

*This instrument was prepared by:*  
Claude McCain Moncus, Esq.  
CORLEY MONCUS, P.C.  
728 Shades Creek Parkway, Suite 100  
Birmingham, Alabama 35209  
205.879.5959

Send Tax Notice To:  
ENGEL PROPERTIES, L.L.C.  
951 18<sup>th</sup> Street South, Suite 200  
Birmingham, AL 35205  
Attn: William A. Butler

STATE OF ALABAMA                    )  
  :  
COUNTY OF JEFFERSON            )

### STATUTORY WARRANTY DEED

**THIS STATUTORY WARRANTY DEED** executed and delivered this 1<sup>st</sup> day of July, 2015, by **RIVER PLACE, L.L.C.**, an Alabama limited liability company (the “**Grantor**”) to **ENGEL PROPERTIES, L.L.C.**, an Alabama limited liability company (the “**Grantee**”).

#### KNOW ALL MEN BY THESE PRESENTS:


That for and in consideration of the sum of Ten and no/100 Dollars (\$10.00) in hand paid by Grantee to Grantor, the assumption of the herein described Mortgage, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Grantor, Grantor does by these presents grant, bargain, sell and convey unto Grantee an undivided **25.00%** interest in that certain real property situated in Shelby County, Alabama, the following described property (the “**Property**”):

See attached Exhibit “A” attached hereto and made a part hereof.

**TOGETHER WITH** all appurtenances thereto belonging or in anywise appertaining and all right, title and interest of Grantor in and to all roads, alleys and ways bounding the Property.

This conveyance is subject to those matters set forth on Exhibit “B” attached hereto, and is further subject to:

That certain (a) Mortgage given by Grantor to GMAC Commercial Mortgage Bank, in the original principal amount of \$11,700,000.00 filed for record on September 16, 2005 in Instrument 20050916000483010, in the Probate Office of Shelby County, Alabama (the “**Mortgage**”), and being transferred and assigned to Wells Fargo Bank, N.A. as Trustee, by document recorded in Instrument 20060118000026390; (b) Assignment of Rents and Leases given by Grantor to GMAC Commercial Mortgage Bank filed for record on September 16, 2005 in Instrument 20050916000483020 in the Probate Office of Shelby County, Alabama (the “**Assignment of Rents**”), and being transferred and assigned to Wells Fargo Bank, N.A. as Trustee, by document recorded in Instrument 20060118000026390; and (c) UCC Financing Statement recorded in Instrument 20050916000483030 showing Grantor, as the Debtor, and GMAC Commercial Mortgage Bank, as Secured Party, transferred and assigned to Wells Fargo Bank, N.A. as Trustee, by instrument recorded in Instrument 20060118000026400, in the Shelby County Probate Office, Alabama.

  
20150706000224390 1/6 \$3521.50  
Shelby Cnty Judge of Probate, AL  
07/06/2015 08:41:43 AM FILED/CERT

Shelby County, AL 07/06/2015  
State of Alabama  
Deed Tax: \$3492.50

*atutory Warranty Deed*  
*Page 1*

**TO HAVE AND TO HOLD**, to the said 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 Property against the lawful claims (unless otherwise noted above) of all persons claiming by, through, or under the Grantor, but not further or otherwise.

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

Grantor's Name and Mailing Address:

RIVER PLACE, L.L.C.  
c/o Malcolm S. Bethea  
951 18<sup>th</sup> Street South, Suite 200  
Birmingham, AL 35205

Grantee's Name and Mailing Address:

ENGEL PROPERTIES, L.L.C.  
c/o William A. Butler  
951 18<sup>th</sup> Street South, Suite 200  
Birmingham, AL 35205

Property Address:

4501 Old Caldwell Mill Road  
Birmingham, AL 35242

Tax Assessor's Value (25.00% of  
\$13,969,730.00)

\$3,492,432.50

The Tax Assessor's Value can be verified by the Shelby County Board of Equalization.

