

Upon Recording return this instrument to:

F. Wayne Keith
Law Offices of F. Wayne Keith, PC
120 Bishop Circle
Pelham, Alabama 35124
205-988-4202

This instrument was prepared by:

Ken Harmon
Brunini, Grantham, Grower & Hewes PLLC
190 East Capitol Street, Suite 100
Jackson, Mississippi 39201
601-948-3101

Mail tax notice to:

Highway 13, LLC
120 Bishop Circle
Pelham, Alabama 35124

Shelby County, AL 11/05/2015
State of Alabama
Deed Tax: \$470.00

STATE OF ALABAMA)
COUNTY OF SHELBY)

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS that **VALLEY CREEK LAND & TIMBER, LLC**, a Mississippi limited liability company (the "Grantor"), with a mailing address of P. O. Box 5327, Jackson, Mississippi 39296, for and in consideration of Ten and No/100ths Dollars (\$10.00) and other good and valuable consideration hereby acknowledged to have been paid to Grantor by **HIGHWAY 13, LLC**, an Alabama limited liability company (the "Grantee"), with a mailing address of 120 Bishop Circle, Pelham, Alabama 35124, does, upon and subject to any and all conditions, covenants, easements, exceptions, limitations, reservations, reversions, and restrictions hereinafter contained or mentioned, hereby grant, bargain, sell and convey unto Grantee, that certain real property situated in Shelby County, Alabama, as is more particularly described on Exhibit A, which is attached hereto and incorporated herein as if fully set out (the "Property"), TOGETHER with all and singular, the rights, members, privileges, hereditaments, easements, appurtenances, and improvements thereunto belonging or in anywise appertaining thereto, TO HAVE AND TO HOLD unto Grantee, its successors and assigns forever.

Grantor hereby reserves to itself, its members, officers, managers, employees, agents, contractors, suppliers, and invitees, and its successors, assigns, and grantees, a perpetual easement for vehicular and pedestrian ingress and egress on, over, across, and under the lands described on Exhibit B, which is attached hereto and incorporated herein as if fully set out, for the benefit of certain adjoining lands of Grantor.

Title to the Property shall be subject to those matters set forth on Exhibit C, which is attached hereto and incorporated herein as if fully set out.


Grantor will warrant and defend the right and title to the Property unto Grantee against the lawful claims of all persons claiming by, through, or under Grantor, and none other, EXCEPT that no warranty is hereby extended to the conveyance of any mineral rights, including sand, clay and gravel rights, being conveyed herein. Other than any such implied warranties of title, **Grantor makes no warranty whatsoever, whether express or implied and conveys the Property to Grantee 'AS IS, WHERE IS" with all faults.**

This conveyance is expressly made subject to the condition that, in the event that the portion of the Property described on Exhibit D, which is attached hereto and incorporated herein as if fully set out, shall not be conveyed by Grantee to Shelby County, Alabama, for the right-of-way of River Road within thirty (30) days from the effective date hereof, then the title to the property described on Exhibit D shall automatically revert to the Grantor, its successors, assigns, or grantees, without the necessity of a conveyance by the Grantee to the Grantor.

Ad valorem taxes for the subject property for the current year have been prorated between the parties as of the effective date hereof, and Grantor shall pay said taxes when they become due and payable.

All recording references in this deed are to the records appearing in the Office of the Judge of Probate of Shelby County, Alabama.

