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Shelby Cnty Judge of Probate, AL
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NO RECORDING TAX IS DUE ON THIS INSTRUMENT. THE SOLE PURPOSE OF THIS INSTRUMENT IS TO CORRECT THE LEGAL DESCRIPTION AND TITLE EXCEPTIONS ATTACHED TO THE ORIGINAL MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS, FINANCING STATEMENT AND FIXTURE FILING WHICH WERE RECORDED IN THE OFFICES OF THE JUDGE OF PROBATE (i) OF JEFFERSON COUNTY, ALABAMA, ON JUNE 16, 2009, IN BOOK LR200906, PAGE 24441, AND (ii) OF SHELBY COUNTY, ALABAMA, ON JUNE 17, 2009, AS INSTRUMENT NUMBER 20090617000232820.

PREPARED BY
RECORDED AT THE REQUEST OF)
AND WHEN RECORDED RETURN TO:)
)
Greta T. Griffith, Esquire)
Hunton & Williams LLP)
Suite 4100, 600 Peachtree Street, N.E.)
Atlanta, Georgia 30308)
Telephone: (404) 888-4000)



20090821000954450 1/18
Bk: LR200908 Pg:21540
Jefferson County, Alabama
I certify this instrument filed on
08/21/2009 09:10:06 AM MTG
Judge of Probate- Alan L. King

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**FIRST AMENDMENT TO MORTGAGE, SECURITY AGREEMENT,
ASSIGNMENT OF LEASES AND RENTS, FINANCING STATEMENT
AND FIXTURE FILING**

THIS FIRST AMENDMENT TO MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS, FINANCING STATEMENT AND FIXTURE FILING (this "First Amendment") is made and entered into as of the 18th day of August, 2009, by and between **O'NEAL STEEL, INC.**, an Alabama corporation, with its principal office at 744 41st Street North, Birmingham, Alabama, 35222 (hereinafter referred to as "Mortgagor"), and **GENERAL ELECTRIC CAPITAL CORPORATION**, a Delaware corporation, with an office at 500 West Monroe, 12th Floor, Chicago, Illinois 60661 as mortgagee, assignee and secured party, in its capacity as Agent on behalf of itself as Lender and for the other Lenders and Secured Parties (together with any successors and assigns in such capacity, the "Agent" or "Mortgagee"). All capitalized terms not defined herein shall have the meaning provided in the Credit Agreement (as that term is defined in the Mortgage (as hereinafter defined)).

{B0161967.2}

65431.000004 EMF_US 27862133v8

WITNESSETH:

WHEREAS, Mortgagor and Mortgagee are parties to that certain Mortgage, Security Agreement, Assignment of Leases and Rents, Financing Statement and Fixture Filing, dated as of June 12, 2009, and recorded in the offices of the Judge of Probate (i) of Jefferson County, Alabama, on June 16, 2009, in Book LR200906, Page 24441, and (ii) of Shelby County, Alabama, on June 17, 2009, as Instrument Number 20090617000232820 (the "Mortgage"); and

WHEREAS, Mortgagor and Mortgagee desire to correct the legal description of the Land and to modify the Permitted Encumbrances attached to the Mortgage.

NOW, THEREFORE, for and in consideration of the premises, Ten and No/100 Dollars (\$10.00) cash in hand paid by Mortgagor to Mortgagee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Mortgagor and Mortgagee, intending to be legally bound, hereby modify and amend the Mortgage as follows:

1. The legal description set forth in Exhibit A to the Mortgage is hereby deleted in its entirety and the legal description set forth in Exhibit A attached hereto is hereby substituted in lieu thereof.

2. The Permitted Encumbrances that are set forth on Exhibit B to the Mortgage are hereby deleted in their entirety and the Permitted Encumbrances set forth on Exhibit B attached hereto are hereby substituted in lieu thereof.

3. Except as amended hereby, the Mortgage shall remain in full force and effect and is hereby ratified and confirmed by the parties hereto. This First Amendment shall not constitute a novation of the Credit Agreement, the Mortgage or any of the other loan documents executed in connection therewith.

4. This First Amendment shall bind and inure to the benefit of the parties hereto and their respective successors and assigns.

5. This First Amendment may be executed in multiple counterparts, each of which shall constitute an original and all of which together shall constitute one and the same document.

[Signatures Appear on Following Pages]

Signed, sealed and delivered by Mortgagor and Mortgagee as of the date and year first written above.

MORTGAGOR:

O'NEAL STEEL, INC., an Alabama corporation

By: *Mary T. Valenta*
Name: Mary T. Valenta
Title: Executive VP + CFO

STATE OF ALABAMA)
 :
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Mary T. Valenta, whose name as an officer of **O'Neal Steel, Inc.**, an Alabama corporation, 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 said instrument, She as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

GIVEN under my hand and official seal this the 12th day of August, 2009.

