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(This instrument has been executed (in 7 counterparts, of which this is (No. 2.)

BE IT KNOWN that, whereas The Birmingham Water Works Company (hereinafter referred to as the "Company") executed to United States Mortgage and Trust Company, as Trustee (hereinafter referred to as the "Trustee"), its Mortgage and Deed of Trust dated as of October 1, 1924, which is recorded in Volume 1374 of Mortgages, page 246, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 140, pages 316 et seq., in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee an indenture supplemental to said Mortgage and Deed of Trust, dated as of October 1, 1924, which is recorded in Volume 1394 of Mortgages, page 1, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 140, pages 379, et seq. in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of December 1, 1925, which is recorded in Volume 1542 of Mortgages, page 428, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 147, pages 159 et seq. in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of June 3, 1926, which is recorded in Volume 1625 of Mortgages, page 135, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 147, pages 406 et seq., in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of February 1, 1927, which is recorded in Volume 1702 of Mortgages, page 57, in the office of the Judge of Probate in Jefferson County, Alabama, and in Mortgage Record 149, pages 127 et seq., in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of February 15, 1927, which is recorded in Volume 1703 of Mortgages, page 350, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 149, pages 67 et seq., in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of February 21, 1927, which is recorded in Wolume 1711 of Deeds, page 21, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 149, pages 71 et seq., in the Office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of June 6, 1927, which is recorded in Volume 1753 of Mortgages, page 290, in the office of the Judge of Probate of Jefferson County, Alabama, and in Deed Record 82, pages 287 et seq., in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of December 20, 1927, and recorded in Volume 1810 of Deeds, page 190, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 152, pages 17 et seq., in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS, the Company executed to the Trustee another indenture supplemental

to said Mortgage and Deed of Trust, dated as of January 23, 1928, which is recorded in Volume 1826 of Mortgages, page 317, in the office of the Judge of Probate of Jefferson County, Alabama; and

WHEREAS the Company executed to the Trustee another indenture supplemental to said Mortgage and Deed of Trust, dated as of September 26, 1928, which is recorded in Volume 1999 of Mortgages, page 131, in the office of the Judge of Probate of Jefferson County, Alabama, and in Mortgage Record 152, pages 573 et seq., in the office of the Judge of Probate of Shelby County, Alabama; and

WHEREAS the Company executed to Chemical Bank & Trust Company (as successor Trustee to United States Mortgage and Trust Company) another indenture supplemental to said Mortgage and Deed of Trust, dated as of April 30, 1930, and recorded in Volume 2246 of Mortgages, page 515, in the Office of the Judge of Probate of Jefferson County, Alabama; and

WHEREAS Chemical Bank & Trust Company is the successor Trustee under said Mortgage and Deed of Trust and said several supplemental indentures; and

WHEREAS all of the indehtedness secured by said Mortgage and Deed of Trust and by said several supplemental indentures has been paid in full and satisfaction of said Mortgage and Deed of Trust and said supplemental indentures should be entered of record;

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES and of One Dollar to Chemical Bank & Trust Company, as such successor Trustee, paid by the Company, its receipt being hereby acknowledged, and at the request of the Company, Chemical Bank & Trust Company, as such successor Trustee, does hereby:

1. Cancel and discharge the lien of said Mortgage and Deed of Trust and several supplemental indentures, and remise, release, and forever quitclaim unto the Company all of its right, title, and interest in and to the property, rights and franchises conveyed, encumbered or otherwise covered by said Mortgage and Deed of Trust and said several supplemental indentures.

TO HAVE AND TO HOLD unto the Company, its successors and assigns, forever,

2. Constitute and appoint William Henry Beatty of Birmingham, Alabama, and Grady W. Patterson of Birmingham, Alabama, its true and lawful attorneys with power in either of them to act alone, to enter on the margin of the records, wherever said Mortgage and Deed of Trust and said supplemental indentures may be of record, full satisfaction thereof; ratifying and confirming all acts of its said attorneys done under the powers hereby conferred on them.

IN WITNESS WHEREOF, Chemical Bank & Trust Company, as successor Trustee as aforesaid, has caused these presents to be executed for it by J. A. W. Richardson, Jr., its Corporate Trust Officer, who has hereto affixed its corporate seal, which is attested by H. C. Ottiwell, its Asst. Secretary, this 28th day of August, 1939.

(Seal)

CHEMICAL BANK & TRUST COMPANY, as successor Trustee as aforesaid,

Attest: H. C. Ottiwell, Asst. Secretary.

STATE OF NEW YORK )

SS.:

COUNTY OF NEW YORK )

I, R. H. Sherman, a Notary Public in and for said County, in said state, hereby certify that J. A. W. Richardson, Jr., and H. C. Ottiwell, whose names as Corporate Trust Officer and Asst. Secretary of Chemical Bank & Trust Company, a corporation, as successor Trustee under the Mortgage and Deed of Trust above referred to, are signed to the foregoing conveyance and who are known to me, acknowledged before me on this day

that, being informed of the contents of the conveyance, they, as such officers, respectively, of said Chemical Bank & Trust Company, and with full authority, executed the same voluntarily for said Chemical Bank & Trust Company in its capacity as such successor Trustee
on the day the same bears date.

Given under my hand and seal of office this 28th day of August, 1939.

(Seal)

R. H. Shermam, Notary Public Queens Co. No. 2350, N.Y. Co. Clerk's No. 1246, Register's No. 0-5-794 Commission expires March 30, 1940.

No. 10876

State of New York, ) County of New York. ) ss:

I, Archibald R. Watson, County Clerk and Clerk of the Supreme Court, New York County, the same being a Court of Record having by law a seal, DO HEREBY CERTIFY, that R. H. Sherman whose name is subscribed to the annexed certificate or proof of acknowledgment of the annexed instrument was at the time of taking the same a NOTARY PUBLIC acting in and for said county, duly commissioned and sworn, and qualified to act as such; that he has filed in the Clerk's Office of the County of New York a certified copy of his appointment and qualification as Notary Public for the County of Queens with his autograph signature; that as such Notary Public, he was duly authorized by the laws of the State of New York to protest notes; to take and certify depositions; to administer oaths and affirmations; to take affidavits and certify the acknowledgement and proof of deeds and other writter instruments for lands, tenements and hereditaments, to be read in evidence or recorded in this state; and further, that I am well acquainted with the handwriting of such Notary Rublic and verily believe that his signature to such proof or acknowledgement is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Court at the City of New York, In the County of New York, this 28th day of August, 1939.

Archibald R. Watson, County Clerk and Clerk of the Supreme Court.

Filed for record in this office the 1st day of September, 1939 at 1 PM and recorded in Deed Record #106 on page 442 and examined.

L. C. Walker, Judge of Probate, Shelby County, Alabama.

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