

STATE OF ALABAMA)
 :
COUNTY OF SHELBY)

20151229000442270
12/29/2015 03:30:02 PM
DEEDS 1/4

SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, **GOLDEN CORRAL CORPORATION**, a North Carolina corporation (the herein "Grantor"), with mailing address of 5151 Glenwood Avenue, Raleigh, North Carolina 27626, for and in consideration of the sum of Two Million and No/100 (\$2,000,000.00) Dollars, and other good and valuable consideration, this day in hand paid to it by **ROSALEE, LLC**, an Alabama limited liability company (the herein "Grantee"), with mailing address of 101 Cahaba Valley Parkway, Pelham, Alabama 35124, the receipt of which is hereby acknowledged, does hereby give, grant, bargain, sell and convey unto the said **ROSALEE, LLC**, an Alabama limited liability company, the following described real estate, lying and being in the County of Shelby, State of Alabama, to-wit:

Lot 2, Golden Corral's Addition to Pelham, as recorded in Map Book 27, page 149, in said Probate Office; together with rights in and to that certain Temporary Grading Easement as recorded in Instrument 2001/08587 and being more particularly described as follows:

TEMPORARY GRADING EASEMENT:

A parcel of land situated in part of the Southeast one-quarter of the Northeast one-quarter and part of the Northeast one-quarter of the Southeast one-quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Southeast corner of Lot 1, Shelby Medical Center – Baptist Medical Center Resurvey, as recorded in Map Book 18, page 72 in the Probate Office of Shelby County, Alabama, said point being on the Western most right of way line of Interstate 65 (right of way varies); thence run in a southwesterly direction along the Southern most property line of said Lot 1 for a distance of 289.09 feet; thence turn a deflection angle right 90°00'31" and run in a Northwesterly direction for a distance of 29.19 feet to the point of beginning; thence turn a deflection angle left 89°58'17" and run in a Westerly direction for a distance of 395.01 feet to a point on the Easternmost right of way of rededicated Cahaba Valley Parkway; thence turn a deflection angle right 88°45'19" and run in a Northerly direction along said Eastern most right of way line for a distance of 61.00 feet; thence turn a deflection angle right 91°14'41" and run in an Easterly direction for a distance of 273.21 feet; thence turn a deflection angle right 26°20'29" and run in a Southeasterly direction for a distance of 137.44 feet to the point of beginning.

Property Address: 101 Cahaba Valley Parkway, Pelham, Alabama 35124

Date of Sale: ~~December~~ November 19, 2015

*\$2,000,000.00 consideration paid by mortgage.
TO HAVE AND TO HOLD, the above described real estate, together with all and singular the rights, tenements, hereditaments, appurtenances and improvements thereunto belonging, or in anywise appertaining, unto the said Grantee, its successors and assigns, forever. Said property being subject, however, to all ad valorem taxes, other taxes, assessments, and further excepting any liens, restrictions, covenants, building set back lines, rights-of-way and easements pertaining to the above described property of record in the Probate Office of Shelby County, Alabama, and this conveyance is made subject to all matters which would be disclosed by a survey of, or an inspection of, the real property, buildings and other improvements and appurtenant rights.

THIS CONVEYANCE IS ALSO MADE SUBJECT to the following covenant, restriction and prohibition, which party of the second part does accept and agree to by virtue of the acceptance of the conveyance effected by this Special Warranty Deed: party of the second part and any "Related Entity," their respective successors and assigns, shall not convey, assign, license, sell or lease any property or any lands within a five (5) mile radius

("Grantee's Other Property") of the real property, whether now owned or hereafter acquired by party of the second part or a Related Entity or their respective successors and assigns, without first prohibiting the use of such Grantee's Other Property to be conveyed, assigned, licensed, sold or leased for the operation of a cafeteria or buffet-style restaurant for a period of forty (40) years from the date of this Special Warranty Deed. The covenant, restriction and prohibition set forth in this paragraph shall be a covenant running with the real property, and it shall be set forth in any instrument of transfer used in connection with the Grantee's Other Property as a covenant running with such property or land for the benefit of party of the first part, its successors and assigns. The term "Related Entity" shall mean any partnership, company, corporation or trust in which the party of the second part has an interest.

AND THE UNDERSIGNED Grantor, for itself, its successors and assigns, does hereby and in consideration of the premises, warrant and will forever defend the title to the above described property and hereby granted premises unto the said Grantee, from and against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise, and subject to the exceptions to title set forth herein, and as shown on Exhibit "A" attached hereto and made a part hereof by reference, and the covenant, restriction and prohibition on use set forth herein.

