

Town of Chelsea

P.O. Box 111
Chelsea, Alabama

Certification Of Annexation Ordinance

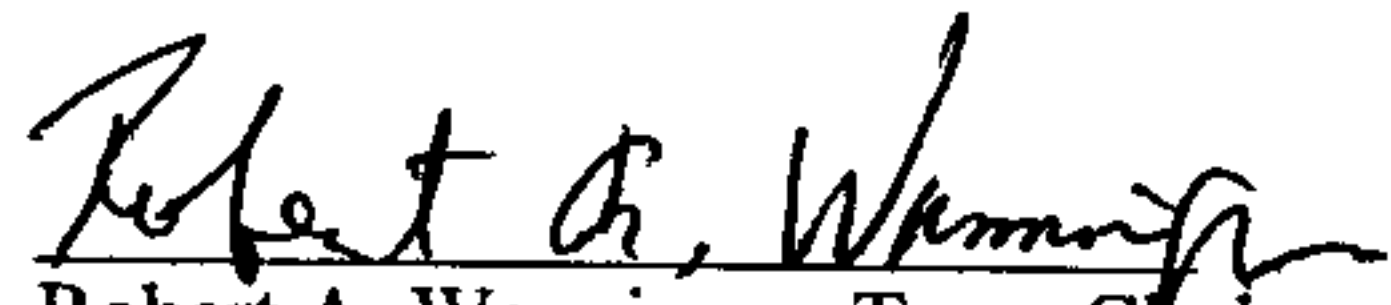
Ordinance Number: X-02-03-18-173

Property Owner(s): Eddleman Thornton, LLC

Property: 58-16-03-6-0-000-006
58-15-01-1-0-000-001
58-09-07-36-0-000-001
58-09-07-25-0-000-014
58-09-07-26-0-002-051
58-08-09-31-0-000-001
58-08-09-30-0-000-002

I, Robert Wanninger, Town Clerk of the Town of Chelsea, Alabama, hereby certify the attached to be a true and correct copy of an Ordinance adopted by the Town Council of Chelsea, at the regular meeting held on March 18, 2002, as same appears in minutes of record of said meeting, and published by posting copies thereof on March 19, 2002 at the public places listed below, which copies remained posted for five business days (through March 25, 2002):

Chelsea Middle School, 901 Highway 39, Chelsea, Alabama 35043
First National Bank of Shelby County, Chelsea Branch, Highway 280, Chelsea, Al 35043
U.S. Post Office, Highway 280, Chelsea, Alabama 35043


Robert A. Wanninger, Town Clerk

Inst # 2002-14955

04/01/2002-14955
10:15 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
035 MSB 113.00

Town of Chelsea, Alabama

Annexation Ordinance No. X-02-03-18-173

Property Owner(s): Eddleman Thornton, LLC

Property: 58-16-03-6-0-000-006
58-15-01-1-0-000-001
58-09-07-36-0-000-001
58-09-07-25-0-000-014
58-09-07-26-0-002-051
58-08-09-31-0-000-001
58-08-09-30-0-000-002

Pursuant to the provisions of Section 11-42-21 of the Code of Alabama (1975),

Whereas, the attached written petition requesting that the above-noted property be annexed to the Town of Chelsea has been filed with the Chelsea town clerk; and

Whereas, said petition has been signed by the owner(s) of said property; and

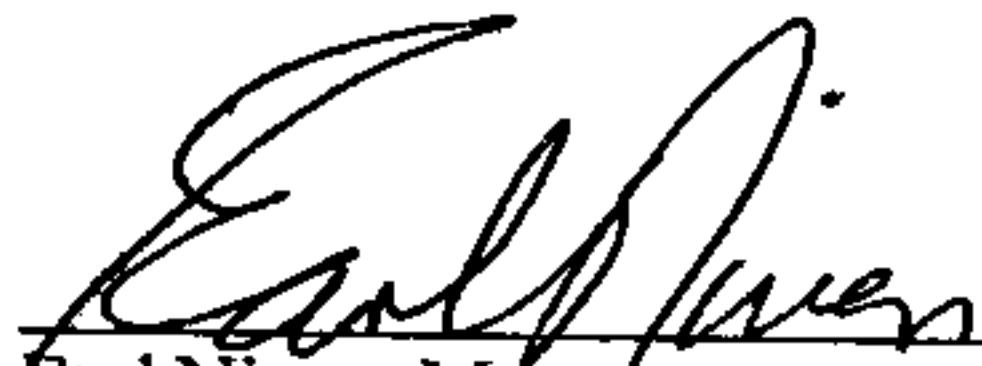
Whereas, said petition contains (as Petition Exhibits A&B) an accurate description of said property together with a map of said property (Exhibit C) showing the relationship of said property to the corporate limits of Chelsea; and


Whereas, said property is contiguous to the corporate limits of Chelsea, or is a part of a group of properties submitted at the same time for annexation which together is contiguous to the corporate limits of Chelsea;

Whereas, said territory does not lie within the corporate limits of any other municipality

Therefore, be it ordained that the town council of the Town of Chelsea assents to the said annexation: and

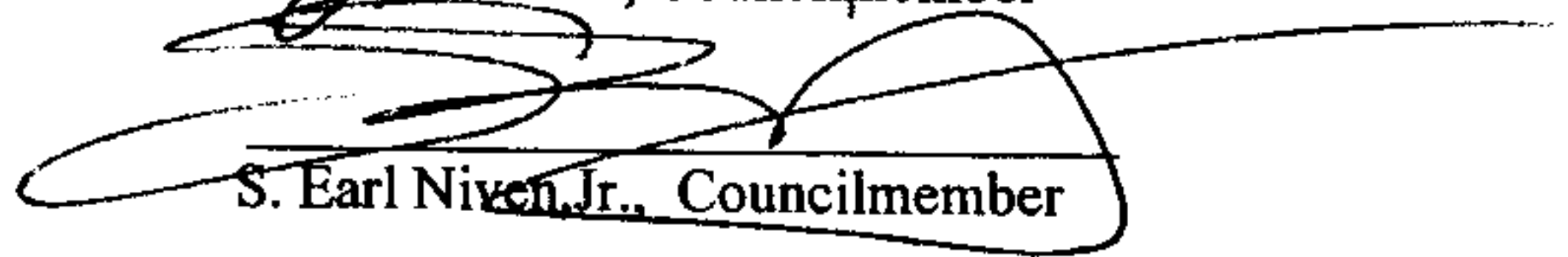
Be it further ordained that the corporate limits of Chelsea be extended and rearranged so as to embrace and include said property, and said property shall become a part of the corporate area of the Town of Chelsea upon the date of publication of this ordinance as required by law.



Earl Niven, Mayor


Allen Boone, Councilmember


Doug Ingram, Councilmember


Jimmy Lovvorn, Councilmember


S. Earl Niven, Jr., Councilmember


John Ritchie, Councilmember

Passed and approved 18 day of MARCH


Robert A. Wanninger, Town Clerk

Petition Exhibit A

Ordinance Number: X-02-03-18-173

Property Owner(s): Eddleman Thornton, LLC

Property: 58-16-03-6-0-000-006
58-15-01-1-0-000-001
58-09-07-36-0-000-001
58-09-07-25-0-000-014
58-09-07-26-0-002-051
58-08-09-31-0-000-001
58-08-09-30-0-000-002

Property Description

The above-noted property, for which annexation into Chelsea is requested in this petition, is described in the attached copy of the deed (Petition Exhibit B) Which was recorded with the Shelby County judge of probate as Inst. 2001-53655, 2001-53660, 2001-53665, 2001-53671, 2001-53670, 2001-53669, 2002-08613, 2002-08616. Further, the said property for which annexation into Chelsea is requested in this petition is shown in the indicated shaded area on the attached map in Petition Exhibit C. Said map also shows the contiguous relationship of said property to the corporate limits of Chelsea.

The said property, for which annexation into Chelsea is requested in this petition, does not lie within the corporate limits of any other municipality.

ANNEXATION AGREEMENT

THIS ANNEXATION AGREEMENT (this "Agreement") is made and entered into as of the 18 day of March, 2002 by and between the TOWN OF CHELSEA, ALABAMA, and Alabama municipal corporation (the "Town") and EDDLEMAN PROPERTIES, LLC, an Alabama limited liability company (hereinafter "Developer").

RECITALS:

Developer is the owner of that certain real property (the "Property") situated in Shelby County, Alabama identified as Parcels I, II, III, and IV which are more particularly described in Exhibit A attached hereto and incorporated herein by reference.

Developer desires to develop the Property as light industrial (M-1) pursuant to the terms and provisions of the Zoning Regulations of the Town of Chelsea (the "Zoning Ordinance").

The Property is not situated within the corporate limits of any municipality but is contiguous to real property which is located within the corporate limits of the Town.

The Town has determined that the annexation of the Property and the Development of the Property as light industrial will be beneficial to the Town and its residents and will enhance and promote the general welfare of the citizens of the Town. Accordingly, the Town has agreed to accept the annexation of the Property on the terms and conditions hereinafter set forth to the fullest extent permitted by law.

NOW, THEREFORE, in consideration of the mutual promises, covenants and agreements hereinafter set forth and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Annexation.** Developer has heretofore caused itself to file with the Town and the Town has accepted a Petition for Annexation of the Property by act of the City Council pursuant to the provisions of *Ala. Code (1975), §§ 11-42-20 through 11-42-24*. The provisions of this Agreement shall, to the fullest extent permitted by law, apply to all annexations of any portion of the Property, regardless of the method of annexation, into the Town.

2. **Zoning.** The Town hereby agrees that (a) the Property, consisting of approximately 92 acres, more or less, of unimproved land, qualifies to be treated as light industrial under the provisions of the Zoning Regulations of the Town of Chelsea (the "Zoning Ordinance"), (b) contemporaneously herewith, the Town will promptly process Developer's application for zoning of the Property as industrial and (c) until such time as the light industrial zoning has been approved by the Town, the existing zoning classifications or lack thereof as adopted by the Shelby County Planning Commission shall continue in full force and effect.

3. **Reversal of Annexation.** If, for any reason, the light industrial zoning for the Property is not approved by the Town, then the Town agrees, at the request of Developer or owner,

owner, to use its best efforts to nullify the annexation of the Property by de-annexing the Property from the Town and the Town. Further, the Developer and the Town each agree to take any and all action necessary to restore the parties to their respective positions as existed on the date immediately preceding the effective date of the annexation of any proportion of the Property into the Town.

4. Miscellaneous.

(a) This Agreement constitutes the entire agreement between the parties hereto with respect to the subject matter hereof and supersedes all prior or written oral discussions, understandings, agreements and negotiations between the parties hereto. This Agreement may be modified and amended only by a written instrument duly executed by the Town and the then owners of any portions of the Property which shall be affected by any such modification or amendment.

(b) This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

(c) This Agreement shall be governed by, construed and interpreted in accordance with, the laws of the State of Alabama.

(d) If any provision of this Agreement or the application thereof to any person or circumstance shall, to any extent, be invalid or unenforceable, the remainder of this Agreement or the application of such provision to persons or circumstances other than those as to which it is held invalid or unenforceable shall not be affected thereby and each provision shall be valid and enforceable to the fullest extent permitted by law.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the day and year first above written.