Cynthia C. Persall
NOTARY PUBLIC
My Commission Expires: January 7, 2011

[SEAL]

[Signature of Mortgagee Appears on Following Page]



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MORTGAGEE:

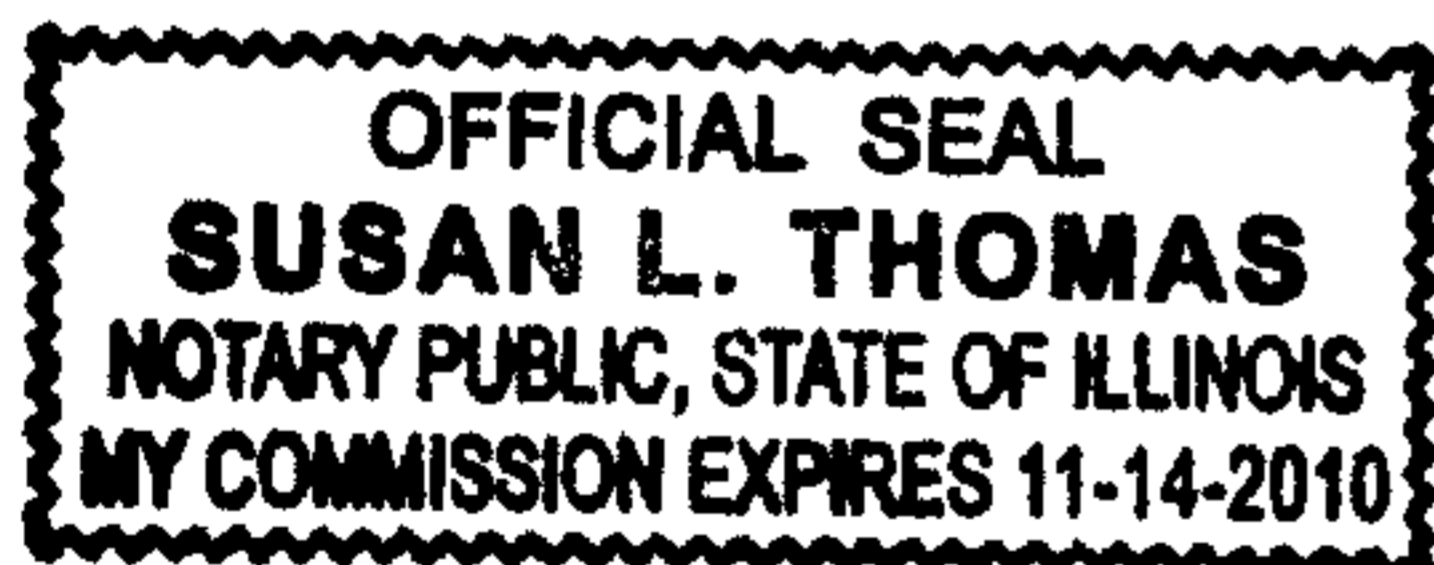
GENERAL ELECTRIC CAPITAL
CORPORATION, a Delaware corporation

By: *Matthew McAlpine*
Name: Matthew McAlpine
Title: Duly Authorized Signatory

STATE OF Illinois)
Cook COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that **Matthew McAlpine**, whose name as a duly authorized signatory of **General Electric Capital Corporation**, a Delaware corporation, 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 said instrument, he as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

GIVEN under my hand and official seal this the 18th day of August, 2009.



[SEAL]

Susan L. Thomas
NOTARY PUBLIC
My Commission Expires: 11-14-2010

EXHIBIT A

LEGAL DESCRIPTION

SITE I

716; 744 and 745 41st Street North, Birmingham, Alabama 35222

PARCEL I:

Begin at a point 144 feet South of the NW corner of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 20, Township 17 South, Range 2 West; run thence South 76 feet; thence East 182 feet; thence North 76 feet; thence West 182 feet to the point of beginning.

PARCEL II:

A part of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 20, Township 17, Range 2 West, more particularly described as follows:

Beginning at a point in the West line of said SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$ 220 feet South of the Northwest corner thereof and run thence East and parallel with the South line of said SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$ 182 feet; thence run South and parallel with the West line of said SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$ 50 feet; thence run West and parallel with the South line of said SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$ 182 feet to the West line of said SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$; thence run North along said West line 50 feet to the point of beginning.

PARCEL III:

Begin 270 feet South of the Northwest corner of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 20, Township 17, Range 2 West, in the City of Birmingham, Jefferson County, Alabama, and run South 50 feet, thence East 182 feet; thence North 50 feet; thence West 182 feet to the point of beginning.

Note: The above described parcel (Parcel III) is one and the same as property conveyed in Birmingham Real 2057, Page 309 and Birmingham Real 2507, Page 885.

PARCEL IV:

Commence at the Northwest corner of the Southwest Quarter (SW $\frac{1}{4}$) of the Southwest Quarter (SW $\frac{1}{4}$) of the Southwest Quarter (SW $\frac{1}{4}$), run South 320 feet for point of beginning; thence South thirteen (13) feet, thence East One Hundred Eighty-Two (182) feet, thence North thirteen (13) feet, thence West One Hundred Eighty-Two (182) feet to the point of beginning, in Section 20, Township 17, Range 2 West.

PARCEL V:

Part of the NW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 20, Township 17, Range 2 West, situated in Jefferson County, Alabama, more particularly described as follows:

Commence at the Southwest corner of said $\frac{1}{4}$ - $\frac{1}{4}$ - $\frac{1}{4}$ Section, thence East 437.53 feet; thence North to the Southerly line of the right of way of the Southern Railway Company; thence in a Southeasterly direction and along the said southerly line of the said right of way of the Southern Railway Company to the West line of that strip of land 25 feet wide East and West across the East side of said NW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of said Section 20; which entire strip has been dedicated as a street and being a part of 41st Street North; thence South and along the West line of said 25 foot strip of land to the said Southern boundary line of said NW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of said Section 20; thence West 208.05 feet to the point of beginning.

