

State of Alabama)
County of Jefferson)

CERTIFICATE OF
AMENDMENT AND RESTATEMENT
OF
CERTIFICATE OF INCORPORATION
OF
THE WATER WORKS AND SEWER BOARD
OF THE CITY OF BIRMINGHAM

WHEREAS, on November 21, 1950, pursuant to the authority as originally provided by § 394 of Title 37 of the Code of Alabama, as amended by Act of the Legislature of Alabama Number 686 approved September 19, 1949 (Acts 1949 p. 1057) and as now currently codified at Alabama Code § 11-50-230, *et. seq.* (1975), the Certificate of Incorporation of The Water Works Board of the City of Birmingham, (the "Board") was filed for record with the Judge of Probate for Jefferson County, Alabama in Volume 84 of Incorporation Records at page 274, *et. seq.*; and,

WHEREAS, subsequent to the incorporation of the Board, there have been numerous amendments made to the Board's Certificate of Incorporation; to-wit: amendments found in Real Volume 1142 at page 839 *et. seq.*, Real Volume 1183 at page 382 *et. seq.*, Real Volume 2782 at page 298 *et. seq.*, Real Volume 2928 at page 898 *et. seq.*, Real Volume 3000 at page 17 *et. seq.*, Real Volume 3046 at page 938 *et. seq.*, Real Volume 3268 at page 013 *et. seq.*, Real Volume 3677 at page 321 *et. seq.*, Real Volume 3716 at page 916 *et. seq.*, Real Volume 3881 at page 279 *et. seq.*, Real Volume 3891 at 607 *et. seq.*, Real Volume 4232 at page 274 *et. seq.*, Real Volume 4292 at page 810, *et. Seq.*, and Real Volume 9406 at page 9369, *et. seq.*; and,

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WHEREAS, specifically on December 12, 1986, the Board amended its Certificate of Incorporation to change its name to The Water Works and Sewer Board of the City of Birmingham and to add to the Board's authority all powers necessary to operate a sewer system in addition to a water system; and,

WHEREAS, effective December 31, 1993, the Board acquired from the City of Birmingham (the "City") all of the assets, rights, obligations, and liabilities of the former Industrial Water Board of the City of Birmingham, Alabama; and,

WHEREAS, subsequent to the Board's initial incorporation, the legislature of Alabama has amended Alabama Code § 11-50-230, *et. seq.* (1975); and,

WHEREAS, the board of directors of the Board hereby declare that it is wise, expedient and necessary that the Board amend, ratify, and restate its Certificate of Incorporation as originally filed and as amended thereto from time to time; and,

WHEREAS, on June 1, 1999, the board of directors of the Board did adopt Resolution Number 3012 setting forth this proposed amendment to its Certificate of Incorporation; and,

WHEREAS, the City Council of the City, adopted Resolution Number 1713-99 at a regular meeting thereof on June 8, 1999, and in said Resolution consented to this proposed amendment to the Board's Certificate of Incorporation and ratified any and all actions taken by said City Council or the Board since the Board's initial incorporation; and,

WHEREAS, Resolution Number 3012 authorized and instructed the Board's chairman and secretary, subsequent to the consent and approval of the City Council of the City, to execute this Certificate of Amendment and Restatement of Certificate of Incorporation

of the Board and to cause same to be filed with the Judge of Probate of Jefferson County, Alabama.

NOW THEREFORE, in consideration of the premises and for the purposes of amending, restating and ratifying the formation of a public corporation pursuant to Alabama Code § 11-50-230, et. seq. (1975), this Certificate of Incorporation of the Board is hereby amended as follows:

ARTICLE I.

1.01 The name of the corporation shall be The Water Works and Sewer Board of the City of Birmingham.

ARTICLE II.

2.01 The location of the Board's principal office and post office address shall be 3600 First Avenue North, City of Birmingham, County of Jefferson, State of Alabama.

ARTICLE III.