*[Signature page to follow]*

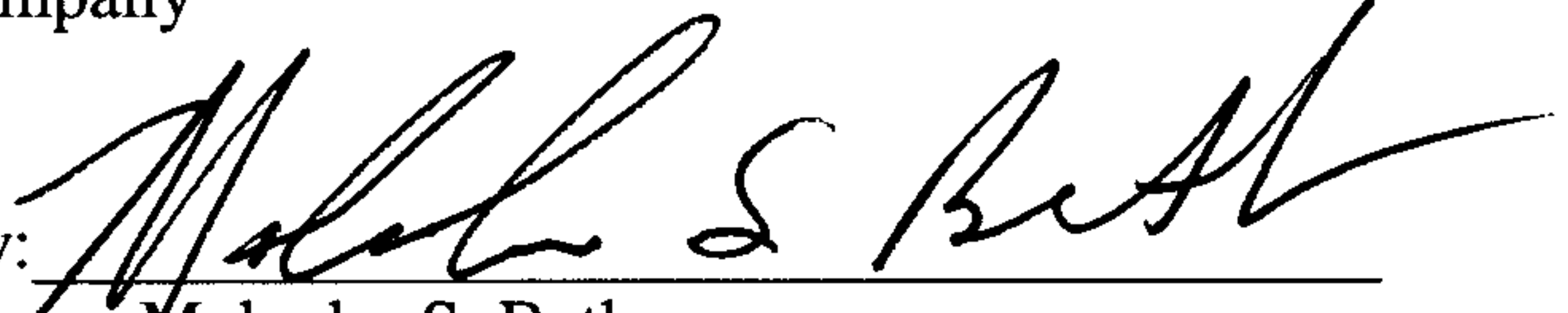


20150706000224390 2/6 \$3521.50  
Shelby Cnty Judge of Probate, AL  
07/06/2015 08:41:43 AM FILED/CERT

IN WITNESS WHEREOF, the Grantor has caused this Statutory Warranty Deed to be executed as of the date first written above.

**GRANTOR:**

**RIVER PLACE, L.L.C.**, an Alabama limited liability company

By: 

Name: Malcolm S. Bethea

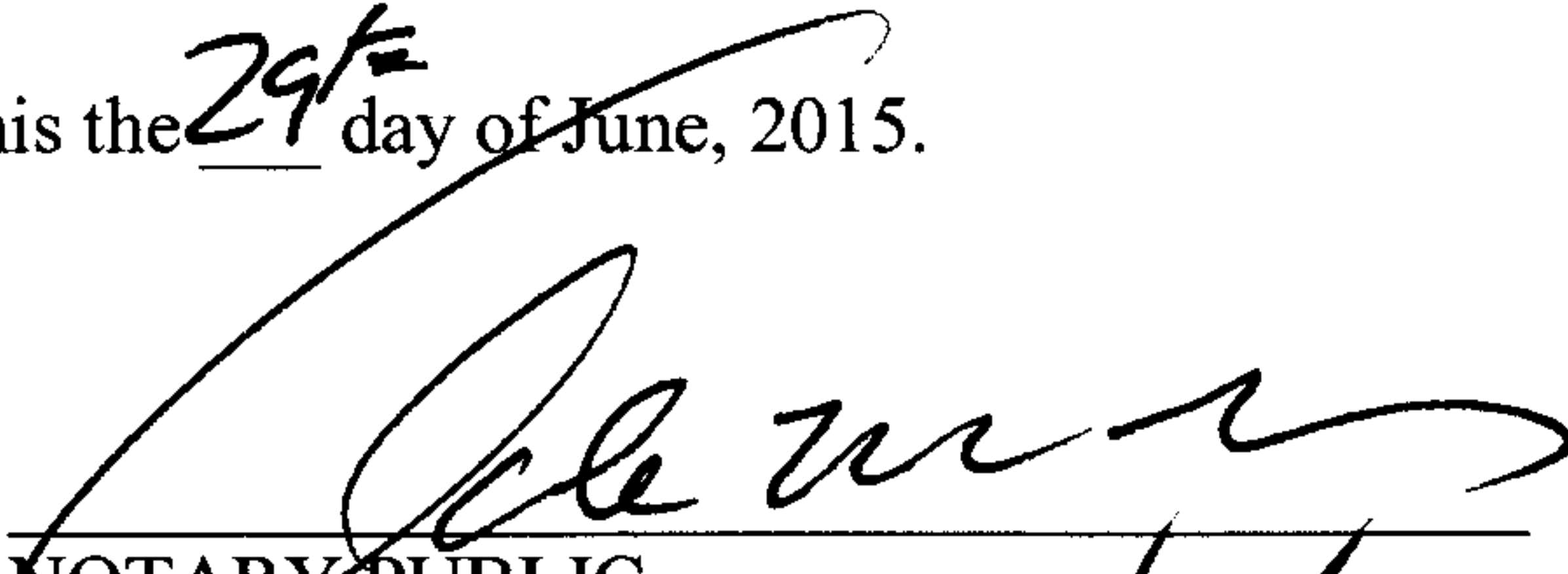
Title: Authorized Member

STATE OF ALABAMA       )  
                                     :  
COUNTY OF JEFFERSON    )

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Malcolm S. Bethea, the Authorized Member of RIVER PLACE, L.L.C., an Alabama limited liability company, whose name 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 Authorized Member and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this the 29<sup>th</sup> day of June, 2015.

