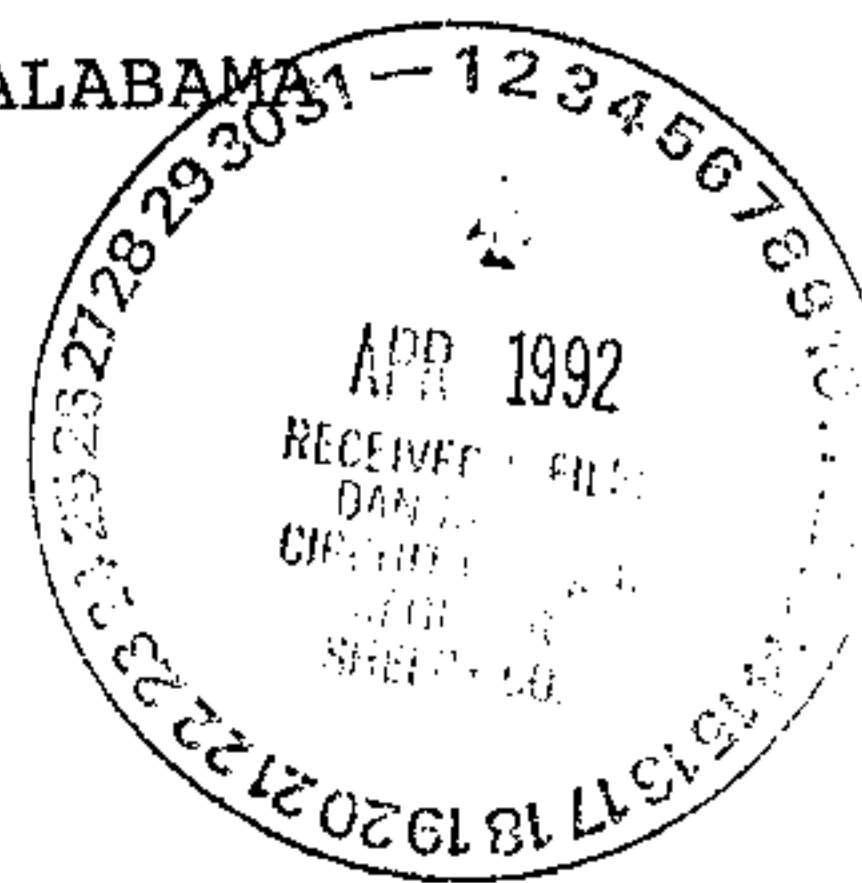


IN THE CIRCUIT COURT FOR SHELBY COUNTY, ALABAMA

LAKE WOODMERE, INC.,)
 PLAINTIFF,)
 VS.)
 BARBARA WISE, the Estate of)
 CECILY HAAS, WILLIAM O.)
 HAAS, III, and JAMES D.)
 WILLIAMS,)
 DEFENDANTS.)



CASE NO. CV81 150

ORDER

THIS CAUSE comes back before the Court in order to finalize these proceedings. The Plaintiff is represented by S. Palmer Keith, Jr., while the Defendants are represented by H. L. "Sonny" Conwill.

This Court, upon the pleadings, prior Orders, testimony, and stipulations of Counsel, enters the following findings of fact:

A. That the original Defendants were previously ordered to divide the subject forty (40) acres into a "North half" and a "South half"; with the northern half being awarded to William O. Haas, III, and Cecily Haas, but also being ordered sold; and the southern half being awarded to Barbara Wise subject to the recorded restrictive covenants which run with the property. The Court finds the "North half" described on Exhibit "A" attached hereto; and the "South half" described on Exhibit "B"

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attached hereto.

B. That neither the northern half nor the southern half of the property (as described on the attached exhibits) is the homestead of any of the Defendants and the estate of CECILY HAAS has been properly substituted in her place and stead.

C. That Mary Standen, previous high bidder for the purchase of the "North half", failed to carry through with her purchase, and Lake Woodmere, Inc., by and through its corporate secretary, Attorney Bruce A. Burttram, readvertised the property for sale and eventually received seven (7) bids for the property. That the highest bid received was \$42,000.00 and, thereafter, the highest bidder was submitted to the Lake Woodmere, Inc., stockholders for approval. That, by virtue of eight (8) negative votes, the high bidder of \$42,000.00 was rejected at which time the next highest bidder, Ryan Baker at \$40,000.00, was submitted for approval, and was subsequently approved by the Lake Woodmere stockholders.

D. That upon Ryan Baker's approval, the Lake secretary, ordered a title commitment from Cahaba Title, Inc., at an expense of \$294.00. Thereafter, he performed eight (8) hours of legal services in order to clear the title to the title company's satisfaction and three (3) hours in travel and court time to obtain court approval of the transaction. The Court finds his legal services to have a reasonable value of \$1,100.00.

E. That the current assessments owing to Lake Woodmere, Inc., relative to the northern half, amount to \$1,750.00; that the Court earlier found Lake Woodmere, Inc., is to be reimbursed its cost of its appraisal, namely; \$350.00; and that attorney S. Palmer Keith, Jr., is do to be paid \$1000.00, for legal services previously rendered.

F. That the Ryan Baker bid of \$40,000.00 for the "North half" of the property is a reasonable and fair amount for the property; especially in light of the fact that the Defendants have been under an order to sell the northern half since December 3, 1982, and have failed to do so.

