

\$ 3,800,000

This instrument prepared by:

J. D. Woodruff, Jr.
12th Floor
2101 Sixth Avenue North
Birmingham, Alabama 35203

WARRANTY DEED

STATE OF ALABAMA)
COUNTY OF SHELBY)

KNOW ALL MEN BY THESE PRESENTS, that in consideration of \$10.00 and other good and valuable consideration, in hand paid to **Alabaster Water and Gas Board**, a public corporation organized under the laws of the State of Alabama (herein called the "Grantor"), by **Alabama Gas Corporation**, an Alabama corporation (herein referred to as the "Grantee"), the receipt and sufficiency whereof are hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantee, its successors and assigns, the following described properties located in Shelby County, Alabama, to-wit:

- (1) The entire natural gas distribution system owned or operated by the Grantor to distribute natural gas in and about the City of Alabaster, Alabama, including, without limitation, all mains, services, odorizers, regulators, valves and meters together with all of the other properties, real, personal, and mixed, tangible and intangible, forming a part of or used in connection with the operation of the said natural gas distribution system, including also all lands, easements, rights-of-way, crossing agreements, and interest in lands which are owned by the Grantor and used in the operation of said natural gas distribution system, and all franchises, permits, privileges, immunities, and licenses pursuant to which the Grantor is authorized to engage in the operation of said natural gas distribution system; excepting however, from this deed of conveyance cash on hand and on deposit, gas deposits, accounts receivable, notes receivable, construction advances, accounts payable, notes payable, inventory, motor vehicles, trencher and tractor equipment, office furniture, fixtures and equipment, computer equipment and programming, gas workshop equipment, radio equipment, welding equipment, and buildings other than odorizing and regulation station buildings.

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- (2) Without limiting the generality of the foregoing, this deed conveys all of the Grantor's right, title, interest and claim in or to the following described real property (station #2) located in Shelby County, Alabama:

All that tract or parcel of land lying in the W 1/2 of the SE 1/4 of Section 34, Township 20 South, Range 3 West, Shelby County, Alabama, more particularly described as follows: Commence at the southeast corner of the SW 1/4 of the SE 1/4 of said Section 34, run thence west along the south boundary of said Section a distance of 818 feet to a point; thence at an angle to the right of 71 deg. 01 min. a distance of 65 feet to a point; thence at an angle of 1 deg. 30 min. right a distance of 1267.7 feet to a point on the old north right of way of a Shelby county road at the intersection of Southern Natural Gas Company's original gas line; thence at an angle to the right of 98 deg. 26 min. along said old right-of-way a distance of 85 feet to a point; thence at an angle to the left of 93 deg. 33 min. a distance of 53.95 feet to a point on the New Shelby County Road R/O/W, said point being the point of beginning; thence at an angle to the right of 90 deg. 48 min. along said new R/O/W a distance of 25 feet to a point; thence at an angle to the left of 90 deg. 48 min. a distance of 96.97 feet to a point; thence at an angle to the left of 86 deg. 27 min. a distance of 25.14 feet to a concrete monument at the northeast corner of the 1970 addition to Southern Natural Gas property; thence at an angle to the left of 93 deg. 33 min. along the east boundary of Southern Natural Gas Company's 1970 addition and the east boundary of the existing Southern Natural Gas Company's property 98.05 feet to the point of beginning, said tract lying and being located in the W 1/2 of the SE 1/4 of Section 34, Township 20 South, Range 3 West, containing 0.055 acres, more or less.

- (3) Without limiting the generality of the foregoing, this deed conveys all of the right, title and interests conveyed to the Grantor by the following described right-of-way and easement agreements with respect to property located in Shelby County, Alabama:

<u>Grantor</u>	<u>Date</u>
Stop and Go Car Wash	7/-/81
Triple J Restaurant	7/-/81
Dewey Glass (property between First Bank of Alabaster & Dairy Queen)	7/-/81
First Bank of Alabaster	7/31/81
Dairy Queen	7/-/81
Mavis Blewster	2/1/91
Mrs. Henry Peeples	1/31/91
Victor Scott & Charlene H. Scott (recorded 334/293)	7/30/81
Victor Scott & Charlene H. Scott (recorded 334/291)	7/30/81
Glendon Johnson	11/1/93
Linda Middleton	10/12/87
Jim Harris & Pluma Lee Harris	9/27/57
C. E. Snell & Mary T. Snell	4/26/56
W. J. Maxwell & Dara Maxwell	-/-/56
E. C. Farris and Sara C. Farris	4/11/56
Boyd Kendrick	4/16/56
Gussie Mae Oden	4/23/82
Rosa Lee Haynes	4/23/82
E. M. Block	9/10/56
Johnnie Garrett	-/-/-
Grady Dooley, Jr.	4/13/79
Dravo Lime Company (recorded 227/296)	11/30/88

- (4) Without limiting the generality of the foregoing, this deed conveys a limited interest (as described in the following paragraph) in the Grantor's right, title and interest conveyed to the Grantor by the following described right-of-way and easement agreements with respect to property located in Shelby County, Alabama:

GrantorDate

Jeanette Nall Brannon	9/25/84
Charlie E. Hilyer & Joyce Hilyer	7/3/87
Clyde Robinson & Mary Ruth Robinson	7/3/87
James Nolen & Clara Nolen	1/31/63
W. E. Pate & Annie Pate	9/9/59
Fletcher Swayne (John Wright property)	7/23/73
Calvin O. Nelms	7/25/73
James Alexander & Lola M. Alexander	7/23/73
Karl Nickerson, Paul Nickerson & Louis S. Nickerson	8/30/56
Charles Seales	7/23/73

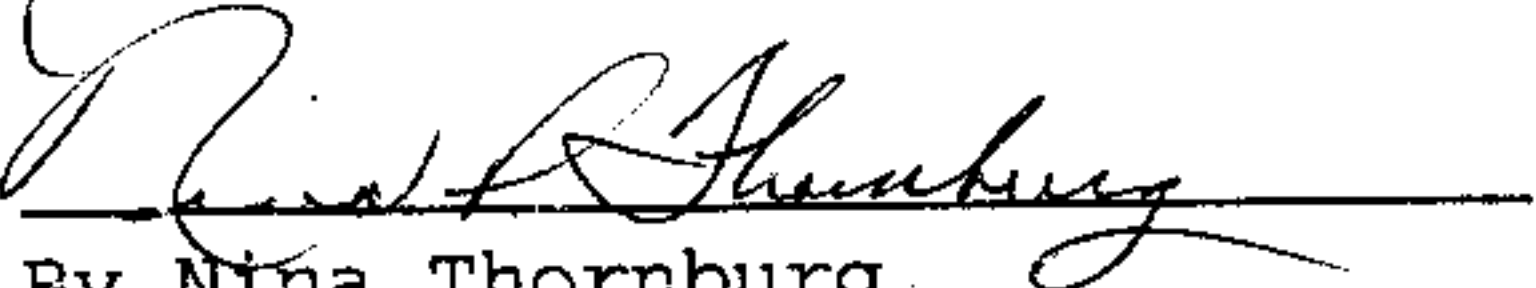
The preceding paragraph 4 is subject to the understanding and agreement of the Grantor and Grantee that in some locations the Grantor maintains facilities for multiple services (i.e. gas lines together with water and/or sewer lines) in the same easement or right-of-way and that with respect to such shared easements and right-of-way, the Grantor hereby grants to Grantee its successors and assigns only such license, easement and right-of-way as is necessary for Grantee to operate, repair, renew, replace, install, inspect, remove, change the size of and modify the natural gas pipes, mains and appliances and appurtenances located in such shared easements and right-of-way, in all cases such grant being subject to the terms of applicable easement and right-of-way agreements between the Grantor and its respective grantors.

TO HAVE AND TO HOLD the said real estate and other properties unto the Grantee, its successors and assigns, forever, subject, however, to existing rights-of-way and easements for public roads and public utilities now in actual use.

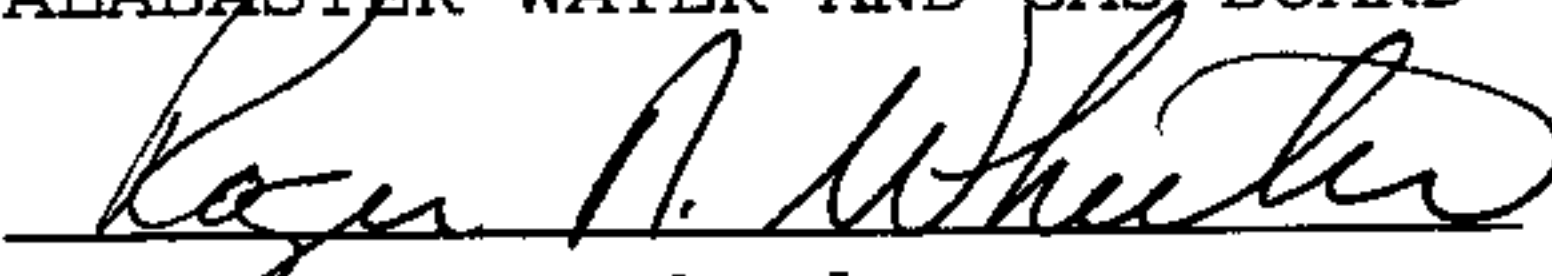
AND the Grantor does for itself and for its successors and assigns, covenant with the Grantee, its successors and assigns, that it is lawfully seized in fee simple of said real estate and other properties; that said real estate and other properties are free from all liens and encumbrances except as aforesaid; that it has a good right to sell and convey the same as aforesaid; and that it will, and its successors and assigns shall, warrant and defend the same to the Grantee, its successors and assigns, forever, against the lawful claims of all persons except those claiming under the aforesaid existing rights-of-way and easements for public roads and public utilities now in actual use.

IN WITNESS WHEREOF, the Alabaster Water and Gas Board has caused this instrument to be executed in its name and behalf by its duly authorized representatives, this 14th day of November, 1994.

ATTEST:


By Nina Thornburg
Its Secretary

ALABASTER WATER AND GAS BOARD


By Roger N. Wheeler
Its Chairman

STATE OF ALABAMA)
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Roger N. Wheeler whose name as *Chairman* of the Alabaster Water and Gas Board 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, he as such officer and with full authority, executed the same voluntarily for and as the act of said Board.

Given under my hand and official seal, this the 14th day of November, 1994.


NOTARY PUBLIC

NOTARY PUBLIC, STATE OF ALABAMA, 1997
MY COMMISSION EXPIRES MARCH 5, 1997

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