PARCEL VI:

That part of the Southwest Quarter of Southwest Quarter of Southwest Quarter (SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of SW $\frac{1}{4}$) Section Twenty (20), Township Seventeen (17), Range Two (2) West, more particularly described as follows:

Begin at the southwest corner of said quarter-quarter-quarter Section and run thence Northwardly along the west line thereof for a distance of One Hundred and Eighty Seven and $\frac{5}{10}$ (187.5) feet to the North line of 7th Avenue; run thence Eastwardly along the North line of 7th Avenue for a distance of One Hundred and Eighty-Seven (187) feet to the point of beginning of the tract herein described; from the point of beginning thus obtained, run thence North for a distance of Four Hundred and Seventy Three and $\frac{78}{100}$ (473.78) feet to the North boundary line of said quarter-quarter-quarter Section; at a point thereon, which is One Hundred and Eighty-Six and $\frac{71}{100}$ (186.71) feet East of the West boundary line of said quarter-quarter-quarter Section; run thence Eastwardly along the North boundary line of said quarter-quarter-quarter Section for a distance of Four Hundred and Fifty-Nine and $\frac{4}{10}$ (459.4) feet to the West line of 41st Street; run thence Southwardly along the West line of said street for a distance of Four Hundred and Seventy Four and $\frac{5}{10}$ (474.5) feet to the North line of 7th Avenue; run thence Westwardly along the North line of said 7th Avenue for a distance of Four Hundred and Fifty Nine and $\frac{4}{10}$ (459.4) feet to the point of beginning.

Except all that portion of the above described tract which lies South of the North line of a fifteen foot alley which lies North of lots numbered one (1) to thirteen (13) both inclusive, as shown by map and plat of the Bellsnyder Tract, map of which is recorded Map Book 6, Page 107 in the Office of the Judge of Probate of Jefferson County, Alabama.

PARCEL VII:

The Southeast Quarter (SE $\frac{1}{4}$) of the Southwest Quarter (SW $\frac{1}{4}$) of the Southwest Quarter (SW $\frac{1}{4}$) of Section 20, Township 17, Range 2 West, and also all of the Northeast Quarter (NE $\frac{1}{4}$) of the Southwest Quarter (SW $\frac{1}{4}$) of the Southwest Quarter (SW $\frac{1}{4}$) of said Section 20 lying South of right of way of the Southern Railway Company, except a 25 foot street on the East side and a 25 foot street of the West side of said entire tract, situated in Jefferson County, Alabama.

PARCEL VIII:

That part of the SE $\frac{1}{4}$ of SW $\frac{1}{4}$ of Section 20, Township 17, Range 2 West, in Jefferson County, Alabama, more particularly described as follows:

Beginning on the west line of said quarter-quarter section at a point 50 feet North of the North line of the Central of Georgia right of way; thence in an Easterly direction and parallel with the said North line for a distance of 150 feet; thence Northerly and parallel with the West line of said quarter-quarter section to the Southerly line of the right of way of the Southern Railway Company; thence Northwesterly along said Southerly line to the West line of said quarter-quarter section; thence Southerly along said West line to the point of beginning.

PARCEL IX:

A parcel of land situated in the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 20, Township 17 South, Range 2 West, being more particularly described as follows:

Beginning at the Southwest corner of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 20, Township 17 South, Range 2 West, said point being on North line of the Central of Georgia Railroad right of way and run in a Northerly direction along the west line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 50 feet to a point, said point being the Southwest corner of that parcel of land conveyed to Southern Steel Works Company by Harvey King as recorded in Deed Volume 3876, Page 3 in the Office of the Judge of Probate of Jefferson County, Alabama; thence 91 degrees 32' to the right in an Easterly direction 50 feet Northerly of and parallel to the North line of the Central of Georgia Railroad right of way and along the South line of that parcel of land conveyed to Southern Steel Works Company by Harvey King, a distance of 150 feet to a point; thence 91 degrees 32' to the left in a Northerly direction along a Northerly direction along a line East of and parallel to the West line of said $\frac{1}{4}$ - $\frac{1}{4}$ section, said line also being the East line of that said parcel of land conveyed to Southern Steel Works Company by Harvey King, a distance of 675.27 feet to a point on the Southwesterly line of the Southern Railroad right of way; thence 111 degrees 58' to the right in a Southeasterly direction along the Southwesterly line of the Southern Railroad right of way a distance of 637.39 feet to a point, said point being the Northwest corner of that parcel of land conveyed to Noah White by King Land and Improvement Company as recorded in Real Volume 1193, Page 429, in the Office of the Judge of Probate of Jefferson County, Alabama; thence 67 degrees 59' to the right in a Southerly direction along the West line of that parcel of land conveyed to Noah White by King Land and Improvement Company a distance of 502.67 feet to a point on the North line of the Central of Georgia Railroad right of way, said point also being on the South line of said Section 20; thence 91 degrees 35' to the right in a Westerly direction along the South line of said section and the North line of said railroad right of way of a distance of 741.77 feet to the point of beginning.

