

Send Tax Notice To:
CW Hoover Properties LLC
400 Centre Street
Newton, Massachusetts 02458

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

STATUTORY WARRANTY DEED

THIS IS A STATUTORY WARRANTY DEED (this "**Deed**") executed and delivered as of the 9th day of December, 2010 by **TEACHERS INSURANCE AND ANNUITY ASSOCIATION OF AMERICA, FOR THE BENEFIT OF THE REAL ESTATE ACCOUNT**, a New York corporation whose address is 730 Third Avenue, New York, New York 10017 (hereinafter referred to as the "**Grantor**"), to **CW HOOVER PROPERTIES LLC**, a Delaware limited liability company whose address is 400 Centre Street, Newton, Massachusetts 02458 (hereinafter referred to as the "**Grantee**"),

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of the sum of Ninety Two Million Five Hundred Thousand and No/100 Dollars (\$92,500,000.00) in hand paid by Grantee to Grantor and other good and valuable consideration, the receipt and sufficiency are hereby acknowledged by Grantor, the Grantor does by these presents, grant, bargain, sell and convey unto Grantee the real estate situated in Shelby County, Alabama and more particularly described on **Exhibit A** attached hereto (the "**Property**").

TOGETHER WITH all appurtenances thereto belonging or in anywise appertaining and all right, title and interest of Grantor in and to any and all roads, alley and ways bounding such property.

This conveyance is subject to those items of record set forth on **Exhibit B** attached hereto and by reference made a part hereof (the "**Permitted Exceptions**").

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

The Grantor hereby covenants and agrees with Grantee, its successors and assigns, that the Grantor, its successors and assigns, will warrant and defend the above-described real estate against the lawful claims (unless otherwise noted above) of all persons claiming by, through or under the Grantor, but none other, excepting, however, the Permitted Exceptions.

IN WITNESS WHEREOF, THE SAID Grantor has executed and delivered this Deed as of the day and year first above written.

GRANTOR:

TEACHERS INSURANCE AND ANNUITY
ASSOCIATION OF AMERICA, FOR THE
BENEFIT OF THE REAL ESTATE
ACCOUNT, a New York corporation

Attest:

By: [Signature]
Name: Giuseppe Barbisio
Title: SENIOR DIRECTOR

By: [Signature]
Name: Sheryl Waldorf
Title: Director

[Signature]

STATE OF New York)
COUNTY OF New York) ss.

I, Ines Saldana-Olesen, a Notary Public in and for said County, in said State, hereby certify that Sheryl Waldorf as Director of **TEACHERS INSURANCE AND ANNUITY ASSOCIATION OF AMERICA, FOR THE BENEFIT OF THE REAL ESTATE ACCOUNT**, a New York corporation, signed to the foregoing conveyance, and who is known to me, acknowledged before on this day, that being informed of the contents of this 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 the 7th day of December, 2010.

(SEAL)

Notary: [Signature]
Print Name: _____

INES SALDANA-OLESEN
Notary Public, State of New York
No. 01SA6035878
Qualified in New York County
Commission Expires January 10, 2016
14

THIS INSTRUMENT PREPARED BY:

Lester M. Bliwise, Esq.
Sutherland Asbill & Brennan LLP
1114 Avenue of the Americas, 40th Floor
New York, New York 10036

EXHIBIT A

LEGAL DESCRIPTION

PARCEL I: (BUILDINGS NOS. 40, 42, 44 AND 46)

Part of the East half of Section 35, Township 18 South, Range 2 West and the West half of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama and being more particularly described as follows:

Begin at the Southwest corner of the Southeast quarter of the Northeast quarter of Section 35, Township 18 South, Range 2 West, Shelby County, Alabama and run North 45 degrees 29 minutes 10 seconds East along the diagonal line from the Southwest corner to the Northeast corner of said quarter-quarter section, being the same as the Southeast line of resurvey of Lot 2-D of Cahaba River Park, as recorded in Map Book 8, page 95, in the Probate Office of Shelby County, Alabama 1791.69 feet to a 5/8 inch rebar, being the Northwesterly corner of Lot 4A of the survey of Resource Center as recorded in Map Book 24, page 118 in the Probate Office of Shelby County, Alabama; thence South 45 degrees 56 minutes 49 seconds East along the Southwesterly line of said Lot 4A, 82.80 feet to an existing rod and cap corner and angle point of Lot 4A, said point also being on the West line of the Southwest quarter of the Northwest quarter of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama; thence South 00 degrees 08 minutes 37 seconds East along said Section line and West line of said subdivision, 557.20 feet to an existing rod and cap; thence 88 degrees 23 minutes 57 seconds East along the South line of said Resource Center survey 391.12 feet to an existing 1 inch crimped iron and the common corner with Inverness Office Center Building 22 survey; thence the following courses along the common property line with said Building 22 survey, South 01 degrees 36 minutes 03 seconds West, 166.03 feet; thence South 36 degrees 15 minutes 02 seconds West, 682.41 feet to a point on the back of curb of an existing drive, said point being on a curve to the left, having a radius of 275.00 feet and a central angle of 19 degrees 48 minutes 04 seconds; thence the following courses along the existing back of curb and a common property line with said Building 22 survey, South 43 degrees 20 minutes 02 seconds East along the chord of said curve, 94.57 feet to the Point of Tangent; thence South 53 degrees 14 minutes 04 seconds East, 133.54 feet to the Point of Curve of curve to the right, having a radius of 229.01 feet and a central angle of 43 degrees 55 minutes 17 seconds; thence South 24 degrees 52 seconds 29 minutes East along the chord of said curve, 171.28 feet to the Point of Tangent; thence South 02 degrees 29 minutes 00 seconds East, 36.87 feet to Point of Curve to a curve to the left having a radius of 58.90 feet and central angle of 20 degrees 29 minutes 35 seconds; thence South 12 degrees 43 minutes 48 seconds East along the chord of said curve, 20.95 feet to the Point of Tangent; thence South 22 degrees 58 minutes 36 seconds East, 5.09 feet to the Point of Curve of a curve to the left having a radius of 68.08 feet and a central angle of 55 degrees 46 minutes 18 seconds; thence South 50 degrees 51 minutes 45 seconds East along the chord of said curve, 63.68 feet to a point on a curve to the left on the Northwesterly right of way of Inverness Center Parkway, said curve having a radius of 985.24 feet and a central angle of 28 degrees 50 minutes 14 seconds; thence the following courses along said right of way of Inverness Center Parkway, South 48 degrees 56 minutes 24 seconds West along the chord of said curve, 490.66 feet to the Point of Tangent; thence South 34 degrees 31 minutes 17 seconds West, 167.46 feet to the Point of Curve of a

curve to the right having a radius of 1184.57 feet and a central angle of 21 degrees 57 minutes 41 seconds; thence South 45 degrees 30 minutes 08 seconds West along the chord of said curve, 451.27 feet to the Point of Tangent; thence South 56 degrees 28 minutes 58 seconds West, 112.67 feet to the Point of Curve of a curve to the left having a radius of 1469.86 feet and a central angle of 01 degrees 54 minutes 49 seconds; thence South 55 degrees 31 minutes 34 seconds West along the chord of said curve, 49.09 feet to a point on said curve; thence leaving said right of way North 01 degrees 40 minutes 59 seconds East 427.65 feet to an existing 1 ¼ inch crimped iron; thence North 63 degrees 49 minutes 01 seconds West, 334.90 feet to an existing 1 ½ inch crimped iron; thence South 40 degrees 42 minutes 16 seconds West, 310.00 feet to an existing 1 1/2 inch crimped iron; thence North 63 degrees 46 minutes 33 seconds West, 639.96 feet to an existing 1 inch crimped iron on the Northwesterly line of herein described site; thence North 26 degrees 14 minutes 07 seconds East along said Northwesterly line of site, 820.12 feet to the Point of Beginning.

