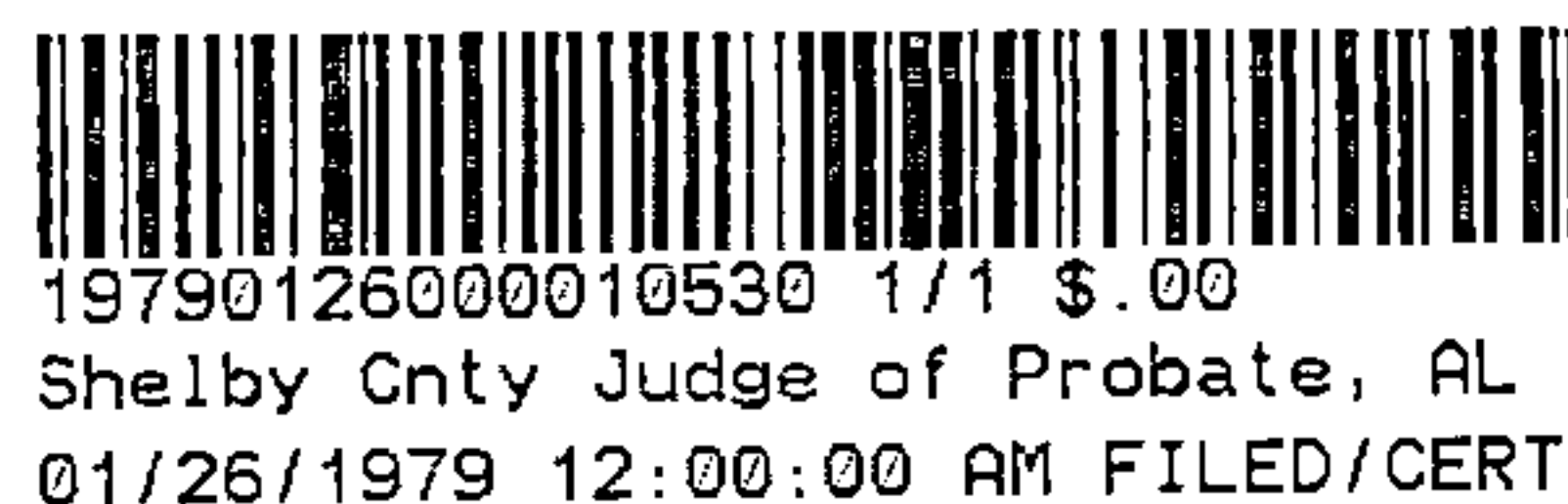


STATE OF ALABAMA)

SHELBY County)



For the sum of One Hundred and No/100 (\$100.00) Dollars and other good and valuable consideration receipt of which is hereby acknowledged, the undersigned

Collateral Investment Company

a corporation organized and existing under the laws of the State of Alabama does hereby grant, bargain, sell, convey, assign and deliver unto MORGAN GUARANTY TRUST COMPANY OF NEW YORK AS TRUSTEE UNDER DECLARATION OF TRUST DATED DECEMBER 9, 1960 FOR THE COMMINGLED PENSION TRUST FUND (FIXED INCOME DIRECT PLACEMENT-MORTGAGE-REAL PROPERTY)

Its successors and assigns, that certain mortgage executed by

Robert M. Waters and wife Linda B. Waters

to Collateral Investment Company in the principal sum of \$ 41,500.00

dated the 2nd day of January, 19 79 and filed for

record on the 4th day of January, 19 79 in the Office

of the Judge of Probate of Shelby County, Alabama in Volume

387 at Page 65 together with the debt thereby secured,

the note therein described, and all interest of the undersigned in and to

the lands and property conveyed by said mortgage. This transfer is made

without recourse on the undersigned.

TO HAVE AND TO HOLD unto the said MORGAN GUARANTY TRUST COMPANY OF NEW YORK AS TRUSTEE UNDER DECLARATION OF TRUST DATED DECEMBER 9, 1960 FOR COMMINGLED PENSION TRUST FUND (FIXED INCOME DIRECT PLACEMENT-MORTGAGE-REAL PROPERTY) its successors and assigns forever.

IN WITNESS WHEREOF, the said Collateral Investment Company has caused this instrument to be executed in its name by Ernest J. Hamic its Vice President and its corporate seal to be hereto affixed and attested by Judy Long its Assistant Secretary both of whom are thereunto duly authorized, this the 25th day of January, 19 79.

(CORPORATE SEAL)

ATTEST:

COLLATERAL INVESTMENT COMPANY

Its Assistant Secretary

BY: Ernest J. Hamic
Its Vice PresidentSTATE OF ALABAMA
JEFFERSON COUNTY)

STATE OF ALA. SHELBY CO.

INSTRUMENT WAS FILED

Rec. 150
JAN 11 1980
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I, Brenda Collin, a Notary Public for the State of Alabama at Large, hereby certify that Ernest J. Hamic and Judy Long whose names as Vice President and Assistant Secretary respectively, of the Collateral Investment Company a corporation, are signed to the foregoing conveyance, and who are known to me acknowledge before me on this day that, being informed of the contents of the conveyance, they as such officers 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 25th day of January, 19 79

Brenda Collin
Notary Public

For the State of Alabama at Large

M/63

This instrument was prepared by
JUDY LONG

c/o Collateral Investment Company
2100 First Avenue, North
Birmingham, Alabama 35203

COLLATERAL INVESTMENT CO
2100 FIRST AVENUE, NORTH
BIRMINGHAM, ALABAMA 35201