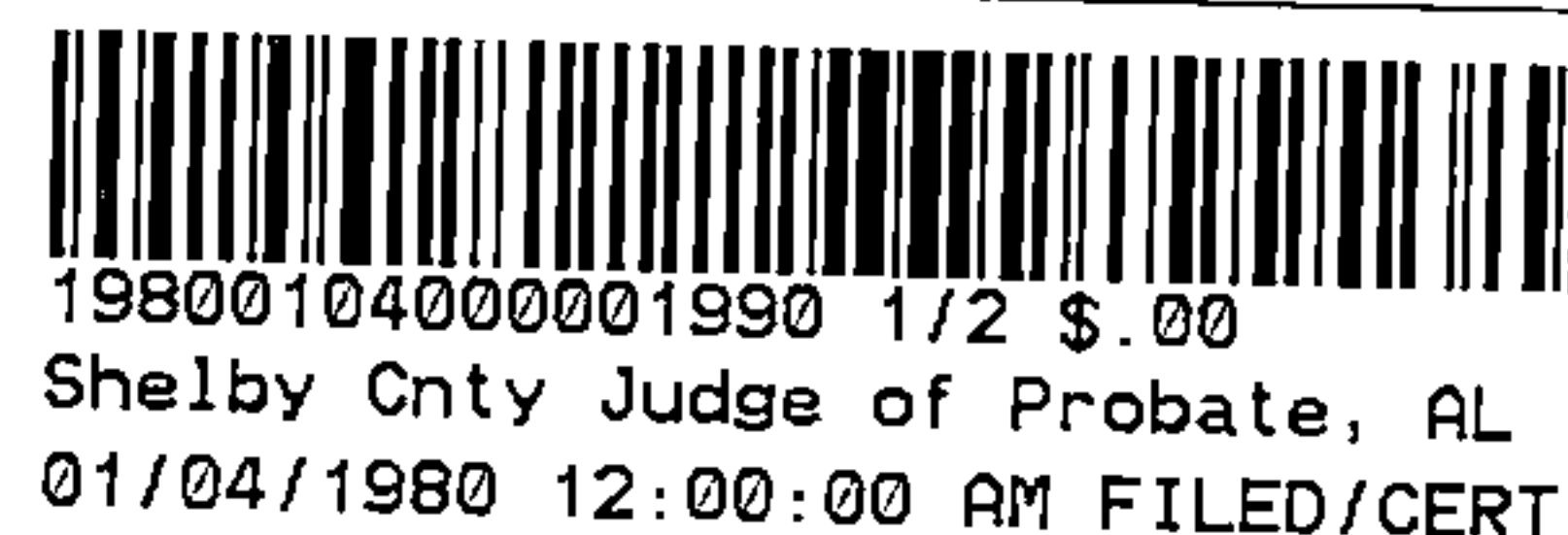


IN THE MATTER OF THE ESTATE OF:) IN THE PROBATE COURT FOR
NOEL C. DUNCAN,) JEFFERSON COUNTY, ALABAMA
Deceased.) CASE NO.: 91195



DECREE AUTHORIZING PRIVATE SALE

This cause came on to be heard on the Verified Petition to Sell Partnership Interest at Private Sale of Patricia G. Duncan, as Administratrix of the Estate of Noel C. Duncan, deceased, Answer of the Guardian ad Litem, and on testimony taken orally before the Court of various witnesses. All of same having been fully considered and understood by the Court, it is the opinion of the Court that the Petitioner is entitled to the relief prayed for in said Petition, and that said Petition is due to be granted. It is, therefore,

ORDERED, ADJUDGED and DECREED by the Court as follows:

1. That the equity jurisdiction of this Court is properly invoked by Petitioner.
2. That the Court is of the opinion that the purchase price to be paid to Petitioner for the fifty percent (50%) interest in Helena Enterprises, an Alabama general partnership, is fair and reasonable and that it is in the best interest of the Petitioner and the Estate of Noel C. Duncan, deceased, that the fifty percent (50%) interest in and to said partnership owned by Noel C. Duncan at the time of his death, be sold at private sale to Ellis M. Duncan for the sum of Thirty-nine Thousand Eight Hundred Forty and 58/100 (\$39,840.58) Dollars in cash.
3. That the Petitioner is hereby authorized, directed and empowered to execute a good and sufficient bill of sale or such other conveyance as the Petitioner and Ellis M. Duncan may deem appropriate wherein the Petitioner shall convey, assign, transfer, set over and deliver unto Ellis M. Duncan all the right, title, interest and claim of the Petitioner and the Estate of Noel C. Duncan, deceased, in and to said Helena Enterprises, and in and to the real property described in Exhibit "A" which is attached to and made a part of the Petition.
4. That the Guardian ad Litem, William B. Lloyd is hereby awarded a fee in the amount of \$1,250.00 (\$) Dollars, for services provided by him in this cause.

