

STATE OF ALABAMA)
JEFFERSON COUNTY)

1405

**AGREEMENT OF DISSOLUTION OF
PARTNERSHIP AND DEED OF DISTRIBUTION**

WHEREAS, Moncus Properties, an Alabama General Partnership, hereinafter referred to as "Moncus Properties", is the owner of certain real property located in Shelby County, Alabama, more particularly described in Exhibit "A" attached hereto and made a part hereof; and

WHEREAS, all of the partners of Moncus Properties desire and agree to dissolve Moncus Properties and to distribute the above described property to the partners of Moncus Properties to be held as tenants in common; and

NOW, THEREFORE, in consideration of the mutual covenants herein contained, the parties hereto agree as follows:

1. Moncus Properties has been operating as a General Partnership under the Partnership Agreement, an Alabama General Partnership, dated October 3, 1977, as amended, by Amendment to Partnership Agreement dated January 1, 1978, further amended, by Amendment to Partnership Agreement dated August 1, 1979, and further amended by Amendment to Partnership Agreement dated February 5, 1985.

2. The partners of Moncus Properties hereby agree to dissolve the partnership, effective upon recordation of this Agreement and the partners of Moncus Properties shall promptly thereafter liquidate and wind up the affairs of the partnership.

Corley Moncus

BOOK 046 PAGE 573

3. Except for the purpose of winding up and liquidating the business of Moncus Properties, the partnership nor its partners shall transact any further business nor incur any further obligations on behalf of the partnership after the effective date referred to hereinabove in paragraph 2.

4. Moncus Properties shall by this Agreement of Dissolution of Partnership and Deed of Distribution distribute its assets in the following percentages:

<u>PARTNER</u>	<u>PERCENTAGE INTEREST</u>
James Roy Moncus, Jr.	50%
Claude McCain Moncus	50%

5. This Agreement of Dissolution of Partnership and Deed of Distribution supersedes any prior understandings or written or oral agreements between the partners to the extent they may conflict with any of the provisions contained herein.

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of Ten and 00/100 Dollars (\$10.00) in hand paid, and other consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, being all of the general partners of Moncus Properties hereby release, deliver, transfer and convey to the property situated in Shelby County, Alabama described in Exhibit "A" to the following Grantees, as tenants in common, listed with their percentage of undivided interest in the property they take under this Deed.

<u>PARTNER</u>	<u>PERCENTAGE INTEREST</u>
James Roy Moncus, Jr.	50%
Claude McCain Moncus	50%

TO HAVE AND TO HOLD, unto the said Grantees, their successors and assigns, forever.

IN WITNESS WHEREOF, the undersigned have caused this conveyance to be executed in their capacity as General Partners of Moncus Properties as aforesaid on the 6th day of March, 1992.

MONCUS PROPERTIES
an Alabama General Partnership

BY: [Signature]
James Roy Moncus, Jr.
Its General Partner

BY: [Signature]
Claude McCain Moncus
Its General Partner

STATE OF ALABAMA
JEFFERSON COUNTY

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that James Roy Moncus, Jr., whose name as General Partner of Moncus Properties, an Alabama General Partnership, 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 the instrument, he, as such General Partner and with full authority, executed the same voluntarily for and as the act of said limited partnership.

Given under my hand and official seal this 6th day of March, 1992.

[Signature]
NOTARY PUBLIC

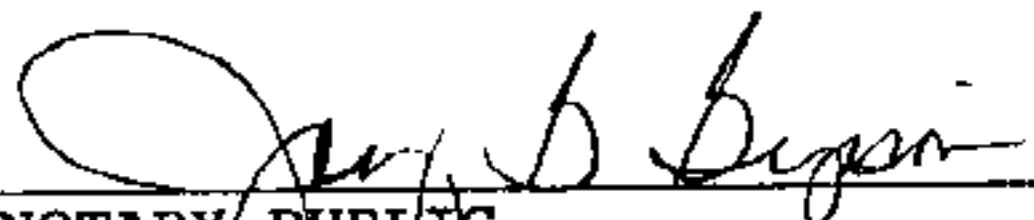
My Commission Expires: 2-1-96

BOOK 046 PAGE 575

**STATE OF ALABAMA
JEFFERSON COUNTY**

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Claude McCain Moncus, whose name as General Partner of Moncus Properties, an Alabama General Partnership, 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 the instrument, he, as such General Partner and with full authority, executed the same voluntarily for and as the act of said limited partnership.

Given under my hand and official seal this 6th day of March, 1992.


NOTARY PUBLIC
My Commission Expires: 2-1-96

THIS INSTRUMENT PREPARED BY:

CLAUDE MCCAIN MONCUS
Corley, Moncus & Ward, P.C.
2100 SouthBridge Parkway
Suite 650
Birmingham, AL 35209

BOOK 046 PAGE 576

EXHIBIT A

Begin at a point 590 feet West of the Southeast corner of the West 1/2 of Section 28, Township 19 South, Range 2 West, thence North 2417 feet; thence 58 degrees, 44 minutes right 282.85 feet; thence 90 degrees. 00 minutes left 229.13 feet; thence 90 degrees, 00 minutes right 183.30 feet; thence 75 degrees, 47 minutes left 2524 feet; thence West 752.25 feet; thence South 87.64 feet; thence 24 degrees, 46 minutes left 2845 feet; thence 83 degrees, 30 minutes right, including only to the center line of public road 1020 feet to a fence line marking the boundary line between the McGuire and J.M.C. Johnson farms; thence 90 degrees, 46 minutes left along said fence line 509.30 feet; thence 6 degrees, 12 minutes left 151.75 feet; thence 2 degrees, 35 minutes, right 270.45 feet to an old water-gap site and Creek; thence down along and including the meanders of said Creek to the center line thereof, 1554 feet, more or less, to its intersection with the South boundary line of Section 28, Township 19 South, Range 2 West; thence East along said boundary line 860 feet, more or less, to point of beginning.

Except highway right of way; except lot sold to Bruce Bailey as shown by deed recorded in Deed Book 169, Page 391, and also except lot sold to Hubert K. Joiner and Dorothy Christine Joiner as shown by deed recorded in Deed Book 176, Page 192, situated in Shelby County, Alabama, and also except that portion of said property heretofore sold to Steve Russo and wife, Julia Early Russo and which tract is particularly described in a mortgage recorded in Volume 267 Page 123, in the Probate Office of Shelby County, Alabama, and also except a lot sold to Madison C. Richards on or about December 31, 1963, and recorded in the Probate Office of Shelby County, Alabama.

CERTIFY THIS INSTRUMENT WAS FILED

92 MAR 18 AM 11:37

JUDGE OF PROBATE

The foregoing property is also described as follows:

A PARCEL OF LAND SITUATED IN THE NORTHWEST 1/4 OF SECTION 28, TOWNSHIP 19 SOUTH, RANGE 2 WEST, SHELBY COUNTY, ALABAMA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF THE N.W. 1/4 OF THE N.W. 1/4 OF SAID SECTION 28, TOWNSHIP 19 SOUTH, RANGE 2 WEST, SAID CORNER BEING 3" CAPPED IRON; THENCE RUN WESTERLY ALONG THE NORTH LINE OF SAID 1/4 1/4 SECTION LINE FOR 483.07 FEET TO A 3/4" CRIMP IRON; THENCE 92°-03'-18" LEFT AND RUN SOUTHERLY FOR 88.00 FEET TO AN OLD AXLE HUB CORNER, SAID AXLE HUB CORNER BEING THE MOST NORTHERLY CORNER OF INDIAN HIGHLANDS ESTATES, AS RECORDED IN MAP BOOK 13, PAGE 69, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE 25°-34'-13" LEFT AND RUN SOUTHEASTERLY ALONG THE EAST LINE OF SAID INDIAN HIGHLANDS ESTATES FOR 2,214.76 FEET, MEASURE, 2,214.54 FEET RECORD, TO A REBAR IRON AT THE SOUTHEASTERLY CORNER OF LOTS 19 AND 20 OF SAID INDIAN HIGHLANDS ESTATES; THENCE CONTINUE SOUTHEASTERLY ALONG THE LAST STATED COURSE FOR 595.38 FEET TO A 1/2" REBAR WITH A JOSEPH A. MILLER, JR. CAP, ALA. REG. NO. 2875, SAID REBAR BEING ON THE NORTH RIGHT OF WAY LINE OF ALABAMA HIGHWAY 119; THENCE 97°-03'-09" LEFT AND RUN NORTHEASTERLY ALONG SAID RIGHT OF WAY LINE FOR 371.29 FEET TO A 1/2" REBAR SAID REBAR BEING 376.45 FEET (AS MEASURED ALONG SAID RIGHT OF WAY LINE) SOUTHWEST OF THE INTERSECTION OF SAID NORTH RIGHT OF WAY LINE OF ALABAMA HIGHWAY 119 AND THE EAST LINE OF THE NORTHWEST 1/4 OF SAID SECTION 28; THENCE 75°-19'-20" LEFT AND RUN NORTHWESTERLY ALONG THE WEST LINE OF A SURVEY DATED JUNE 26, 1981, BY DONALD L. HADDEN, REG. NO. 9681, AND ALONG THE EAST LINE OF SAID PROPERTY BEING DESCRIBED FOR 2,517.01 FEET MEASURE, 2,516.19 FEET RECORD, TO A 1/2" REBAR IRON ON THE NORTH LINE OF SAID N.W. 1/4 OF SECTION 28; THENCE 70°-04'-59" MEASURED, 70°-04'-30" RECORD, LEFT AND RUN WESTERLY ALONG SAID SECTION LINE FOR 271.03 FEET TO THE POINT OF BEGINNING.

BOOK 046 PAGE 577

1. 12.50
2. 3.00
3. 1.00
4. 16.50