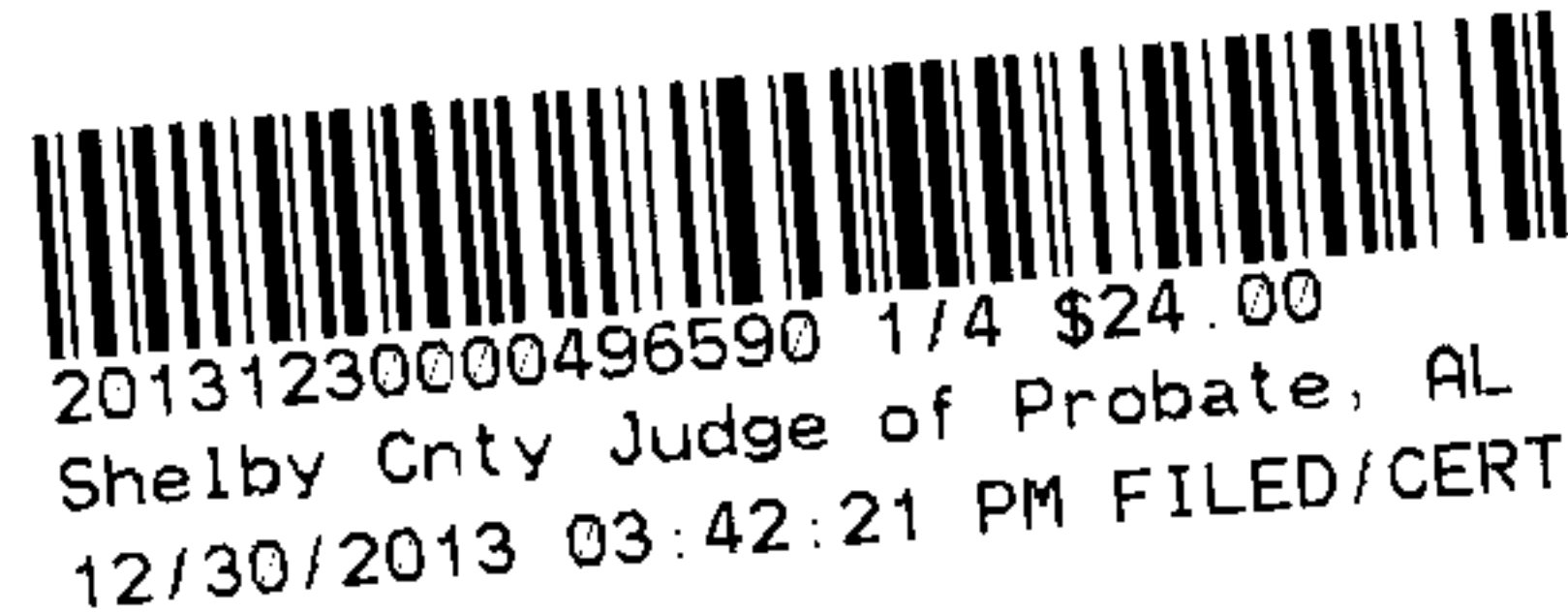


This instrument prepared by:

Stephen M. Lyons, III, Esq.
 Reed Smith LLP
 2500 One Liberty Place
 1650 Market Street, Suite 2500
 Philadelphia, PA 19103



STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS: That for and in consideration of the sum of \$10.00, and other good and valuable consideration in hand paid to the undersigned, SPIRIT SPE PORTFOLIO 2012-5, LLC, a Delaware limited liability company, ("**Grantor**"), whose address is c/o Spirit Realty Capital, 16767 N. Perimeter Drive, Suite 210, Scottsdale, AZ 85260, Attention: Closing, by SPIRIT MASTER FUNDING VII, LLC, a Delaware limited liability company ("**Grantee**"), whose address is c/o Spirit Realty Capital, 16767 N. Perimeter Drive, Suite 210, Scottsdale, AZ 85260, Attention: Closing, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant, bargain, sell and convey unto Grantee, its successors and assigns, all of that certain real property situated in Shelby County, Alabama, described on **Exhibit A** hereto, together with (a) any and all improvements on such real property; (b) all fixtures affixed to such real property or any improvements thereon; (c) all mineral, oil and gas rights, water rights, sewer rights and other utility rights allocated to such real property; (d) all leases and rental agreements relating to the real property (and improvements thereon) or any portion thereof; and (e) all appurtenances, easements, licenses, privileges and other property interests belonging or appurtenant to such real property (the real property described on Exhibit A, and all of the foregoing items in clauses (a) through (e) above, now or hereafter existing, are referred to collectively as the "**Property**"), subject to current taxes and assessments, reservations in patents, all easements, rights-of-way, encumbrances, liens, covenants, conditions, restrictions, obligations, liabilities and other matters as may appear of record, and all matters which an accurate survey of the Property or a physical inspection of the Property would disclose.