PARCEL II (BUILDING NO. 31)

A parcel of the Northwest quarter of the Southwest quarter of Section 36, Township 18 South, Range 2 West and a part of the Northeast quarter of the Southeast quarter of Section 35, Township 18 South, Range 2 West, being more particularly described as follows:

Commence at the Southwest corner of the Northwest quarter of the Southwest quarter of said Section 36, and run North 44 degrees 19 minutes 30 seconds West for 354.20 feet; thence North 34 degrees 17 minutes 30 seconds East for 638.56 feet; thence North 65 degrees 04 minutes 00 seconds East for 225.67 feet; thence South 22 degrees 14 minutes 00 seconds East for 82.08 feet to the point of beginning; thence continue along last described course 290.25 feet; thence South 14 degrees 42 minutes 21 seconds West for 60.11 feet to a point on the edge of Lake Heather (the following point meander along the edge of Lake Heather until otherwise stated); thence South 30 degrees 34 minutes 00 seconds West for 26.38 feet; thence South 01 degrees 36 minutes 24 seconds East for 39.30 feet; thence South 35 degrees 56 minutes 55 seconds East for 69.60 feet; thence South 45 degrees 25 minutes 00 seconds East for 46.40 feet; thence South 27 degrees 14 minutes 14 seconds East for 40.50 feet; thence South 29 degrees 45 minutes 25 seconds East for 34.11 feet; thence South 12 degrees 52 minutes 06 seconds East for 55.19 feet; thence South 15 degrees 00 minutes 56 seconds East for 33.65 feet; thence South 02 degrees 55 minutes 19 seconds West for 22.90 feet; thence South 21 degrees 15 minutes 49 seconds West for 24.91 feet; thence South 59 degrees 14 minutes 05 seconds West for 35.60 feet; thence South 35 degrees 04 minutes 09 seconds West for 21.02 feet; thence South 41 degrees 54 minutes 39 seconds West for 38.34 feet; thence South 54 degrees 43 minutes 51 seconds West for 46.14 feet; thence South 86 degrees 47 minutes 46 seconds West for 19.92 feet; thence North 78 degrees 23 minutes 14 seconds West for 10.84 feet; thence North 49 degrees 53 minutes 09 seconds West for 13.38 feet; thence North 36 degrees 15 minutes 28 seconds West for 33.67 feet; thence North 75 degrees 41 minutes 07 seconds West for 9.49 feet; thence South 86 degrees 59 minutes 33 seconds West for 21.92 feet; thence North 74 degrees 31 minutes 40 seconds West for 27.50 feet; thence North 66 degrees 59 minutes 58 seconds West for 31.89 feet; thence North 51 degrees 28 minutes 45 seconds West for 49.75 feet; thence North 46 degrees 29 minutes 16 seconds West for 26.67 feet; thence North 22 degrees 11 minutes 59 seconds West for 11.00 feet; thence North

59 degrees 22 minutes 36 seconds West for 16.54 feet; thence North 61 degrees 08 minutes 45 seconds West for 21.53 feet; (the following points are no longer the edge of Lake Heather); thence North 81 degrees 37 minutes 00 seconds West for 24.28 feet; thence North 81 degrees 57 minutes 30 seconds West for 107.44 feet; thence North 43 degrees 27 minutes 30 seconds West for 269.97 feet; thence North 34 degrees 29 minutes 00 seconds East for 150.86 feet; thence North 49 degrees 46 minutes 49 seconds East for 398.30 feet along the chord of curve to the right having a radius of 755.19 feet; a central angle of 30 degrees 35 minutes and an arc length of 403.11 feet; thence North 65 degrees 03 minutes 51 seconds East for 80.69 feet to the Point of Beginning.

The above described property is also known as Site -7, according to the map of Inverness Sites 6 & 7 as recorded in Map Book 26, Page 147, in the Probate Office of Shelby County, Alabama.

