

This Instrument was prepared by:
Thomas J. Thornton
1119 Willow Run Road
Birmingham, Alabama 35209

Send Tax Notice to:
Thomas J. Thornton
1119 Willow Run Road
Birmingham, Alabama 35209

Inst # 1999-08935
WARRANTY DEED

STATE OF ALABAMA
SHELBY COUNTY

03/03/1999-08935
02:00 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
DOB CRH 27.00

KNOW ALL MEN BY THESE PRESENTS, That in consideration of Ten and 00/100 Dollars (\$10.00) and other good and valuable consideration, in hand paid by Thomas J. Thornton and Patrick A. Thornton (GRANTEE) receipt of which is hereby acknowledged, Weatherly Investment Group, L.L.C., (GRANTOR) does grant, bargain, sell and convey an undivided fifty percent (50%) interest to Thomas J. Thornton, and an undivided fifty percent (50%) interest to Patrick A. Thornton, as Tenants in Common, the real estate situated, lying and being in the County of Shelby, State of Alabama, and being more particularly described in Exhibit "A" attached hereto and made a part hereof as if fully set out herein.

Subject to:

1. Taxes for the year 1999 and subsequent years.
2. That certain Mortgage recorded in Instrument #1994-37715, in the Probate Office of Shelby County, Alabama, and amended by First Amendment to Mortgage executed by Weatherly Investment Group, L.L.C. and Weatherly Lands, L.L.C. in favor of Regions Bank and dated March 26, 1998 and filed for record in Instrument #1998-10965 in the Probate Office of Shelby County, Alabama.
3. Setback lines, easements and restrictions as shown on the record

TO HAVE AND TO HOLD unto the said GRANTEE, their heirs, successors and assigns, forever

And the said GRANTOR does for itself and for its successors and assigns, covenant with the said GRANTEE, their heirs, successors and assigns, that it is lawfully seized in fee simple of said Premises, and that it has a good right to grant and convey the aforesaid property, that it will and its successors and assigns shall warrant and defend the same to the said GRANTEE and their heirs, successors and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the Managing Member of the Grantor, in his capacity as such Managing Member, and with full authority to do so, have hereunto set his hand and seal, this 1st day of January, 1999.

WEATHERLY INVESTMENT GROUP, L.L.C

By: Patrick A. Thornton (SEAL)
Patrick A. Thornton, Managing Member

UNANIMOUS CONSENT TO THE CONVEYANCE OF REAL ESTATE

THE UNDERSIGNED, being all of the Members of that certain limited liability company known as Weatherly Investment Group, L.L.C., formed by written Articles of Organization dated December 14, 1993 and recorded in Volume 9316, Page 7359 in the Office of the Judge of Probate of Jefferson County, Alabama, do, by these presents, grant their consent, individually and collectively, to the conveyance of real estate contained herein, and do, by these presents, join in this conveyance

for the purpose of transferring any interests which they may have individually and/or collectively in the real estate conveyed herein.

IN WITNESS WHEREOF, all the Members of Weatherly Investment Group, L.L.C., with full capacity and authority to do so, have set their hands and seals hereunto this 1st day of January, 1999.

Thomas J. Thornton (SEAL)
Thomas J. Thornton

Patrick A. Thornton (SEAL)
Patrick A. Thornton

James A. Flanagan (SEAL)
James A. Flanagan

David W. Wood (SEAL)
David W. Wood

William J. Long (SEAL)
William J. Long

Thomas J. Custin (SEAL)
Thomas J. Custin

Robert P. Eichelberger (SEAL)
Robert P. Eichelberger

James A. Watson (SEAL)
James A. Watson

Annette T. Anderson (SEAL)
Annette T. Anderson

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Patrick A. Thornton, Managing Member of Weatherly Investment Group, L.L.C., whose name 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 foregoing conveyance, he, in his capacity as such Managing Member and with full authority to do so, executed the same voluntarily on the day the same bears date

Given under my hand and seal this 1st day of January, 1999.

Renee McEluffe
Notary Public
My Commission expires 3/4/2002

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Thomas J. Thornton, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.

Maria E. Wilson
Notary Public
My Commission expires July 8, 2001.
NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: July 8, 2001.
SIGNED THIS NOTARY PUBLIC OFFICE

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Patrick A. Thornton, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.

Reuel M. Maffie
Notary Public
My Commission expires 3/4/2002

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that James A. Flanagan, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.

Sharon J. Smith
Notary Public
My Commission expires 10-11-02

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that David W. Wood, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.

Sharon J. Smith
Notary Public
My Commission expires 10-11-02

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that William J. Long, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.

Sharon L. Smith
Notary Public
My Commission expires 10-11-02

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Thomas J. Curtin, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date

Given under my hand and seal this 1st day of January, 1999.

Sharon L. Smith
Notary Public
My Commission expires 10-11-02

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Robert P. Eichelberger, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.

Sharon L. Smith
Notary Public
My Commission expires 10-11-02

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that James A. Watson, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.

Marie E. Wilson
Notary Public
My Commission expires 10-11-02

NOTARY PUBLIC STATE OF ALABAMA 47 LAUREL
MY COMMISSION EXPIRES: July 9, 2011
BONDED-FIDELITY PUBLIC UNDERWRITERS

**STATE OF ALABAMA
COUNTY OF JEFFERSON**

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Annette T. Anderson, whose name 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 foregoing conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 1st day of January, 1999.



Notary Public
My Commission expires NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: July 2, 2001
BONDED THREE THOUSAND DOLLARS

EXHIBIT "A"

Parcel 1 (Kimberly Clark 1330)

All of Section 28, Township 20 South, Range 2 West, and
The North one-fourth of Section 33, Township 20 South, Range 2 West, and
The North one-half of the Northwest Quarter and the Northeast Quarter of the Northeast Quarter of Section 32, Township 20 South, Range 2 West and
The South one-half of Section 31, Township 20 South, Range 2 West, and
The East one-half of the Northeast Quarter of Section 31, Township 20 South, Range 2 West
Less and except that portion known as Survey of Weatherly-Windsor Sector 11, recorded in Map Book 18, Page 80; Weatherly Sector 13 recorded in Map Book 22 Page 003, Weatherly Sector 15 recorded in Map Book 19 Page 122, and recorded in Map Book 20 Page 8; Weatherly Sector 16 recorded in Map Book 19 Page 151; Weatherly Sector 17 recorded in Map Book 20 Page 86, and recorded in Map Book 21, Page 110; Weatherly Sector 18 recorded in Map Book 21 Page 148, Weatherly Sector 21 recorded in Map Book 20 Page 7; Weatherly Sector 22 recorded in Map Book 21 Page 59; Weatherly Sector 23 recorded in Map Book 21 Page 16; Weatherly Sector 24 recorded in Map Book 20 Page 144, and Weatherly Sector 25 recorded in Map Book 21 Page 001, all recorded in the Office of the Judge of Probate, Shelby County, Alabama;

Also less and except the Weatherly Swim and Tennis Club described as follows: Part of the Southwest 1/4 of Section 31, Township 20 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Beginning at the most Southerly corner of Lot 116, Weatherly Brentwood Sector 15-Phase II, as recorded in the Office of the Judge of Probate, Shelby County, Alabama in Map Book 20, page 08, run in a Northeasterly direction along the Southeast line of Lot 116 and its Northeasterly extension thereof for a distance of 388.56 feet to an existing iron pin being on the curved Southwest right-of-way line of Weatherly Club Drive said Southwesterly right-of-way line of Weatherly Club Drive being concave in a Southwest direction and having a central angle of 26 degrees 55' 54" and radius of 1050.0 feet; thence turn an angle to the right (98 degrees 30' 30" to the chord of said curve) and run in a Southeasterly direction along the arc of said curve and Southwesterly right-of-way line for a distance 493.55 feet to an existing iron rebar being at a point of intersection with the Northwest right-of-way line of Wembley Way; thence turn an angle to the right (112 degrees 27' 23" from last mentioned chord line) and run in a Southwesterly direction along the Northwest right-of-way line of said Wembley Way for a distance of 184.92 feet to an existing iron pin being the point of beginning of a curve, said curve being concave in a Southeasterly direction and having a central angle of 36 degrees 39' 09" and a radius of 349.28 feet; thence turn an angle to the left and run in a Southwesterly direction along the Northwest right-of-way line Wembley Way for a distance of 223.44 feet to the point of ending of said curve; thence continue in a Southwesterly direction along the Northwest right-of-way line of said Wembley Way and along the line tangent to the end of said curve for a distance of 37.71 feet to an existing iron pin; thence turn an angle to the right of 90 degrees 00' 39" and run in a Northwesterly direction for a distance of 50.0 feet to an existing iron pin; thence turn an angle to the right of 19 degrees 55' 37" and run in a Northerly direction for a distance of 249.99 feet to an existing iron pin; thence turn an angle to the right of 17 degrees 48' 27" and run in a Northerly direction for a distance of 61.50 feet to an existing iron pin, said iron pin being a corner on Lot 115 of said Weatherly Brentwood Sector 15-Phase II, thence turn an angle to the right of 57 degrees 56' 33" and run in a Northeasterly direction along the Southeast line of said Lot 115 for a distance of 5.0 feet, more or less, to the point of beginning, containing 4.01 acres, more or less;

