

This Document Was Prepared by:

Send Tax Notice to:

Stephanie A. Quaranta
Jones Day
North Point
901 Lakeside Avenue
Cleveland, Ohio 44114

Developers Diversified of Alabama
3300 Enterprise Parkway
Beachwood, Ohio 44122

CORRECTIVE
STATUTORY WARRANTY DEED

STATE OF ALABAMA)
)
SHELBY COUNTY)

KNOW ALL MEN BY THESE PRESENTS, That in consideration of One Hundred and No/100 Dollars (\$100.00) and other good and valuable consideration, in hand paid by the Grantee herein, the receipt of which is hereby acknowledged, DEVELOPERS DIVERSIFIED OF ALABAMA, INC., an Alabama corporation (hereinafter referred to as "Grantor"), does hereby grant, bargain, sell and convey unto GS II BROOK HIGHLAND, LLC, a Delaware limited liability company (hereinafter referred to as "Grantee"), the following described real estate, situated in Shelby county, Alabama, to-wit:

See Exhibit "A" which is attached hereto and incorporated herein by reference. This conveyance is made subject to:

1. Ad Valorem taxes for the year 2009 and subsequent years not yet due and payable.
2. Matters set forth on Exhibit "B," which is attached hereto and incorporated herein by reference.

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

NOTE: The purpose of this deed is to correct the legal description contained in the original deed from Grantor to Grantee recorded in Instrument 20030318000163390.

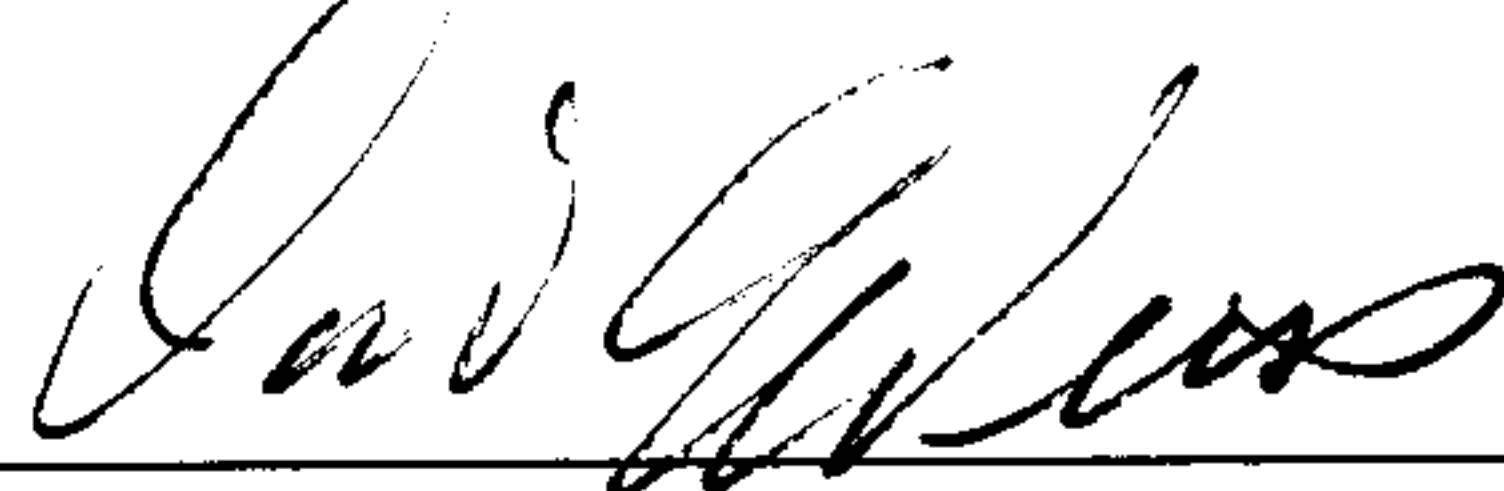


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IN WITNESS WHEREOF, the said Grantor has caused this Statutory Warranty Deed to be executed by its duly authorized officer on this 10th day of September, 2009.

GRANTOR:

DEVELOPERS DIVERSIFIED OF ALABAMA, INC.

By: 

Its: David E. Weiss
Its: Senior Vice President

STATE OF Ohio

COUNTY OF Cuyahoga

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that David E. Weiss, who name as Senior Vice President of DEVELOPERS DIVERSIFIED OF ALABAMA, INC., an Alabama corporation, is signed to the foregoing instrument and who is know to me, acknowledged before me on this day that, being informed of the contents thereof, 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 10th day of September, 2009.

Christina D. Stoner


Notary Public

My commission Expires: November 3, 2013



CHRISTINA D. STONER
Notary Public
In and for the State of Ohio
My Commission Expires
November 3, 2013

EXHIBIT A


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Parcel I:

Lot 1, according to the Survey of Brook Highland Plaza Resurvey, as recorded in Map Book 18, Page 99, in the Office of Shelby County, Alabama.