Parcel III (BUILDING NO. 104)

All that piece or parcel of land lying on the West side of Inverness Center Place within the Inverness Center Development in or near the City of Hoover as part of the Southwest quarter of Section 36, Township 18 South, Range 2 West, and more particularly described to-wit:

Commencing at an iron pin found on the Eastern side of Inverness Center Place, being the Southwestern corner of that property known as Inverness Center Site 24B as recorded in P.B 21, page 61, South 24 degrees 31 minutes 48 seconds East for 371.87 feet to an iron pin on the Western side of Inverness Center Place which is the Point of Beginning.

Thence leaving Inverness Center Place South 40 degrees 46 minutes 16 seconds West for 173.77 (passing iron pin found at 138.36 feet) to a point, in or near the edge of Lake Heather (a.k.a. Lake Inverness); thence following the edge of Lake Heather at contour 496.00 feet with the following traverse points and courses (labeled A-B on plat by F.V. Clinkscales, Jr., AL. PLS & PE) to wit: South 86 degrees 00 minutes 20 seconds West for 64.27 feet to a point on or near the 496 foot contour; thence South 47 degrees 49 minutes 49 seconds West for 40.95 feet to a point on or near the 496 foot contour; thence South 54 degrees 12 minutes 24 seconds West for 22.12 feet to a point on or near the 496 foot contour; thence South 76 degrees 47 minutes 06 seconds West for 31.68 feet to a point on or near the 496 foot contour; thence South 83 degrees 11 minutes 13 seconds West for 78.43 feet to a point on or near the 496 foot contour; thence South 86 degrees 41 minutes 36 seconds West for 75.25 feet to a point on or near the 496 foot contour; thence South 29 degrees 14 minutes 31 seconds West for 64.41 feet to a point on or near the 496 foot contour; thence South 85 degrees 45 minutes 49 seconds West for 14.46 feet to a point on or near the 496 foot contour; thence North 17 degrees 31 minutes 08 seconds East for 23.12 feet to a point on or near the 496 foot contour; thence North 08 degrees 31 minutes 15 seconds West for 9.54 feet to a point on or near the 496 foot contour; thence South 26 degrees 45 minutes 08 seconds West for 19.67 feet to a point on or near the 496 foot contour; thence South 38 degrees 40 minutes 34 seconds West for 30.80 feet to a point on or near the 496 foot contour; thence South 87 degrees 30 minutes 05 seconds West for 26.10 feet to a point on or near the 496 foot contour; thence South 57 degrees 04 minutes 15 seconds West for 51.82 feet to a point on or near the 496 foot contour; thence South 14 degrees 12 minutes 02 seconds West for 7.25 feet to a point on or near the 496 foot contour; thence South 87 degrees 01 minutes 24 seconds West for

