

STATE OF ALABAMA     )  
SHELBY COUNTY         )

Send tax notices to:  
Pelham Industrial Enterprises, L.L.C.  
505 20<sup>th</sup> Street North, Suite 700  
Birmingham, AL 35203  
Attn: Asset Manager

**STATUTORY WARRANTY DEED**

WHEREAS, the **INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF PELHAM** (the "IDB"), as lessor, leased the property (as defined below) to **PELHAM INDUSTRIAL ENTERPRISES, L.L.C.**, an Alabama limited liability company ("Grantee"), as lessee, pursuant to that certain Amended Lease Agreement recorded as Instrument Number 1994-16976 in the Office of the Judge of Probate of Shelby County, Alabama (the "Lease"). Pursuant to Resolution 2014-06-04-01 adopted by the **CITY OF PELHAM, ALABAMA** (the "Grantor") recorded as Instrument Number 20140609000172970, a copy of which is attached hereto as Exhibit C, the Grantor dissolved the IDB and succeeded in title to all of the assets of the IDB. Grantee has exercised its option to purchase the Property pursuant to the Lease and the Grantor, in order to effectuate the intent of the Lease and purchase option thereunder, has agreed to convey to Grantee the Property pursuant to this Statutory Warranty Deed, as authorized and approved by Ordinance No. 460, adopted by the City as of March 16, 2015, a copy of which is attached hereto as Exhibit D.

**KNOW ALL MEN BY THESE PRESENTS**, that for and in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration in hand paid to the Grantor, as successor in interest to the IDB, in hand paid by Grantee, the receipt of which is acknowledged, Grantor does hereby GRANT, BARGAIN, SELL AND CONVEY unto Grantee, its successors and assigns, that certain real property situated in Shelby County, Alabama, which is described on Exhibit A attached hereto and made a part hereof (the "Property").

It is expressly understood and agreed that this Statutory Warranty Deed is made subject to the matters described on Exhibit B attached hereto and made a part hereof (the "Exceptions").

**TO HAVE AND TO HOLD** the Property unto Grantee, its successors and assigns, together with all and singular the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining and unto its successors and assigns forever.


Grantor hereby covenants and agrees with Grantee, and its successors and assigns, that Grantor, and its successors and assigns, will warrant and defend the Property against the lawful claims (unless otherwise noted above) of all persons claiming by, through, or under Grantor, but not further or otherwise.

Pursuant to the provisions of Ala. Code § 40-22-1 (1975), the following information is offered in lieu of submitting Form RT-1:

Grantor's Name and Mailing Address:	Grantee's Name and Mailing Address:
City of Pelham	Pelham Industrial Enterprises, L.L.C.
3162 Pelham Parkway	505 20 <sup>th</sup> Street North, Suite 700
Pelham, AL 35124	Birmingham, AL 35203
	Attn: Asset Manager

Property Address:	
Date of Sale:	
Total Purchase Price:	\$100.00
The Purchase Price can be verified in:	<input checked="" type="checkbox"/> Closing Statement <input type="checkbox"/> Sales Contract <input type="checkbox"/> Appraisal <input type="checkbox"/> Bill of Sale <input type="checkbox"/> Property Tax Bill or Assessment <input type="checkbox"/>