3.01 The period for the duration of the Board shall be perpetual, unless dissolved or terminated in accordance with law.

ARTICLE IV.

The objects for which the Board is organized are:

4.01 To construct, establish, purchase, extend, combine, operate, manage and maintain a domestic and industrial water system and sewer system, or systems, for the service of the public in the City and adjacent territories in Jefferson County, Shelby County, St. Clair

County, Talledega County, Tuscaloosa County, Blount County, Walker County and Cullman County, Alabama and, to that end, to acquire by purchase, lease, contract, condemnation, or otherwise all lands or easements therein, improvements and structures, pipelines, reservoirs, dams, impounding areas, water rights, machinery, plants or other facilities, properties or assets deemed by the Board to be necessary or incidental to the construction, establishment, enlargement, extension, operation, management of, and maintenance of such domestic and industrial water system or sewer system, or systems.

4.02 To do and perform all acts and things and enter into all contracts and undertakings deemed by the Board to be necessary, incidental, accessorial, or related to the construction, establishment, acquisition, management, operation and maintenance of such domestic and industrial water system sewer system, or systems, including but not limited to the corporate acts and transactions heretofore taken.

4.03 To acquire and operate all lands, mineral or other rights, properties, and to mine, recover, purchase, manufacture, process or otherwise acquire all raw and finished materials deemed by the Board necessary or proper to the construction, operation, extension, management, or maintenance of such domestic and industrial water system, sewer system, or systems.

4.04 To enter into contracts with any person, firm, corporation, or other legal entity, including, but not limited to any county, municipality or other public corporation, for the following purposes: (a) the rendition of services for the construction, operation, extension, management, or maintenance of any domestic and industrial water system, sewer system or

systems; or (b) such other services deemed by the Board to be necessary or proper in connection with the functions, powers and objects herein stated.

ARTICLE V.

The Board shall have the powers to do all things incidental thereto or necessary to the discharge thereof of its corporate form as now authorized by Alabama Code § 11-50-230 *et. seq* (1975), as amended, as well as all other things which may in the future be authorized by Act of the Legislature of Alabama, including, but not limited to the following:

- 5.01 To have succession by its corporate name for the duration of time or until dissolved as provided by law.
- 5.02 To sue and be sued and to defend civil actions against it.
- 5.03 To make use of a corporate seal and to alter the same at pleasure.
- 5.04 To acquire, purchase, or otherwise obtain ownership of, to combine, consolidate, or merge with, to construct or establish, to own, operate, manage, maintain, enlarge, extend and improve a domestic and industrial water system, sewer system or systems (whether or not such domestic and industrial water system, sewer system or systems were in existence, or whether or not such systems were privately owned prior to acquisition by the Board), and to receive, acquire, take and hold, whether by purchase, gift, lease, devise or otherwise, real, personal and mixed property of any nature whatsoever that the Board's board of directors may deem a necessary or convenient part of such domestic and industrial water system, sewer system or systems. In so doing, the Board shall have the authority to provide service to its customers in

the territories as more fully set forth and described on Exhibit "A," which is attached hereto and incorporated herein as if fully set forth.

5.05 To borrow money and to issue in evidence of the borrowing interest-bearing bonds payable solely from the revenues derived from the operation of either or both of its systems although the money so borrowed may be used for the benefit of or with respect to only one of its systems).

5.06 To pledge for payment of its bonds any revenues from which such bonds are made payable, and to mortgage, pledge or otherwise convey the domestic and industrial water system, sewer system or systems the revenues from which are so pledged.

5.07 To sell, at wholesale, all or any part of its water supply to any other corporation organized under the provisions of Alabama Code § 11-50-230, *et. seq.* (1975) or to any county, municipality or other public corporation for the distribution to the inhabitants thereof and the surrounding territory.