9.00 feet to a point on or near the 496 foot contour; thence South 57 degrees 32 minutes 16 seconds West for 60.94 feet to a point on or near the 496 foot contour; thence North 88 degrees 13 minutes 37 seconds West for 59.24 feet to a point on or near the 496 foot contour; thence North 68 degrees 56 minutes 31 seconds West for 55.15 feet to a point on or near the 496 foot contour; thence North 30 degrees 58 minutes 70 seconds West for 20.87 feet to a point on or near the 496 foot contour; thence North 16 degrees 33 minutes 06 seconds West for 39.41 feet to a point on or near the 496 foot contour; thence North 03 degrees 40 minutes 00 seconds East for 28.26 feet to a point on or near the 496 foot contour; thence North 21 degrees 11 minutes 06 seconds East for 19.81 feet to a point on or near the 496 foot contour; thence North 44 degrees 53 minutes 30 seconds West for 5.31 feet to a point on or near the 496 foot contour; thence North 39 degrees 08 minutes 18 seconds East for 14.95 feet to a point on or near the 496 foot contour; thence South 83 degrees 56 minutes 54 seconds West for 11.83 feet to a point on or near the 496 foot contour; thence North 23 degrees 22 minutes 32 seconds West for 23.41 feet to a point on or near the 496 foot contour; thence North 03 degrees 43 minutes 45 seconds West for 29.70 feet to a point on or near the 496 foot contour; thence North 06 degrees 52 minutes 19 seconds East for 36.45 feet to a point on or near the 496 foot contour; thence North 21 degrees 38 minutes 23 seconds East for 54.71 feet to a point on or near the 496 foot contour; thence North 31 degrees 26 minutes 23 seconds East for 78.78 feet to a point on or near the 496 foot contour; thence North 40 degrees 29 minutes 18 seconds East for 25.16 feet to a point on or near the 496 foot contour; thence North 68 degrees 45 minutes 57 seconds East for 8.81 feet to a point on or near the 496 foot contour; thence North 22 degrees 16 minutes 41 seconds East for 19.60 feet to a point on or near the 496 foot contour; thence North 28 degrees 10 minutes 40 seconds East for 29.36 feet to a point on or near the 496 foot contour; thence North 26 degrees 40 minutes 30 seconds East for 10.94 feet to an iron pin set at the edge of the water; thence with the center of an unnamed creek for six (6) courses to wit: North 04 degrees 28 minutes 56 seconds East for 4.73 feet to a point; South 42 degrees 12 minutes 18 seconds East for 44.95 feet to a point; thence North 63 degrees 52 minutes 49 seconds East for 17.26 feet to a point; thence North 26 degrees 16 minutes 48 seconds East for 44.95 feet to a point; thence North 17 degrees 58 minutes 09 seconds West for 15.56 feet to a point thence North 39 degrees 01 minutes 57 seconds East for 112.82 feet to an iron pin found (passing over a headwall) on the Western side of Inverness Center Place; thence with Inverness Center Place for four (4) courses to wit: a curve to the left with a chord bearing of South 78 degrees 09 minutes 58 seconds East for 87.72 feet (R249.99 feet; L=88.18 feet) to an iron pin thence South 88 degrees 10 minutes 38 seconds East for 35.02 feet to a point; thence a curve to the right with a chord bearing of South 55 degrees 55 minutes 00 seconds East for 452.06 feet (R=422.03 feet; L=477.06 feet) to a point; thence South 23 degrees 31 minutes 53 seconds East for 47.74 feet to the Point of Beginning.

PARCEL NO. IV (BUILDING NO. 10)

Part of the West half of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama and being more particularly described as follows:

Commence at the point where the North line of the South half said quarter-quarter of the Southeast quarter of the Northwest quarter of Section 36, Township 18 South, Range 2 West intersects the Southwesterly right of way of U.S. Highway 280 and run North 88 degrees 24

