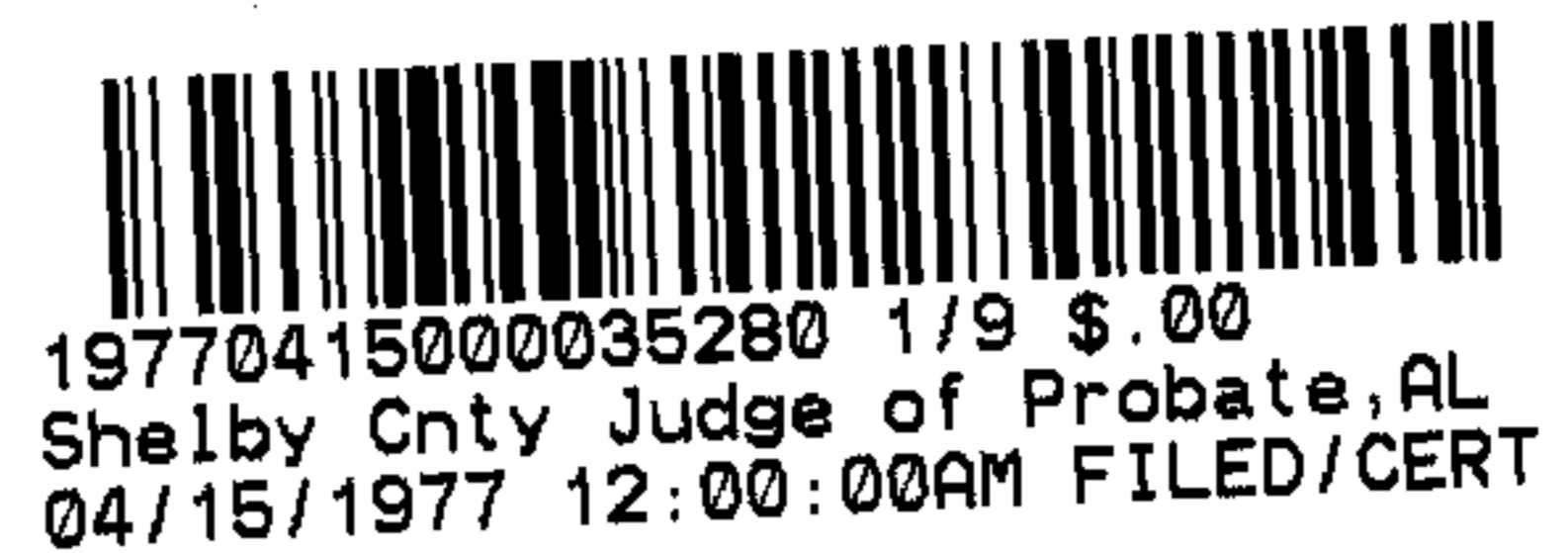


STATE OF ALABAMA)

SHELBY AND JEFFERSON COUNTIES)

7533



KNOW ALL MEN BY THESE PRESENTS, That:

WHEREAS, all of the hereinafter described property was owned by Inverness Associates, a partnership composed solely of Fletcher Properties of Alabama, Inc., an Alabama corporation, Refco-Inverness, Inc., a Delaware Corporation, and 2154 Trading Corporation, a New York corporation (the "Partnership"); and

WHEREAS, by Agreement dated as of the 14th day of April, 1977 and recorded contemporaneously herewith, Fletcher Properties of Alabama, Inc. and Refco-Inverness, Inc. transferred, assigned, sold and set over unto 2154 Trading Corporation all of their interests in the Partnership, and have withdrawn as Partners in the Partnership; and

WHEREAS, Inverness Associates desires to convey the hereafter described property to 2154 Trading Corporation, its sole remaining Partner.

NOW, THEREFORE, in consideration of the premises and the sum of Ten Dollars (\$10.00) and subject to the hereinafter described mortgages, to the undersigned grantor, INVERNESS ASSOCIATES, a general partnership composed solely of 2154 Trading Corporation, a New York corporation, in hand paid by 2154 TRADING CORPORATION, a New York corporation, the receipt of which is hereby acknowledged, the said INVERNESS ASSOCIATES does by these presents, grant, bargain, sell and convey unto the said 2154 TRADING CORPORATION that certain real estate situated in Shelby and Jefferson Counties, Alabama, as more particularly set forth on Exhibit "A" attached hereto and made a part hereof.