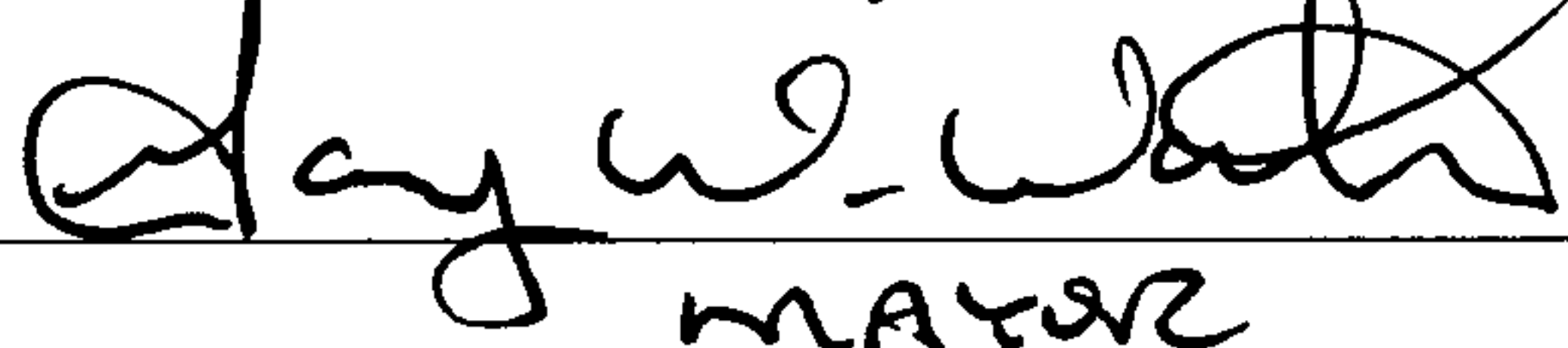
*[Signature(s) on following page(s)]*

  
 20150318000084100 2/11 \$45.00  
 Shelby Cnty Judge of Probate, AL  
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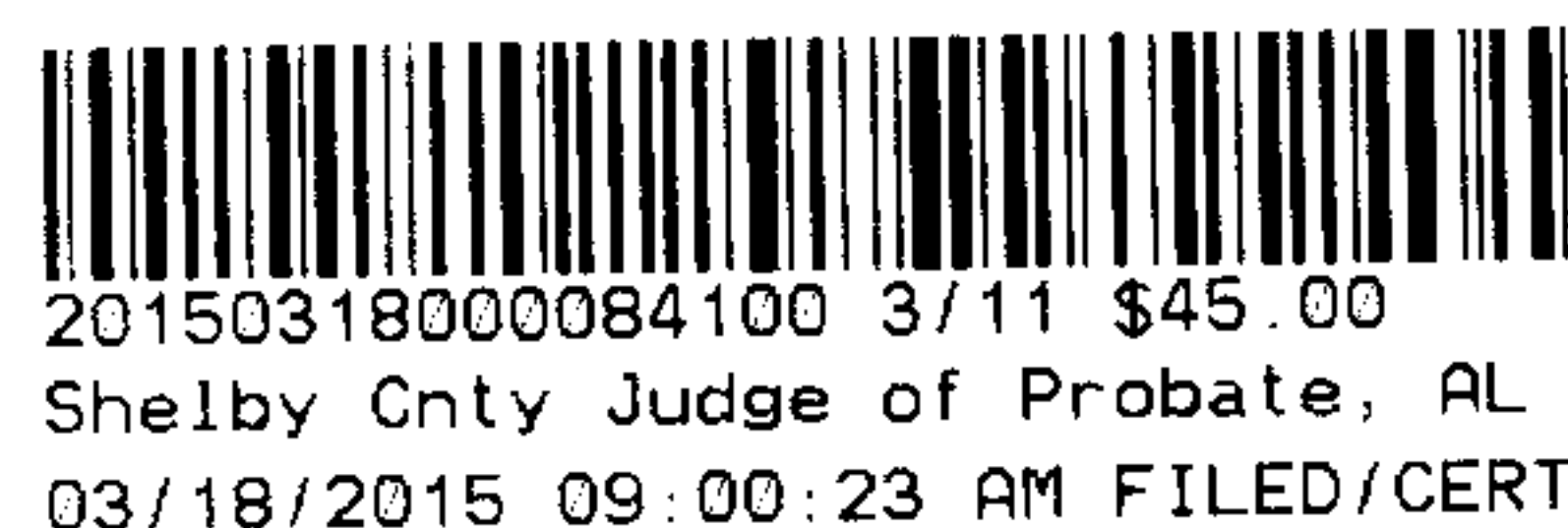
IN WITNESS WHEREOF, Grantor has executed this Statutory Warranty Deed, to be effective as of March 16, 2015.

**GRANTOR:**

**CITY OF PELHAM**, an Alabama municipal corporation, as successor in interest to the Industrial Development Board of the City of Pelham

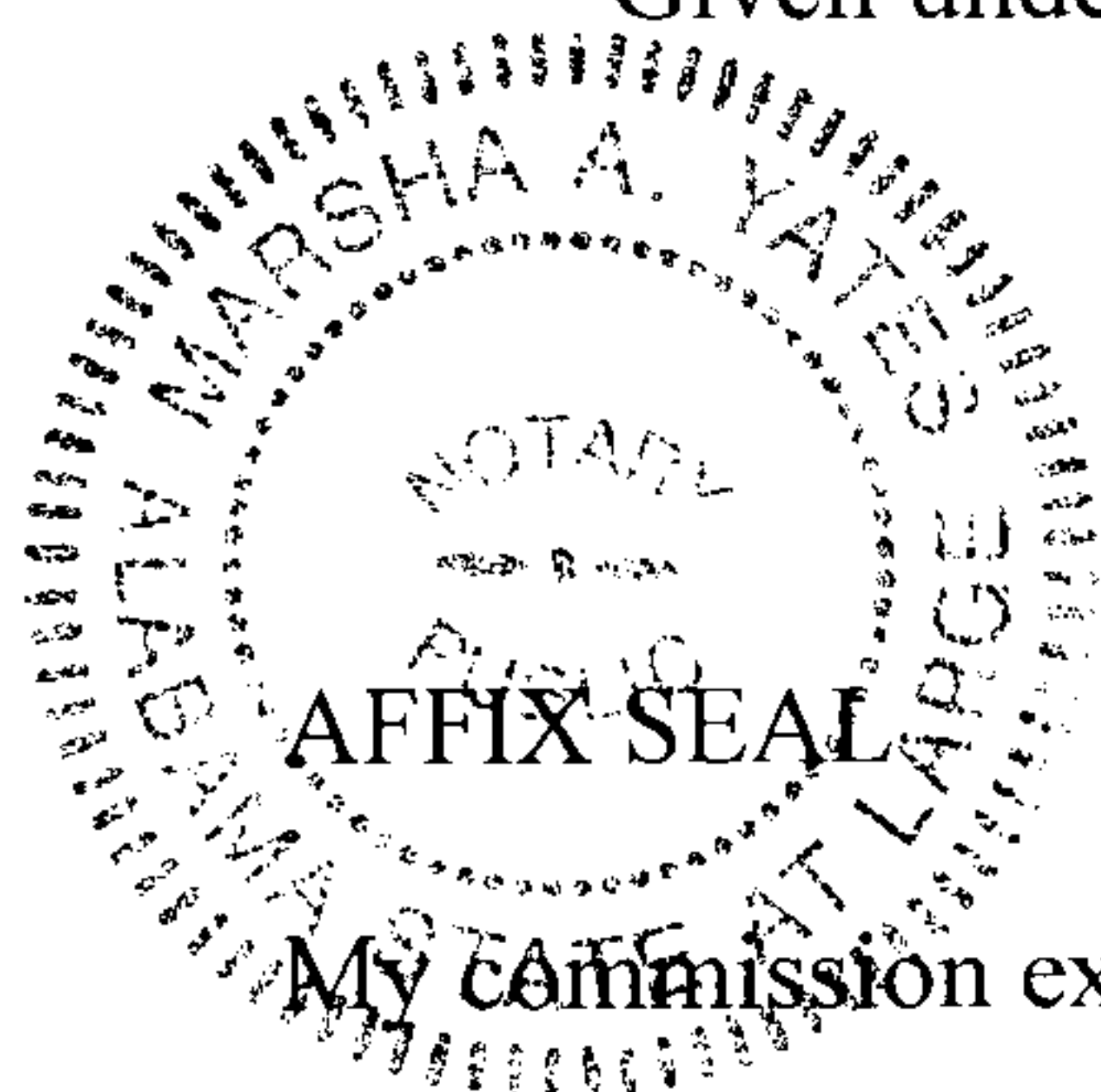
By:   
Its: MAYOR

STATE OF ALABAMA )  
COUNTY OF SHELBY )



I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Mary Waters, whose name as Mayer of the City of Pelham, an Alabama municipal corporation, 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/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 16<sup>th</sup> day of March, 2015.



