

This instrument was prepared by

Mitchell A. Spears

ATTORNEY AT LAW

143 Main, P.O. Box 91 205/665-5102
Montevallo, AL 35115-0091 205/665-5076

Send Tax Notice to:

(Name) THORMIN HOLMES

(Address) 611 South Street

Peekskill, New York 10566

WARRANTY DEED

STATE OF ALABAMA

SHELBY

COUNTY }

KNOW ALL MEN BY THESE PRESENTS,

That in consideration of FIFTEEN THOUSAND FIVE HUNDRED and 00/100 (\$15,500.00)-----DOLLARS

to the undersigned grantor (whether one or more), in hand paid by the grantee herein, the receipt whereof is acknowledged, I or we, LOUISE J. RYAN and HELEN PEACOCK, as Trustees of the JAKE H. JOHNSON Living Trust dated November 9, 1984

(herein referred to as grantor, whether one or more), grant, bargain, sell and convey unto

THORMIN HOLMES

(herein referred to as grantee, whether one or more), the following described real estate, situated in
SHELBY County, Alabama, to-wit:

LOTS 7 & 8 IN BLOCK 255 ACCORDING TO DUNSTAN'S MAP OF THE TOWN OF CALERA, ALABAMA.

SUBJECT TO:

Property taxes for 1993 and subsequent years.

Mineral and mining rights are not insured.

Easements and building setback lines as shown by recorded plat.

PURCHASE MONEY FIRST MORTGAGE IN FAVOR OF GRANTOR HEREIN, EXECUTED BY GRANTEE
HEREIN, ON EVEN DATE HERewith, IN THE SUM OF \$4,500.00.

REFER TO AFFIDAVIT HERETO ATTACHED AS EXHIBIT "A" FOR THE PURPOSE OF ESTABLISHING THE ABOVE DESIGNATED GRANTORS AS CO-TRUSTEES UNDER THE LIVING TRUST OF JAKE H. JOHNSON, DATED NOVEMBER 9, 1984, AND HERETOFORE RECORDED IN THE OFFICE OF THE PROBATE JUDGE, SHELBY COUNTY, ALABAMA, AT BOOK 018, PAGE 720 THROUGH 736.

REFER TO HEIRSHIP AFFIDAVIT ATTACHED HERETO AS EXHIBIT A-1, SAME BEING FULLY INCORPORATED HERewith, AS THOUGH COMPLETELY SET OUT HEREIN.

11/02/1993-34392
01:05 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 MCD 32.00

TO HAVE AND TO HOLD, To the said GRANTEE, his, her or their heirs and assigns forever.

And I (we) do, for myself (ourselves) and for my (our) heirs, executors and administrators, covenant with said grantee, his, her or their heirs and assigns, that I am (we are) lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise stated above; that I (we) have a good right to sell and convey the same as aforesaid; that I (we) will, and my (our) heirs, executors and administrators shall warrant and defend the same to the said grantee, his, her or their heirs and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, I (we) have hereunto set my (our) hand(s) and seal(s) this 24th
day of September, 19 93

(Seal)

(Seal)

(Seal)

Louise J. Ryan
Louise J. Ryan
Helen Peacock
Helen Peacock

(Seal)

(Seal)

(Seal)

STATE OF ALABAMA

County }

General Acknowledgment

I,
in said State, hereby certify that

a Notary Public in and for said County,

whose name(s) _____ signed to the foregoing conveyance, and who _____ is known to me, acknowledged before me on this
day that, being informed of the contents of the conveyance, _____ executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this _____ day of _____ 19 _____

My Commission Expires:

Notary Public

+ STATE OF VIRGINIA)
COUNTY OF ALEXANDRIA)
CITY

ACKNOWLEDGMENT IN REPRESENTATIVE CAPACITY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that LOUISE J. RYAN, whose name as Co-Trustee of the Jake H. Johnson Living Trust is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she, in her capacity as such Co-Trustee, executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 24 day of September, 1993.

Helen D. Langan
Notary Public
My Commission Expires: 9-30-95

+ STATE OF Florida)
COUNTY OF Duval)

ACKNOWLEDGMENT IN REPRESENTATIVE CAPACITY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that HELEN PEACOCK, whose name as Co-Trustee of the Jake H. Johnson Living Trust is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she, in her capacity as such Co-Trustee, executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 20th day of September, 1993.

