

(RECORDING INFORMATION ONLY ABOVE THIS LINE)

This Instrument was
prepared by:

SEND TAX NOTICE TO:

R. Shan Paden
PADEN & PADEN
Attorneys at Law
5 Riverchase Ridge, Suite 100
Birmingham, Alabama 35244

BENNY C. ELROD, II
2058 VILLAGE LANE
CALERA, AL 35040

STATE OF ALABAMA)
COUNTY OF SHELBY)

WARRANTY DEED

Know All Men by These Presents: That in consideration of ONE HUNDRED SEVENTEEN THOUSAND SIX HUNDRED FIFTY DOLLARS and 00/100 (\$117,650.00) to the undersigned grantor, WATERFORD, L.L.C. an Alabama Limited Liability company, in hand paid by the GRANTEES herein, the receipt of which is hereby acknowledged, the said GRANTOR, does by these presents, grant, bargain, sell and convey unto BENNY C. ELROD, II, (herein referred to as GRANTEES, whether one or more) the following described real estate, situated in SHELBY County, Alabama, to-wit:

LOT 264 ACCORDING TO THE SURVEY OF WATERFORD VILLAGE SECTOR 3 AS RECORDED IN MAP BOOK 31, PAGE 135, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

SUBJECT TO:

1. TAXES FOR THE YEAR BEGINNING OCTOBER 1, 2003 WHICH CONSTITUTES A LIEN BUT ARE NOT YET DUE AND PAYABLE UNTIL OCTOBER 1, 2004.
2. ORDINANCE WITH CITY OF CALERA, AS RECORDED IN INSTRUMENT #2000-0006.
3. RIGHT OF WAY TO SHELBY COUNTY, AS RECORDED IN DEED BOOK 240, PAGE 36.
4. TITLE TO ALL MINERALS WITHIN AND UNDERLYING THE PREMISES, TOGETHER WITH ALL MINING RIGHTS AND OTHER RIGHTS, PRIVILEGES AND IMMUNITIES RELATING THERETO AS RECORDED IN INSTRUMENT #1995-1640 AND REAL 345 PAGE 744.
5. TERMS AND CONDITIONS, AS RECORDED IN INSTRUMENT #1995-1640.
6. ARTICLES OF WATERFORD HOME OWNERS ASSOCIATION, AS RECORDED IN INSTRUMENT #2001-12817.
7. ARTICLES OF ORGANIZATION OF WATERFORD, LLC, AS RECORDED IN INSTRUMENT #1999-49065.
8. RESTRICTIONS AS RECORDED IN INSTRUMENT #2002-59257.
9. DECLARATION OF RESTRICTIONS, COVENANTS AND EASEMENTS, AS RECORDED IN INSTRUMENT #2000-40215 AND AMENDED IN INSTRUMENT #2001-12819.

10. GRANT TO THE STATE OF ALABAMA FOR RAILROAD, AS RECORDED IN REAL 278, PAGE 5.
11. RELEASE OF DAMAGES, AS RECORDED IN INSTRUMENT #1995-1640 AND REAL 345 PAGE 744.
12. 8 FOOT EASEMENT ON THE SOUTHEASTERN AND NORTHEASTERLY SIDE AS SHOWN BY RECORDED MAP.
13. 7.5 ALLEY EASEMENT ON THE NORTHWESTERLY SIDE AS SHOWN BY RECORDED MAP.

\$94,100.00 of the consideration herein was derived from a mortgage closed simultaneously herewith.

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

And said GRANTOR does for itself, its successors and assigns, covenant with the said GRANTEES, his, her, or their heirs and assigns, that it is lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above; that it has a good right to sell and convey the same as aforesaid, and that it will and its successors and assigns shall warrant and defend the same to the said GRANTEES, his, her, or their heirs and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the said GRANTOR, WATERFORD, L.L.C., by its MEMBER, CHRIS GREENE who is authorized to execute this conveyance, has hereunto set its signature and seal, this the 31st day of October, 2003.

WATERFORD, L.L.C.
By: 
CHRIS GREENE, MEMBER

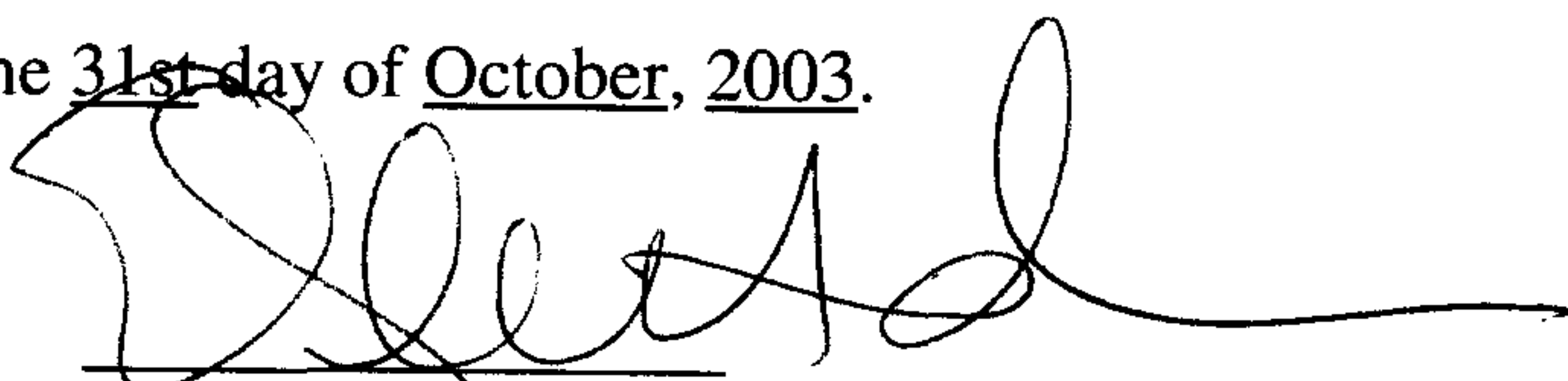
STATE OF ALABAMA)

COUNTY OF SHELBY)

ACKNOWLEDGEMENT

I, the undersigned, a Notary Public, in and for said County, in said State, hereby certify that CHRIS GREENE, whose name as MEMBER of WATERFORD, L.L.C., an Alabama Limited Liability Company, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he or she, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand this the 31st day of October, 2003.



Notary Public

My commission expires: 10.2.05