The undersigned Grantor does hereby attest, to the best of its knowledge and belief that the information contained in this document including the purchase price, which can be verified by the Closing Statement, is true and accurate. The undersigned Grantor further understands that any false statements may result in the imposition of the penalty indicated in *Code of Alabama* (1975) § 40-22-1(h).

IN WITNESS WHEREOF, the undersigned Grantor has caused this instrument to be executed by its duly authorized officer on this the 16th day of December, 2015.

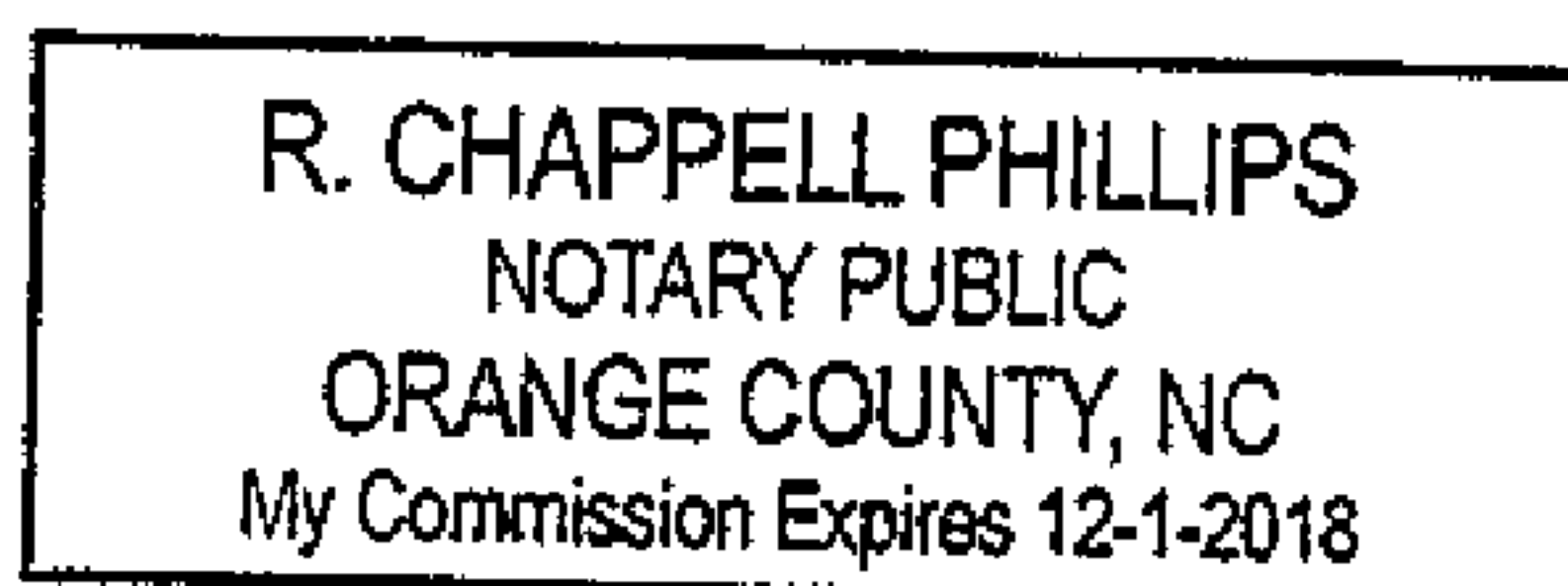
GOLDEN CORRAL CORPORATION, a North Carolina corporation

By: James D. Lavery
Name: James D. Lavery
Title: Senior Vice President of Finance and Administration

STATE OF North Carolina
COUNTY OF Wake

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that James D. Lavery, whose name as SVP of Finance + Admin of GOLDEN CORRAL CORPORATION, a North Carolina corporation, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day same bears date.

Given under my hand and seal of office this the 16th day of December, 2015.



R. Chappell Phillips
Notary Public
My Commission Expires: 12-1-2018

THIS INSTRUMENT WAS PREPARED SOLELY FROM INFORMATION PROVIDED TO THE PREPARER OF THIS INSTRUMENT, WHO CONDUCTED NO TITLE EXAMINATION, AND WHO ISSUED NO TITLE OPINION OR TITLE INSURANCE.

