

This instrument was prepared by:
Clayton T. Sweeney, Attorney
2700 Highway 280 East, Suite 160
Birmingham, AL 35223

Send Tax Notice To:
GPEP, LLC
3108 Blue Lake Drive Suite 200
Birmingham, AL 35243

STATE OF ALABAMA

)

:

STATUTORY WARRANTY DEED

COUNTY OF SHELBY

)

KNOW ALL MEN BY THESE PRESENTS: That, for and in consideration of **Eight Million and 00/100 (\$8,000,000.00)**, and other good and valuable consideration, this day in hand paid to the undersigned **HIGHPOINTE INVESTMENTS, LLC, an Alabama limited liability company**, (hereinafter referred to as GRANTORS), in hand paid by the GRANTEE herein, the receipt whereof is hereby acknowledged, the GRANTORS do hereby give, grant, bargain, sell and convey unto the GRANTEE, **GPEP, LLC, an Alabama limited liability company**, (hereinafter referred to as GRANTEE), its successors and assigns, the following described Real Estate, lying and being in the County of **SHELBY**, State of Alabama, to-wit:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF FOR LEGAL DESCRIPTION

Subject To:


- 1) Ad valorem taxes for 2016 and subsequent years not yet due and payable until October 1, 2016.
- 2) Existing covenants and restrictions, easements, building lines and limitations of record in Book 14, Page 14 (Lot 1)
- 3) Mineral and mining rights not owned by grantor.
- 4) Less and except any part of the subject property lying within any road right-of-way.
- 5) Right-of-way granted to Alabama Power Company recorded in Volume 111, Page 408 and Volume 273, Page 201, in said Probate Office.
- 6) Restrictions appearing of record in in Volume 206, Page 448, in said Probate Office.
- 7) Right-of-way granted to the City of Pelham recorded in Volume 312, Page 523. Less and except portion conveyed to Eagle Point Golf Club recorded in Instrument No. 1994-36852, in said Probate Office.
- 8) Declaration of Easements, Covenants, and Restrictions for Griffin Park at Eagle Point filed for record in Instrument No. 20160620000210350, in said Probate Office.
- 9) Easement from Highpointe Investments, LLC to NewCastle Development, LLC for Access Road as recorded in Instrument No. 20160620000210340, in said Probate Office.
- 10) Sewer Force Main situated on Westerly property line and water line running from westerly property line as shown on survey of Engineering Design Group, LLC dated June 13, 2016 last revised June 21, 2106.



20160623000218270 1/6 \$30.00
Shelby Cnty Judge of Probate, AL
06/23/2016 01:39:54 PM FILED/CERT

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The Grantor, Highpointe Investments, LLC, is the Developer under the Declaration of Easements, Covenants and Restrictions for Griffin Park at Eagle Point, as recorded in Instrument No. 201606200002103450 in the Probate Office of Shelby County, Alabama (the "Covenants"). In accordance with Section 13.17 of the Covenants, Grantor hereby assigns to Grantee with respect to the property herein conveyed (the "Lots" or "Tracts") the Developer's rights under Section 6.3 of the Covenants so that the Lots or Tracts shall be deemed to be owned by the Developer pursuant to Section 6.3 of the Covenants and each Lot or Tract shall be exempt from Assessments (as defined in the Covenants) until the sooner of either (i) the conveyance of the Lot to a person other than the Developer at which time the Assessments shall commence on the Lot or Tract so conveyed in accordance with Section 6.3 of the Covenants or (ii) the Developer elects to pay Common Area Assessments and Sector Assessments on the Lots or Tracts owned by the Developer in accordance with Section 6.3 of the Covenants at which time Assessments shall commence on all of the Lots then owned by Grantee; Except for the limited assignment of rights herein set forth, the Grantee shall have no other rights of the Developer under the Covenants with respect to the Lots, Tracts or otherwise.