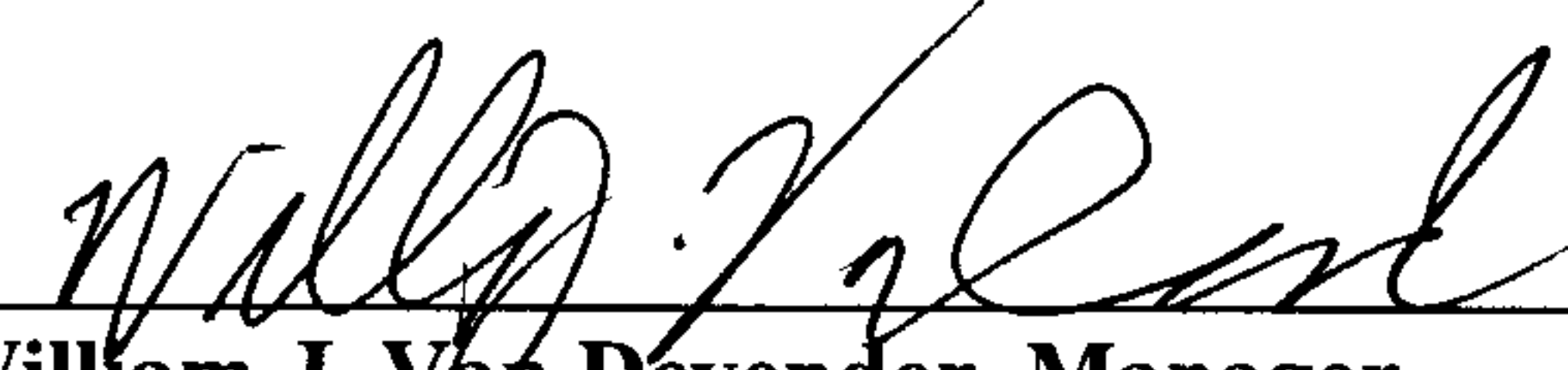
[Signature Page to Follow]


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Shelby Cnty Judge of Probate, AL
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IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on the 29th day of October, 2015, and effective as of the 30th day of October, 2015.

GRANTOR:

VALLEY CREEK LAND & TIMBER, LLC
a Mississippi limited liability company

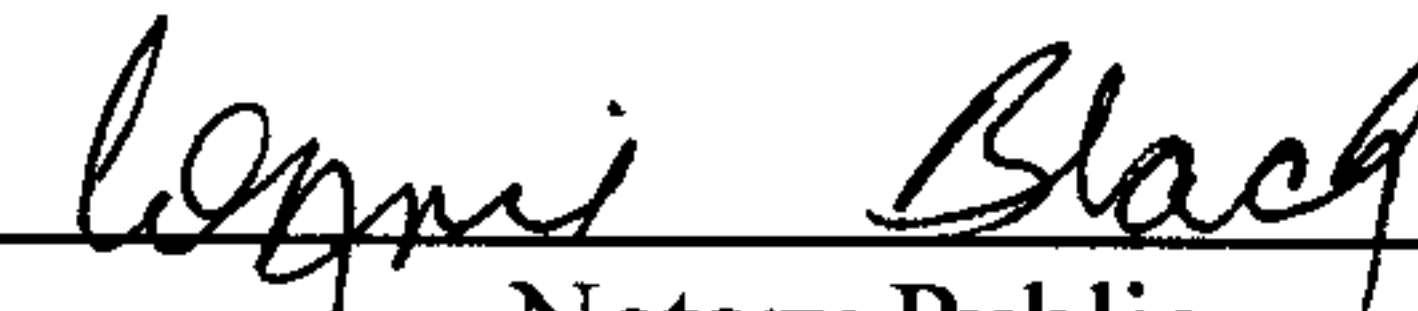
By: 
William J. Van Devender, Manager

STATE OF MISSISSIPPI
COUNTY OF HINDS

I, Connie Black, a Notary Public, in and for said County in said State, hereby certify that William J. Van Devender, whose name as Manager of Valley Creek Land & Timber, LLC, a Mississippi 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 and with full authority, executed the same voluntarily for and as the act of said limited liability company, after having taken an oath.

Given under my hand and official seal on this the 29 day of October, 2015.

