

STATE OF ALABAMA)
 :
COUNTY OF SHELBY)

DEED AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of ten dollars paid by The Water Works and Sewer Board of the City of Birmingham, a public corporation, (the "Board") to AmSouth Bank N.A., as Ancillary Trustee for NationsBank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio ("AmSouth/NationsBank") and other good and valuable consideration, AmSouth/NationsBank does by these presents grant, bargain, sell, assign, transfer and convey to the Board and its successors and assigns, all right, title and interest in and to all of the sanitary sewer trunklines, pipelines, force mains, gravity flow mains, sewer laterals, lift stations, pumping stations and related appurtenances, appliances, fixtures and equipment (the "Property") which are now located on or under the surface of that certain real property situated in Shelby County, Alabama which is described on Exhibit A attached hereto and incorporated herein by this reference.

AmSouth/NationsBank does, for itself and its successors and assigns, hereby covenant with the Board and its successors and assigns that it is lawfully seized in fee simple and/or has good and marketable title in and to the Property; that the Property is free from all encumbrances; that it has a good right to sell, assign, transfer and convey the Property as aforesaid; and that AmSouth/NationsBank and its successors and assigns shall warrant and defend the same to the Board, and its successors and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, AmSouth Bank, N.A., as Ancillary Trustee for NationsBank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio has caused this instrument to be duly executed on this 30 day of December, 1992.

AmSouth Bank, N.A., as Ancillary Trustee for NationsBank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio.

ATTEST:

Linda S. Lebe
Its: Asst Vice President
and Trust Officer

[Signature]
Its: VICE PRESIDENT +
TRUST OFFICER

Inst # 1992-31642

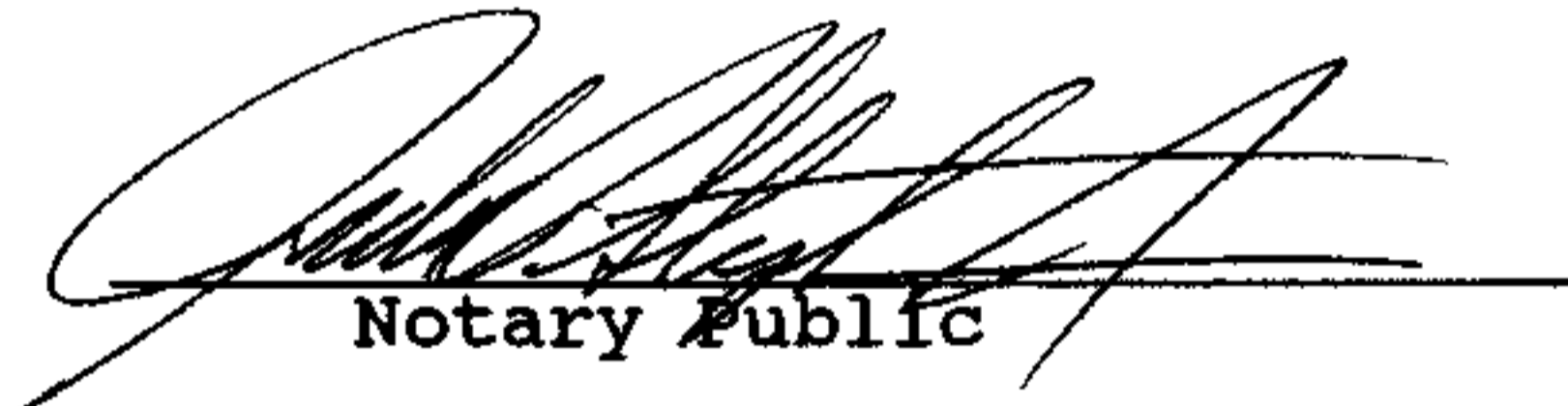
12/30/1992-31642
12:22 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 15.00

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State hereby certify that John A. Bastwick whose name as Vice Pres. & Trust Officer of AmSouth Bank, N.A., a national banking association, as Ancillary Trustee for NationsBank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio, is signed to the foregoing Easement, and who is known to me, acknowledged before me on this day that, being informed of the contents of said Easement, he, as such officer and with full authority, executed the same voluntarily for and as the act of said national banking association acting in its capacity as Ancillary Trustee as aforesaid.

