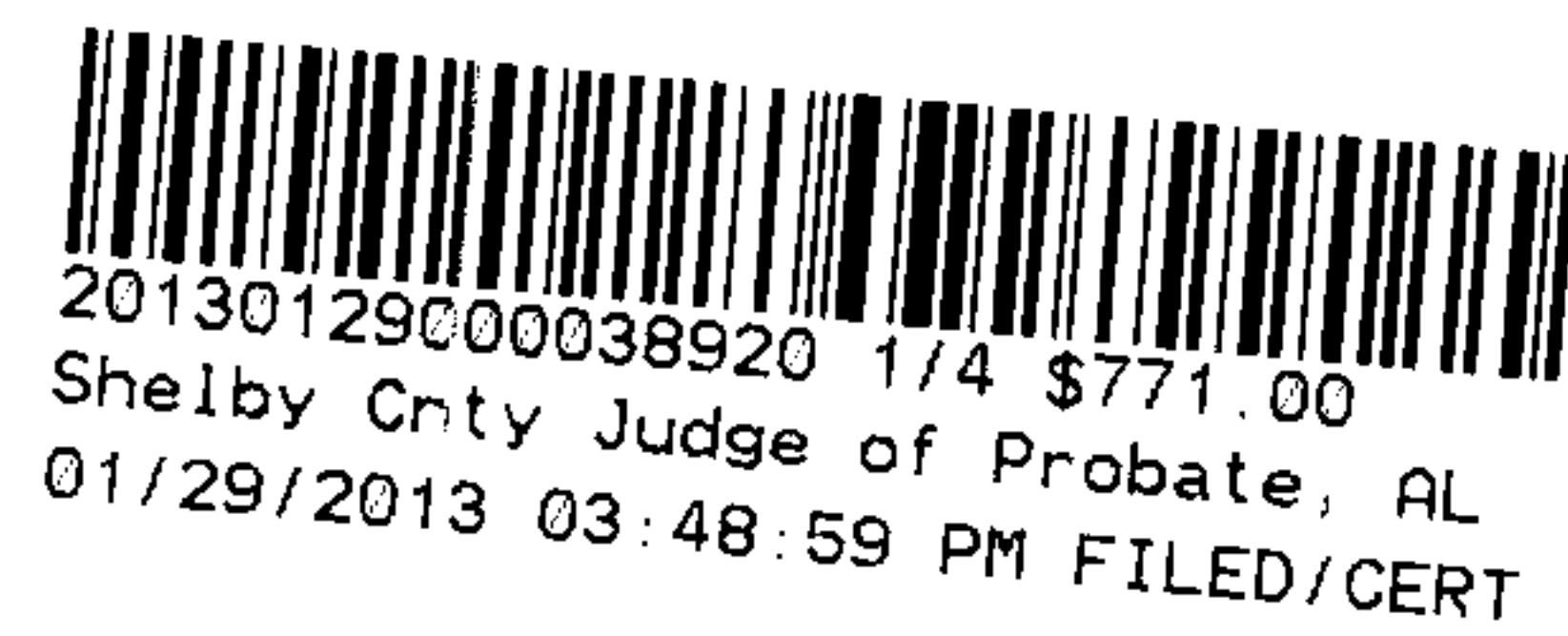


Send Tax Notice to:

AutoZone Development Corporation
123 South Front Street, Dept. 8700
Memphis, Tennessee 38103
Attn: Property Management



LIMITED WARRANTY DEED

THIS INDENTURE, made as of January 17, 2013, between HOME DEPOT U.S.A., INC., a Delaware corporation ("Grantor"), whose address is 2455 Paces Ferry Road, C-20, Atlanta, Georgia 30339, to AUTOZONE DEVELOPMENT CORPORATION, a Nevada corporation ("Grantee"), whose mailing address is 123 South Front Street, Dept. 8700 Memphis, Tennessee 38103, Attn: Property Management. (The words "Grantor" and "Grantee" include all genders, plural and singular, and their respective heirs, successors and assigns where the context requires or permits.)

WITNESSETH: That Grantor, for the sum of Ten and No/100 Dollars (\$10.00), and other good and valuable consideration, in hand paid at and before the sealing and delivery of these presents, the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, aliened, conveyed and confirmed and by these presents does grant, bargain, sell, alien, convey and confirm unto Grantee all that tract or parcel of land described on the attached Exhibit A situated in City of Hoover, Shelby County, Alabama (collectively, the "**Property**"), attached hereto and made a part hereof.

The Property is not the homestead of Grantor.