[NOTARY SEAL]

  
NOTARY PUBLIC  
My Commission Expires: 12/20/2015



20150706000224390 3/6 \$3521.50  
Shelby Cnty Judge of Probate, AL  
07/06/2015 08:41:43 AM FILED/CERT

**EXHIBIT "A"**


**[Legal Description]**

A tract of land situated in the Northwest  $\frac{1}{4}$  of Section 3, Township 19 South, Range 2 West, Shelby County, Alabama, said tract being part of Block 2 of Altadena Park, as recorded in Map Book 5, Page 73, part of Lot 1, Butte Woods Ranch Addition to Altadena Valley as recorded in Map Book 5, Page 1, all recorded in the Probate Office of Shelby County, Alabama, said tract of land more particularly described as follows:

Commence at the Southwest corner of the Northeast  $\frac{1}{4}$ , Northwest  $\frac{1}{4}$  of said Section 3, and run thence Easterly along the South line thereof 69.02 feet; thence turn 69 degrees 30 minutes 50 seconds right and run Southeasterly 96.27 feet to the point of beginning, said point being on the Northerly line of Lot 1 of said Altadena Park; thence turn 90 degrees 00 minutes left and run Northeasterly 240.0 feet to the Northern most corner of said Lot 1; thence turn 90 degrees 58 minutes 45 seconds right and run Southeasterly 149.79 feet to the Southeast corner of said Lot 1; thence turn 6 degrees 16 minutes 15 seconds right and run Southeasterly along the Easterly line of Lot 2 of said subdivision 144.94 feet to the most Easterly corner of Lot 2; thence turn 7 degrees 01 minutes 15 seconds right and run Southerly along the Easterly line of Lot 3 of said subdivision for 57.52 feet to a point on last said lot line ; thence turn 106 degrees 56 minutes 15 seconds left and run Northeasterly 128.13 feet; thence turn 84 degrees 50 minutes right and run Southeasterly for 195.0 feet; thence turn 20 degrees 59 minutes 30 seconds left and run Southeasterly for 333.22 feet; thence turn 52 degrees 39 minutes 30 seconds left and run Easterly for 150.0 feet; thence turn 90 degrees left and run Northerly for 600.14 feet; thence turn 41 degrees 00 minutes right and run Northeasterly for 300.00 feet; thence turn 14 degrees 00 minutes left and run Northeasterly for 125.0 feet; thence turn 25 degrees 00 minutes left and run Northerly for 170.0 feet; thence turn 87 degrees 58 minutes 40 seconds right and run Easterly for 137.41 feet to a point on the East line of the Northeast  $\frac{1}{4}$  of Northwest  $\frac{1}{4}$ , Section 3, Township 19 South Range 2 West; thence turn left 90 degrees and run Northerly along said  $\frac{1}{4}$  -  $\frac{1}{4}$  line for 270 feet, more or less, to the Westerly bank of the Cahaba river; thence run Northerly and Westerly along the Southwest bank of said river 1400 feet; more or less, to the West line of the Northeast  $\frac{1}{4}$  of the Northwest  $\frac{1}{4}$  of said Section 3, said point also being on the Easterly line of Lot 1 of said Butte Woods Ranch Addition to Altadena Valley, thence run Northerly along last said  $\frac{1}{4}$  -  $\frac{1}{4}$  section line and said lot line for 90 feet, more or less, to the Northeasterly corner of said Lot 1; thence turn left and run Westerly along the Northerly line of said Lot 1 for 240 feet, more or less, to the Northwest corner of said Lot 1; thence turn left and run Southwesterly and along the Easterly right-of-way line of Caldwell Mill Road for 425 feet, more or less, to an existing iron rebar set by Laurence D. Weygand; thence turn left 31 degrees 45 minutes and run Southeasterly for 67.96 feet, to an existing iron rebar set by Laurence D. Weygand; thence turn left 31 degrees 45 minutes and run Southeasterly along the new Northeasterly right-of-way line of Old Caldwell Mill Road for 231.58 feet to the beginning of a curve to the right having a radius of 263.05 feet; thence continue Southeasterly and along said right-of-way line and along the arc of said curve 162.13 feet to the end of said curve; thence continue Southeasterly on a course tangent to said curve, and along said right-of-way line 245.3 feet to the point of beginning. Situated in Shelby County, Alabama.

