

T-97101



20160504000147850 1/7 \$5282.00
Shelby Cnty Judge of Probate, AL
05/04/2016 08:16:32 AM FILED/CERT

This instrument was prepared by:

Send Tax Notice to:

Angela Castro
DLA Piper LLP (US)
2000 University Avenue
East Palo Alto, CA 94303

STATE OF ALABAMA)
COUNTY OF Shelby)

Shelby County, AL 05/04/2016
State of Alabama
Deed Tax: \$5250.00

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS,

THAT IN CONSIDERATION of the Ten Dollars (\$10.00) and other valuable consideration in hand paid by **IA BIRMINGHAM SOUTHGATE, L.L.C.**, a Delaware limited liability company f/k/a Inland American Birmingham Southgate, L.L.C. (hereinafter referred to as the "Grantor") to **NEW MARKET-SOUTHGATE LLC**, a Delaware limited liability company (hereinafter referred to as the "Grantee"), the receipt and sufficiency of which are hereby acknowledged, Grantor does by these presents, grant, bargain, sell and convey unto the Grantee, all those certain tracts or lots of land lying in Shelby County, Alabama, and more particularly described on Exhibit A attached hereto and incorporated herein by reference, subject, however, to the permitted exceptions described on Exhibit B attached hereto and incorporated herein by reference (the "Permitted Exceptions").

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

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

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

[\$9,000,000.00 of the consideration for this Deed is secured by a mortgage executed and filed for record simultaneously herewith, and on which mortgage tax under Section 40-22-2 of the Alabama Code is being paid].

Pursuant to the provisions of Alabama Code § 40-2201 (1975), the following information is offered in lieu of submitting Form RT-1:

Grantor's Name and Mailing Address:

IA Birmingham Southgate, L.L.C.
c/o InvenTrust Properties Corp.
2809 Butterfield Road, Suite 200
Oak Brook, IL 60523

Grantee's Name and Mailing Address:

New Market-Southgate LLC
3284 Northside Parkway, NW
Suite 150
Atlanta, GA 30327

Property Address: Southgate Village, Pelham, AL

Total Purchase Price \$ 13,250,000.⁰⁰

or

Actual Value \$ _____

or

Assessor's Market Value \$ _____

Purchase Price: \$13,250,000

[SIGNATURE PAGE FOLLOWS.]



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IN WITNESS WHEREOF, the Grantor has caused this Statutory Warranty Deed to be executed as of the 26th day of April, 2016.

GRANTOR:

IA BIRMINGHAM SOUTHGATE, L.L.C., a Delaware limited liability company

By: IA MAC Corporation, a Delaware corporation, its sole member

By: Scott W. Wilton

Its: Secretary


STATE OF ILLINOIS)
COUNTY OF DUPAGE)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that SCOTT W. WILTON, whose name as SECRETARY of IA MAC Corporation, a Delaware corporation, the sole member of IA Birmingham Southgate, L.L.C., a Delaware limited liability company, 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 said conveyance, s/he, as such officer and with full authority, executed the same voluntarily for and as the act of said SECRETARY.

Given under my hand and official seal, this the 26th day of April, 2016.