TOWN OF CHELSEA, ALABAMA, an Alabama
municipal corporation

By: Earl Niven

Earl Niven, Mayor

ATTEST:

By: Robert A. Wammy

City Clerk

EDDLEMAN PROPERTIES, LLC,
an Alabama limited liability company

By: William D. Eddleman

Its: managing member

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Earl Niven, whose name as Mayor of the TOWN OF CHELSEA, an Alabama municipal 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 said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said municipal corporation.

Given under my hand and official seal this the 18th day of March, 2002.

Cathy Ingram
Notary Public

[NOTARIAL SEAL]

My Commission Expires: MY COMMISSION EXPIRES JULY 25, 2005

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Douglas D. Eddleman, whose name as Member of Eddleman Properties, LLC, an Alabama limited liability company, 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 said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said companies.

Given under my hand and official seal this the 5 day of March, 2002.

Judith W Jackson
Notary Public

[NOTARIAL SEAL]

My Commission Expires: 4-25-2003

EXHIBIT A

Parcel I

A parcel of land situated in Section 25, 26 and 36 Township 19 South, Range 1 West, Shelby County, Alabama being more particularly described as follows:

Begin at a 4 inch axle found locally accepted to be the Southeast corner of said Section 26; thence run West along the South line of said Section 26 for a distance of 187.22 feet to a iron pin found; thence turn an angle to the right of 67 degrees, 36 minutes, 27 seconds and run in Northwesterly direction for a distance of 1,145.96 feet to an iron pin found on the South right-of-way line of CSX Railroad; thence turn an angle to the right of 90 degrees, 23 minutes, 37 seconds and run in a Northeasterly direction along said South right-of-way line for a distance of 1,267.08 feet to a point; thence turn an angle to the right of 89 degrees, 50 minutes, 31 seconds and run in a Southeasterly direction along said South right-of-way line for a distance of 20.00 feet to a point on a curve to the right having a central angle of 69 degrees, 40 minutes, 56 seconds and a radius of 882.00 feet; thence run in a Northeasterly to Southeasterly direction along the arc of said curve and also along said South right-of-way line for a distance of 1,072.67 feet to a point; thence turn an angle from the tangent of last stated curve to the left of 90 degrees, 00 minutes, 00 seconds and run in a Northeasterly direction for a distance of 20.00 feet to the West right-of-way line of CSX Railroad, said point being on a curve to the right having a central angle of 40 degrees, 30 minutes, 41 seconds and radius of 902.00 feet; thence run in a Southeasterly direction along the arc of said curve and also along said West right-of-way line for a distance of 637.77 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said West right-of-way line for a distance of 1395.06 feet to a point on a curve to the left having a central angle of 28 degrees, 06 minutes, 49 seconds and a radius of 1,548.49 feet; thence run in a Southeasterly direction along the arc of said curve and also along said West right-of-way line for a distance of 759.81 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said West right-of-way line for a distance of 694.31 feet to the point of intersection of said West right-of-way line and the Northeast right-of-way line of Shelby County Highway # 439; thence turn an angle to the right of 74 degrees, 06 minutes, 24 seconds and run in a Southwesterly direction for a distance of 40.00 feet to point; thence turn an angle to the right of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction for a distance of 278.73 feet to a point on a curve to the right having a central angle of 48 degrees, 46 minutes, 57 seconds and a radius of 281.87 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 239.99 feet to a point on a reverse curve to the left having a central angle of 33 degrees, 09 minutes, 58 seconds and a radius of 90.00 feet; thence run along the arc of said curve in a Northwesterly direction for a distance of 52.10 feet to a point; thence run tangent to last stated curve in a Northwesterly direction for a distance of 181.02 feet to a point on a curve to the left having a central angle of 17 degrees, 12 minutes, 17 seconds and a radius of 143.99 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 43.24 feet to a point; thence run tangent to last stated curve for a distance of 664.99 feet to a point; thence turn an angle to the left of 43 degrees, 43 minutes, 16 seconds and run in a Westerly direction for a distance of 14.39 feet to a point; thence turn an angle to the right of 44 degrees, 02 minutes, 03 seconds and run in a Northwesterly direction for a distance of 403.64 feet to a point on a curve to the left having a central angle of 09 degrees, 39 minutes, 06 seconds and a radius of 489.80 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 82.51 feet to a point; thence run tangent to last stated curve in a Northwesterly direction for a distance of 561.70 feet to a point on a curve to the left having a central

angle of 33 degrees, 51 minutes, 32 seconds and a radius of 113.31 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 66.96 feet to a point on a compound curve to the left having a central angle of 06 degrees, 59 minutes, 06 seconds and a radius of 1,200.00 feet; thence run in a Northwesterly to Southwesterly direction along the arc of said curve for a distance of 146.30 feet to a point; thence run tangent to last stated curve in a Southwesterly direction for a distance of 153.42 feet to a point on a curve to the right having a central angle of 45 degrees, 25 minutes, 11 seconds and a radius of 115.00 feet; thence run along the arc of said curve in a Southwesterly to Northwesterly direction for a distance of 91.16 feet to a point; thence run tangent to last stated curve in a Northwesterly direction for a distance of 51.86 feet to a point on a curve to the left having a central angle of 48 degrees, 39 minutes, 23 seconds and a radius of 126.00 feet; thence run along the arc of said curve in a Northwesterly to Southwesterly direction for a distance of 107.00 feet to a point; thence run tangent to last stated curve in a Southwesterly direction for a distance of 32.49 feet to a point on the West line of said Section 36; thence turn an angle to the right of 102 degrees, 37 minutes, 15 seconds and run in a Northerly direction along said West line for a distance of 228.20 feet to the point of beginning; said parcel 1 containing 97.75 acres, more or less.

Parcel II

A parcel of land situated in the Southeast quarter of the Southeast quarter of Section 26, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows;

Commence at a 4 inch axle found locally accepted to be the Southeast corner of said Section 26; thence run North along the East line of said Section 26 for a distance of 1,318.59 feet to the Northeast corner of the Southeast quarter of the Southeast quarter of said Section 26; thence turn an angle to the left of 91 degrees, 15 minutes, 15 seconds and run in a Westerly direction along the North line of said quarter-quarter section for a distance of 291.66 feet to an iron pin set at the point of beginning; thence continue along last stated course for a distance of 628.93 feet to an iron pin found; thence turn an angle to the left of 88 degrees, 57 minutes, 44 seconds and run in a Southerly direction for a distance of 266.27 feet to an iron pin found on the Northwest right-of-way line of CSX Railroad; thence turn an angle to the left of 113 degrees, 49 minutes, 26 seconds and run in a Northeasterly direction along said Northwest right of way line for a distance of 687.40 feet to the point of beginning; said parcel 2 containing 1.922 acres, more or less.

Parcel III

A parcel of land situated in the Northwest quarter of the Southwest quarter of Section 25, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 4 inch axle found locally accepted to be the Southwest corner of said Section 25; thence run North along the West line of said Section 25 for a distance of 1,442.27 feet to an iron pin set on the Northwest right-of-way line of CSX Railroad; thence turn an angle to the right of 65 degrees, 57 minutes, 36 seconds and run in a Northeasterly direction along said Northwest right-of-way line for a distance of 501.57 feet to a point at the intersection of said Northwest right-of-way line and the South right-of-way line of Shelby County Highway # 440 said point being on a curve to the right having a central angle of 02 degrees, 53 minutes, 54 seconds and a radius of 599.00

feet; thence turn an angle to the left to the radius of said curve of 76 degrees, 57 minutes, 49 seconds and run in Southwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 30.30 feet; thence run tangent to last stated curve in a Southwesterly direction along said South right-of-way line for a distance of 197.14 feet to a point on a curve to the right having a central angle of 14 degrees, 06 minutes, 57 seconds and a radius of 816.56 feet; thence run in a Southwesterly to Northwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 201.17 feet to a point; thence run tangent to last stated curve in a Northwesterly direction along said South right-of-way line for a distance of 32.56 feet to a point on the West line of said Section 25; thence turn an angle to the left of 96 degrees, 00 minutes, 28 seconds and run in a Southerly direction along said West line for a distance of 171.22 feet to the point of beginning; said parcel 3 containing 34,111 square feet, more or less.

Parcel IV

A parcel of land situated in the West ½ of Section 25, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 4 inch by 4 inch concrete monument found locally accepted to be the Southwest corner of said Section 25; thence run North along the West line of said Section 25 for a distance of 1,613.49 feet to a point on the South right-of-way line of Shelby County Highway # 440; thence turn an angle to the right of 96 degrees, 00 minutes, 28 seconds and run in an Easterly direction along said South right-of-way line for a distance of 32.56 feet to a point on a curve to the left having central angle of 14 degrees, 06 minutes, 57 seconds and a radius of 816.56 feet; thence run in an Easterly direction along the arc of said curve and also along said South right-of-way line for a distance of 201.17 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said South right-of-way line for a distance of 197.14 feet to a point ~~on a curve to the left having a central angle of 15 degrees, 33 minutes, 12 seconds and a radius~~ of 599.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said South right-of-way line for a distance of 162.60 feet; thence run tangent to last stated curve in a Northeasterly direction along said South right-of-way line for a distance of 214.98 feet to the point of beginning; thence continue along last stated course for a distance of 93.52 feet to a point on a curve to the left having a central angle of 9 degrees, 42 minutes, 33 seconds and a radius of 445.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said South right-of-way line for a distance of 75.41 feet to an iron pin set; thence turn an angle to the right from the chord of last stated curve of 116 degrees, 02 minutes, 44 seconds and run in a Southerly direction for a distance of 71.73 feet to an iron pin set on the North right-of-way line of CSX Railroad, said iron pin also being on a curve to the left having a central angle of 18 degrees, 26 minutes, 46 seconds and a radius of 1,052.00 feet; thence turn an angle to the chord of said curve to the right of 91 degrees, 47 minutes, 45 seconds and run in a Westerly direction along said North right-of-way line for a distance of 155.08 feet to the point of beginning; said parcel containing 4,881 square feet, more or less.

ANNEXATION AGREEMENT

THIS ANNEXATION AGREEMENT (this "Agreement") is made and entered into as of the 18 day of March, 2002 by and between the TOWN OF CHELSEA, ALABAMA, and Alabama municipal corporation (the "Town") and EDDLEMAN THORNTON, LLC, an Alabama limited liability company, and EDDLEMAN PROPERTIES, LLC, an Alabama limited liability company (hereinafter collectively "Developer").

RECITALS:

Developer is the owner of or has under contract to purchase that certain real property (the "Property") situated in Shelby County, Alabama identified as Parcels V, VI, & VII which are more particularly described in Exhibit A attached hereto and a Master Plan depicting said property attached hereto as Exhibit B and incorporated herein by reference. The current owners of a portion of the Property identified as Parcel VII have consented to this Annexation Agreement by their consent which is attached hereto and incorporated herein by reference.

Developer desires to develop the Property as a planned unit development pursuant to the terms and provisions of Article VIII, Section 3 of the Zoning Regulations of the Town of Chelsea (the "Zoning Ordinance"). Said PUD will include single-family residential housing, multi-family housing, commercial development, parks, lakes, nature areas, a police and fire station facility, and a schoolsite.

