

STATE OF ALABAMA)
COUNTIES OF JEFFERSON AND SHELBY)

WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS, That for the sum of One Dollar (\$1.00) and other due, good and valuable consideration to the undersigned grantor, PARKER SUPPLY COMPANY, INC., an Alabama corporation, (the "Grantor"), in hand paid by BIRMINGHAM TRUST NATIONAL BANK, a national banking association (the "Grantee"), the receipt and sufficiency of which are hereby acknowledged by Grantor, and in further consideration of the covenants, agreements, warranties and representations hereinafter set forth, the undersigned Grantor does by these presents, grant, bargain, sell, assign, transfer and convey unto Grantee, its successors and assigns, the real estate (the "Real Estate") described in Exhibit "A" attached hereto and expressly incorporated herein by reference and made a part hereof, situated in Jefferson and Shelby Counties, Alabama.

Grantor represents, warrants, covenants and agrees with Grantee as follows:

1. Grantor is in default in the payment of Grantor's indebtednesses owing to Grantee (the "Indebtednesses") evidenced by various promissory notes (the "Notes") and secured by various mortgages (the "Mortgages"), said Notes and Mortgages being described in Exhibit "B" attached hereto and expressly incorporated herein by reference and made a part hereof, and Grantor has requested that Grantee accept this deed in consideration of Grantee's Agreement to treat the Notes as having been non-recourse from the date of their execution, but only to the extent of One Million, Seven Hundred Nineteen Thousand and 00/100 Dollars (\$1,719,000.00) of such Indebtednesses (the "Nonrecourse Agreement"), such that Grantee will not seek any personal judgment against Grantor on the Notes or Mortgages (by direct action or by deficiency judgment

after foreclosure or otherwise) to the extent of such \$1,719,000.00.

2. This deed is not, nor is it intended to be, a deed in lieu of foreclosure of the Mortgages, but is instead an absolute deed for full, due, good, valuable, and sufficient consideration.

3. No merger of title shall exist or occur as a result of this conveyance and the Mortgages shall remain outstanding, unaffected by this conveyance, securing the total Indebtednesses, and the Mortgages shall be subject to foreclosure according to their terms and under law by the holder thereof.

4. This conveyance is not given as a preference against other creditors of Grantor; and the said sum of \$1,719,000.00 is in excess of the fair market value of the property conveyed hereunder.

5. This deed is given as a result of Grantor's request that Grantee accept the same and constitutes Grantor's free and voluntary act.

6. Grantor, in executing this deed, is not acting under any duress, undue influence, misapprehension or misrepresentation by Grantee, and it is the intention of Grantor to convey by this deed all of Grantor's right, title and interest absolutely in and to the Real Estate, with no rights whatsoever remaining in Grantor or its successors, representatives, or assigns pertaining to said property.

This conveyance is made SUBJECT to the following:

(1) the Mortgages described hereinabove; and (2) those matters specified in said Exhibit "A" hereto.

TO HAVE AND TO HOLD to Grantee, its successors and assigns forever.

IN WITNESS WHEREOF, the Grantor has caused this deed to be properly executed by its duly authorized officer

on this the 17th day of April,
1981.

PARKER SUPPLY COMPANY, INC.

ATTEST:

Dale M. Morris
Its Secretary

By: Dale M. Morris
Its President

STATE OF ALABAMA)

COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said
County in said State, hereby certify that Dale M. Morris
Parker, whose name as President of Parker Supply
Company, Inc., an Alabama 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 17th
day of April, 1981.

Ed R. O'Quinn
Notary Public

This instrument was prepared by:

James J. Robinson, Attorney
1600 Bank for Savings Building
Birmingham, Alabama 35203