Less and except the following described tracts of land:

Tract 1 consisting of approximately 121,000 square feet, more particularly described as follows:

Begin at the intersection of the East right of way line of 41st Street North, a public street of the City of Birmingham, and the North right of way line of the Central of Georgia Railroad approximately 150 feet south of the intersection of Seventh Avenue North and 41st Street North; proceed in an Easterly direction along the North right of way line of said Railroad a distance of 795.74 feet to the point of beginning; from the point of beginning proceed East along the North right of way line of said Railroad a distance of 861.77 feet, thence North a distance of 140 feet, thence West a distance of 861.77 feet, thence South a distance of 140 feet, more or less, to the point of beginning.

Tract 2 consisting of approximately 59,000 square feet more particularly described as follows: Begin at the Northeast corner of Tract 1, proceed North a distance of 194 feet, thence West a distance of 300 feet, thence South a distance of 194 feet, thence East along the Northerly line of Tract 1 a distance of 300 feet more or less to the point of beginning.

Together with the right of ingress and egress for the above described property to and from 41st Street North across the following described property, to-wit: Begin at the intersection of the East right of way line of 41st Street North and the North right of way line of the Central of Georgia Railroad, proceed in an Easterly direction along the North right of way line of said railroad a distance of 795.74 feet, thence North along the East boundary of the above described Tract 1 a distance of 30 feet, thence West a distance of 795.74 feet more or less to the East right of way line of 41st Street North, thence South a distance of 30 feet more or less to the point of beginning.

PARCEL X:

Tract 1 consisting of approximately 121,000 square feet, more particularly described as follows:

Begin at the intersection of the East right of way line of 41st Street North, a public street of the City of Birmingham, and the North right of way line of the Central of Georgia Railroad approximately 150 feet south of the intersection of Seventh Avenue North and 41st Street North; proceed in an Easterly direction along the North right of way line of said Railroad a distance of 795.74 feet to the point of beginning; from the point of beginning proceed East along the North right of way line of said Railroad a distance of 861.77 feet, thence North a distance of 140 feet, thence West a distance of 861.77 feet, thence South a distance of 140 feet, more or less, to the point of beginning.

Tract 2 consisting of approximately 59,000 square feet more particularly described as follows: Begin at the Northeast corner of Tract 1, proceed North a distance of 194 feet, thence West a distance of 300 feet, thence South a distance of 194 feet, thence East along the Northerly line of Tract 1 a distance of 300 feet more or less to the point of beginning.

Together with the right of ingress and egress for the above described property to and from 41st Street North across the following described property, to-wit: Begin at the intersection of the East right of way line of 41st Street North and the North right of way



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line of the Central of Georgia Railroad, proceed in an Easterly direction along the North right of way line of said railroad a distance of 795.74 feet, thence North along the East boundary of the above described Tract 1 a distance of 30 feet, thence West a distance of 795.74 feet more or less to the East right of way line of 41st Street North, thence South a distance of 30 feet more or less to the point of beginning.

PARCEL XI:

Tract 1:

Part of the Southwest Quarter of the Southeast Quarter of Section 20, Township 17, Range 2 West, situated in Jefferson County, Alabama, more particularly described as commencing at the Southwest corner of said Southeast Quarter and run thence north along the west line of said Southeast Quarter for 274.2 feet, more or less, to the southerly line of the right of way of the Southern Railway Company; run thence at an angle to the right of 112 degrees 9 minutes and along the said southerly line of said right of way 450.6 feet to a point 25 feet westerly from the present center line of a certain public road heretofore known as the Georgia Road; thence run at an angle to the right of 92 degrees 58 minutes and parallel with the center line of said road for 127.3 feet to the south line of said Section 20, which line is also the north line of the right of way of the Central of Georgia Railroad; thence run west along the south line of said Section 20, to the point of beginning.

Less and except the following described property:

Commence at the Southwest corner of the Southeast Quarter of Section 20, Township 17 South, Range 2 West; thence run North 276.6 feet along the West line of said quarter section to the Southwest right of way line of the Southern Railway; thence run Southeast 431.52 feet along said Southwest line for a point of beginning; thence turn 93 degrees, 21 minutes to the right and run Southwest 137.58 feet, more or less, to the North right of way line of the Central of Georgia Railroad; thence run East 26.2 feet, more or less, to the Northwest line of Georgia Road; thence run Northeast along said Northwest line 128.42 feet to the Southwest right of way line of said Southern railway; thence run Northwest 23.94 feet along said Southwest right of way line to the point of beginning.

Tract 2:

Also that part of the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 20, Township 17, Range 2 West, lying South of the right of way of the Southern Railway and north of the right of way of the Central of Georgia Railroad and being more particularly described as follows, situated in Jefferson County, Alabama:

Begin at the Southeast corner of the SW $\frac{1}{4}$ of said Section 20, thence run west along the south line of said section which is the north line of the right of way of the Central of Georgia Railway Company a distance of 600 feet; thence to the right at an angle of 88 degrees and 25 minutes in a northerly direction for 502.75 feet to the south line of the right of way of the Southern Railway Company, then in a southeasterly

direction along southerly line of the right of way of the Southern Railway Company for 646.87 feet to the east line of the SW $\frac{1}{4}$ of Section 20, Township 17, Range 2 West, thence south along the east line of said SW $\frac{1}{4}$ of Section 20, Township 17, Range 2 West, for 276.9 feet more or less to the point of beginning.

A portion of Parcel XI is now known as Lot 1 according to the O'Neal Steel Inc. Survey as recorded in Map Book 158, Page 1, in the Probate Office of Jefferson County, Alabama, Birmingham Division.