  
Notary Public

My commission expires: 8-15-2018

This Instrument Prepared By:

Thomas M. McElroy, II  
Maynard, Cooper & Gale, P.C.  
1901 Sixth Avenue North  
2400 Regions/Harbert Plaza  
Birmingham, Alabama 35203-2618

**Exhibit A**

**Legal Description**



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**Parcel IV**

Lot O-14B, according to the Resurvey of Cahaba Valley Business Park, as recorded in Map Book 17, Page 73 in the Office of the Judge of Probate of Shelby County, Alabama; being situated in Shelby County, Alabama.

**Parcel V**

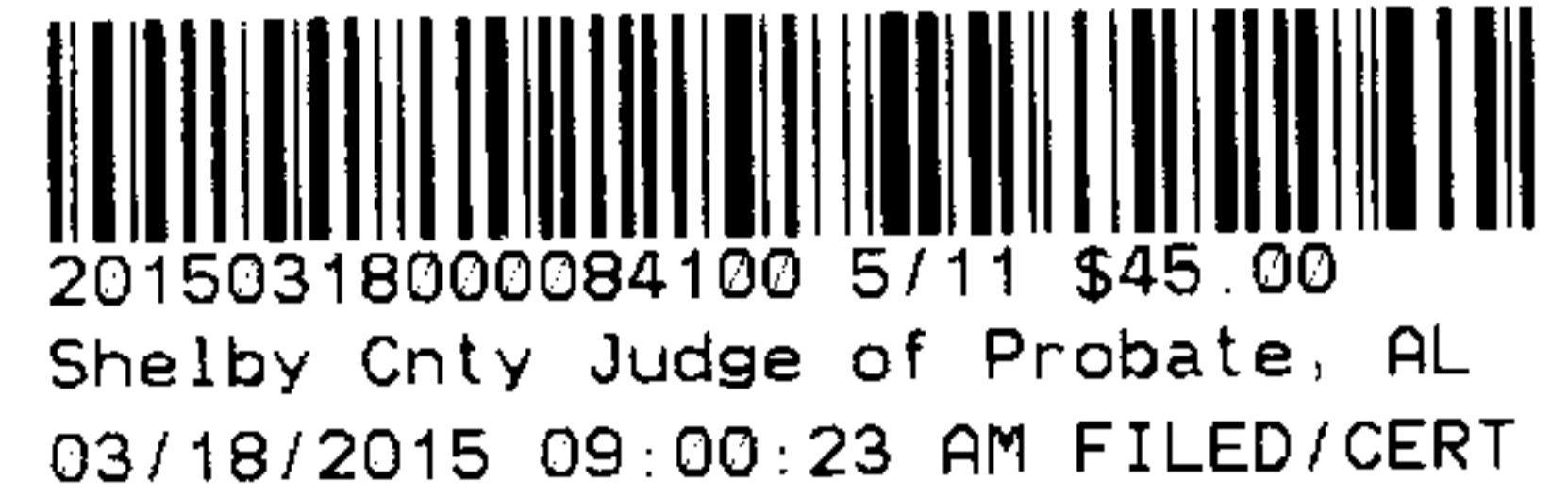
Lot OW-4A, according to the Resurvey of Cahaba Valley Business Park, as recorded in Map Book 17, Page 73 in the Office of the Judge of Probate of Shelby County, Alabama; being situated in Shelby County, Alabama.

**Parcel VI**

Lot 1, according to the Resurvey of Valleydale Business Center, as recorded in Map Book 18, Page 89 in the Office of the Judge of Probate of Shelby County, Alabama; being situated in Shelby County, Alabama.

## **Exhibit B**

### **Exceptions**



1. Taxes for the year 2015 and subsequent years.
2. Mining and mineral rights not owned by Grantor.
3. Any applicable zoning ordinances.
4. Matters that would be disclosed by a true and accurate survey of the Property.

As to Parcel IV:

5. A 25 feet ingress egress easement, and a 7.5 feet easement on the Southerly side, and a 15 feet drainage easement on the Northerly side as shown by Map Book 17, Page 73 in the Probate Office.
6. Declaration of Protective Covenants for Cahaba Valley Park North, as set out in Real 268, Page 140 and which have been amended from time to time as parcels are sold, the same being amended by:
  - i. Declaration of Protective Covenants in connection with sale to Taco Bell recorded in Real 325, Page 929;
  - ii. Restrictive Covenants in connection with sale to Camps, Inc. as recorded in Real 290, Page 386;
  - iii. Restrictive Covenants in connection with sale to Pelham Motel Investments, Inc. recorded in Inst. No. 1992-15856;
  - iv. Restrictive Covenants in connection with sale to the Baptist medical Centers, as recorded in Inst. No. 1993-25691;
  - v. Certification regarding Declaration of Restrictive Covenants as recorded in Inst. #199741258.
7. Transmission Line Permit(s) to Alabama Power Company as shown by instrument(s) recorded in Deed Book 101, page 520 and Deed Book 145, Page 378 in the Probate Office.
8. Easement for truck turnarounds as set out by Inst. No. 1996-1382 in the Probate Office.
9. The following matters as shown on the survey by Joseph A. Miller, Jr. dated December 11, 1997:
  - i. Encroachment of power box onto or off of the land;
  - ii. Encroachment of open ditch onto the land;
  - iii. 8 inch sanitary sewer easement;
  - iv. 35 feet building set-back line.
10. Amended Lease Agreement dated May 1, 1994, by and between The Industrial Development Board of the City of Pelham, and Pelham Industrial Enterprises, L.L.C., recorded by Inst. #1994-16976 in the Probate Office. (Parcels IV, V and VI)

As to Parcel V:

11. A. A 12 feet slope easement on the southeasterly side, and a 15 foot drainage easement on the northerly side and a 25 foot ingress-egress easement on the northerly side as shown on Map Book 17, Page 73 in the Probate Office.  
B. The following matters shown on the survey by Joseph A. Miller, Jr. dated December 11, 1997:
  - i. 8 inch sanitary sewer line;
  - ii. Encroachments of power boxes and telephone pedestal onto or off of the land;
  - iii. Building set-back line of 35 feet, which has been violated in that the buildings overlap the line.
12. Declaration of Protective Covenants for Cahaba Valley Park North, as set out in Real 268, Page 140 and which have been amended from time to time as parcels are sold, the same being amended by:
  - i. Declaration of Protective Covenants in connection with sale to Taco Bell recorded in Real 325, Page 929;
  - ii. Restrictive Covenants in connection with sale to Camps, Inc. as recorded in Real 290, Page 386;
  - iii. Restrictive Covenants in connection with sale to Pelham Motel Investments, Inc. recorded as Inst. No. 1992-15856;
  - iv. Restrictive Covenants in connection with sale to the Baptist medical Centers, as recorded as Inst. No. 1993-25691;
  - v. Certification regarding Declaration of Restrictive Covenants as recorded in Inst. #199741258.
13. Amended Lease Agreement dated May 1, 1994, by and between The Industrial Development Board of the City of Pelham, and Pelham Industrial Enterprises, L.L.C., recorded by Inst. #199416976 in the Probate Office. (Parcels IV, V and VI)

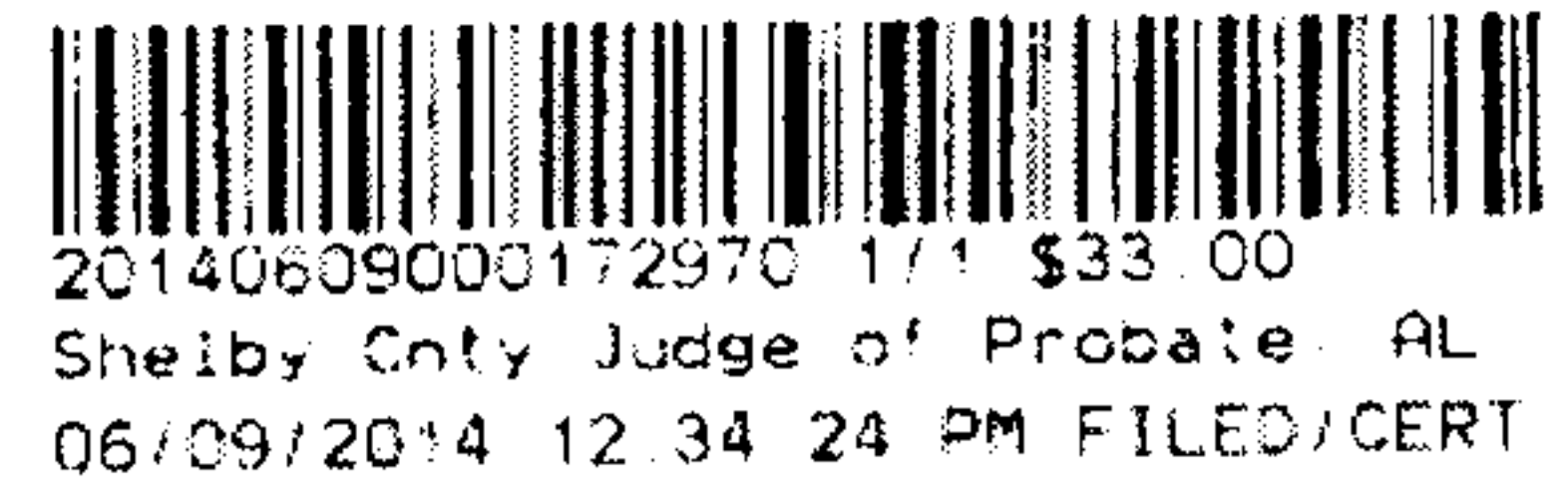
As to Parcel VI:

14. Restrictions, covenants and conditions as set out in instrument(s) recorded in Real Book 9, Page 883 and Real Book 21, Page 339 in the Probate Office.
15. Transmission Line Permit(s) to Alabama Power Company as shown by instrument(s) recorded in Deed Book 101, Page 523, Deed Book 139, Page 157, Deed Book 167, Page 104, Deed Book 219, Page 581, Deed Book 219, Page 582, and Deed Book 352, Page 597 in the Probate Office.
16. Easement to South Central Bell as shown by instrument recorded in Real Book 222, Page 842 in the Probate Office.

17. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto set out in Deed Book 5, Page 706 in the Probate Office.
18. Easement for wall as set out by Real Book 326, Page 616 in the Probate Office.
19. A. 15 foot easement on the Northerly side, and 10 feet easements on the Easterly and Westerly sides as shown by Map Book 18, Page 89 in the Probate Office.  
B. The following matters as shown on the survey by Joseph A. Miller, Jr. dated December 2, 1997:
  - i. Encroachment(s) off of the land of the concrete flume; curb; and chain link fence, wall(s);
  - ii. Encroachment into Business Center Drive of concrete pavement and curbs over the property line running 74.39 feet north and south (southerly side);
  - iii. Easements of 10 feet on the westerly side; 15 feet on the northerly side; 10 feet on the easterly side;
  - iv. Building set-back line of 35 feet which has been violated in that two of the buildings overlap the line.
20. Amended Lease Agreement dated May 1, 1994, by and between The Industrial Development Board of the City of Pelham, and Pelham Industrial Enterprises, L.L.C., recorded by Inst. #199416976 in the Probate Office. (Parcels IV, V and VI)
21. Any lien for services, labor or material in connection with improvements, repairs or renovations provided before, on or after Date of Policy, not shown by the public records. (All Parcels)



