

This instrument was prepared by:
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Gordon, Silberman, Wiggins & Childs, P.C.
1400 SouthTrust Tower
Birmingham, Alabama 35203

Send Tax Notice to:
Compton & Compton, Inc.
3928 Montclair Road, Suite 204
Birmingham, Alabama 35213

STATUTORY WARRANTY DEED

STATE OF ALABAMA :)
COUNTY OF SHELBY :) KNOW ALL PERSONS BY THESE PRESENTS:

That in consideration of Two Million Two Hundred Fifty Thousand and No/100 Dollars (\$2,250,000.00) to the undersigned Grantor, **W. C. RICE OIL CO., INC.**, an Alabama corporation (hereinafter referred to as GRANTOR), in hand paid by the GRANTEE herein, the receipt of which is hereby acknowledged, the said GRANTOR does by these presents, grant, bargain, sell and convey unto **COMPTON & COMPTON, INC.**, an Alabama corporation (herein referred to collectively as GRANTEE), the following described real estate situated in Shelby County, Alabama to-wit:

(See attached Exhibit "A" for legal description of real estate)

SUBJECT TO:

1. Ad Valorem taxes for the year 1997 and subsequent years.
2. Right of Way granted to Alabama Power Company by instrument recorded in Volume 48, page 626, in the Probate Office of Shelby County, Alabama (PARCEL I ONLY).
3. Mineral and mining rights and rights incident thereto recorded in Instrument 1994-34526, in the Probate Office of Shelby County, Alabama (PARCEL I ONLY).
4. Transmission line permits to Alabama Power Company recorded in Deed Book 101, page 514; Deed Book 141, page 169; Deed Book 170, page 264; Deed Book 197, page 373; Deed Book 205, page 31; and Deed Book 268, page 596, in the Probate Office of Shelby County, Alabama (PARCEL II ONLY).
5. Right of Way acquired by Condemnation recorded in Final Record 16, page 181, in the Probate Office of Shelby County, Alabama (PARCEL II ONLY).
6. Easement to City of Pelham appearing of record in Real Record 111, page 706, in the Probate Office of Shelby County, Alabama (PARCEL II ONLY).

ALL OF THE CONSIDERATION TO THE GRANTOR IS REPRESENTED BY THAT CERTAIN PURCHASE MONEY MORTGAGE EXECUTED BY GRANTEE IN FAVOR OF NATIONAL BANK OF COMMERCE AND RECORDED SIMULTANEOUSLY HERewith.

09/22/1997-30334
08:44 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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TO HAVE AND TO HOLD Unto the said GRANTEE, its successors and assigns, forever.

The conveyance of the bargained premises by GRANTOR to GRANTEE is conditioned upon the inclusion herein of the following covenant regarding use by GRANTEE, said covenant to be binding upon GRANTEE, its successors and assigns, and to run with title to said bargained premises: GRANTEE, its successors and assigns, shall purchase from GRANTOR, its successors and assigns, all gasoline and diesel fuel for resale by GRANTEE and/or its successors or assigns in the operation of the bargained premises for a period of twenty (20) years from the date of this instrument (provided GRANTOR and/or its successors or assigns remain in the business of selling such products at all times during the duration of said period).

And subject to the foregoing, GRANTOR will warrant and forever defend the right and title to the said bargained premises unto GRANTEE against the claims of all persons owning, holding, or claiming by, through, or under GRANTOR, which claims are based upon matters occurring subsequent to GRANTOR's acquisition of the bargained premises, and prior to the date of delivery of this deed.

IN WITNESS WHEREOF, the said GRANTOR, by its President, who is authorized to execute this conveyance, has hereto set its signature and seal, this the 19th day of September, 1997.

W. C. RICE OIL CO., INC.

BY

G. Barton Rice
Its President

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that G. Barton Rice, whose name as President of W. C. Rice Oil Co., Inc., an Alabama 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, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 19th day of September, 1997.

(SEAL)

7/20/97
Notary Public

My Commission Expires:

7/20/2002

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EXHIBIT "A"

PARCEL I

A parcel of land situated in the NE 1/4 of the NE 1/4 of Section 35, Township 20 South, Range 3 West in Shelby County, Alabama and being more particularly described as follows:

Commence at the SW Corner of the NE 1/4 of the NE 1/4 of Section 35, Township 20 South, Range 3 West; thence run easterly along the south line of said 1/4-1/4 section a distance of 920.46 feet to a point on the northwesterly right-of-way line of the CSX Transportation Railroad right-of-way line; thence left 83° 17' 00" along said right-of-way a distance of 154.88 feet to the Point of Beginning; thence continued along said right-of-way and the last described course a distance of 200.00 feet to a point on the southwesterly right-of-way line of Shelby County Highway No. 66 (80 foot right-of-way); thence left 83° 12' 00" along said right-of-way a distance of 201.42 feet; thence left 96° 48' 00" and leaving said right-of-way a distance of 223.85 feet; thence left 90° 00' 00" a distance of 200.00 feet to the Point of Beginning.

PARCEL II

Commence at the Northeast corner of the Southeast Quarter of the Southwest Quarter of Section 12, Township 20 South, Range 3 West, Shelby County, Alabama and run thence South 0° 52 minutes 40 seconds East along the East line of the said 1/4-1/4 Section a distance of 918.55 feet to a point; thence run North 62° 54 minutes 15 seconds West a distance of 649.47 feet to a point on the Easterly right of way line of U.S. Highway No. 31; thence run North 27 degrees 05 minutes 45 seconds East along said right of way line a distance of 60.0 feet to the point of beginning of the property being described; thence continue along last described course a distance of 200.00 feet to a point; thence turn a deflection angle of 90° 00 minutes right and run South 62° 54 minutes 15 seconds East a distance of 150.00 feet to a point; thence turn a deflection angle of 90° 00 minutes right and run South 27° 05 minutes 45 seconds West a distance of 200.00 feet to a point; thence turn a deflection angle of 90° 00 minutes right and run North 62° 54 minutes 15 seconds West a distance of 150.00 feet to the point of beginning.

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