

IN THE CIRCUIT COURT OF SHELBY COUNTY, ALABAMA

APEL STEEL CORPORATION,

Plaintiff,

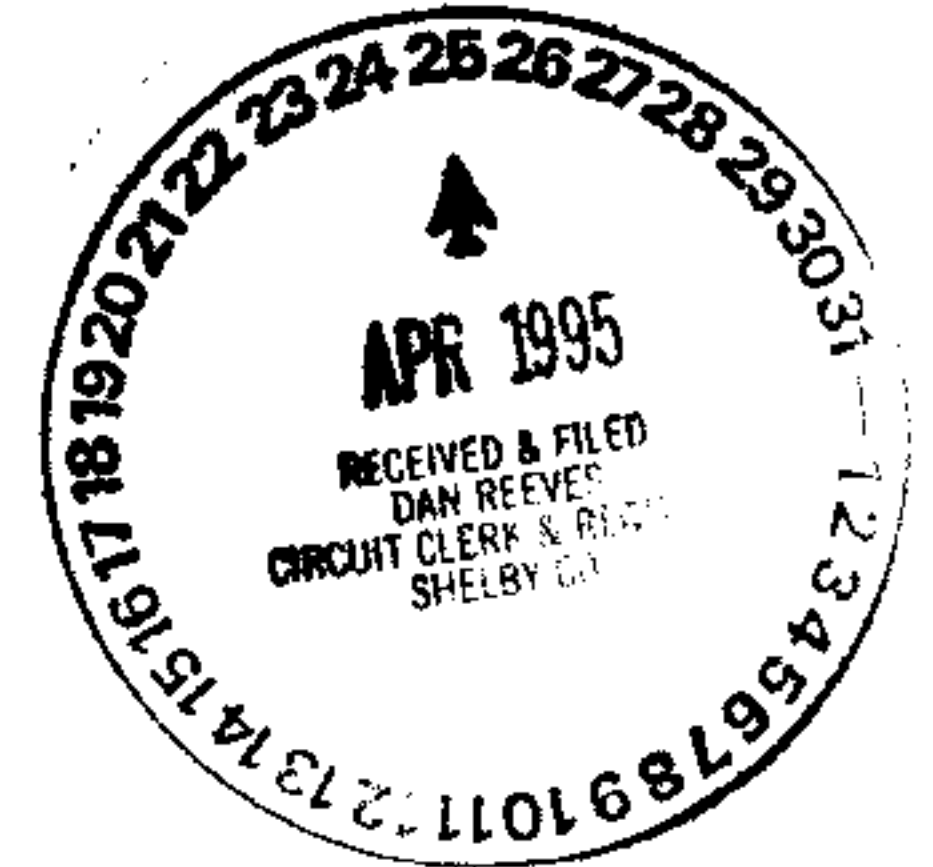
v.

HOAR CONSTRUCTION COMPANY,
et al.,

Defendants.

CASE NUMBER CV 95-201

**CERTIFICATE OF TRANSFER OF LIEN
FROM REAL PROPERTY TO BOND**



The Defendant, Hoar Construction Co. ("Petitioner"), has filed in this Court, its petition requesting that this Court certify to the lien claimant, that its lien claims, recorded as Instrument 1994-36545 in this Court have been transferred from the real property upon which the liens are sought to be imposed to the Bond for Transfer of Lien which was filed by the Petitioner, pursuant to section 35-11-233 of the Code of Alabama (1975), in this Court.

It appears to the Court, and it is so ordered, that the bond has been properly prepared, executed and filed and that the lien claims are hereby transferred from the real property to the bond.

NOW, THEREFORE, the Court does hereby accordingly certify to Apel Steel Corporation, that the bond filed by Petitioner has been properly prepared,

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10:45 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
DOB MEL 26.00

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executed and filed and that the Court has accordingly transferred said lien claims from said real estate to said bond.

The Clerk of this Court is hereby ordered to (1) send, by certified mail, a copy of this certificate, together with a copy of the petition filed by Petitioner to Apel Steel Corporation at the following address:

Apel Steel Corporation
c/o F. Timothy McAbee, Esq.
McAbee & Boyd, P.C.
2100-A Southbridge Pkwy. Suite 377
Birmingham, AL 35209

and (2) record a copy of this certificate in the recording division of the Shelby County Probate Court.

DONE AND ORDERED, this 20th day of April, 1995.