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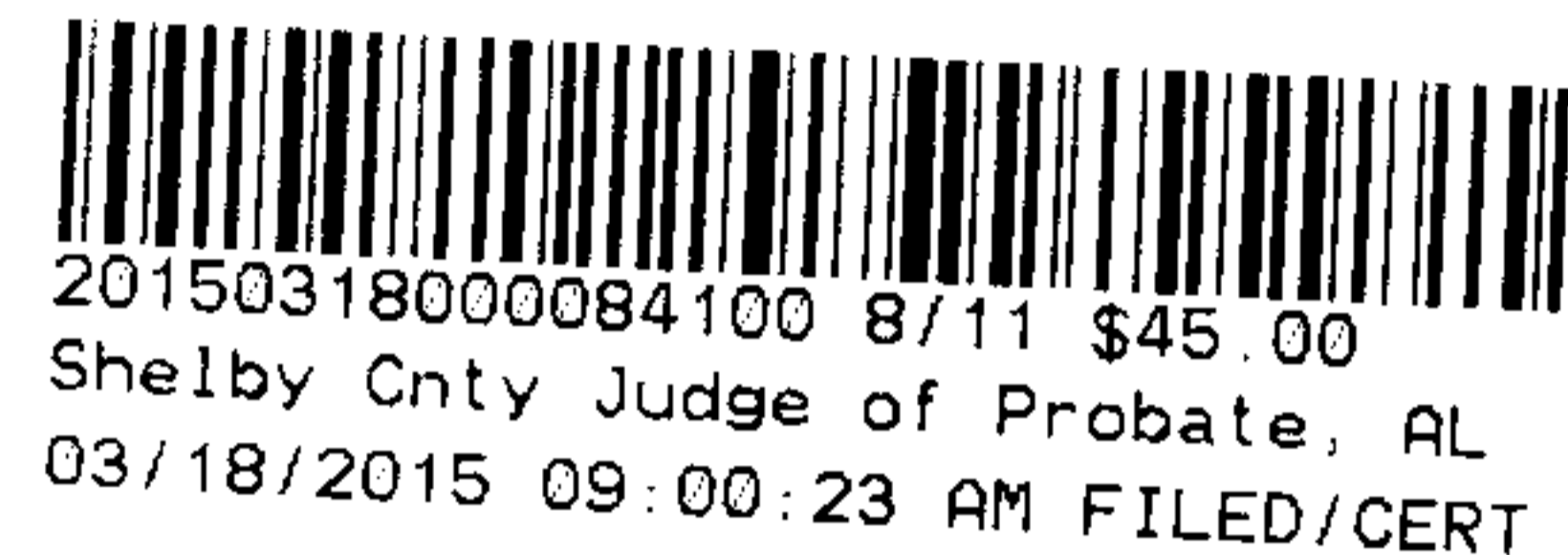
**RESOLUTION 2014-06-04-01  
OF THE INDUSTRIAL DEVELOPMENT BOARD  
OF THE CITY OF PELHAM**

**WHEREAS**, the Industrial Development Board of the City of Pelham is a public corporation formed under the provisions of § 11-54-80 et seq., Code of Alabama 1975; and

**WHEREAS**, all bonds issued by the Board and all obligations incurred by the Board have been fully paid; and

**WHEREAS**, it appears to the Board that the purposes for which the Board was formed have been substantially complied with, that the Board is due to be dissolved, and the property of the Board be vested in and transferred to the City of Pelham, Alabama, as provided in § 11-54-94, Code of Alabama 1975, as amended;

**NOW, THEREFORE, BE IT RESOLVED** as follows:



1. That the Board be dissolved.

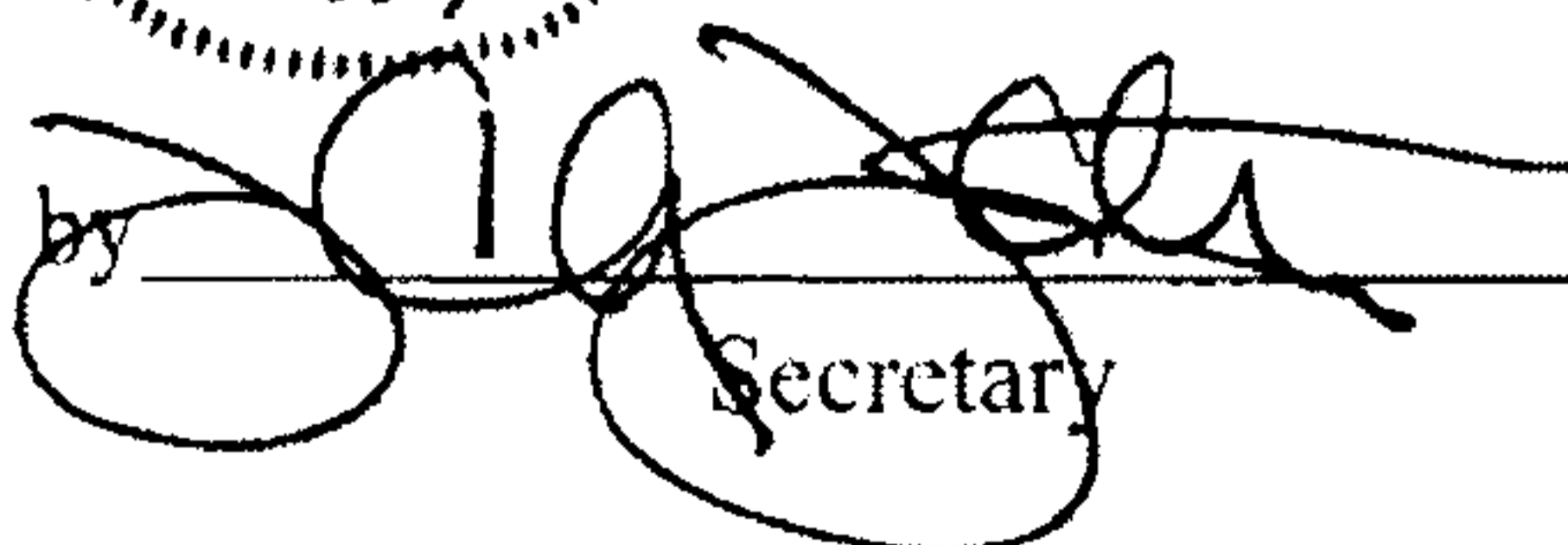
2. That the members of the Board of Directors are hereby authorized and directed to execute and file in the Probate Office of Shelby County, Alabama, a certificate of dissolution of the Board and that the Secretary of the Board of Directors is hereby authorized and directed to affix the seal of the Board to such certificate.

3. Upon the filing of the Certificate of Dissolution, the Board shall stand dissolved and the funds and properties owned by the Board shall vest in and be delivered to the City of Pelham, Alabama.

**THEREUPON** Lenny Glynn, a member, moved and Clay Alford, a member, seconded the motion that said Resolution be given vote, and said resolution passed by majority vote of the Board present, and the Chairman of the Board declared the same passed.

