

\$7,200,000.00
KJA

STATE OF ALABAMA)

SHELBY COUNTY)

20080523000212140 1/4 \$7220.00
Shelby Cnty Judge of Probate, AL
05/23/2008 02:40:49PM FILED/CERT

GENERAL WARRANTY DEED

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 in hand paid by HCP TRS, Inc., a Delaware corporation (hereinafter referred to as the "Grantee") to HCP, Inc., a Maryland corporation (hereinafter referred to as the "Grantor"), receipt whereof is hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantee the following described real estate lying and being situated in Shelby County, Alabama, to-wit:

Lot 2D-3A, according to the Southerland Place Resurvey, as recorded in Map Book 25, page 143, in the Probate Office of Shelby County, Alabama.

NOTE: Formerly described as Lot 2D-3, according to the Resurvey of Lot 2D, Meadow Brook Corporate Park, Phase I, as recorded in Map Book 21 page 92 in the Office of the Judge of Probate of Shelby County, Alabama; being situated in Shelby County, Alabama.

It is expressly understood and agreed that this deed is made subject to the following:

See Exhibit A attached hereto and made a part hereof.

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

And the Grantor does for itself and for its successors and assigns covenant with the Grantee, its successors and assigns, that the Grantor is lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above; that the Grantor has a good right to sell and convey the same as aforesaid; that the Grantor will, and its successors and assigns shall, warrant and defend the same to the said Grantee, its successors and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the undersigned Grantor has caused this instrument to be executed by its officer thereunto duly authorized on the 22 day of May, 2008.

HCP, Inc.

By: Brian J. Maas

Name: Brian J. Maas

Its: Senior Vice President

STATE OF _____
COUNTY OF _____

)
) *see attached*

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that _____, whose name as _____ of HCP, Inc., a Maryland corporation, 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 said conveyance, he/she, 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, this _____ day of May, 2008.

Notary Public

[AFFIX SEAL]

My Commission Expires: _____

This instrument was prepared by:
Kathryn J. Hill, Esq.
Maynard, Cooper & Gale, P.C.
1901 Sixth Avenue North
Suite 2400
Birmingham, Alabama 35203

EXHIBIT A

1. All taxes for the year 2008 and subsequent years, not yet due and payable.
2. Restrictions, building lines and easements as shown in Map Book 25, page 143.
3. Mineral and mining rights and rights incident thereto recorded in Deed Book 66, page 34 and Deed Book 28, page 581, in the Probate Office of Shelby County, Alabama.
4. Declaration of Protective Covenants as recorded in Real 5, page 772; 1st Amendment recorded in Real 177, page 269; 2nd Amendment recorded in Instrument 1993-18243; 3rd Amendment recorded in Instrument 1996-27981 and 4th Amendment recorded in Instrument 1996-28517, in the Probate Office of Shelby County, Alabama. Assignment of Developer's Rights in connection with the Covenants recorded in Instrument 2001-57321 and Instrument 1993-11095, in the Probate Office of Shelby County, Alabama.
5. Rights of tenants in possession, as tenants only.

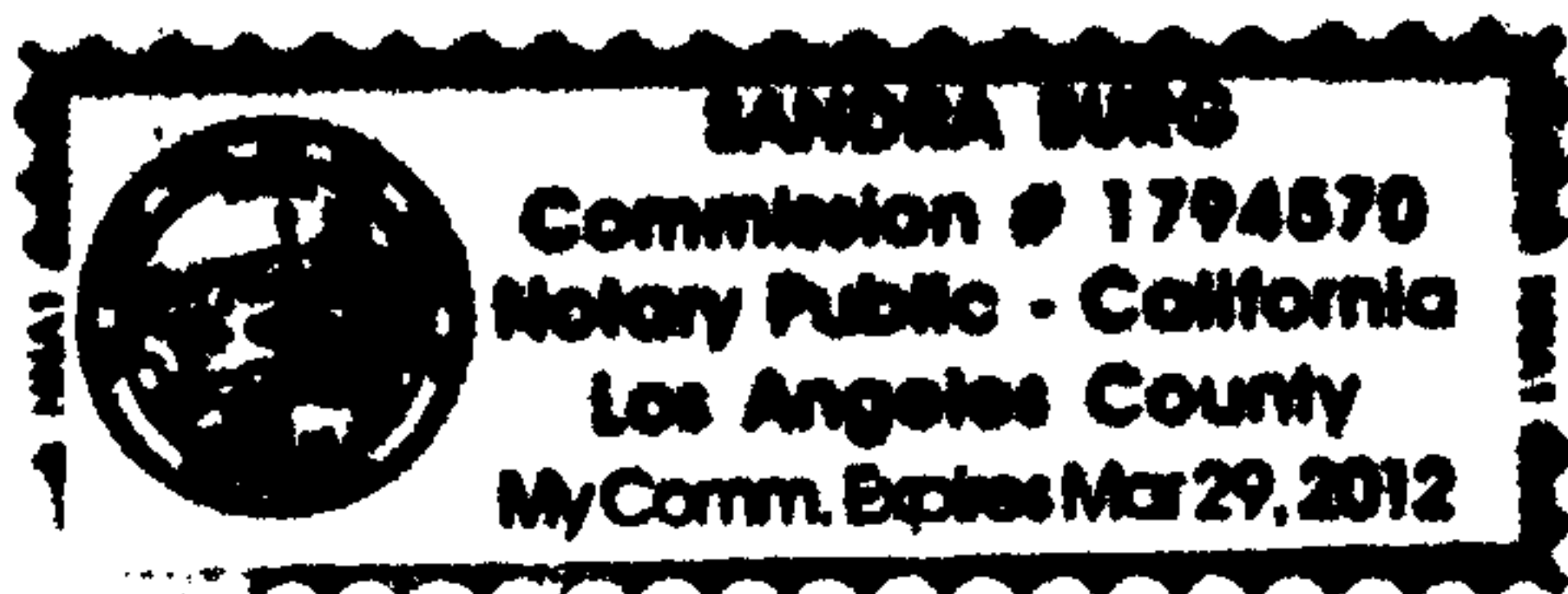
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STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES) ss.

On May 22, 2008 before me, Sandra Burg, Notary Public, personally appeared Brian J. Maas, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Sandra Burg
Sandra Burg
Notary Public

Shelby County, AL 05/23/2008
State of Alabama
Deed Tax: \$7200.00