Joanne T. Rhodes
Notary Public

My Commission Expires: March 31, 2018


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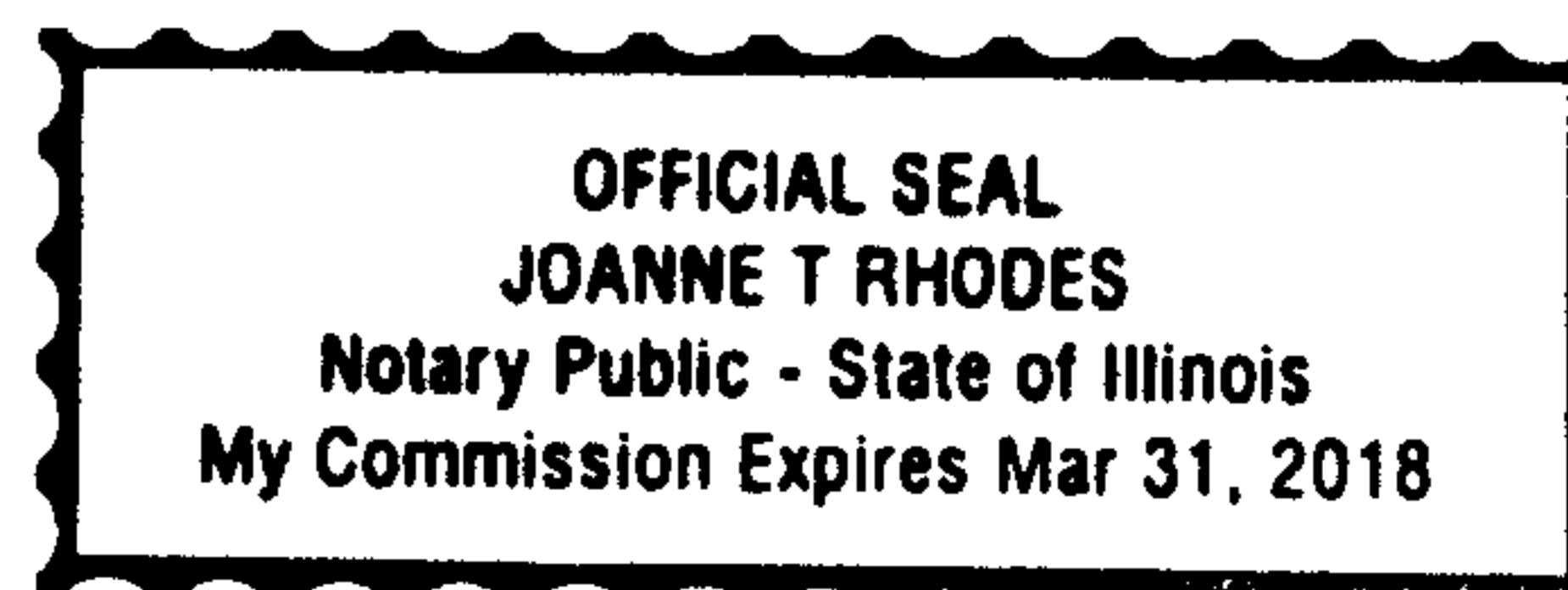


EXHIBIT A

Legal Description

A tract of land situated in the Southeast 1/4 of the Southeast 1/4 of Section 25, Township 19 South, Range 3 West, Shelby County, Alabama, and more particularly described as follows:

Commence at the Northeast corner of said 1/4 - 1/4 section and run North 87 degrees 18 minutes 38 seconds West, along the North line thereof a distance of 422.06 feet; Thence run South 01 degrees 17 minutes 56 seconds West, for a distance of 412.83 feet to the Point of Beginning; Thence run South 87 degrees 17 minutes 54 seconds East, for a distance of 417.36 feet to a point on the East line of said 1/4 - 1/4 section; Thence run South 01 degrees 57 minutes 45 seconds West, along said East line a distance of 189.93 feet; Thence run South 88 degrees 02 minutes 15 seconds East, for a distance of 3.83 feet to a point on the West right of way line of U.S. Highway No. 31; Thence run along said right of way South 10 degrees 40 minutes 00 seconds West, a distance of 434.26 feet; Thence run South 32 degrees 01 minutes 05 seconds West, a distance of 188.80 feet to a point on the Northwest right of way line of Alabama Highway No. 261; Thence run South 61 degrees 31 minutes 05 seconds West, along said right of way a distance of 122.50 feet; Thence run North 32 degrees 30 minutes 55 seconds West, along the Northeast boundary of Riverchase Animal Clinic property a distance of 141.48 feet; Thence run South 57 degrees 29 minutes 05 seconds West, along the Northwest line of said property a distance of 100.00 feet to the Northeast right of way line of Valley Dale Terrace; Thence run North 32 degrees 30 minutes 55 seconds West, along right of way line a distance of 25.60 feet to the beginning of a curve to the right, said curve having a radius of 419.64 feet and subtending a central angle of 13 degrees 13 minutes 21 seconds; Thence run Northwest along the arc of said curve a distance of 96.84 feet; thence on a line tangent to curve, continue North 19 degrees 17 minutes 34 seconds West, along right of way line a distance of 166.06 feet; Thence run North 58 degrees 04 minutes 35 seconds East, along right of way a distance of 13.01 feet; Thence an angle to the left to tangent of a curve to the left of 77 degrees 07 minutes 41 seconds, said curve having a radius of 174.25 feet and subtending a central angle of 30 degrees 07 minutes 58 seconds; thence run along the arc of said curve a distance of 91.61 feet; thence on a line tangent to curve, continue along right of way line North 49 degrees 11 minutes 04 seconds West, a distance of 67.40 feet; Thence run North 40 degrees 48 minutes 56 seconds East, a distance of 147.17 feet; Thence run North 50 degrees 36 minutes 35 seconds East, a distance of 175.89 feet; thence run North 01 degrees 17 minutes 56 seconds East, for a distance of 175.35 feet to the Point of Beginning.

Together with all of owner's right, title and interest in and to that certain Easement dated November 18, 1987, and recorded in Book 161, Page 3, in the Probate Office of Shelby County, Alabama.