This conveyance is subject to taxes for the year 1977 and to the following described mortgages:

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Shelby Cnty Judge of Probate, AL
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1. Mortgage executed by Fletcher Properties of Alabama, Inc. to Exchange Security Bank, recorded in Mortgage Book 316, page 677, Probate Office of Shelby County, Alabama, and Real 697, page 582, Probate Office of Jefferson County, Alabama.

2. Mortgage executed by Fletcher Properties of Alabama, Inc. to E. A. Fulmer and R. L. Fulmer, recorded in Mortgage Book 316, Page 700, Probate Office of Shelby County, Alabama.

3. Mortgage executed by Fletcher Properties of Alabama, Inc. to Gordon A. Taylor, Churchill G. Carey, Eugene L. Amber, John D. Uible, J. C. Tyler, Jr. and James H. Winston, Trustees of Guardian Mortgage Investors, a Massachusetts Business Trust, recorded in Volume 320, page 422, in the Probate Office of Shelby County, Alabama, modified by modification agreement recorded in Volume 344, page 530, of said Probate Office, assignment of mortgage and modification agreement to Metropolitan Life Insurance Company recorded in Misc. Volume 10, page 393, of said Probate Office.

4. Mortgage executed by Fletcher Properties of Alabama, Inc. to Exchange Security Bank recorded in Volume 326, page 372, in the Probate Office of Shelby County, Alabama.

5. Mortgage executed by Fletcher Properties of Alabama, Inc. and Refco-Inverness, Inc. to E. A. Fulmer and R. L. Fulmer, recorded in Book 321, page 602, in the Probate Office of Shelby County, Alabama.

6. Mortgage executed by Fletcher Properties of Alabama, Inc. and Refco-Inverness, Inc., to Gordon A. Taylor, Churchill G. Carey, Eugene L. Amber, J. C. Tyler, Jr., John D. Uible and John H. Rogers, Trustees of Guardian Mortgage Investors, a Massachusetts Business Trust, recorded in Volume 334, page 365, in the Probate Office of Shelby County, Alabama.

7. Mortgage executed by Fletcher Properties of Alabama, Inc. and Refco-Inverness to the Trustees of Guardian Mortgage Investors, a Massachusetts Business Trust, recorded in Book 336, page 762, in the Probate Office of Shelby County, Alabama, and assigned to Metropolitan Life Insurance Company in Misc. Book 12, page 210, said Probate Office.

8. Mortgage executed by Fletcher Properties of Alabama, Inc. and Refco-Inverness, Inc. to the Trustees of Guardian Mortgage Investors, a Massachusetts Business Trust, recorded in Volume 339, page 756, in the Probate Office of Shelby County, Alabama.

9. Mortgage executed by Inverness Associates to Metropolitan Life Insurance Company, recorded in Real 1134, page 216, in the Probate Office of Jefferson County, Alabama, and recorded in Volume 343, page 480, in the Probate Office of Shelby County, Alabama. Said mortgage increased to \$4,960,000 by instrument recorded in Real 1202, page 575, Probate Office of Jefferson County, Alabama, and recorded in Volume

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347, page 716, Probate Office of Shelby County, Alabama. Being consolidated and modified by agreement recorded in Real 1202, page 570, Jefferson County, Alabama, and recorded in Volume 347, page 744, Shelby County, Alabama.

This conveyance is further subject to the following:

1. Easement to Alabama Power Company recorded in Volume 109, page 290; Volume 121, page 140; Volume 283, page 266; Volume 283, page 208; Volume 283, page 222; Volume 283, page 200; Volume 283, page 195; Volume 280, page 286; Volume 283, page 205; Volume 283, page 217, in the Probate Office of Shelby County, Alabama.
2. Easement to Alabama Power Company recorded in Volume 297, page 58, in the Probate Office of Shelby County, Alabama.
3. Easement to the Water Works Board, recorded in Volume 285, page 409, Probate Office of Jefferson County, Alabama.
4. Easement to South Central Bell recorded in Volume 279, page 817, in the Probate Office of Shelby County, Alabama.
5. Easement to Birmingham Cahaba Coal Company, recorded in Volume 113, page 548, in the Probate Office of Shelby County, Alabama.
6. Mineral and mining rights and rights incident thereto recorded in Volume 48, page 427; Volume 4, page 442; Volume 99, page 18; Volume 5, page 355; Volume 65, page 96; Volume 64, page 267, in the Probate Office of Shelby County, Alabama.
7. Terms and conditions set forth in the Declaration of Condominium recorded in Misc. Book 12, page 87; Misc. Book 13, page 2; Misc. Book 13, page 4; and Misc. Book 13, page 344, in the Probate Office of Shelby County, Alabama.
8. Restrictions recorded in Misc. Book 10, page 557; Misc. Book 10, page 515; and Misc. Book 13, page 154, Probate Office of Shelby County, Alabama.
9. Easements as shown by recorded map.
10. Easements to Alabama Power Company recorded in Volume 109, page 293; Volume 126, page 343; Volume 291, page 386; Volume 293, page 755; and Misc. Book 10, page 558, Probate Office of Shelby County, Alabama.
11. Restrictions as recorded in Misc. Book 5, page 86, and Misc. Book 5, page 625, Probate Office of Shelby County, Alabama.
12. Easement to Alabama Power Company and South Central Bell recorded in Volume 281, page 497, Probate Office of Shelby County, Alabama.
13. Easements to Alabama Power Company recorded in Volume 146, page 381; Volume 176, page 68; Volume 184, page 166; Volume 141, page 298; and Volume 145, page 387, Probate Office of Shelby County, Alabama.

14. Agreement with Alabama Power Company recorded in Misc. Book 5, page 626, Probate Office of Shelby County, Alabama.

TO HAVE AND TO HOLD to the said 2154 TRADING CORPORATION, its successors and assigns forever.

IN WITNESS WHEREOF, the said INVERNESS ASSOCIATES has caused this instrument to be properly executed on this the 14th day of April, 1977.

INVERNESS ASSOCIATES, an Alabama General Partnership

ATTEST:

[Signature]
ITS ASSISTANT SECRETARY

BY: 2154 TRADING CORPORATION

By [Signature]
Its VICE PRESIDENT

CONSTITUTING ITS SOLE GENERAL PARTNER

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that C.E. [Signature] whose name as Vice Pres. of 2154 Trading Corporation, 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 14th day of April, 1977.

[Signature]
Notary Public

This instrument was prepared by J. Fred Powell, Attorney at Law, 1600 Bank for Savings Building, Birmingham, Alabama.



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EXHIBIT "A"

PARCEL I



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A tract of land located in Section 35, Township 18 South, Range 2 West, Jefferson County, Alabama, and Sections 35 and 36, Township 18 South, Range 2 West, Shelby County, Alabama and in Sections 1, 2, 10 and 11, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Begin at the Southwest corner of Section 2, Township 19 South, Range 2 West, Shelby County, Alabama, and run North 00 degrees 47 minutes 20 seconds West a distance of 3904.92 feet to a point; thence South 88 degrees 11 minutes 50 seconds East a distance of 1324.57 feet; thence North 00 degrees 47 minutes West a distance of 1304.87 feet to a point; thence North 00 degrees 50 minutes 50 seconds West a distance of 2009.81 feet to a point on the Southwest bank of the Cahaba River; thence continuing along the shoreline and on a random traverse of the Cahaba River South 34 degrees 35 minutes 30 seconds East a distance of 212.54 feet to a point; thence South 76 degrees 16 minutes 40 seconds East a distance of 153.64 feet to a point; thence South 35 degrees 36 minutes 50 seconds East a distance of 143.32 feet to a point; thence North 72 degrees 05 minutes 40 seconds East a distance of 69.95 feet to a point; thence North 75 degrees 19 minutes 40 seconds East a distance of 180.18 feet to a point; thence North 70 degrees 55 minutes 20 seconds East a distance of 111.66 feet to a point; thence North 53 degrees 58 minutes 50 seconds East a distance of 92.06 feet to a point; thence North 23 degrees 57 minutes 10 seconds East a distance of 88.29 feet to a point; thence North 19 degrees 42 minutes 20 seconds East a distance of 66.65 feet to a point; thence North 24 degrees 57 minutes 40 seconds East a distance of 86.70 feet to a point; thence North 5 degrees 06 minutes 20 seconds East a distance of 145.97 feet to a point; thence North 18 degrees 44 minutes 40 seconds West a distance of 161.87 feet to a point; thence North 2 degrees 03 minutes 50 seconds West a distance of 160.58 feet to a point; thence North 15 degrees 39 minutes 20 seconds West a distance of 132.19 feet to the last point on the random traverse of the shoreline of the Cahaba River; thence continuing along the boundary line of said tract of land and South 88 degrees 44 minutes 20 seconds East a distance of 534.35 feet to a point; thence South 00 degrees 40 minutes 20 seconds East a distance of 2673.07 feet to a point; thence North 26 degrees 12 minutes East a distance of 2946.30 feet to a point; thence North 45 degrees 29 minutes 10 seconds East a distance of 1790.14 feet to a point; thence South 46 degrees 25 minutes 20 seconds East a distance of 82.90 feet to a point; thence South 00 degrees 10 minutes 40 seconds East a distance of 556.18 feet to a point; thence South 88 degrees 27 minutes 40 seconds East a distance of 599.92 feet to a point; thence South 46 degrees 25 minutes

