

WARRANTY DEED

Send Tax Notice To: William V. Dillard
300 Office Park Drive
Birmingham, Alabama 35223

STATE OF ALABAMA)
SHELBY COUNTY)

105,000

KNOW ALL MEN BY THESE PRESENTS: That in consideration of the sum of ONE HUNDRED AND 00/100 (\$ 100.00) DOLLARS, in cash, and in accordance with the terms of an integrated plan to effect a Section 1031 tax free exchange, to which the parties have previously agreed, to the undersigned Grantor, in hand paid by the Grantee herein, the receipt whereof is hereby acknowledged, I, THERESA D. THOMPSON, AN UNMARRIED WOMAN, (herein referred to as Grantor), grant, bargain, sell and convey unto WILLIAM V. DILLARD, (herein referred to as Grantee), the following described real estate, situated in Shelby County, Alabama, to-wit:

A parcel of land situated in Sections 16, 17, 20 and 21, Township 21 South, Range 2 West, Shelby County, Alabama, more particularly described as follows:

Commence at the S.W. corner of the S.E. 1/4 of the S.E. 1/4 of Section 17, Township 21 South, Range 2 West; thence North 02 degrees 18 minutes 28 seconds West along the West line of said 1/4 1/4 section for a distance of 70.70 feet; thence South 87 degrees 49 minutes 11 seconds East for a distance of 641.79 feet to a point on the centerline of a paved road, said point also being the POINT OF BEGINNING, thence North 09 degrees 52 minutes 53 seconds East along said centerline for a distance of 81.96 feet; thence South 88 degrees 10 minutes 33 seconds East and leaving said centerline for a distance of 1048.31 feet; thence North 01 degrees 49 minutes 27 seconds East for a distance of 247.53 feet; thence South 88 degrees 10 minutes 33 seconds East for a distance of 1040.85 feet; thence South 02 degrees 12 minutes 32 seconds East for a distance of 70.54 feet; thence South 33 degrees 52 minutes 49 seconds West for a distance of 223.33 feet; thence South 00 degrees 17 minutes 14 seconds East for a distance of 136.70 feet; thence South 03 degrees 06 minutes 50 seconds East for a distance of 43.13 feet; thence North 88 degrees 10 minutes 32 seconds West for a distance of 2011.48 feet; thence North 09 degrees 53 minutes 07 seconds East for a distance of 111.64 feet to the POINT OF BEGINNING. Said parcel contains 14.48 acres, more or less.

Subject to: 1. Taxes for the year 1997 and subsequent years. 2. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto as recorded in Real Volume 150, Page 210. 3. Restrictions and covenants appearing of record in Real Volume 150, Page 210. 4. Right-of-Way as recorded in Volume 17, Page 537. 5. Right-of-Way granted to Alabama Power Company recorded in Volume 117, Page 127.

THIS PROPERTY IS NOT NOW NOR HAS IT EVER BEEN THE HOMESTEAD PROPERTY OF GRANTOR OR ANY MEMBER OF HER FAMILY.

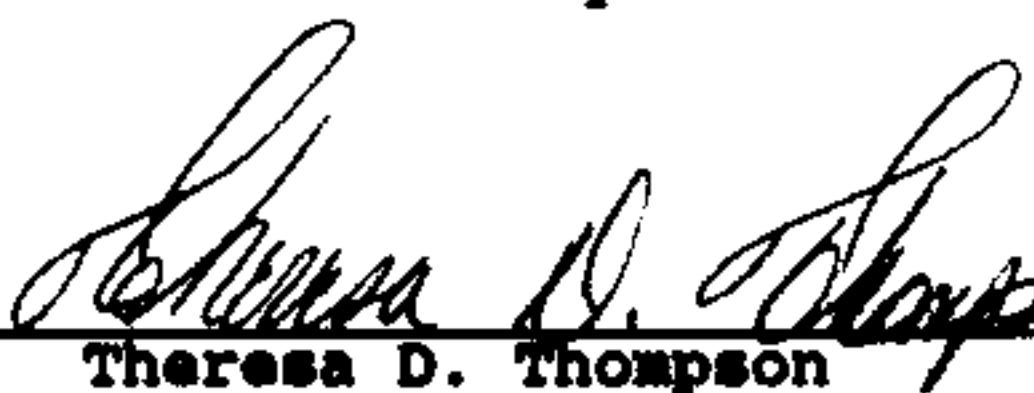
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09:33 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MC3 156.00

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TO HAVE AND TO HOLD Unto the said Grantee, his heirs and assigns forever.

And I do for myself and for my heirs, executors and administrators covenant with the Grantee, his heirs and assigns, that I am lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above; that I have a good right to sell and convey the same as aforesaid; that I will and my heirs, executors and administrators shall warrant and defend the same to the said Grantee, his heirs and assigns forever, against the lawful claims of all persons.

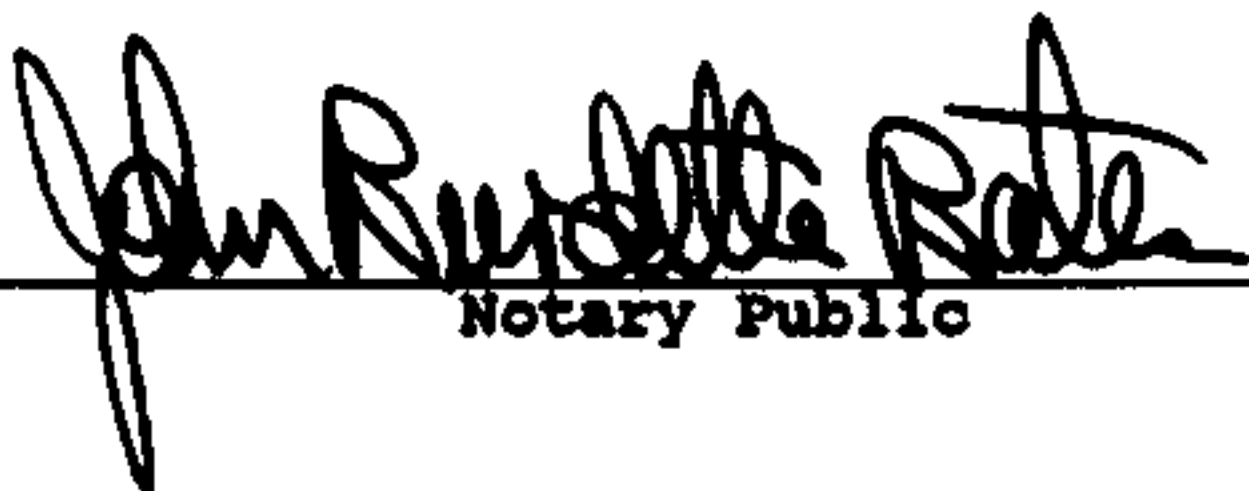
IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 8th day of January, 1997.

 (SEAL)
Theresa D. Thompson

STATE OF ALABAMA)
)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Theresa D. Thompson, whose name 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, she executed the same voluntarily, on the day the same bears date.

Given under my hand and official seal this 8th day of January, 1997.


Notary Public

This instrument was prepared by:
John Burdette Bates, Attorney at Law
#10 Office Park Circle, Suite 122
Birmingham, Alabama 35223

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