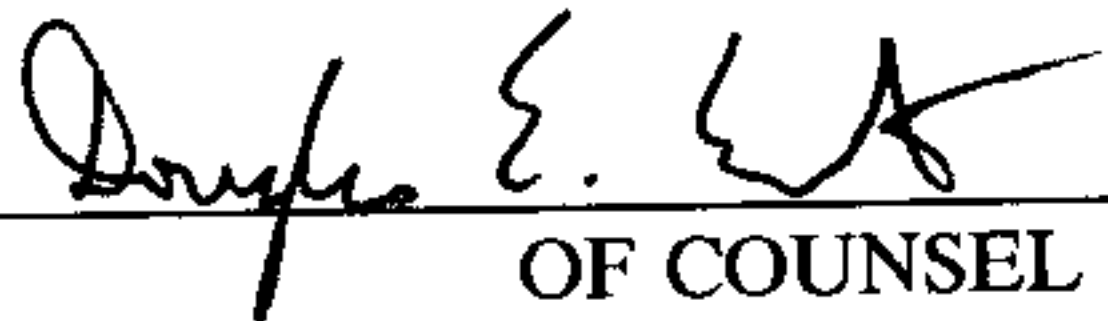


CERTIFICATE OF SERVICE

I hereby certify that I have this date served the foregoing Certificate of Transfer of Lien from Real Property to Bond on the following attorney of record:

F. Timothy McAbee, Esq.
McAbee & Boyd, P.C.
2100-A Southbridge Pkwy. Suite 377
Birmingham, AL 35209

by placing a copy of same in the United States Mail, first-class postage prepaid and addressed to his regular mailing address, on this 13 day of April, 1995.



OF COUNSEL

STATE OF ALABAMA)
COUNTY OF CULLMAN)

VERIFIED STATEMENT OF MECHANIC'S LIEN

Apel Steel Corporation files this statement in writing, verified by the oath of
Ronald H. Apel, who has personal knowledge of the facts herein set forth:

That Apel Steel Corporation claims a lien upon the following property, situated
in Shelby County, Alabama, to wit:

The Brook Highland Shopping Center located within the NE 1/4
of the SW 1/4 and the NW 1/4 of the SE 1/4 of Section 31,
Township 18 South, Range 1 West, Shelby County, Alabama.

This lien is claimed, separately and severally, as to both the buildings and improvements
thereon, and the said land.

That said lien is claimed to secure an indebtedness of \$57,945.68 for steel and
other materials supplied by Apel Steel Corporation at said property.

The name of the owner or proprietor of said property is Brook Highland Limited
Partnership, a Georgia limited partnership, 1900 International Park Drive, Suite 303,
Birmingham, Alabama 35243.



Claimant

12/14/1994-36545
09:56 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 11.00

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STATE OF ALABAMA)

COUNTY OF CULLMAN)

Before me, a notary public in and for said County of Cullman, State of Alabama, personally appeared Ronald H. Apel, who being duly sworn, does depose and say: That he has personal knowledge of the facts set forth in the foregoing statement of lien, and that the same are true and correct to the best of his knowledge and belief.

Subscribed and sworn to before me on this the 5th day of December, 1994, by said affiant.

Catherine Apel
Notary Public
My Commission Expires: 10/8/96

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SHELBY COUNTY JUDGE OF PROBATE
002 MCD 11.00

**BOND FOR TRANSFER OF LIEN
(PURSUANT TO SECTION 35-11-233 OF THE CODE OF ALABAMA (1975))**

KNOW ALL MEN BY THESE PRESENTS, that Hoar Construction Company ("Hoar") as Principal and United States Fidelity & Guaranty Insurance Company ("USF&G"), as Surety, are held and firmly bound unto Apel Steel Corporation ("Apel") in the sum of Seventy-One Thousand, Eight Hundred Fifty-Two Dollars and 64/100 Dollars (\$71,852.64) to be paid to Apel, its successors or assigns, to which payment will and truly to be made, the parties hereto bind themselves, their successors and assigns, jointly and severally, firmly by these presents.

Hoar is a contractor for the work from which the Verified Statement of Mechanic's Lien by Apel arose and Hoar therefore has an interest in the contract under which Apel's lien is claimed.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in the name of each of them and their seals to be attached hereto this the 6 day of April, 1995.

The condition of the above obligation is such that if the Principal and Surety shall pay any judgment or decree that may be rendered for the satisfaction of the lien for which the Verified Statement of Mechanic's Lien was recorded in Instrument #1994-36545 in the Office of the Judge of Probate of Shelby County, Alabama, a copy of which is attached hereto, and costs not to exceed One Hundred and No/100 Dollars (\$100.00), this obligation shall be void and of no effect, but otherwise to remain in full force and effect.

