

THIS INSTRUMENT WAS PREPARED BY:

SEND TAX NOTICE TO:

Joseph W. Mathews, Jr.
Lange, Simpson, Robinson
& Somerville
417 No. 20th St. Suite 1700
Birmingham, Alabama 35203

Carolisa, L.L.C.
2151 Highland Avenue, Suite 100
Birmingham, AL 35205

STATE OF ALABAMA)

SHELBY COUNTY)

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS: That in consideration of NINE HUNDRED FIFTY THOUSAND AND NO\100 DOLLARS (\$ 950,000.00), consisting of (i) a purchase money mortgage in the amount of \$855,000, (ii) an unsecured promissory note in the amount of \$25,000, and (iii) the sum of \$70,000 paid to the Grantor by The Title Group, Incorporated, in its capacity as a qualified intermediary for the Grantee under an Exchange Agreement dated as of August 14, 1997, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged,

REGIONS BANK
an Alabama banking corporation

(the "Grantor"), does hereby grant, bargain, sell, and convey unto

CAROLISA, L.L.C., an Alabama limited liability company

(the "Grantee"), the following described real estate, situated in Shelby County, Alabama, (the "Property"):

Lots 1 and 3, according to the Survey of Owen's Industrial Park, as recorded in Map Book 8, Page 181, in the Probate Office of Shelby County, Alabama.

SUBJECT TO:

1. Ad valorem taxes for the year 1997, which are not due and payable until October 1, 1997, and taxes for all subsequent years.

08/18/1997-26308
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SHELBY COUNTY JUDGE OF PROBATE
003 MCD 108.50

Inst # 1997-26308

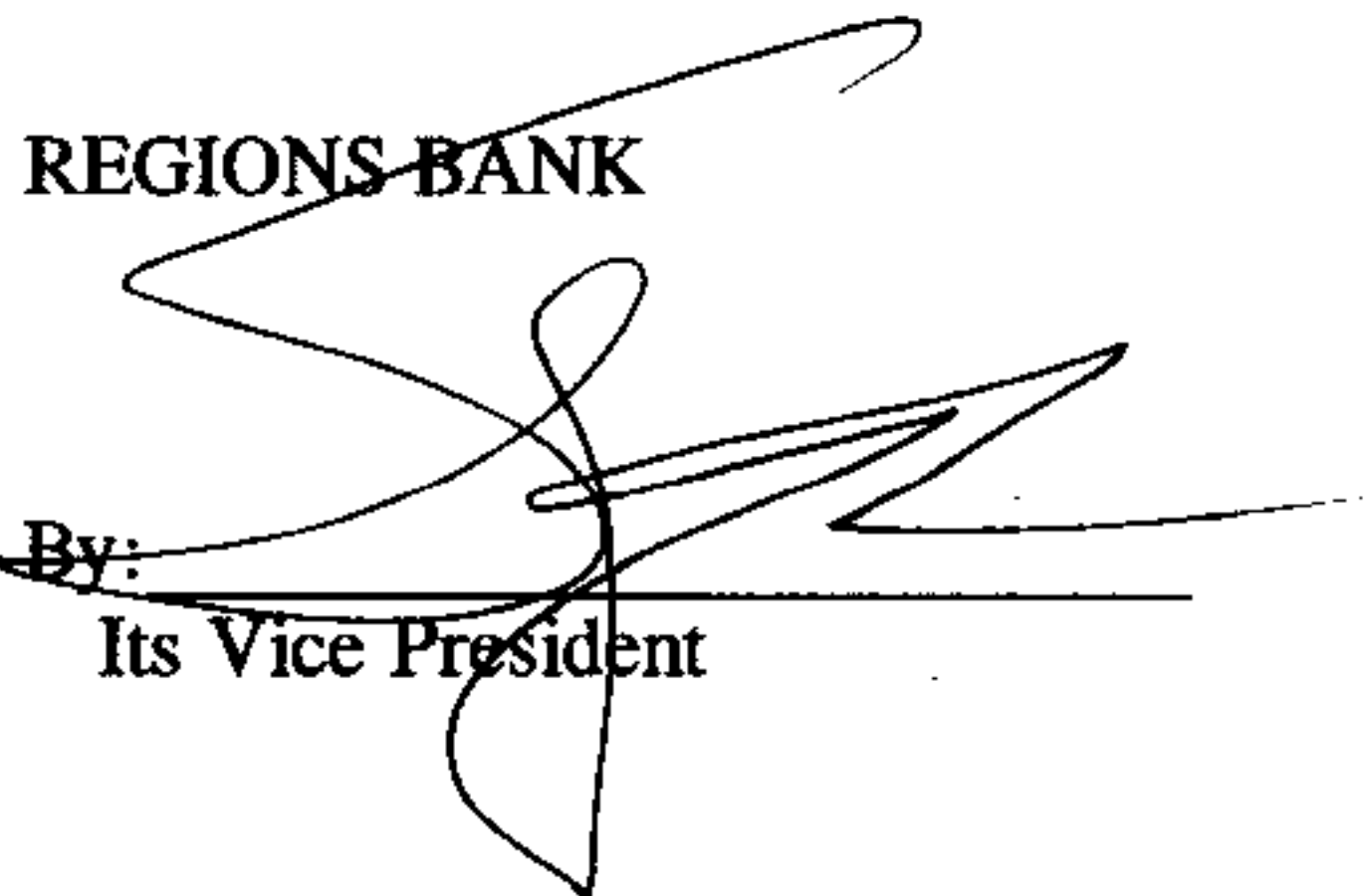
2. Easements or claims of easements, not shown by public records.
3. 30 foot buffer along rear lot lines as shown by recorded map.
4. 10 foot easement on West lot line and 7.5 foot easement on South lot line, as shown by recorded map (Lot 1).
2. 10 foot easement on East lot line as shown on recorded map (Lot 3).
5. Covenants, conditions, restrictions, limitations and agreements as set forth in Book 75, Page 920, recorded in the Probate Office of Shelby County, Alabama.
6. Right-of-way granted to Alabama Power Company by instrument recorded in Real 157, Page 549, in the Probate Office of Shelby County, Alabama.
7. Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities relating thereto, including but not limited to such right set forth in Real 123, Page 803 and Real 123, Page 797, in the Probate Office of Shelby County, Alabama.

TO HAVE AND TO HOLD unto the Grantee, its successors and assigns forever.

IN WITNESS WHEREOF, the undersigned has caused its duly authorized officer to execute this instrument under seal as the act of the said corporation this 15th day of August, 1997.

[SEAL]

REGIONS BANK

By: 

Its Vice President

STATE OF ALABAMA)

JEFFERSON COUNTY)

ACKNOWLEDGMENT

I, the undersigned Notary Public in and for said County in said State, hereby certify

that Stanley E. Weir, whose name as Vice President of REGIONS BANK (formerly known as First Alabama Bank), an Alabama banking corporation, 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, he, in his capacity as such officer and with full authority, executed the same voluntarily for and as the act of the said corporation.

Given under my hand and official seal this the 15 day of August, 1997.

Gennifer Carlson
Notary Public
My Commission Expires: 3/12/01

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