


This instrument prepared by
and please return to:
Kristine L. Poston, Esq.
Kutak Rock LLP
1801 California St., Ste. 3000
Denver, CO 80202

Tax Parcel # 02-7-36-0-001-002.013
02-7-36-0-001-002.024


20170425000140270 1/7 \$34.00
Shelby Cnty Judge of Probate, AL
04/25/2017 08:14:38 AM FILED/CERT

840725AL1

STAUTORY WARRANTY DEED

That for and in consideration of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **EYES ON THE PRIZE, LLC**, an Alabama limited liability company ("Grantor") hereby grants, bargains, sells and conveys unto **STORE MASTER FUNDING XI, LLC**, a Delaware limited liability company ("Grantee") the following described real estate, situated and being in the County of Shelby, State of Alabama, to-wit:

PLEASE SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining, unto Grantee, its successors and assigns, in fee simple forever, but subject to the "Permitted Exceptions" listed on Exhibit "B" attached hereto and made a part hereof.

Grantor does hereby covenant with Grantee that it is lawfully seized in fee of the aforesaid real estate; that it has good right to sell and convey the same; that the same is unencumbered by matters arising by, through or under Grantor, except for the Permitted Exceptions; and that it will warrant and forever defend the title and quiet possession thereto against the lawful claims of all persons claiming the same by, through or under Grantor (excluding claims arising out of the matters set forth on Exhibit "B"), but not further or otherwise.

In addition, Grantor hereby conveys to Grantee, for the same consideration set forth above and subject to the matters set forth on Exhibit "B", all of Grantor's right, title and interest, if any, in and to any minerals, oil, gas and other hydrocarbon substances, development rights, air rights, water, water rights, wastewater or other utility rights, water stock relating to the land, strips and gores, streets, alleys, easements, rights-of-way, public ways, or other rights of Grantor appurtenant, abutting or adjoining said property.

WITNESS the signature of the Grantor the day and year first above written.

EYES ON THE PRIZE, LLC,
an Alabama limited liability company

By: G. Robert Mitchell
G. Robert Mitchell
Its Sole Member


STATE OF ALABAMA)
COUNTY OF JEFFERSON) ss.

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared G. Robert Mitchell, with whom I am personally acquainted (or proved to me to be on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Sole Member of **EYES ON THE PRIZE, LLC**, the within named bargainor, an Alabama limited liability company, and that he as such authorized party, being authorized so to do, executed the within instrument for the purposes therein contained, by signing the name of Sole Member by himself as such authorized party.

WITNESS my hand and Official Seal at office, this 18th day of April, 2017.

Madeleine R. Smith
Notary Public

My Commission Expires: 8/27/2017



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Tax Bills should be sent to:

Odyssey Early Schools, Inc.
217 Country Club Park, #114
Birmingham, Alabama 35213

With a copy to:

STORE Master Funding XI, LLC
8377 E. Hartford Drive, Suite 100
Scottsdale, AZ 85255


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4839-4808-9158.1
STORE / Odyssey Early Schools
Special Warranty Deed - Alabama
104 Heatherbrooke Park Dr., Birmingham, AL 35242
File No.: 7210/02-524.01

EXHIBIT A

Legal Description

PARCEL I: LOT 2-B ACCORDING TO A RESURVEY OF LOT 2, HEATHERBROOKE OFFICE PARK, AS RECORDED IN MAP BOOK 12, PAGE 36, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA; BEING SITUATED IN SHELBY COUNTY, ALABAMA.

