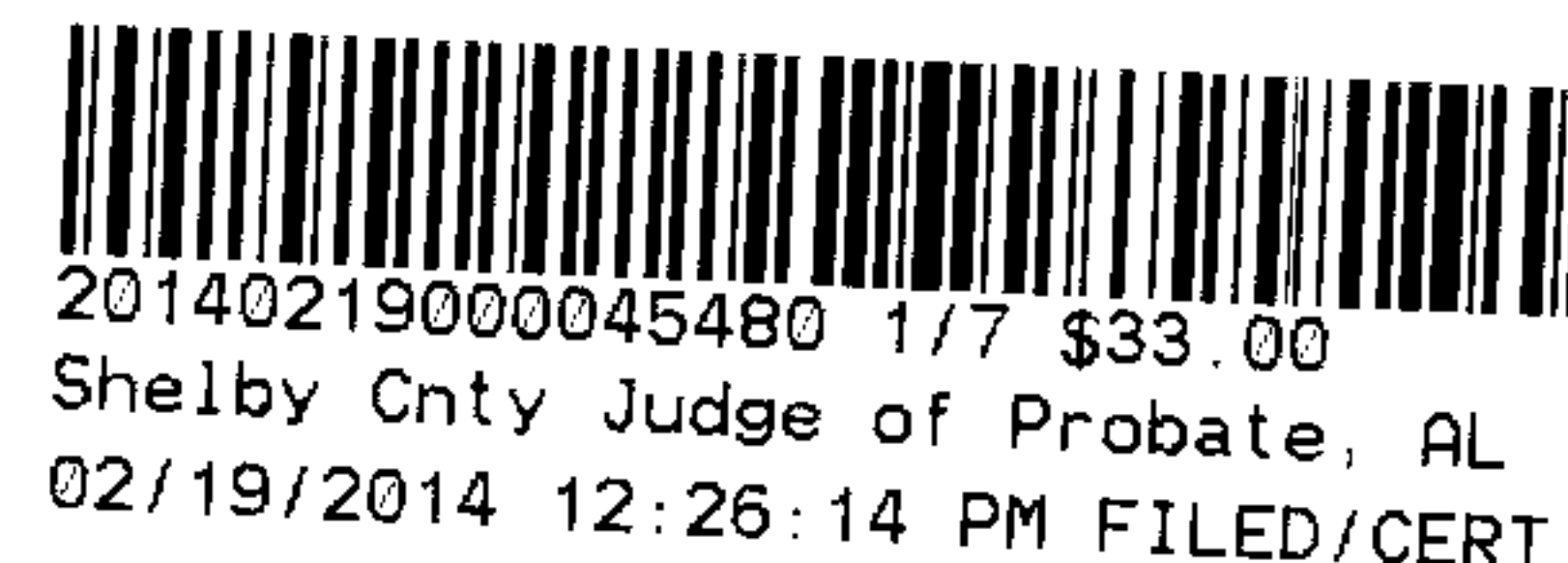


\$1,507,620

SEND TAX NOTICES TO:

Pelham CCS Development, LLC
1310 Alford Avenue, Suite 202
Birmingham, Alabama 35226

STATUTORY WARRANTY DEED



STATE OF ALABAMA
COUNTY OF SHELBY

KNOW ALL MEN BY THESE PRESENTS, that in consideration of the sum of TEN DOLLARS (\$10.00) to the undersigned grantors, in hand paid by the grantee herein, the receipt of which is hereby acknowledged, **ROM CCS DEVELOPMENT, LLC (formerly known as COVENANT CLASSICAL SCHOOLS, LLC)** (herein referred to as "Grantor"), hereby grants, bargains, sells, and conveys unto **PELHAM CCS DEVELOPMENT, LLC** (herein referred to as "Grantees"), the real estate situated in Shelby County, Alabama, and described on Exhibit "A" attached hereto.

[A portion of the purchase price recited above was paid from a mortgage loan closed simultaneously herewith.]