Given under my hand and official seal this the 30 day of December, 1992.


Notary Public

AFFIX SEAL

My commission expires: 1-9-96

This instrument prepared by:
Jack P. Stephenson, Esq.
Burr & Forman
SouthTrust Tower
420 North 20th Street, Suite 3000
Birmingham, Alabama 35203

EXHIBIT A

A parcel of land to be known as Brook Highland 20th Sector situated in Section 30, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 3" capped iron locally accepted to be the northeast corner of the northwest quarter of the northeast quarter of said Section 30; thence run west along the north line of said quarter-quarter section for a distance of 886.35 feet to a point; thence turn an angle to the left of 69°-23'-25" and run in a southwesterly direction for a distance of 2,595.50 feet to a point; thence turn an angle to the left of 53°-30'-00" and run in a southeasterly direction for a distance of 453.77 feet to the point of beginning; thence continue on last stated course for a distance of 196.23 feet to a point; thence turn an angle to the left of 51°-52'-09" and run in a southeasterly direction for a distance of 16.50 feet to a point; thence turn an angle to the right of 51°-24'-30" and run in a southeasterly direction for a distance of 43.65 feet to a point; thence turn an angle to the left of 8°-56'-57" and run in a southeasterly direction for a distance of 112.22 feet to a point; thence turn an angle to the right of 42°-00'-00" and run in a southwesterly direction for a distance of 296.21 feet to a point; thence turn an angle to the left of 45°-15'-17" and run in a southeasterly direction for a distance of 199.85 feet to a point; thence turn an angle to the left of 25°-05'-37" and run in a southeasterly direction for a distance of 444.18 feet to a point; thence turn an angle to the left of 23°-41'-24" and run in a northeasterly direction for a distance of 345.56 feet to a point; thence turn an angle to the left of 29°-18'-36" and run in a northeasterly direction for a distance of 334.56 feet to a point on the southwest right-of-way of Brook Highland Drive as recorded in Map Book 12, pages 73 and 74 in the Office of the Judge of Probate, Shelby County, Alabama; thence turn an angle to the left of 90°-00'-00" and run in a northwesterly direction along said southwest right-of-way for a distance of 198.51 feet to a point on a curve to the right having a central angle of 19°-47'-32" and a radius of 411.97 feet; thence run in a northwesterly direction along the arc of said curve and also along said southwest right-of-way for a distance of 142.31 feet to a point; thence turn an angle to the left of 80°-06'-15" from the chord of last stated curve and run in a southwesterly direction for a distance of 175.00 feet to a point; thence turn an angle to the right of 23°-46'-33" and run in a northwesterly direction for a distance of 413.47 feet to a point; thence turn an angle to the right of 35°-05'-59" and run in a northwesterly direction for a distance of 305.35 feet to a point; thence turn an angle to the right of 64°-55'-08" and run in a northeasterly direction for a distance of 921.55 feet to a point; thence turn an angle to the right of 9°-14'-20" and run in a northeasterly direction for a distance of 401.42 feet to a point; thence turn an angle to the left of 90°-00'-00" and run in a

northwesterly direction for a distance of 200.00 feet; thence turn an angle to the left of 90°-00'-00" and run in a southwesterly direction for a distance of 56.61 feet to a point; thence turn an angle to the right of 90°-00'-00" and run in a northwesterly direction for a distance of 260.00 feet to a point; thence turn an angle to the left of 90°-00'-00" and run in a southwesterly direction for a distance of 381.97 feet to a point; thence turn an angle to the left of 9°-14'-20" and run in a southwesterly direction for a distance of 1001.06 feet to the point of beginning; said parcel contains 27.707 acres, more or less.

Inst # 1992-31642

12/30/1992-31642
12:22 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 15.00