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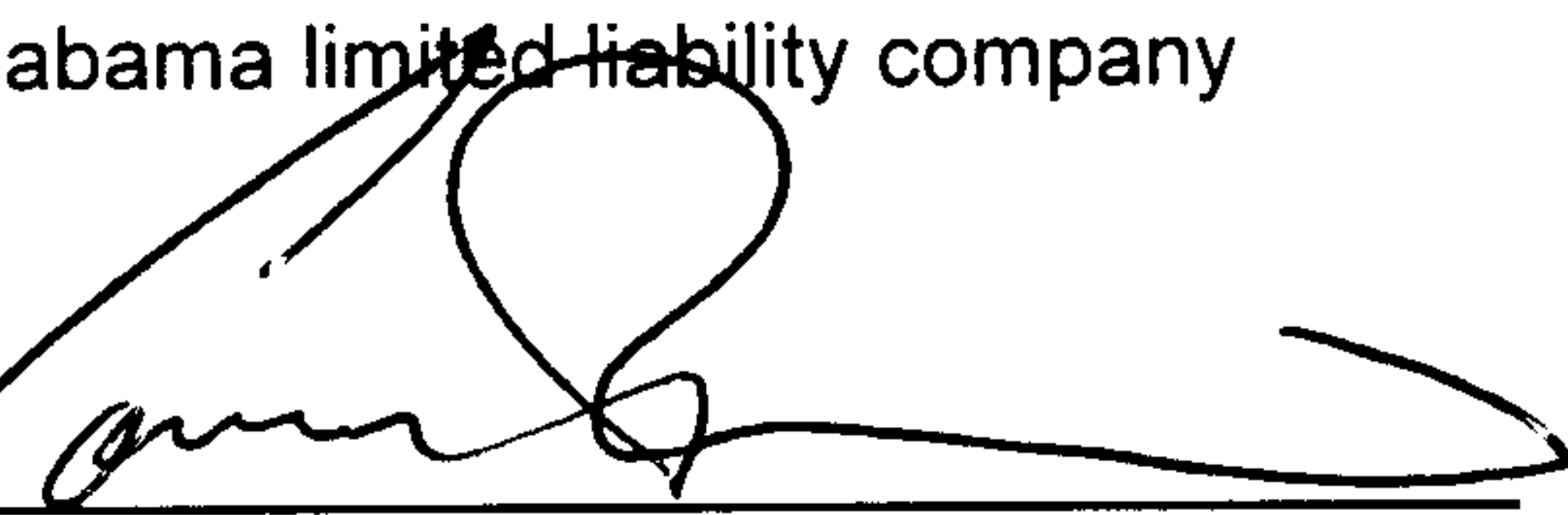
All of the consideration was paid from the proceeds of a mortgage loan closed simultaneously herewith.

This instrument is executed as required by the Articles of Organization and Operational Agreement of said LLC and same have not been modified or amended.

TO HAVE AND TO HOLD, the tract or parcel of land above described together with all and singular the rights, privileges, tenements, appurtenances, and improvements unto the said GRANTEE, its successors and assigns forever.

IN WITNESS WHEREOF, said GRANTOR has through its duly authorized member hereunto set its hand and seal this the 22nd day of June, 2016.