The Property is not situated within the corporate limits of any municipality but is contiguous to real property which is located within the corporate limits of the Town.

The Town has determined that the annexation of the Property and the Development of the Property in accordance with the Developer's master plan will be beneficial to the Town and its residents and will enhance and promote the general welfare of the citizens of the Town. Accordingly, the Town has agreed to accept the annexation of the Property on the terms and conditions hereinafter set forth to the fullest extent permitted by law.

NOW, THEREFORE, in consideration of the mutual promises, covenants and agreements hereinafter set forth and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Annexation.** Developer has heretofore caused itself and the current owners of certain portions of the Property to file with the Town and the Town has accepted this document as a Petitions for Annexation of the Property by act of the City Council pursuant to the provisions of *Ala. Code (1975), §§ 11-42-20 through 11-42-24*. The provisions of this Agreement shall, to the fullest extent permitted by law, apply to all annexations of any portion of the Property, regardless of the method of annexation, into the Town.

2. **Zoning.** The Town hereby agrees that (a) the Property, consisting of approximately 1400 acres of unimproved land, qualifies to be treated as a Planned Unit Development under the provisions of Article VIII, Section 3 of the Zoning Regulations of the Town of Chelsea

(the "Zoning Ordinance"), (b) contemporaneously herewith, the Town will promptly process Developer's application for zoning of the Property in accordance with the Planned Unit Development Zoning Application and Development Plan dated as of the date hereof filed by the Developer with the Town (the "Development Plan") and (c) until such time as the Development Plan has been approved by the Town, the existing zoning classifications or lack thereof as adopted by the Shelby County Planning Commission shall continue in full force and effect.

3. **Reversal of Annexation.** If, for any reason, the Development Plan for the Property is not approved by the Town, then the Town agrees, at the request of Developer or owner, to use its best efforts to nullify the annexation of the Property by de-annexing the Property from the Town and the Town. Further, the Developer and the Town each agree to take any and all action necessary to restore the parties to their respective positions as existed on the date immediately preceding the effective date of the annexation of any proportion of the Property into the Town.

4. **Miscellaneous.**

(a) This Agreement constitutes the entire agreement between the parties hereto with respect to the subject matter hereof and supersedes all prior or written oral discussions, understandings, agreements and negotiations between the parties hereto. This Agreement may be modified and amended only by a written instrument duly executed by the Town and the then owners of any portions of the Property which shall be affected by any such modification or amendment.

(b) This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

(c) This Agreement shall be governed by, construed and interpreted in accordance with, the laws of the State of Alabama.

(d) If any provision of this Agreement or the application thereof to any person or circumstance shall, to any extent, be invalid or unenforceable, the remainder of this Agreement or the application of such provision to persons or circumstances other than those as to which it is held invalid or unenforceable shall not be affected thereby and each provision shall be valid and enforceable to the fullest extent permitted by law.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the day and year first above written.

TOWN OF CHELSEA, ALABAMA, an Alabama
municipal corporation

By: _____

Earl Niven, Mayor

ATTEST:

By: _____

City Clerk

EDDLEMAN PROPERTIES, LLC.
an Alabama limited liability company

By: *Douglas D. Eddleman*

Its: *managing member*

EDDLEMAN THORNTON, LLC
an Alabama limited liability company

By: *Douglas D. Eddleman*

Its: *managing member*

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Earl Niven, whose name as Mayor of the TOWN OF CHELSEA, an Alabama municipal 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 said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said municipal corporation.

Given under my hand and official seal this the 18th day of March, 2002.

Cathy Ingram
Notary Public

[NOTARIAL SEAL]

My Commission Expires: MY COMMISSION EXPIRES JULY 25, 2005

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Douglas D. Eddleman, whose name as Member of Eddleman Properties, LLC, an Alabama limited liability company which is a member of Eddleman Thornton, LLC, an Alabama limited liability company, 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 said instrument, he, as such member of both limited liability companies and with full authority, executed the same voluntarily for and as the act of said companies.

Given under my hand and official seal this the 5 day of March, 2002.

Judith M. Jackson
Notary Public

[NOTARIAL SEAL]

My Commission Expires: 4-25-2003

EXHIBIT A

Parcel V

All that part of the Northwest quarter of the Southwest quarter and the Southwest quarter of the Northwest quarter of Section 25, Township 19 South, Range 1 West, Shelby County, Alabama lying South of the South right-of-way line of U.S. Highway # 280 and Northwest of the Northwest right-of-way line of Shelby County Highway # 110 and East of the center line of Hargis Retreat Creek.

Parcel VI

That part of the East half of Section 36, Township 19 South, Range 1 West lying South of the CSX Railroad, also the North half of the Northeast quarter and the Southeast quarter of the Northeast quarter of Section 1, Township 20 South, Range 1 West, also the Northwest quarter of the Northwest quarter of Section 6, Township 20 South, Range 1 East and the West half of the West half of Section 31, Township 19 South, Range 1 East lying South of the CSX Railroad.

EXHIBIT A

Surveyor's comments on exceptions listed in Schedule B, Section II for the contract for Title Insurance (File No. 230620 effective and dated 11/1/01) Fidelity National Title Insurance Company.

10. Right(s)-of-Way(s) granted to U.S. Airforce for road as set out in last No. 2000, Page C4454 in the Probate Office of Shelby County, Alabama. Exhibit "A" shown hereon. Exhibit "B" not provided in Title Policy.

PARCEL VII

Commence at the Southeast corner of Section 25, Township 19 South, Range 1 West and run in a Northernly direction along the East boundary thereof for a distance of 2298.50 to a point on the Southern most right of way line U.S. Highway 280, said point being the point of beginning of a curve to the right and also being the POINT OF BEGINNING of the parcel herein described, said curve having a radius of 22818.51 feet, a central angle of 03 degrees 21 minutes 05 seconds, a chord length of 1340.17 feet and a deflection angle right of 94 degrees 31 minutes 31 seconds to the chord of said curve; thence run in a Southeasternly direction along the arc of said curve and along said right of way line for a distance of 1340.57 feet thence deflect right 85 degrees 20 minutes 17 seconds and run in a Southernly direction for a distance of 3940.57 feet to a point on the Northern most right of way line of CSX Railroad (100' R.O.W.); thence deflect right 84 degrees 28 minutes 42 seconds and run in a Southeasternly direction along said right of way line for a distance of 1616.10 feet to a point on a curve turning to the right, said curve having south a radius of 1864.68 feet, a central angle of 94 degrees 06 minutes 52 seconds and a chord length of 2729.65 feet; thence run in a Northernly direction along the arc of said curve and along said right of way line for a distance of 3062.40 feet, thence run in a Northernly direction along a line tangent to said curve, and along said right of way line for a distance of 938.75 feet to a point on a curve turning to the right, said curve having a radius of 1457.68 feet, a central angle of 28 degrees 22 minutes 20 seconds and a chord length of 704.67 feet; thence run in a Northernly direction along the arc of said curve and along said right of way line for a distance of 711.82 feet thence run in a Northernly direction along a line tangent to said curve and along said right of way line for a distance of 1365.12 feet to a point on a curve turning to the left, said curve having a radius of 1052.32 feet, a central angle of 34 degrees 57 minutes 45 seconds and a chord length of 632.22 feet; thence run in a Northernly direction along the arc of said curve and along said right of way line for a distance of 642.15 feet to a point on the North boundary of the Southeast one-quarter of the Southeast one-quarter of said Section 25, thence having said right of way line deflect right 82 degrees 21 minutes 15 seconds and run in a Westernly direction along said quarter-quarter line for a distance of 2317.34 feet to the Southeast corner of the Northeast one-quarter of the Southeast one-quarter; thence deflect left 89 degrees 06 minutes 57 seconds and run in a Northernly direction along the East boundary of the said quarter-quarter line for a distance of 1060.93 feet to a point on the said Southern most right of way line of U.S. Highway 280; thence deflect right 92 degrees 47 minutes 18 seconds and run in a Southeasternly direction along said right of way line for a distance of 1323.76 feet to the POINT OF BEGINNING.

95° 45' 05" TO CHORD
127
25
5.11
8.31

BOUNDARY SURVEY
LE CREEK PROPERTY
WESTOVER, ALABAMA
FOR
BILL THORNTON

CKD. BY J.P.E. SCALE 1" = 400' DATE 11/20/01
064 PAGE 21 MAP BOOK PAGE

REVISIONS		
NO.	DESCRIPTION	DATE
LEGAL DESCRIPTION		
PART OF		
SECTION 25	TOWNSHIP 19 SOUTH	RANGE 1 WEST

**CONSENT FOR PETITION FOR ANNEXATION
AND SUBMISSION OF PLANNED UNIT DEVELOPMENT
ZONING APPLICATION**

Comes now, the undersigned, Great Eastern Timber Company, and notifies the Town of Chelsea, Alabama and its officials that it gives its consent and permission to Eddieman Thornton, LLC and The Crest at Greystone, Inc. to submit a Petition for the Annexation to the Town of Chelsea of Parcels D and E, respectively, said parcels being more particularly described on the exhibits attached hereto and incorporated herein as if set out in full. Further, upon annexation, the undersigned gives its permission, authority and consent for Eddieman Thornton, LLC and The Crest at Greystone, Inc. to submit a Planned Unit Development Zoning Application for said properties subject to all conditions and contingencies contained within said applications.

Dated this the 5th day of March, 2002.

GREAT EASTERN TIMBER COMPANY

By: 

Is: 

W. David Kimbrough, Southern Regional Forester

SPECIAL (STATUTORY) WARRANTY DEED
R.E. No. GETC GC25

THIS INDENTURE, made this 2nd day of November, A.D., 2001, between GREAT EASTERN TIMBER COMPANY, LLC, a Delaware limited liability company, having a usual place of business c/o Cahaba Forest Management, Inc., 3891 Klein Road, Harpersville, Alabama 35078, (205) 672-8311 (Grantor), and EDDLEMAN PROPERTIES, INC., having a place of business at 2700 Highway 280, Suite 425 West, Birmingham, AL 35223, (205) 877-9400 (Grantee),

107,680.00

WITNESSETH, That the Grantor, for the sum of Ten and 00/100 (\$10.00) Dollars, and other good and valuable consideration, to it paid by the Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby GRANT, BARGAIN, SELL and CONVEY unto the said Grantee the following land and the standing timber thereon, (Premises), situated in the County of Shelby, and State of Alabama, being more particularly described as follows; to wit:

SEE EXHIBIT "A" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF.

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, any persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said Grantee, its successors and assigns, forever.

IN WITNESS WHEREOF, on the day and year first-above written, the Grantor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by an Assistant Treasurer and attested to by an Assistant Secretary of Hancock Natural Resource Group, Inc., its duly authorized Manager.

ATTEST:

Antionette Ricci
Antionette Ricci, Assistant Secretary

GREAT EASTERN TIMBER COMPANY, LLC
By: Hancock Natural Resource Group, Inc.