[Affix Notarial Seal]


Notary Public
Commission Expires: May 18, 2017





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EXHIBIT A
Description of the Property

A parcel of land situated in the SE ¼ of Section 7 and the SW ¼ of Section 8, Township 21 South, Range 4 West, Shelby County, Alabama, being more particularly described as follows:

BEGIN at a 3" capped pipe at the SE corner of Section 7, Township 21 South, Range 4 West, Shelby County, Alabama; thence N 89°52'10" W along the south line of said section a distance of 2382.68 feet to the western proposed right-of-way of River Road; thence N 06°26'36" E along said right-of-way a distance of 234.88 feet to a point of curve to the left having a radius of 2470.00 feet, said curve subtended by a chord bearing N 00°30'21" W and a chord distance of 597.68 feet; thence along the arc of said curve and along said right-of-way a distance of 599.15 feet to the intersection of said right-of-way and the southern right-of-way of Shelby County Hwy 13, said point being on a curve to the left having a radius of 1949.90 feet, said curve subtended by a chord bearing N 64°56'25" E and a chord distance of 1065.34 feet; thence leaving said River Road right-of-way, along the southern right-of-way of Shelby County Hwy. 13 and along the arc of said curve a distance of 1079.06 feet to a point; thence N 49°05'12" E along said right-of-way a distance of 63.73 feet to a point on the north line of the S ½ of the SE ¼ of said section; thence S 89°49'18" E leaving said right-of-way and along said north line a distance of 1326.48 feet to a 3" capped pipe at the SE corner of the NE ¼ of the SE ¼ of said section; thence N 00°56'37" W along the east line of said 1/4-1/4 section a distance of 1137.61 feet to the southern right-of-way of Shelby County Hwy. 13; thence N 49°05'12" E along said right-of-way a distance of 195.72 feet to a point; thence S 00°56'37" E leaving said right-of-way a distance of 933.79 feet to the centerline of Hancock Creek; thence S 61°48'07" E along said centerline a distance of 161.28 feet; thence S 49°34'45" E along said centerline a distance of 73.40 feet; thence S 35°29'36" E along said centerline a distance of 192.88 feet; thence S 54°51'52" E along said centerline a distance of 28.13 feet; thence S 89°24'09" E along said centerline a distance of 18.91 feet; thence N 47°44'12" E along said centerline a distance of 37.89 feet; thence N 62°42'42" E along said centerline a distance of 18.76 feet; thence S 58°48'37" E along said centerline a distance of 31.71 feet; thence S 08°38'40" E along said centerline a distance of 44.87 feet; thence S 23°26'49" E along said centerline a distance of 203.83 feet; thence S 00°42'50" E along said centerline a distance of 35.40 feet; thence S 29°10'33" W along said centerline a distance of 115.47 feet; thence S 11°24'11" W along said centerline a distance of 118.01 feet; thence S 19°54'46" E along said centerline a distance of 95.83 feet; thence S 24°18'36" E along said centerline a distance of 57.62 feet; thence S 18°13'50" E along said centerline a distance of 189.97 feet; thence S 36°04'46" E along said centerline a distance of 55.93 feet; thence S 48°45'29" E along said centerline a distance of 98.92 feet; thence S 46°26'30" E along said centerline a distance of 49.80 feet; thence S 38°07'54" E along said centerline a distance of 115.70 feet; thence S 43°13'22" E along said centerline a distance of 112.63 feet; thence S 24°22'07" E along said centerline a distance of 60.39 feet; thence S 10°48'31" W along said centerline a distance of 32.54 feet; thence S 19°15'19" E along said centerline a distance of 99.46 feet; thence S 19°25'33" E along said centerline a distance of 83.72 feet to a point on the south line of the SW ¼ of the SW ¼ of Section 8, Township 21 South, Range 4 West, Shelby County, Alabama; thence N 89°39'34" W along the south line of the said 1/4-1/4 section a distance of 1042.31 feet to the POINT OF BEGINNING. Said parcel of land contains 92.68 acres, more or less.