PARCEL II: PART OF LOT I, HEATHERBROOKE OFFICE PARK RESURVEY, AS RECORDED IN MAP BOOK 23, PAGE 46, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA; BEING SITUATED IN SECTION 36, TOWNSHIP 18 SOUTH, RANGE 2 WEST, SHELBY COUNTY, ALABAMA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NW CORNER OF THE SW $\frac{1}{4}$ OF THE NE $\frac{1}{4}$ OF SAID SECTION 36, AND RUN THENCE SOUTH 88 DEG. 15 MIN. 29 SEC. EAST ALONG THE NORTHERLY LINE OF THE SW $\frac{1}{4}$ OF THE NE $\frac{1}{4}$ OF SAID SECTION 36 FOR A DISTANCE OF 179.93 FEET; THENCE LEAVING SAID NORTHERLY LINE SOUTH 01 DEG. 44 MIN. 02 SEC. WEST FOR A DISTANCE OF 169.47 FEET TO THE POINT OF BEGINNING OF THE PARCEL HEREIN DESCRIBED; THENCE SOUTH 79 DEG. 32 MIN. 29 SEC. EAST FOR A DISTANCE OF 179.18 FEET; THENCE SOUTH 18 DEG. 35 MIN. 30 SEC. WEST FOR A DISTANCE OF 80.00 FEET TO THE NORTHEASTERLY CORNER OF LOT 2-B, HEATHERBROOKE OFFICE PARK, AS SHOWN ON THE MAP OR PLAT THEREOF, RECORDED IN MAP BOOK 12, PAGE 36, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY ALABAMA; THENCE RUN NORTH 75 DEG. 12 MIN. 10 SEC. WEST ALONG THE NORTHERLY BOUNDARY LINE OF SAID LOT 2-B, FOR A DISTANCE OF 158.00 FEET; THENCE LEAVING SAID NORTHERLY BOUNDARY LINE NORTH 01 DEG. 44 MIN. 02 SEC. EAST FOR A DISTANCE OF 68.03 FEET TO THE POINT OF BEGINNING; BEING SITUATED IN SHELBY COUNTY, ALABAMA.

Also described as:

COMMENCE AT THE NORTHWEST CORNER OF THE SOUTHWEST $\frac{1}{4}$ OF THE NORTHEAST $\frac{1}{4}$ OF SAID SECTION 36, AND RUN THENCE SOUTH 88 DEGREES 15 MINUTES 29 SECONDS EAST ALONG THE NORTHERLY LINE OF THE SOUTHWEST $\frac{1}{4}$ OF THE NORTHEAST $\frac{1}{4}$ OF SAID SECTION 36 FOR A DISTANCE OF 179.93 FEET; THENCE LEAVING SAID NORTHERLY LINE SOUTH 01 DEGREES 44 MINUTES 02 SECONDS WEST FOR A DISTANCE OF 169.47 FEET TO THE POINT OF BEGINNING OF THE PARCEL HEREIN DESCRIBED; THENCE SOUTH 79 DEGREES 32 MINUTES 29 SECONDS EAST FOR A DISTANCE OF 179.18 FEET; THENCE SOUTH 18 DEGREES 35 MINUTES 30 SECONDS WEST FOR A DISTANCE OF 80.00 FEET TO THE NORTHEAST CORNER OF LOT 2-B, HEATHERBROOKE OFFICE PARK, AS SHOWN ON THE MAP OR PLAT THEREOF, RECORDED IN MAP BOOK 12, PAGE 36, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY ALABAMA; THENCE ALONG THE NORTHEAST BOUNDARY LINE OF SAID LOT 2-B, SOUTH 37 DEGREES 06 MINUTES 33 SECONDS EAST, A DISTANCE OF 205.51' (AS MEASURED), 205.50' (AS RECORD) TO A

POINT ON THE NORTH RIGHT-OF-WAY MARGIN OF A DEDICATED UTILITY EASEMENT (FORMERLY A PORTION OF HEATHERBROOKE PARK DRIVE) AS SHOWN ON MAP BOOK 23, PAGE 46 IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY ALABAMA; THENCE ALONG SAID RIGHT-OF-WAY ALONG A CURVE TO THE RIGHT WITH A CHORD BEARING OF NORTH 88 DEGREES 54 MINUTES 56 SECONDS EAST 121.42'; AN ARC LENGTH OF 121.76' AND A RADIUS OF 470.00' TO A POINT; THENCE ALONG A CURVE TO THE RIGHT WITH A CHORD BEARING OF N 77 DEGREES 32 MINUTES 25 SECONDS WEST 292.15'; AN ARC LENGTH OF 292.70' AND A RADIUS OF 1370.0' TO A POINT ON THE NORTH RIGHT-OF-WAY MARGIN OF HEATHERBROOKE PARK DRIVE; THENCE LEAVING HEATHERBROOK PARK DRIVE AND ALONG THE WEST BOUNDARY LINE OF SAID LOT 2-B NORTH 14 DEGREES 47 MINUTES 50 SECONDS EAST A DISTANCE OF 171.93' TO A POINT; THENCE SOUTH 75 DEGREES 12 MINUTES 10 SECONDS EAST A DISTANCE OF 88.95' TO A POINT ON THE NORTHWEST BOUNDARY LINE OF LOT 1, HEATHERBROOK OFFICE PARK, AS SHOWN ON THE MAP OR PLAT RECORDED IN MAP BOOK 23, PAGE 46, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA; THENCE ALONG SAID NORTHWEST BOUNDARY LINE NORTH 01 DEGREES 44 MINUTES 02 SECONDS EAST A DISTANCE OF 68.03' TO THE POINT OF BEGINNING.