5.08 To sell domestic and industrial water and to furnish sewer services and other services from any system, the operation of which is provided for in this Certificate of Amendment and Restatement of Certificate of Incorporation, and to establish and collect and alter charges for water, sewer services and all services of any kind sold or furnished by it; provided that charges for services from any sewer system shall be established in such manner that there shall be no charge with respect to any portion of such sewer system that may have been paid for wholly or in part for assessments against the property specifically benefited thereby, but any person whose property is served in part by a portion of a sewer system so paid for and in part by a portion of a sewer system not so paid for may be charged an appropriate rate for the service

rendered such property by sewer disposal plant, sewage treatment plant or any other portion of a sewer system which has not to any extent been paid for by such assessments.

5.09 To operate its sewer system and its water system as one consolidated and unified system, keeping the books and records thereof as one unit.

5.10 To lease, exchange, sell, convey and otherwise dispose of all its real, personal and mixed property by any form of legal conveyance or transfer.

5.11 To exercise all powers of eminent domain now or hereinafter conferred on municipalities in this state.

5.12 To appoint and employ such officers and agents, including attorneys, as its business may require.

5.13 To provide for such insurance as its board of directors may deem advisable.

5.14 To enter into contracts binding itself as to the application of money borrowed, as to operations, as to the imposition and collection of reasonable rates, adoption of reasonable regulations, disposition of gross revenues and otherwise as may not be inconsistent with the provisions of law applicable to the Board.

5.15 To acquire all or any of the good will, rights, property and business of any person, firm, corporation or other legal entity, and to hold, utilize, enjoy and in any manner dispose of the whole or any of the rights, property and business so acquired, where not prohibited by law and may assume in connection therewith any liabilities of any such persons, firms, corporations or other legal entities.

5.16 To apply for, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae and the like, which may seem capable of

being used for any of the purposes of the Board, and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

5.17 To the extent not otherwise prohibited by law, to assume or guarantee the obligation of any person, firm, corporation, or other legal entity and to, when deemed necessary in connection with its objects and purposes, lend its aide or credit to any person, firm, corporation or legal entity.

5.18 To take over, continue, establish and maintain or contribute to such pension and retirement or employee compensation systems and other benefit plans as it may deem necessary or proper.

5.19 To enter into such contracts as the Board may deem advisable with any county, municipality or public corporation with respect to the operation or maintenance of any domestic and industrial water system, sewer system or the collection of charges for the use thereof or for the supply of water for fire or other purposes.

5.20 To, subject to the terms and provisions of any mortgage or deed of trust which may be created to secure bonds issued or to be issued by the Board, enter into such agreements with municipal corporations served by the domestic and industrial water system, sewer system, or systems as it may approve with respect to rates, extension of service within such municipal corporations or allowances to be made in lieu of licenses or taxes, or otherwise with reference to the operation of said systems within such municipal corporations; provided that any agreement with any municipal corporation other than the City for payments from or participation in revenues of the Board from operations shall be subject to approval by the governing body of the City.

5.21 To, subject to the provisions or requirements of any mortgage, deed of trust, or indenture securing bonds or obligations of or assumed by the Board, or other lawful agreement with respect thereto, fix and direct and determine, from time to time, the accumulation, reserve, allocation, use and disposition of any revenues and funds of such domestic and industrial water system, sewer system or systems owned, managed or operated by the Board and determine rates, regulations, service, extensions and all other matters relating to the ownership, management or operation of such domestic and industrial water system, sewer system or systems by the Board.

ARTICLE VI.

The following provisions for the regulation and conduct of the affairs of the Board are hereby adopted, as authorized by Alabama Code § 11-50-230 *et. seq.* (1975), as amended:

6.01 The management and all operations and policies of the Board shall be subject to determination and control by the board of directors, which shall elect a chairman of the board (who shall be the chief executive officer of the corporation in the absence of the designation by the Board of another as chief executive officer) and a secretary and such other officers as the Board may determine. The chairman of the Board must be a director, but other officers need not be. All officers and employees shall hold office or employment subject to termination by the Board, except as may be otherwise provided by contract authorized or approved by the Board. The duties of all officers and the duties and compensation of all employees, where not fixed by law or contract, shall be determined by the Board by resolution or by-law.