TO HAVE AND TO HOLD the said bargained premises, together with all and singular the rights, members and appurtenances thereof, to the same being, belonging or in any wise appertaining, to the only proper use, benefit and behoof of Grantee, forever, IN FEE SIMPLE.

This Deed and the warranty of title contained herein are made expressly subject to all taxes for 2013 and subsequent years, all easements, rights-of-way, covenants, conditions and restrictions of record, and all matters that would be disclosed by an accurate survey of the Property.

Grantor will warrant and forever defend the right and title to the above described Property unto Grantee against the lawful claims of all persons owning, holding or claiming by, through or under Grantor, but not otherwise.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Grantor has signed and sealed this Deed the day and year first above written.

GRANTOR:

HOME DEPOT U.S.A., INC., a Delaware corporation

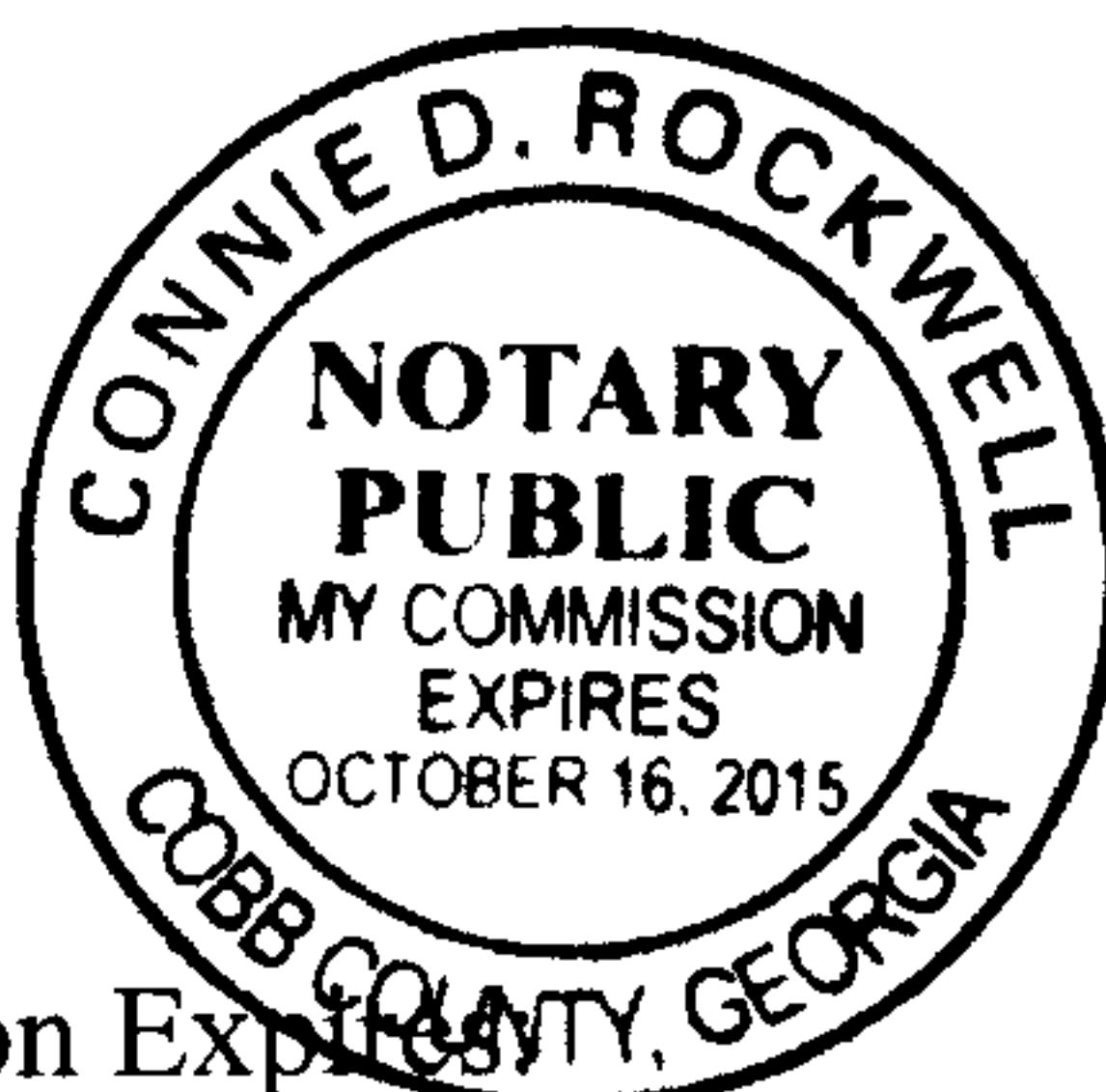
By: Jennifer M. Evans
Printed Name: Jennifer M. Evans
Title: Sr. Attorney