Kevin J. McWilliams
Kevin J. McWilliams, Assistant Treasurer

COMMONWEALTH OF MASSACHUSETTS)

COUNTY OF SUFFOLK)

I, Jennifer L. Tansey, a Notary Public in and for said County and Commonwealth, hereby certify that Kevin J. McWilliams, whose name as Assistant Treasurer of Hancock Natural Resource Group, Inc., 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 the instrument, he, as such officer and with full authority, executed the same voluntarily (on the day the same bears date) on behalf of Hancock Natural Resource Group, Inc., in its capacity as the duly authorized manager of GREAT EASTERN TIMBER COMPANY, LLC for and as the act of said Grantor.

Given under my hand and official seal on this 2nd day of November, 2001.

Jennifer L. Tansey
Jennifer L. Tansey, Notary Public in and for the
Commonwealth of Massachusetts.
My commission expires: July 26, 2007

Prepared by:
Timothy Davis, Esquire
Gordon Silberman Wiggins & Childs, P.C.
1400 Southtrust Tower
420 North 20th Street
Birmingham, Alabama 35203

SW1/4 and NW1/4, Sec. 32, T19S, R1E

Inst. # 2001-53655

12/08/2001-53655
12:15 PM CERTIFIED
SHELBY COUNTY CLERK OF PROBATE
102 C. 102.00

Exhibit A

A parcel of land situated in the East one-half of the West one-half of Section 32, Township 19 South, Range 1 East, Shelby County, Alabama, being more particularly described as follows:

Begin at an iron pin found at the intersection of the West line of the East one-half of the West one-half of said Section 32 and the South right-of-way line of Pumpkin Swamp Road, Shelby County Highway # 32; thence run South along said West line for a distance of 1,171.25 feet to an iron pin found on the Northwest right-of-way line of Shelby County Highway # 438; thence turn an angle to the left of 126 degrees, 18 minutes, 02 seconds and run in a Northeasterly direction along said Northwest right-of-way line for a distance of 241.37 feet to a point on a curve to the left having a central angle of 17 degrees, 45 minutes, 19 seconds and a radius of 538.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 166.72 feet to a point on a reverse curve to the right having a central angle of 19 degrees, 51 minutes, 31 seconds and a radius of 1,143.26 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 396.26 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 554.85 feet to a point on a curve to the left having a central angle of 2 degrees, 42 minutes, 24 seconds and a radius of 768.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 36.28 feet to a point; thence turn an angle to the left from the chord of last stated curve of 145 degrees, 46 minutes, 44 seconds and run in a Westerly direction for a distance of 59.64 feet to a point; thence turn an angle to the right of 92 degrees, 55 minutes, 45 seconds and run in a Northerly direction for a distance of 209.80 feet to a point on the South right-of-way line of Pumpkin Swamp Road, Shelby County Highway # 32, said point being on a curve to the right having a central angle of 3 degrees, 24 minutes, 25 seconds and a radius of 3,020.00 feet; thence turn an angle to the left of 15 degrees, 53 minutes, 07 seconds to the radius of said curve and run in a Southwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 179.57 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said South right-of-way line for a distance of 142.43 feet to a point on a curve to the left having a central angle of 4 degrees, 57 minutes, 55 seconds and a radius of 1,382.30 feet; thence run in a Southwesterly direction along the arc of said curve and also along South right-of-way line for a distance of 119.79 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said South right-of-way line for a distance of 128.61 feet to a point on a curve to the right having a central angle of 58 degrees, 17 minutes, 05 seconds and a radius of 170.00 feet; thence run in a Southwesterly to Northwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 172.93 feet to a point; thence run tangent to last stated curve in a Northwesterly direction along said South right-of-way line for a distance of 94.75 feet to a point on a curve to the left having a central angle of 24 degrees, 32 minutes, 41 seconds and a radius of 454.01 feet; thence run in a Northwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 194.49 feet to a point; thence run tangent to last stated curve in a Northwesterly direction along said South right-of-way line for a distance of 79.87 feet to the point of beginning; said parcel containing 14.02 acres more or less.

Being a portion of the premises conveyed to the Grantor by Deed dated February 10, 2000 and recorded in the Official Records of Shelby County, AL as instrument number 2000-04450.

Inst. # 2001-53655

12/08/2001-53655
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
DOE CH 122.00

SPECIAL (STATUTORY) WARRANTY DEED
R.E. No. GETC GC25

THIS INDENTURE, made this 2nd day of November, A.D., 2001, between GREAT EASTERN TIMBER COMPANY, LLC, a Delaware limited liability company, having a usual place of business c/o Cahaba Forest Management, Inc., 3891 Klein Road, Harpersville, Alabama 35078, (205) 672-8311 (Grantor), and Eddleman Properties, Inc. having a place of business at 2700 Highway 280 Suite 425 West, Birmingham, AL 35223, (205) 877-9400 (Grantee),

\$ 00, 00, 00

WITNESSETH, That the Grantor, for the sum of Ten and 00/100 (\$10.00) Dollars, and other good and valuable consideration, to it paid by the Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby GRANT, BARGAIN, SELL and CONVEY unto the said Grantee the following land and the standing timber thereon, (Premises), situated in the County of Shelby, and State of Alabama, being more particularly described as follows; to wit:

SEE EXHIBIT "A" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF.

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, any persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said Grantee, their successors and assigns, forever.

IN WITNESS WHEREOF, on the day and year first-above written, the Grantor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by an Assistant Treasurer and attested to by an Assistant Secretary of Hancock Natural Resource Group, Inc., its duly authorized Manager.

ATTEST:

Antoniella Ricci
Antoniella Ricci, Assistant Secretary

GREAT EASTERN TIMBER COMPANY, LLC
By: Hancock Natural Resource Group, Inc.

by Kevin J. McWilliams
Kevin J. McWilliams, Assistant Treasurer

COMMONWEALTH OF MASSACHUSETTS)
COUNTY OF SUFFOLK) ss)

I, Jennifer L. Tansey, a Notary Public in and for said County and Commonwealth, hereby certify that Kevin J. McWilliams, whose name as Assistant Treasurer of Hancock Natural Resource Group, Inc., 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 the instrument, he, as such officer and with full authority, executed the same voluntarily (on the day the same bears date) on behalf of Hancock Natural Resource Group, Inc., in its capacity as the duly authorized Manager of GREAT EASTERN TIMBER COMPANY, LLC for and as the act of said Grantor.

Given under my hand and official seal on this 2nd day of November, 2001.

Jennifer L. Tansey
Jennifer L. Tansey, Notary Public in and for the
Commonwealth of Massachusetts.
My commission expires: July 26, 2007.

Prepared by:
Timothy Davis, Esquire
Gordon Silberman Wiggins & Childs, P.C.
1400 Southtrust Tower
420 North 20th Street
Birmingham, Alabama 35203

SW1/4 and NW1/4, Sec. 25, T19S, R1W

Inst # 2001-53660

12/08/2001-53660
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
514.20

Exhibit A

All that part of the Northwest quarter of the Southwest quarter and the Southwest quarter of the Northwest quarter of Section 25, Township 19 South, Range 1 West, Shelby County, Alabama lying South of the South right-of-way line of U.S. Highway # 280 and Northwest of the Northwest right-of-way line of Shelby County Highway # 440 and East of the center line of Hargis Retreat Creek.

BEING a portion of the premises conveyed to the Grantor by Deed dated February 10, 2000 and recorded in the Official Records of Shelby County, AL as instrument number 2000-04450.

Inst # 2001-53660

12/08/2001-53660
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CH 514.00

SPECIAL (STATUTORY) WARRANTY DEED
R.E. No. GETC GC25

THIS INDENTURE, made this 2nd day of November, A.D., 2001, between GREAT EASTERN TIMBER COMPANY, LLC, a Delaware limited liability company, having a principal place of business c/o Cahaba Forest Management, Inc., 3891 Klein Road, Harpersville, Alabama 35078, (205) 672-8311 (Grantor), and Eddleman Properties, Inc. having a place of business at 2700 Highway 280, Suite 425 West, Birmingham, AL, (205) 877-9400 (Grantee),

2,309,433.66

WITNESSETH, That the Grantor, for the sum of Ten and 00/100 (\$10.00) Dollars, and other good and valuable consideration, to it paid by the Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby GRANT, BARGAIN, SELL and CONVEY unto the said Grantee the following land and the standing timber thereon, (Premises), situated in the County of Shelby, and State of Alabama, being more particularly described as follows; to wit:

SEE EXHIBIT "A" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF.

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, any persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said Grantee, their successors and assigns, forever.

IN WITNESS WHEREOF, on the day and year first-above written, the Grantor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by an Assistant Treasurer, and attested to by an Assistant Secretary of Hancock Natural Resource Group, Inc., its duly authorized Manager.

ATTEST:

Antonietta Ricci
 Antonietta Ricci, Assistant Secretary

GREAT EASTERN TIMBER COMPANY, LLC
 By: Hancock Natural Resource Group, Inc.

by Kevin J. McWilliams
 Kevin J. McWilliams, Assistant Treasurer

COMMONWEALTH OF MASSACHUSETTS)
)ss
 COUNTY OF SUFFOLK)

I, Jennifer L. Tansey, a Notary Public in and for said County and Commonwealth, hereby certify that Kevin J. McWilliams, whose name as Assistant Treasurer of Hancock Natural Resource Group, Inc., 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 the instrument, he, as such officer and with full authority, executed the same voluntarily (on the day the same bears date) on behalf of Hancock Natural Resource Group, Inc., in its capacity as the duly authorized Manager of GREAT EASTERN TIMBER COMPANY, LLC for and as the act of said Grantor

Given under my hand and official seal on this 2nd day of November, 2001.

J. L. Tansey
 Jennifer L. Tansey, Notary Public in and for the
 Commonwealth of Massachusetts. My
 commission expires July 26, 2007.