minutes 25 seconds West along said North line of South half distance of 138.23 feet to the point of beginning of herein described parcel; thence run South 09 degrees 56 minutes 31 seconds East along the Southwesterly line of Inverness Office Center, Site 1 a distance of 370.81 feet to a point on a curve to the left on the Northwesterly right of way of Inverness Center Parkway, said curve having a radius of 639.00 feet and a central angle of 17 degrees 05 minutes 09 seconds; thence South 57 degrees 28 minutes 31 seconds West along the chord of said curve 189.85 feet to the Point of Tangent; thence continuing along said right of way the following courses, South 48 degrees 55 minutes 56 seconds West, 47.17 feet to the Point of Curve of curve to the right, having a radius of 431.50 feet and a central angle of 13 degrees 33 minutes 45 seconds; thence South 55 degrees 02 minutes 49 seconds West along the chord of said curve 101.90 feet to the Point of Tangent; thence South 62 degrees 29 minutes 42 seconds West, 137.56 feet to the Point of Curve of curve to the left, having a radius 1342.50 feet and a central angle of 11 degrees 11 minutes 18 seconds; thence South 56 degrees 54 minutes 02 seconds West along the chord of said curve 261.74 feet to the Point of Tangent; thence South 51 degrees 18 minutes 23 seconds West, 81.81 feet to the Point of Curve of curve to the right, having a radius of 1325.00 feet and a central angle of 2 degrees 03 minutes 06 seconds; thence South 52 degrees 19 minutes 56 seconds West along the chord of said curve 47.44 feet to a point on said curve and the centerline of common drive for Inverness Office Center Buildings 10 and 22; thence the following courses along said centerline of common drive, North 28 degrees 28 minutes 27 seconds West, 5.13 feet to a Point of Curve of curve to the right, having a radius of 213.00 feet and a central angle of 16 degrees 09 minutes 39 seconds; thence North 20 degrees 23 minutes 37 seconds West along the chord of said curve 59.88 feet to the Point of Tangent; thence North 12 degrees 18 minutes 47 seconds West, 71.95 feet to the Point of Curve of curve to the left, having a radius of 116.00 feet and a central angle of 67 degrees 11 minutes 32 seconds; thence North 45 degrees 54 minutes 33 seconds West along the chord of said curve 128.37 feet to a point on said curve; thence leaving said centerline of common drive, the following courses along the existing back of curb of an entrance drive to Building 10, North 10 degrees 51 minutes 55 seconds East, 35.08 feet to the Point of Curve of a curve to the right, having a radius of 321.55 feet and a central angle of 32 degrees 08 minutes 29 seconds; thence North 26 degrees 56 minutes 09 seconds East along the chord of said curve 178.02 feet to the Point of Tangent; thence North 43 degrees 00 minutes 24 seconds East, 8.85 feet; thence North 29 degrees 39 minutes 25 seconds West 28.26 feet; thence South 60 degrees 20 minutes 35 seconds West 29.00 feet leaving said back of curb; thence North 29 degrees 39 minutes 25 seconds West paralleling existing parking lots of Building 10 and 22, 388.34 feet; thence North 88 degrees 24 minutes 25 seconds West 55.92 feet; thence North 01 degrees 35 minutes 35 seconds East 25.00 feet; thence South 88 degrees 24 minutes 25 seconds East 5.00 feet; thence North 01 degrees 35 minutes 35 seconds East 75.50 feet to a point on said North line of the South half of the Southeast quarter of the Northwest quarter of Section 36, Township 18 South, Range 2 West; thence South 88 degrees 24 minutes 25 seconds East along said North line of South half, 156.00 feet to a point; thence South 46 degrees 22 minutes 05 seconds East, 40.73 feet; thence North 43 degrees 37 minutes 55 seconds East, 36.72 feet to a point on said North line of South half thence South 88 degrees 24 minutes 25 seconds East along said North line of South half, 765.04 feet to the Point of Beginning

PARCEL V (BUILDING NO. 22)