**ADOPTED** and approved this 4th day of June 2014.



by   
Secretary

Industrial Development Board of the City of  
Pelham

by   
Chairman

**ORDINANCE NO. 460**

**AN ORDINANCE APPROVING THE TRANSFER OF SURPLUS REAL PROPERTY**

**WHEREAS**, the Pelham Industrial Development Board and Pelham Industrial Enterprises, L.L.C. entered into an Amended Lease Agreement dated May 1, 1994, recorded in the office of the Judge of Probate of Shelby County, Alabama, on May 26, 1994 as Instrument Number 1994-16976, pursuant to which Pelham Industrial Enterprises, L.L.C. leased from the Pelham Industrial Development Board certain Property located in Shelby County, Alabama, as part of a Project financed by Indebtedness issued by the Pelham Industrial Development Board; and

**WHEREAS**, the Amended Lease Agreement granted Pelham Industrial Enterprises, L.L.C. an option to purchase the Property for a purchase price of \$100.00, provided the Indebtedness has been fully paid and no default exists under the Amended Lease Agreement; and

**WHEREAS**, Pelham Industrial Enterprises, L.L.C. has provided notice of the exercise of its option to purchase the Property pursuant to the Amended Lease Agreement; and

**WHEREAS**, the City of Pelham, Alabama, is the successor in interest to all of the assets of the Pelham Industrial Development Board, in accordance with Alabama law, following the dissolution of the Pelham Industrial Development Board which occurred pursuant to Resolution 2014-06-04-01 adopted by the City of Pelham, Alabama, recorded in the office of the Judge of Probate of Shelby County, Alabama, on June 9, 2014, as Instrument Number 20140609000172970; and

**WHEREAS**, the City of Pelham, Alabama, has confirmed that all conditions precedent to the exercise of the option to purchase have been satisfied and that the Property is not needed for public or municipal purposes.

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF PELHAM, ALABAMA, AS FOLLOWS:**

**Section 1.** It is hereby established and declared that the following described real property of the City of Pelham, Alabama, is not needed for public or municipal purposes:

Parcel IV

Lot O-14B, according to the Resurvey of Cahaba Valley Business Park, as recorded in Map Book 17, Page 73, in the Office of the Judge of Probate of Shelby County, Alabama, being situated in Shelby County, Alabama.

Parcel V

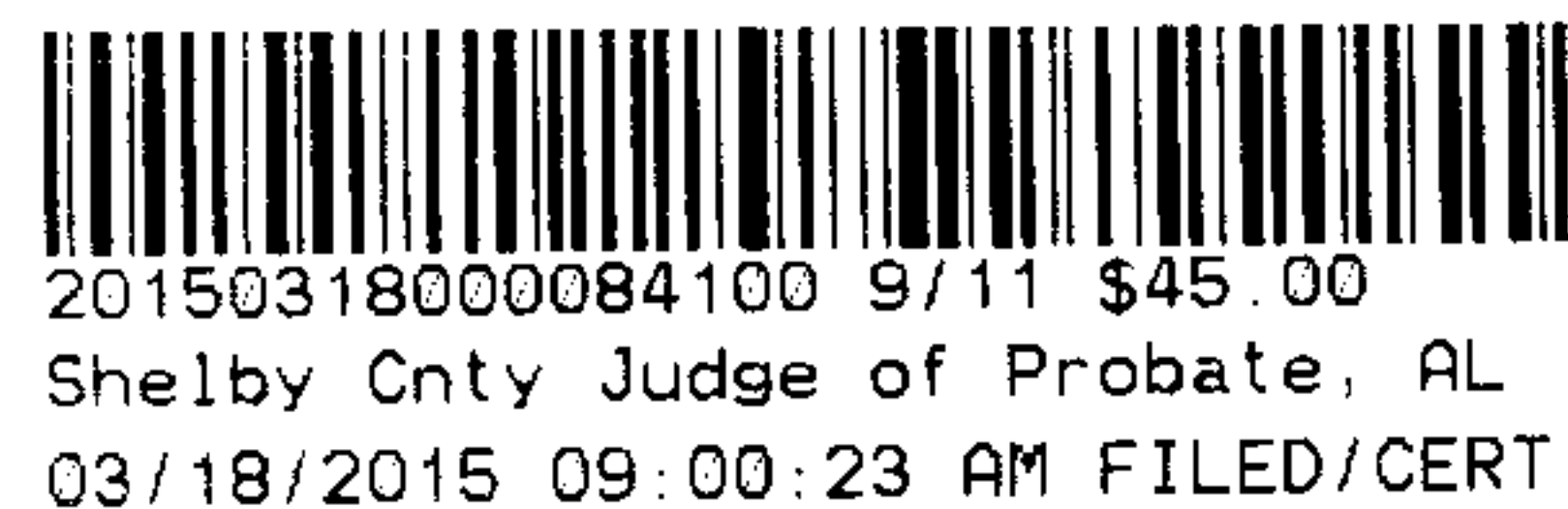
Lot OW-4A, according to the Resurvey of Cahaba Valley Business Park, as recorded in Map Book 17, Page 73, in the Office of the Judge of Probate of Shelby County, Alabama, being situated in Shelby County, Alabama.

Parcel VI

Lot 1, according to the Resurvey of Valleydale Business Center, as recorded in Map Book 18, Page 89, in the Office of the Judge of Probate of Shelby County, Alabama, being situated in Shelby County, Alabama.

**Section 2.** Pursuant to the provisions of § 11-47-20, Code of Alabama 1975, the Mayor is hereby authorized and directed to execute a statutory warranty deed, a copy of which is attached to this ordinance and made a part hereof, conveying said property in the name of the City of Pelham, Alabama, to Pelham Industrial Enterprises, L.L.C., for and in consideration of the sum of \$100.00.