6.02 The directors of the board shall be elected by the governing body of the City and shall consist of five members. Any officer of the City shall, as provided by law, be eligible for appointment and may serve as a member of the board of directors. The directors of the Board shall hold office for staggered terms. All members of the board of directors shall be reimbursed for actual expenses incurred in and about the performance of their duties. All members of the board of directors may be paid a director's fee and a reasonable meeting expense allowance in the manner and in an amount as provided by law, as amended from time to time.

6.03 Any officer or employee elected or appointed by the board of directors may be removed at any time by the affirmative vote of a majority of the whole board of directors. Any other officer or employee may be removed at any time by the affirmative vote of a majority of the board of directors or by any superior officer to whom authority in the premises may have been delegated by the by-laws, by resolution of the directors, or as may be provided by any contract in effect.

6.04' The board of directors shall be authorized to act by vote of a majority and may by by-law adopt such provisions as may not be prohibited by law for the functioning of the Board.

6.05 The Board shall indemnify and hold harmless each director now or hereafter serving the Board from and against any and all claims and liabilities to which he or she may become subject by reason of his or her now or hereafter being or having heretofore been a director or by reason of his or her alleged acts or omissions as a director and shall reimburse each director for all legal and other expenses reasonably incurred by him or her in connection with any such claims or liabilities, provided however, that no director shall be indemnified against or be

reimbursed for any expenses incurred in connection with any claim or liability arising out of his or her own willful misconduct. Nothing herein contained shall restrict the rights of the Board to indemnify any officer, director or employee in any proper case, even though not specifically provided for herein.

6.06 Any director may resign by filing written notice of such resignation with the Board or with the city clerk of the City, stating the effective date thereof. In the event of any resignation prior to expiration of the term of office of the director resigning, the City shall be authorized to fill the same by resolution. The director so elected is to hold office for the term for which the director so resigning was elected. Directors whose terms shall expire shall nevertheless serve until the election of their respective successors.

6.07 Any mortgage, deed of trust or pledge agreements securing bonds issued by the Board may contain provisions for the operation, management, maintenance and disposition of its properties, for the custody, allocation, use and disposition of revenues of the Board and with respect to the incurring of obligations by it and may restrict and impose limitations upon exercise by the board of directors of its powers with respect to such matters and any other provisions not inconsistent with law.

6.08 All debts created and bonds issued by the Board shall be solely and exclusively the obligation of the Board and shall not constitute an obligation or debt of the City.

6.09 No provision of this Certificate of Amendment and Restatement of Certificate of Incorporation shall be construed as requiring or authorizing any election or referendum as a condition to the construction, acquisition or establishment of the domestic and industrial water system, sewer system or systems contemplated hereby or as to the issue of bonds to be

secured by mortgage in connection therewith or as required by the approval of the Alabama Public Service Commission of the acquisition of such domestic and industrial water system, sewer system or systems or of the rates and regulations of the Board.

6.10 In the event that a court of competent jurisdiction should determine that any provision of this Certificate of Amendment and Restatement of Certificate of Incorporation is contrary to law, such a determination shall not affect any other provisions of this Certificate of Amendment and Restatement of Certificate of Incorporation or of the original Certificate of Incorporation, as same has been amended, which shall continue in effect without said invalid provisions.

IN WITNESS WHEREOF, the undersigned chairman of the board of directors and the undersigned Secretary have caused this Certificate of Amendment and Restatement of Certificate of Incorporation to be executed in the name of, and on behalf of the Board under its corporate seal on this the 1st day of June, 1999.