Prepared by:
 Timothy Davis, Esquire
 Gordon Silberman Wiggins & Childs, P.C.
 1400 Southtrust Tower
 420 North 20th Street
 Birmingham, Alabama 35203

SW1/4, Sec.29; SE1/4, Sec.30; all of Sec. 31; NW1/4, SW1/4 Sec. 32; all in T19S, R1E
 NE1/4, NW1/4, Sec. 6; T20S, R1E

12/08/2001-53665
 12:15 PM CERTIFIED
 SHELBY COUNTY CLERK OF PROBATE
 008 01 2023.00

Inst # 2001-53665

Exhibit A

a parcel of land situated in the Southeast quarter of Section 30, and the Southwest quarter of Section 29, and the Northwest quarter of Section 32, and Section 31, all in Township 19 South, Range 1 East, and also in the North one-half of Section 6, Township 20 South, Range 1 East, Shelby County, Alabama, being more particularly described as follows:

Begin at a 2 inch bar found locally accepted to be the Southwest corner of the Northeast quarter of the Northwest quarter of Section 32, Township 19 South, Range 1 East at the corner of an existing fence; thence run in a Northerly direction along said fence for a distance of 394.23 feet to a point; thence turn an angle to the right of 03 degrees, 45 minutes, 54 seconds and continue in a Northerly direction along said fence for a distance of 463.35 to a ¾ inch rebar found; thence turn an angle to the right of 00 degrees, 04 minutes, 52 seconds and continue in a Northerly direction along said fence for a distance of 425.47 feet to a one-half inch rebar found; thence turn an angle to the left of 2 degrees, 53 minutes, 24 seconds and run in a Northerly direction for a distance of 1,202.37 feet to an iron pin found on the Southeast right-of-way line of Seaboard Coast Line Railroad; thence turn an angle to the left of 96 degrees, 08 minutes, 53 seconds and run in a Southwesterly direction along said Southeast right-of-way line for a distance of 1,156.52 feet to a point on a curve to the left having a central angle of 31 degrees, 22 minutes, 46 seconds and a radius of 1,802.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 986.91 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said Southeast right-of-way line for a distance of 3,375.32 feet to the center line of a creek; thence run in a Southwesterly direction along the meandering of the center line of said creek for a distance of 6,733 + feet to a point on the Northwest right-of-way line of Pumpkin Swamp Road, Shelby County Highway # 32 said point being on a curve to the right having a central angle of 13 degrees, 55 minutes, 24 seconds and a radius of 448.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 108.87 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 171.83 feet to a point on a curve to the left having a central angle of 44 degrees, 44 minutes, 37 seconds and a radius of 141.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 110.11 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 104.21 feet to a point on a curve to the left having a central angle of 11 degrees, 21 minutes, 14 seconds and a radius of 1,241.60 feet; thence run in a Northeasterly to Northwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 246.04 feet to a point on a reverse curve to the right having a central angle of 34 degrees, 03 minutes, 39 seconds and a radius of 1,007.80 feet; thence run in a Northwesterly to Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 599.11 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 752.55 feet to a point on a curve to the right having a central angle of 14 degrees, 04 minutes, 12 seconds and a radius of 848.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 208.24 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 350.09 feet to a point on a curve to the right having a central angle of 32 degrees, 21 minutes, 08 seconds and a radius of 550.52 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 310.85 feet to a point on a reverse curve to the left having a central angle of 31 degrees, 12 minutes, 20 seconds and a radius of 531.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 289.20 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 185.43 feet to a point on the west line of the Northeast quarter of the Southeast quarter of Section 31, Township 19 South, Range 1 East; thence turn an angle to the left of 44 degrees, 00 minutes, 54 seconds and run in a Northerly direction along said West line for a distance of 1,125.36 feet to a one and one-half inch solid bar locally accepted to be the Northwest corner of said quarter-quarter section; thence turn an angle to the left of 5 degrees, 12 minutes, 15 seconds and run in a Northerly direction for a distance of 334.06 feet to a one and one-half inch solid bar found; thence turn an angle to the right of 100 degrees, 09 minutes, 13 seconds and run in an Easterly direction for a distance of 1,333.70 feet to a one and one-half inch solid bar found; thence turn an angle to the left of 95 degrees, 00 minutes, 37 seconds and run in a Northerly direction for a distance of 181.18 feet to a one inch open top iron found; thence turn an angle to the left of 9 degrees, 08 minutes, 24 seconds and run in a Northerly direction for a distance of 152.15 feet to a one inch open top iron found; thence turn an angle to the right of 101 degrees, 48 minutes, 37 seconds and run in a Easterly direction for a distance of 1,329.92 feet to an iron pin found; thence turn an angle to the right of 92 degrees, 00 minutes, 44 seconds and run in a Southerly direction for a distance of 495.12 feet to an iron pin found on the Northeast right-of-way line of said Pumpkin Swamp Road, Shelby County Highway # 32; thence turn an angle to the left of 77 degrees, 40 minutes, 30 seconds and run in a Southeasterly direction along said Northeast right-of-way line for a distance of 140.33 feet to a point on a curve to the right having a central angle of 24 degrees, 45 minutes, 52 seconds and a radius of 500.00 feet; thence run in a Southeasterly direction along the arc of said curve and also along said Northeast right-of-way line for a distance of 216.11 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said Northeast right-of-way line for a distance of 94.75 feet to a point on a curve to the left having a central angle of 58 degrees, 17 minutes, 05 seconds and a radius of 130.00 feet; thence run in a Southeasterly to Northeasterly direction along the arc of said curve and also along said Northeast right-of-way line for a distance of 132.24 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northeast right-of-way line for a distance of 85.90 feet to a point; thence turn an angle to the left of 74 degrees, 00 minutes, 57 seconds and run in a Northerly direction for a distance of 572.26 feet to an iron pin found at the center line of a gas line right-of-way; thence turn an angle to the right of 71 degrees, 23 minutes, 53 seconds and run in a Northeasterly direction along the center line of said gas line for a distance of 1,200.43 feet to an iron pin found on the Southwest right-of-way line of Shelby County Highway # 51; thence turn an angle to the left of 87 degrees, 21 minutes, 10 seconds and run in a Northwesterly direction along said Southwest right-of-way line for a distance of 198.81 feet to a one half inch rebar found at the corner of a fence; thence turn an angle to the left of 70 degrees, 14 minutes, 55 seconds and run in a Westerly direction along said fence for a distance of 644.87 feet to the point; thence turn an angle to the right of 1 degree, 38 minutes, 37 seconds and continue in a Westerly direction along said fence for a distance of 986.36 feet to the point of beginning; said parcel containing 443.61 acres more or less.

Being a portion of the premises conveyed to the Grantor by Deed dated February 10, 2000, and recorded in the Official Records of Shelby County, AL as instrument number 2000-04450.

Inst # 2001-53665

12/08/2001-53665
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CH 2323.50

This instrument was prepared by:
Clayton T. Sweeney, Attorney
2700 Hwy. 280E, Suite 160
Birmingham, AL 35223

SEND TAX NOTICE TO:
Eddleman Properties, LLC
2700 Highway 280 East
Suite 425W
Birmingham, AL 35223

STATE OF ALABAMA}
SHELBY COUNTY}

Statutory Warranty Deed 1, 6, 8

KNOW ALL MEN BY THESE PRESENTS, That in consideration of Ten Dollars (\$10.00) and other good and valuable consideration to the undersigned grantor or grantors, Eddleman Properties, Inc., an Alabama corporation, (herein referred to as Grantors, whether one or more), in hand paid by the GRANTEES herein, the receipt of which is hereby acknowledged, the said GRANTORS do grant, bargain, sell, and convey unto Eddleman Properties, LLC, an Alabama limited liability company (herein referred to as GRANTEE, whether one or more), the following land and the standing timber thereon, (Premises), situated in SHELBY County, Alabama:

Exhibit "A" is attached hereto and made a part hereof.

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, and persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said GRANTEE, their successors and assigns, forever..

IN WITNESS WHEREOF, the Grantor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by its President this the 7th day of November, 2001.

EDDLEMAN PROPERTIES, INC.
an Alabama corporation

By: 
Douglas D. Eddleman
Its: President

STATE OF ALABAMA}
JEFFERSON COUNTY}

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Douglas D. Eddleman, whose name as President of Eddleman Properties, Inc. 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, and with full authority, he executed the same voluntarily and as an act of said corporation on the day the same bears date.

Given under my hand and official seal, this the 7th day of November, 2001.


Notary Public

My Commission Expires: 6-5-2003

Inst # 2001-53671

12/08/2001-53671
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CH 15.00

Exhibit A

a parcel of land situated in the Southeast quarter of Section 30, and the Southwest quarter of Section 29, and the Northwest quarter of Section 32, and Section 31, all in Township 19 South, Range 1 East, and also in the North one-half of Section 6, Township 20 South, Range 1 East, Shelby County, Alabama, being more particularly described as follows:

Begin at a 2 inch bar found locally accepted to be the Southwest corner of the Northeast quarter of the Northwest quarter of Section 32, Township 19 South, Range 1 East at the corner of an existing fence; thence run in a Northerly direction along said fence for a distance of 394.23 feet to a point; thence turn an angle to the right of 03 degrees, 45 minutes, 54 seconds and continue in a Northerly direction along said fence for a distance of 463.35 to a 1/2 inch rebar found; thence turn an angle to the right of 00 degrees, 04 minutes, 52 seconds and continue in a Northerly direction along said fence for a distance of 425.47 feet to a one-half inch rebar found; thence turn an angle to the left of 2 degrees, 53 minutes, 24 seconds and run in a Northerly direction for a distance of 1,202.37 feet to an iron pin found on the Southeast right-of-way line of Seaboard Coast Line Railroad; thence turn an angle to the left of 96 degrees, 08 minutes, 53 seconds and run in a Southwesterly direction along said Southeast right-of-way line for a distance of 1,156.52 feet to a point on a curve to the left having a central angle of 31 degrees, 22 minutes, 46 seconds and a radius of 1,802.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 986.91 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said Southeast right-of-way line for a distance of 3,375.32 feet to the center line of a creek; thence run in a Southwesterly direction along the meandering of the center line of said creek for a distance of 6,733 ± feet to a point on the Northwest right-of-way line of Pumpkin Swamp Road, Shelby County Highway # 32 said point being on a curve to the right having a central angle of 13 degrees, 55 minutes, 24 seconds and a radius of 448.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 108.87 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 171.93 feet to a point on a curve to the left having a central angle of 44 degrees, 44 minutes, 37 seconds and a radius of 141.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 110.11 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 104.21 feet to a point on a curve to the left having a central angle of 11 degrees, 21 minutes, 14 seconds and a radius of 1,241.60 feet; thence run in a Northeasterly to Northwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 246.04 feet to a point on a reverse curve to the right having a central angle of 34 degrees, 03 minutes, 39 seconds and a radius of 1,007.80 feet; thence run in a Northwesterly to Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 599.11 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 752.55 feet to a point on an curve to the right having a central angle of 14 degrees, 04 minutes, 12 seconds and a radius of 848.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 208.24 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way for a distance of 350.09 feet to a point on a curve to the right having a central angle of 32 degrees, 21 minutes, 08 seconds and a radius of 550.52 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 310.85 feet to a point on a reverse curve to the left having a central angle of 31 degrees, 12 minutes, 20 seconds and a radius of 531.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 289.20 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 185.43 feet to a point on the west line of the Northeast quarter of the Southeast quarter of Section 31, Township 19 South, Range 1 East; thence turn an angle to the left of 44 degrees, 00 minutes, 54 seconds and run in a Northerly direction along said West line for a distance of 1,125.36 feet to a one and one-half inch solid bar locally accepted to be the Northwest corner of said quarter-quarter section; thence turn an angle to the left of 5 degrees, 12 minutes, 15 seconds and run in a Northerly direction for a distance of 334.06 feet to a one and one-half inch solid bar found; thence turn an angle to the right of 100 degrees, 09 minutes, 13 seconds and run in an Easterly direction for a distance of 1,333.70 feet to a one and one-half inch solid bar found; thence turn an angle to the left of 95 degrees, 00 minutes, 37 seconds and run in a Northerly direction for a distance of 181.18 feet to a one inch open top iron found; thence turn an angle to the left of 0 degrees, 08 minutes, 24 seconds and run in a Northerly direction for a distance of 152.15 feet to a one inch open top iron found; thence turn an angle to the right of 101 degrees, 48 minutes, 37 seconds and run in a Easterly direction for a distance of 1,329.92 feet to an iron pin found; thence turn an angle to the right of 92 degrees, 00 minutes, 44 seconds and run in a Southerly direction for a distance of 495.12 feet to an iron pin found on the Northeast right-of-way line of said Pumpkin Swamp Road, Shelby County Highway # 32; thence turn an angle to the left of 77 degrees, 40 minutes, 30 seconds and run in a Southeasterly direction along said Northeast right-of-way line for a distance of 140.33 feet to a point on a curve to the right having a central angle of 24 degrees, 45 minutes, 52 seconds and a radius of 500.00 feet; thence run in a Southeasterly direction along the arc of said curve and also along said Northeast right-of-way line for a distance of 216.11 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said Northeast right-of-way line for a distance of 94.75 feet to a point on a curve to the left having a central angle of 58 degrees, 17 minutes, 05 seconds and a radius of 130.00 feet; thence run in a Southeasterly to Northeasterly direction along the arc of said curve and also along said Northeast right-of-way line for a distance of 132.24 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northeast right-of-way line for a distance of 85.90 feet to a point; thence turn an angle to the left of 74 degrees, 00 minutes, 57 seconds and run in a Northerly direction for a distance of 572.26 feet to an iron pin found at the center line of a gas line right-of-way; thence turn an angle to the right of 71 degrees, 23 minutes, 53 seconds and run in a Northeasterly direction along the center line of said gas line for a distance of 1,200.43 feet to an iron pin found on the Southwest right-of-way line of Shelby County Highway # 51; thence turn an angle to the left of 87 degrees, 21 minutes, 10 seconds and run in a Northwesterly direction along said Southwest right-of-way line for a distance of 198.81 feet to a one half inch rebar found at the corner of a fence; thence turn an angle to the left of 70 degrees, 14 minutes, 55 seconds and run in a Westerly direction along said fence for a distance of 644.87 feet to the point; thence turn an angle to the right of 1 degree, 38 minutes, 37 seconds and continue in a Westerly direction along said fence for a distance of 986.36 feet to the point of beginning; said parcel containing 443.61 acres more or less.