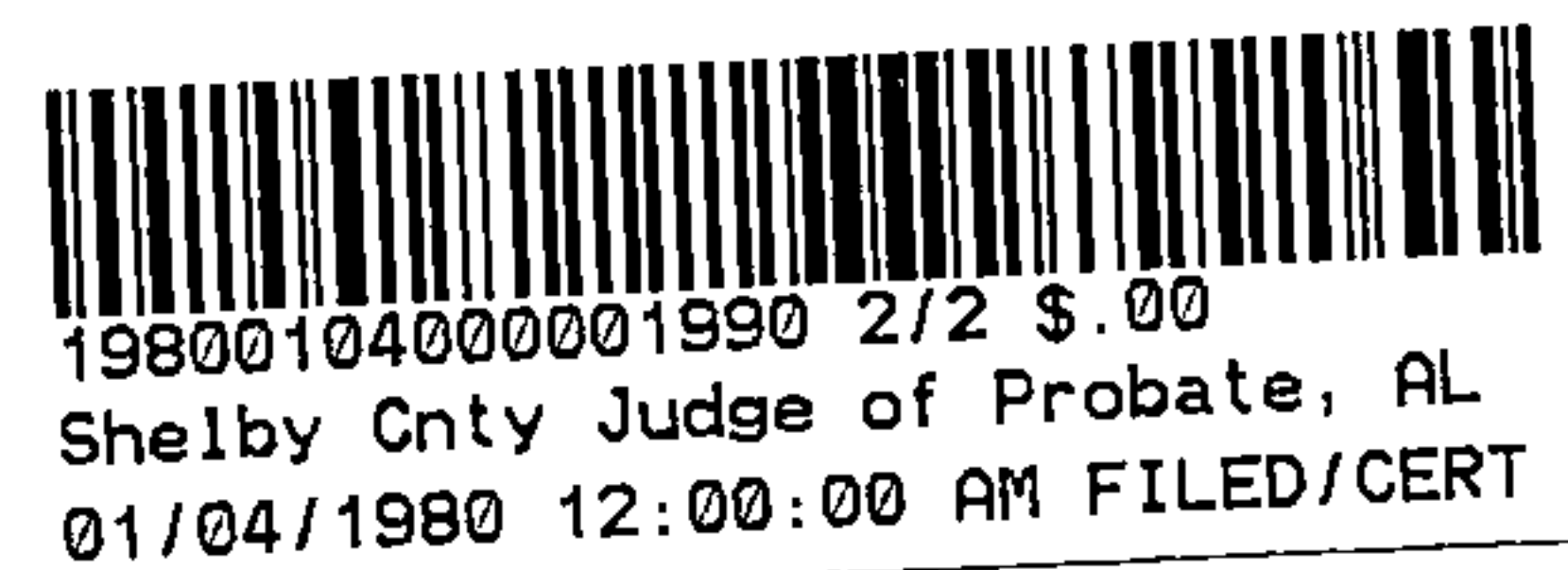
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5. That the attorneys for Petitioner, Corretti, Newsom & Rogers, are hereby awarded an attorneys' fee for services rendered by them in this cause in the amount of Thirty-five Hundred and no/100 (\$3,500.00) Dollars and from said sum said attorneys shall reimburse Patricia G. Duncan, individually the sum of Two Hundred Fifty and no/100 (\$250.00) Dollars which was heretofore paid to said attorneys as a retainer fee by said Patricia G. Duncan, individually.

6. That the court costs incurred in this cause are hereby assessed and taxed against the Estate of Noel C. Duncan, deceased.

DONE AND ORDERED this 28th day of December, 1979.

Off. L. L. L. L.
JUDGE OF PROBATE



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
1980 JAN -4 AM 8:37

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Rec. 3.00
Ind. 1.00
4.00

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JEFFERSON LAND TITLE SERVICES CO., INC.
316 North 21st Street
P. O. Box 10481
BIRMINGHAM, ALA. 35202