BOOK 332 PAGE 337

Commence at the Southwest corner of the Southwest one quarter of the Northwest one quarter of Section 13, Township 20 South, Range 3 West; run thence in an Easterly direction along the South line of said quarter-quarter section for a distance of 1,130.15 feet to the point of beginning, from the point of beginning thus obtained, thence continue along last described course for a distance of 538.35 feet; thence turn an angle to the left of 65 degrees, 25 minutes, 04 seconds, and run in a Northeasterly direction for a distance of 182.69 feet; thence turn an angle to the left of 02 degrees, 38 minutes, 15 seconds and run in the Northeasterly direction for a distance of 140 feet; thence turn an angle to the left of 02 degrees, 51 minutes, 58 seconds, and run in a Northeasterly direction for a distance of 323.71 feet; thence turn an angle to the right of 3 degrees, 48 minutes, 32 seconds, and run in a Northeasterly direction for a distance of 158 feet; thence turn an angle to the left of 24 degrees, 0 minutes and run in a Northerly direction for a distance of 250 feet; thence turn an angle to the right of 11 degrees, 00 minutes and run in a Northeasterly direction for a distance of 73.38 feet; thence turn an angle to the left of 101 degrees, 00 minutes and run in a Westerly direction for a distance of 528.94 feet; thence turn an angle to the left of 72 degrees, 30 minutes and run in a Southwesterly direction for a distance of 205.71 feet; thence turn an angle to the right of 90 degrees and run in a Northwesterly direction for a distance of 50 feet; thence turn an angle to the left of 90 degrees and run in a Southwesterly direction for a distance of 60 feet; thence turn an angle to the right of 90 degrees, 00 minutes and in a Northwesterly direction for a distance of 65 feet; thence turn an angle to the left of 90 degrees, 00 minutes and run in a Southwesterly direction for a distance of 882.65 feet to the point of beginning. Situated in Shelby County, Alabama.

PARCEL I-B:

Commence at the Southwest corner of the Southwest One Quarter of the Northwest One Quarter of Section 13, Township 20 South, Range 3 West; run thence in an Easterly direction along the South line of said quarter-quarter section for a distance of 552.40 feet to a point on the Easterly right-of-way line of U. S. Highway No. 31, said point being the point of beginning. From the point of beginning thus obtained, thence continue in an Easterly direction along last described course for a distance of 577.75 feet; thence turn an angle to the left of 73 degrees, 38 minutes, 45 seconds and run in a Northeasterly direction for a distance of 882.65 feet; thence turn an angle to the left of 90 degrees to the tangent of the following described course, said course being situated on a curve to the left having a central angle of 17 degrees, 30 minutes, and a radius of 619.71 feet; thence run along the arc of said curve to the left in a northwesterly and westerly direction for a distance of 189.28 feet to the end of said curve; thence run along the tangent if extended to said curve in a westerly direction for a distance of 386.01 feet to a point to the southeasterly right of way line of U. S. Highway No. 31; thence turn an angle to the left of 64 degrees, 23 minutes, 03 seconds, said angle being measured to the chord of a spiral curve, said spiral curve being the southeasterly right of way line of U. S. Highway No. 31; thence run along said spiral curve for a distance of 228.77 feet to the end of said spiral; thence turn an angle to the left from the chord of last described spiral curve to the chord of the following described course of 11 degrees, 38 minutes, 48 seconds, said following course being situated on a curve to the left having a central angle of 17 degrees, 42 minutes, 25 seconds, and a radius of 2,191.33 feet; thence run along the arc of said curve to the left continuing in a Southwesterly direction along the southeasterly and easterly right of way line of U. S. Highway 31 for a distance of 877.37 feet to the point of beginning. Situated in Shelby County, Alabama.

ALL LESS AND EXCEPT that portion of Parcel I-A and Parcel I-B contained within the following description:

A parcel of land located in the Northwest $\frac{1}{4}$ of Section 13, Township 20 South, Range 3 West, Shelby County, Alabama, more particularly described as follows: Commence at the Southwest corner of the Southwest $\frac{1}{4}$ of the Northwest $\frac{1}{4}$ of said Section 13, thence in an Easterly direction, along the South line of said $\frac{1}{4}$ - $\frac{1}{4}$ Section, a distance of 552.40 feet to the Easterly Right of Way Line of U.S. Highway 31, said point being the Point of Beginning; thence continue along last described course a distance of 729.0 feet; thence 81 degrees 09 minutes 02 seconds left, in a Northeasterly direction, a distance of 847.18 feet to a point on the Southerly Right of Way Line of Court Place; thence 82 degrees 27 minutes 43 seconds left, in a Northwesterly direction, along said Right of Way, a distance of 34.09 feet to the beginning, of a curve to the left, said curve having a radius of 619.71 feet to a central angle of 17 degrees and 30 minutes; thence along arc of said curve, in a Westerly direction, a distance of 189.28 feet to end of said curve; thence continue, in a Westerly direction, a distance of 397.24 feet to a point on the Easterly Right of Way Line of said Highway 31; thence 63 degrees 26 minutes left, in a Southwesterly direction, along said Right of Way, a distance of 78.64 feet to the beginning of a curve to the left, said curve having a radius of 2240.86 feet and a central angle of 3 degrees 46 minutes 13 seconds; thence along arc of said curve, in a Southwesterly direction, a distance of 147.46 feet to end of said curve and the beginning of a curve to the left, said curve having a radius of 2192.18 feet and a central angle of 17 degrees 42 minutes 25 seconds; thence along arc of said curve, in a Southwesterly direction, a distance of 677.48 feet to the Point of Beginning. Said parcel contains 14.029 acres and is subject to a 40 foot wide easement for ingress, egress and utilities parallel to the South line of herein described parcel.

