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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

AUDREY M. VEAZEY  
1183 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 SIX THOUSAND DOLLARS and 00/100 (\$106,000.00) to the undersigned grantor, WATERFORD, L.L.C. 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 AUDREY M. VEAZEY, (herein referred to as GRANTEES, whether one or more) the following described real estate, situated in SHELBY County, Alabama, to-wit:

LOT 329, 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. AN 8 FOOT BUILDING SET BACK LINE ON THE FRONT, AS SHOWN BY RECORDED MAP.
3. A 7.5 FOOT EASEMENT ON THE REAR, AS SHOWN BY RECORDED MAP.
4. RESTRICTIVE COVENANTS, AS SETFORTH IN INSTRUMENT #2001-12818; INSTRUMENT #2002-59258, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.
5. DECLARATION OF RESTRICTIONS, COVENANTS AND EASEMENTS, AS RECORDED IN INSTRUMENT #2000-40215 AND AMENDED IN INSTRUMENT #2001-12819.
6. ARTICLES OF ORGANIZATION OF WATERFORD, LLC, AS RECORDED IN INSTRUMENT #1999-49065.
7. ORDINANCE WITH CITY OF CALERA, AS RECORDED IN INSTRUMENT #2000-0006.
8. RIGHT OF WAY TO SHELBY COUNTY, AS RECORDED IN DEED BOOK 240, PAGE 36.
9. GRANT TO THE STATE OF ALABAMA FOR RAILROAD, AS RECORDED IN REAL 278, PAGE 5.

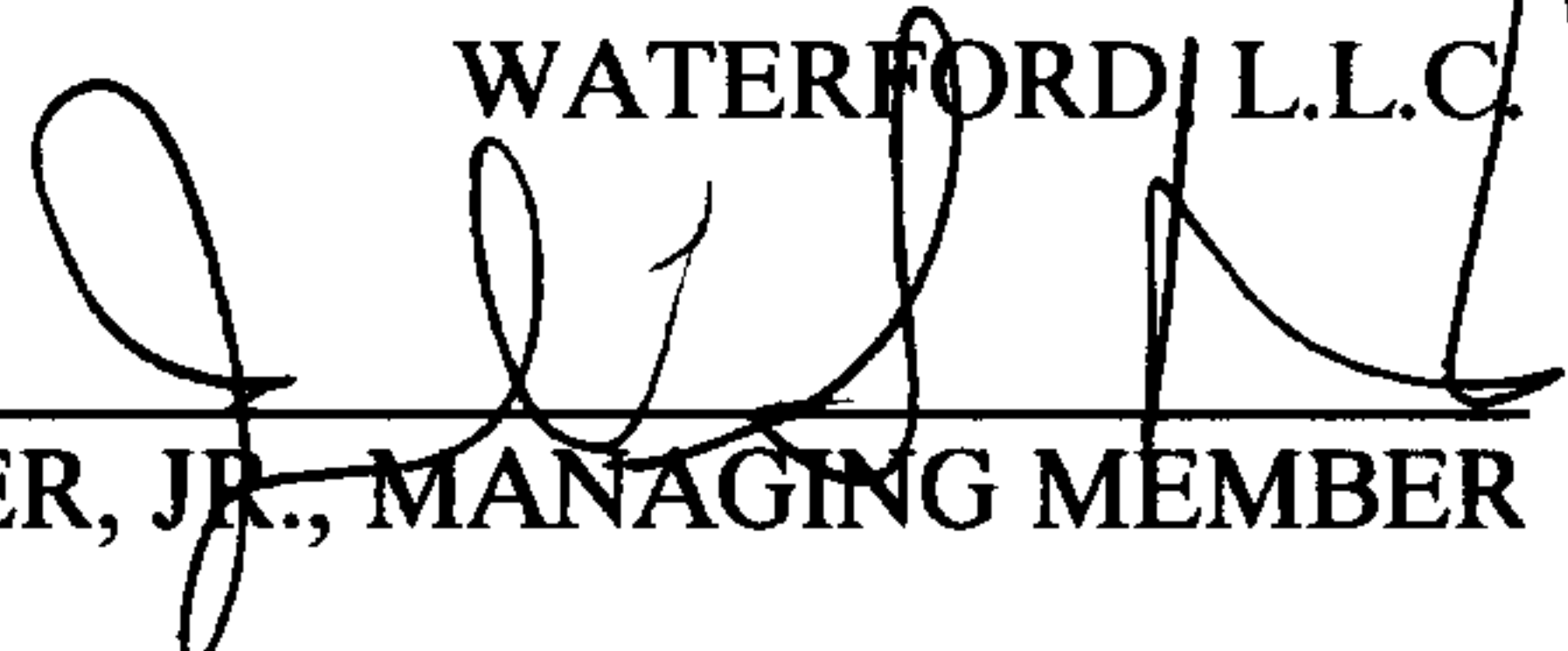
10. TITLE TO ALL MINERALS WITHIN AND UNDERLYING THE PREMISES, TOGETHER WITH ALL MINING RIGHTS AND OTHER RIGHTS, PRIVILEGES AND IMMUNITIES RELATING THERETO AS RECORDED IN INSTRUMENT #1995-1640 AND REAL 345 PAGE 744.
11. TERMS AND CONDITIONS, AS RECORDED IN INSTRUMENT #1995-1640.
12. ARTICLES OF WATERFORD HOME OWNERS ASSOCIATION, AS RECORDED IN INSTRUMENT #2001-12817.
13. RELEASE OF DAMAGES, AS RECORDED IN INSTRUMENT #1995-1640 AND REAL 345 PAGE 744.