Less and except the following described property from Parcel X:

Lot 1 according to the O'Neal Steel Inc. Survey as recorded in Map Book 158, Page 1, in the Probate Office of Jefferson County, Alabama, Birmingham Division.

PARCEL XII:

Lot 1 according to the O'Neal Steel Inc. Survey as recorded in Map Book 158, Page 1, in the Probate Office of Jefferson County, Alabama, Birmingham Division.

PARCEL XIII:

Lot 1A according to the Survey of O'Neal Resurvey No. 4 as recorded in Map Book 203, Page 10, in the Probate Office of Jefferson County, Alabama, Birmingham Division.

PARCEL XIV:

A lot or parcel of land lying West of Lot marked "X" in the Survey of East Birmingham as made by the East Birmingham Land Company, as recorded in Map Book 1, Page 7, in the Probate Office of Jefferson County, Alabama and extending from the Northwest corner of said lot (which Northwest corner is the point of beginning) as shown by said survey in a Western direction along the Southern line of 7th Avenue, as shown by said map to the center of what was formerly known as 42nd Street, now what is known as 39th Street; thence in a Southern direction parallel with the Western boundary line of said lot to the Southern boundary line of the SE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of Section 19, Township 17, Range 2 West; thence East along the Southern boundary of said forty to the Western line of said lot marked "X", thence in a Northern direction along the Western line of said marked "X" to the point of beginning.

All being situated in Jefferson County, Alabama, Birmingham Division.

Parcels I through XIV above are the same property depicted on that certain survey prepared by Laurence D. Weygand, Registered P.E. & L.S. NO. 10373, dated June 19, 2009, revised June 30, 2009, described as follows:

PARCEL I:

Part of the SW1/4 of Section 20, the NW1/4 of the NW1/4 of Section 29, the NE1/4 of the NE1/4 of Section 30, the SE1/4 of the SE1/4 of Section 19, all in Township 17 South, Range 2 West and Lot 1-A, O'Neal Steel Resurvey No. 4, as recorded in the Office of the Judge of Probate, Jefferson County, Alabama in Map Book 203, Page 10, being more particularly described as follows:

Beginning at the Southeast corner of said Lot 1-A, O'Neal Steel Resurvey No. 4 and run in a westerly direction along the south line of said Lot 1-A and its westerly extension thereof for a distance of 810.30 feet to an existing iron rebar set by Weygand and being on the east right-of-way line of 39th Street North; thence turn an angle to the right of 88 degrees 11 minutes 52 seconds and run in a northerly direction along the east line of said 39th Street North for a distance of 82.32 feet to an existing iron rebar set by Weygand and being on the southeast right-of-way line of 7th Avenue North; thence turn an angle to the right of 60 degrees 34 minutes 33 seconds and run in a northeasterly direction along the southeast right-of-way line of 7th Avenue North for a distance of 187.37 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of 60 degrees 17 minutes 29 seconds and run in a northerly direction along the west line of said Lot 1-A, O'Neal Resurvey No. 4 and its northerly extension thereof and along the east right-of-way line of 40th Street North for a distance of 387.82 feet to an existing capped rebar; thence turn an angle to the right of 91 degrees 20 minutes 50 seconds and run in an easterly direction for a distance of 186.19 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of 91 degrees 20 minutes 50 seconds and run in a northerly direction for a distance of 144.00 feet to an existing 1/2" rebar; thence turn an angle to the right of 91 degrees 16 minutes 12 seconds and run in an easterly direction for a distance of 251.68 feet to an existing 1" open top iron; thence turn an angle to the left of 91 degrees 22 minutes 42 seconds and run in a northerly direction for a distance of 458.89 feet to an existing 1" crimp iron pin being on the southwest right-of-way line of the 100' Southern Railroad right-of-way; thence turn an angle to the right of 112 degrees 06 minutes 11 seconds and run in a southeasterly direction along the southwest right-of-way line of the Southern Railroad right-of-way for a distance of 220.26 feet to an existing iron rebar set by Weygand and being on the west right-of-way line of 41st Street North; thence turn an angle to the right of 67 degrees 39 minutes 44 seconds and run in a southerly direction along said west right-of-way line of 41st Street North for a distance of 1094.92 feet, more or less, to the point of beginning. Containing 12.4 acres, more or less.

PARCEL II:

Lot 1, O'Neal Steel Inc. Survey, as recorded in Map Book 158, Page 1, in the Office of the Judge of Probate, Jefferson County, Alabama, and part of the S1/2 of the SW1/4 and part of the SW1/4 of the SE1/4 of Section 20, Township 17 South, Range 2 West, Jefferson County, Alabama, all being more particularly described as follows:

Beginning at an existing iron rebar set by Weygand at the intersection of the northwest right-of-way line of Airport Highway and the southwest right-of-way line of the Southern

Railroad right-of-way, said point being shown on the map of O'Neal Steel Inc. Survey; thence run in a southwesterly direction along the northwest right-of-way line of Airport Highway for a distance of 142.46 feet to an existing iron rebar set by Weygand being on the north right-of-way line of the Norfolk Southern Railroad right-of-way; thence turn an angle to the right of 63 degrees 25 minutes 11 seconds and run in a westerly direction along the north right-of-way line of the Norfolk Southern Railroad right-of-way for a distance of 2,307.77 feet to an existing iron rebar set by Weygand being on the east right-of-way line of 41st Street North; thence turn an angle to the right of 88 degrees 08 minutes 21 seconds and run in a northerly direction along the east right-of-way line of 41st Street North for a distance of 1,025.97 feet to an existing iron rebar set by Weygand being on the southwest right-of-way line of the Southern Railroad right-of-way; thence turn an angle to the right of 112 degrees 20 minutes 16 seconds and run in a southeasterly direction along the southwest right-of-way line of said Southern Railroad right-of-way and along the northeast line of said Lot 1, O'Neal Steel Inc. Survey for a distance of 2,567.03 feet, more or less, to the point of beginning. Containing 31.3 acres, more or less.

