

THIS INSTRUMENT WAS PREPARED BY:
Richard W. Theibert, Attorney
NAJJAR DENABURG, P.C.
2125 Morris Avenue
Birmingham, Alabama 35203

SEND TAX NOTICE TO:
Mary Nell Spraberry

637 Highland Lakes COVE
BIRMINGHAM, AL. 35242

WARRANTY DEED
WITHOUT SURVIVORSHIP
(TENANTS IN COMMON)

THE STATE OF ALABAMA)
COUNTY OF SHELBY)

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of Five Hundred Forty-Six Thousand Five Hundred and No/100, (\$546,500.00), DOLLARS, in hand paid to the undersigned, W. Neill Fox and spouse, Dianne D. Fox, (hereinafter referred to as "GRANTORS"), by Mary Nell Spraberry, individually, and Mary Nell Spraberry and Charles Brian Spraberry as Trustees of the Family Trust u/w/o Charles E. Spraberry, (hereinafter referred to as "GRANTEES"), the receipt of which is hereby acknowledged, the said GRANTORS do by these presents, grant, bargain, sell and convey unto Mary Nell Spraberry, an undivided 50% interest, and to Mary Nell Spraberry and Charles Brian Spraberry as Trustees of the Family Trust u/w/o Charles E. Spraberry, an undivided 50% interest, as tenants in common, the following described real estate, located and situated in Shelby County, Alabama, to wit:

Lot 127, according to the Map of Highland Lakes, 1st Sector, an Eddleman Community, as recorded in Map Book 18, Page 37 A, B, C, D, E, F & G, in the Probate Office of Shelby County, Alabama.

Together with nonexclusive easement to use the private roadways, common area all as more particularly described in the Declaration of Easements and Master Protective Covenants for Highland Lakes, a Residential Subdivision recorded as Instrument #1994-07111 in the Probate Office of Shelby County, Alabama and the Declaration of Covenants, Conditions and Restrictions for Highland Lakes, a Residential Subdivision, 1st Sector, recorded as Instrument #1994-07112 in the Probate Office of Shelby County, Alabama (which, together with all amendments thereto, is hereinafter collectively referred to as, the "Declaration").

SUBJECT TO:

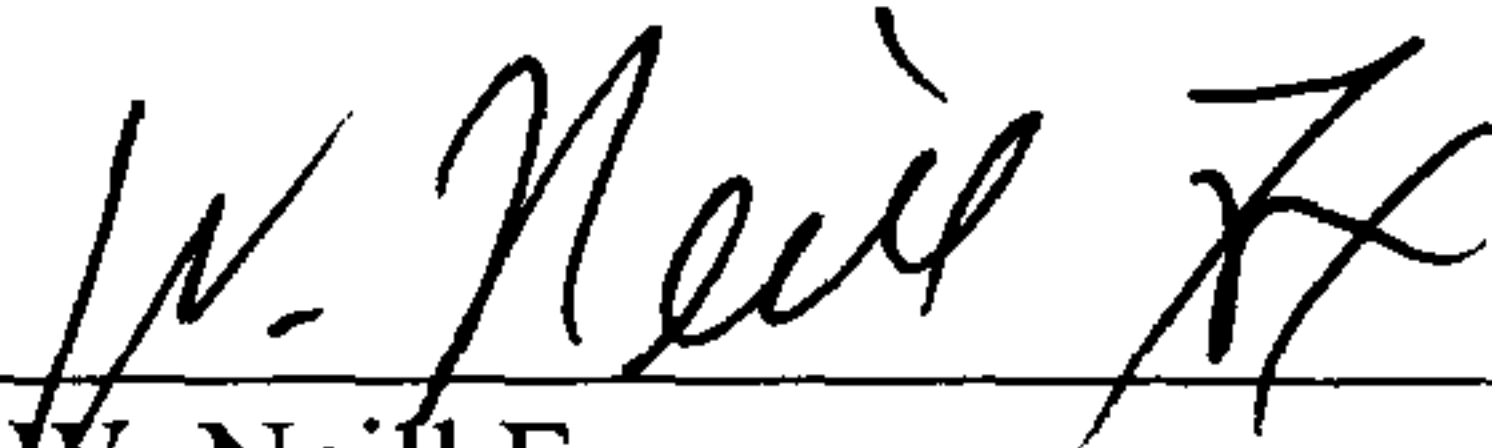
1. Ad valorem taxes for the year, 2002.
2. 30 foot easement and tree buffer line as shown by recorded Map.
3. The rights of upstream and downstream riparian owners with respect to Highland Lake.
4. Release of Damages, Hold Harmless, Conditions and Agreements recorded in Instrument 1994-9454, in the Probate Office of Shelby County, Alabama.

