

STATE OF ALABAMA)
COUNTY OF SHELBY)

**WINDING UP AND TERMINATION
OF PARTNERSHIP EVENTS OF
NORTHWEST CALERA, LIMITED PARTNERSHIP**

Inst # 1998-22851

COMES now the General Partner to the above partnership, and states the following:

1) I am the general partner of NORTHWEST CALERA, LIMITED PARTNERSHIP and it is the intent of the Partnership to dissolve its affairs by the sale of its sole asset, that sole asset being that certain property described as follows:

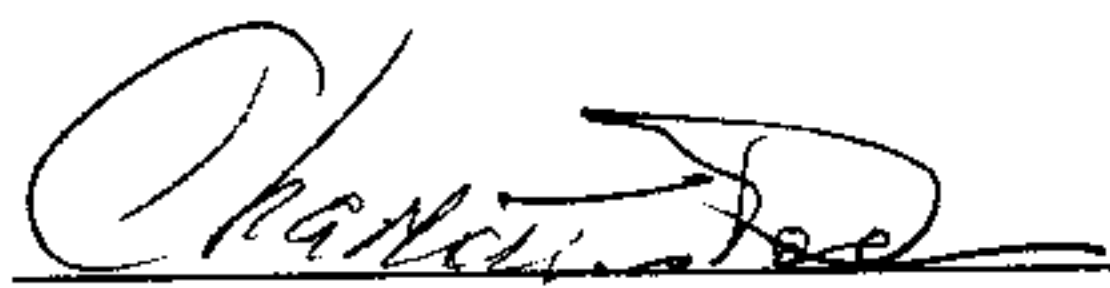
SEE ATTACHED EXHIBIT "A"

2) I am aware of no outstanding charges, liabilities or liens which are not being paid in the transaction involving this parcel.

3) I shall be distributing the partnership assets according the attached Exhibit "B".

4) I am in possession of the executed special powers of attorney of the limited partners which are recorded herewith, which give me the authority to execute all documents of this transaction on behalf of this Partnership.

Done this the 4th day of June, 1998.


Charlotte Poe, General Partner

STATE OF ALABAMA)
JEFFERSON COUNTY)

Sworn to and subscribed before me, this the 4th day of June, 1998.

My Commission Expires:

5-29-99


Notary Public

CLAYTON T. SWEENEY, ATTORNEY AT LAW

06/19/1998-22851
10:50 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 HEL 13.50

EXHIBIT "A"

PARCEL OF LAND SITUATED IN THE NW 1/4 OF SECTION 16, TOWNSHIP 22 SOUTH, RANGE 2 WEST, CITY OF CALERA, SHELBY COUNTY, ALABAMA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

Commence at the NW corner of Section 16, Township 22 South, Range 2 West, said point also being the point of beginning; thence North 89 deg. 56 min. 28 sec. East along the North line of said Section for a distance of 1301.79 feet to the NE corner of the NW 1/4 of the NW 1/4 of Section 16, Township 22 South, Range 2 West; thence South 24 deg. 44 min. 21 sec. East for a distance of 1467.29 feet; thence South 89 deg. 38 min. 18 sec. East for a distance of 21.98 feet; thence North 89 deg. 53 min. 48 sec. East for a distance of 552.84 feet to a point on the Westerly right of way line of U.S. Highway 31; thence South 26 deg. 16 min. 17 sec. East along said right of way for a distance of 220.48 feet; thence South 00 deg. 46 min. 48 sec. West and leaving said right of way for a distance of 135.74 feet; thence South 89 deg. 52 min. 49 sec. West for a distance of 652.82 feet; thence South 01 deg. 04 min. 58 sec. West for a distance of 333.12 feet; thence South 89 deg. 51 min. 03 sec. West for a distance of 653.51 feet; thence South 89 deg. 47 min. 19 sec. West for a distance of 488.52 feet; thence North 00 deg. 58 min. 23 sec. East for a distance of 406.79 feet; thence South 89 deg. 45 min. 57 sec. West for a distance of 210.07 feet; thence South 00 deg. 56 min. 51 sec. West for a distance of 1037.40 feet; thence North 89 deg. 48 min. 08 sec. West for a distance of 608.42 feet to a point on the West line of said Section 16; thence North 00 deg. 56 min. 46 sec. East along the West line of said Section for a distance of 2631.43 feet to the point of beginning; being situated in Shelby County, Alabama.

EXHIBIT "B"

CHARLOTTE POE	25%
DONALD KIKER	12.5%
WATSON CREEK PROPERTIES, L.L.C.	12.5%
JAMES M. LEE, JR.	12.5%
JERRY OWENS	6.25%
GREG BEERS	12.5%
THOMAS FICKLING	6.25%
MARK SULLIVAN	6.25%
JASPER SULLIVAN	6.25%
TOTAL	100.00%

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