LESS AND EXCEPT:

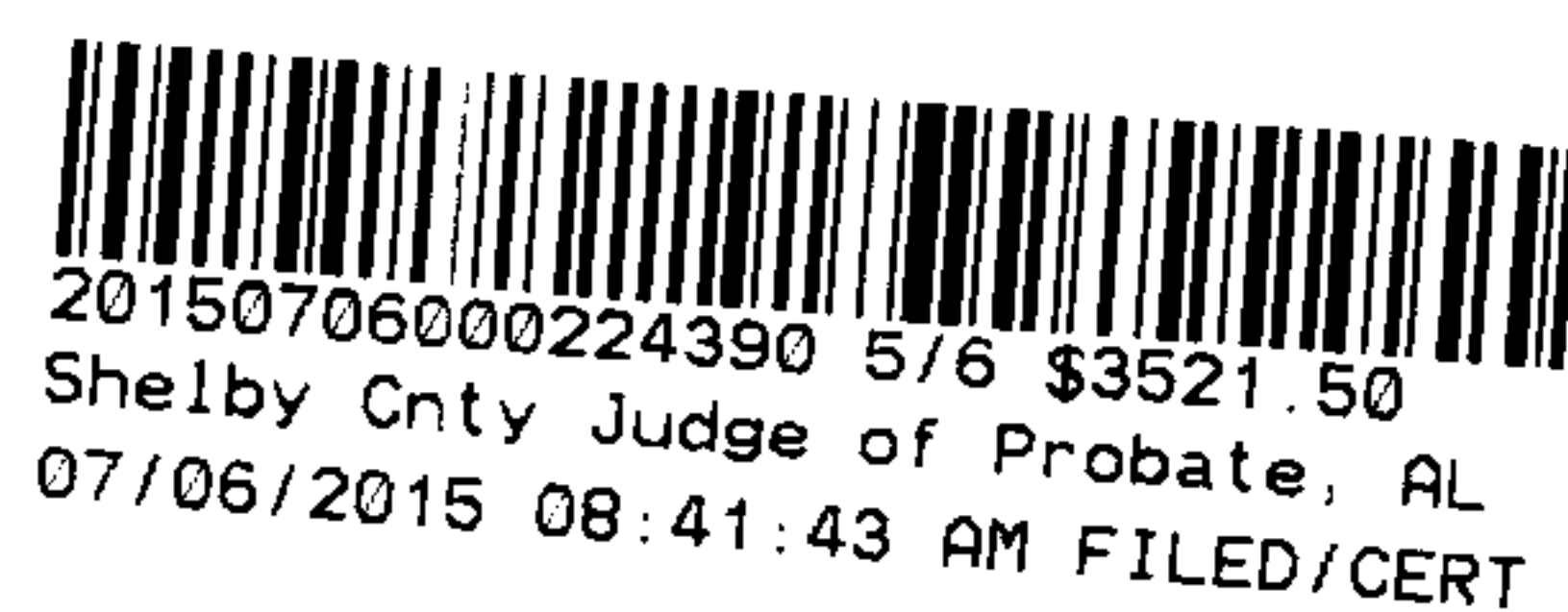
Part of the Northwest  $\frac{1}{4}$  of Section 3, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

  
20150706000224390 4/6 \$3521.50  
Shelby Cnty Judge of Probate, AL  
07/06/2015 08:41:43 AM FILED/CERT