Also less and except the Shelby County School Site described as follows: Part of the E 1/2 of Section 31, Township 20 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Beginning at the SW corner of the SE 1/4 of the SE 1/4 of said Section 31, run in an easterly direction along the south line of said section for a distance of 1328.70 feet to an existing 2" capped pipe; thence turn an angle to the left of 92 degrees 02 minutes 03 seconds and run in a northerly direction along the east line of said section for a distance of 1325.51 feet to an existing 3-1/2" pipe, thence turn an angle to the right of 0 degrees 06 minutes 58 seconds and run in a northerly direction for a distance of 1319.70 feet to an existing 4" capped pipe; thence continue in a northerly direction along last mentioned course for a distance of 308.97 feet to an existing iron pin being on a curve, said curve being concave in a southeasterly direction and having a central angle of 28 degrees 21 minutes

02 seconds and a radius of 728.15 feet; thence turn an angle to the left (131 degrees 25 minutes 50 seconds to the chord of said curve) and run in a southwesterly direction along the arc of said curve for a distance of 360.30 feet to the end of said curve; thence run in a southwesterly direction along a line tangent to the end of said curve for a distance of 240.0 feet to an existing iron pin; thence turn an angle to the left of 90 degrees and run in a southeasterly direction for a distance of 300.0 feet to an existing iron pin; thence turn an angle to the right of 90 degrees and run in a southwesterly direction for a distance of 1308.64 feet to an existing iron pin; thence turn an angle to the right of 3 degrees 0 minutes and run in a southwesterly direction for a distance of 926.71 feet to an existing iron pin; thence turn an angle to the right of 9 degrees 47 minutes 19 seconds and run in a southwesterly direction for a distance of 336.18 feet to an existing iron pin; thence turn an angle to the right of 44 degrees 30 minutes and run in a westerly direction for a distance of 250.0 feet to an existing iron pin being on a curve, said curve being concave in a southeasterly direction and having a central angle of 0 degrees 54 minutes 49 seconds and a radius of 2853.97 feet, thence turn an angle to the left (64 degrees 19 minutes 54 seconds to the chord of said curve) and run in a southwesterly direction along the arc of said curve for a distance of 45.51 feet to a point of reverse curve, said new curve being concave in a northwesterly direction and having a central angle of 66 degrees 45 minutes and a radius of 280.0 feet; thence turn an angle to the right and run along the arc of said curve in a southwesterly and westerly direction for a distance of 326.20 feet to an existing iron pin; thence turn an angle to the left (56 degrees 37 minutes 30 seconds from the chord of last mentioned curve) and run in a southerly direction for a distance of 48.44 feet to an existing iron pin being on the south line of the SW 1/4 of the SE 1/4 of said Section 31; thence turn an angle to the left of 91 degrees 57 minutes 41 seconds and run in an easterly direction along the south line of said SW 1/4 of SE 1/4 for a distance of 920.55 feet, more or less, to the point of beginning, except, however, the reversionary rights contained in the conveyance of the Shelby County School Site to the Shelby County Board of Education are not excluded from this sale. Containing 57.65 acres, more or less, all of said parcels are situated in Shelby County, Alabama.