THE WATER WORKS AND SEWER
BOARD OF THE CITY OF BIRMINGHAM

By: Anthony J. Barnes
Its Chairman

By: Walter D. Crum
Its Secretary and Treasurer:

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned Notary Public in and for said County and said State, hereby certify that Anthony Barnes, whose name as Chairman of the Board of Directors of The Water Works and Sewer Board of the City of Birmingham, a public corporation under the laws of the State of Alabama, is signed to the foregoing Certificate of Amendment and Restatement and who is known to me, acknowledged before me on this day that, being informed of the contents of said

Certificate of Amendment and Restatement, he, as such officer and with full authority, executed the same voluntarily for and as the act of said public corporation.

Given under my hand and official seal of office this the 1st day of June, 1999.

Grace E. Amison

Notary Public

My commission expires: 5-31-02

NOTARY PUBLIC STATE OF ALABAMA AT LARGE.
MY COMMISSION EXPIRES: May 31, 2002.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

EXHIBIT "A"

**TO
CERTIFICATE OF AMENDMENT AND RESTATEMENT
OF
CERTIFICATE OF INCORPORATION
OF
THE WATER WORKS AND SEWER BOARD
OF THE CITY OF BIRMINGHAM**

As provided in paragraph 5.04 of Article V the Board shall have the authority to act under its corporate authority as follows:

1. DOMESTIC AND INDUSTRIAL WATER SERVICE LIMITS.

(a) in the City of Birmingham, Alabama, as it now exists, or as it may exist in the future; (b) in Jefferson County, Alabama, including all municipalities therein; (c) in the following described territory in Blount County, Alabama, including all municipalities therein, viz: all Sections located in the South $\frac{1}{2}$ of Township 12 South, Ranges 1, 2, 3 East and 1, 2 West; and Township 13 South, Ranges 1, 2, 3 East, and Ranges 1, 2, 3, 4 West; Township 14 South, Ranges 1, 2 East, and Ranges 1, 2, 3, 4 West all located within said Blount County, Alabama; (d) in the following described territory in St. Clair County, Alabama, including all municipalities therein, viz: all Sections located in Township 14, 15, 16, 17 South, Range 1 East; Sections 29, 30, 31, 32, Township 15 South, Range 2 East; Sections 5, 6, 7, 8, 17, 18, 19, 20, 29, 30, 31, 32, Township 16 South, Range 2 East; Sections 5, 6, 7, 8, 17, 18, 19, 20, 29, 30, 31, 32, Township 17 South, Range 2 East all located within said St. Clair County, Alabama; (e) in the following described territory in Shelby County, Alabama, including all municipalities therein, viz: all Sections located in Township 17 South, Range 1 East; Sections 1, 2, 3, 4, 5, 6, 7, 8, 18, the northeast $\frac{1}{4}$, the northwest $\frac{1}{4}$, the northwest $\frac{1}{2}$ of the southwest $\frac{1}{4}$ of Section 9, the northwest $\frac{1}{4}$ of Section 10, the northwest $\frac{1}{2}$ of Section 17, the northwest $\frac{1}{2}$ of Section 19, Township 18 South, Range 1 East; Sections 5 and 6, Township 18 South, Range 2 East; all Sections in Township 18 South, Range 1 West, except Section 36; all Sections in Township 18 South, Range 2 West; Sections 3, 4, 5, 6, 7, 8, 9, 17, 18, the northwest $\frac{1}{2}$ of Section 2, the northwest $\frac{1}{2}$ of Section 10, the northwest $\frac{1}{2}$ of Section 16, Township 19 South, Range 1 West; Sections 1, 2, 3, 4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 19, 20, 21, 22, 23, 24, 27, 28, 29, 30, 31, 32, Township 19 South, Range 2 West; Sections 24, 25, 26, 35, 36, Township 19 South, Range 3 West; Sections 3, 4, 5, 6, 7, 18, and West $\frac{1}{2}$ Section 2 also Sections 9, 17, 19, 20, 30, 31 located northwest of the Cahaba River,