Part of the West half of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama

and being more particularly described as follows: Commence at a point where the North line of the South half of the Southeast quarter of the Northwest quarter of Section 36, Township 18 South, Range 2 West intersects the Southwesterly right of way of U. S. Highway 280 and run North 88 degrees 24 minutes 25 seconds West along same 1114.10 feet to the point of beginning of herein described parcel; thence South 01 degrees 35 minutes 35 seconds West, 75.50 feet; thence North 88 degrees 24 minutes 25 seconds West 5.00 feet; thence South 01 degrees 35 minutes 35 seconds West 25.00 feet; thence South 88 degrees 24 minutes 25 seconds East 55.92 feet; thence South 29 degrees 39 minutes 25 seconds East paralleling existing parking lots of Building 10 and 22, 388.34 feet; thence North 60 degrees 20 minutes 35 seconds East 29.00 feet to a point on the existing back of curb of drive into Building 10; thence the following courses along said back of curb, South 29 degrees 39 minutes 25 seconds East, 28.26 feet; thence South 43 degrees 00 minutes 24 seconds West 8.85 feet to the Point of Curve of curve to the left, having a radius of 321.55 feet and a central angle of 32 degrees 08 minutes 29 seconds; thence South 26 degrees 56 minutes 09 seconds West along the chord of said curve 178.02 feet to the Point of Tangent; thence South 10 degrees 51 minutes 55 seconds West 35.08 feet to a point on a curve to the right and on the centerline of common drive for Buildings 10 and 22, said curve having a radius of 116.00 and a central angle of 67 degrees 11 minutes 32 seconds; thence the following courses along said centerline of drive, South 45 degrees 54 minutes 33 seconds East along the chord of said curve 128.37 feet; thence South 12 degrees 18 minutes 47 seconds East 71.95 feet to the Point of Curve of curve to the left, having a radius of 213.00 feet and a central angle 16 degrees 09 minutes 39 seconds; thence South 20 degrees 23 minutes 37 seconds East along the chord of said curve 59.88 feet to the Point of Tangent; thence South 28 degrees 28 minutes 27 seconds East 5.13 feet to a point on a curve to the right on the Northerly right of way of Inverness Center Parkway, said curve having a radius of 1325.00 feet and a central angle of 11 degrees 50 minutes 45 seconds; thence South 59 degrees 16 minutes 51 seconds West along the chord of said curve 273.45 feet to the Point of Tangent; thence South 65 degrees 12 minutes 13 seconds West continuing along said right of way 234.70 feet to the Point of Curve of curve to the left, having a radius of 985.24 feet and a central angle of 1 degrees 49 minutes 24 seconds thence South 64 degrees 17 minutes 32 seconds West continuing along said right of way 31.35 feet to an intersection with a curve to the right being on the back of the Easterly curb of the entrance drive to Inverness Office Center, Site-4, (The 40's), said curve having a radius of 68.08 feet and a central angle of 55 degrees 56 minutes 13 seconds; thence the following courses along said Easterly back of curb of entrance drive; North 50 degrees 56 minutes 42 seconds West along the chord of said curve 63.86 feet to the Point of Tangent; thence North 22 degrees 58 minutes 36 seconds West 5.09 feet to the Point of Curve of curve to the right, having a radius of 58.90 feet and a central angle of 20 degrees 29 minutes 35 seconds; thence North 12 degrees 43 minutes 48 seconds West along the chord of said curve 20.95 feet to the Point of Tangent; thence North 02 degrees 29 minutes 00 seconds West 36.87 feet to the Point of Curve of curve to the left, having a radius of 229.01 feet and a central angle of 43 degrees 55 minutes 17 seconds; thence North 24 degrees 52 minutes 29 seconds West along the chord of said curve 171.28 feet to the Point of Tangent; thence North 53 degrees 14 minutes 04 seconds West 133.54 feet to the Point of Curve of curve to the right, having a radius of 275.00 feet and a central angle of 19 degrees 48 minutes 04 seconds; thence North 43 degrees 20 minutes 02 seconds West along the chord of said curve 94.57 feet to a point on said curve; thence North 36 degrees 15 minutes 02 seconds East leaving said back of curb and paralleling existing parking lots of Site-4 and Building 22, 682.41 feet; thence North 01 degrees 36 minutes 01 seconds East 166.08 feet to a


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point on said North line of the South half of the Southeast quarter of the Northwest quarter of Section 36; thence South 88 degrees 24 minutes 25 seconds East along said same 52.95 feet to the Point of Beginning.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Non-delinquent real property taxes, water and sewer charges and all assessments (governmental and private) and unpaid installments thereof which are not yet due and payable.
2. Any matter (including any lien, encumbrance or easement) voluntarily imposed or consented to in writing by Grantee prior to or as of the date hereof.
3. Laws and governmental regulations, including all building codes, zoning regulations and ordinances, that affect the use, operation and maintenance of the Property.
4. Such state of facts as may be shown on an accurate and current survey or by inspection of the Property.
5. Variations between locations of fences, retaining walls, guy poles, hedges, treelines and shrubs.
6. Rights of tenants, as tenants only, of the Property under the terms and conditions of all leases with Grantee hereby acknowledging that Grantee has examined such leases.
7. Easement(s) and Right(s) of Way from Metropolitan Life Insurance Company to Alabama Power Company as recorded in Real 50, page 544 (AS TO PARCEL I: BUILDINGS 40, 42 and 44).
8. Easement(s) and Right(s) of Way from 2154 Trading Corp. to Alabama Power Company as recorded in Deed Book 320, page 30; as amended by Real Book 14, page 420; Deed Book 320, page 22; as amended by Real Book 14, page 420; Deed Book 327, page 881 (AS TO PARCEL I: BUILDINGS 40, 42, and 44).
9. Easement to Alabama Power Company as recorded in Real Volume 365, page 812 as modified by Containment Letter recorded at 20051222000660460 and Real Volume 369, page 624 (AS TO PARCELS I, II, III, IV and V: BUILDINGS 40, 42, 44, 31, 104, 10 and 22).
10. Easement to BellSouth Telecommunications, Inc. as recorded under Instrument Number 1999-29883 (AS TO PARCELS I, II, III, IV and V: BUILDINGS 40, 42, 44, 31, 104, 10 AND 22).
11. Agreement to the City of Hoover for sanitary sewers and easements as recorded in Real Volume 365, page 876 (AS TO PARCELS I, II, III, IV and V: BUILDINGS 40, 42, 44, 31, 104, 10 and 22).
12. Easements to Alabama Power Company as recorded in Real Volume 34, page 620 (AS TO PARCEL I: BUILDING 104).

