

Record & Return To
First American Title
dba Bay County Land and Abstract
8128 Front Beach Road
Panama City Beach, FL 32407

2010-2071656

PARCEL IDENTIFICATION NUMBER:
14662-000-000

STATUTORY WARRANTY DEED

This Deed, made this 4th day of June, 2014, between **THE BARBER COMPANIES, INC.**, an Alabama corporation, successor-in-interest to Barber Dairies, Inc., whose address is 27 Inverness Center Parkway, Birmingham, AL. 35242 (“**Grantor**”), and **THE BARBER VINTAGE MOTORSPORTS MUSEUM**, an Alabama nonprofit corporation, whose address is 27 Inverness Center Parkway, Birmingham, AL 35242 (“**Grantee**”), witnesseth that Grantor, for and in consideration of TEN & NO/100 DOLLARS (\$10.00), in hand paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, does GRANT, BARGAIN, SELL AND CONVEY unto the Grantee, its heirs and assigns forever, the following described land (the “**Property**”), to wit:

Beginning at the Southeast Corner of Lot 18, according to the plat of St. Andrews Bay Development Company in Section 34, Township 3 South, Range 14 West, as on file in the Office of the Clerk of the Circuit Court of Bay County, Florida, running thence North 200 feet; thence West 450 feet, more or less, to the Eastern R/W of Sherman Avenue; thence Southwesterly along the Eastern R/W of Sherman Avenue to the South line of said Lot 18; thence East 500 feet more or less, to the Point of Beginning. Being in and part of said Lot 18.

Grantor does hereby covenant (i) that it is lawfully seized of the above-described Property in fee simple and (ii) that it warrants and will defend the same against the lawful claims of all persons whomsoever claiming by, through or under the Grantor but against none other, subject to the following matters:

1. Current ad valorem taxes;
2. Mineral and mining rights not owned by Grantor; and
3. All reservations, easements, restrictions, rights-of-way, encumbrances, exceptions, covenants, agreements and all other matters of record affecting the Property.

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IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed by the Grantor's duly authorized representative this 4th day of JUNE, 2014.

SIGNED, SEALED AND DELIVERED IN THE PRESENCE OF:

William H. Hudson
Signature

William H. Hudson
Name of Witness

C. Merrimon Epps
Signature

C. Merrimon Epps
Name of Witness

GRANTOR:

THE BARBER COMPANIES, INC., an Alabama corporation, as successor-in-interest to Barber Dairies, Inc.

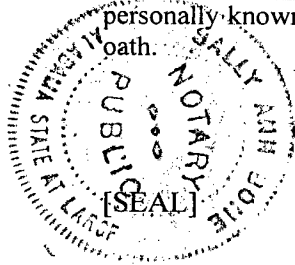
By: Charles M. Miller, Jr.

Printed Name: Charles M. Miller, Jr

Its: President

STATE OF Alabama)
COUNTY OF Shelby)

The foregoing instrument was acknowledged before me this 4th day of June 2014 by Charles M. Miller, Jr as President of The Barber Companies, Inc., an Alabama corporation. He is personally known to me or has produced a valid driver's license as identification and did take an oath.



Sally Ann Bowe
Notary Public

This instrument was prepared by:
Jonathan "JT" Thornbury, Esq.
The Barber Companies, Inc.
27 Inverness Center Parkway
Birmingham, Alabama 35242

COPY

**RESTATED
ARTICLES OF INCORPORATION
OF
BARBER DAIRIES, INC.**

*Exhibit A -
AWC - Sole Shareholder
and Board of
Directors, both
dated as of
September 29,
1998*

STATE OF ALABAMA)
 :
COUNTY OF JEFFERSON)

TO THE HONORABLE SECRETARY OF STATE OF ALABAMA:

Pursuant to the provisions of Article 10 of Chapter 2B of Title 10 of the Code of Alabama of 1975, as amended (§ 10-2B-10.01, et seq.) and (§ 10-2B-1.25(C)(4)), the undersigned corporation, Barber Dairies, Inc., executes the following Restated Articles of Incorporation:

1. The name of the corporation is The Barber Companies, Inc.
2. The aggregate number of shares of capital stock the corporation is authorized to issue is 10,000 shares of common stock, par value \$1.00 per share.
3. The street address of the corporation's registered office is 27 Inverness Center Parkway, Birmingham, Alabama 35242, and the name of its registered agent at that office is George W. Barber, Jr.
4. The name of the incorporator of the corporation is George W. Barber, Jr. and his present address is 27 Inverness Center Parkway, Birmingham, Alabama 35242.
5. The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, without limitation, management of certain franchise operations and the development and management of private real estate investments.
6. The number of directors of the corporation shall be one or more, as specified in the bylaws of the Corporation. The bylaws may establish a variable range for the size of the board

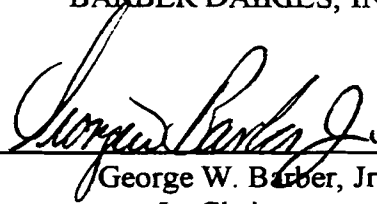
of directors by fixing a minimum and a maximum number of directors. The number of directors may be fixed or changed from time to time, within the minimum and maximum by the shareholders.

7. A director of the corporation shall not be liable to the corporation or its shareholders for money damages for any action taken, or failure to take action, as a director, except for (i) the amount of a financial benefit received by such director to which such director is not entitled; (ii) an intentional infliction of harm by such director on the corporation or its shareholders; (iii) a violation of Section 10-2B-8.33 of the Alabama Business Corporation Act or any successor provision to such section; (iv) an intentional violation by such director of criminal law; or (v) a breach of such director's duty of loyalty to the corporation or its shareholders. If the Alabama Business Corporation Act, or any successor statute thereto, is hereafter amended to authorize the further elimination or limitation of the liability of a director of a corporation, then the liability of a director of the corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the Alabama Business Corporation Act, as amended, or any successor statute thereto. Any repeal or modification of this Article 7 by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the liability of a director of the corporation existing at the time of such repeal or modification.

8. Each shareholder shall have a preemptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.

The undersigned officer of the corporation named herein, in accordance with the Alabama Business Corporation Act, executes these Restated Articles of Incorporation, of Barber Dairies, Inc., as of the 27th day of September, 1998.

BARBER DAIRIES, INC.

By: 
George W. Barber, Jr.
Its Chairman

This instrument prepared by:

T. Michael Goodrich, Esq.
Bradley Arant Rose & White LLP
2001 Park Place, Suite 1400
Birmingham, Alabama 35203