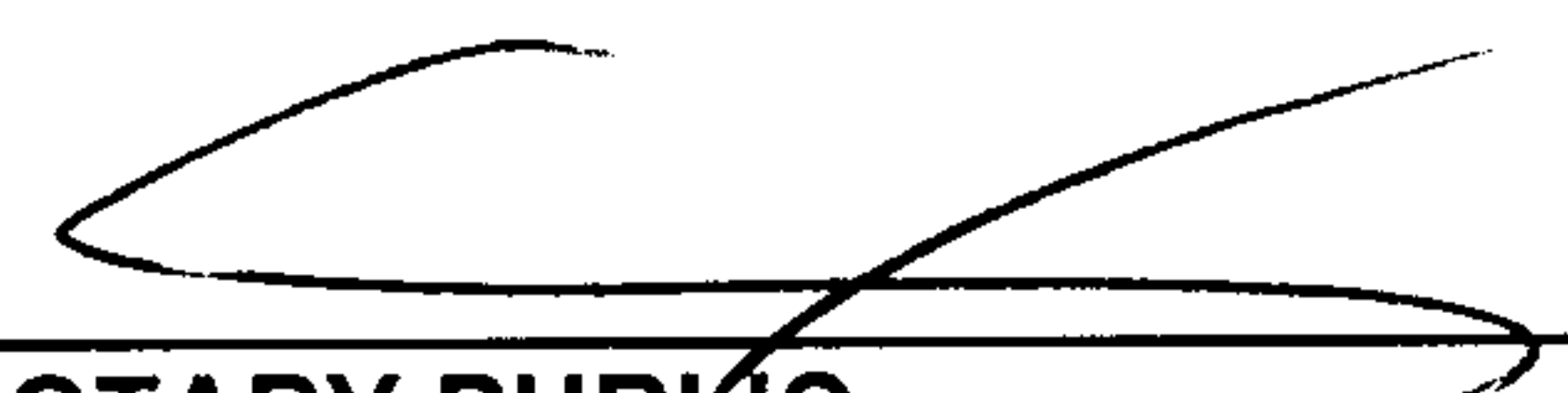
HIGHPOINTE INVESTMENTS, LLC
An Alabama limited liability company

By: 
Connor Farmer
Its: Member

STATE OF ALABAMA)
 :
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public, in and for said County and State, hereby certify that Connor Farmer, whose name as Member of Highpointe Investments, LLC, an Alabama 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 Member and with full authority, executed the same voluntarily for and as the act of said limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 22nd day of June, 2016.