Less and Except that part of Lot 1 which is now part of Lot 2A, according to the Lowe's Addition of Brook Highland Plaza, as recorded in Map Book 31, Page 96, in the Probate Office of Shelby County, Alabama.

Parcel II:

Lot 1A, according to the Brook Highland Plaza Resurvey, as recorded in Map Book 18, Page 99, in the Probate Office of Shelby County, Alabama.

Parcel III:

Lot 2A, according to the Brook Highland Plaza Resurvey, as recorded in Map Book 18, Page 99, in the Probate Office of Shelby County, Alabama.

Parcel IV:

Lot 2B, according to the Amended Map of Lowe's Addition to Brook Highland Plaza, as recorded in Map Book 31, Page 96, in the Probate Office of Shelby County, Alabama.

Parcel V:


Lot 2A, according to the Survey of Lowe's Addition of Brook Highland Plaza, as recorded in Map Book 31, Page 96, in the Probate Office of Shelby County, Alabama.

Together with all of the beneficial rights and interests in the easements under the following instruments:

(i) Declaration of Easements and Restrictive Covenants (Brook Highland Development-1.35 acre Out Parcel) by AmSouth Bank, N.A., as Ancillary Trustee for NBNC National Bank of North Carolina, as trustee for the Public Employees Retirement System of Ohio, dated 8/2/1990, and recorded in Real 307, Page 985, in the Probate Office of Shelby County, Alabama.

(ii) Easement Agreement dated 10-12-1993, by and between AmSouth Bank, N.A., as Ancillary Trustee for NationsBank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio, and Brook Highland Limited Partnership, a Georgia Limited Partnership recorded in Instrument 1993-32515, in the Probate Office of Shelby County, Alabama.

Also:


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All beneficial rights in easements granted to Developers Diversified of Alabama, Inc., an Alabama corporation by the "Easement Agreement" dated 12-30-1994, by and between Brook Highland Limited Partnership and Developers Diversified of Alabama, Inc., as recorded in Instrument 1994-37773, in the Probate Office of Shelby County, Alabama.

EXHIBIT B

1. Any mineral or mineral rights leased, granted or retained by current or prior owners.
2. Taxes and assessments for the year 2009 and subsequent years, not yet due and payable.
3. Easement to D & D Water Renovation Systems, Inc. recorded in Real 107, Page 968 and Map Book 16, Page 102, in the Probate Office of Shelby County, Alabama.
4. Rights of Alabama State Land Company and its successors and assigns in and to the mineral rights within and underlying the insured premises, as more particularly set out in that certain deed recorded in Deed Book 28, Page 581, in the Probate Office of Shelby County, Alabama.
5. Brook Highland Common Property Declaration of Covenants, Conditions and Restrictions, recorded in Real 307, Page 950, in the Probate Office of Shelby County, Alabama.
6. Transmission line permit to Alabama Power Company, as recorded in Deed Book 112, Page 134, as amended by the containment certification letter from Alabama Power Company dated 10-14-93, in the Probate Office of Shelby County, Alabama.
7. Declaration of Easements and Restrictive Covenants (Brook Highland Development - 1.30 acre Out Parcel), recorded in Real 307, Page 985, in the Probate Office of Shelby County, Alabama.
8. Declaration of Protective Covenants which relate to the Watershed Property and the maintenance thereof, as set out by instrument recorded in Real 194, Page 54, in the Probate Office of Shelby County, Alabama.
9. Permit to Southern Bell Telephone and Telegraph Company recorded in Deed Book 349, Page 865, in the Probate Office of Shelby County, Alabama.
10. Restrictions and conditions as set out in that certain deed recorded in Real 308, Page 1; Real 220, Page 339 and Instrument 1992-14567, in the Probate Office of Shelby County, Alabama.
11. Sign Easement Agreement recorded in Instrument 1993-32519, in the Probate Office of Shelby County, Alabama.
12. Sewer Easement Agreement recorded in Instrument 1993-32518, in the Probate Office of Shelby County, Alabama.
13. Declaration of Sign Easement recorded in Instrument 1993-32516, in the Probate Office of Shelby County, Alabama.