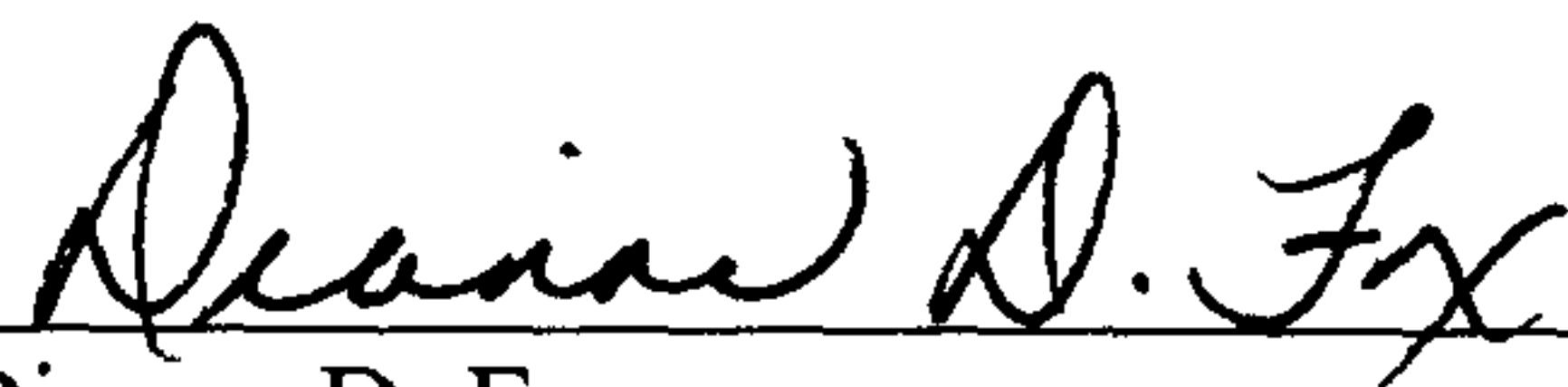
5. Right of way to Water works and sewer board, recorded in Instrument 1995-34035, in the Probate Office of Shelby County, Alabama.
6. Right of Way granted to Alabama Power Company by instrument recorded in Book 111, Page 408; Book 109, Page 70; Book 149, Page 380; Book 173, Page 364; Book 276, Page 670; Book 134, Page 408; Book 133, Page 212; Book 133, Page 210 and Real 31, Page 355, in the Probate Office of Shelby County, Alabama.
7. Right of way to Shelby County, recorded in Book 196, Page 246, in the Probate Office of Shelby County, Alabama.
8. Mineral and mining rights and rights incident thereto recorded in Book 28, Page 237, in the Probate Office of Shelby County, Alabama.
9. Restrictions, Declaration of Covenants, Conditions and Restrictions for Highland Lakes, a Residential Subdivision, First Sector, as recorded in Map Book 18, Page 37 and Instrument 1994/07112 and amended by Instrument 1996/17543 and further amended by Instrument 1999/31095, in the Probate Office of Shelby County, Alabama.
10. Lake Easement Agreement executed by Highland Lake Properties, Ltd. and Highland Lake Development, Ltd. providing for easements, use by others and maintenance of Lake Property described within Instrument 1993/15705 in the Probate Office of Shelby County, Alabama.
11. Easement for ingress and egress to serve Highland Lakes Development executed by Highland Lakes Development Ltd. to Highland Lakes Properties, Ltd. recorded in Instrument 1993/15704 in the Probate Office of Shelby County, Alabama.
12. Collateral Assignment of Contract dated May 28, 1993 by and between Highland Lakes Development, Ltd. and Central Bank of the South recorded in Instrument 1993/15711 in the Probate Office of Shelby County, Alabama.
13. Agreement with Alabama Power Company recorded in Instrument 1994/1186, in the Probate Office of Shelby County, Alabama.
14. Release of Damages, Restrictions, Modifications, Covenants, Conditions, Rights and Privileges, Immunities and Limitations referenced by deed recorded in Instrument 1994/18444, in the Probate Office of Shelby County, Alabama.

TO HAVE AND TO HOLD to the said GRANTEES, their heirs and assigns forever.

And we do for ourselves and for our heirs, executors, and administrators covenant with the said GRANTEES, their heirs and assigns, that we are lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above; that we have a good right to sell and convey the same as aforesaid; that we will and our heirs, executors and administrators shall warrant and defend the same to the said GRANTEES, their heirs and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 22nd day of August, 2002.


_____(SEAL)
W. Neill Fox


_____(SEAL)
Dianne D. Fox

THE STATE OF ALABAMA)
:
COUNTY OF JEFFERSON)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that W. Neill Fox and spouse, Dianne D. Fox, whose names are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, they executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 22nd day of August, 2002.



NOTARY PUBLIC

My commission expires:

~~My Commission Expires: May 21, 2004~~