

STATE OF ALABAMA

SHELBY COUNTY

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KNOW ALL MEN BY THESE PRESENTS, that for a good and valuable consideration in hand paid to Champion International Corporation, a New York corporation formerly known as U.S. Plywood-Champion Papers Inc. ("the Grantor"), by Gulf States Paper Corporation, a corporation ("the Grantee"), the receipt and sufficiency whereof are hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantee the following described land situated in Shelby County, Alabama,

The E 1/2 of the NE 1/4; and the NE 1/4 of the SE 1/4 lying North of Road, of Section 33, Township 19 South, Range 1 East, containing 113 acres, more or less;

The N 1/2 of the NE 1/4; and the E 1/2 of the NW 1/4 of Section 16, Township 20 South, Range 1 West, containing 160 acres, more or less;

The SE 1/4 of the NE 1/4; the SE 1/4; the S 1/2 of the SW 1/4; the NE 1/4 of the SW 1/4; and the NW 1/4 of the SW 1/4 of Section 25, Township 20 South, Range 1 West, containing 360 acres, more or less;

The NW 1/4 of Section 31, Township 20 South, Range 1 East, containing 160 acres, more or less;

The NW 1/4 of the NW 1/4 of Section 29, Township 21 South, Range 1 West, containing 40 acres, more or less;

The W 1/2 of the NE 1/4 of Section 31, Township 21 South, Range 1 West, containing 80 acres, more or less;

The NE 1/4 of the NE 1/4; the S 1/2 of the NE 1/4; the SW 1/4 of the NW 1/4; the SE 1/4 of the NW 1/4; the N 1/2 of the SW 1/4; and the N 1/2 of the SE 1/4 of Section 11, Township 22 South, Range 2 West, containing 360 acres, more or less;

LESS AND EXCEPT, however, and RESERVING unto the Grantor, its successors and assigns, (i) all the oil, gas, coal, iron ore, limestone, sulphur and all other minerals in, under or upon said land, together with the right to mine and remove the same, and all leases of portions thereof and the rents and royalties therefrom, including that certain Oil and Gas Lease dated as of August 1, 1981, between the Grantor and The Louisiana Land and Exploration Company and those certain Oil and Gas Leases dated as of September 1, 1981, between the Grantor and Atlantic Richfield Company and (ii) for a period of 15 years from date hereof, the surface owner's coal royalty rights to any and all surface coal mined together with the right to negotiate for and participate in the leasing of the surface mineable coal; however, it being understood that the Grantor shall pay the Grantee for all damage to timber, young growth and/or improvements caused by surface mining.

347 349 173 200

Gulf States Paper Corp -1-  
P.O. Box 3-199  
[Redacted] [Redacted] [Redacted]

TO HAVE AND TO HOLD unto the Grantee, its successors and assigns, forever, subject, however, to the aforesaid Oil and Gas Leases, easements and rights of way of record or in use and the lien for ad valorem taxes for the current tax year.

IN WITNESS WHEREOF the Grantor has caused these presents to be executed for and in its name by its duly authorized officer all as of this 7th day of March, 1983.

CHAMPION INTERNATIONAL CORPORATION

By *W. H. Burchfield*  
Its Executive Vice President

STATE OF CONNECTICUT )

FAIRFIELD COUNTY )

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that William H. Burchfield whose name as Executive Vice Pres. of Champion International Corporation, a New York corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, 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 7th day of March, 1983.

*Elizabeth R. Fisher*  
Notary Public

My commission expires: 4/1/87

[NOTARIAL SEAL]

This instrument was prepared by:

J. Robert Fleenor  
1400 Park Place Tower  
Birmingham, Alabama 35208

STATE OF ALA. SHELBY CO.

I CERTIFY THIS

INSTRUMENT WAS FILED

1983 MAY 24 PM 12:44

*Elizabeth R. Fisher*  
Notary Public

*deed tax 300.00*  
*Rec. 300.00*  
*100*  
*304.00*