STATE OF GEORGIA)
) SS
COUNTY OF COBB)

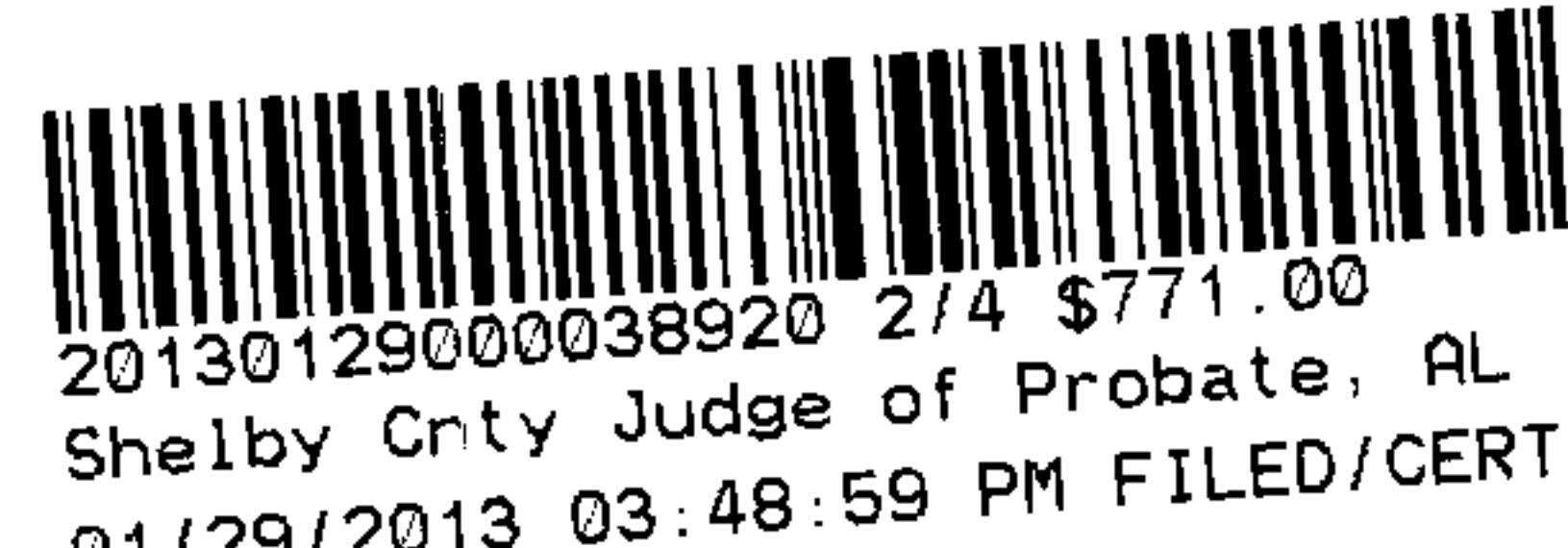
I, Connie D. Rockwell, a notary public in and for the County and State, do hereby certify that Jennifer M. Evans, the Sr. Attorney of HOME DEPOT U.S.A., INC., a Delaware corporation, whose name is signed to the foregoing instrument as representative of such corporation, and who is known to me, acknowledged before me on this date that after having been duly informed of the contents of the instrument, (s)he executed the same voluntarily and with full authority as the representative of the corporation.

Given under my hand this 16 day of January, 2013.



My Commission Expires October 16, 2015

Connie D. Rockwell
Printed Name: Connie D. Rockwell
Notary Public, Cobb County, Georgia



THIS INSTRUMENT WAS PREPARED BY:

Debra M. Thompson, Esq.
Kutak Rock LLP
303 Peachtree Street, NE, Suite 2750
Atlanta, Georgia 30303