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EXHIBIT B
Easement

An easement situated in the SW $\frac{1}{4}$ of Section 8, Township 21 South, Range 4 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 3" capped pipe at the SE corner of Section 7, Township 21 South, Range 4 West, Shelby County, Alabama; thence N $89^{\circ}52'10''$ W along the south line of said section a distance of 2382.68 feet to the western proposed right-of-way of River Road; thence N $06^{\circ}26'36''$ E along said right-of-way a distance of 234.88 feet to a point of curve to the left having a radius of 2470.00 feet, said curve subtended by a chord bearing N $00^{\circ}30'21''$ W and a chord distance of 597.68 feet; thence along the arc of said curve and along said right-of-way a distance of 599.15 feet to the intersection of said right-of-way and the southern right-of-way of Shelby County Hwy 13, said point being on a curve to the left having a radius of 1949.90 feet, said curve subtended by a chord bearing N $64^{\circ}56'25''$ E and a chord distance of 1065.34 feet; thence leaving said River Road right-of-way, along the southern right-of-way of Shelby County Hwy. 13 and along the arc of said curve a distance of 1079.06 feet to a point; thence N $49^{\circ}05'12''$ E along said right-of-way a distance of 63.73 feet to a point on the north line of the S $\frac{1}{2}$ of the SE $\frac{1}{4}$ of said section; thence S $89^{\circ}49'18''$ E leaving said right-of-way and along said north line a distance of 1326.48 feet to a 3" capped pipe at the SE corner of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of said section; thence N $00^{\circ}56'37''$ W along the east line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 1137.61 feet to the southern right-of-way of Shelby County Hwy. 13 and being the POINT OF BEGINNING of the easement herein described; thence N $49^{\circ}05'12''$ E along said right-of-way a distance of 195.72 feet to a point; thence S $00^{\circ}56'37''$ E leaving said right-of-way a distance of 933.79 feet to the centerline of Hancock Creek; thence run West to the western boundary line of the NW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 8, Township 21 South, Range 4 West; thence run North along said western boundary line to the Point of Beginning.