For purposes of ad valorem tax approval only, the mailing address of the Property is 1 Limestone Parkway Calera AL 35040. The mailing address of the Grantee is c/o Spirit Realty Capital, 16767 N. Perimeter Drive, Suite 210, Scottsdale, AZ 85260, Attention: Closing.

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

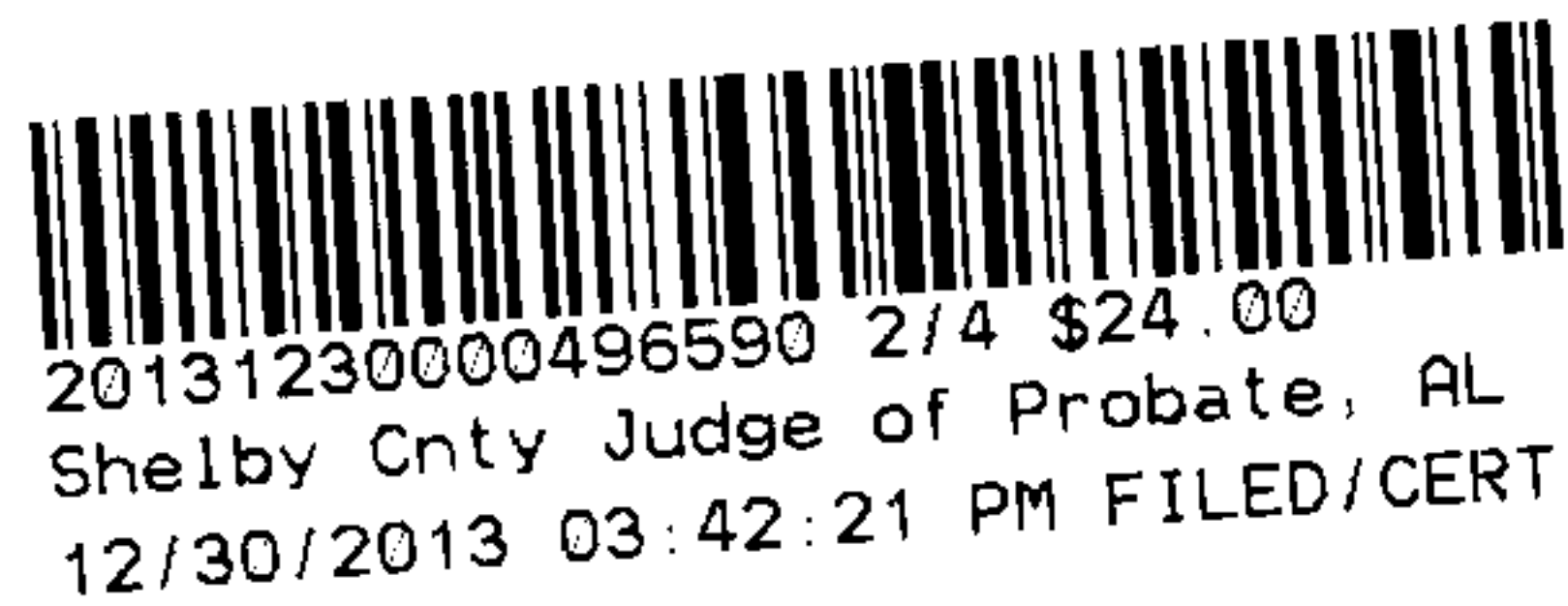
IN WITNESS WHEREOF, the Grantor has caused this conveyance to be executed as of the 11 day of December, 2013.

