

This Instrument Prepared By:
Randolph H. Lanier
BALCH & BINGHAM LLP
1901 Sixth Avenue North, Suite 2600
Birmingham, Alabama 35203

Send Tax Notice To:
River Oaks Properties, L.L.C.

STATE OF ALABAMA

COUNTY OF SHELBY

QUITCLAIM DEED

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, in hand paid by **RIVER OAKS PROPERTIES, LLC**, an Alabama limited liability company to **CSX TRANSPORTATION, INC.**, a Virginia corporation ("**Grantor**"), the receipt and sufficiency of which is hereby acknowledged, the said Grantor does by these presents, and subject to the oil and gas reservation set forth below, remise, release and quitclaim unto the said Grantee all its right, title and interest in and to the following described real property situated in Shelby County, Alabama (the "**Property**"):

HELENA PROPERTY

Tract 1:

The NE ¼ of SW ¼ of Section 3, Township 20 South, Range 3 West, Shelby County, Alabama.

Tract 2:

All of Section 9, Township 20 South, Range 3 West, Shelby County, Alabama, less and except the SE ¼ of SE ¼. **Less and except** the NE ¼ of the NW ¼ of Section 9, Township 20 South, Range 3 West, lying North and East of the Cahaba River as presently located, being situated in Shelby County, Alabama. Also, **less and except** the SE ¼ of the NW ¼ of Section 9, Township 20 South, Range 3 West, lying Southeast of the Cahaba River as presently located, being situated in Shelby County, Alabama.

Tract 3:

The N ½; the SE ¼ of SW ¼; the E ½ of NE ¼ of SW ¼, and SE ¼ of Section 17, Township 20 South, Range 3 West, **less and except** that property conveyed to the City of Helena described as follows:

Begin at the Southeast corner of Section 17, Township 20 South, Range 3 West, Shelby County, Alabama; thence run West along the South line of said Section for 2761.59 feet to a point on the Southeasterly right of way line of Shelby County Highway No. 52; thence turn 150 deg. 59 min. 28 sec. right and run Northeasterly along said road right of way for 527.96 feet; thence turn 3 deg. 44 min. 57 sec. right and run Northeasterly along said road right of way for 636.25 feet; thence turn 2 deg. 47 min. 00 sec. right and run Northeasterly along said

\$ 1,350,000

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Cahaba Title, Inc.

right of way for 212.25 feet to the point of a curve to the left, said curve having a radius of 1167.46 feet and run along the arc of said curve and said road right of way for 587.51 feet to a point; thence run Northeasterly along the tangent to said curve at said point and along said road right of way for 45.49 feet to the point of a curve to the right, said curve having a radius of 2251.83 feet and run along the arc of said curve and said road right of way for 341.93 feet to a point; thence run Northeasterly along the tangent to said curve at said point and along said road right of way for 393.59 feet to the point of a curve to the right, said curve having a radius of 1454.71 feet and run along the arc of said curve and said road right of way for 573.15 feet to a point on the East line of said Section 17; thence turn 109 deg. 13 min. 13 sec. right from the tangent to said curve and run Southerly along said Section line for 1805.52 feet to the point of beginning.

It is the intent of the Grantor to convey to Grantee all of Grantor's "deferred interest" in the Property herein described, which deferred interest was reserved by Grantor in that certain Conveyance from Grantor to Western Pocahontas Properties Limited Partnership ("WPP") dated December 31, 1986, of record in the Office of the Probate Judge of Shelby County, Alabama in Deed Book 112, at Page 876, as corrected by Corrective Conveyance from Grantor to WPP dated November 16, 1990, recorded in Deed Book 328, at Page 1, and is further set forth in that certain Deferred Interest Agreement of record in the Office of the Probate Judge of Shelby County, Alabama in Real Volume 247, Page 599, as amended at Real Volume 247, Page 636. **Grantor does not by this instrument quitclaim or convey any of its "deferred interest" in any real property other than Tracts 1, 2 and 3 described above.**