Beth F. Unkelbach
Notary Public
My Commission Expires:



STATE OF ALABAMA)

COUNTY OF SHELBY)

AFFIDAVIT

COME NOW, Michael Turner and Gary Howard, hereinafter designated as "Affiants", and after having first been duly sworn, said Affiants would depose as follows:


1. That the Affiants are both duly licensed and practicing physicians within the State of Alabama, and each Affiant has personal knowledge of the facts stated herein.

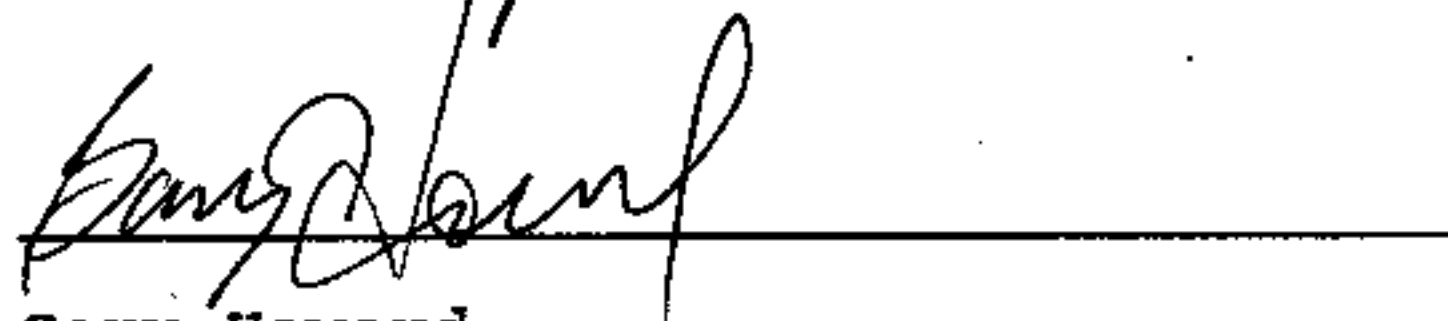
2. That the Affiants are the primary care physicians of Mary Lynn Johnson of Calera, Alabama, and have been such for approximately 3 years.

3. Mary Lynn Johnson's records indicate that she is currently 91 years of age and a resident of Briarcliff Nursing Home located in Alabaster, Alabama.

4. Both Affiants hereby state that, in the best medical judgment and opinion of each of the Affiants, that Mary Lynn Johnson is physically and mentally incapable of managing her own personal and business affairs, and not capable of managing her own trust. The incapacity of Mary Lynn Johnson is primarily based upon the fact that she is suffering from Parkinson's Disease, and is of advanced age.

FURTHERMORE, the Affiants saith naught.


Michael Turner


Gary Howard

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, the undersigned authority, a Notary Public, in and for said County in said State, hereby certify that MICHAEL TURNER, whose name is signed to the foregoing Affidavit, and who is known to me, acknowledged before me on this

day, that, being informed of the contents of the Affidavit, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 23 day of August, 1993.

Linda Grant

Notary Public

My Commission Expires: _____

MY COMMISSION EXPIRES APRIL 24, 1995

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned authority, a Notary Public, in and for said County in said State, hereby certify that GARY HOWARD, whose name is signed to the foregoing Affidavit, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the Affidavit, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 23 day of August, 1993.

Linda Grant

Notary Public

My Commission Expires: _____

MY COMMISSION EXPIRES APRIL 24, 1995

REFER TO TRUST AGREEMENT RECORDED AT BOOK 018, PAGE 720 THROUGH 736, OFFICE OF THE PROBATE JUDGE, SHELBY COUNTY, ALABAMA, SAME HAVING BEEN RECORDED ON FEBRUARY 22, 1985.