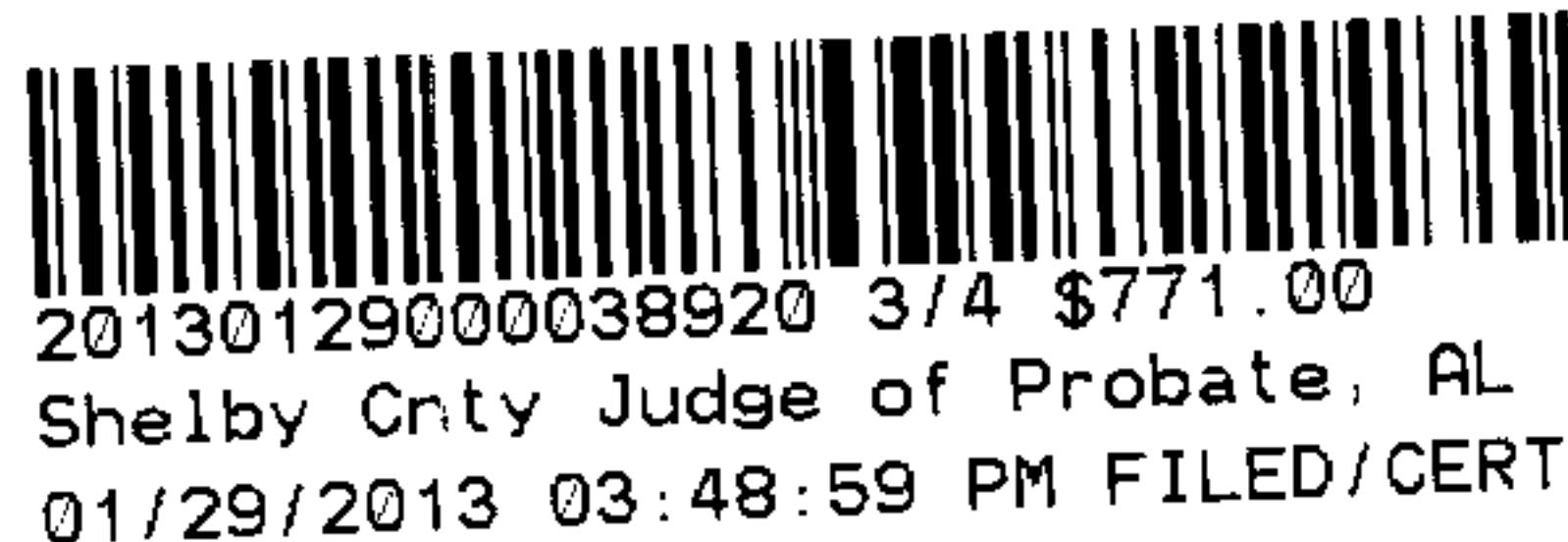
Shelby County, AL 01/29/2013
State of Alabama
Deed Tax: \$750.00

EXHIBIT A

LEGAL DESCRIPTION

A lot or parcel of land being located in the City of Hoover, Shelby County, Alabama, and being more particularly described as follows: Commence at an Iron Rod Set at the Southeast corner of Inverness Site 34 as per plat recorded in the Office of Judge of Probate in Map Book 34, Page 59, and said Iron Rod being on the Northerly Right-of-Way of U.S. Highway 280 (260'); thence along the Northerly Right-of-Way of U.S. Highway 280 (260') N61°23'09"W, a distance of 49.43' to an Iron Rod Set and the Point of Beginning of the Lot or Parcel described herein; thence continue along said Northerly Right-of Way of U.S. Highway 280 (260'), N61°23'09"W, a distance of 235.44' to an Iron Rod Set; thence leaving said Northerly Right-of-Way of U.S. Highway 280 (260'), N28°36'51"E, a distance of 35.41' to an iron Rod Set; thence N12°42'55"E, a distance of 30.61' to an Iron Rod Set; thence N01°35'09"E, a distance of 94.27' to an Iron Rod Set; thence S86°08'32"E, a distance of 105.11' to an Iron Rod Set; thence S01°53'08"W, a distance of 19.38' to an Iron Rod Set; thence S62°14'36"E, a distance of 30.62' to an Iron Rod Set; thence S88°01'17"E, a distance of 36.50' to an Iron Rod Set; thence S01°58'12"W, a distance of 17.63' to an Iron Rod Set; thence S62°14'36"E, a distance of 28.43' to an Iron Rod Set; thence S88°26'51"E, a distance of 18.24' to an Iron Rod Set; thence S01°36'06"W, a distance of 99.10' to an Iron Rod Set; thence S02°13'27"E, a distance of 22.83' to an Iron Rod Set; thence S00°21'09"W, a distance of 21.06' to an Iron Rod Set; thence S28°36'51"W, a distance of 58.89' to the Point of Beginning. Said parcel of land being located in the NE 1/4 of the SE 1/4 of Section 36, Township 18 South, Range 2 West, and containing 0.96 acres, more or less.

Said tract being depicted on Survey of Outparcel 34-B, a Replat of Inverness Site 34, as recorded in Map Book 43, page 59 for Autozone #4975, prepared by Barge Waggoner Sumner & Cannon, Inc., File No. 34966-12, Thomas G. Kelly, Jr., P.L.S., Alabama License No. 13197, dated January 4, 2013.