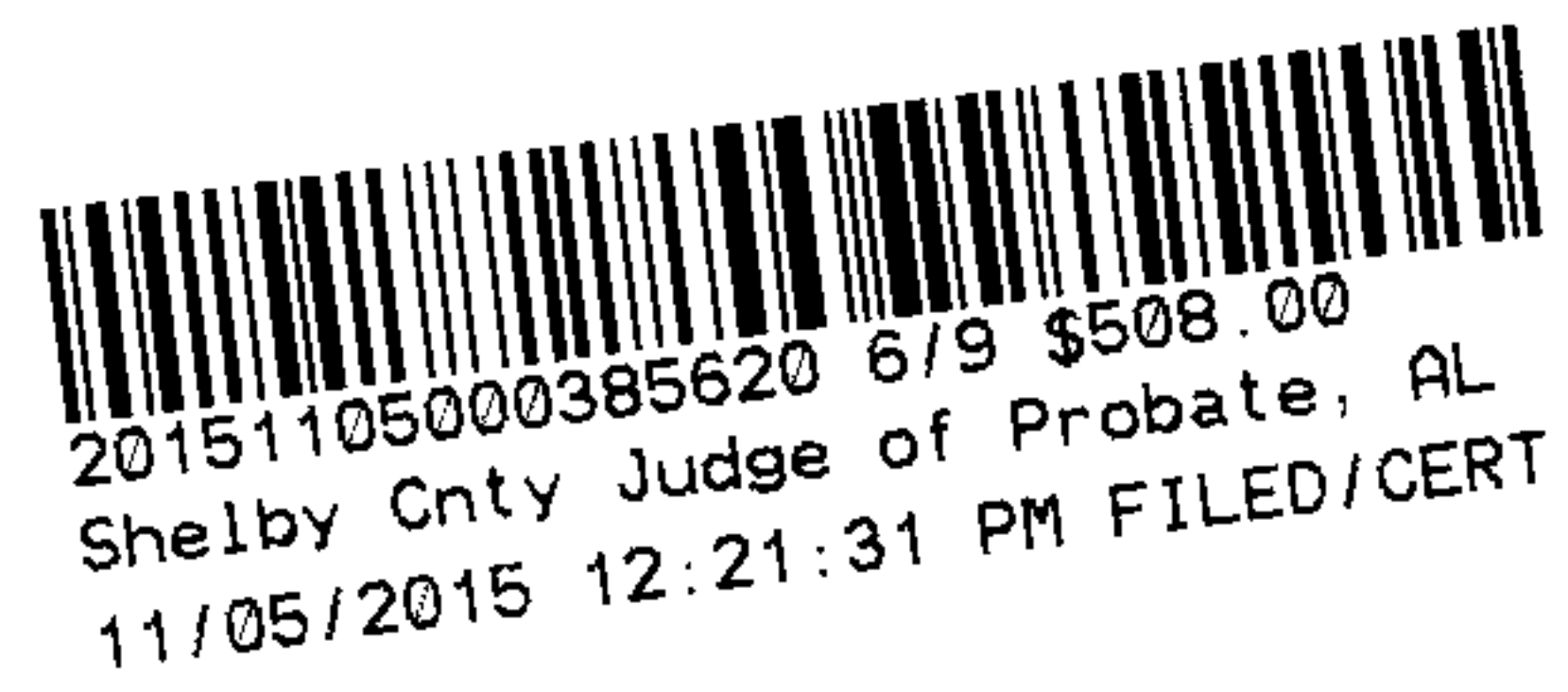

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EXHIBIT C
Exceptions to Any and All Warranties of Title

All recording references herein are to the records appearing in the Office of the Clerk of Court, Shelby County, Alabama, unless otherwise indicated.

1. The lien for ad valorem taxes not yet due and payable and roll back taxes, if any.
2. All oil, gas and other minerals of every kind and character, including, but not limited to oil, gas, sand, limestone, and gravel, in, on, and under the Property as may have been previously reserved by or conveyed to others and any mineral leases or other documents concerning the mineral estate.
3. All rights, easements and servitudes incident to and a part of the mineral estate underlying the Property and all oil, gas, salt water or disposal well sites and related agreements.
4. All public and private unrecorded and recorded rights-of-way, public roads, utility easements, utility rights-of-way and pipeline rights-of-way now in existence in, on, under, over and across the surface of the Property and all reservations of such rights whether or not in existence.
5. All rights of the State of Alabama and the United States, if any, in and to any navigable waterways situated on or about the Property and all navigational servitudes arising from any navigable waterways situated on or about the Property, all existing easements relating to flowage rights, locks, dams, canals or other improvements pertaining to waterways on the Property.
6. Riparian and other rights created by the fact that the Property may be bounded by or transversed by a river.
7. The right, if any, of neighboring riparian owners and the public or others to use the waters of a river or the rights of the public to use the beaches or shores for recreational purposes.
8. Land formerly or presently comprising the shores or bottom of navigable waters or to artificial accretions or fill or rights or claims of parties to such land.
9. Sovereignty lands and other land which may lie beneath the ordinary high water mark as established as of the date the State of Alabama was admitted to the Union.
10. Boundary line disputes, overlaps, encroachments, graveyards, the names of roads, rivers or other monuments in the legal description, the precise location of property having an indefinite description and any other similar matters not of record which would be disclosed by an accurate survey and inspection of the Property.
11. Unrecorded and recorded easements and rights-of-way for existing roads (public or private), railroads and public utility lines running through, over or across the Property.
12. All land use (including environmental and wetlands), building and zoning laws, regulations, codes and ordinances affecting the Property.
13. That certain Hunting, Fishing and Recreation Lease Agreement [Cahaba River WMA] between SWF Birmingham, LLC and the Alabama Trust Fund for the State of Alabama (pursuant to Amendment 543 to the Alabama Constitution of 1901) as recorded in 2009111800042843, First Amendment 20130117000024840, Second Amendment 20130117000024850, Third Amendment



201401810000258310 and Fourth Amendment 201408180000258320 and Fifth Amendment 20140818000258330 in the Probate Office of Shelby County Alabama.

