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(RECORDING INFORMATION ONLY ABOVE THIS LINE)

This Instrument was
prepared by:

SEND TAX NOTICE TO:

R. Shan Paden
PADEN & PADEN
Attorneys at Law
5 Riverchase Ridge, Suite 100
Birmingham, Alabama 35244

LORETTA D. WESTRY
1160 VILLAGE TRAIL
CALERA, AL 35040

STATE OF ALABAMA)

COUNTY OF SHELBY)

WARRANTY DEED

Know All Men by These Presents: That in consideration of ONE HUNDRED SEVEN THOUSAND SIX HUNDRED DOLLARS and 00/100 (\$107,600.00) to the undersigned grantor, WATERFORD, LLC an Alabama Limited Liability company, in hand paid by the GRANTEES herein, the receipt of which is hereby acknowledged, the said GRANTOR, does by these presents, grant, bargain, sell and convey unto LORETTA D. WESTRY, AN UNMARRIED PERSON, (herein referred to as GRANTEES, whether one or more) the following described real estate, situated in SHELBY County, Alabama, to-wit:

LOT 103, ACCORDING TO THE SURVEY OF WATERFORD VILLAGE - SECTOR 2, AS RECORDED IN MAP BOOK 30, PAGE 112, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

SUBJECT TO:

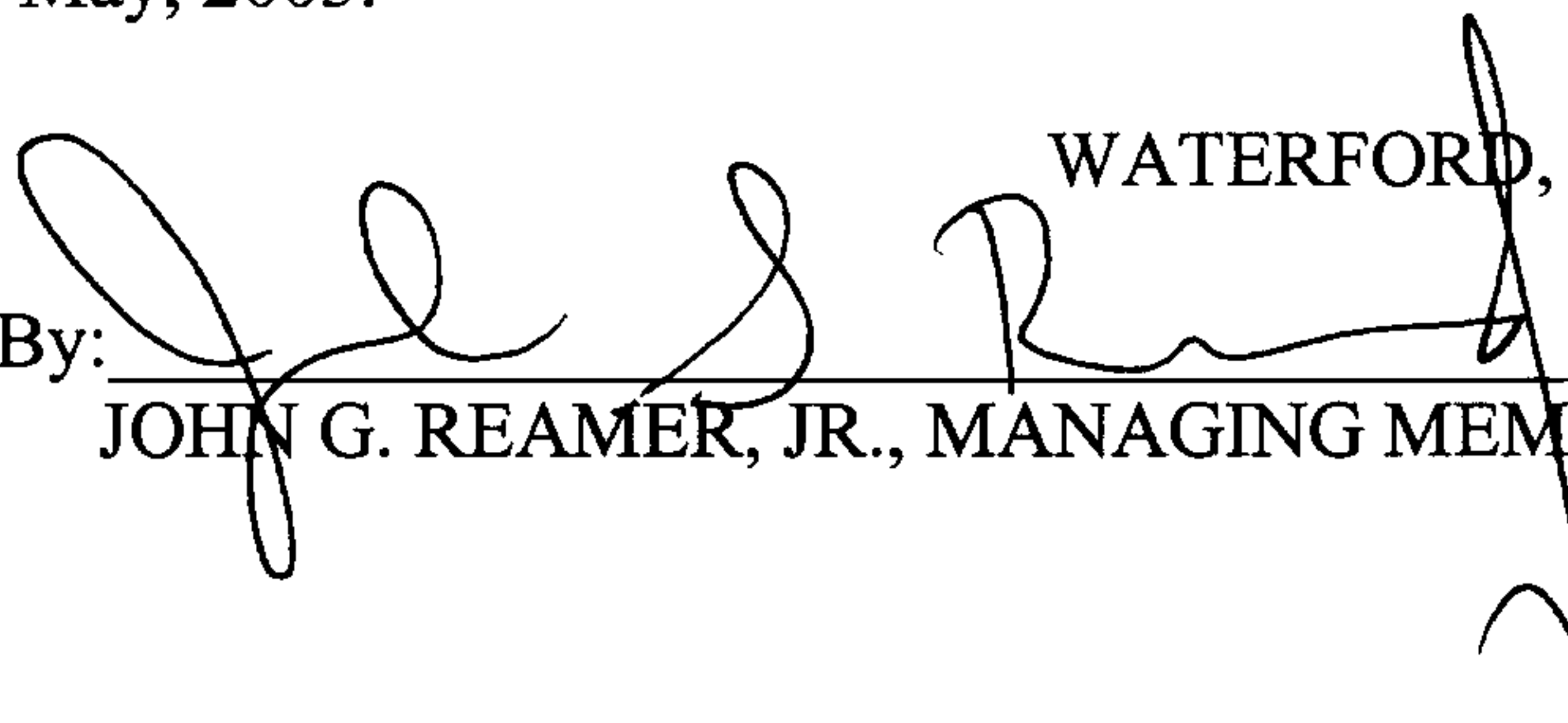
1. TAXES FOR THE YEAR BEGINNING OCTOBER 1, 2002 WHICH CONSTITUTES A LIEN BUT ARE NOT YET DUE AND PAYABLE UNTIL OCTOBER 1, 2003.
2. 7.5 FOOT EASEMENT RESERVED FROM WATERFORD TRAIL, AS SHOWN BY RECORDED MAP.
3. 25 FOOT EASEMENT ALLEY EASEMENT ON THE SOUTH OF SAID PROPERTY, AS SHOWN BY RECORDED MAP.
4. ORDINANCE WITH CITY OF CALERA, AS RECORDED IN INSTRUMENT 2000-0006.
5. RIGHT OF WAY TO SHELBY COUNTY, AS RECORDED IN DEED BOOK 240, PAGE 36.
6. TITLE TO ALL MINERALS WITHIN AND UNDERLYING THE PREMISES, TOGETHER WITH ALL MINING RIGHTS AND OTHER RIGHTS, PRIVILEGES AND IMMUNITIES RELATING THERETO AS RECORDED IN INSTRUMENT 1995, PAGE 1640 AND REAL 345, PAGE 744.
7. TERMS AND CONDITIONS, AS RECORDED IN INSTRUMENT 1995, PAGE 1640.
8. ARTICLES OF WATERFORD HOME OWNERS ASSOCIATION, AS RECORDED IN INSTRUMENT 2001, PAGE 12817.
9. ARTICLES OF ORGANIZATION OF WATERFORD, LLC., AS RECORDED IN INSTRUMENT #1999-49065.