**Section 3.** This Ordinance shall become effective upon its passage and publication or posting as required by law.




Karyl Rice, a member of the Pelham City Council, moved that all rules which would prevent the immediate consideration of **Ordinance No. 460**, hereupon attached, be suspended and immediate consideration given to passage of said Ordinance. Said motion was seconded by Beth McMillan, a member, and passed unanimously by roll call vote. The vote on said motion was as follows:

Rick Hayes Council President	<u>yes</u>
Ron Scott Council Member	<u>yes</u>
Beth McMillan Council Member	<u>yes</u>
Maurice Mercer Council Member	<u>yes</u>
Karyl Rice Council Member	<u>yes</u>

**THEREUPON** Ron Scott, a council member moved and Beth McMillan, a council member seconded the motion that Ordinance No.460 be given vote. The roll call vote on said motion was as follows:

Rick Hayes Council President	<u>yes</u>
Ron Scott Council Member	<u>yes</u>
Beth McMillan Council Member	<u>yes</u>
Maurice Mercer Council Member	<u>yes</u>
Karyl Rice Council Member	<u>yes</u>

  
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Ordinance No.460 passed by majority vote of the Council and the Council President declared the same passed.

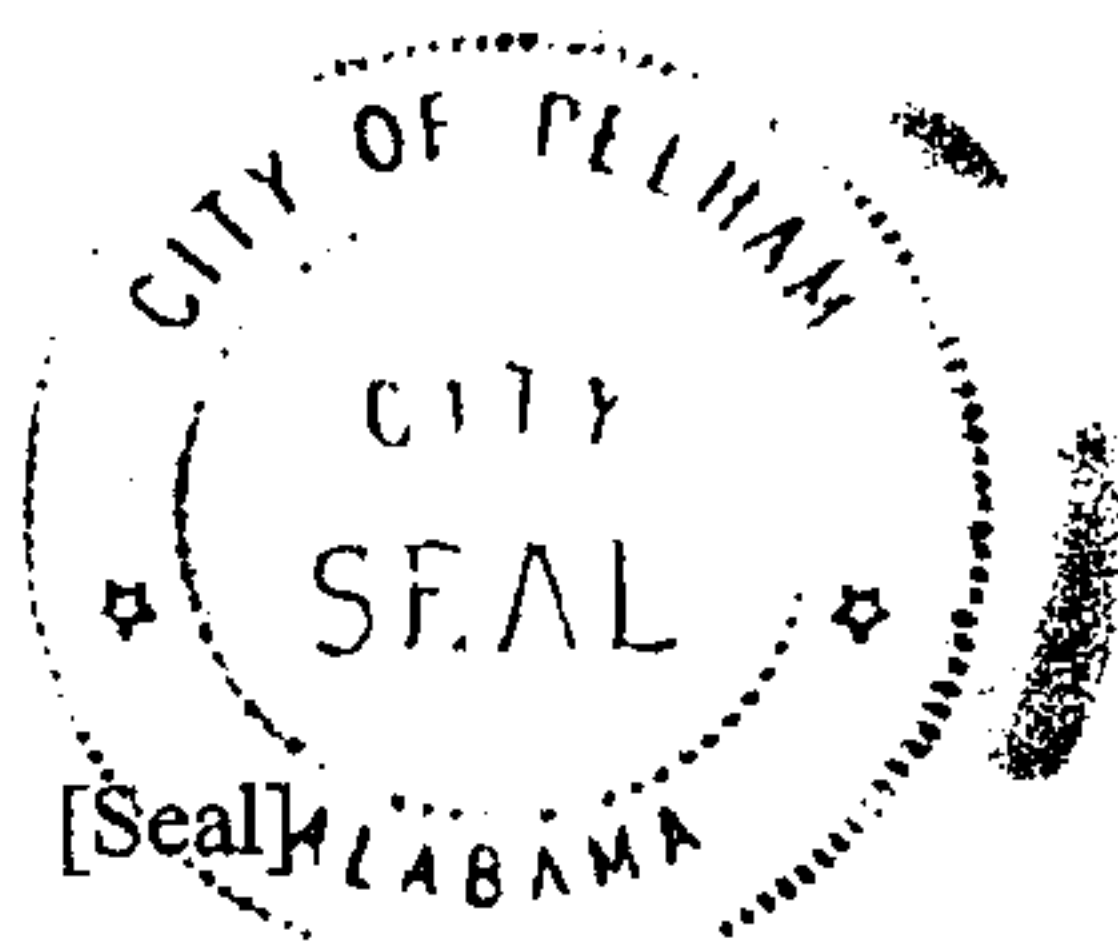
**ADOPTED** this 16<sup>th</sup> day of March 2015.