13. Easements to The Water Works Board of the City of Birmingham as recorded in Real Volume 11, page 651 (AS TO PARCEL I: BUILDINGS 40, 42, 44 and 31).
14. Terms and conditions of Declaration of Protective Covenants for Inverness Office Park, executed by Metropolitan Life Insurance Company, dated March 31, 2005, and recorded April 1, 2005 as Instrument No. 20050401000150480 as modified by instrument recorded at Instrument No. 20080717000288080 (AS TO PARCELS I, II, III, IV and V: BUILDINGS 40, 42, 44, 31, 104, 10 and 22).
15. That portion of the insured premises that lies within any right of way as shown on plat recorded May 17, 2005 at Map Book 35, Page 28-A (AS TO PARCELS I, II, III, IV and V: BUILDINGS 40, 42, 44, 31, 104, 10 and 22).
16. Easement(s) and Right(s) of Way from 2154 Trading Corp. to Alabama Power Company as recorded in Deed Book 320, page 30; as amended by Real Book 14, page 420; Deed Book 320, page 22; as amended by Real Book 14, page 420; Deed Book 327, page 881; Deed Book 326, page 141 (AS TO PARCEL I: BUILDINGS 40, 42 and 44).
17. 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 5, page 355; Volume 48, page 427; Volume 65, page 96 and Volume 64, page 267 (AS TO PARCEL II: BUILDING 31).
18. Easements to The Water Works Board of the City of Birmingham, as recorded in Real Volume 11, page 651 (AS TO PARCEL II: BUILDING 31).
19. Restrictions and conditions as recited in that certain agreement by and between The Barber Companies, Inc. and Metropolitan Life Insurance Company, as recorded under Instrument Number 20040607000305130 (AS TO PARCEL II: BUILDING 31).
20. Easement agreement as described under Instrument Number 2000-06722 (AS TO PARCEL II: BUILDING 31).
21. Sanitary sewer easement as described under Instrument Number 2000-06721 (AS TO PARCEL II: BUILDING 31).
22. Easements as shown on Shelby County Map 26, page 147 (AS TO PARCEL II: BUILDING 31).
23. Riparian and other rights created by the fact that subject property lies adjacent to or in bounded by Lake Heather (AS TO PARCELS II and III: BUILDINGS 31 and 104).
24. Easement(s) and Right(s) of Way from 2154 Trading Corp. to Alabama Power Company as recorded in Deed Book 327, page 881; Deed Book 331, page 850; as amended by Misc. Book 29, page 79 (AS TO PARCEL III: BUILDING 104).

25. Easement(a) and Right(s) of Way from 2154 Trading Corp. to Alabama Power Company as recorded in Deed Book 331, Page 850; as amended by Misc Book 29, Page 79 and Deed Book 342, Page 373 (AS TO PARCEL IV; BUILDING 10).
26. Easement(s) and Right(s) of Way from Metropolitan Life Insurance Company to Alabama Power Company as recorded in Real 50, page 544 and Real 34, page 626 (AS TO PARCEL V; BUILDING 22).