

STATE OF ALABAMA)

SHELBY COUNTY)

ASSIGNMENT OF LEASE

CITATION CORPORATION ("Citation"), a Delaware corporation and successor-in-interest by merger to SIMSCO, Inc., an Alabama corporation ("SIMSCO"), in consideration of one dollar (\$1.00) in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, assign and convey unto CITATION CASTINGS, INC., an Alabama corporation ("CCI"), all its right, title and interest in and to: (1) that certain Lease Agreement, dated as of March 11, 1980, between The Industrial Development Board of the City of Columbiana, as Lessor, and McWane, Inc., a Delaware corporation ("McWane") as Lessee, recorded at Book 35, page 231, in Probate Office of Shelby County, Alabama, (which said Lease Agreement as it may hereafter be amended is hereafter referred to as the "Lease"), which Lease was assigned by McWane to SIMSCO by Assignment of Lease dated January 4, 1984, as recorded in Book 352, page 979, in the aforesaid Probate Office; and, (2) the real estate buildings, machinery and equipment demised under the Lease, and including, without limitation, the real estate located in Shelby County, Alabama, described on Exhibit A attached hereto, all buildings and other improvements located thereon, and the machinery and equipment listed and described on Exhibit A to the Lease (all of which is herein referred to as the "Leased Property"); and, (3) together with: (a) all modifications, amendments, renewals and extensions of the Lease; (b) all options, rights, and privileges of the "Lessee" set forth in the Lease, including, without limitation, the options to purchase the Leased Property set for in Article XI thereof; and, (c) any and all other rights of Citation in and to any easements, rights of way, appurtenances or personality in and or in any way appertaining to the Leased Property (all of which Lease, Leased Property, interest and rights hereby conveyed, transferred, and assigned, are hereinafter referred to as the "Property"). SUBJECT, HOWEVER, to the terms and conditions of the Lease and to those other restrictions, easements, conditions, limitations security interests and other encumbrances on the Leased Property.

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TO HAVE AND TO HOLD the same and every part thereof unto CCI, its successors and assigns forever.

Citation warrants, covenants and agrees with CCI, its successors and assigns, that (a) Citation is the "Lessee" under the Lease by assignment and is in possession of the Leased Property, and (b) Citation has a good right to convey the Property as aforesaid and will warrant and forever defend the title against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, Citation has caused this instrument to be executed by Morris Hackney, its Chairman, and to be attested by Stanley B. Atkins, its Secretary, and its corporate seal to be hereto affixed on this 23 day of September, 1996.

CITATION CORPORATION
a Delaware corporation

[SEAL]

By: T. Morris Hackney
Its: Chairman

By: Stanley B. Atkins
Its: Secretary

STATE OF ALABAMA)

ACKNOWLEDGMENT:

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for the State and County aforesaid, hereby certify that Morris Hackney and Stanley B. Atkins, whose names as Chairman and Secretary, respectively, of Citation Corporation, are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that being informed of the contents of said instrument, they, as such officers and with full authority, executed the same voluntarily, for and as the act of said corporation, on the day the same bears date.

Given under my hand and official seal this 23 day of September, 1996.

Christopher B. Ham
Notary Public

MY COMMISSION EXPIRES MAY 31, 1999
My Commission Expires _____

ACCEPTANCE OF ASSIGNMENT

In consideration of the assignment of the Lease by Citation and other good and valuable

consideration, Citation Castings, Inc., an Alabama corporation, hereby accepts the assignment of the Lease referred to above and agrees to be bound by the covenants of the "Lessee" contained therein and to perform all the duties of the "Lessee" thereunder.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed in its name by Morris Hackney its Chairman, to be attested by Stan Atkins its Secretary and its corporate seal to be affixed hereto on this 23 day of September, 1996.

CITATION CASTINGS, INC.
a Alabama corporation

[SEAL]

By: Stanley Ball
Its: Secretary

By: T. Mon Holmy
Its: Chairman

STATE OF ALABAMA)
JEFFERSON COUNTY)

ACKNOWLEDGMENT:

I, the undersigned, a Notary Public in and for the State and County aforesaid, hereby certify that Morris Hackney and Stan Atkins, whose names as Chairman and Secretary, respectively, of Citation Castings Inc., are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that being informed of the contents of said instrument, they, as such officers and with full authority, executed the same voluntarily, for and as the act of said corporation, on the day the same bears date.

Given under my hand and official seal this 23 day of September, 1996.

Christopher B. Law
Notary Public

My Commission Expires _____

THIS INSTRUMENT PREPARED BY
AND WHEN RECORDED RETURN TO:
Thomas A. Ritchie, Esq.
Ritchie & Rediker, L.L.C.
312 North 23rd Street
Birmingham, AL 35203

EXHIBIT A

DESCRIPTION OF REAL ESTATE IN SHELBY COUNTY

The following described real estate located in Shelby County, Alabama to-wit:

A tract in the SW 1/4 of the SW 1/4 of Section 23, and the NW 1/4 of the NW 1/4 of Section 26, Township 21 South, Range 1 West, described as follows:

Commence at the Northwest corner of Section 26, Township 21 South, Range 1 West; thence run South along the West line of said Section a distance of 848.46 feet to the Northwest right of way line of a County Road; thence turn an angle of 124 degrees 08 minutes 58 seconds to the left and run along said right of way line, a distance of 825.60 feet to the point of beginning; thence continue in the same direction along said right of way line a distance of 460.73 feet; thence turn an angle of 55 degrees 31 minutes 29 seconds to the left and run a distance of 366.10 feet; thence turn an angle of 90 degrees 00 minutes to the right and run a distance of 105.00 feet; thence turn an angle of 90 degrees 00 minutes to the left and run a distance of 210.00 feet; thence turn an angle of 70 degrees 10 minutes to the left and run a distance of 152.83 feet; thence turn an angle of 70 degrees 10 minutes to the right and run a distance of 269.00 feet; thence turn an angle of 69 degrees 02 minutes to the left and run a distance of 283.76 feet; thence turn an angle of 20 degrees 58 minutes to the left and run a distance of 76.08 feet; thence turn an angle of 90 degrees 00 minutes to the left and run a distance of 1259.29 feet to the point of beginning. Situated in the SW 1/4 of the SW 1/4 of Section 23, and the NW 1/4 of the NW 1/4 of Section 26, Township 21 South, Range 1 West, Shelby County, Alabama and contains 9.75 acres, being within the City limits of Columbiana, Alabama.

SUBJECT TO all liens, mortgages, security interests and other encumbrances.

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