

STATE OF ALABAMA)

COUNTY OF SHELBY)

BILL OF SALE FOR SANITARY SEWER LINE
AND APPURTENANCES

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 OF ALABAMA (formerly AmSouth Bank, N.A.), AS ANCILLARY TRUSTEE FOR NATIONSBANK, N.A. (CAROLINAS), AS TRUSTEE FOR THE PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO ("Owner") and other good and valuable consideration, Owner 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 trunk lines, 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 situate in Shelby County, Alabama, which is described on Exhibit "A" attached hereto and incorporated herein by this reference.

Owner 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 except as set forth below; that it has good right to sell, assign, transfer and convey the Property as aforesaid; and that Owner 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 claiming by, through or under Owner, subject to:

1. General and special taxes or assessments for 1993 and subsequent years not yet due and payable.
2. Easement(s) to D & D Water Renovation Systems, Inc. as shown by instrument recorded in Real 107, page 968 in Probate Office, and as shown on Map Book 16, page 102 in Probate Office of Shelby County, Alabama ("Probate Office").
3. Rights of Alabama State Land Company and its successors and assigns in and to the mineral rights within and underlying the property as more particularly set out in Deed Book 28, Page 581 in Probate Office.
4. Declaration of Covenants, Conditions, and Restrictions by AmSouth Bank, N.A., as Ancillary Trustee for NCNB National

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Bank of North Carolina, N.A., as Trustee from the Public Employees Retirement System of Ohio, recorded in Real 307, Page 950 in Probate Office.

5. Declaration of Easements and Restrictive Covenants (Brook Highland Development - 1.35 acre Out Parcel) by AmSouth Bank, N.A., as Ancillary Trustee for NCNB National Bank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio, dated August 29, 1990 and recorded in Real 307, Page 985 in Probate Office.
6. Transmission Line Permit to Alabama Power Company recorded in Deed Book 112, Page 134 in Probate Office.
7. Subdivision plat of Brook Highland Plaza recorded in Map Book 16, Page 102 discloses the following:
 - (a) 10 foot utility easements along interior boundary lines and 20 foot utility and maintenance easements along exterior boundary lines, being easements established in instrument referred to in Item 4 above.
 - (b) Sanitary sewer easement crossing the Property, being the same easement referred to in Item 2 above.
 - (c) Covenant of Restrictions as set out on said plat.
8. Easement Agreement by and between AmSouth Bank, N.A., as Ancillary Trustee for NationsBank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio and Brook Highland Limited Partnership, recorded in Probate Office.
9. Instrument recorded in Real 358, Page 220, Probate Office.
10. All other matters of records in Probate Office which are approved by the Board, which approval shall not be unreasonably withheld or delayed.

[SIGNATURES BEGIN ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the Owner has caused this instrument to be
duly executed on this 3rd day of February, 1995.

AMSOUTH BANK OF ALABAMA (formerly
AmSouth Bank, N.A.), AS ANCILLARY
TRUSTEE FOR NATIONSBANK, N.A.
(CAROLINAS), AS TRUSTEE FOR THE
PUBLIC EMPLOYEES RETIREMENT SYSTEM
OF OHIO

ATTEST:

M. W. Parnell
Vice President

By: J. Reese Murray, III
Vice President
and Trust Officer

STATE OF Alabama

COUNTY OF Jefferson

I, Carolyn A. Garrison, a Notary Public in and for said
County in said State, hereby certify that J. Reese Murray, III,
whose name as _____ Vice President and Trust Officer of AmSouth
Bank of Alabama (formerly AmSouth Bank, N.A.), an Alabama banking
corporation, as Ancillary Trustee for NationsBank, N.A. (Caroli-
nas), a national banking association, as Trustee for the Public
Employees Retirement System of Ohio, is signed to the foregoing
instrument, and who is known to me, acknowledged before me on this
day that, being informed of the contents of the foregoing instru-
ment, he/she, 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 on the day the same bears date.

Given under my hand and official seal this the 3rd day of
February, 1995.

Carolyn A. Garrison
NOTARY PUBLIC

[NOTARIAL SEAL]

My Commission Expires:

March 25, 1998

This instrument prepared by:
K. Mark Parnell
GORHAM & WALDREP, P.C.
Suite 700
2101 Sixth Avenue North
Birmingham, Alabama 35203

EXHIBIT "A"

The following description is of a twenty foot easement crossing Lot 3 Brook Highland Plaza as recorded in Map Book 16, Page 102 in the Office of the Judge of Probate of Shelby County, Alabama; more particularly described as follows:

Commencing and Beginning at the Northwest corner of Lot 3; thence N 88°21'20" E, 10.41 feet; thence S 01°52'02" E, 189.88 feet; thence S 54°30'37" E, 14.04 feet; thence N 85°33'54" E, 30.20 feet, being twenty feet Northerly of and parallel to the Northerly Right-of-Way of U.S. Highway 280; thence N 82°30'03" E, 90.98 feet to a point being twenty feet Northerly of U.S. Highway 280 and on the Westerly side of an easement recorded in Book 301, Page 623; thence S 18°55'07" W, 22.33 feet along said recorded easement to the Northerly Right-of-Way of U.S. Highway 280; thence S 82°30'03" W, 81.05 feet along said Right-of-Way; thence S 85°33'54" W, 38.57 feet; thence N 54°30'37" W, 20.09 feet to the Westerly line of Lot 3; thence N 01°38'40" W, 206.53 feet along said Westerly line to the Point of Beginning.

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