NOTARY PUBLIC
My Commission Expires: 6-2-2019

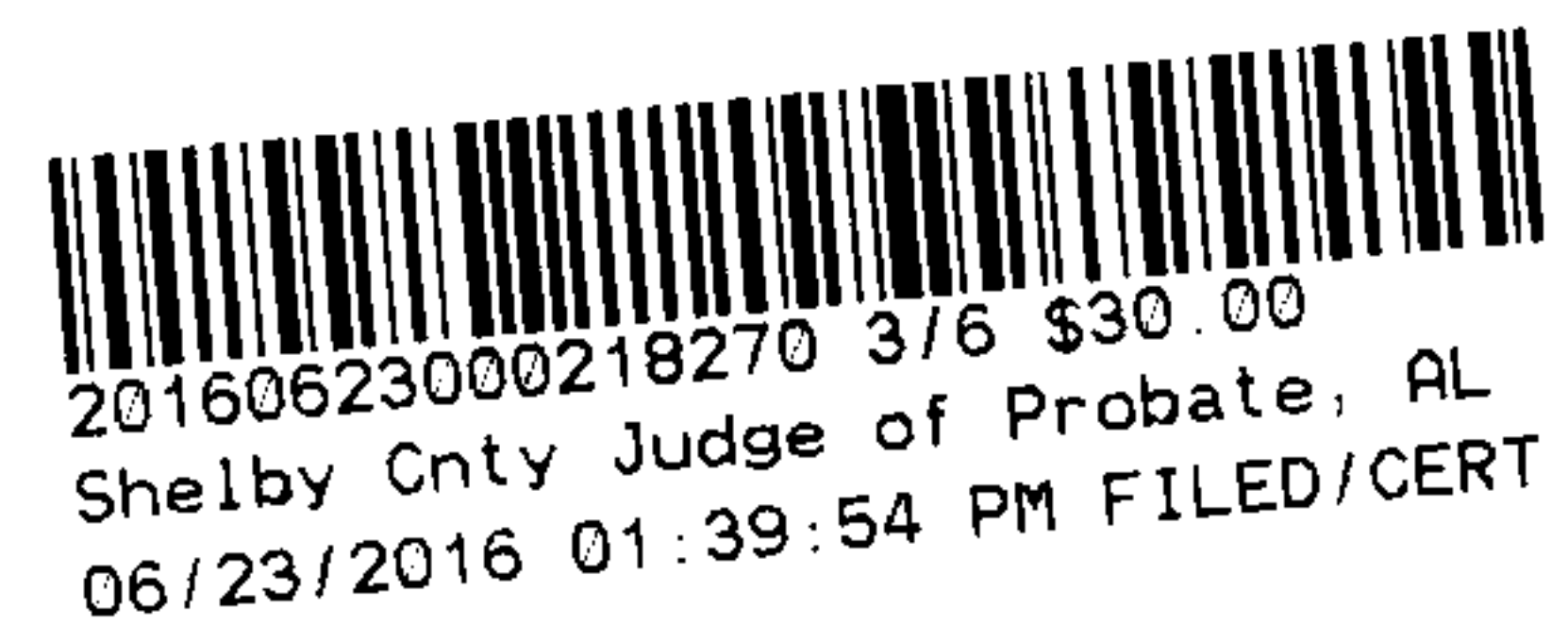
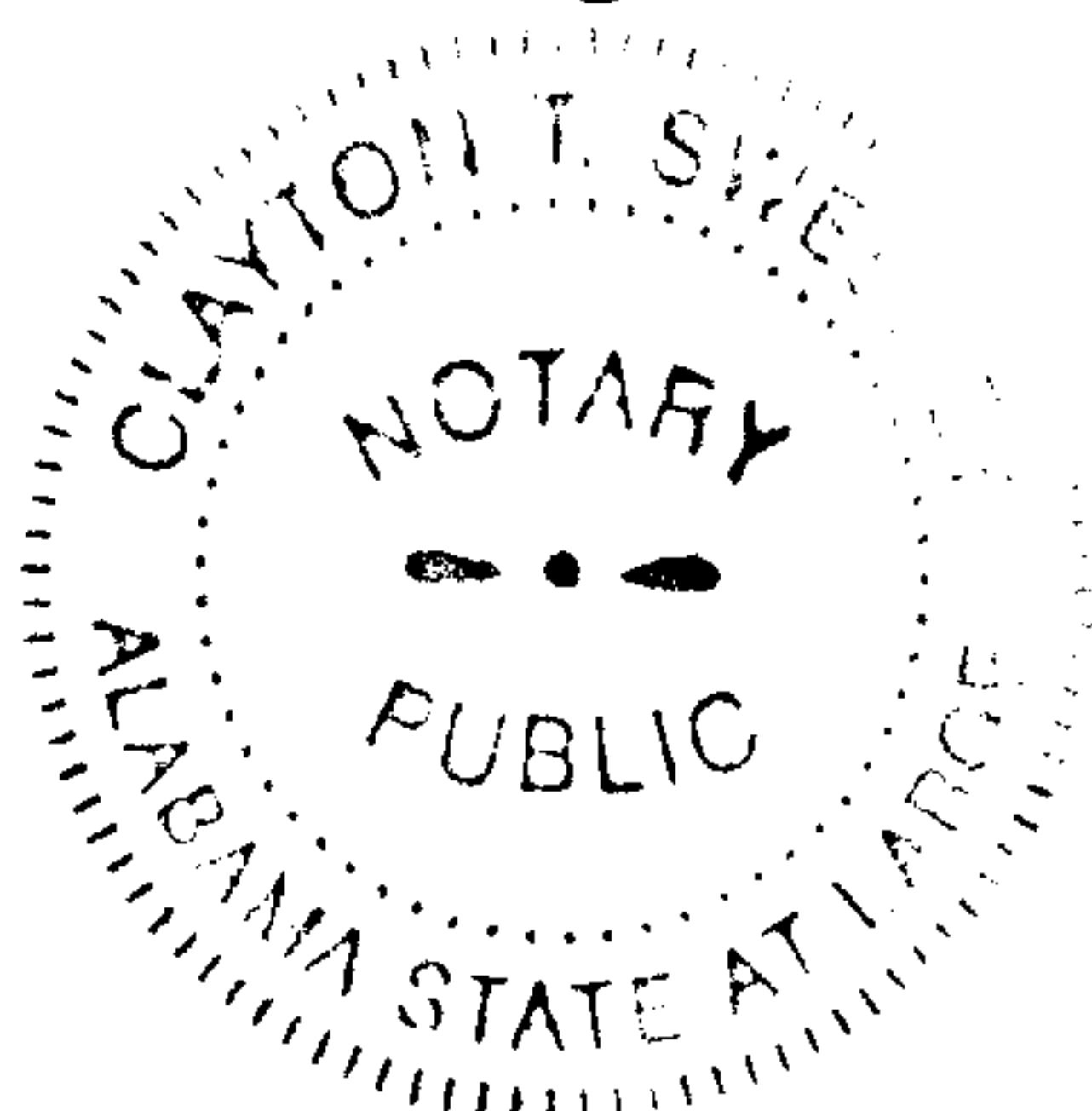
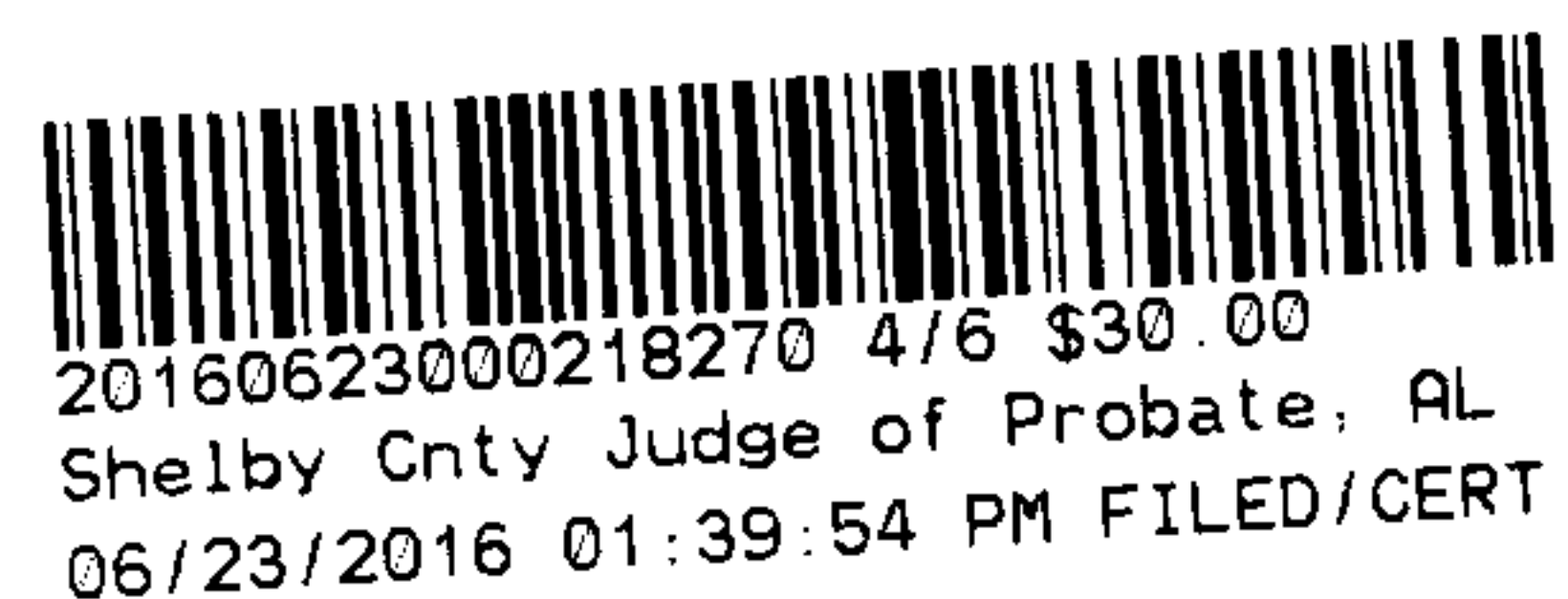


EXHIBIT "A"

PARCEL C

A parcel of land situated in Sections 7, and 8, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

BEGIN at a 3" capped Pipe at the SW corner of the SE 1/4 of the NE 1/4 of the NE 1/4 of Section 7, Township 19 South, Range 1 West, Shelby County, Alabama; thence N 00°46'56" W along the west line of said 1/4-1/4-1/4 section a distance of 117.02 feet to a rebar capped JAR; thence N 27°49'27" E a distance of 779.73 feet to a point; thence N 16°50'10" E along the eastern line of Lot 2 of Eagle Point 12th Sector Phase I First Add as recorded in Map Book 26 Page 59 in the Office of the Judge of Probate in Shelby County, Alabama, a distance of 80.66 feet to a point; thence S 71°52'25" E a distance of 369.43 feet to a point; thence S 24°06'38" W a distance of 113.25 feet to a point; thence S 33°52'55" W a distance of 45.72 feet to a point; thence S 56°07'05" E a distance of 195.52 feet to a point; thence S 62°37'08" E a distance of 64.64 feet to a point; thence S 84°18'19" E a distance of 160.00 feet to a point; thence S 05°41'41" W a distance of 10.00 feet to a point; thence S 88°21'22" E a distance of 71.74 feet to a point; thence N 81°41'33" E a distance of 237.25 feet to a point; thence N 08°18'27" W a distance of 10.00 feet to a point; thence N 81°41'33" E a distance of 85.90 feet to a point; thence N 87°38'26" E a distance of 88.81 feet to a point; thence N 90°00'00" E a distance of 82.07 feet to a point; thence N 00°55'30" E a distance of 101.92 feet to a point; thence N 45°37'43" E a distance of 197.86 feet to a point; thence N 47°26'59" E a distance of 343.71 feet to a point of curve to the right having a central angle of 42°02'10" and a radius of 180.00 feet, said curve subtended by a chord bearing N 68°28'04" E and a chord distance of 129.12 feet; thence along the arc of said curve a distance of 132.06 feet to a point; thence N 89°29'09" E a distance of 39.53 feet to a point of curve to the left having a central angle of 107°04'26" and a radius of 25.00 feet, said curve subtended by a chord bearing N 35°56'56" E and a chord distance of 40.21 feet; thence along the arc of said curve a distance of 46.72 feet to a point on the wester right-of-way of Eagle Point Drive; thence S 17°35'17" E along said right-of-way a distance of 53.97 feet to a point non-tangent curve to the right having a central angle of 19°10'43" and a radius of 169.19 feet, said curve subtended by a chord bearing S 08°47'57" E and a chord distance of 56.37 feet; thence along the arc of said curve and along said right-of-way a distance of 56.63 feet to a 1/2" rebar at the NE corner of Lot 1 of Eagle Point 1st Sector Phase I as recorded in Map Book 14 Page 144; thence S 63°12'39" W leaving said right-of-way and along the northern line of Lot 1 a distance of 245.37 feet to the NW corner of Lot 1; thence S 00°08'50" E along the west line of Lots 1 through 3 a distance of 266.12 feet to a 3/4" rebar at the NW corner of Lot 4; thence S 00°21'20" E along the west line of Lots 4 through Lot 8 a distance of 586.36 feet to a 3/4" rebar at the NW corner of Lot 9; thence S 00°18'46" E along the west line of Lots 9 through 11 a distance of 326.34 feet to a 3/4" rebar at the NW corner of Lot 12A of Resurvey Lots 12 & 15 Eagle Point 1st Sector Phase I as recorded in Map Book 18 Page 14; thence S 52°05'39" W along the northwestern line of Lots 12A and 15 A a distance of 93.06 feet to a 3/4" rebar on the west line of Lot 15A; thence N 66°57'21" W leaving said lot 15A a distance of 214.92 feet to a point; thence S 23°18'25" W a distance of 100.16 feet to a point; thence S 40°47'57" W a distance of 199.12 feet to a point; thence S 85°02'42" W a distance of 253.87 feet to a point; thence N 69°13'37" W a distance of 271.55 feet to a point; thence N 90°00'00" W a distance of 342.96 feet to a point; thence S 23°43'03" W a distance of 925.34 feet to a point on the south line of the SE 1/4 of the NE 1/4 of Section 7; thence S 88°17'38" W along the south line of said 1/4-1/4 section a distance of 770.33 feet to a 3/4" rebar at the SW corner of said 1/4-1/4 section; thence S 88°37'20" W along the north line of Lot 925 of Eagle Point 9th Sector as recorded in Map Book 22 Page 102 a distance of 117.73 feet to a 3/4" rebar at the SE corner of Lot 545 of Eagle Point 5th Sector as recorded in Map Book 18 Page 138; Thence N 27°44'54" E along the east line of Lots 545 through 541 a distance of 476.22 feet to a rebar capped Arrington at the SE corner of Lot 540; thence N 27°58'58" E along the east line of Lots 540 through 537 a distance of 498.89 feet to a rebar capped Arrington at the SE corner of Lot 536; thence N 27°52'02" E along the projection of Lots 536 and 535 a distance of 544.03 feet to a 3/4" rebar; thence N 88°32'13" E a distance of 63.80 feet to the POINT OF BEGINNING.