GRANTOR:

SPIRIT SPE PORTFOLIO 2012-5, LLC, a Delaware limited liability company

By: Spirit SPE Manager, LLC, a Delaware limited liability company, its manager

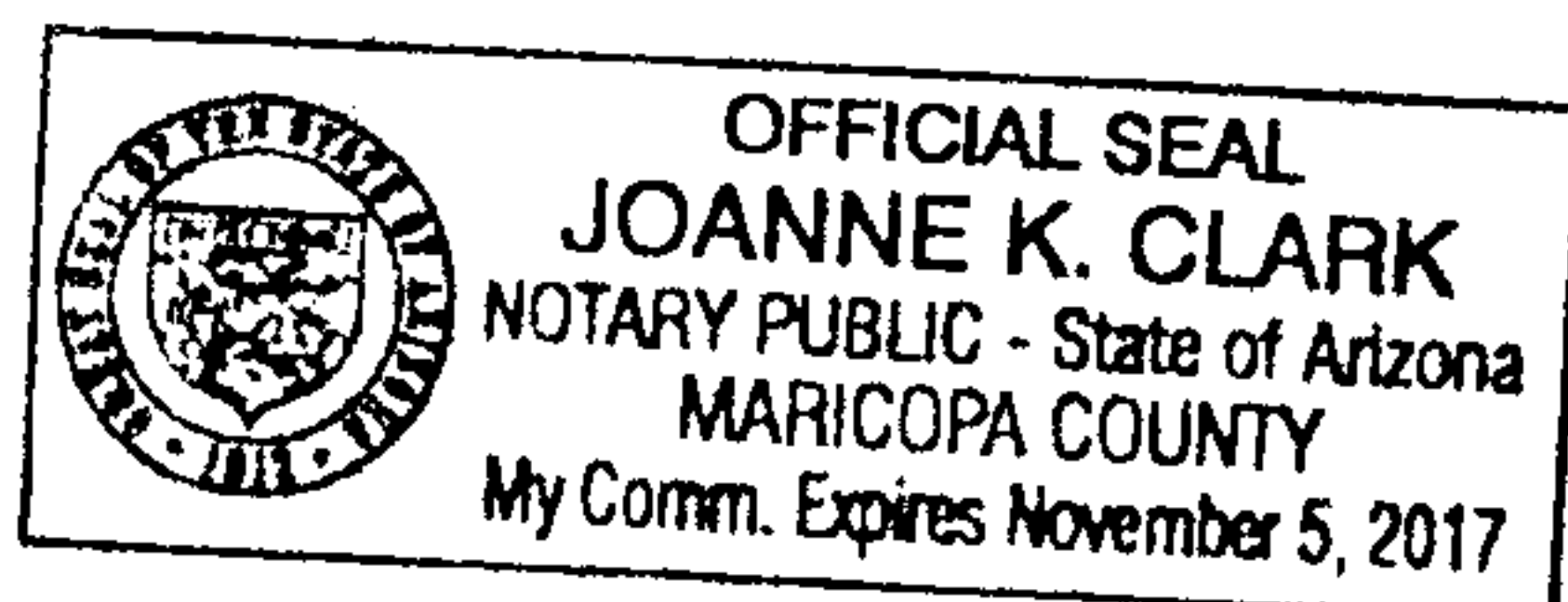
By: 
Mark Manheimer, Senior Vice President



STATE OF ARIZONA)
) SS
COUNTY OF MARICOPA)

I, the undersigned, hereby certify that Mark Manheimer, whose name as Senior Vice President of Spirit SPE Manager, LLC, a Delaware limited liability company and manager of Spirit SPE Portfolio 2012-5, LLC, a Delaware 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 the instrument, he, as such officer of Spirit SPE Manager, LLC, and with full authority, executed the same voluntarily for and as the act of said limited liability company, acting in its capacity as manager of Spirit SPE Portfolio 2012-5, LLC, as of the date hereof.

Given under my hand this 11 day of December, 2013.