SITE II

2905 Hoehn Drive, Birmingham, Alabama

Part of the North ½ of Section 10, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Beginning at an existing iron rebar set by Weygand and being the locally accepted SE corner of Lot 447, Caldwell Crossings Fourth Sector Phase Two, as recorded in the Office of the Judge of Probate, Shelby County, Alabama, in Map Book 36, Page 149, run in a westerly direction along the south line of said Lot 447 and also Lot 448 for a distance of 586.51 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of 17°-12'-16" and run in a northwesterly direction for a distance of 94.39 feet to an existing iron rebar set by Weygand and being on the south line of Lot 449 of said Caldwell Crossings Fourth Sector Phase Two; thence turn an angle to the right of 5°-52'-13" and run in a northwesterly direction for a distance of 100.0 feet to an existing iron rebar set by Weygand and being on the south line of Lot 450 of said subdivision; thence turn an angle to the left of 32°-00'-00" and run in a southwesterly direction for a distance of 80.0 feet to an existing iron rebar set by Weygand and being the southwest corner of Lot 451 of said subdivision; thence turn an angle to the left of 17°-03'-01" and run in a southwesterly direction along the southeast line of Lots 452, 453 and 454 of said subdivision for a distance of 125.62 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of 26°-03'-01" and run in a westerly direction along the south line of said subdivision for a distance of 1327.02 feet to an existing iron rebar set by Weygand and being on the south line of Lot 469 of said subdivision; thence turn an angle to the left of 20°-05'-43" and run in a southwesterly direction along the south line of said Lot 469 for a distance of 43.66 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of 69°-54'-17" and run in a southerly direction along the east line of Lot 484 of said subdivision for a distance of 80.0 feet to an existing iron rebar set by

Weygand and being the most easterly corner of Lot 485 of said subdivision; thence turn an angle to the right of 51°-16'-38" and run in a southwesterly direction along the southeast line of said Lot 485 for a distance of 180.43 feet to an existing iron rebar set by Weygand and being the most southerly corner of said Lot 485; thence turn an angle to the right of 103°-12'-28" and run in a northwesterly direction along the southwest line of said Lot 485 for a distance of 163.84 feet to an existing iron rebar set by Weygand and being the most westerly corner of said Lot 485 and being on the curved southwesterly right-of-way line of Crossings View, said curved right-of-way line being concave in a northeasterly direction and having a central angle of 37°-31'-02" and a radius of 50.0 feet; thence turn an angle to the left (12°-39'-01" to the chord of said curve) and run in a northwesterly direction along the curved southwesterly road right-of-way for Crossings View for a distance of 32.74 feet to a point of reverse curve, said latest curve being concave in a southwesterly direction and having a central angle of 70°-31'-11" and a radius of 25.0 feet; thence turn an angle to the left and run in a northwesterly and westerly direction along the arc of said curve and along the southerly right-of-way line of Crossings View for a distance of 30.77 feet to an existing iron rebar set by Weygand and being the point of ending of said curve; thence run in a westerly direction along the southerly right-of-way line of Crossings View for a distance of 66.0 feet to an existing iron rebar set by Weygand and being the northeast corner of Lot 486 of said subdivision; thence turn an angle to the left of 90° and run in a southerly direction along the east line of said Lot 486 for a distance of 138.0 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of 76°-00'-00" and run in a southwesterly direction for a distance of 32.95 feet to an existing iron rebar set by Weygand and being on the southerly line of said Lot 486; thence turn an angle to the left of 40°-44'-28" and run in a southwesterly direction along the southeasterly or southerly lines of Lots 486 and 487 for a distance of 98.85 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of 23°-03'-09" and run in a southwesterly direction along the southerly line of Lot 487 of said subdivision for a distance of 67.99 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of 18°-54'-40" and run in a southwesterly direction along the south line of Lots 487 and 488 of said subdivision for a distance of 57.72 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of 1°-26'-06" and run in a southwesterly direction along the south line of said Lot 488 for a distance of 64.67 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of 7°-18'-54" and run in a southwesterly direction along the south line of said Lot 488 for a distance of 44.23 feet to an existing iron rebar set by Weygand and being the southwest corner of said Lot 488; thence turn an angle to the left of 82°-47'-12" and run in a southerly direction for a distance of 5.73 feet to an existing #4 iron rebar; thence turn an angle to the right of 81°-06'-11" and run in a southwesterly direction for a distance of 55.11 feet to an existing PK nail being the point of beginning of a curve, said curve being concave in a southeasterly direction and having a central angle of 33°-16'-15" and a radius of 222.50 feet; thence turn an angle to the left and run in a westerly and southwesterly direction along the arc of said curve for a distance of 129.20 feet to an existing iron rebar set by Farmer; thence turn an angle to the left (16°-14'-49" from the chord of last mentioned curve) and run in a southwesterly direction for a distance of 21.61 feet to an existing iron rebar set by Farmer; thence turn an angle to the right of 125°-11'-18" and run in a northerly direction for a distance of 8.57 feet to an existing iron



