

**This Instrument Prepared
(Without Review of Title or Survey) by:**
Robert L. Loftin, III
BALCH & BINGHAM LLP
1901 Sixth Avenue North, Suite 2600
Birmingham, AL 35203
205-251-8100

Send Tax Notice to:
Louise A. McGehee
365 Crestview Drive
Montevallo, Alabama 35115

Inst # 2001-29482

**STATE OF ALABAMA }
 :
SHELBY COUNTY }**

DEED OF DISTRIBUTION

THIS DEED made and entered into the ____ day of July, 2001, by **LOUISE A. McGEHEE** and **CHARLES A. McGEHEE** as co-Personal Representatives of the Estate of Murphy Slaughter McGehee, deceased (herein referred to as "Grantors"), to **LOUISE A. McGEHEE** and **CHARLES A. McGEHEE**, as co-Trustees of the testamentary trust established under the Last Will and Testament of Murphy Slaughter McGehee (herein referred to as "Grantees").

RECITALS:

1. Murphy Slaughter McGehee (herein referred to as Decedent) died testate on the 18th day of March, 2000. His Last Will and Testament was admitted to record in the Probate Court of Shelby County, Alabama, on the 16th day of May, 2000. Said Court issued Letters Testamentary to Grantors on the 16th day of May, 2000, authorizing the Grantors to act on behalf of the Estate of the Decedent.

2. Item Five of the Decedent's Last Will and Testament makes a devise to Grantees, as co-Trustees of a Family Trust, which is to be established for the primary benefit of Louise A. McGehee, the surviving spouse of the Decedent, and upon her death, for the benefit of the Decedent's children.

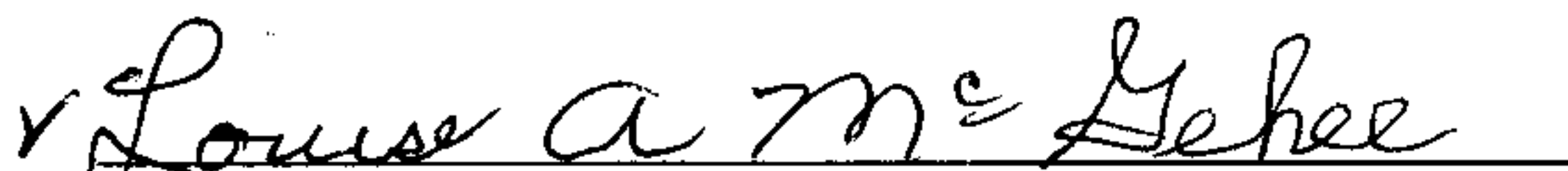
3. Grantors have determined that the real estate described herein and made the subject of this conveyance shall be distributed to Grantees in satisfaction of said devise to them under Item Five of Decedent's Will.

NOW, THEREFORE, in consideration of the premises, Grantors do hereby grant, bargain, sell and convey unto Grantees, all of the Decedent's right, title, interest and claim in or to the real estate situated in Shelby County, Alabama, described with particularity, as to-wit:

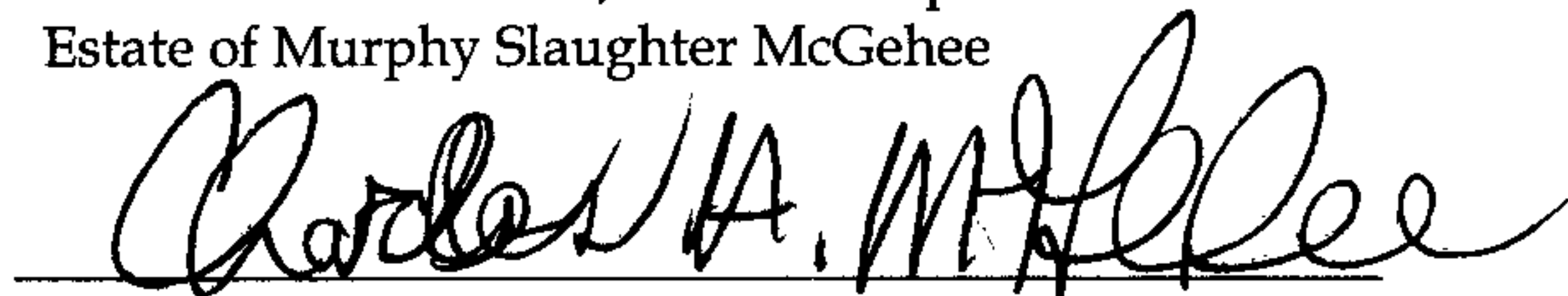
Lot 17, Block 5 all according to Arden Subdivision to the Town of Montevallo, Alabama, and subject to the restrictions and covenants heretofore made by the Montevallo Development Company in the use of said lands heretofore made and which is shown of record in Deed Book 139, on Page 269, in the office of the Judge of Probate of Shelby County, Alabama, all situated in Shelby County, Alabama.

TO HAVE AND TO HOLD to the said Grantees forever. This instrument is executed by the Grantors solely in their capacity named herein, and neither this instrument nor anything contained herein shall be construed as creating any indebtedness or obligation on the part of the Grantors in their individual capacity, and the Grantors expressly limit their liability hereunder to the property now or hereafter held by them in their representative capacity named.

IN WITNESS WHEREOF the Grantors have executed this conveyance by setting their signatures hereto this 13 day of July, 2001.



LOUISE A. McGEHEE, Personal Representative
Estate of Murphy Slaughter McGehee

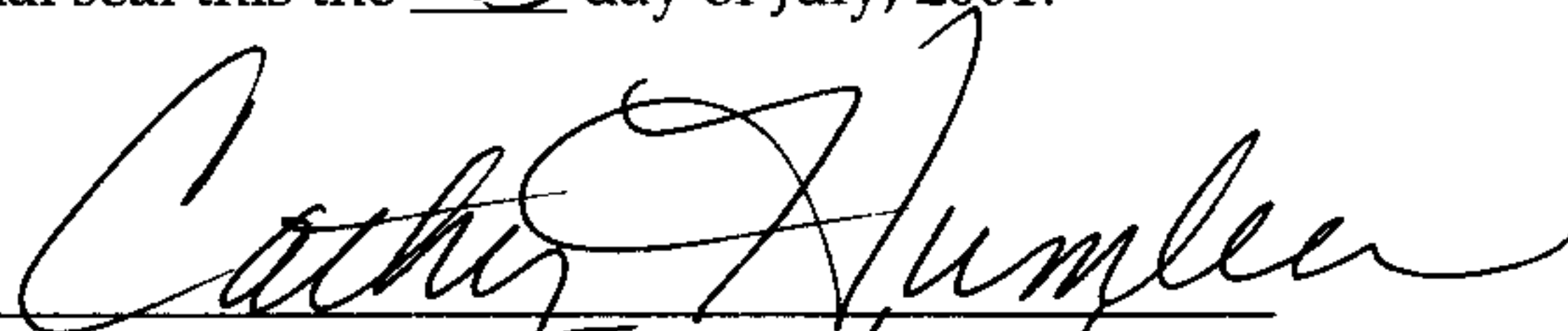


CHARLES A. McGEHEE, Personal Representative
Estate of Murphy Slaughter McGehee

STATE OF ALABAMA }
:
SHELBY COUNTY }

I, the undersigned authority, a Notary Public in and for said State in said County, hereby certify that LOUISE A. McGEHEE, and CHARLES A. McGEHEE whose names as Personal Representatives of the Estate of Murphy Slaughter McGehee are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day that, being informed of the contents of said instrument, they executed the same voluntarily in their representative capacities as such Personal Representatives on the day the same bears date.

Given under my hand and official seal this the 13 day of July, 2001.



Notary Public

My Commission Expires:

12/02/01

[SEAL]

Inst # 2001-29482

07/17/2001-29482
08:25 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CH 15.00