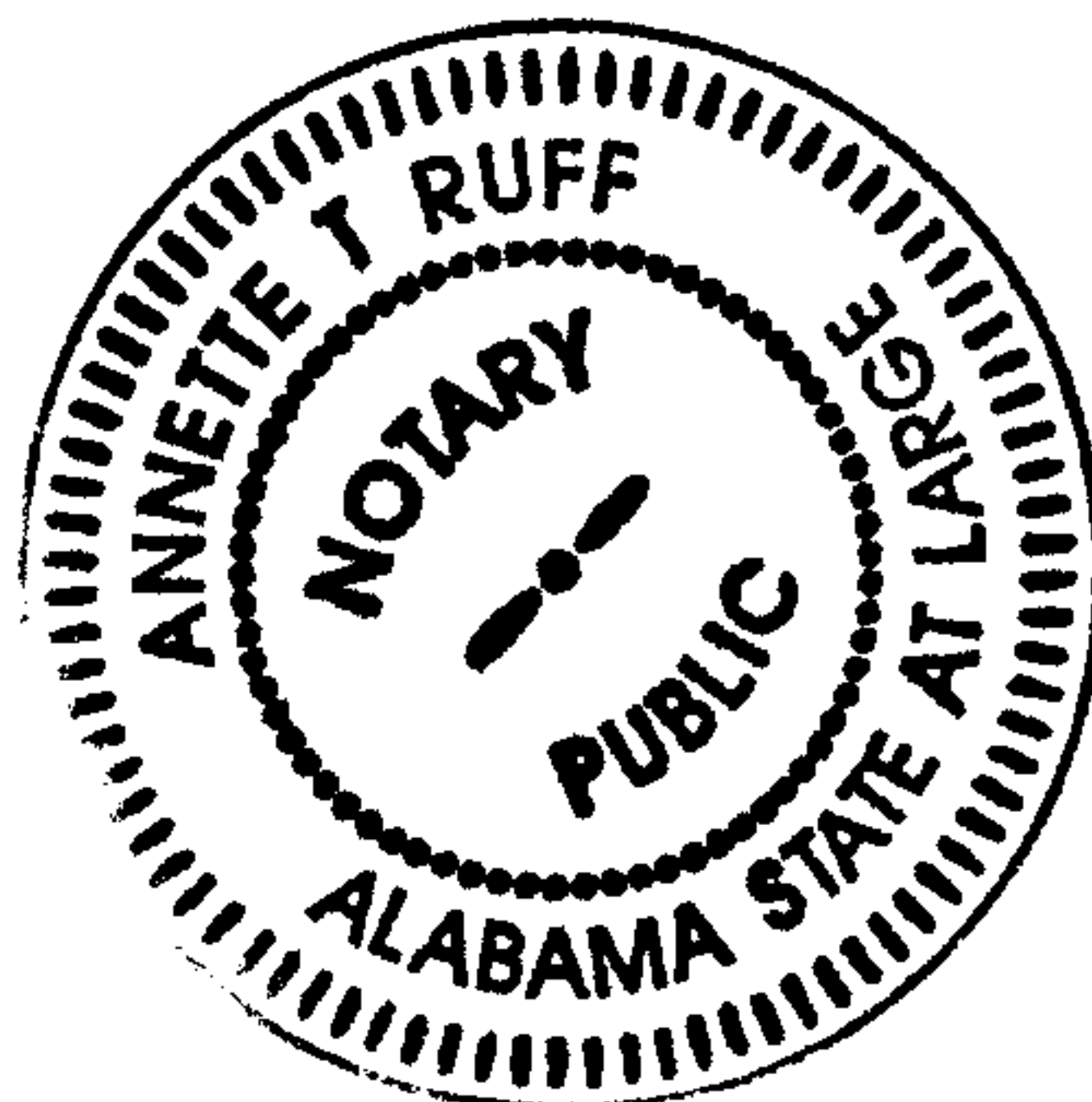
By: Robert T. Young [SEAL]  
Robert T. Young,  
Its Manager

STATE OF ALABAMA )  
COUNTY OF JEFFERSON )

I, the undersigned Notary Public in and for said County, in said State, hereby certify that Robert Young, whose name as Manager of Young Investments, 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 manager 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 13<sup>th</sup> day of June, 2007.

[NOTARIAL SEAL]



Annette T. Ruff  
Notary Public  
My Commission Expires: \_\_\_\_\_

ANNETTE T RUFF  
NOTARY PUBLIC  
ALABAMA STATE AT LARGE  
MY COMM. EXP. 2-23-09

**Jernigan Master Partners, LLC**, an Alabama  
limited liability company

By: Thomas E. Jernigan [SEAL]  
Thomas Jernigan  
Its Member

STATE OF ALABAMA                    )  
COUNTY OF JEFFERSON            )

I, the undersigned Notary Public in and for said County, in said State, hereby certify that Thomas Jernigan, whose name as Member of Jernigan Master Partners, LLC, 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 member 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 13<sup>th</sup> day of June, 2007.