14. Lease agreement between United States Steel Corporation and GeoMet, Inc. as evidenced by Memorandum of Lease recorded in Instrument #2002-29918 and modified by First Amendment recorded in Instrument #2003-21835 and instrument #2003-21834; Second Amendment recorded in Instrument #2003-68315 and Instrument #2003-68316; Unrecorded Third Amendment; Fourth Amendment recorded in Instrument #2005-26637 and Instrument #2005-26638; as assigned to Saga Resource Partners, LLC in Instrument #2013-25766.

15. Right of way in favor of Alabama Power Company dated 7/1/1951 and referred to in document C&A 4536.

16. Agreement With Respect to Surface and Subsurface Uses Red and Blue Cross Hatched, Yellow Outline and Yellow Dots between United States Steel Corporation to RGGS Land & Minerals, LTD., L.P., recorded as in 2004032000148580 and #20040609000311270.

17. Agreement to Grant Easements from United States Steel Corporation to RGGS Land & Minerals, LTD., L.P. dated February 26th 2004 recorded in Instrument #20121205000464910.

18. Special Warranty Deed to Minerals from United States Steel Corporation to RGGS Land & Minerals, Ltd., L.P., recorded as Instrument #20040323000148560 and Instrument #20040323000148570.

19. Subject to an Assignment and Assumption Agreement by and between United States Steel Corporation and Valley Creek Land & Timber, LLC concerning RGGS Land and Minerals, Ltd., L.P., a Delaware limited liability partnership, recorded in Instrument 201410150000328270.

20. Subject to Coal Seam Gas Lease by and between United States Steel Corporation and GeoMet, Inc. dated April 9, 2002 as set forth in C&A 8009 and Memorandum of Second Amendment to Coal Seam Gas Lease between United States Steel Corporation and GeoMet, Inc. dated August 14, 2003 and recorded in Instrument #20031010000683160 and Notice of Extension of Coal Seam Gas Lease between GeoMet and United States Steel Corporation dated April 4th, 2013 and recorded in Instrument#20130410000147990 Ratification of Coal Seam Gas Lease between United States Steel Corporation and GeoMet, Inc. dated October 21, 2013 and recorded in Instrument #20131105000436370.

21. Subject to any portion of the Property used as a cemetery or burial site and the statutory right of access to the same, if existing at all within the boundaries of the Property.

22. Subject to rights of other parties in and to all artificially filled lands or lands lying below the ordinary high water mark within the boundary of any creek, stream or river, together with littoral or riparian rights affecting the same.

23. Subject to a right of way to Shelby County Alabama and quitclaim of old roadway as set forth in Instrument B 13966 and as Deed Book 262 Page 351.

24. Subject to conditions, covenants, and other matters set forth in that certain Statutory Warranty Deed with Reservation and Grant of Easements from United States Steel Corporation to Valley Creek Land & Timber, LLC dated August 27, 2014, and recorded in Instrument#20140908000281070.

