

STATE OF NEW YORK)

COUNTY OF NEW YORK)

WHEREAS, the title of Alabama Power Company to the property hereinafter described is subject to the lien of the Indenture dated as of January 1, 1942, as amended and supplemented (hereinafter called the Indenture), executed by Alabama Power Company (hereinafter called the Company) to Chemical Bank & Trust Company, as Trustee; and

WHEREAS, the name Chemical Bank & Trust Company was changed to Chemical Bank New York Trust Company and said Chemical Bank New York Trust Company thereafter merged into Chemical Bank and said Chemical Bank thereupon became successor Trustee under the Indenture, and the name of Chemical Bank was changed to The Chase Manhattan Bank; and

WHEREAS, pursuant to, and upon compliance with the provisions of Section 10.03 of the Indenture, the Company has requested the undersigned, as Trustee under the Indenture, to release such property from the lien of the Indenture.

NOW, THEREFORE, The Chase Manhattan Bank, as successor Trustee, under the authority of Section 10.03 of the Indenture, does hereby release and quitclaim from the lien of the Indenture (subject to the exceptions and reservations set forth in the hereinafter described deed, if any) all its right, title and interest in and to the following described property located in Shelby County, Alabama:

Parcel 1

Lay Lake
Alabama Power Company Recreational Cottage Site
Sector 5
Drawing No. D-386188

Lots 285, 285-A, 285-B and 286 through 298, inclusive of Alabama Power Company Recreational Cottage Site Sector 5 as recorded in Plat Book 23, Pages 29A-29B in the Office of the Judge of Probate of Shelby County, Alabama.

Inst # 1998-02156

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SHELBY COUNTY JUDGE OF PROBATE
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Inst # 1998-02156

Lay Lake
Alabama Power Company Recreational Cottage Site
Sector 6
Drawing No. D-386189

Lot 299 of Alabama Power Company Recreational
Cottage Site Sector 6, as recorded in Plat Book
23, Page 19 in the Office of the Judge of
Probate of Shelby County, Alabama.


Lay Lake
Alabama Power Company Recreational Cottage Site
Sector 7
Drawing No. D-386190

Lots 151 through 155, inclusive; Lots 157 and
158; Lots 160 through 166, inclusive; Lot 168;
and Lots 170 through 176, inclusive, of Alabama
Power Company Recreational Cottage Site Sector
7, as recorded in Plat Book 23, Page 28 in the
Office of the Judge of Probate of Shelby County,
Alabama.

The above described property is the same property described in and
conveyed by Statutory Warranty Deed dated October 15, 1987 and Statutory
Warranty Deed of Correction dated October 17, and October 20, 1997 between
Alabama Power Company and Alabama Property Company.

IN WITNESS WHEREOF, The Chase Manhattan Bank, as such successor
Trustee, has caused its corporate name to be hereunto affixed and this
instrument to be signed by its President, or a Vice President, or its
Corporate Trust Officer or one of its other Trust Officers, and its
corporate seal to be hereunto affixed and attested by its Secretary or an
Trust Officer ~~Assistant Secretary~~ for and in its behalf on this the 5th day of
December, 1997.

THE CHASE MANHATTAN BANK,
as successor Trustee

By 

ATTEST:



STATE OF NEW YORK)

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I, **ANNABELLE DeLUCA**, a Notary Public in and for said County in said State, hereby certify that **G. McFARLANE** whose name as **Vice President** of The Chase Manhattan Bank, as Trustee, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, 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 5th day of December, 1997.


Notary Public

ANNABELLE DeLUCA
Notary Public, State of New York
No. [REDACTED]
Qualified in Kings County
Certificate Filed in New York County
Commission Expires July 15, 1999

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