Printed Name: Joanne K. Clark
Notary Public, Maricopa County, Arizona

My Commission Expires: 11/5/17

Return to: Brandon Grajewski
First American Title Insurance Co.
2425 E. Camelback Rd., Ste 300
Phoenix, AZ 85016
U3528U AL18


Exhibit A
Legal Description

CALERA - 1 Limestone Parkway, Calera, AL

Lot 1A, according to the Cornerstone Resurvey of Lot 1, Cornerstone, as recorded in Map Book 39, Page 147, in the Probate Office of Shelby County, Alabama. Situated in Shelby County, Alabama. Said lot being more particularly described as follows: A tract of land lying on the North side of Limestone Parkway (120 foot right of way), being situated in the Southeast $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of Section 4, Township 22 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Commence at the Northeast corner of Lot #2 of Wadsworth Subdivision (a commercial subdivision) as recorded in Map Book 28, Page 2, in the Office of the Judge of Probate, Shelby County, Alabama; thence run in a Southerly direction along said lot line for a distance of 111.02 feet to the point of beginning; thence turn a deflection angle to the left of 90 degrees 12 minutes 20 seconds and run in an Easterly direction for a distance of 212.78 feet to the West side of a 60 foot right of way; thence turn a deflection angle to the right of 89 degrees 30 minutes 14 seconds and run in a Southerly direction along said right of way for a distance of 149.57 feet to a point on a curve to the right having a radius of 50.00 foot with a delta angle of 90 degrees 29 minutes 46 seconds; thence run along said curve for a distance of 78.97 feet to the North side of said Limestone Parkway right of way (120 foot right of way); thence leaving said unnamed 60 foot right of way run along said Limestone Parkway right of way in a Westerly direction tangent to said curve for a distance of 164.80 feet; thence leaving said right of way, turn a deflection angle to the right of 90 degrees 12 minutes 20 seconds and run in a Northerly direction for a distance of 200.00 feet to the point of beginning.

Less and Except: The West 55 feet of Lot 1A, according to the Cornerstone Resurvey of Lot 1, Cornerstone, as recorded in Map Book 39, Page 147, in the Probate Office of Shelby County, Alabama, said property being more particularly described as follows: A tract of land lying on the North side of Limestone Parkway (120 foot right of way), being situated in the Southeast $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of Section 4, Township 22 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Begin at the Northwest corner of Lot 1A of Cornerstone Resurvey, as recorded in Map Book 39, Page 147, in the Office of the Judge of Probate, Shelby County, Alabama; thence run in an Easterly direction along said lot line for a distance of 55.00 feet; thence turn a deflection angle to the right of 90 degrees 12 minutes 20 seconds and run in a Southerly direction for a distance of 200.00 feet to a point on the North right of way line of Limestone Parkway; thence turn a deflection angle to the right of 89 degrees 47 minutes 40 seconds and run in a Westerly direction along said North right of way line for a distance of 55.00 feet; thence leaving said North right of way line, turn a deflection angle to the right of 90 degrees 12 minutes 20 seconds and run in a Northerly direction for a distance of 200.00 feet to the point of beginning.

Parcel ID: 28-2-04-0-001-010.011


20131230000496590 3/4 \$24.00
Shelby Cnty Judge of Probate, AL
12/30/2013 03:42:21 PM FILED/CERT

P0002453

Real Estate Sales Validation Form

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

Grantor's Name Spirit SPE Portfolio 2012-5, LLC
Mailing Address c/o Spirit Realty Capital, Attn: Closing
16767 N. Perimeter Drive, Suite 210
Scottsdale, AZ 85260

Grantee's Name Spirit Master Funding VII, LLC
Mailing Address c/o Spirit Realty Capital, Attn: Closing
16767 N. Perimeter Drive, Suite 210
Scottsdale, AZ 85260

Property Address 1 Limestone Parkway
Calera, AL 35040
Shelby County

Date of Sale December 23, 2013
Total Purchase Price \$

or
Actual Value \$ 1,600,000.00

or
Assessor's Market Value \$



20131230000496590 4/4 \$24.00
Shelby Cnty Judge of Probate, AL
12/30/2013 03:42:21 PM FILED/CERT

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 12/11/13

Print Spirit Master Funding VII, LLC, By: Spirit SPE Manager, LLC, manager

☒ Unattested

[Signature]
(verified by)

Sign By [Signature], Theresa Esparza
(Grantor/Grantee/Owner/Agent) circle one