

WARRANTY DEED

STATE OF ALABAMA)

COUNTY OF SHELBY)

KNOW ALL MEN BY THESE PRESENTS, That in consideration of Four Hundred Seventy-Seven and 69/100 Dollars (\$477.69), to the undersigned Grantor, Southern Electric Generating Company, a corporation, (hereinafter sometimes called "Grantor"), in hand paid by Alabama Power Company, a corporation, (hereinafter sometimes called "Grantee"), the receipt of which is hereby acknowledged, the said Southern Electric Generating Company does by these presents, grant, bargain, sell and convey unto the said Alabama Power Company the following described real estate, situated in Shelby County, Alabama:

A parcel of land in the SE 1/4 of the SW 1/4 of Section 32, T 20 S, R 2 E, Huntsville Meridian, Shelby County, Alabama, more particularly described as follows: Beginning at the NE corner of the E 1/2 of the SW 1/4 of Section 32, thence South 1239.76 feet, thence West 461.13 feet to Column K-24 of the Southern Electric Generating Company plant at Wilsonville, Alabama having Alabama East Zone Coordinates North 998, 775.86 feet, East 308,742.05 feet, thence North 44 degrees, 30 minutes West 68.00 feet, thence South 45 degrees, 30 minutes West, 111.00 feet to a point, this point being known hereafter as the point of beginning. Beginning at the point of beginning, thence South 45 degrees, 30 minutes West 150.00 feet, thence North 44 degrees, 30 minutes West 69.00 feet, thence North 45 degrees, 30 minutes East 30.00 feet, thence North 44 degrees, 30 minutes West 158.00 feet, thence North 45 degrees, 30 minutes East, 271.00 feet, thence South 44 degrees, 30 minutes East, 80.00 feet, thence South 45 degrees, 30 minutes West, 151.00 feet, thence South 44 degrees, 30 minutes East, 147.00 feet to the point of beginning.

TO HAVE AND TO HOLD, To the said Alabama Power Company, its successors and assigns forever.

And said Grantor does for itself, its successors and assigns, covenant with Grantee, its successors and assigns, that it is lawfully seized in fee simple of said premises, that they



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are free from all encumbrances except as hereinafter specified, 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 Alabama Power Company, its successors and assigns forever, against the lawful claims of all persons.

The property herein conveyed and described above is subject to the lien of the mortgage indenture from Grantor to The First National City Bank of New York, as trustee, dated as of June 1, 1959, as supplemented and amended, and Grantor agrees and covenants with Grantee to obtain a release of such property from the lien of such mortgage indenture within a period of sixty (60) days from the date hereof.

IN WITNESS WHEREOF, the said Southern Electric Generating Company by its Vice-President and General Manager, C. E. Brackett, who is authorized to execute this conveyance, has hereto set its signature and seal, this the 1st day of August, 1974.

ATTEST:

[Signature]
SECRETARY

By *[Signature]*
Vice-President and General Manager

STATE OF ALABAMA)

COUNTY OF JEFFERSON)



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I, *Lennie O. O'Brien*, a Notary Public in and for said County, in said State, hereby certify that C. E. Brackett, whose name as Vice-President and General Manager of Southern Electric Generating Company, a corporation, 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, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 1st day of August, 1974.

Lennie O. O'Brien
Notary Public

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STATE OF NEW YORK)
COUNTY OF NEW YORK)

WHEREAS, the title of Southern Electric Generating Company to the real property described in Exhibit A hereto is subject to the lien of the Indenture dated as of June 1, 1959, as supplemented and amended (hereinafter called the Indenture) executed by Southern Electric Generating Company (hereinafter called the Company) to The First National City Bank of New York (now First National City Bank) as Trustee; and

WHEREAS, pursuant to the provisions of the first paragraph of Section 10.04 of the Indenture, the Company has requested the undersigned, as Trustee under the Indenture, to release such property from the lien of the Indenture and such other action has been taken in respect thereto as is required by the Indenture;

NOW, THEREFORE, First National City Bank as Trustee does hereby release and quitclaim from the lien of the Indenture under the authority of the first paragraph of Section 10.04 thereof all of its right, title and interest in and to the real property located in Shelby County, Alabama and more particularly described in Exhibit A hereto;

PROVIDED, however, that nothing herein contained shall in any way affect alter or diminish the lien or encumbrance of the Indenture on the remaining parts of the properties, premises and franchises covered by it, or the remedies given by it against the Company, its successors and assigns, as security for the bonds issued thereunder and the performance of the acts secured thereby.

IN WITNESS WHEREOF, First National City Bank, as such Trustee, has caused its corporate name to be hereunto affixed and this instrument to be signed by one of its duly authorized officers and its corporate seal to be hereunto affixed and duly attested for and in its behalf on this the 26th day of August 1974.

FIRST NATIONAL CITY BANK, as Trustee

By

E. J. Jaworski
E. J. JAWORSKI
Trust Officer

ATTEST:

A. M. Golde
A. M. GOLDE
ASSOCIATE TRUST OFFICER

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Exhibit "A"

A parcel of land in the SE 1/4 of the SW 1/4 of Section 32, T 20 S, R 2 E, Huntsville Meridian, Shelby County, Alabama, more particularly described as follows: Beginning at the NE corner of the E 1/2 of the SW 1/4 of Section 32, thence South 1239.76 feet, thence West 461.13 feet to Column K-24 of the Southern Electric Generating Company plant at Wilsonville, Alabama having Alabama East Zone Coordinates North 998, 775.86 feet, East 308,742.05 feet, thence North 44 degrees, 30 minutes West 68.00 feet, thence South 45 degrees, 30 minutes West, 111.00 feet to a point, this point being known hereafter as the point of beginning. Beginning at the point of beginning, thence South 45 degrees, 30 minutes West 150.00 feet, thence North 44 degrees, 30 minutes West 69.00 feet, thence North 45 degrees, 30 minutes East 30.00 feet, thence North 44 degrees, 30 minutes West 158.00 feet, thence North 45 degrees, 30 minutes East, 271.00 feet, thence South 44 degrees, 30 minutes East, 80.00 feet, thence South 45 degrees, 30 minutes West, 151.00 feet, thence South 44 degrees, 30 minutes East, 147.00 feet to the point of beginning.

All the above coordinates and bearings refer to the Alabama East Zone Grid System.

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