Parcel 2 (Martin 100)

The Northwest Quarter of the Northeast Quarter of Section 32, Township 20 South, Range 2 West, and

The Southwest 1/4 of the Northwest 1/4 and the West one-half of the Southeast 1/4 of the Northwest 1/4, all in Section 32, Township 20 South, Range 2 West, all of said parcels are situated in Shelby County, Alabama.

Parcel 3 (Bettini 79)

A parcel of land situated in Section 33, Township 20 South, Range 2 West, and being more particularly described as follows:

Begin at the NW corner of the SW1/4 of NW1/4 of Section 33, Township 20 South, Range 2 West, thence S 87 degrees 34' 13" East a distance of 3000.00'; thence S 54 degrees 23' 13" West a distance of 3730.91'; thence N 0 degrees 53' 51" East a distance of 983.26'; thence N 0 degrees 53' 17" East a distance of 1316.74' to the point of beginning.

Parcel 4 (Kimberly Clark 560)

The Southwest Quarter; the South One-Half of the Northeast Quarter; and the Southeast Quarter, all in Section 27, Township 20 South, Range 2 West, and

The North One-Half of the Northwest Quarter; and the North One-Half of the Northeast Quarter, all in Section 34, Township 20 South, Range 2 West, all of said parcels are situated in Shelby County, Alabama.

Less and except a parcel of land situated in the SE 1/4 of the SE 1/4 of Section 27, and in the NE 1/4 of the NE 1/4 of Section 34, Township 20 South, Range 2 West and being more particularly described as follows:

Begin at the SE corner of Section 27, Township 20 South, Range 2 West said point being the point of beginning; thence North 2 deg. 32 min. 48 sec. West along the easterly boundary of said section a distance of 80.00 feet; thence South 88 Deg. 26 min. 21 sec. West a distance of 208.71 feet; thence South 2 deg. 32 min. 48 sec. East a distance of 208.74 feet; thence North 88 deg 26 min. 21 sec. East a distance of 208.71 feet, more or less, to the easterly boundary of Section 34, thence in a northerly direction along the easterly boundary of said section a distance of 128.74 feet, more or less, to the point of beginning; being situated in Shelby County, Alabama, containing 1 acre, more or less.

Parcel 5 (Chambers 317)

Begin at the SE corner of Section 29, Township 20 South, Range 2 West and proceed Northerly on the E boundary of Section 29, 4761.79 feet; thence turn S 52 degrees 22 minutes 25 seconds W a distance of 1060.75 feet; thence turn S 41 degrees 25 minutes 19 seconds W a distance of 840.19 feet; thence turn S 34 degrees 22 minutes 38 seconds W a distance of 2074.81 feet; thence turn S 24 degrees 11 minutes 52 seconds E a distance of 282.99 feet; thence turn S 37 degrees 7 minutes 24 seconds W a distance of 1611.65 feet; thence turn S 82 degrees 37 minutes 6 seconds E a distance of 738.93 feet; thence proceed in an easterly direction for a distance of 2655.99 feet to the point of beginning. Said property lies in Section 29, Township 20 South, Range 2 West Containing approximately 187 acres.

Parcel 6 (Chambers 130)

Begin at the NE corner of Section 28, Township 20 South, Range 2 West and proceed S 89 degrees 3 minutes 46 seconds W along the Northern boundary of said Section 28 a distance of 1314.30 feet to the point of beginning; thence turn N 2 degrees 0 minutes 49 seconds E a distance of 2632.34 feet; thence turn N 84 degrees 37 minutes 27 seconds W a distance of 1284.38 feet; thence turn S 40 degrees 24 minutes 20 seconds W a distance of 3078.00 feet to a point along the N boundary of Section 28; thence S 82 degrees 46 minutes 09 seconds E a distance of 602.30 feet; thence in an easterly direction a distance of 2605.03 feet more or less to the point of beginning. Said property lies in Section 21, Township 20 South, Range 2 West. Containing approximately 130 acres.

END OF LEGAL DESCRIPTION.

WIGPROLD

Inst # 1999-08935

03/03/1999-08935
02:00 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
008 CRH 27.00