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

AND THE GRANTOR will warrant and forever defend the right and title to the above described property unto the Grantee against the claims of Grantor and all others claiming by or under Grantor.

IN WITNESS WHEREOF, the Grantor has signed and sealed this Deed on the 10th day of February, 2014.

ROM CCS DEVELOPMENT, LLC (formerly known as COVENANT CLASSICAL SCHOOLS, LLC)

BY: _____

Name: Richard Norris Vest, Jr.

Title: Manager

BY: _____

Name: Jesse McGee Morson

Title: Manager

STATE OF ALABAMA
JEFFERSON COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Richard Norris Vest, Jr. and Jesse McGee Morson whose names as Managers of ROM CCS DEVELOPMENT, LLC (formerly known as COVENANT CLASSICAL SCHOOLS, LLC), are signed to the foregoing instrument and who are known to me, acknowledged before me on this day that, being informed of the contents of said instrument, they, as such Managers, and with full authority, executed the same voluntarily, as an act of said company, acting in its capacity as aforesaid.

Given under my hand and official seal, this the 10th day of February, 2014.

Wendy Hardegree
NOTARY PUBLIC
My Commission Expires: 7/2/14

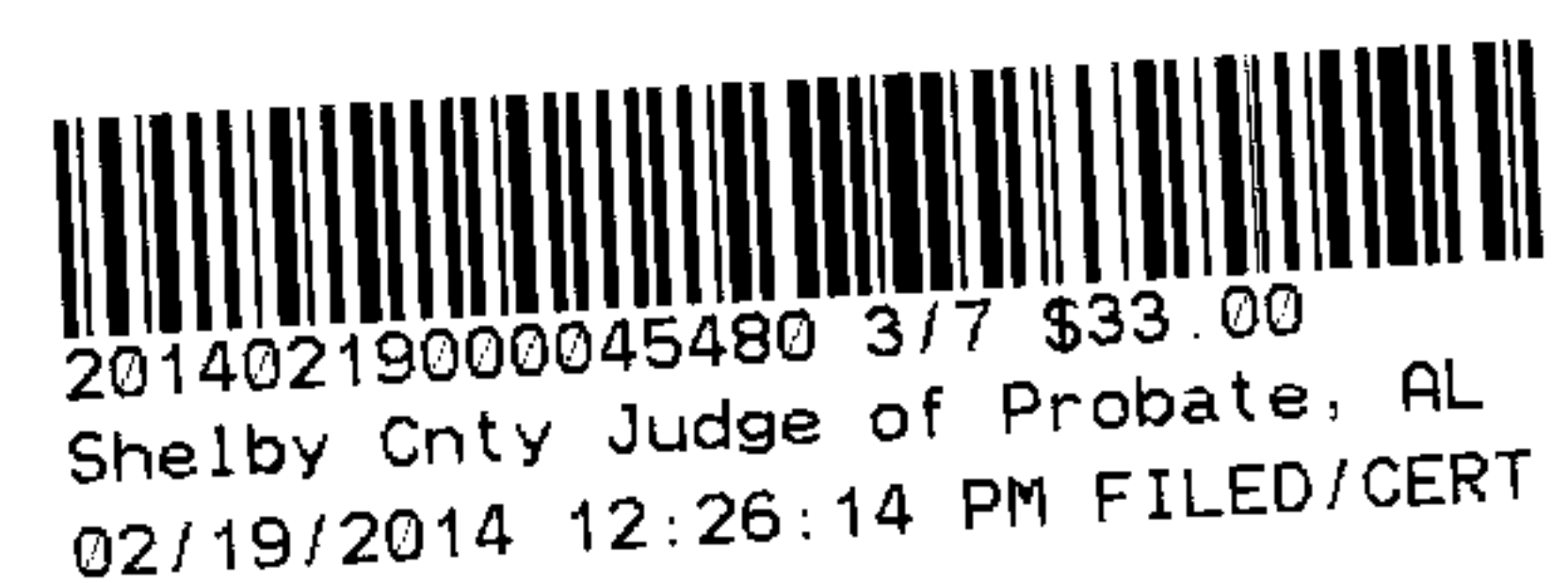
THIS INSTRUMENT PREPARED BY AND AFTER
RECORDATION SHOULD BE RETURNED TO:

Wendy Hardegree Davis
Engel, Hairston, & Johanson P.C.
P.O. Box 11405
Birmingham, AL 35202
(205) 328-4600
D-7566

EXHIBIT "A"

Begin at the Southwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 19, Township 20 South, Range 2 West, Shelby County, Alabama; thence run South 89 degrees 58' 11" East along the South line of said 1/4-1/4 section for 585.25 feet to a point on the Westerly right of way line of Huntley Parkway and a non tangent curve to the right, of which the radius point lies South 82 degrees 29' 49" East, a radial distance of 780.00 feet; thence run Northerly along the arc and said road right of way, through a central angle of 06 degrees 42' 53" a distance of 91.41 feet to a reverse curve to the left having a radius of 720.00 feet and a central angle of 10 degrees 30' 30"; thence run Northerly along the arc and said road right of way, a distance of 132.05 feet; thence run North 89 degrees 58' 11" West for 626.29 feet; thence run South 00 degrees 51' 26" East for 220.03 feet to the point of beginning.

SUBJECT TO: i) taxes and assessments for the year 2014, a lien but not yet payable; ii) Subject to all matters as set forth as shown on the plat as recorded in Plat Book 39, Page 69, Plat Book 40, Page 87 and Plat Book 42, Page 86 of the Probate Records of Shelby County, Alabama; iii) Declaration of Real Property Restrictions, Covenants, and Agreements among Grantors and Grantee dated of even date herewith (02/08/2006) and recorded simultaneously herewith (Deed to SAC, LLC. recorded in 20060209000068230); iv) Matters of Survey shown on survey of South Central Surveying LLC dated 01/24/2014 including but not limited to location of rip-rap ditch crossing property line on north; v) Easement recorded in Official Records Document No 20120412000126670, Document No 20040610000314500 and Document No 20040610000314520 of the Probate Records of Shelby County, Alabama; vi) Right of Way recorded in Official Records Book 126, Page 299, Book 126, Page 301 and Book 300, Page 708 of the Probate Records of Shelby County, Alabama; vii) Easement recorded in Official Records Book 1999, Page 18784, Book 1999, Page 18785, Book 1999, Page 18781, Book 1999, Page 18782, Book 1999, Page 12465 and Book 1999, Page 12466 of the Probate Records of Shelby County, Alabama; viii) Articles of Incorporation of Covenant Classical Schools, LLC recorded in Official Records Book 1999, Page 41025, and amended in Document No 2013115000450240 of the Probate Records of Shelby County, Alabama; and ix) coal, oil, gas and mineral and mining rights which are not owned by Mortgagor.



Schedule "1"

STATE OF ALABAMA)
JEFFERSON COUNTY)

20131114001232940 1/2
Bk: LR201319 Pg:20897
Jefferson County, Alabama
I certify this instrument filed on:
11/14/2013 12:48:40 PM PAMEND
Judge of Probate- Alan L. King

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF COVENANT CLASSICAL SCHOOLS, LLC

Pursuant to the provisions of §10A-5-2.03 of the Code of Alabama, (1975), the undersigned limited liability company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of the company is COVENANT CLASSICAL SCHOOLS, LLC (the "Company").

2. The date of filing the Certificate of Formation was September 7, 1999.

3. Alabama Entity ID: 666-083.

4. The following amendment was adopted in the manner prescribed in the Alabama Limited Liability Company Law on 11-13-, 2013:

ARTICLE ONE of the Articles of Organization is hereby deleted and the following new ARTICLE ONE is substituted in lieu thereof:

ARTICLE I: The name of the limited liability company is ROM CCS DEVELOPMENT, LLC (the "Company").

5. The undersigned authorized signature certifies that the amendment or amendments have been approved in the manner required by Title 10A of the *Code of Alabama of 1975* and the governing documents of this entity.

DATED this 14th day of November, 2013.

