

(RECORDING INFORMATION ONLY ABOVE THIS LINE)

This Instrument was
prepared by:

R. Shan Paden
PADEN & PADEN
Attorneys at Law
100 Concourse Parkway, Suite 130
Birmingham, Alabama 35244

SEND TAX NOTICE TO:

CAROLYN V. THOMPSON
312 WILLOW CREST LANE
BIRMINGHAM, AL 35244

STATE OF ALABAMA)

COUNTY OF SHELBY)

WARRANTY DEED

Know All Men by These Presents: That in consideration of ONE HUNDRED FORTY SEVEN THOUSAND FIVE HUNDRED and 00/100 (\$147,500.00) DOLLARS to the undersigned grantor or grantors in hand paid by the GRANTEES herein, the receipt of which is acknowledged, we, DAVID STARNES, AN UNMARRIED MAN (herein referred to as GRANTORS) do grant, bargain, sell and convey unto CAROLYN V. THOMPSON, (herein referred to as GRANTEES, whether one or more) the following described real estate, situated in SHELBY County, Alabama, to-wit:

LOT 1, BLOCK 1, ACCORDING TO THE AMENDED MAP OF SOUTHLAKE CREST, 2ND SECTOR, AS RECORDED IN MAP BOOK 19 PAGE 14 IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

1. Restrictions, covenants and conditions as set out in instrument(s) recorded in Real 160 Page 495, and the Declaration of Protective Covenants of Southlake Crest as recorded as #1993-30195, Inst. #1993-40742 and Inst. #1993-40743, Articles of Incorporation as recorded as Inst. #1993-30196, and By-Laws as recorded as Inst. #1993-30197 and Inst. #1993-22812 in Probate Office.
2. Transmission Line Permit(s) to Alabama Power Company as shown by instrument(s) recorded in Deed Book 129 page 572 and Deed 219 page 734 in Probate Office.
3. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto, including rights set out in Deed Book 121 page 294 in Probate Office.
4. Restrictions for land use as set out in Real 160 page 492.
5. Easement(s) to Alabama Power Company as shown by instrument recorded in Real 142 page 184 and Real 149 page 12 in Probate Office.
6. Restrictions, limitations and conditions as set out in Map Book 19, Page 14.
7. Subject to the taxes for the year beginning October 1, 1996 which constitutes a lien but are not yet due and payable until October 1, 1997.

\$ 132,750.00 of the consideration herein was derived from a mortgage closed simultaneously herewith.

TO HAVE AND TO HOLD Unto the said GRANTEES, his, her or their heirs and assigns, forever.

06/03/1997-17108
08:42 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MEL 26.00

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

IN WITNESS WHEREOF, the said GRANTORS, DAVID STARNES, AN UNMARRIED MAN, have hereunto set his, her or their signature(s) and seal(s), this the 28 day of May, 1997.

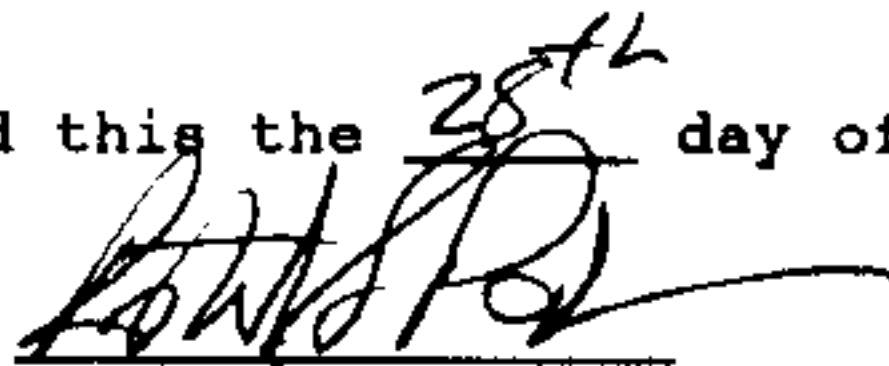

DAVID STARNES

STATE OF ALABAMA)
COUNTY OF SHELBY)

ACKNOWLEDGEMENT

I, the undersigned, a Notary Public, in and for said County, in said State, hereby certify that DAVID STARNES, whose name(s) is (are) signed to the foregoing conveyance, and who is (are) known to me, acknowledged before me on this day that, being informed of the contents of the conveyance he, she, or they executed the same voluntarily on the day the same bears date.

Given under my hand this the 28th day of MAY, 1997.


Notary Public

My commission expires: 2/16/98

Inst # 1997-17108

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