14. Easement in that certain instrument to the Water Works and Sewer Board of the City of Birmingham, recorded in Instrument 1993-32517, in the Probate Office of Shelby County, Alabama.
15. Restrictions appearing of recorded in Instrument 1993-32511, in the Probate Office of Shelby County, Alabama.
16. Required Approvals by Architectural Review Committee recorded in Instrument 1993-32514, in the Probate Office of Shelby County, Alabama.
17. Covenant, restrictions, building setback line, rear-yard setback line, utilities easements, maintenance easements, access easement, all as shown and set out on the map and plat of Brook Highland Plaza Resurvey, a Resurvey of Lots 1 and 2, Brook Highland Plaza as recorded in Map Book 18, Page 99, in the Probate Office of Shelby County, Alabama.
18. The non-beneficial covenants, easements, rights, duties and burdens as to the insured(s) herein, as set out in that certain Easement Agreement recorded in Instrument 1994-37773, in the Probate Office of Shelby County, Alabama.
19. Declaration of Restrictive Covenants in regard to usage of "out parcels" as set out in Instrument 1994-22322, in the Probate Office of Shelby County, Alabama.
20. Terms and conditions of that certain Short Form Lease dated 9-20-93, by and between Brook Highland Limited Partnership and Winn-Dixie Montgomery, Inc., recorded in Instrument 1993-32898, in the Probate Office of Shelby County, Alabama, and all amendments and/or modifications thereto.
21. Terms and conditions of that certain Short Form Lease dated 5-11-94, by and between Brook Highland Limited Partnership and Wal-Mart Stores, Inc., recorded in Instrument 1994-20695, in the Probate Office of Shelby County, Alabama, and all amendments and/or modifications thereto.
22. Terms and conditions of that certain Lease Agreement by and between Brook Highland Limited Partnership and Wings of Inverness, Inc., recorded in Instrument 1994-36744, in the Probate Office of Shelby County, Alabama, and all amendments and/or modifications thereto.
23. Terms and conditions of that certain Memorandum of Lease dated 12-6-94, by and between Brook Highland Limited Partnership and Big B, Inc., recorded in Instrument 1994-37215, in the Probate Office of Shelby County, Alabama, and all amendments and/or modifications thereto.
24. Terms and conditions of that certain Memorandum of Net Ground Lease (PAD A), dated 9-26-95, by and between Developers Diversified of Alabama, Inc. and Brook Highland Limited Partnership, filed for record 9-27-95, recorded in Instrument 1995-27243, in the

Probate Office of Shelby County, Alabama, and all amendments and/or modifications thereto.

25. Terms and conditions of that certain Net Ground Lease (PAD B), dated 9-26-95, by and between Developers Diversified of Alabama, Inc. and Brook Highland Limited Partnership, filed for record 9-27-95, recorded in Instrument 1995-27244, in the Probate Office of Shelby County, Alabama, and all amendments and/or modifications thereto.
26. Terms and conditions of that certain Memorandum of Ground Lease dated 8-9-02, by and between Developers Diversified of Alabama, Inc. and Lowe's Home Centers, Inc., filed for record 8-9-02, recorded in Instrument 20020809000378380, in the Probate Office of Shelby County, Alabama, and all amendments and/or modifications thereto.
27. Mechanics' Lien recorded in Instrument 20081210000462700, in favor of Trane US, Inc., against Circuit City Stores, Inc., in the amount of \$44,343.00, plus interest, filed for record 12/10/2008, in the Probate Office of Shelby County, Alabama.
28. Mechanics' Lien recorded in Instrument 20090122000021080, in favor of Fabco Metal Products, LP, against Circuit City Stores, Inc., in the amount of \$15,404.00, plus interest, filed for record 1/22/2009, in the Probate Office of Shelby County, Alabama.
29. Mechanics' Lien recorded in Instrument 20090122000021110, in favor of North American Roofing Services, Inc., against GS II Brook Highland, LLC, in the amount of \$79,868.00, plus interest, filed for record 1/22/2009, in the Probate Office of Shelby County, Alabama.
30. Rights of tenants, if any, as tenants only, under unrecorded leases.
31. Easement to Water Works Board of the City of Birmingham recorded in Instrument 1995-6233 and Instrument 1995-6234, in the Probate Office of Shelby County, Alabama.
32. Agreement for Restrictions recorded in Instrument 1995-27235; Instrument 1995-27236; Instrument 1995-27237; Instrument 1995-27238 and Instrument 1995-27239 and amended by Instrument 1998-46411, in the Probate Office of Shelby County, Alabama.
33. Restrictions appearing of recorded in Instrument 2002-378390 and Instrument 200312230000824640, in the Probate Office of Shelby County, Alabama.
34. Easement Agreement recorded in Instrument 1993-32515 and Instrument 1994-37770, rerecorded in Instrument 1995-3022, in the Probate Office of Shelby County, Alabama.
35. Agreement as recorded in Instrument 1999-23930, in the Probate Office of Shelby County, Alabama.
36. Right of way recorded in Instrument 20020927000466140, in the Probate Office of Shelby County, Alabama.



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37. Right of Way granted to Alabama Power Company by instrument recorded in Instrument 20080709000277130 in the Probate Office of Shelby County, Alabama.