*Statutory Warranty Deed*  
*Page 4*

Beginning at an existing crimp iron pin, being the most Westerly corner of Lot 1A, Altadena Park Resurvey, as recorded in the Office of the Judge of Probate, Shelby County, Alabama, in Map Book 5, Page 111, run in a Northwesternly direction, along the Northeast right-of-way line of Old Caldwell Mill Road, for a distance of 245.65 feet to an existing crimp iron pin and being the point of beginning of a curve, said curve being concave in a Southwesterly direction and having a central angle of 35 degrees 18 minutes 51 seconds and a radius of 263.05 feet; thence turn an angle to the left and run in a Northwesternly direction, along the arc of said curve and along the Northeast right-of-way line of said Old Caldwell Mill Road, for a distance of 162.13 feet, to the point of ending of said curve; thence continue in a Northwesternly direction, along a line tangent to the end of said curve, and along the Northeast right-of-way line of said Old Caldwell Mill Road, for a distance of 231.58 feet; thence turn an angle to the right of 31 degrees 45 minutes and run in a Northwesternly direction for a distance of 67.96 feet to a point on the East right-of-way line of Caldwell Mill Road; thence turn an angle to the right of 31 degrees 45 minutes and run in a Northerly direction, along the East right-of-way line of said Caldwell Mill Road, for a distance of 162.68 feet to a point of intersection with a curve, said curve being concave in a Northwesternly direction and having a central angle of 3 degrees 36 minutes 16 seconds and a radius of 2005.22 feet; thence turn an angle to the right (59 degrees 20 minutes 24 seconds to the chord of said curve) and run in a Northeasterly direction, along the arc of said curve, for a distance of 126.15 feet to a point of reverse curve, said latest curve being concave in a Southerly direction and having a central angle of 36 degrees 13 minutes 17 seconds and a radius of 58.97 feet; thence turn an angle to the right and run in a Northeasterly and Easterly direction, along the arc of said curve, for a distance of 37.28 feet to the point of ending of said curve; thence run in an Easterly direction, along a line tangent to the end of said curve, for a distance of 102.25 feet, to the point of beginning; thence turn an angle to the right of 63 degrees 45 minutes 02 seconds and run in a Southeasterly direction for a distance of 55.01 feet to an existing iron rebar set by Laurence D. Weygand; thence turn an angle to the left of 91 degrees 51 minutes 45 seconds and run in a Northeasterly direction for a distance of 150.88 feet to an existing iron rebar set by Laurence D. Weygand; thence turn an angle to the left of 94 degrees 18 minutes 35 seconds and run in a Northwesternly direction for a distance of 55.20 feet to an existing iron rebar set by Laurence D. Weygand; thence turn an angle to the left of 82 degrees 59 minutes 55 seconds and run in a Southwesterly direction for a distance of 144.88 feet to an existing iron rebar set by Laurence D. Weygand; thence turn an angle to the left of 90 degrees 49 minutes 45 seconds and run in a Southerly direction for a distance of 6.87 feet, more or less to the point of beginning.

All being situated in Shelby County, Alabama.



## **EXHIBIT "B"**

### **[Permitted Exceptions]**

1. Transmission line permits in favor of Alabama Power, Company recorded in Book 266, page 741; Deed Book 279, Page 387; Deed Book 238, Page 96; Deed Book 232, Page 724; Deed Book 220, Page 43 and Deed Book 247, Page 422, in the Probate Office of Shelby County, Alabama.
2. Easements in favor of South Central Bell Telephone Company as recorded in Deed Book 234, Page 481; Deed Book 277, Page 219 and Deed Book 277, Page 442, in the Probate Office of Shelby County, Alabama.
3. Building setback line and easements as shown by plats recorded in Map Book 5, page 73 and Map Book 5, Page 1, in the Probate Office of Shelby County, Alabama;
4. Reservation of all oil and gas in and under subject property, together with the right to explore for and remove the same without using the surface as set forth in Book 275, Page 895, in the Probate Office of Shelby County, Alabama.
5. Easement for existing sewer lines and pumping station as the same presently lies as set out in Book 66, Page 76, in the Probate Office of Shelby County, Alabama.
6. Right of Way Easement to South Central Bell Telephone Company recorded in Book 6, Page 813, in the Probate Office of Shelby County, Alabama.
7. Terms and conditions of that certain Agreement dated May 1, 1979 by and between Lankford Investment Company, Ltd. and Altadena Forest Apartments, a partnership, recorded in Misc. Book 36, Page 549, as amended in Misc. Book 51, Page 667 and Misc. Book 51, Page 672, in the Probate Office of Shelby County, Alabama.
8. Easement granted to Marcus Cable of Alabama as recorded in Instrument 20091015000389820, in the Probate Office of Shelby County, Alabama.
9. Easement granted to Alabama Power Company as recorded in Instrument 20100121000020170, in the Probate Office of Shelby County, Alabama.
10. Easement granted to Novus Utilities as recorded in Instrument 2001-14451, in the Probate Office of Shelby County, Alabama.
11. Riparian and other rights created by the fact that the Property fronts on Cahaba River.
12. Rights of tenants in possession as of the date hereof, as tenants only, under unrecorded residential leases.
13. Changes in the boundary line of the land resulting from erosion or accretion caused by the flow of the Cahaba River.
14. Ad Valorem Taxes due October 1, 2015.