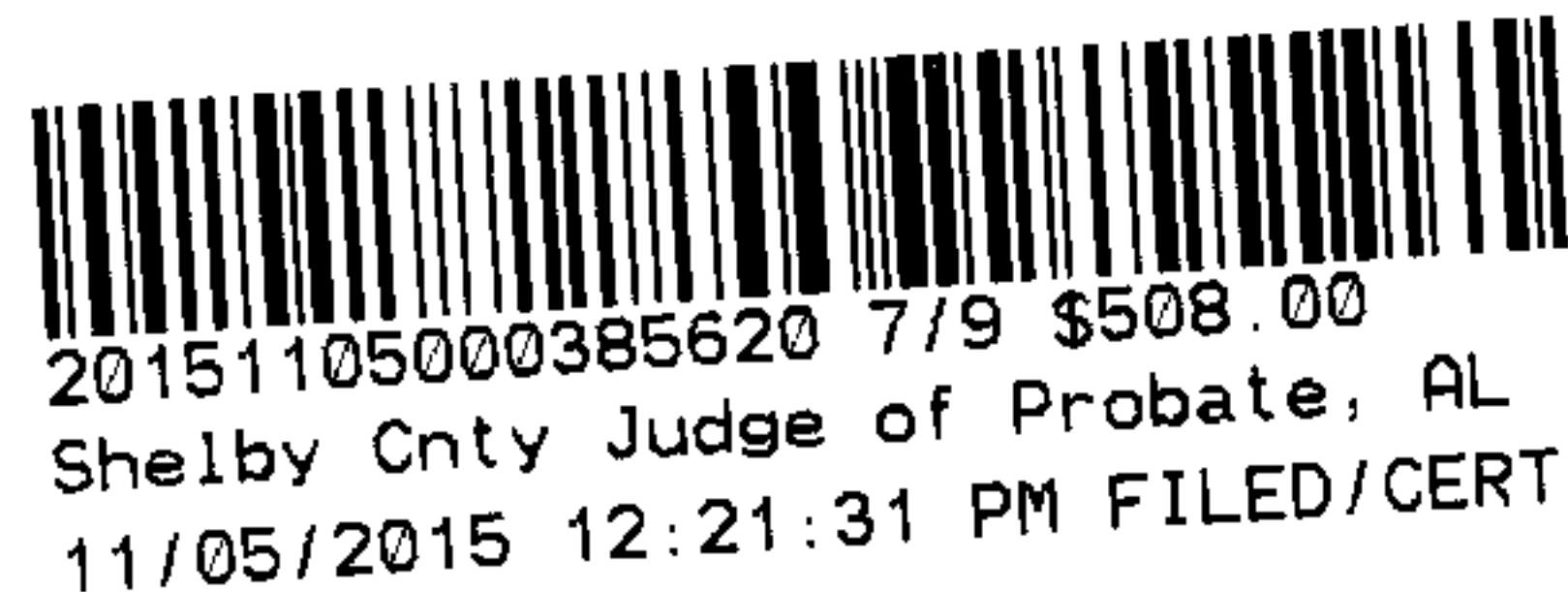
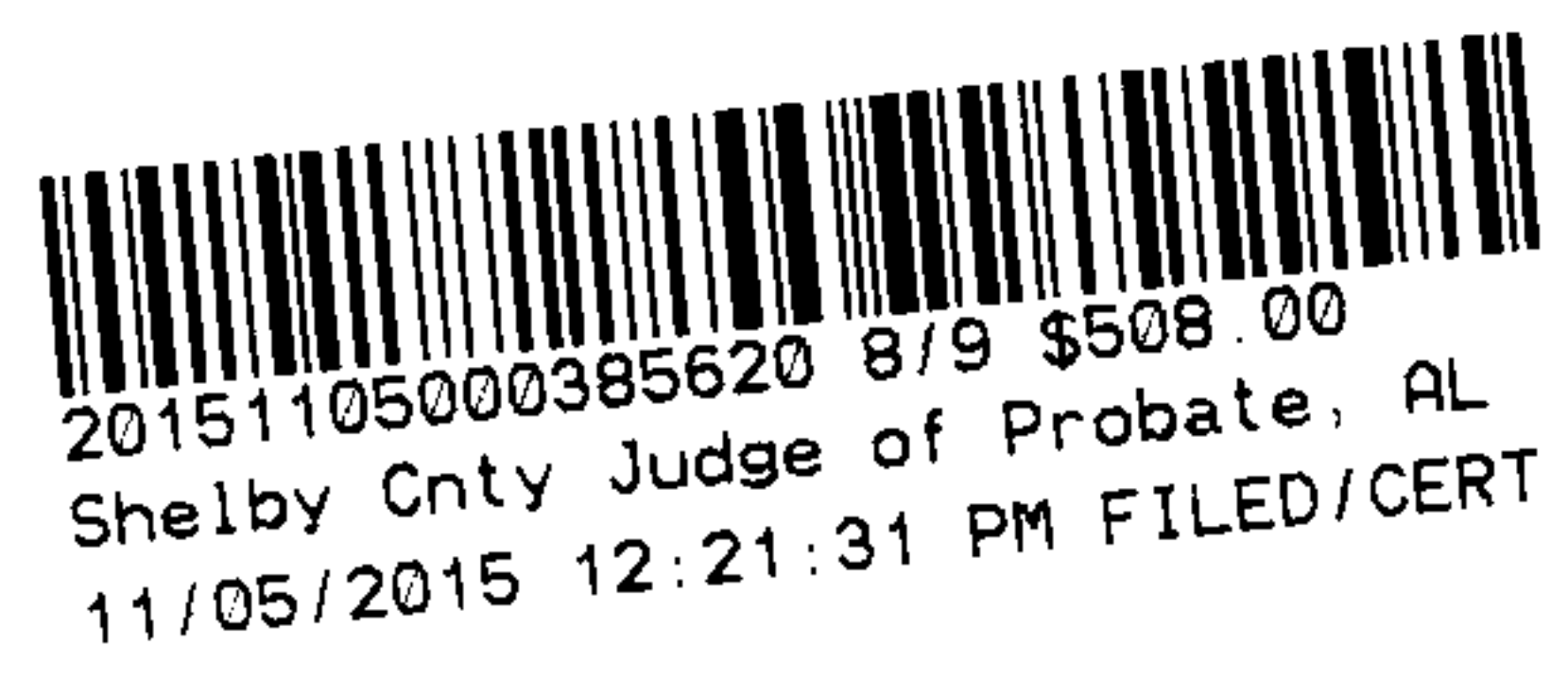