\$107,590.00 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, L.L.C., by its MANAGING MEMBER, JOHN G. REAMER, JR. who is authorized to execute this conveyance, has hereunto set its signature and seal, this the 11th day of June, 2003.

WATERFORD L.L.C.  
By:   
JOHN G. REAMER, JR., MANAGING MEMBER

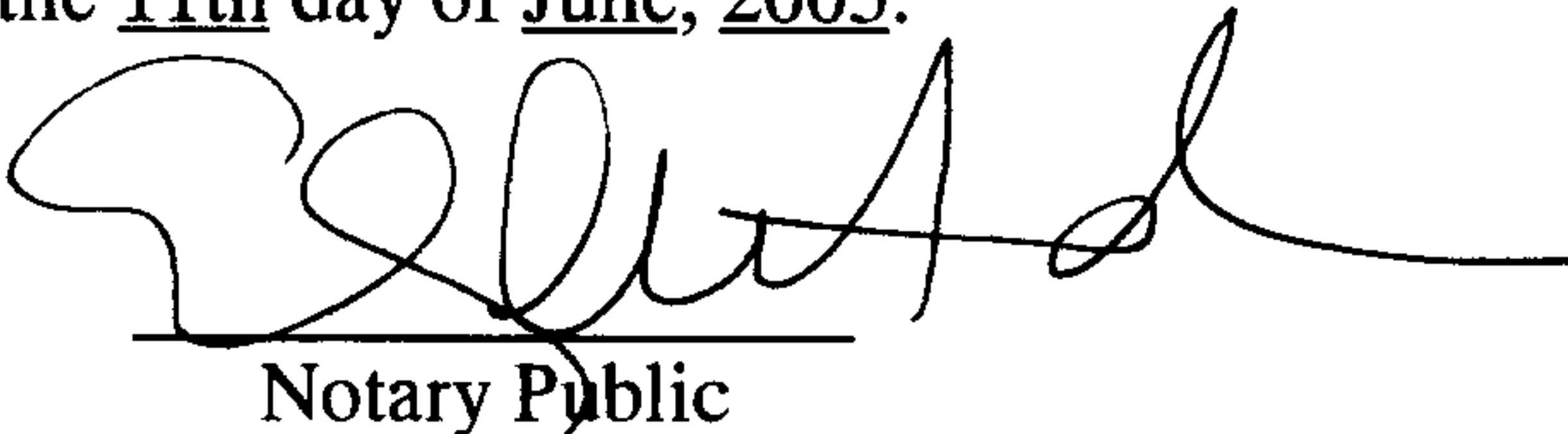
STATE OF ALABAMA)

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, L.L.C., 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 11th day of June, 2003.

  
Notary Public

My commission expires: 10-2-05