HOAR CONSTRUCTION COMPANY,
A PARTNERSHIP

BY HOAR CONSTRUCTION, INC.,
ITS MANAGING PARTNER

By: _____

Its: _____

WITNESS:

Donna D. Claverton

UNITED STATES FIDELITY &
GUARANTY INSURANCE COMPANY

By: _____

Virginia Roberts,

Its: _____

Attorney-In-Fact

WITNESS:

Kary F Dalton

UNITED STATES FIDELITY AND GUARANTY COMPANY

POWER OF ATTORNEY

NO. 106612

Inst # 1995-11934

KNOW ALL MEN BY THESE PRESENTS: That UNITED STATES FIDELITY AND GUARANTY COMPANY, a corporation organized and existing under the laws of the State of Maryland and having its principal office at the City of Baltimore, in the State of Maryland, does hereby constitute and appoint

W. E. Storer, Frank House, Kenneth E. Burns, Virginia Roberts, B. D. Cook and Ben Thompson

of the City of Birmingham, State of Alabama its true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign its name as surety to, and to execute, seal and acknowledge any and all bonds, undertakings, contracts and other written instruments in the nature thereof on behalf of the Company in its business of guaranteeing the fidelity of persons; guaranteeing the performance of contracts; and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

In Witness Whereof, the said UNITED STATES FIDELITY AND GUARANTY COMPANY has caused this instrument to be sealed with its corporate seal, duly attested by the signatures of its Senior Vice President and Assistant Secretary, this 22nd day of January, A.D. 1993.



UNITED STATES FIDELITY AND GUARANTY COMPANY

(Signed) By Robert J. Lamendola

Senior Vice President

(Signed) By Paul D. Sims

Assistant Secretary

STATE OF MARYLAND)

SS:

BALTIMORE CITY)

On this 22nd day of January, A.D. 1993, before me personally came Robert J. Lamendola, Assistant Senior Vice President of the UNITED STATES FIDELITY AND GUARANTY COMPANY and Paul D. Sims, Secretary of said Company, with both of whom I am personally acquainted, who being by me severally duly sworn, said, that they, the said Robert J. Lamendola and Paul D. Sims were respectively the Senior Vice President and the Assistant Secretary of the said UNITED STATES FIDELITY AND GUARANTY COMPANY, the corporation described in and which executed the foregoing Power of Attorney; that they each knew the seal of said corporation; that the seal affixed to said Power of Attorney was such corporate seal, that it was so affixed by order of the Board of Directors of said corporation, and that they signed their names thereto by like order as Senior Vice President and Assistant Secretary, respectively, of the Company.

My Commission expires the 11th day in March, A.D. 1995.

(Signed) Angela P. Fabian

NOTARY PUBLIC

This Power of Attorney is granted under and by authority of the following Resolutions adopted by the Board of Directors of the UNITED STATES FIDELITY AND GUARANTY COMPANY on September 24, 1992:

RESOLVED, that in connection with the fidelity and surety insurance business of the Company, all bonds, undertakings, contracts and other instruments relating to said business may be signed, executed, and acknowledged by persons or entities appointed as Attorney(s)-in-Fact pursuant to a Power of Attorney issued in accordance with these resolutions. Said Power(s) of Attorney for and on behalf of the Company may and shall be executed in the name and on behalf of the Company, either by the Chairman, or the President, or an Executive Vice President, or a Senior Vice President, or a Vice President or an Assistant Vice President, jointly with the Secretary or an Assistant Secretary, under their respective designations. The signature of such officers may be engraved, printed or lithographed. The signature of each of the foregoing officers and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Attorney(s)-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and, unless subsequently revoked and subject to any limitations set forth therein, any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company with respect to any bond or undertaking to which it is validly attached.

RESOLVED, that Attorney(s)-in-Fact shall have the power and authority, unless subsequently revoked and, in any case, subject to the terms and limitations of the Power of Attorney issued to them, to execute and deliver on behalf of the Company and to attach the seal of the Company to any and all bonds and undertakings, and other writings obligatory in the nature thereof, and any such instrument executed by such Attorney(s)-in-Fact shall be as binding upon the Company as if signed by an Executive Officer and sealed and attested to by the Secretary of the Company.

I, Paul D. Sims, an Assistant Secretary of the UNITED STATES FIDELITY AND GUARANTY COMPANY, do hereby certify that the foregoing is a true excerpt from the Resolution of the said Company as adopted by its Board of Directors on September 24, 1992 and that this Resolution is in full force and effect.

I, the undersigned Assistant Secretary of the UNITED STATES FIDELITY AND GUARANTY COMPANY do hereby certify that the foregoing Power of Attorney is in full force and effect and has not been revoked.

In Testimony Whereof, I have hereunto set my hand and the seal of the UNITED STATES FIDELITY AND GUARANTY COMPANY on this 6th day of April, 1995.



Paul D. Sims
05/08/1995-11934
10:45 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE