

This Instrument Prepared by:

U.S. Alliance Coosa Pines Corporation
17589 Plant Road
Coosa Pines, AL 35044-0561

12/18/1998-50467
09:53 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CRH 11.300

STATE OF ALABAMA)
SHELBY COUNTY)

STATUTORY WARRANTY DEED

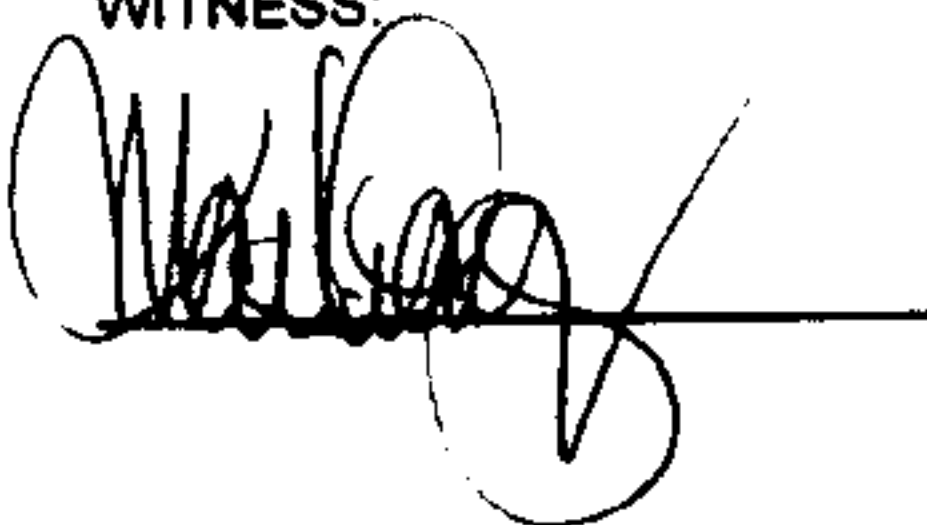
KNOW ALL MEN BY THESE PRESENTS THAT: for and in consideration of the conveyance of other like-kind and equal value, real estate in Coosa County, Alabama, to U.S. ALLIANCE COOSA PINES CORPORATION, a corporation organized under the laws of the State of Alabama (GRANTOR), the receipt and sufficiency whereof is hereby acknowledged, GRANTOR does hereby grant, bargain, sell and convey unto UNION UNITED METHODIST CHURCH, an unincorporated association (GRANTEE) its successors and assigns (subject to the reservations, exceptions and encumbrances hereinafter set forth), the following described real estate situated in Shelby County, Alabama, and more particularly described in Exhibit A, attached hereto.

Such lands are conveyed, (a) subject to all easements, including any road or utility easement, public or private, whether or not of record; (b) subject to ad valorem taxes due October 1, 1999 or ad valorem taxes (which will be paid by GRANTEE) for subsequent years later assessable because of any change in the use of such lands by GRANTEE or its successors or assigns; (c) subject to all covenants, conditions, encroachments, reservations, restrictions, current zoning, if any, and similar matters having effect on such land, whether of record or discoverable by an inspection or survey of such land; and (d) mineral rights held by others.

TO HAVE AND TO HOLD, together with all and singular the rights, tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining unto GRANTEE, forever.

IN WITNESS WHEREOF, U.S. ALLIANCE COOSA PINES CORPORATION has caused these presents to be executed by Dino Fuoco, Executive Vice President and Chief Financial Officer, who is duly authorized thereto, on this 10th day of November, 1998.

WITNESS:



U.S. ALLIANCE COOSA PINES CORPORATION

By:

Dino Fuoco

Its:

Executive Vice President and
Chief Financial Officer

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

I, Gisele Charalier, Commissioner of Oaths for the Province of Quebec hereby certify that Dino Fuoco, whose name as Executive Vice President and Chief Financial Officer of U.S. Alliance Coosa Pines Corporation, a corporation, 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 said instrument, he, as such officer and with full authority, executed the same voluntarily on the day the same bears date.

Solemnly affirmed before me this 10th day of November, 1998.

(Please Affix Seal)



Gisele Charalier
Commissioner of Oaths for
the Province of Quebec,
Judicial District of Montreal

1998-50467-1

EXHIBIT A
PROPERTY
SHELBY COUNTY

Commence at a 2 inch iron in place and accepted as the Southeast corner of the Southeast Quarter of the Northwest Quarter of Section 32, Township 19 South, Range 1 East, Shelby County, Alabama; thence proceed N 01°01'47" E along the East boundary of said quarter-quarter for a distance of 317.15 feet to a point on the Northerly right-of-way of Shelby County Road Number 32 and the Point of Beginning. From the point of beginning proceed S 89°12'51" W along the Northerly right-of-way of said road for a distance of 82.28 feet; thence proceed S 78°59'51" W along the Northerly right-of-way of said road for a distance of 126.01 feet; thence proceed S 89°26'01" W for a distance of 88.44 feet; thence proceed S 01°01'47" W for a distance of 23.28 feet to a point on the Northerly right-of-way of said road; thence proceed S 76°36'24" W along the Northerly right-of-way of said road for a distance of 78.82 feet; thence proceed S 78°55'25" W along the Northerly right-of-way of said road for a distance of 118.60 feet; thence proceed S 80°08'28" W along the Northerly right-of-way of said road for a distance of 158.07 feet; thence proceed S 76°24'46" W along the Northerly right-of-way of said road for a distance of 134.89 feet; thence proceed S 77°21'43" W along the Northerly right-of-way of said road for a distance of 74.22 feet; thence proceed S 75°15'07" W along the Northerly right-of-way of said road for a distance of 60.70 feet; thence proceed N 00°58'11" E for a distance of 551.34 feet to a point on the Southerly right-of-way of the Colonial Pipeline; thence proceed N 72°22'12" E along the Southerly right-of-way of said pipeline for a distance of 1,200.52 feet to its intersection with the Westerly right-of-way of Shelby County Road Number 51; thence proceed S 15°20'21" E along the Westerly right-of-way of said Shelby County Road Number 51 for a distance of 396.46 feet to a 1-1/2 inch iron in place; thence proceed S 82°21'12" W along a white painted line for a distance of 481.01 feet to a 1 inch iron in place; thence proceed S 01°01'47" W along a white painted line for a distance of 323.31 feet to the POINT OF BEGINNING.

The above described land is located in the Southeast Quarter of the Northwest Quarter and the Southwest Quarter of the Northeast Quarter of Section 32, Township 19 South, Range 1 East, Shelby County, Alabama and contains 14.0 acres.

Inst. # 1998-50467

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