


CERTIFIED RESOLUTION

The undersigned, constituting the duly authorized Secretary of Post Welding Supply Company, a corporation, hereby certifies that the following resolutions were duly adopted by consent action of the Board of Directors of Post Welding Supply Company dated October 27, 1994, and that the same have not been rescinded and remain in full force and effect:

RESOLVED, by the Board of Directors of Post Welding Supply Company, a corporation (the "Company"), that the Company hereby ratifies, confirms and approves the sale of Parcel "B" (as more particularly described on Exhibit A hereto) of the Company's Pelham property to William V. Dillard for \$300,000.00.

FURTHER RESOLVED, by the Directors of the Company that the duly authorized officers of the Company (the Chairman of the Board, the President, the Vice-President and the Secretary), or any one of them, be, and the same hereby are, authorized and directed to do any and all such things as any of them shall in the exercise of their sole discretion deem necessary or appropriate to closing and consummating the said real estate transaction, including without limitation the execution and delivery on behalf of the Company of all such deeds and other instruments of conveyance as may be necessary or appropriate to said transaction.

IN WITNESS WHEREOF, I have executed this certification this the 27th day of October, 1994.


JUDY A. BLACK, AS SECRETARY OF
POST WELDING SUPPLY COMPANY

Inst # 1994-32787

11/02/1994-32787
04:10 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 13.50

Inst # 1994-32787

EXHIBIT A

STATE OF ALABAMA
SHELBY COUNTY

OCTOBER 25, 1994

I, Robert C. Farmer, a Professional Land Surveyor registered in the State of Alabama, do hereby certify this to be a true and correct map or plat of my survey of two parcels of land situated in the NW 1/4 of the NW 1/4 of Section 25, Township 20 South, Range 3 West in Shelby County, Alabama and being more particularly described as follows:

PARCEL A:

~~Commence at the NW Corner of Section 25, Township 20 South, Range 3 West; thence run in an easterly direction along the north line of said 1/4-1/4 section a distance of 574.37'; thence right 80deg-38'-00" a distance of 513.53'; thence right 1deg-39'-00" a distance of 450.15'; thence right 4deg-40'-46" a distance of 137.63' to the POINT OF BEGINNING; thence continue along the last described course a distance of 136.37'; thence left 86deg-31'-00" a distance of 182.20' to a point on the southwesterly right-of-way of U.S. Highway No. 31 (200' R.O.W.), said point being on a curve to the left (concave southwesterly) having a radius of 1810.08' and a central angle of 4deg-19'-58"; thence along said right-of-way and the arc of said curve a distance of 136.88'; said arc subtended by a chord which bears left 100deg-43'-18" from the last described course a distance of 136.85', to the end of said curve; thence left 79deg-01'-05" from the last described chord and leaving said right-of-way a distance of 365.03' to the Point of Beginning. Said parcel contains 1.2 acres, more or less.~~

PARCEL B:

Commence at the NW Corner of Section 25, Township 20 South, Range 3 West; thence run in an easterly direction along the north line of said 1/4-1/4 section a distance of 574.37'; thence right 80deg-38'-00" a distance of 513.53'; thence right 1deg-39'-00" a distance of 308.27' to the POINT OF BEGINNING; thence continue along the last described course a distance of 141.88'; thence right 4deg-40'-46" a distance of 137.63'; thence left 86deg-15'-23" a distance of 365.03' to a point on the southwesterly right-of-way line of U.S. Highway No. 31 (200' R.O.W.), said point being on a curve to the left (concave southwesterly) having a radius of 1810.08' and a central angle of 0deg-20'-47"; thence along said right-of-way and the arc of said curve a distance of 10.94'; said arc subtended by a chord which bears left 103deg-19'-17" from the last described course a distance of 10.94', to a point on a spiral to the left having a degree of spiral of 4deg-30'-00"; thence along said right-of-way and a segment of said spiral, said segment subtended by a chord which bears left 3deg-05'-45" from the previously described chord a distance of 274.21', to the end of said segment; thence left 72deg-51'-06" and leaving said right-of-way a distance of 314.81' to the Point of Beginning. Said parcel contains 2.2 acres, more or less.

I further certify that the buildings now on said parcel are within bounds of same, that there are no visible encroachments, except as shown, and there are no rights-of-way, easements or joint driveways over or across said land visible electric or telephone wires (except those which serve the premises) or structures or supports therefore including poles, anchors and guy wires, on or over said premises except as shown, and that all parts of this survey and drawing have been completed in accordance with the requirements of the Minimum Technical Standards for the Practice of Land Surveying in the State of Alabama, and that I have consulted the Federal Flood Hazard Map for this area and have found that the above described property is not in a special flood hazard area.

R.C. Farmer and Associates, Inc.
3219 Highway 52 West
Pelham, Alabama 35124
TEL 205-664-2566
FAX 205-664-2581



Robert C. Farmer
Robert C. Farmer, P.L.S.
Al. Reg. No. 14720

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