PARCEL II: (FLINTKOTE PROPERTY OR CENTER STREET)

A parcel of land situated in the NE 1/4 of the NW 1/4 and the NW 1/4 of the NE 1/4 of Section 3, Township 18 South, Range 3 West, Jefferson County, Alabama, being more particularly described as follows: Beginning at the point of intersection of the Westerly right of way line of Center Street and a line lying 25.00 feet North of the centerline of the main line of the Seaboard Coastline Railroad Co., run thence in a Westerly direction along a line which lies 25.00 feet North of and parallel to said centerline of the main line of the Seaboard Coastline Railroad Co. a distance of 1200.00 feet to a point thence 90°00' to the right in a Northerly direction a distance of 194.83 feet to a point on the Southerly line of a 15.00 foot alley, thence on an exterior angle of 91°42' to the right in an Easterly direction along the Southerly line of said 15.00 foot alley a distance of 1215.67 feet to a point on the Westerly line of the Old Jasper Road, thence on an exterior angle of 34°52' to the right in a Southerly direction along the Westerly line of the Old Jasper Road a distance of 85.30 feet to a point on the Westerly line of Center Street, thence 23°20' to the right angle measured to the tangent of a curve to the left having a radius of 340.20 feet and a central angle of 12°50' thence along the arc of said curve to the left and along the Westerly line of Center Street in a Southerly direction a distance of 78.30 feet to the point of beginning.

Said Parcel is now shown as Lot 1-A according to Seaboard Coast Line Railroad Company's Subdivision, as recorded in Map Book 82, page 81, in the Office of the Judge of Probate of Jefferson County, Alabama.

PARCEL III: ---SHELBY COUNTY

340
PAGE 332
BOOK The NE 1/4 of the NE 1/4 of Section 7, Township 21 South, Range 2 West, Shelby County, Alabama.

The S 1/2 of the SE 1/4 of the SE 1/4 of Section 8, Township 21, Range 2 West; the E 1/2 of the NW 1/4 of NE 1/4 of Section 7, Township 21, Range 2 West, all situated in Shelby County, Alabama.

PARCEL IV: CENTERPOINT

Part of the NW 1/4 of the SE 1/4 of Section 7, Township 18 South, Range 1 West, Jefferson County, Alabama, further described as: Begin at the Northwest corner of the NW 1/4 of the SE 1/4 of Section 7, Township 16 South, Range 1 West; thence East 505 feet; thence South 240 feet; thence West 505 feet; thence North 240 feet to the point of beginning. Situated in Jefferson County, Alabama.

Parcel 5-A (Tannehill Development)

The following legal description includes the survey of Tannehill Valley as recorded in Map Book 2], page 40 in Bessemer Division of the Probate Office of Jefferson County, Alabama.