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rebar set by Weygand and being a corner of Lot 597, Caldwell Crossings Fourth Sector Phase I, as recorded in the Office of the Judge of Probate, Shelby County, Alabama, in Map Book 36, Page 28; thence turn an angle to the left of $119^{\circ}-09'-25''$ and run in a southwesterly direction along the southerly line of said Lot 597 for a distance of 56.73 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of $12^{\circ}-46'-59''$ and run in a southwesterly direction along the southerly line of Lots 597 and 506 of said subdivision for a distance of 273.23 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of $10^{\circ}-37'-25''$ and run in a southwesterly direction along the south line of Lots 506 and 507 of said subdivision for a distance of 90.47 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of $12^{\circ}-24'-50''$ and run in a southwesterly direction for a distance of 73.86 feet to an existing iron rebar set by Weygand; thence turn an angle to the right of $23^{\circ}-12'-41''$ and run in a westerly direction for a distance of 19.22 feet to an existing iron rebar set by Weygand and being on the east right-of-way line of Caldwell Mill Road, said east right-of-way line of Caldwell Mill Road being on a curve, said curve being concave in a westerly direction and having a central angle of $0^{\circ}-51'-54''$ and a radius of 1740.29 feet; thence turn an angle to the left and run in a southeasterly direction along the arc of said curve for a distance of 26.28 feet to an existing iron rebar; thence turn an angle to the left ($114^{\circ}-40'-06''$ from the chord of last mentioned curve) and run in a northeasterly direction for a distance of 56.17 feet to an existing PK nail; thence turn an angle to the left of $12^{\circ}-15'-09''$ and run in a northeasterly direction for a distance of 144.38 feet to an existing Farmer iron rebar; thence turn an angle to the right of $104^{\circ}-34'-57''$ and run in a southeasterly direction for a distance of 304.55 feet to an existing 1" crimp iron pin; thence turn an angle to the right of $105^{\circ}-34'-26''$ and run in a westerly direction for a distance of 221.86 feet to an existing 1" capped iron being on the east right-of-way line of Caldwell Mill Road, said east right-of-way line of Caldwell Mill Road being on a curve, said curve being concave in a westerly direction and having a central angle of $13^{\circ}-09'-05''$ and a radius of 1873.78 feet; thence turn an angle to the left ($93^{\circ}-00'-26''$ to the chord of said curve) and run in a southerly direction along the arc of said curve for a distance of 430.10 feet to an existing iron rebar set by Weygand and being on the east right-of-way line of said Caldwell Mill Road; thence turn an angle to the right ($6^{\circ}-50'-32''$ from last mentioned chord) and run in a southerly direction along the east right-of-way line of said Caldwell Mill Road for a distance of 227.74 feet to an existing iron rebar set by Weygand; thence turn an angle to the left of $93^{\circ}-55'-48''$ and run in an easterly direction for a distance of 911.83 feet to an existing 1" crimp iron pin; thence turn an angle to the left of $91^{\circ}-15'-44''$ and run in a northerly direction for a distance of 129.92 feet to an existing 1" crimp iron pin; thence turn an angle to the right of $91^{\circ}-17'-44''$ and run in an easterly direction for a distance of 1328.77 feet to an existing 1" crimp iron pin; thence turn an angle to the right of $88^{\circ}-37'-11''$ and run in a southerly direction for a distance of 393.26 feet to an existing 1" crimp iron pin being on the west line of Lot 23, Block 2, Amended Map of Woodford, as recorded in the Office of the Judge of Probate, Shelby County, Alabama, in Map Book 8, Page 51; thence turn an angle to the left of $158^{\circ}-08'-45''$ and run in a northeasterly direction along the boundary of said Amended Map of Woodford subdivision for a distance of 799.67 feet to an existing 1" crimp iron pin; thence turn an angle to the right of $44^{\circ}-11'-42''$ and run in a northeasterly direction along the boundary of Block 2, Amended Map of Woodford for a distance of 799.80 feet to an existing 1" crimp iron pin;

thence turn an angle to the left of 44°-20'-43" and run in a northeasterly direction along the boundary of Block 2, Amended Map of Woodford for a distance of 765.83 feet, more or less, to the point of beginning. Less and except that parcel of land recorded in Deed Book 207, page 91. Containing 91.37 acres, more or less.

Being the same property depicted on that certain survey prepared by Laurence D. Weygand, Registered P.E. & L.S. No. 10373, dated June 21, 2009, last revised July 30, 2009.

SITE III

**720 39th Street North
Birmingham, AL**

Lot 3, Block 4-A, according to the Survey of USS Industrial Park of Birmingham, Sector Three, as recorded in Map Book 114, page 81, in the Probate Office of Jefferson County, Alabama, Birmingham Division.