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EXHIBIT B

Permitted Exceptions

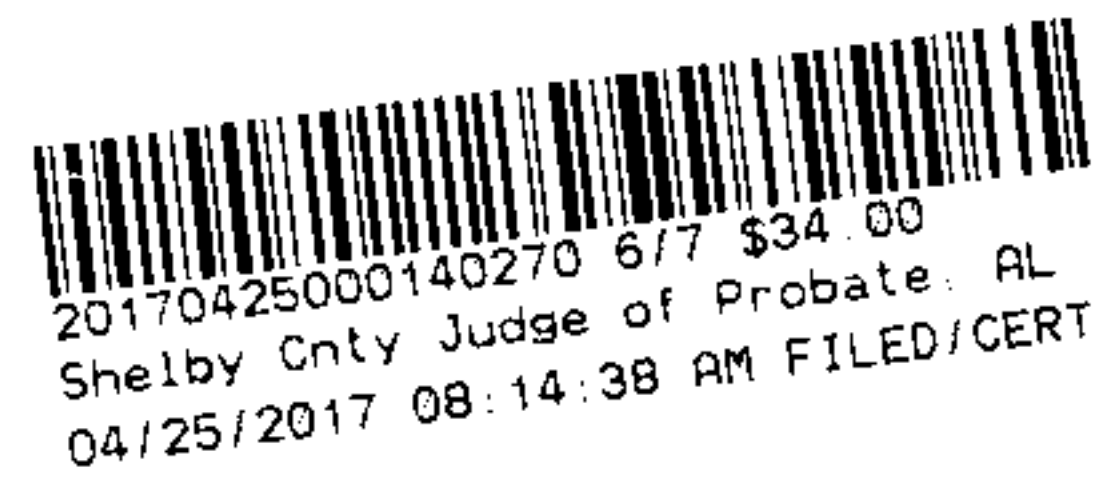
Taxes and assessments for the year 2017 and subsequent years, a lien not yet due and payable.

Declaration of Protective Covenants as set forth in instrument(s) recorded in Real Volume 352, Page 170, and First Amendment to Heatherbrooke Protective Covenants in Instrument #1994-26229.

Right of way in favor of Alabama Power Company as set out in instrument(s) recorded in Volume 182, Page 51, and Volume 285, Page 93.

A 25 foot building set back line and a 30 foot easement for drainage and sanitary sewer as shown by record plat in Map Book 23, Page 46.

Restrictions as set forth in Record Plat Book 23, Page 46.



Real Estate Sales Validation Form

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

Grantor's Name:	Eyes on the Prize, LLC	Grantee's Name:	STORE MASTER FUNDING XI, LLC
Mailing Address:	217 Country Club Park #114 Birmingham, AL 35213	Mailing Address:	8377 E. Hartford Drive, Suite 100 Scottsdale, AZ 85255
Property Address:	104 Heatherbrooke Park Drive Birmingham, AL 35242	Date of Sale:	April __, 2017
		Total Purchase Price: \$3,991,079.00 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):

☐ Bill of Sale ☐ Appraisal
☒ Sales Contract ☐ Other: Tax Assessor Market Value
☐ 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: April __, 2017

☒ Unattested

GRANTOR:

EYES ON THE PRIZE, LLC


G. Robert Mitchell, Sole Member



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