NOW, THEREFORE, PREMISES CONSIDERED, It is the Order of this Court that,

1. The "South" half of the subject property, more particularly described in Exhibit "B", is awarded to Defendant Barbara Wise, subject to the restrictive covenants running with the land; the one (1) exception being that Defendant Barbara Wise may sell, transfer, devise, and/or convey her property to her sister, Mary Standen Phillips, without the approval of the Lake Woodmere, Inc., stockholders. Defendants William O. Haas, III, and James Dean Williams along with the estate of Cecily Haas are divested of all their right, title, and interest in and to said property, and the Clerk of this Court, pursuant to Rule 70 of the Alabama Rules of Civil Procedure (ARCP) is directed to deed to Defendant Barbara Wise the southern half of

the property.

2. The "North half" of the subject property, as described in Exhibit "A", is hereby ordered conveyed to Ryan and Donna Baker by the Clerk of this Court, pursuant to Rule 70 of the Alabama Rules of Civil Procedure (ARCP), at the expiration of 42 days after the entry of this order without an appeal and upon the Baker's depositing \$40,000.00, in the Clerk's office. Upon the expiration of 42 days without an appeal and the Baker's depositing the requisite funds, Defendants Barbara Wise, William O. Haas, III, James Dean Williams and the estate of Cecily Haas are divested of all their right, title, and interest in and to said property.

3. From the \$40,000.00, paid into Court by Ryan and Donna Baker, the Clerk is to make the following disbursements:

\$1750.00	-	Lake Woodmere, Inc. (current, outstanding assessments)
\$1000.00	-	S. Palmer Keith, Jr.
\$ 350.00	-	Lake Woodmere (appraisal)
\$ 294.00	-	Cahaba Title
\$1100.00	-	Bruce A. Burttram

The above disbursements are to be mailed by the Clerk to Bruce A. Burttram for the appropriate distribution to the proper recipient.

4. A copy of this order is to be recorded by the Clerk of

this court in the Probate Court of this County with the applicable recording fees being taxed as Court costs herein. Thereafter, any remaining Court costs are to paid from the \$40,000.00 sale proceeds with the final, net sale proceeds being paid one-half (1/2) to the estate of Cecily Haas, and one-half (1/2) to William O. Haas, III.

4. Lake Woodmere, Inc., is estopped from contesting, from henceforth, the ownership of the "South half" by Barbara Wise or the ownership of the "North half" by Ryan and Donna Baker.

DONE AND ORDERED this the 2ND day of April, 1992.



CIRCUIT JUDGE

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EXHIBIT "A"

Legal Description to North half of Subject Property

Begin at the NW corner of the SW 1/4 of the NE 1/4 of Section 2, Township 21 South, Range 2 West; thence East along the North line of said 1/4 1/4 Section a distance of 574.63 feet to a point; thence 60 deg. 41 min. 26 sec. to the left in a Northwesterly direction a distance of 92.50 feet to a point; thence 1 deg. 00 min. to the right in a Northeasterly direction a distance of 92.53 feet to a point; thence 94 deg. 31 min. 44 sec. to the right in a Southeasterly direction a distance of 112.42 feet to a point; thence 22 deg. 36 min. 24 sec. to the right in a Southeasterly direction a distance of 114.15 feet to a point; thence 27 deg. 22 min. 35 sec. to the left in a Southeasterly direction a distance of 204.93 feet to a point; thence 73 deg. 27 min. 19 sec. to the left in a Northeasterly direction of 149.64 feet to a point on the North line of the SW 1/4 of the NE 1/4 of Section 2; thence 43 deg. 21 min. 49 sec. to the right and East along the North line of said 1/4 1/4 Section a distance of 262.00 feet to the NE corner of said 1/4 1/4 Section; thence 86 deg. 56 min. 20 sec. to the right and South along the East line of said 1/4 1/4 Section a distance of 1326.47 feet to the SE corner of said 1/4 1/4 Section; thence 135 deg. 42 min. 22 sec. to the right in a Northwesterly direction a distance of 1956.34 feet to the NW corner of said 1/4 1/4 Section and the point of beginning. Being situated in the SW 1/4 of NE 1/4 and the NW 1/4 of the NE 1/4 of Section 2, Township 21 South, Range 2 West, Shelby County, Alabama. Mineral and mining rights excepted.

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EXHIBIT "B"

Legal Description to South Half Of Subject Property

Begin at the NW corner of the SW 1/4 of the NE 1/4 of Section 2, Township 21 South, Range 2 West; thence Southeasterly a distance of 1956.34 feet to the Southeast corner of said 1/4 1/4 Section; thence 137 deg. 27 min. 17 sec. to the right and West along the South line of said 1/4 1/4 Section a distance of 1110.38 feet to a point; thence 43 deg. 15 min. to the right in a Northwesterly direction a distance of 364.18 feet to a point on the West line of said 1/4 1/4 Section; thence 43 deg. 15 min. to the right and North along the West line of said 1/4 1/4 Section a distance of 825.26 feet to a point; thence 43 deg. 16 min. 53 sec. to the left in a Northwesterly direction a distance of 363.96 feet to a point on the North line of the SE 1/4 of the NW 1/4 of said Section 2; thence 136 deg. 43 min. 07 sec. to the right and East along the North line of said 1/4 1/4 Section a distance of 250.00 feet to the point of beginning; being situated in Shelby County, Alabama.

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