R.A. Hayes  
Rick Hayes, Council President

Ron Scott  
Ron Scott, Council Member


Beth McMillan  
Beth McMillan, Council Member

Maurice Mercer  
Maurice Mercer, Council Member

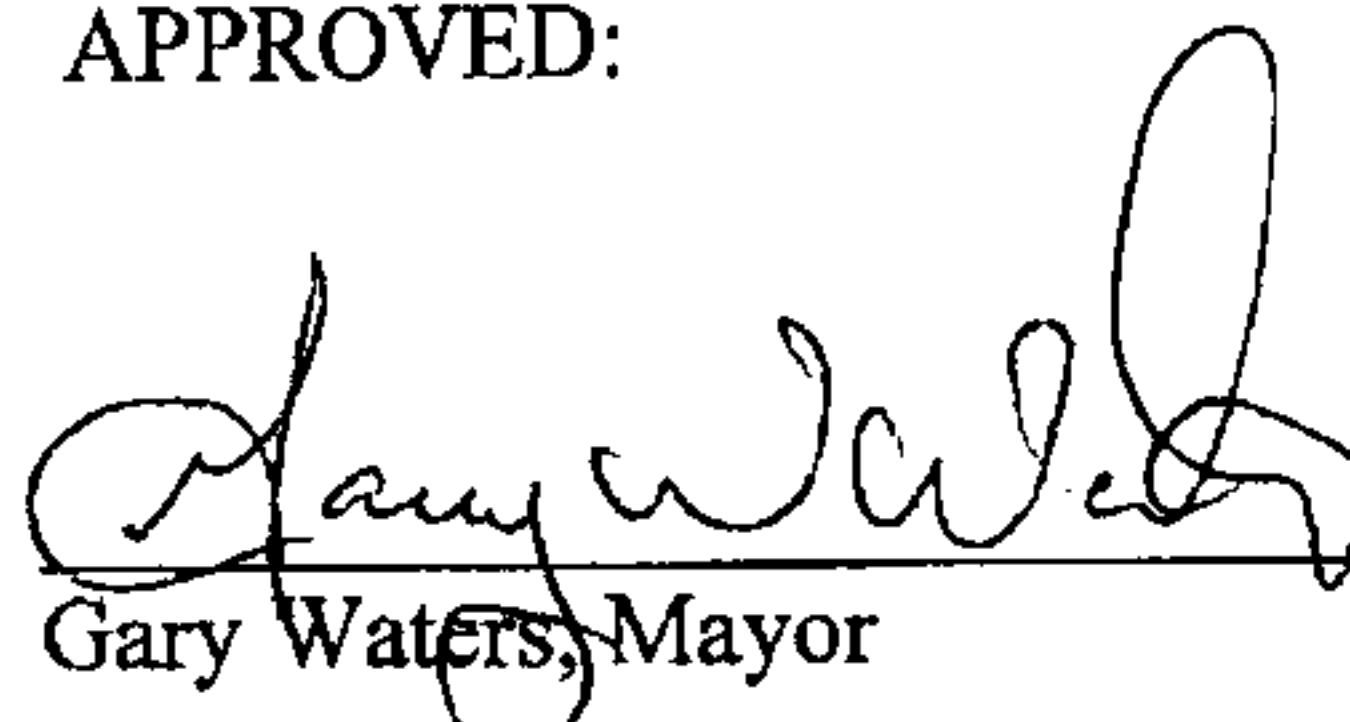


  
Karyl Rice, Council Member

ATTEST

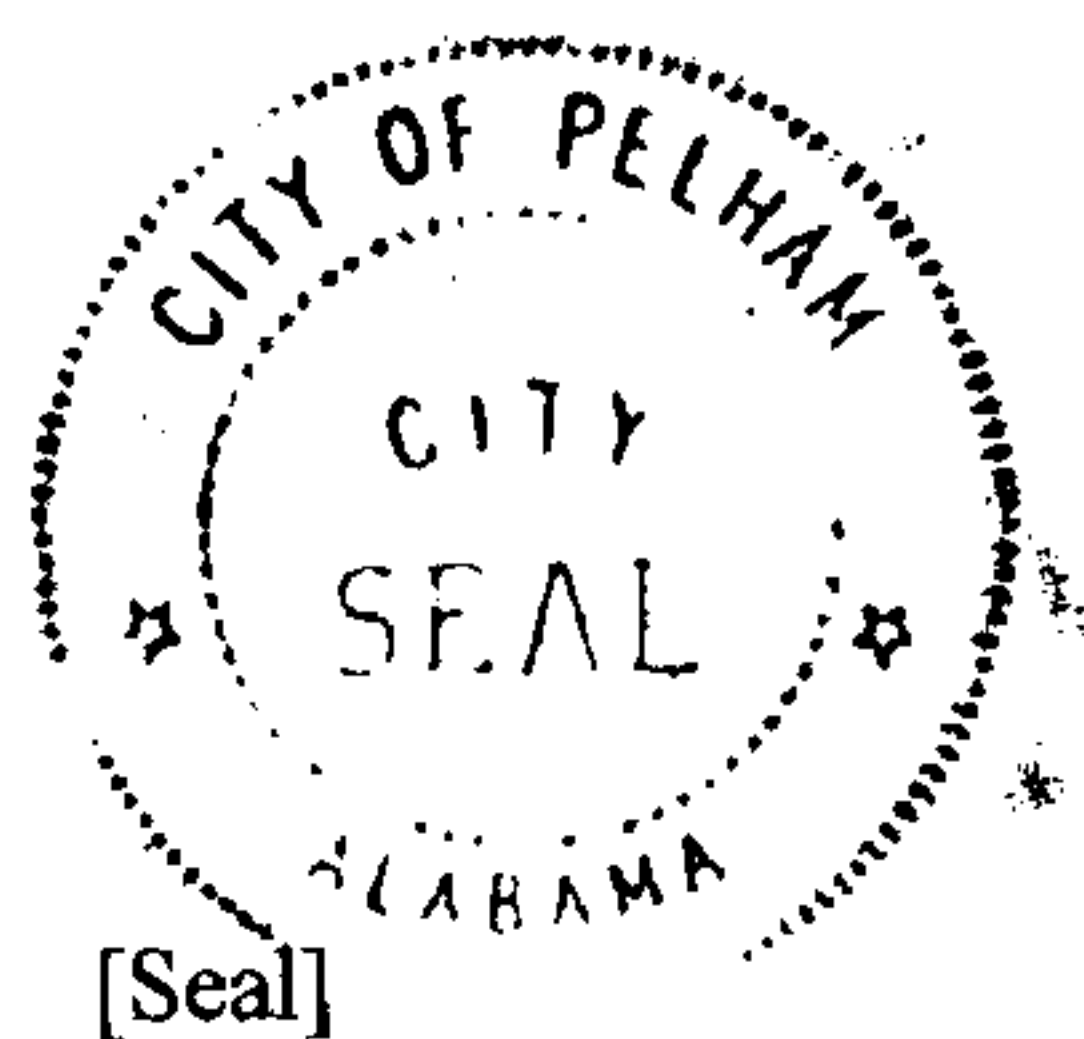
  
Marsha Yates, CMC, City Clerk

APPROVED:


 3/16/15  
Gary Waters, Mayor Date

#### POSTING AFFIDAVIT

I, the undersigned qualified City Clerk of the City of Pelham, Alabama, do hereby certify that the above and foregoing **ORDINANCE NO. 460** was duly ordained, adopted, and passed by the City Council of the City of Pelham, Alabama at a regular meeting of such Council held on the 16<sup>th</sup> day of March 2015 and duly published by posting an exact copy thereof on the 17<sup>th</sup> day of March 2015 at four public places within the City of Pelham, including the Mayor's Office at City Hall, City Park, Library, Water Works and [www.pelhamonline.com](http://www.pelhamonline.com). I further certify that said ordinance is on file in the office of the City Clerk and a copy of the full ordinance may be obtained from the office of the City Clerk during normal business hours.



  
Marsha Yates, CMC, City Clerk

  
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