Begin at the center of Section 22, Township 20 South, Range 5 West, and run thence North 48° West 561' to the centerline of the public road; thence Northeast along the centerline of said public road to its intersection with the North line of the Southwest 1/4 of the Northeast 1/4 of said Section 22; thence East along the North line of said Southwest 1/4 of Northeast 1/4 to the Northeast corner of the West 1/2 of said Southwest 1/4 of Northeast 1/4; thence South 4° East 2656.34' to the Southeast corner of the West 1/2 of the Northwest 1/4 of Southeast 1/4 of said Section 22; thence East along 1/4-1/4 line 669.66' to the Southeast corner of said Northwest 1/4 of Southeast 1/4; thence South along 1/4-1/4 line 1327.35' to the South line of said Section 22; thence West along said Section line 1341.71' to the Southeast corner of the Southeast 1/4 of Southwest 1/4 of said Section 22; Township 20 South, Range 5 West; thence South along 1/4-1/4 line 1332.35' to the Southeast corner of the Northeast 1/4 of Northwest 1/4 of Section 27, Township 20 South, Range 5 West; thence West along 1/4-1/4 line to the Southwest corner of the Northeast 1/4 of the Northwest 1/4 of said Section 27; thence North along 1/4-1/4 line 480.31' to a creek; thence North 51° West 379.70'; thence North 35° East 577.5'; thence North 55° West 1011.78' to the creek; thence North 27° East along creek 313.04'; thence North 58° East 768'; thence North 38° East 1765.34' to the centerline of Section 22; thence North along center section line 347.45' to the point of beginning. Said tract being located in the West 1/2 of Southwest 1/4 of Northeast 1/4; the West 1/2 of Southeast 1/4; the East 1/2 of Southwest 1/4; the Southeast 1/4 of Northwest 1/4; and the Southwest 1/4 of Southwest 1/4; Section 22, Township 20 South, Range 5 West; and the Northeast 1/4 of Northwest 1/4; and the Northwest 1/4 of Northwest 1/4 of Section 27, Township 20 South, Range 5 West, containing 182 acres more or less of a tract sometimes known as the Marshall Place.

LESS AND EXCEPT that part conveyed by deed recorded in Bessemer Real 284, page 454; Bessemer Real 321, page 403, and Bessemer Real 263, page 892, and that part described in Bessemer Real 435, page 928 and LESS AND EXCEPT THAT PART DESCRIBED IN Bessemer Real 384, page 554.

Parcel 5-B:

Begin at the south east corner of the South West Quarter of Section 22, Township 20 South, Range 5 West; thence run west along the south line of said section 1073.93 feet; thence turn left 41 degrees 40 minutes southwesterly 247.20 feet; thence turn right 83 degrees 13 minutes northwesterly 263.00 feet; thence turn right 87 degrees 18 minutes northeasterly 147.3 feet; thence turn left 90 degrees 13 minutes northwesterly 338.35 feet; thence turn right 88 degrees 31 minutes northeasterly 104.30 feet to a point of beginning, said point being on the western R.O.W. of a 60 foot wide road; thence continue on the previous course 30.0 feet to the center line of said road; thence turn 90 degrees 00 minutes northwesterly along the center line of said road 439.49 feet; thence turn left 98 degrees 18 minutes south westerly along the eastern bank of a creek 30.32 feet; thence turn left 61 degrees 42 minutes southeasterly along the said western R.O.W. 435.10 feet to the point of beginning.

PARCEL 5-C (Part of the Hill)

Begin at the north west corner of the North West Quarter of the South West Quarter of Section 22, Township 20 South, Range 5 West; thence north 85 degrees east 264 feet; thence south 34 degrees east along fence 1257 feet to the center of a creek; thence south 8 degrees east 354 feet + or - along center of creek to the middle of a bridge on a county road; thence turn right 87 degrees 58 minutes southwesterly 429.1 feet to P. I. of a curve to the left; thence turn left 4 degrees 57 minutes south westerly along center line of said county road 155.0 feet to the intersection of a proposed road, marked "A"; thence turn left 85 degrees 08 minutes south easterly 20.07 feet to the southern Right of Way of said county road; thence turn right 85 degrees 08 minutes southwest-erly 40.14 feet to the point of curve with a 9.21 foot Radius; thence turn left 132 degrees 33 minutes southeasterly along the chord 13.58 feet to the P.T.; thence turn right 47 degrees 27 minutes south easterly along the western Right of Way of said proposed road 84.33 feet to the P.C. of a curve to the left; thence turn 7 degrees 24 minutes 30 seconds southeasterly along the chord 118.81 feet to the P.T.; thence turn left 7 degrees 24 minutes 30 seconds south easterly along said proposed Right of Way 25.25 feet + or - to the center of a creek; thence turn 90 degrees left northeasterly 80 feet along center of creek to the eastern Right of Way of proposed road; thence turn left 90 degrees northwesterly along eastern Right of Way 25.25 feet to the P.C. of a curve to the right; thence turn 7 degrees 24 minutes 30 seconds right north westerly along chord 151.34 feet to the P.T.; thence turn right 7 degrees 24 minutes 30 seconds along said proposed R.O.W. 84.45 feet to the P.C. of a curve with a 18.39 foot radius; thence turn right 42 degrees 33 minutes northeasterly 22.17 feet along the chord to the P.T., said P.T. being on the southern Right of Way of the county road; thence turn left 137 degrees 27 minutes southwesterly 45.16 feet along said southern R.O.W. of county road to the point of beginning.