Being a portion of the premises conveyed to the Grantor by Deed dated February 10, 2000 and recorded in the Official Records of Shelby County, AL as instrument number 2000-04450.

Inst. # 2001-53671

12/08/2001-53671
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 28 15.00

This instrument was prepared by:
Clayton T. Sweeney, Attorney
2700 Hwy. 280E, Suite 160
Birmingham, AL 35223

SEND TAX NOTICE TO:
Eddleman Properties, LLC
2700 Highway 280 East
Suite 425W
Birmingham, AL 35223

STATE OF ALABAMA}
SHELBY COUNTY}

Statutory Warranty Deed

KNOW ALL MEN BY THESE PRESENTS, That in consideration of **Ten Dollars (\$10.00)** and other good and valuable consideration to the undersigned grantor or grantors, **Eddleman Properties, Inc., an Alabama corporation**, (herein referred to as Grantors, whether one or more), in hand paid by the GRANTEES herein, the receipt of which is hereby acknowledged, the said GRANTORS do grant, bargain, sell, and convey unto **Eddleman Properties, LLC, an Alabama limited liability company** (herein referred to as GRANTEE, whether one or more), the following land and the standing timber thereon, (Premises), situated in **SHELBY County, Alabama**:

Exhibit "A" is attached hereto and made a part hereof.

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, and persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said GRANTEE, their successors and assigns, forever..

IN WITNESS WHEREOF, the Grantor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by its President this the 7th day of November, 2001.

EDDLEMAN PROPERTIES, INC.
an Alabama corporation

By 
Douglas D. Eddleman
Its President

STATE OF ALABAMA}
JEFFERSON COUNTY}

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Douglas D. Eddleman, whose name as President of Eddleman Properties, Inc. 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, and with full authority, he executed the same voluntarily and as an act of said corporation on the day the same bears date.

Given under my hand and official seal, this the 7th day of November, 2001.


Notary Public

My Commission Expires: 6-5-2003

Inst # 2001-53670

12/08/2001-53670
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CA 15.00

Exhibit A

All that part of the Northwest quarter of the Southwest quarter and the Southwest quarter of the Northwest quarter of Section 25, Township 19 South, Range 1 West, Shelby County, Alabama lying South of the South right-of-way line of U.S. Highway # 280 and Northwest of the Northwest right-of-way line of Shelby County Highway # 440 and East of the center line of Hargis Retreat Creek.

BEING a portion of the premises conveyed to the Grantor by Deed dated February 10, 2000 and recorded in the Official Records of Shelby County, AL as instrument number 2000-04450.

Inst # 2001-53670

12/08/2001-53670
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
J02 CR 15.00

This instrument was prepared by:
Clayton T. Sweeney, Attorney
2700 Hwy. 280E, Suite 160
Birmingham, AL 35223

SEND TAX NOTICE TO:
Eddleman Properties, LLC
2700 Highway 280 East
Suite 425W
Birmingham, AL 35223

STATE OF ALABAMA}
SHELBY COUNTY}

Statutory Warranty Deed 1, co., 42

KNOW ALL MEN BY THESE PRESENTS, That in consideration of Ten Dollars (\$10.00) and other good and valuable consideration to the undersigned grantor or grantors, Eddleman Properties, Inc., an Alabama corporation, (herein referred to as Grantors, whether one or more), in hand paid by the GRANTEES herein, the receipt of which is hereby acknowledged, the said GRANTORS do grant, bargain, sell, and convey unto Eddleman Properties, LLC, an Alabama limited liability company (herein referred to as GRANTEE, whether one or more), the following land and the standing timber thereon, (Premises), situated in SHELBY County, Alabama:

Exhibit "A" is attached hereto and made a part hereof.

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, and persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said GRANTEE, their successors and assigns, forever..

IN WITNESS WHEREOF, the Grantor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by its President this the 7th day of November, 2001.

EDDLEMAN PROPERTIES, INC.
an Alabama corporation


Douglas D. Eddleman
Its President

STATE OF ALABAMA}
JEFFERSON COUNTY}

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Douglas D. Eddleman, whose name as President of Eddleman Properties, Inc. 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, and with full authority, he executed the same voluntarily and as an act of said corporation on the day the same bears date.

Given under my hand and official seal, this the 7th day of November, 2001.


Notary Public

My Commission Expires: 6-5-2003

Inst. # 2001-53669

12/08/2001-53669
12:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CH 15.00

Exhibit A

A parcel of land situated in the East one-half of the West one-half of Section 32, Township 19 South, Range 1 East, Shelby County, Alabama, being more particularly described as follows:

Begin at an iron pin found at the intersection of the West line of the East one-half of the West one-half of said Section 32 and the South right-of-way line of Pumpkin Swamp Road, Shelby County Highway # 32; thence run South along said West line for a distance of 1,171.25 feet to an iron pin found on the Northwest right-of-way line of Shelby County Highway # 438; thence turn an angle to the left of 126 degrees, 18 minutes, 02 seconds and run in a Northeasterly direction along said Northwest right-of-way line for a distance of 241.37 feet to a point on a curve to the left having a central angle of 17 degrees, 45 minutes, 19 seconds and a radius of 538.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 166.72 feet to a point on a reverse curve to the right having a central angle of 19 degrees, 51 minutes, 31 seconds and a radius of 1,143.26 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 396.26 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Northwest right-of-way line for a distance of 554.85 feet to a point on a curve to the left having a central angle of 2 degrees, 42 minutes, 24 seconds and a radius of 768.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 36.28 feet to a point; thence turn an angle to the left from the chord of last stated curve of 145 degrees, 46 minutes, 44 seconds and run in a Westerly direction for a distance of 59.64 feet to a point; thence turn an angle to the right of 92 degrees, 55 minutes, 45 seconds and run in a Northerly direction for a distance of 209.80 feet to a point on the South right-of-way line of Pumpkin Swamp Road, Shelby County Highway # 32, said point being on a curve to the right having a central angle of 3 degrees, 24 minutes, 25 seconds and a radius of 3,020.00 feet; thence turn an angle to the left of 15 degrees, 53 minutes, 07 seconds to the radius of said curve and run in a Southwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 179.57 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said South right-of-way line for a distance of 142.43 feet to a point on a curve to the left having a central angle of 4 degrees, 57 minutes, 55 seconds and a radius of 1,382.30 feet; thence run in a Southwesterly direction along the arc of said curve and also along South right-of-way line for a distance of 119.79 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said South right-of-way line for a distance of 128.61 feet to a point on a curve to the right having a central angle of 58 degrees, 17 minutes, 05 seconds and a radius of 170.00 feet; thence run in a Southwesterly to Northwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 172.93 feet to a point; thence run tangent to last stated curve in a Northwesterly direction along said South right-of-way line for a distance of 94.75 feet to a point on a curve to the left having a central angle of 24 degrees, 32 minutes, 41 seconds and a radius of 454.01 feet; thence run in a Northwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 194.49 feet to a point; thence run tangent to last stated curve in a Northwesterly direction along said South right-of-way line for a distance of 79.87 feet to the point of beginning; said parcel containing 14.02 acres more or less.

Being a portion of the premises conveyed to the Grantor by Deed dated February 10, 2000 and recorded in the Official Records of Shelby County, AL as instrument number 2000-04450.

Inst # 2001-53669

12/08/2001-53669
12:15 PM CERTIFIED
SHELBY COUNTY CLERK OF PROBATE
002 CH 15.00

Tax Notice Sent to:
Eddleman Properties, LLC
2700 Highway 280
Suite 425 West
Birmingham, AL 35223

SPECIAL (STATUTORY) WARRANTY DEED
R.E. No. GETC GC25

THIS INDENTURE, made this 11th day of February, A.D., 2002, between GREAT EASTERN TIMBER COMPANY LLC, a Delaware limited liability company, having a usual place of business c/o Cahaba Forest Management, Inc., 3891 Klein Road, Harpersville, AL 35078, (205) 672-8311 (Grantor), and EDDLEMAN PROPERTIES, LLC, having an address at 2700 Highway 280, Suite 425 West, Birmingham, AL 35223, (205) 877-9400 (Grantee).

WITNESSETH, That the Grantor, for the sum of Ten and 00/100 (\$10.00) Dollars, and other good and valuable consideration, to it paid by the Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby GRANT, BARGAIN, SELL and CONVEY unto the said Grantee the following land and the standing timber thereon, (Premises), situated in the County of Shelby, and State of Alabama, being more particularly described as follows; to wit:


(SEE EXHIBIT "A" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF)

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, any persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said Grantee, its successors and assigns, forever.

IN WITNESS WHEREOF, on the day and year first-above written, the Grantor has caused these presents to be signed in its name and behalf by an Assistant Treasurer, and attested to by the Secretary of Hancock Natural Resource Group, Inc., its duly authorized manager.

ATTEST:


Corinne L. Weber Secretary

GREAT EASTERN TIMBER COMPANY LLC
By: Hancock Natural Resource Group, Inc.


Kevin J. McWilliams Assistant Treasurer

COMMONWEALTH OF MASSACHUSETTS)
COUNTY OF SUFFOLK) ss)

I, Deanna Garland, a Notary Public in and for said County and Commonwealth, hereby certify that Kevin J. McWilliams, whose name as Assistant Treasurer of Hancock Natural Resource Group, Inc., 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 the instrument, he, as such officer and with full authority, executed the same voluntarily (on the day the same bears date) on behalf of Hancock Natural Resource Group, Inc., in its capacity as the duly authorized manager of GREAT EASTERN TIMBER COMPANY LLC for and as the act of said Grantor.