Real Estate Sales Validation Form

This Document must be filed in accordance with Code of Alabama 1975, Section 40-22-1

Grantor's Name _____
Mailing Address _____

Grantee's Name AutoZone Development Corp.
Mailing Address 123 S. Front St.
Memphis, TN 38103

Property Address _____

Date of Sale January 16, 2013
Total Purchase Price \$750,000.00
or
Actual Value \$
or
Assessor's Market Value \$

The purchase price or actual value claimed on this form can be verified in the following documentary evidence: (check one) (Recordation of documentary evidence is not required)

Bill of Sale
 Sales Contract
 Closing Statement

Appraisal
 Other

If the conveyance document presented for recordation contains all of the required information referenced above, the filing of this form is not required.

Instructions

Grantor's name and mailing address - provide the name of the person or persons conveying interest to property and their current mailing address.

Grantee's name and mailing address - provide the name of the person or persons to whom interest to property is being conveyed.

Property address - the physical address of the property being conveyed, if available.

Date of Sale - the date on which interest to the property was conveyed.

Total purchase price - the total amount paid for the purchase of the property, both real and personal, being conveyed by the instrument offered for record.

Actual value - if the property is not being sold, the true value of the property, both real and personal, being conveyed by the instrument offered for record. This may be evidenced by an appraisal conducted by a licensed appraiser or the assessor's current market value.

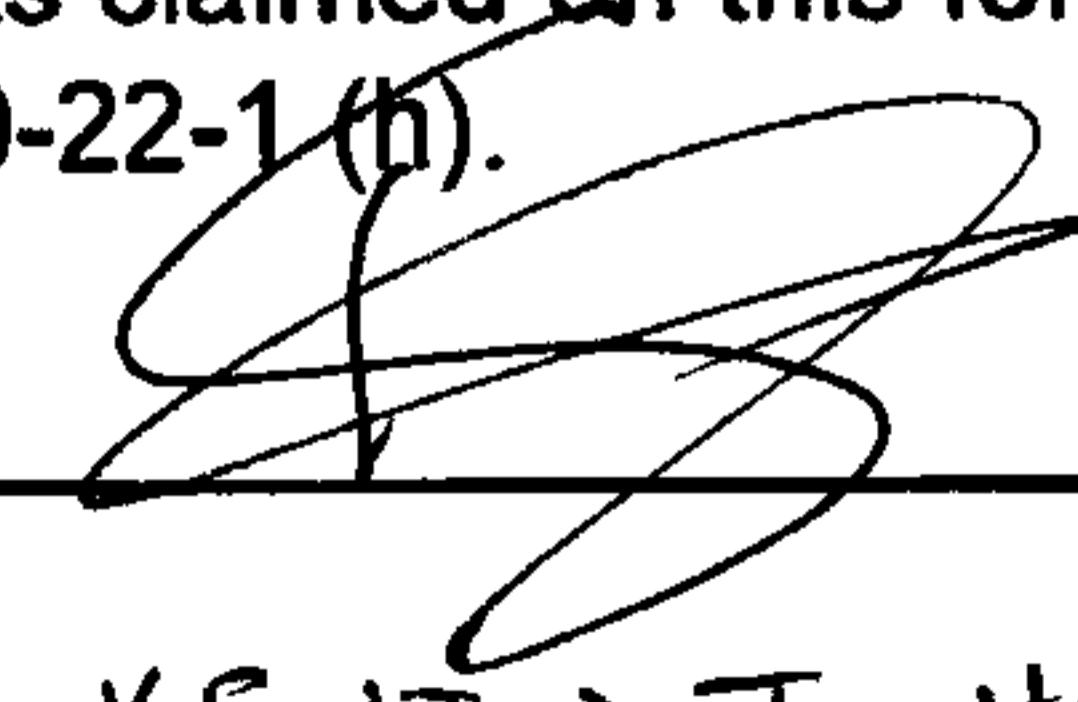
If no proof is provided and the value must be determined, the current estimate of fair market value, excluding current use valuation, of the property as determined by the local official charged with the responsibility of valuing property for property tax purposes will be used and the taxpayer will be penalized pursuant to Code of Alabama 1975 § 40-22-1 (h).

I attest, to the best of my knowledge and belief that the information contained in this document is true and accurate. I further understand that any false statements claimed on this form may result in the imposition of the penalty indicated in Code of Alabama 1975 § 40-22-1 (h).

Date 1/16/2013

Print _____

Sign _____


KEVIN J. HAVENS

(verified by)

(Grantor/Grantee/Owner/Agent) circle one

Form RT-1



20130129000038920 4/4 \$771.00
Shelby Cnty Judge of Probate, AL
01/29/2013 03:48:59 PM FILED/CERT