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SEND TAX NOTICE TO:
Fairway Investments, Inc.

P.O. Box 10367
Birmingham, AL 35202

STATE OF ALABAMA)
SHELBY COUNTY)

WARRANTY DEED \$4,260,000.00

KNOW ALL MEN BY THESE PRESENTS, that in consideration of Ten Dollars (\$10.00) and other good and valuable consideration paid to the undersigned SouthLake Village, Ltd., an Alabama limited partnership (the "Grantor"), by Fairway Investments, Inc. (the "Grantee"), the receipt of which is hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantee the following described real estate situated in Shelby County, Alabama, to-wit:

PARCEL I:

Lot 3, according to the Survey of Village of Valleydale at SouthLake, as recorded in Map Book 11, page 84, in the Probate Office of Shelby County, Alabama.

PARCEL II:

Easement for the benefit of Parcel I as created by Declaration of Restrictions and Grant of Easements dated February 29, 1988 and recorded in Real 173, page 355 and Indenture of Establishment of Protective covenants, conditions and restrictions, and grant of easements dated February 29, 1988 and recorded in Real 173, page 364 for the purpose described in these Easements over, under and across Lots 1 and 2, with respect to Real 173, page 355 and Lot 4, with respect to Real 173, page 364. Subject to terms, provisions and conditions set forth in said instruments.

Together with all the rights, tenements, hereditaments and appurtenances thereto belonging or in any way appertaining.

This conveyance is subject to:

1. Restrictions appearing of record in 182, page 1, in the Probate Office of Shelby County, Alabama.

\$3,834,000.00 of the consideration above was paid from a mortgage loan closed simultaneously herewith

L. O. W. H.

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2. Right of Way granted to Alabama Power Company by instrument recorded in Real 224, page 644, in the Probate Office of Shelby County, Alabama.
3. Easement, recorded in Real 173, page 329 and Real 228, page 590, in the Probate Office of Shelby County, Alabama.
4. Right of way to Alabama Power Company, recorded in Volume 219, page 734, in the Probate Office of Shelby County, Alabama and as shown by the survey prepared by Coulter, Gay, Salmon and Martin, dated February 17, 1988.
5. Title to all minerals and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto including rights conveyed in Deed Book 121, page 294, Deed Book 127, page 140, Deed Book 111, page 265, and Deed Book 4, page 542 in the Probate Office of Shelby County, Alabama.
6. Utility easements as shown by the Survey prepared by Coulter, Gay, Salmon and Martin Engineering Company, Inc., entitled "Village on Valleydale at SouthLake" recorded in Map Book 11, page 84 in the Probate Office of Shelby County, Alabama, and as shown on survey dated February 17, 1988.
7. Declaration of protective covenants and restrictions as recorded in Real 153, page 395 and Real 173, page 304 in the Probate Office of Shelby County, Alabama.
8. Declaration of restrictions and grant of easements as recorded in Real 173, page 355 in the Probate Office of Shelby County, Alabama.
9. Indenture of establishment of protective covenants, conditions, and restrictions and grant of easements as recorded in Real 173, page 364 in the Probate Office of Shelby County, Alabama.
10. Ad valorem taxes for the 1992 year and all subsequent years.

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

And the Grantor does for itself and for its successors and assigns covenants with the Grantee, its successors and assigns, that it is lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above;

that it has a good right to sell and convey the same as aforesaid, that it will and its successors and assigns shall warrant and defend the same to the Grantee, its successors and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, SouthLake Village, Ltd., has caused this Deed to be executed by its duly authorized general partner this 30th day of December, 1991.

SOUTHLAKE VILLAGE, LTD.,
an Alabama limited partnership

By Cooper & Grelier Diversified
Companies, Inc.
Its General Partner

By Carter L. Cooper
Its President

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Carter L. Cooper, whose name as President of Cooper & Grelier Diversified Companies, Inc., a corporation, as general partner of SouthLake Village, Ltd., 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 Assignment, he, as such officer of such corporation as general partner of said partnership, and with full authority, executed the same voluntarily for and as the act of said corporation as general partner of said partnership.

Given under my hand and official seal this the 30th day of December, 1991.

Kay K. Bains
Notary Public

1. Deed Tax	\$426.00
2. Mtg. Tax	\$
3. Recording Fee	\$7.50
4. Indexing Fee	\$3.00
5. No Tax Fee	\$
6. Certified Fee	\$1.00
Total	\$437.50

AFFIX SEAL

My commission expires: 10/16/92

This instrument prepared by:

Kay K. Bains
WALSTON, STABLER, WELLS,
ANDERSON & BAINS
505 N. 20th Street, Suite 500
Birmingham, Alabama 35203
(205) 251-9600

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
91 DEC 31 PM 12:58
JUDGE OF PROBATE