Given under my hand and official seal on February 11, 2002.


Deanna Garland Notary Public

My commission expires: April 14, 2006

Prepared by:
JOHN HANCOCK LIFE INSURANCE COMPANY
Real Estate Law Department/T-30
John Hancock Place, P.O. Box 111
Boston, MA 02117

COPY

SW1/4 Sec. 25; SE1/4 Sec. 26, and NW1/4 of Sec. 36, T19S, R1W

DG0961.DOC

02/21/2002-08613
08:55 AM CERTIFIED
COUNTY JUDGE OF PROBATE

2 1 022000005050/NO.5500000220 P 2 (THU) 2 21 2002 12:06/ST.12:05/NO.5500000220 P 2

FROM

Tract # 2002-08613

EXHIBIT A

Parcel I:

A parcel of land situated in Section 25, 26 and 36 Township 19 South, Range 1 West, Shelby County, Alabama being more particularly described as follows:

Begin at a 4 inch axle found locally accepted to be the Southeast corner of said Section 26; thence run West along the South line of said Section 26 for a distance of 187.22 feet to a iron pin found; thence turn an angle to the right of 67 degrees, 36 minutes, 27 seconds and run in Northwesterly direction for a distance of 1,145.96 feet to an iron pin found on the South right-of-way line of CSX Railroad; thence turn an angle to the right of 90 degrees, 23 minutes, 37 seconds and run in a Northeasterly direction along said South right-of-way line for a distance of 1,267.08 feet to a point; thence turn an angle to the right of 89 degrees, 50 minutes, 31 seconds and run in a Southeasterly direction along said South right-of-way line for a distance of 20.00 feet to a point on a curve to the right having a central angle of 69 degrees, 40 minutes, 56 seconds and a radius of 882.00 feet; thence run in a Northeasterly to Southeasterly direction along the arc of said curve and also along said South right-of-way line for a distance of 1,072.67 feet to a point; thence turn an angle from the tangent of last stated curve to the left of 90 degrees, 00 minutes, 00 seconds and run in a Northeasterly direction for a distance of 20.00 feet to the West right-of-way line of CSX Railroad, said point being on a curve to the right having a central angle of 40 degrees, 30 minutes, 41 seconds and radius of 902.00 feet; thence run in a Southeasterly direction along the arc of said curve and also along said West right-of-way line for a distance of 637.77 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said West right-of-way line for a distance of 1,395.06 feet to a point on a curve to the left having a central angle of 28 degrees, 06 minutes, 49 seconds and a radius of 1,548.49 feet; thence run in a Southeasterly direction along the arc of said curve and also along said West right-of-way line for a distance of 759.81 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said West right-of-way line for a distance of 694.31 feet to the point of intersection of said West right-of-way line and the Northeast right-of-way line of Shelby County Highway # 439; thence turn an angle to the right of 74 degrees, 06 minutes, 24 seconds and run in a Southwesterly direction for a distance of 40.00 feet to point; thence turn an angle to the right of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction for a distance of 278.73 feet to a point on a curve to the right having a central angle of 48 degrees, 46 minutes, 57 seconds and a radius of 281.87 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 239.99 feet to a point on a reverse curve to the left having a central angle of 33 degrees, 09 minutes, 58 seconds and a radius of 90.00 feet; thence run along the arc of said curve in a Northwesterly direction for a distance of 52.10 feet to a point; thence run tangent to last stated curve in a Northwesterly direction for a distance of 181.02 feet to a point on a curve to the left having a central angle of 17 degrees, 12 minutes, 17 seconds and a radius of 143.99 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 43.28 feet to a point; thence run tangent to last stated curve for a distance of 664.99 feet to a point; thence turn an angle to the left of 43 degrees, 43 minutes, 16 seconds and run in an Westerly direction for a distance of 14.39 feet to a point; thence turn an angle to the right of 44 degrees, 02 minutes, 03 seconds and run in a Northwesterly direction for a distance of 403.64 feet to a point on a curve to the left having a central angle of 09 degrees, 39 minutes, 06 seconds and a radius of 489.80 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 82.51 feet to a point; thence run tangent to last stated curve in a Northwesterly direction for a distance of 561.70 feet to a point on a curve to the left having a central angle of 33 degrees, 51 minutes, 32 seconds and a radius of 113.31 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 66.96 feet to a point on a compound curve to the left having a central angle of 06 degrees, 59 minutes, 06 seconds and a radius of 1,200.00 feet; thence run in a Northwesterly to Southwesterly direction along the arc of said curve for a distance of 146.30 feet to a point; thence run tangent to last stated curve in a Southwesterly direction for a distance of 153.42 feet to a point on a curve to the right having a central angle of 45 degrees, 25 minutes, 11 seconds and a radius of 115.00 feet; thence run along the arc of said curve in a Southwesterly to Northwesterly direction for a distance of 91.16 feet to a point; thence run tangent to last stated curve in a Northwesterly direction for a distance of 51.86 feet to a point on a curve to the left having a central angle of 48 degrees, 39 minutes, 23 seconds and a radius of 126.00 feet; thence run along the arc of said curve in a Northwesterly to Southwesterly direction for a distance of 107.00 feet to a point; thence run tangent to last stated curve in a Southwesterly direction for a distance of 32.49 feet to a point on the West line of said Section 36; thence turn an angle to the right of 102 degrees, 37 minutes, 15 seconds and run in a Northerly direction along said West line for a distance of 228.20 feet to the point of beginning; said parcel I containing 97.75 acres, more or less.

Parcel II

A parcel of land situated in the Southeast quarter of the Southeast quarter of Section 26, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 4 inch axle found locally accepted to be the Southeast corner of said Section 26; thence run North along the East line of said Section 26 for a distance of 1,318.59 feet to the Northeast corner of the Southeast quarter of the Southeast quarter of said Section 26; thence turn an angle to the left of 91 degrees, 15 minutes, 15 seconds and run in a Westerly direction along the North line of said quarter-quarter section for a distance of 291.66 feet to an iron pin set at the point of beginning; thence continue along last stated course for a distance of 628.93 feet to an iron pin found; thence turn an angle to the left of 88 degrees, 57 minutes, 44 seconds and run in a Southerly direction for a distance of 266.27 feet to an iron pin found on the Northwest right-of-way line of CSX Railroad; thence turn an angle to the left of 113 degrees, 49 minutes, 26 seconds and run in a Northeasterly direction along said Northwest right of way line for a distance of 687.40 feet to the point of beginning; said parcel II containing 1.922 acres, more or less.

Parcel III:

A parcel of land situated in the Northwest quarter of the Southwest quarter of Section 25, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 4 inch axle found locally accepted to be the Southwest corner of said Section 25; thence run North along the West line of said Section 25 for a distance of 1,442.27 feet to an iron pin set on the Northwest right-of-way line of CSX Railroad; thence turn an angle to the right of 65 degrees, 57 minutes, 36 seconds and run in a Northeasterly direction along said Northwest right-of-way line for a distance of 501.57 feet to a point at the intersection of said Northwest right-of-way line and the South right-of-way line of Shelby County Highway # 440 said point being on a curve to the right having a central angle of 02 degrees, 53 minutes, 54 seconds and a radius of 599.00 feet; thence turn an angle to the left to the radius of said curve of 76 degrees, 57 minutes, 49 seconds and run in Southwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 30.30 feet; thence run tangent to last stated curve in a Southwesterly direction along said South right-of-way line for a distance of 197.14 feet to a point on a curve to the right having a central angle of 14 degrees, 06 minutes, 57 seconds and a radius of 816.56 feet; thence run in a Southwesterly to Northwesterly direction along the arc of said curve and also along said South right-of-way line for a distance of 201.17 feet to a point; thence run tangent to last stated curve in a Northwesterly direction along said South right-of-way line for a distance of 32.56 feet to a point on the West line of said Section 25; thence turn an angle to the left of 96 degrees, 00 minutes, 28 seconds and run in a Southerly direction along said West line for a distance of 171.22 feet to the point of beginning; said Parcel III containing 34,111 square feet, more or less.

Parcel IV:

A parcel of land situated in the West 1/2 of Section 25, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 4 inch by 4 inch concrete monument found locally accepted to be the Southwest corner of said Section 25; thence run North along the West line of said Section 25 for a distance of 1,613.49 feet to a point on the South right-of-way line of Shelby County Highway # 440; thence turn an angle to the right of 96 degrees, 00 minutes, 28 seconds and run in an Easterly direction along said South right-of-way line for a distance of 32.56 feet to a point on a curve to the left having central angle of 14 degrees, 06 minutes, 57 seconds and a radius of 816.56 feet; thence run in an Easterly direction along the arc of said curve and also along said South right-of-way line for a distance of 201.17 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said South right-of-way line for a distance of 197.14 feet to a point on a curve to the left having a central angle of 15 degrees, 33 minutes, 12 seconds and a radius of 599.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said South right-of-way line for a distance of 162.60 feet; thence run tangent to last stated curve in a Northeasterly direction along said South right-of-way line for a distance of 214.98 feet to the point of beginning; thence continue along last stated course for a distance of 93.52 feet to a point on a curve to the left having a central angle of 9 degrees, 42 minutes, 33 seconds and a radius of 445.00 feet; thence run in a Northeasterly direction along the arc of said curve and also along said South right-of-way line for a distance of 75.41 feet to an iron pin set; thence turn an angle to the right from the chord of last stated curve of 116 degrees, 02 minutes, 44 seconds and run in a Southerly direction for a distance of 71.73 feet to an iron pin set on the North right-of-way line of CSX Railroad; said iron pin also being on a curve to the left having a central angle of 08 degrees, 26 minutes, 46 seconds and a radius of 1,052.00 feet; thence turn an angle to the chord of said curve to the right of 91 degrees, 47 minutes, 45 seconds and run in a Westerly direction along said North right-of-way line for a distance of 155.08 feet to the point of beginning; said parcel IV containing 4,881 square feet, more or less.