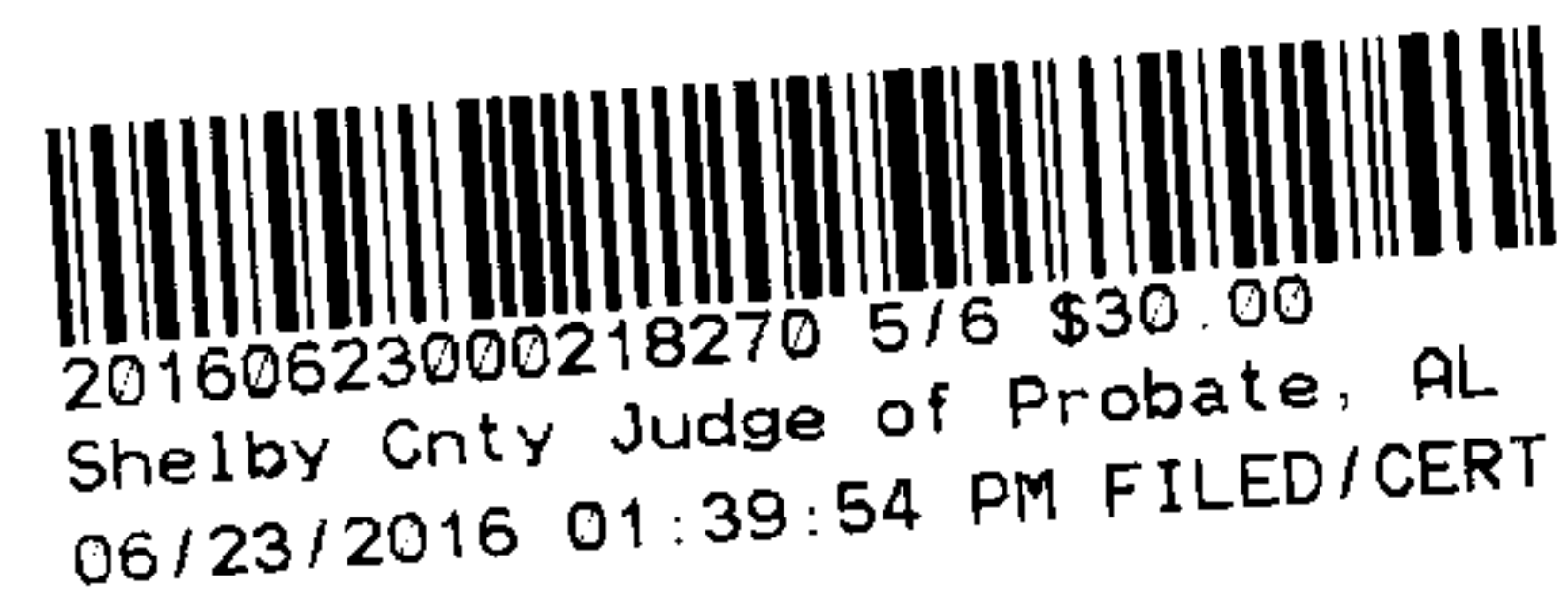
PARCEL D

A parcel of land situated in Sections 7, and 8, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

BEGIN at a 3" capped pipe at the SW corner of the SW 1/4 of the NW 1/4 of said Section 8, Township 19 South, Range 1 West, Shelby County, Alabama; thence N 89°50'15" E along the south line of said 1/4-1/4 section a distance of 1326.82 feet to a 3/4" rebar at the SE corner of said 1/4-1/4 section; thence N 00°21'16" W along the east line of said 1/4-1/4 section a distance of 700.71 feet to a rebar capped Arrington on the south right-of-way of Eagle Wood Court; thence S 89°29'35" W along said right-of-way a distance of 73.00 feet to a 1/2" rebar; thence N 00°18'48" W along said right-of-way a distance of 60.00 feet to the SW corner of Lot 15A of Resurvey Lots 12; thence N 00°37'55" W along the west line of Lot 15A a distance of 158.75 feet to a point; thence N 66°57'21" W leaving said lot 15A a distance of 214.92 feet to a point; thence S 23°18'25" W a distance of 100.16 feet to a point; thence S 40°47'57" W a distance of 199.12 feet to a point; thence S 85°02'42" W a distance of 253.87 feet to a point; thence N 69°13'37" W a distance of 271.55 feet to a point; thence N 90°00'00" W a distance of 342.96 feet to a point; thence S 23°43'03" W a distance of 925.34 feet to a point on the south line of the SE 1/4 of the NE 1/4 of Section 7; thence N 88°17'38" E along the south line of said 1/4-1/4 section a distance of 560.97 feet to the POINT OF BEGINNING.

LOT 1

Lot 1 of Eagle Point 1st Sector Phase I as recorded in Map Book 14, Page 144 in the Office of the Judge of Probate of Shelby County, Alabama.



Real Estate Sales Validation Form

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

Grantor's Name	Highpointe Investments, LLC	Grantee's Name	GPEP, LLC
Mailing Address	120 Bishop Circle Pelham, AL 35124	Mailing Address	3108 Blue Lake Drive Suite 200 Birmingham, AL 35243
Property Address	Approximately 95.43 acres metes and bounds and Lot 1 Eagle Point 1 st Sector Phase I, MB 14 Page 144	Date of Sale	June 22, 2016
		Total Purchase Price	\$8,000,000.00
		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)

- | | |
|---|--|
| <input type="checkbox"/> Bill of Sale | <input type="checkbox"/> Appraisal/ Assessor's Appraised Value |
| <input type="checkbox"/> Sales Contract | <input type="checkbox"/> Other – property tax redemption |
| <input checked="" type="checkbox"/> 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 _____

Highpointe Investments, LLC
Print By: Connor Farmer, Member

Unattested _____
(verified by)

Sign _____
(Grantor/Grantee/Owner/Agent) circle one



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