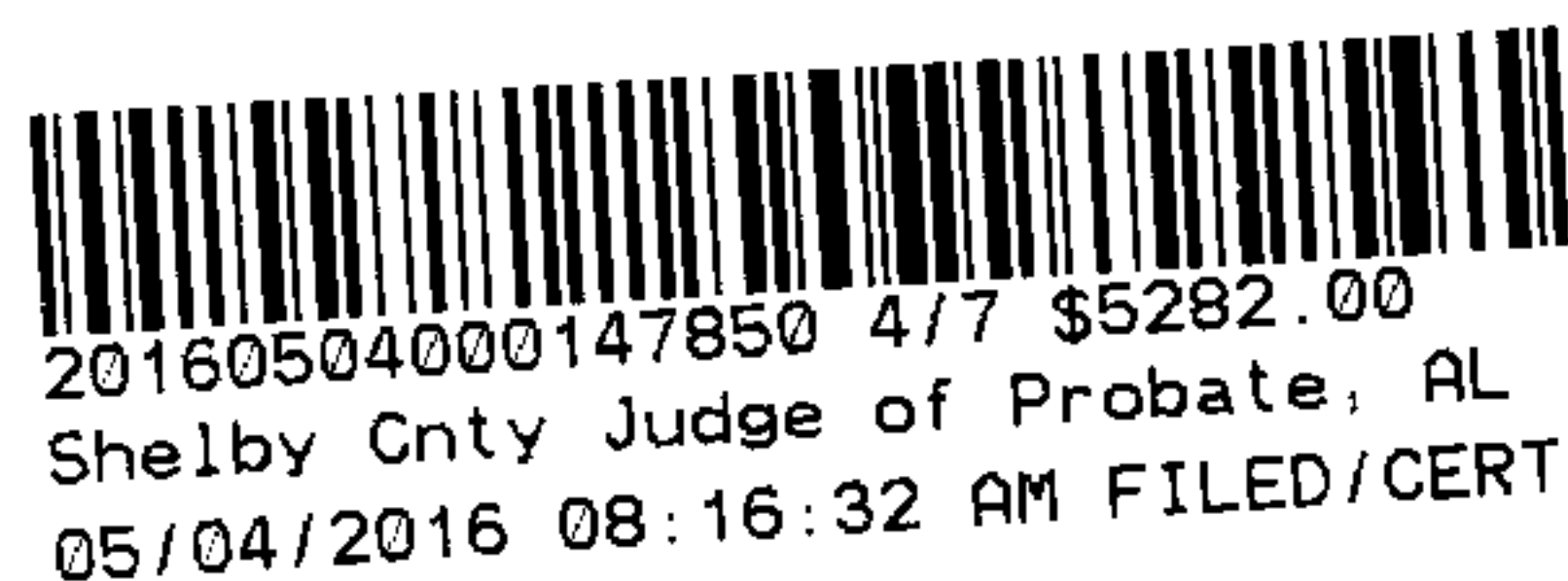



Exhibit B

Permitted Exceptions


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1. Any mineral or mineral rights leased, granted or retained by current or prior owners.
2. Taxes and assessments for the year 2016, and subsequent years, are not due and payable.
3. Right of Way granted to Alabama Power Company by instruments recorded in Deed Book 101, Page 569; Deed Book 111, Page 153; Deed Book 129, Page 38; Deed Book 222, Page 435; Deed Book 251, Page 514, and Real Volume 182, Page 550.
4. Right of way granted to the City of Pelham as shown in instruments recorded in Real Volume 83, Page 287 and Real Volume 90, Page 380.
5. Easement Agreement as set forth in instruments recorded in Real Volume 94, Page 31 and Real Volume 303, Page 1.
6. Rights of tenants, as tenants only, in possession under unrecorded leases as shown on the Rent Roll attached hereto and by this reference incorporated herein, without an option, right of first refusal or other right to purchase.
7. Memorandum of Lease dated June 22, 2001 by and between Regency Centers, L.P. and Publix Alabama, LLC, filed for record September 25, 2001, as recorded in Inst. # 2001- 41350; corrected by that certain Corrective Memorandum of Lease recorded in Inst. # 20030512000291080, and further amended by that certain First Amendment to Memorandum of Lease recorded in Inst. # 20030512000291090.
8. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto, together with any release of liability for injury or damage to persons or property as a result of the exercise of such rights as recorded in Deed Book 109, Page 312 and Deed Book 5, Page 706.
9. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by an ALTA/NSPS survey made by Howell for Commercial Due Diligence Services on December 31, 2015, last revised April 8, 2016, designated Job Number 15-12-01938:005:
 - (A) Wall at southeast section of subject property crosses southeast boundary of subject property into US Highway 31 right of way, by an undisclosed distance;
 - (B) Surveyor notes "SHOPS" building at southwest section of subject property crosses into power easement detailed in Volume 182 Page 550, by a distance, maximum of 23.5 feet;
 - (C) Sign at southeast section of subject property lies within and crosses into 30 foot permanent, 50 foot temporary, and 20 foot easements detailed in Volume 83 Page 287, Volume 90 Page 380, Volume 235 Page 45, and Volume 90 Page 380, by undisclosed distances.

Real Estate Sales Validation Form

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

Grantor's Name IA Birmingham Southgate, L.L.C.
Mailing Address c/o InvenTrust Properties Corp.
2809 Butterfield Road, Suite 200
Oak Brook, IL 60523

Grantee's Name New Market-Southgate LLC
Mailing Address 3284 Northside Parkway, NW
Suite 150
Atlanta, GA 30327

Property Address Southgate Village
Pelham, AL 35124

Date of Sale April 29, 2016
Total Purchase Price \$ 13,250,000



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or
Actual Value \$

or
Assessor's Market Value \$

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
☒ Sales Contract ☐ Other
☐ 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.

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).

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 Apr 29, 2016

Print See attached signature page

☐ Unattested
(verified by)

Sign See attached signature page
(Grantor/Grantee/Owner/Agent) circle one

Signature Page to Real Estate Sales Validation Form

GRANTOR:

IA BIRMINGHAM SOUTHGATE, L.L.C., a Delaware limited liability company

By: IA MAC Corporation, a Delaware corporation,
its sole member

By: Scott W. Wilton

Its: Secretary



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