20 seconds East a distance of 40.73 feet to a point; thence North 43 degrees 34 minutes 40 seconds East a distance of 36.72 feet to a point; thence South 88 degrees 27 minutes 40 seconds East a distance of 903.60 feet to a point on the Southwest right-of-way line of U.S. Highway No. 280; thence South 46 degrees 25 minutes 20 seconds East and along the Southwest right-of-way line of said highway a distance of 591.17 feet to a point; said point being a point of beginning of a curve to the left having a central angle of 14 degrees 58 minutes a radius of 2904.79 feet and an arc of 758.78 feet; thence continuing along the said highway right-of-way and along the last described arc a distance of 758.78 feet to a point; thence South 61 degrees 23 minutes 20 seconds East and along the right-of-way of said highway a distance of 50.98 feet to a point; thence South 00 degrees 28 minutes 30 seconds East a distance of 2513.59 feet to a point; thence South 88 degrees 24 minutes 40 seconds East a distance of 344.17 feet to a point on the Northwest right-of-way line of ValleyDale Road; thence South 29 degrees 30 minutes 30 seconds West and along the right-of-way of said County Road a distance of 627.19 feet to a point of beginning of a curve to the left having a central angle of 13 degrees 14 minutes 10 seconds a radius of 2904.79 feet and an arc of 671.05 feet; thence continuing along the right-of-way line of said County Road and along the arc of the last described curve a distance of 671.05 feet to a point; thence South 16 degrees 16 minutes 20 seconds West and along the right-of-way line of said County Road a distance of 126.64 feet to a point of beginning of a curve to the right having a central angle of 18 degrees 57 minutes 10 seconds a radius of 2108.59 feet and an arc of 697.50 feet; thence continuing along the right-of-way of said County Road and along the arc of the last described curve a distance of 697.50 feet to a point; thence South 35 degrees 13 minutes 30 seconds West and along the right-of-way of said County Road a distance of 1565.34 feet to a point of beginning of a curve to the right having a central angle of 14 degrees 56 minutes 50 seconds a radius of 2824.79 feet and an arc of 736.93 feet; thence continuing along the right-of-way of said County Road and along the arc of the last described curve a distance of 736.93 feet to a point; thence South 50 degrees 10 minutes 20 seconds West and along the right-of-way line of said County Road a distance of 55.39 feet to the point of beginning of a curve to the left having a central angle of 13 degrees 18 minutes 50 seconds a radius of 1949.86 feet and an arc of 453.09 feet; thence continuing along the right-of-way of said County Road and along the arc of the last described curve a distance of 453.09 feet to a point; thence South 36 degrees 51 minutes 30 seconds West and along the right-of-way of said County Road a distance of 712.24 feet to a point of beginning of a curve to the right having a central angle of 37 degrees 01 minutes 30 seconds

a radius of 914.53 feet and an arc of 590.98 feet; thence continuing along the right-of-way of said County Road and along the arc of the last described curve a distance of 590.98 feet to a point; thence South 73 degrees 53 minutes West and along the right-of-way of said County Road a distance of 11.08 feet to a point of beginning of a curve to the left having a central angle of 15 degrees 27 minutes a radius of 1472.40 feet and an arc of 397.04 feet; thence continuing along the right-of-way of said County Road and along the arc of the last described curve a distance of 397.04 feet to a point; thence North 87 degrees 35 minutes 45 seconds West a distance of 1638.20 feet to a point; thence South 00 degrees 37 minutes 50 seconds East a distance of 1330.23 feet to a point; thence North 87 degrees 45 minutes 30 seconds West a distance of 1325.89 feet to a point; thence South 00 degrees 47 minutes 10 seconds East a distance of 1334.40 feet to a point; thence North 87 degrees 55 minutes 50 seconds West a distance of 1322.08 feet to a point; thence North 89 degrees 36 minutes 30 seconds West a distance of 1329.70 feet to a point; thence North 1 degree 06 minutes 40 seconds West a distance of 1333.99 feet to a point; thence South 89 degrees 46 minutes 20 seconds East a distance of 1327.56 feet to a point; thence North 00 degrees 15 minutes 30 seconds West a distance of 1338.51 feet more or less to the point of beginning of the herein described Parcel containing 1344.519 acres more or less;

Less and except the following tracts:

- 1 Entire Block 1
Entire Block 2
Entire Block 3
Lots 1-6, inclusive and Lots 8 and 9 Block 4
Entire Block 5
Entire Block 6
Entire Block 7
Entire Block 8
Entire Block 9
Entire Block 10, all according to the subdivision of Kerry Downs as recorded in Map Book 5, pages 135 and 136 in the Probate Office of Shelby County, Alabama.
- 2 Lots 1-7, inclusive Block 1
Entire Block 2
Lots 1-3, inclusive and Lots 7-14, inclusive Block 3
Lots 1-5, inclusive and Lots 7 and 8 Block 4
Entire Block 5
Entire Block 6
Lots 7, 8, 15 and 17 Block 7, all according to the survey of Applecross as recorded in Map Book 6, page 42 A & B in the Probate Office of Shelby County, Alabama.
- 3 Unit 104; 111; 112; 114; 115; 116; 117; 123; 126; 131; 133; 141; 145; 147; 149; ~~150~~; 153; ~~154~~; 157; 159; 167; 175; 177; 201; 207; 213; 217; 219; 305; 307; ~~308~~; ~~309~~ and 327, Cambrian Wood Condominium, located in Shelby County, Alabama, as established by Declaration of Condominium, By-Laws and Amendments thereto as recorded in Misc. Book 12, page 87, in the Probate Office of Shelby County, Alabama, and amended by Misc. Book 13, page 2, Misc. Book 13, page 4 and Misc. Book 13, page 344 in said Probate Office.



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- 4 A parcel of land situated in the SE $\frac{1}{4}$ of NW $\frac{1}{4}$ of Section 1, Township 19 South, Range 2 West, Shelby County, Alabama, described as follows:
Commence at the Northeast corner of Section 1, Township 19 South, Range 2 West, and run North 89 degrees 50 minutes West for a distance of 2264.5 feet to a point; thence turn an angle to the left of 62 degrees 04 minutes and run in a Southwesterly direction for a distance of 927.7 feet to a point; thence turn an angle of 14 degrees 27 minutes to the left and run in a Southerly direction for a distance of 756.7 feet to the point of beginning. From such point of beginning turn an angle to the left of 81 degrees 51 minutes and run South 67 degrees 50 minutes East for a distance of 200.84 feet to a point; thence turn an angle to the right of 90 degrees 00 minutes and run for a distance of 210.0 feet to a point; thence turn an angle to the right of 90 degrees 00 minutes and run for a distance of 213.16 feet to a point on the Southeasterly right of way line of Valley Dale Road, said point being on the arc of a curve whose central angle is 05 degrees 30 minutes and 20 seconds; having a radius of 2188.59 feet; a tangent of 105.23 feet; and a chord of 210.22; thence turn an angle to the right and run in a Northeasterly direction along the arc of said curve for a distance of 210.30 feet to a point; thence turn an angle to the right and run South 67 degrees 50 minutes East for a distance of 4.10 feet to the point of beginning.
- 5 A part of the Southwest Quarter of Section 2, Township 19 South, Range 2 West, being more particularly described as follows: Commence at the Southwest corner of said quarter section and run east along the south line of said quarter section 602.86 feet; thence an angle left of 73° 14' 55" and run northeasterly 183.60 feet; thence right 3° 29' 50" and run northeasterly 924.31 feet; thence right 37° 04' 50" and run northeasterly 376.74 feet; thence right 84° 06' and run southeasterly 237.36 feet; thence left 119° 07' and run northeasterly 130.01 feet; thence right 11° 41' and run northeasterly 15.67 feet to the point of beginning; said point being on the northerly right of way of the High Road; thence continue on same course 842.37 feet; thence right 7° 53' and run northeasterly 336.64 feet; thence right 74° 24' and run southeasterly 199.80 feet; thence right 86° 03' and run southwesterly 727.81 feet; thence right 13° 55' 33" and run southwesterly 529.05 feet to a point on the Northerly right of way of High Road; thence turn an angle right of 71° 03' 37" to tangent of a curve to the right having a radius of 725 feet and a central angle of 30° 04' 49" and run northwesterly 380.62 feet to the point of beginning. Situated in Shelby County, Alabama.