Township 20 South, Range 3 West; all Sections northwest of the Cahaba River in Township 20 South, Range 4 West all located within said Shelby County, Alabama; (f) in the following described territory in Walker County, Alabama, including all municipalities therein, viz: all Sections located in Townships 13, 14 South, Range 4 West, Townships 13, 14, 15, 16 South, Range 5 West, Townships 14, 15, 16 South, Range 6 West and Township 16 South, Range 7 West lying east of the Sipsey and Mulberry Forks of the Warrior River all located within said Walker County, Alabama; (g) in the following described territory in Cullman County, Alabama, including all municipalities therein, viz: all Sections located in Township 13 South, Ranges 3, 4, 5 West, all located within said Cullman County, Alabama; and (h) subject to the prior approval and consent of the City, in the territory being serviced by any county, municipality or public corporation whose domestic and /or industrial water system or systems are being operated and/or managed by the Board.

2. SANITARY SEWER SERVICE LIMITS.

- (a) facilities and improvements, regardless of their location or area of operation, served by or under contract to be served by any existing sewer system or other entity owning, operating or managing a sewer system or systems purchased or acquired by the Board; (b) facilities and improvements of the City of Birmingham; (c) facilities and improvements located on any property in the City of Birmingham; (iv) the property occupied by the Shell Service Station located on United States Highway 280, more particularly described by Shelby County Tax Identification Number 58-02-7-36-0-001-022.003; (d) facilities and improvements served by the sanitary sewer system acquired by the Board from the City of Moody as that sanitary sewer system may be extended from time to time into areas contiguous thereto; (e) the property being developed by Highland Pointe Properties, Ltd., along U.S. Highway 280 and Highway 41, to-wit: The West $\frac{1}{2}$ of the Section and the W $\frac{1}{2}$ of the E $\frac{1}{2}$ of Section 4, Township 19 South, Range 1 West. The S $\frac{1}{2}$ of NE $\frac{1}{4}$ of NE $\frac{1}{4}$; E $\frac{1}{2}$ of SE $\frac{1}{4}$ of NE $\frac{1}{4}$; E $\frac{1}{2}$ of NE $\frac{1}{4}$ of SE $\frac{1}{4}$ and SE $\frac{1}{4}$ of SE $\frac{1}{4}$ of Section 5, Township 19 South, Range 1 West. The South 620 feet of the SW $\frac{1}{4}$ of SE $\frac{1}{4}$ of Section 5, Township 19 South, Range 1 West, lying East of the right of way of U.S. Highway No. 280, except that part of said South 620 feet included in Parcel described in deed to C.B. Bragg and Ella Bragg recorded in Book 176, Page 522 and except that part described in deed to Jos. S. Vaughn and Mabel E. Vaughn recorded in Book 183, Page 498, both in the Office of the Judge of Probate of Shelby County, Alabama. All of Section 8, Township 19 South, Range 1 West, lying East of the right of way of U.S. Highway No. 280 except the