EXHIBIT D
River Road Right-of-Way

A proposed 60' right-of-way of River Road (Shelby County Hwy. 251) situated in the SE 1/4 of Section 7, Township 21 South, Range 4 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 3" capped pipe at the SE corner of Section 7, Township 21 South, Range 4 West, Shelby County, Alabama; thence N 89°52'10" W along the south line of said section a distance of 2352.50 feet to the POINT OF BEGINNING of the centerline of a 60' right-of-way lying 30 feet to either side of and parallel to described centerline; thence N 6°26'36" E along said centerline a distance of 231.56 feet to the point of curve to the left having a central angle of 13°55'29" and a radius of 2500.00 feet, said curve subtended by a chord bearing N 0°31'08" W and a chord distance of 606.08 feet; thence along the arc of said curve and along said centerline a distance of 607.58 feet to the intersection of said centerline and the southern right-of-way of Shelby County Hwy. 13 and the END of said centerline. Said parcel of land contains 1.16 acres, more or less.



Real Estate Sales Validation Form

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

Grantors' Name: Valley Creek Land & Timber Company

Mailing Address : 1300 Meadowbrook Road, Ste 202
Jackson, MS 39211

Grantee's Name: Highway 13, LLC

Mailing Address: 122 Bishop Circle
Pelham, AL 35124

Property Address: See legal description

Date of Transfer: October 30, 2015

Total Purchase Price \$470,000.00

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	Appraisal
x	Sales Contract	Other
x	Closing Statement	

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

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: October 30, 2015

Sign

x

verified by closing agent
F. Wayne Keith Attorney

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