

THIS INSTRUMENT PREPARED BY:

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(205) 251-3000

Inst. # 2001-14933

04/18/2001-14933
11:03 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
20.50
004 MB

QUITCLAIM DEED

STATE OF ALABAMA)

KNOW ALL MEN BY THESE PRESENTS:

SHELBY COUNTY)

That the undersigned, **SOUTHERN ELECTRIC GENERATING COMPANY**., an Alabama corporation (the "Grantor"), for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby grant, remise, quitclaim, and convey unto **ALABAMA FUEL PRODUCTS, LLC**, a Delaware limited liability company (the "Grantee"), any and all right, title and interest of Grantor in and to the following described fixtures, equipment and improvements as now are or hereafter may be located on or about the real property (the "Property") described in Exhibit "A" attached hereto and made a part hereof, which real property is leased by Grantor to Energy Related Activities, Inc., an Alabama corporation ("Sublessor") and subleased by Sublessor, with the joinder of Alabama Power Company, an Alabama corporation, to Alabama Coal Recovery, LLC, as Sublessee, pursuant to the terms of that certain Sublease Agreement dated as of April 1, 2001 (the "Sublease"), to wit: any and all right, title and interest of Grantor in and to that certain Plant (as defined in the Sublease) and ancillary equipment (as described in the Sublease), including any and all modifications, replacements or additions thereto, which are used for the production and sale of synthetic fuel on or about the Property, excluding the APCO Facilities (as defined in the Sublease), which are or will be located in whole or in part on the Property and which are owned by Grantor, Sublessor and/or Alabama Power Company. Grantor enters into this Quitclaim Deed for the sole purpose of disclaiming all right, title or interest in and to the Plant, ancillary equipment and improvements now or hereafter located upon the Property, including any and all modifications, replacements or additions thereto, together with all right, title and interest of Grantor in and to such Plant,

ancillary equipment and improvements at the time of their dismantling and removal from the Property by Grantee or its designee upon the expiration or sooner termination of the Sublease.

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

IN WITNESS WHEREOF, Southern Electric Generating Company an Alabama corporation, has caused these presents to be executed by its duly authorized officer this the 1st day of April, 2001.

Grantor:

Southern Electric Generating Company,
an Alabama corporation

By: William B. Hutchins, III

Name: WILLIAM B. HUTCHINS, III

Its: VICE PRESIDENT

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that WILLIAM B. HUTCHINS, III, whose name as VICE PRESIDENT of Southern Electric Generating Company, a corporation, 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 conveyance, he, as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal of office this 29TH day of MARCH, 2001.

Ann-Marie Ellis Myers
Notary Public
My commission expires: 7/29/2003

EXHIBIT "A"

A parcel of land in the Southwest 1/4 of the South 1/2 of Section 32, Township 20 South, Range 2 East of Shelby County, Alabama and located within the Alabama Power Company E.C. Gaston Electric Generation Plant. Said parcel is more particularly described by:

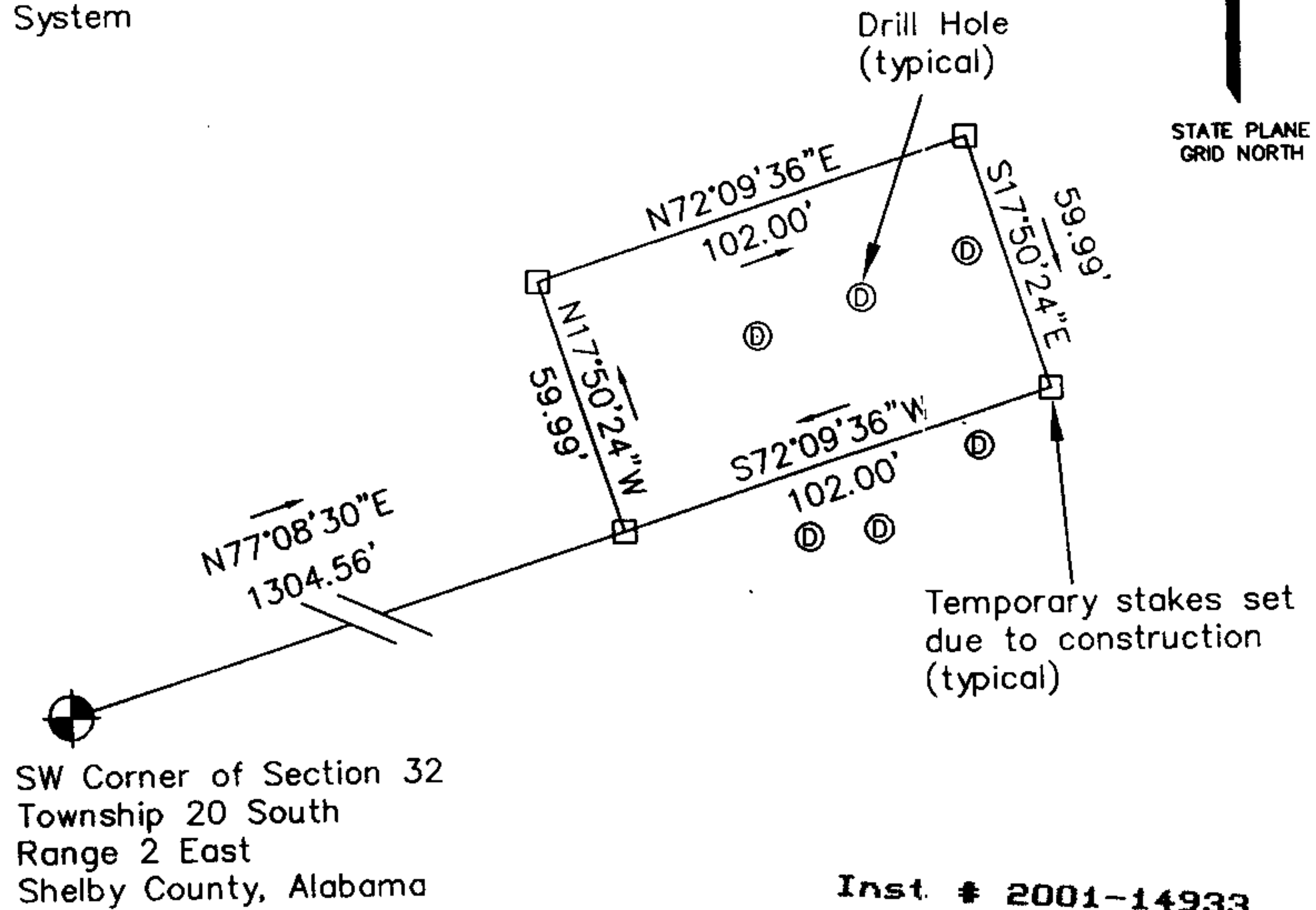
Commence at the Southwest corner of Section 32, Township 20 South, Range 2 East, Thence proceed North 77 degrees 08 minutes 30 second East for a distance of 1304.56 feet to a point known as the Point of Beginning; Thence North 17 degrees 50 minutes 24 seconds West for a distance of 59.99 feet to a point, Thence North 72 degrees 09 minutes 36 seconds East for a distance of 102 feet to a point, Thence South 17 degrees 50 minutes 24 seconds East for a distance of 59.99 feet to a point, Thence South 72 degrees 09 minutes 36 seconds West for a distance of 102 feet to the Point of Beginning.

Exhibit A

NOTES:

1) Bearing Basis: Alabama State Plane NAD27 East Zone

2) Points set using Real Time Kinematic Global Positioning System



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State of Alabama

I hereby certify that all parts of this survey and drawing have been completed in accordance with the requirements of the Minimum Technical Standards for the Practice of Land Surveying in the State of Alabama to the best of my knowledge, information and belief.

Surveyor's Signature [Signature] Alabama License No.: 16161

SOUTHERN COMPANY SERVICES 600 NORTH 18th STREET BIRMINGHAM, ALABAMA	DRAWN BY: MTH	CHECKED BY: MTH
	SCALE: 1" = 50'	
	DATE: March 08, 2001	
	GAS:2529A	Sheet 1 of 1
BOUNDARY SURVEY	Proposed Synthetic Fuel Site	△