10. RESTRICTIVE COVENANTS AS RECORDED IN INSTRUMENT 2001-12818.
11. DECLARATION OF RESTRICTIONS, COVENANTS AND EASEMENTS, AS RECORDED IN INSTRUMENT 2000, PAGE 40215 AND AMENDED IN INSTRUMENT 2001-12819.
12. GRANT TO THE STATE OF ALABAMA FOR RAILROAD, AS RECORDED IN REAL 278, PAGE 5.
13. RELEASE OF DAMAGES, AS RECORDED IN 1995-1640, AND REAL 345, PAGE 744.
14. RESTRICTIONS, AS SET FORTH IN INSTRUMENT 2002-59258, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.
\$99,600.00 of the consideration herein was derived from a mortgage closed simultaneously herewith.

TO HAVE AND TO HOLD Unto the said GRANTEES, their heirs and assigns, forever.

And said GRANTOR does for itself, its successors and assigns, covenant with the said GRANTEES, his, her, or their heirs and assigns, that it is lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above; that it has a good right to sell and convey the same as aforesaid, and that it will and its successors and assigns shall warrant and defend the same to the said GRANTEES, his, her, or their heirs and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the said GRANTOR, WATERFORD, LLC, by its MANAGING MEMBER, JOHN G. REAMER, JR. who is authorized to execute this conveyance, has hereunto set its signature and seal, this the 23rd day of May, 2003.

By:  WATERFORD, LLC
JOHN G. REAMER, JR., MANAGING MEMBER

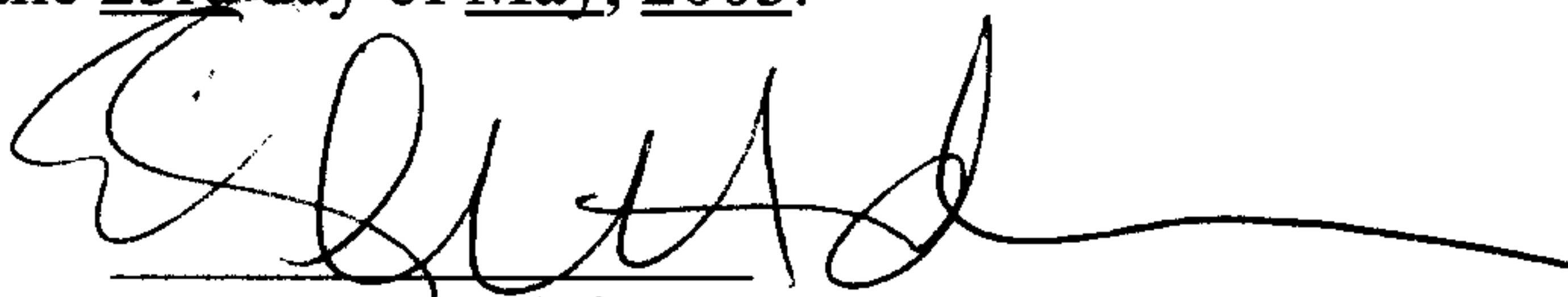
STATE OF ALABAMA)

COUNTY OF SHELBY)

ACKNOWLEDGEMENT

I, the undersigned, a Notary Public, in and for said County, in said State, hereby certify that JOHN G. REAMER, JR., whose name as MANAGING MEMBER of WATERFORD, LLC, an Alabama 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 conveyance, he or she, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand this the 23rd day of May, 2003.


Notary Public

My commission expires: 10.2.05