[NOTARIAL SEAL]

Andrew Madlough  
Notary Public  
My Commission Expires: 7-26-08



## EXHIBIT A

Lot 2, according to the Survey of Wren Park Subdivision, as recorded in Map Book 22, page 131, in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

TOGETHER WITH all beneficial easements shown on that certain Map Book 22, Page 131, including without limitation that certain 25' slope easement for the use and maintenance, repair and replacement of storm and surface water drainage, and that certain 50' slope easement for the use and maintenance, repair and replacement of storm and surface water drainage over and across the following property:

Part of the NW 1/4 of the NE 1/4 of the NE 1/4 of the NW 1/4 of Section 30, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Commence at the NE corner of said section; thence West along the North line of said section, 1,245.86 feet; thence 90°00'00" left, 431.26 feet; thence 111°16'33" right 127.85 feet to the beginning of a 50 foot easement lying South of and adjacent to the following described line; thence from last stated course, 27°54'00" left, 354.41 feet to the end of said 50 foot easement and the beginning of a 25 foot easement, lying South of and adjacent to said line; thence continue along last stated course, 100.00 feet; thence 20°43'00" right 482.29 feet; thence 25°31'00" left, 494.05 feet; thence 19°30'00" left 150 feet to the end of said easement, said property being part of Lot 1, Riverchase Gardens, First Sector, as recorded in Map Book 8, page 153, in the Probate Office of Shelby County, Alabama; and a part of Lots 1 and 2, Riverchase Properties Second Addition to Riverchase, as recorded in Map Book 9, page 40, in the Probate Office of Shelby County, Alabama.

## EXHIBIT B

### "Permitted Exceptions"

1. Taxes and assessments for the year 2007 and subsequent years, which are not yet due and payable.
2. Title to minerals underlying caption lands with mining rights and privileges belonging thereto, as to that part of caption lands that lie in the NE 1/4 of the NE 1/4 of Section 30, Township 19 South, Range 2 West, as shown by Deed Book 5, Page 713 and in the NE 1/4 of the NW 1/4 of Section 30, Township 19 South, Range 2 West as recorded in Deed Book 4, page 464, in the Probate Office of Shelby County, Alabama.
3. Restrictions appearing of record in Deed Book 330, page 449 (as to use as office and warehouse) and Misc. Book 19, page 633, in the Probate Office of Shelby County, Alabama, but omitting any covenant or restriction based on race, color, religion, sex, handicap, familial status, or national origin.
4. Agreement and restrictions between the Harbert-Equitable Joint Venture and Blue Cross-Blue Shield recorded in Instrument Misc. Book 19, page 690, in the Probate Office of Shelby County, Alabama.
5. The following easements as shown on the map of Wren Park Subdivision, as recorded in Map Book 22, page 131, in the Probate Office of Shelby County, Alabama, and shown on the survey of Laurence D. Weygand, dated February 25, 2007:
  - a. 20' sanitary sewer easement crossing lot;
  - b. 2 - 15' utility easements near westerly lot line;
  - c. 10' storm sewer easements crossing lot;
  - d. 20' easement along easterly lot line;
  - e. 30' slope easement along Parkway Lake Drive; and
  - f. easement of undetermined width in southeasterly corner of lot.
6. The possessory rights of the tenants, as tenants only, of the property under written, unrecorded lease agreements.
7. Conditions set out on the map of Wren Park Subdivision as recorded in Map Book 22, Page 131, in the Probate Office of Shelby County, Alabama.
8. Title to oil, gas, petroleum and sulphur rights as reserved in instrument recorded in



Deed Book 127, Page 140, as to that part of caption lands in the SW 1/4 of the SE 1/4 Section 19, Township 19 South, Range 2 West and in the NE 1/4 of the NW 1/4 of Section 30, Township 19 South, Range 2 West, in the Probate Office of Shelby County, Alabama.

9. Right of way granted to Alabama Power Company in Deed Book 319, Page 515, Deed Book 337, Page 294 and Deed Book 329, Page 644, in the Probate Office of Shelby County, Alabama.
10. Reservations for easements, utility lines and appurtenances as reserved in Deed Book 316, Page 844, except that portion of said reservations conveyed to Wren Development by Deed Book 316, Page 855, in said Probate Office.
11. Restrictions set forth in paragraph 6 in deed recorded in Deed Book 316, Page 844, in the Probate Office of Shelby County, Alabama.
12. A Twenty (20) foot sanitary sewer easement in favor of Riverchase Gardens II, Ltd., dated November 30, 1983 and recorded in Real 85, Page 53, in the Probate Office of Shelby County, Alabama.
13. Storm easements granted to Shelby County by instrument recorded in Deed Book 321, Page 375, in the Probate Office of Shelby County, Alabama.
14. Sanitary sewer easements granted in Deed Book 321, Pages 377 and 387, in the Probate Office of Shelby County, Alabama.

Shelby County, AL 06/22/2007  
State of Alabama  
Deed Tax: \$11920.50