

(RECORDING INFORMATION ONLY ABOVE THIS LINE)

This Instrument was
prepared by:

SEND TAX NOTICE TO:

STYLEMARK HOMEBUILDERS, INC.

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

STATE OF ALABAMA)
COUNTY OF SHELBY)

WARRANTY DEED

Know All Men by These Presents: That in consideration of FOUR HUNDRED TWENTY SEVEN THOUSAND FIVE HUNDRED DOLLARS and 00/100 (\$427,500.00) to the undersigned grantor, RIVERWOODS PROPERTIES, LLC 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 STYLEMARK HOMEBUILDERS, INC., (herein referred to as GRANTEES, whether one or more) the following described real estate, situated in SHELBY County, Alabama, to-wit:

LOTS 513, 514,, 516, 517, 518, 519, 520, 521 AND 526 ACCORDING TO THE SURVEY OF FINAL PLAT RIVERWOODS FIFTH SECTOR PHASE II AS RECORDED IN MAP BOOK 33, PAGE 24 IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA.

SUBJECT TO:

1. TAXES FOR THE YEAR 2003 WHICH CONSTITUTE A LIEN BUT ARE NOT YET DUE AND PAYABLE UNTIL OCTOBER 1, 2004.
2. BUILDING LINES AS SHOWN BY RECORDED MAP.
3. EASEMENTS AS SHOWN BY RECORDED MAP.
4. RESTRICTIONS AS SHOWN BY RECORDED MAP.
5. EASEMENT FOR SOUTHERN NATURAL GAS RECORDED IN INSTRUMENT 2001/54741, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.
6. EASEMENT TO RIVERWOODS PROPERTIES RECORDED IN INSTRUMENT 20030814000535930 IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.
7. RIGHT OF WAY FOR RAILROAD RECORDED IN DT, PAGE 655; DEED BOOK 11, PAGE 344; DEED BOOK 311, PAGE 301 AND DEED BOOK 311, PAGE 297, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.
8. RESTRICTIONS OR COVENANTS RECORDED IN INSTRUMENT 2002/7338 IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.
9. EASEMENT FOR ALABAMA POWER COMPANY RECORDED IN INSTRUMENT 200402000000380 AND INSTRUMENT 20040102000000390 IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

10. RESTRICTIONS CONDITIONS LIMITATIONS AND EASEMENTS AS SET FORTH BY DEED RECORDED IN INSTRUMENT 2000-31940 AND REFILED IN INSTRUMENT 2000-35466.
11. MINERAL AND MINING RIGHTS IN REAL 112 PAGE 876 AND CORRECTED IN REAL 328 PAGE 1 AND AS SET FORTH IN REAL 247 PAGE 599 AND AMENDED IN REAL 247, PAGE 636.
12. MEMORANDUM OF OIL AND GAS LEASE BETWEEN TOTAL MINSTONE CORPORATION AND CABOT OIL AND GAS DATED 8-8-1991 IN REAL 370, PAGE 923.
13. LESS AND EXCEPT ANY PART OF SUBJECT PROPERTY CONVEYED TO ALABAMA POWER THROUGH CONDEMNATION PROCEEDINGS FILED IN CASE NO. 27-254 AND CASE 28-57.
14. RAILROAD RIGHT OF WAY IN DEED BOOK 311, PAGE 301 AND 297.

\$427,500.00 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, RIVERWOODS PROPERTIES, LLC, by its SEC OF PZ, INC MANAGING MEMBER, JILL HUBBARD who is authorized to execute this conveyance, has hereunto set its signature and seal, this the 11th day of May, 2004.

RIVERWOODS PROPERTIES, LLC

By: 

JILL HUBBARD, SEC OF PZ, INC MANAGING 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 JILL HUBBARD, whose name as SEC OF PZ, INC MANAGING MEMBER of RIVERWOODS PROPERTIES, LLC, 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 11th day of May, 2004.


Notary Public

My commission expires: 10.2.05