THIS INSTRUMENT WAS PREPARED BY: ROBERT E. RAWLINSON, HARRISON, GAMMONS & RAWLINSON, P.C., 2430 L & N DRIVE, HUNTSVILLE, ALABAMA 35801, (256) 533-7711/ang

EXHIBIT "A"

EXCEPTIONS:

1. Taxes and assessments for the year 2015, and subsequent years, which are not yet due and payable. Tax information has been based on the present assessment roles, but is subject to any future adjustments that may be made by either the Tax Assessor or the Board of Equalization of Shelby County, Alabama.
2. Restrictions, covenants and conditions as recorded in Real 268, page 140; Real 290, page 386; Real 325, page 929; Instrument 1992-15856 and Instrument 1993-25691, in the Probate Office of Shelby County, Alabama.
3. Transmission line permit to Alabama Power Company, as recorded in Deed Book 113, page 281, in the Probate Office of Shelby County, Alabama.
4. Easement for Alabama Power Company recorded in Real 292, page 618, in the Probate Office of Shelby County, Alabama.
5. All existing, future or potential common law or statutory rights of access between the right of way of I-65 and subject property as conveyed and relinquished to the State of Alabama.
6. Mineral and mining rights and rights incident thereto recorded in Deed Book 5, page 706, in the Probate Office of Shelby County, Alabama.
7. Rights of others in and to that certain Temporary Grading Easement recorded in Instrument 2001-8587, in the Probate Office of Shelby County, Alabama.

REAL ESTATE SALES VALIDATION
In accordance with Code of Alabama (1975), Section 40-22-1

Grantor(s) Name(s): Golden Corral Corporation, a North Carolina corporation
 5151 Glenwood Avenue
 Raleigh, North Carolina 27626

Grantee(s) Name(s): Rosalee, LLC, an Alabama limited liability company
 Mailing Address: 101 Cahaba Valley Parkway
 Pelham, Alabama 35124

Property Address: 101 Cahaba Valley Parkway, Pelham, Alabama 35124

Date of Sale: November 19, 2015

Total Purchase Price: \$2,000,000.00

OR

Actual Value: \$

OR

Assessor's Market Value: \$

The purchase price or actual value claimed can be verified in the following documentary evidence: (check one)
 (Recordation of documentary evidence is not required)

_____ Bill of Sale
 _____ Sales Contract
 X Closing Statement
 _____ Appraisal
 _____ Other:

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), Section 40-22-1(h)*.

Date: November 19, 2015

Robert E. Rawlinson

Print Name of Attestor

Robert Rawlinson

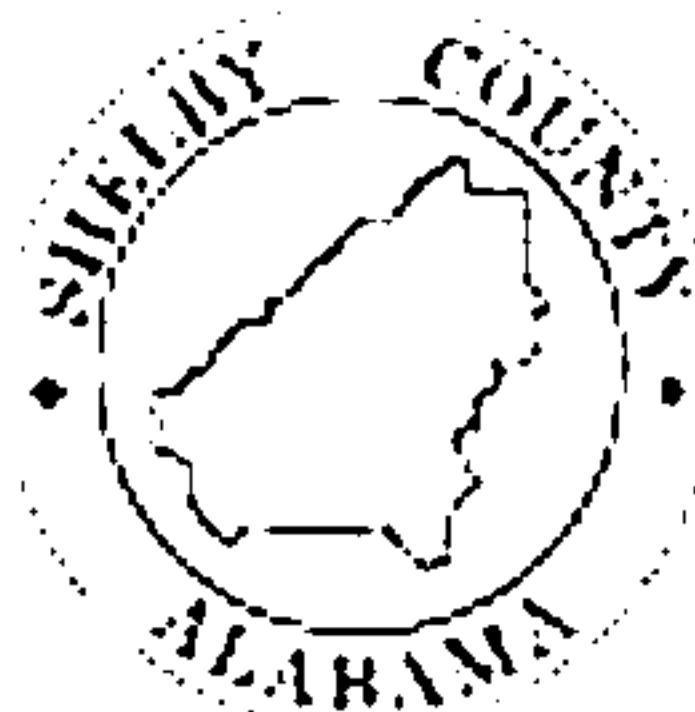
Signature of Attestor

Check One:

_____ Grantor
 _____ Grantee
 _____ Owner
 X Agent

x Unattested

 (verified by)



Filed and Recorded
 Official Public Records
 Judge James W. Fuhrmeister, Probate Judge,
 County Clerk
 Shelby County, AL
 12/29/2015 03:30:02 PM
 \$24.00 JESSICA
 20151229000442270

Jessica