COVENANT CLASSICAL SCHOOLS, LLC

By: 

John LaBreche, its Manager

This instrument was prepared by:
J. Birch Bowdre, Esq.
Wallace, Jordan, Ratliff & Brandt, LLC
800 Shades Creek Parkway, Suite 400
Birmingham, Alabama 35209

20140219000045480 4/7 \$33.00
Shelby Cnty Judge of Probate, AL
02/19/2014 12:26:14 PM FILED/CERT

Jim Bennett
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Jim Bennett, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

ROM CCS Development, LLC

This name reservation is for the exclusive use of John LaBreche, 1310 Alford Ave
Ste 202, Birmingham, AL 35226 for a period of one year beginning October 31,
2013 and expiring October 31, 2014

20131114001232940 2/2
Bk: LR201319 Pg:20897
Jefferson County, Alabama
11/14/2013 12:48:40 PM PAMEND
Fee - \$38.00

Total of Fees and Taxes-\$38.00
NICOLE



RES640741

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

October 31, 2013

Date

Jim Bennett

Secretary of State

20140219000045480 5/7 \$33.00
Shelby Cnty Judge of Probate, AL
02/19/2014 12:26:14 PM FILED/CERT

REAL ESTATE SALES VALIDATION FORM

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

Grantor's Name: ROM CCS Development, LLC
Mailing Address: 1310 Alford Avenue, Ste 202
Birmingham, AL 35226

Grantee's Name: Pelham CCS Development, LLC
Mailing Address: 1310 Alford Avenue, Ste 202
Birmingham, AL 35226

Property Address: 450 Huntley Parkway
Pelham, AL 35124

Date of Sale: February 10, 2014
Total Purchase Price: _____
Or
Actual Value: _____
Or
Assessor's Market Value: \$ 1,567,620.00

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
X Other: Tax Assessor's Value


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).

[SIGNATURES AND ACKNOWLEDGMENTS CONTAINED ON FOLLOWING PAGE(S).]


20140219000045480 6/7 \$33.00
Shelby Cnty Judge of Probate, AL
02/19/2014 12:26:14 PM FILED/CERT

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 § 40-22-1(h).

Date: _____

Unattested	(verified by)
------------	---------------

ROM CCS DEVELOPMENT, LLC

(Grantor)

BY: _____

Name: Richard Norris Vest, Jr.

Title: Manager

BY: _____

Name: Jesse McGee Morson

Title: Manager

PELHAM CCS DEVELOPMENT, LLC

(Purchaser)

BY **ROM CCS DEVELOPMENT, LLC**

(Sole Member)

BY _____

Name: Richard Norris Vest, Jr.

Title: Manager

BY: _____

Name: Jesse McGee Morson

Title: Manager

STATE OF ALABAMA

JEFFERSON COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Richard Norris Vest, Jr. and Jesse McGee Morson whose names as Managers of ROM CCS DEVELOPMENT, LLC, are signed to the foregoing instrument and who are known to me, acknowledged before me on this day that, being informed of the contents of said instrument, they, as such Managers, and with full authority, executed the same voluntarily, as an act of said company, acting in its capacity as aforesaid.

Given under my hand and official seal, this 10 day of February, 2014.

Wendy Nicole Hardegue
NOTARY PUBLIC
My Commission expires: 7/2/14

STATE OF ALABAMA

COUNTY OF JEFFERSON

I, the undersigned, a Notary Public, in and for said County, in said State, hereby certify that Richard Norris Vest, Jr. and Jesse McGee Morson, whose names as Managers of ROM CCS DEVELOPMENT, LLC, as Sole Member of PELHAM CCS DEVELOPMENT, LLC, a 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 said instrument, he as such Managers and with full authority executed the same voluntarily, as an act of said company, acting in their capacity as aforesaid, and with full authority as an act of said company acting in its capacity as aforesaid.

Given under my hand and official seal, this 10 day of July, 2014.

Wendy Nicole Hardegue
NOTARY PUBLIC
My Commission expires: 7/2/14