following parcels: That part described in deed to State of Alabama recorded in Book 244, Page 11 in the Office of the Judge of Probate of Shelby County, Alabama. That part included in Survey of Skyland recorded in Map Book 3, Page 66 in the Office of the Judge of Probate of Shelby County, Alabama. That part described in deed to R.M. Srygley recorded in Book 176, Page 149 in the Office of the Judge of Probate of Shelby County, Alabama. The part described in deed to Alabama Power Company recorded in Book 276, Page 672 in the Office of the Judge of Probate of Shelby County, Alabama. That part described in deed to Stanley S. Swiney recorded in Book 122, Page 287 in the Office of the Judge of Probate of Shelby County, Alabama. That part described in deed to C.T. Turner recorded in Book 137, Page 207 in the Office of the Judge of Probate of Shelby County, Alabama. Any part included in Survey of Sunrise recorded in Map Book 3, Page 69 in the Office of the Judge of Probate of Shelby County, Alabama. All of Section 9, Township 19 South, Range 1 West, except the NE $\frac{1}{4}$ of SE $\frac{1}{4}$ and except that part of the SE $\frac{1}{4}$ of SE $\frac{1}{4}$ lying Southeast of the old county road. All of the NW $\frac{1}{4}$ of Section 10, Township 19 South, Range 1 West lying Northwest of the old county road. The N $\frac{1}{2}$ of NW $\frac{1}{4}$; SW $\frac{1}{4}$ of NW $\frac{1}{4}$ of Section 16, Township 19 South, Range 1 West; (f) The property being developed by Crystal Tree, Limited Partnership, said development being known as Kenley Apartments and being located to-wit: A parcel of land situated in the S.W. $\frac{1}{4}$ of the S.E. $\frac{1}{4}$ of Section 25, Township 18 South, Range 2 West and in the N.W. $\frac{1}{4}$ of the N.E. $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Begin at the Southwest corner of the S.W. $\frac{1}{4}$ of the S.E. $\frac{1}{4}$ of Section 25, Township 18 South, Range 2 West and run in a Northerly direction along the West line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 1310.96 feet to the Northwest corner of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence $92^{\circ}18'59''$ to the right in an Easterly direction along the North line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 1320.29 feet to the Northeast corner of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence $87^{\circ}54'49''$ to the right in a Southerly direction along the East line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 1315.03 feet to the Northeast corner of the N.W. $\frac{1}{4}$ of the N.E. $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West; thence $0^{\circ}02'48''$ to the right in a Southerly direction along the East line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 313.00 feet to a point; thence $119^{\circ}46'09''$ to the right in a Northwesterly direction a distance of 676.92 feet to a point; thence $76^{\circ}15'36''$ to the left in a Southwesterly direction a distance of 166.93 feet to a point; thence $68^{\circ}38'40''$ to the right in a Northwesterly direction a distance of 157.66 feet to a point; thence

80°48' to the left in a Southwesterly direction a distance of 204.08 feet to a point; thence 80°18' to the right in a Northwesterly direction a distance of 119.33 feet to a point; thence 89°18'30" to the left in a Southwesterly direction a distance of 135.37 feet; thence 37°27' to the left in a Southeasterly direction a distance of 33.17 feet to a point; thence 107°23'05" to the right in a Westerly direction a distance of 207.65 feet to a point on the West line of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence 87°59'25" to the right in a Northerly direction along the West line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 368.81 feet to the POINT OF BEGINNING, Containing 45.27243 acres; Also, a parcel of land situated in the N.E. $\frac{1}{4}$ of the N.W. $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Begin at the Northeast corner of the N.E. $\frac{1}{4}$ of the N.W. $\frac{1}{4}$ of Section 36, Township 18 South, Range 2 West and run in a Southerly direction along the East line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 368.81 feet to a point; thence 92°00'48" to the right in a Westerly direction a distance of 63.44 feet to a point; thence 90°00' to the right in a Northerly direction a distance of 145.81 feet to a point; thence 90°00' to the left in Westerly direction a distance of 600.00 feet to a point; thence 88°03'07" to the right in a Northerly direction a distance of 223.32 feet, to a point on the North line of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence 91°59'05" to the right in an Easterly direction along the North line of said $\frac{1}{4}$ - $\frac{1}{4}$ section a distance of 658.08 feet to the POINT OF BEGINNING, and, (g) subject to the prior approval and consent of the City, in the territory being serviced by any county, municipality or public corporation whose sewer system or systems are being operated and/or managed by the Board. Provided, however, that the construction, acquisition, and operation of the sewer systems within Jefferson County shall be subject to such approval by the Jefferson County Commission as required under those provisions of Act No. 714, Alabama Acts 1900 and Amendment No. 73 of the Constitution of Alabama, 1901, which have not been superseded by State or Federal law.

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