ALSO

Begin at the center of the creek on the western Right of Way of above said proposed road and run southeasterly along the western R.O.W. 23.8 feet; thence turn left 98 degrees 18 minutes northeasterly 42.52 feet to an existing iron corner; thence turn right 41 degrees northeasterly 21.31 feet; thence turn left 122 degrees 42 minutes north westerly 29.0 feet to the center of said creek; thence turn 90 degrees south westerly 60 feet to the point of beginning.

ALSO

Begin at the north east corner of the North East Quarter of the North West Quarter of Section 27, Township 20 South, Range 5 West; thence run west along the north line of said section 1073.93 feet; thence turn left 41 degrees 40 minutes southwesterly 247.20 feet for a point of beginning; thence turn left 9 degrees 23 minutes southwesterly 577.5 feet; thence turn right 80 degrees 49 minutes northwesterly along the north bank of a creek; thence turn right 119 degrees 11 minutes northeasterly 830.08 feet; thence turn right 92 degrees 37 minutes southeasterly 94.00 feet to the point of beginning.

ALL LESS AND EXCEPT that portion of Parcel 5-A, Parcel 5-B, and Parcel 5-C described by instrument recorded in the Bessemer Division of the Probate Office of Jefferson County, Alabama in Real Volume 384, Page 554, AND LESS AND EXCEPT that part described in Bessemer Real 435, page 928.

THE FOLLOWING LOT IN TANNEHILL VALLEY, BESSEMER MAP BOOK 21, PAGE 40 ARE SPECIFICALLY EXCEPTED FROM ALL OF THE ABOVE LEGAL DESCRIPTIONS:
LOTS 24, 46, and 54.

(continuation of)

EXHIBIT "A"
TO DEED FROM PARKER SUPPLY COMPANY, INC. TO BIRMINGHAM TRUST
NATIONAL BANK

Mortgage executed by Owen Dale Parker and Martha L. Parker to New York Life Insurance Company filed for record June 30, 1969 at 3:36 P.M. and recorded in Real 537, page 964 in the Probate Office of Jefferson County, Alabama, and assignment of leases relating thereto recorded in Real 537, page 974. Parcel 2

Mortgage executed by O. Dale Parker and wife, Martha Parker, to John M. Benton, filed for record May 3, 1973 at 3:00 P.M., and recorded in Volume 330, page 620, in the Probate Office of Shelby County, Alabama. (Parcel 3)

TO DEED FROM PARKER SUPPLY COMPANY, INC. TO
BIRMINGHAM TRUST NATIONAL BANK

- (a) Promissory Note dated April 16, 1980 in the principal amount of \$100,000.00.
- (b) Promissory Note dated April 16, 1980 in the principal amount of \$277,979.60.
- (c) Promissory Note dated April 16, 1980 in the principal amount of \$1,230,000.00.
- (d) Promissory Note dated April 16, 1980 in the principal amount of \$225,000.00.
- (e) Promissory Note dated April 16, 1980 in the principal amount of \$657,880.28
- (f) Promissory Note dated April 16, 1980 in the principal amount of \$1,000,000.00.

Businesses owing by Grantor to
 1961 APR 20 AM 8:11 Rec. 15.00
 Int. pd. on above mortgage Ind. 1.00
 Thomas A. Brown, Jr.
 JUDGE OF PROBATE
 16.00

Mortgage executed by Parker Supply Company, Inc. to Birmingham-Trust National Bank filed for record July 8, 1977 at 11:42 A.M. and recorded in Book 367, page 29 in the Probate Office of Shelby County, Alabama.
Parcel 1-A

Mortgage executed by Parker Supply Company, Inc., to Birmingham Trust National Bank, filed for record February 3, 1973 at 11:34 A.M., and recorded in Real 1556, page 670, in the Probate Office of Jefferson County, Alabama. (Parcel 4)

Mortgage executed by Parker Supply Co., Inc., to Birmingham Trust National Bank, filed for record October 4, 1973, and recorded in Bess. Real 359, page 17, in the Bessemer Division of the Probate Office of Jefferson County, Alabama. (Parcel 5)