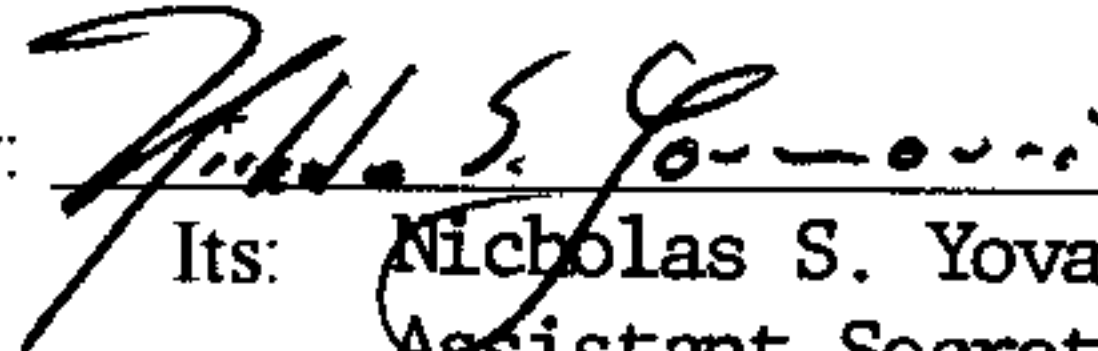
Anything herein to the contrary notwithstanding, there is excepted and reserved from this conveyance all those Oil and Gas rights reserved to CSX Transportation, Inc. in deeds recorded at Deed Book 112, at Page 876, as corrected by Corrective Conveyance recorded in Deed Book 328, at Page 1 in Probate Office.

TO HAVE AND TO HOLD, to the said Grantee, its successors and assigns forever.

IN WITNESS WHEREOF, the said Grantor has caused this conveyance to be executed effective as of the 11th day of September, 2000.


ATTEST:

CSX TRANSPORTATION, INC.,
a Virginia corporation

By: 
Its: Nicholas S. Yovanovic
Assistant Secretary

Appd. as to
Legal Form



By: 
Its: J. Randall Evans

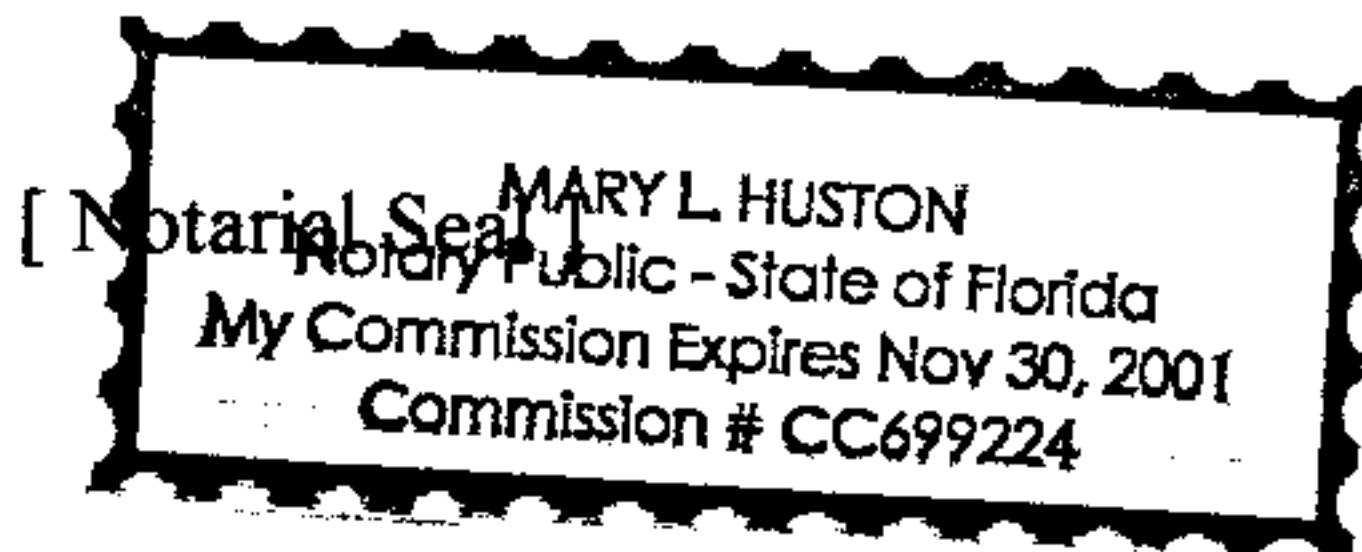
STATE OF FLORIDA

COUNTY OF DUVAL

I, Mary L. Huston, a notary public in and for said county in said state, hereby certify that J. Randall Evans, whose name as Vice President of **CSX TRANSPORTATION, INC.**, a Virginia 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 such instrument, he/she, 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 11th day of September, 2000.

Mary L. Huston
Notary Public



My Commission Expires: Nov 30, 2001

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