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PARCEL II

A tract of land located in Sections 1 and 2, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Begin at the Northwest corner of the Northeast 1/4 of the Northeast 1/4 of Section 1, Township 19 South, Range 2 West and run South 00 degrees 43 minutes 45 seconds East a distance of 2634.80 feet to a point; thence run North 88 degrees 31 minutes 10 seconds West a distance of 1327.49 feet to a point; thence run South 00 degrees 45 minutes 20 seconds East a distance of 1318.29 feet to a point; thence run North 88 degrees 33 minutes 30 seconds West a distance of 1327.21 feet to a point; thence run South 00 degrees 46 minutes East a distance of 1319.18 feet to a point; thence run North 88 degrees 35 minutes 45 seconds West a distance of 1326.93 feet to a point; thence run North 87 degrees 35 minutes 45 seconds West a distance of 857.57 feet to a point on the East right-of-way line of Valley Dale Road and a point on a curve to the right having a central angle of 10 degrees 12 minutes, a radius of 1392.40 feet, an arc of 247.88 feet; thence continue along said arc with a tangent bearing North 63 degrees 41 minutes East, a distance of 247.88 feet to a point; thence run North 73 degrees 53 minutes East a distance of 11.08 feet to the point of beginning of a curve to the left having a central angle of 37 degrees 01 minute 30 seconds a radius of 994.53 feet an arc of 642.67 feet; thence continue along said arc a distance of 642.67 feet to a point; thence run North 36 degrees 51 minutes 30 seconds East a distance of 712.24 feet to the point of beginning of a curve to the right having a central angle of 13 degrees 18 minutes 50 seconds a radius of 1869.86 feet, an arc of 434.50 feet; thence continue along said arc 434.50 feet to a point; thence run North 50 degrees 10 minutes 20 seconds East a distance of 55.39 feet to the point of beginning of a curve to the left having a central angle of 14 degrees 56 minutes 50 seconds, a radius of 2904.79 feet, an arc of 757.80 feet; thence continue along said arc of 757.80 feet to a point; thence run North 35 degrees 13 minutes 30 seconds East a distance of 1565.34 feet to the point of beginning of a curve to the left having a central angle of 18 degrees 57 minutes 10 seconds a radius of 2188.59 feet, an arc of 723.96 feet, thence continue along said arc 723.96 feet to a point; thence run North 16 degrees 16 minutes 20 seconds East a distance of 126.64 feet to the point of beginning of a curve to the right having a central angle of 13 degrees 14 minutes 10 seconds a radius of 2824.79 feet, an arc of 652.57 feet; thence continue along said arc 652.57 feet to a point; thence run North 29 degrees 30 minutes 30 seconds East a distance of 669.58 feet to a point at the intersection of the East right-of-way line of Valley Dale Road and the North line of Section 1, Township 19 South, Range 2 West; thence run South 88 degrees 25 minutes 40 seconds East a distance of 893.33 feet more or less to the point of beginning containing 179.54 acres more or less.

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STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

77 APR 15 AM 8:43

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Fee 13.50
Ind. 1.00
\$15.00