STATE OF ALABAMA)
COUNTY OF SHELBY)

HEIRSHIP AFFIDAVIT

Come now Louise J. Ryan and Helen Peacock, as Affiants herein, and after first having been duly sworn, said Affiants do hereby depose and say as follows:

1. That the Affiants have personal knowledge of the facts stated herein.
2. That Jake H. Johnson deceased intestate on or about August 10, 1991, and was survived by the following heirs at law:

Mary Lynn Johnson, surviving spouse
Briarcliff Nursing Home
Alabaster, Alabama 35007

Louise J. Ryan, surviving daughter
110 South Shore Road
Salisbury, Connecticut 06068

Helen Peacock, surviving daughter
P. O. Box 8606
Jacksonville, Florida 32239

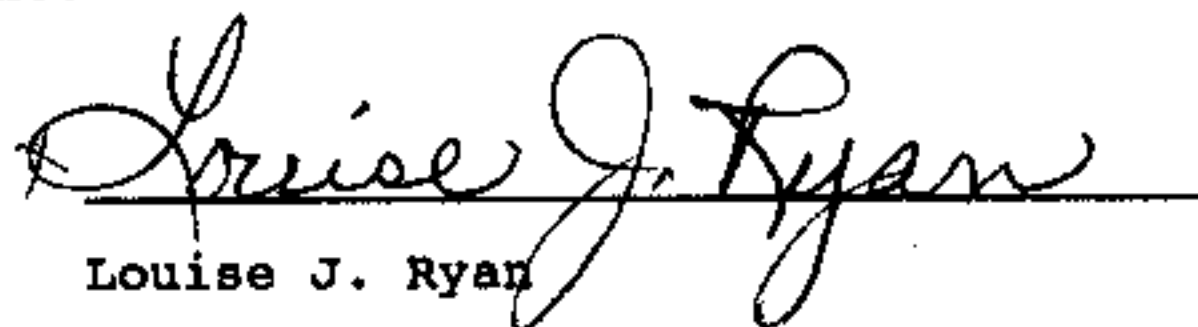
3. That Mary Lynn Johnson is currently physically and mentally incapacitated, and Louise J. Ryan and Helen Peacock have assumed the duties and activities as Co-Trustees under the Living Trust of Jake H. Johnson, dated November 9, 1984, and recorded at Book 018, Page 720 through 736, in the Office of the Probate Judge, Shelby County, Alabama (Please refer to Article X of such Trust Agreement).

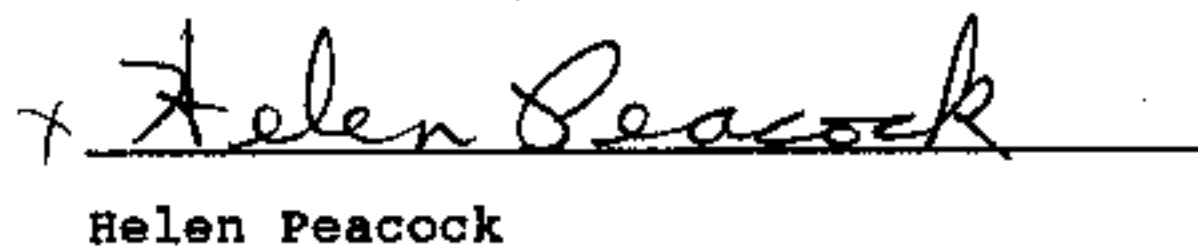
4. That there are no heirs at law of the said decedent, except for those indicated above, and that all of said heirs are over the age of nineteen (19) years, and that Louise J. Ryan and Helen Peacock are of sound mind.

5. All debts and charges against the estate of said decedent have been paid and satisfied.

6. That there are no entities or persons who have any rightful or lawful claim to any right, title or interest in and to the subject property, to-wit, Lots 7 and 8 in Block 255, according to Dunstan's Map of the Town of Calera, Alabama, except those heirs hereinabove designated. Furthermore, said heirs of the decedent are seized of possession of the subject real estate.

FURTHERMORE, the Affiants saith naught.


Louise J. Ryan

x 
Helen Peacock

+ STATE OF WIRGINIA)
COUNTY OF ALEXANDRIA) GENERAL ACKNOWLEDGMENT
CITY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Louise J. Ryan, whose name is signed to the foregoing Heirship Affidavit, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Heirship Affidavit, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24 day of September, 1993.

Karen S. Langan X

Notary Public

Commission Expires 9-30-95

+ STATE OF Florida)
COUNTY OF Duval) GENERAL ACKNOWLEDGMENT

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Helen Peacock, whose name is signed to the foregoing Heirship Affidavit, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Heirship Affidavit, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 20th day of September, 1993.

Beth F. Unkelbach X

Notary Public



st # 1993-34392

11/02/1993-34392
01:05 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 MCD 32.00