EXHIBIT B

PERMITTED ENCUMBRANCES

SITE I

716; 744 and 745 41st Street North, Birmingham, Alabama 35222

1. All taxes for the year 2009 and subsequent years, not yet due and payable.
2. Restrictions as shown by recorded map.
3. No further subdivision of lots as restricted by recorded map.
4. Easement to Birmingham Electric Company, as recorded in Volume 4263, page 556, in the Probate Office of Jefferson County, Alabama.
5. Easement to Alabama Power Company recorded in Volume 6690, Page 327; Real 144, page 327; Real 199, page 76; Real 1113, page 50; Real 1262, page 177; Real 2108, page 812 and Real 738, page 746, in the Probate Office of Jefferson County, Alabama.
6. Right of way to Birmingham Electric Company, recorded in Volume 3473, page 397; Volume 1487, page 330; Volume 1755, page 304; Volume 3340, page 519 and Volume 1807, page 576, in the Probate Office of Jefferson County, Alabama.
7. Right of way to Georgia Pacific Railroad, recorded in Volume 52, page 255; Volume 52, page 399 and Volume 52, page 403, in the Probate Office of Jefferson County, Alabama.
8. Agreement with Alabama Gas Corporation recorded in Instrument Real 1143, page 797; Volume 6074, page 430 and Volume 5606, page 231, in the Probate Office of Jefferson County, Alabama.
9. Spur line agreement recorded in Volume 6875, page 872 in the Probate Office of Jefferson County, Alabama.
10. Right of Way granted to Alabama Power Company by instrument recorded in Real 3712, page 949 in the Probate Office of Jefferson County, Alabama.
11. Sanitary Sewer Easement recorded in Volume 5211, page 333 and Volume 5211, page 316, in the Probate Office of Jefferson County; Alabama.
12. Rights of others in and to the use of easement for ingress/egress recorded in Real 2097, page 59 and Instrument 9307/6707 in the Probate Office of Jefferson County, Alabama.
13. Easement recorded in Volume 5211, Page 331 in the Probate Office of Jefferson County, Alabama.


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14. Easements and reservations recorded in Instrument 9816/4534; Instrument 9808/6792 and Instrument 200105/7290 in the Probate Office of Jefferson County, Alabama.
15. Any prior reservation or conveyance, together with release of damages of minerals of every kind and character, including, but not limited to, oil, gas, sand and gravel in, on and under subject property.

SITE II

2905 Hoehn Drive, Birmingham, Alabama

1. All taxes for the year 2009 and subsequent years, not yet due and payable.
2. Right of way to Shelby County, recorded in Volume 216, page 24, in the Probate Office of Shelby County, Alabama.
3. Right of Way granted to Alabama Power Company by instrument recorded in Volume 101, page 570; Volume 220, page 67 and Volume 217, page 750, in the Probate Office of Shelby County, Alabama.
4. Restrictions or Covenants recorded in Misc. Volume 27, page 381, in the Probate Office of Shelby County, Alabama, but omitting any covenant or restriction based on race, color, religion, sex, handicap, familial status, or national origin.
5. Easement recorded in Instrument 1993-31528 and Instrument 1993-31529, in the Probate Office of Shelby County, Alabama.
6. Release of Damages as recorded in Instrument 1997-23467, in the Probate Office of Shelby County, Alabama.
7. Easement and mineral and mining rights and rights incident thereto recorded in Real 3192, page 293, in the Probate Office of Shelby County, Alabama.
8. Mineral and mining rights and rights incident thereto recorded in Instrument 1993-31527, in the Probate Office of Shelby County, Alabama.
9. Easement to Alabama Power Company recorded in Instrument No. 20050803000391990, in the Probate Office of Shelby County, Alabama.
10. Rights of others in and to the use of easement for ingress/egress and utilities as reserved in Instrument 20021217000632730; Instrument 20021202000596360 and Instrument 20050524000252700 in the Probate Office of Shelby County, Alabama.
11. The rights of upstream and downstream riparian owners with respect to any body of water which may lie adjacent to and/or traversing through the subject property.

12. Terms and conditions of that certain Memorandum of Lease dated December 2, 2002 by and between O'Neal Metals, Inc. and Foresite, LLC, filed for record 12/17/2002, recorded in Instrument 200212170006327030 in the Probate Office of Shelby County, Alabama.
13. Memorandum of Tower Attachment Lease Agreement dated October 9, 2002, by and between Foresite, LLC and Tritel Communications, Inc., filed for record December 2, 2002, recorded in Instrument No. 20021202000596360 in the Probate Office of Shelby County, Alabama.
14. Any prior reservation or conveyance, together with release of damages of minerals of every kind and character, including, but not limited to, oil, gas, sand and gravel in, on and under subject property.

SITE III

720 39th Street North, Birmingham, AL

1. All taxes for the year 2009 and subsequent years, not yet due and payable.
2. 10' easement on east and 15' easement on north as shown by map recorded in Map Book 114, page 81, in the Probate Office of Jefferson County, Alabama.
3. Mineral and mining rights and rights incident thereto recorded in Real 1493, page 157, in the Probate Office of Jefferson County, Alabama.
4. Easement to Alabama Power Company recorded in Real 1626, Page 478 and Real 4447, page 203, in the Probate Office of Jefferson County, Alabama.
5. Any prior reservation or conveyance, together with release of damages of minerals of every kind and character, including, but not limited to, oil, gas, sand and gravel in, on and under subject property.

STATE OF ALABAMA - JEFFERSON COUNTY
I hereby certify that no mortgage tax or deed tax
has been collected on this instrument.

Alan L. King Judge of Probate
"NO TAX COLLECTED"

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Total of Fees and Taxes-\$57.00
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