EXCEPTING AND RESERVING, HOWEVER, UNTO GRANTOR, ITS AFFILIATES, PERMITTEES, SUCCESSORS AND ASSIGNS, a perpetual, non-exclusive easement for vehicular and pedestrian access, ingress and egress, Sixty (60) feet in width, situated in the Northwest Quarter of the Northwest Quarter (NW 1/4 NW 1/4) of Section 36, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at a 4 inch axle found locally accepted to be the Northwest corner of said quarter-quarter section; thence run West along the South line of Section 26 in said Township 19 South, Range 1 West, for a distance of 187.22 feet to a iron pin found; thence turn an angle to the right of 67 degrees, 36 minutes, 27 seconds and run in Northwesterly direction for a distance of 1,145.96 feet to an iron pin found on the South right-of-way line of CSX Railroad; thence turn an angle to the right of 90 degrees, 23 minutes, 37 seconds and run in a Northeasterly direction along said South right-of-way line for a distance of 1,267.08 feet to a point; thence turn an angle to the right of 89 degrees, 50 minutes, 31 seconds and run in a Southeasterly direction along said South right-of-way line for a distance of 20.00 feet to a point on a curve to the right having a

central angle of 69 degrees, 40 minutes, 56 seconds and a radius of 882.00 feet; thence run in a Northeasterly to Southeasterly direction along the arc of said curve and also along said South right-of-way line for a distance of 1,072.67 feet to a point; thence turn an angle from the tangent of last stated curve to the left of 90 degrees, 00 minutes, 00 seconds and run in a Northeasterly direction for a distance of 20.00 feet to the West right-of-way line of CSX Railroad, said point being on a curve to the right having a central angle of 40 degrees, 30 minutes, 41 seconds and radius of 902.00 feet; thence run in a Southeasterly direction along the arc of said curve and also along said West right-of-way line for a distance of 637.77 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said West right-of-way line for a distance of 1395.06 feet to a point on a curve to the left having a central angle of 28 degrees, 06 minutes, 49 seconds and a radius of 1,548.49 feet; thence run in a Southeasterly direction along the arc of said curve and also along said West right-of-way line for a distance of 759.81 feet to a point; thence run tangent to last stated curve in a Southeasterly direction along said West right-of-way line for a distance of 694.31 feet to the point of intersection of said West right-of-way line and the Northeast right-of-way line of Shelby County Highway # 439; thence turn an angle to the right of 74 degrees, 06 minutes, 24 seconds and run in a Southwesterly direction for a distance of 40.00 feet to a point; thence turn an angle to the right of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction for a distance of 278.73 feet to a point on a curve to the right having a central angle of 48 degrees, 46 minutes, 57 seconds and a radius of 281.27 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 239.99 feet to a point on a reverse curve to the left having a central angle of 33 degrees, 09 minutes, 58 seconds and a radius of 90.00 feet; thence run along the arc of said curve in a Northwesterly direction for a distance of 52.10 feet to a point; thence run tangent to last stated curve in a Northwesterly direction for a distance of 161.02 feet to a point on a curve to the left having a central angle of 17 degrees, 12 minutes, 17 seconds and a radius of 143.99 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 43.24 feet to a point; thence run tangent to last stated curve for a distance of 664.99 feet to a point; thence turn an angle to the left of 43 degrees, 43 minutes, 16 seconds and run in a Westerly direction for a distance of 14.39 feet to a point; thence turn an angle to the right of 44 degrees, 02 minutes, 03 seconds and run in a Northwesterly direction for a distance of 403.64 feet to a point on a curve to the left having a central angle of 02 degrees, 37 minutes, 59 seconds and a radius of 489.80 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 22.51 feet to a point of beginning; thence turn an angle to the right from the tangent of last stated curve of 90 degrees, 00 minutes, 00 seconds and run in a Northeasterly direction for a distance of 15.00 feet to a point on the Southwest right-of-way line of a prescriptive right-of-way for Shelby County Highway No. 439, said point being on a curve to the left having a central angle of 07 degrees, 01 minutes, 07 seconds and a radius of 504.80 feet; thence run in a Northwesterly direction along said Southwest right-of-way line and also along the arc of said curve for a distance of 61.48 feet to a point; thence turn an angle to the left from the tangent of last stated curve of 90 degrees, 00 minutes, 00 seconds and run in a Southwesterly direction for a distance of 15.00 feet to a point on a curve to the right having a central angle of 07 degrees, 01 minutes, 07 seconds and a radius of 489.80 feet; thence run in a Southeasterly direction along the arc of said curve for a distance of 60.00 feet to the point of beginning.

BEING a portion of the premises conveyed to Grantor by deed dated February 10, 2000, recorded in the Office of the Judge of Probate of Shelby County, Alabama, as Instrument No. 2000-04450.

SPECIAL (STATUTORY) WARRANTY DEED
R.E. No. GETC GC25

THIS INDENTURE, made this 11th day of February, A.D., 2002, between GREAT EASTERN TIMBER COMPANY, LLC, a Delaware limited liability company, having a usual place of business c/o Cahaba Forest Management, Inc., 3891 Klein Road, Harpersville, AL 35078, (205) 672-8311 (Grantor), and EDDLEMAN PROPERTIES, LLC having a place of business at 2700 Highway 280, Suite 425, West Birmingham, AL 35223, (205) 877-9400 (Grantee),

WITNESSETH, That the Grantor, for the sum of Ten and 00/100 (\$10.00) Dollars, and other good and valuable consideration, to it paid by the Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby GRANT, BARGAIN, SELL and CONVEY unto the said Grantee the following land and the standing timber thereon, (Premises), situated in the County of Shelby, and State of Alabama, being more particularly described as follows; to wit:

(SEE EXHIBIT "A" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF.)

The Premises described hereunder are hereby conveyed "as is," by the tract and not by the acre, the acreage not being guaranteed by the Grantor, and are also conveyed subject to the rights of any tenants or lessees, any persons in possession; all outstanding mineral rights or reservations, oil, gas or mineral leases; water districts, water rights; restrictions or reservations; roadways, rights of way, easements; any contracts purporting to limit or regulate the use, occupancy or enjoyment of said Premises; and any matters which could be disclosed by an accurate, current survey or inspection of said Premises.

TO HAVE AND TO HOLD the above-described Premises, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the said Grantee, its successors and assigns, forever.

IN WITNESS WHEREOF, on the day and year first-above written, the Grantor has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by an Assistant Treasurer and attested to by an Assistant Secretary of Hancock Natural Resource Group, Inc., its duly authorized Manager.

ATTEST:

Antionette Ricci
 Antionette Ricci, Assistant Secretary

GREAT EASTERN TIMBER COMPANY, LLC
 By: Hancock Natural Resource Group, Inc.

by Kevin J. McWilliams
 Kevin J. McWilliams, Assistant Treasurer

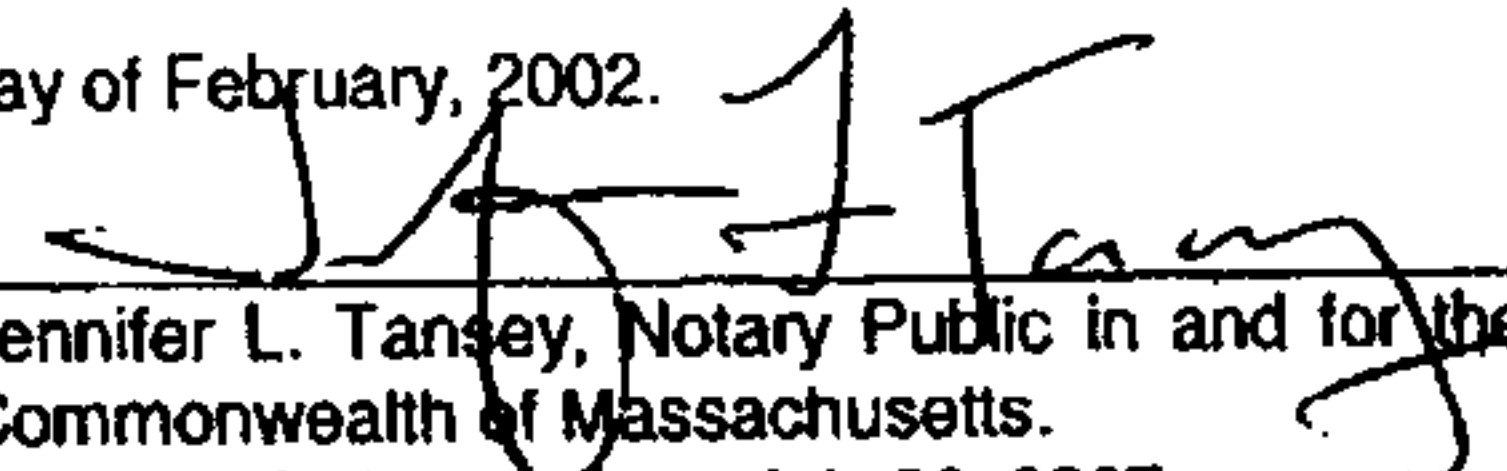
COMMONWEALTH OF MASSACHUSETTS)
)ss
 COUNTY OF SUFFOLK)

I, Jennifer L. Tansey, a Notary Public in and for said County and Commonwealth, hereby certify that Kevin J. McWilliams, whose name as Assistant Treasurer of Hancock Natural Resource Group, Inc., signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the

COPY
 02/21/2002
 08:55 AM CERTIFIED
 SHELBY COUNTY JUDGE OF PROBATE
 25.00

same voluntarily (on the day the same bears date) on behalf of Hancock Natural Resource Group, Inc., in its capacity as the duly authorized Manager of GREAT EASTERN TIMBER COMPANY, LLC for and as the act of said Grantor.

Given under my hand and official seal on this 11th day of February, 2002.


Jennifer L. Tansey, Notary Public in and for the
Commonwealth of Massachusetts.
My commission expires: July 26, 2007

Prepared by:
Timothy Davis, Esquire
Gordon Silberman Wiggins & Childs, P.C.
1400 Southtrust Tower
420 North 20th Street
Birmingham, Alabama 35203

NW1/4, Sec.31, T19S, R1E

EXHIBIT A

Commence at a 2 inch bar found locally accepted to be the Southwest corner of the Northeast quarter of the Northwest quarter of Section 32, Township 19 South, Range 1 East at the corner of an existing fence; thence run in a Northerly direction along said fence for a distance of 394.23 feet to a point; thence turn an angle to the right of 03 degrees, 45 minutes, 54 seconds and continue in a Northerly direction along said fence for a distance of 463.35 feet to a 1/2 inch rebar found; thence turn an angle to the right of 00 degrees, 04 minutes, 52 seconds and continue in a Northerly direction along said fence for a distance of 425.47 feet to a one-half inch rebar found; thence turn an angle to the left of 2 degrees, 53 minutes, 24 seconds and run in a Northerly direction for a distance of 1,202.37 feet to an iron pin found on the Southeast right-of-way line of Seaboard Coast Line Railroad; thence turn an angle to the left of 96 degrees, 08 minutes, 53 seconds and run in a Southwesterly direction along said Southeast right-of-way line for a distance of 1,156.52 feet to a point on a curve to the left having a central angle of 31 degrees, 22 minutes, 46 seconds and a radius of 1,802.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Southeast right-of-way line for a distance of 986.91 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said Southeast right-of-way line for a distance of 3,375.32 feet to the point of beginning; thence continue along last stated course for a distance of 1,408.88 feet to the center line of a wet weather stream; thence run in a Southeasterly direction along the meanderings of the center line of said stream for a distance of 748 ± feet to the center line of a creek; thence run in a Northeasterly direction along the meanderings of the center line of said creek for a distance of 2,211 ± feet to the point of beginning; said parcel containing 10.53 acres, more or less

AS SHOWN on a survey dated September 18, 2001, prepared by Carl Daniel Moore, Registered Land Surveyor No. 12159.

Being a portion of the premises conveyed to the Grantor by deed dated February 10, 2000 and recorded in the Probate Office of Shelby County, Alabama as Instrument Number 2000-04450.

Inst # 2002-14955

04/01/2002--14955
10:15 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

035 MSB 113.00