

SEND TAX NOTICES TO:

SHELBY VISION, LLC
227-A First Street North,
Alabaster, Alabama, 35007

WARRANTY DEED

STATE OF ALABAMA
COUNTY OF SHELBY

KNOW ALL MEN BY THESE PRESENTS, that in consideration of the sum of Four Hundred Thousand and 00/100 Dollars (\$400,000.00) to the undersigned grantors, in hand paid by the grantee herein, the receipt of which is hereby acknowledged, **William A. McNeely, III** a ~~(S)~~ married man, **Kenneth Carter**, a ~~(S)~~ married man, and **CEDAR LANE, LLC** (herein referred to as "Grantor"), hereby grants bargains, sells, and conveys unto **SHELBY VISION, LLC** (herein referred to as "Grantee"), the real estate described on Exhibit "A" attached hereto and situated in Shelby County, Alabama.

[A portion of the purchase price recited above was paid from a mortgage loan closed simultaneously herewith.]

[This property does not constitute the homestead of Grantor nor of Grantor spouse.]

TO HAVE AND TO HOLD the described premises to Grantee, its, successors and assigns forever.

AND THE GRANTOR does for themselves, and their heirs, executors, successors and assigns, covenant with said Grantee, its successors and assigns, that Grantor is lawfully seized in fee simple of the premises, that they are free from all encumbrances, unless otherwise noted on Exhibit "A", that Grantor has good right to sell and convey the same as aforesaid, and that Grantor will and their heirs, executors, successors and assigns shall warrant and defend same to said Grantee, its successors and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the Grantor has signed and sealed this Deed on the 14 day of May, 2004.

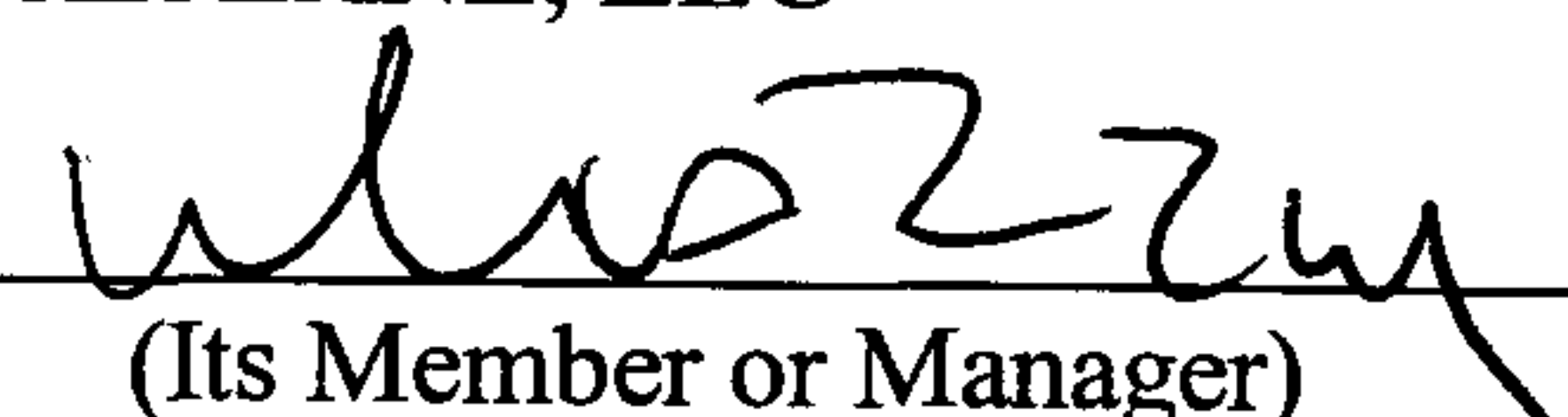


William A. McNeely, III



Kenneth Carter

CEDAR LANE, LLC

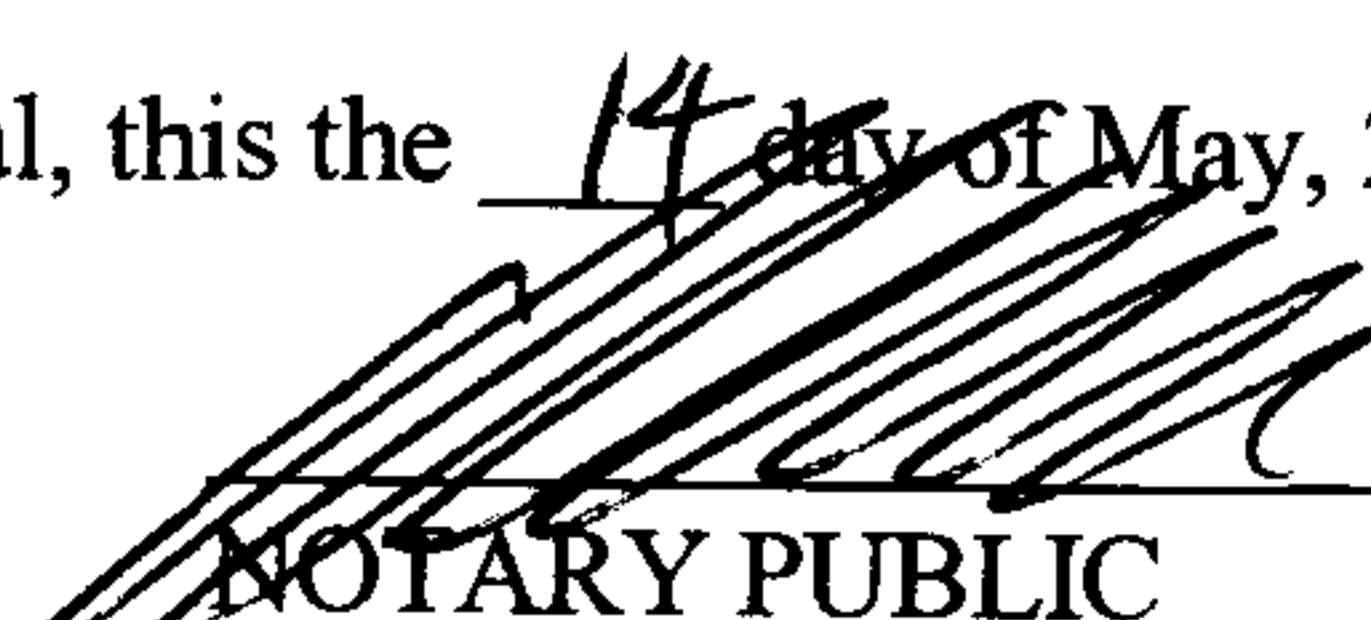
BY: 

(Its Member or Manager)

STATE OF ALABAMA
JEFFERSON COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that William A. McNeely, III and Kenneth Carter, whose names are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that, being informed of the contents of this instrument, they executed the same voluntarily on the day the same bears date.

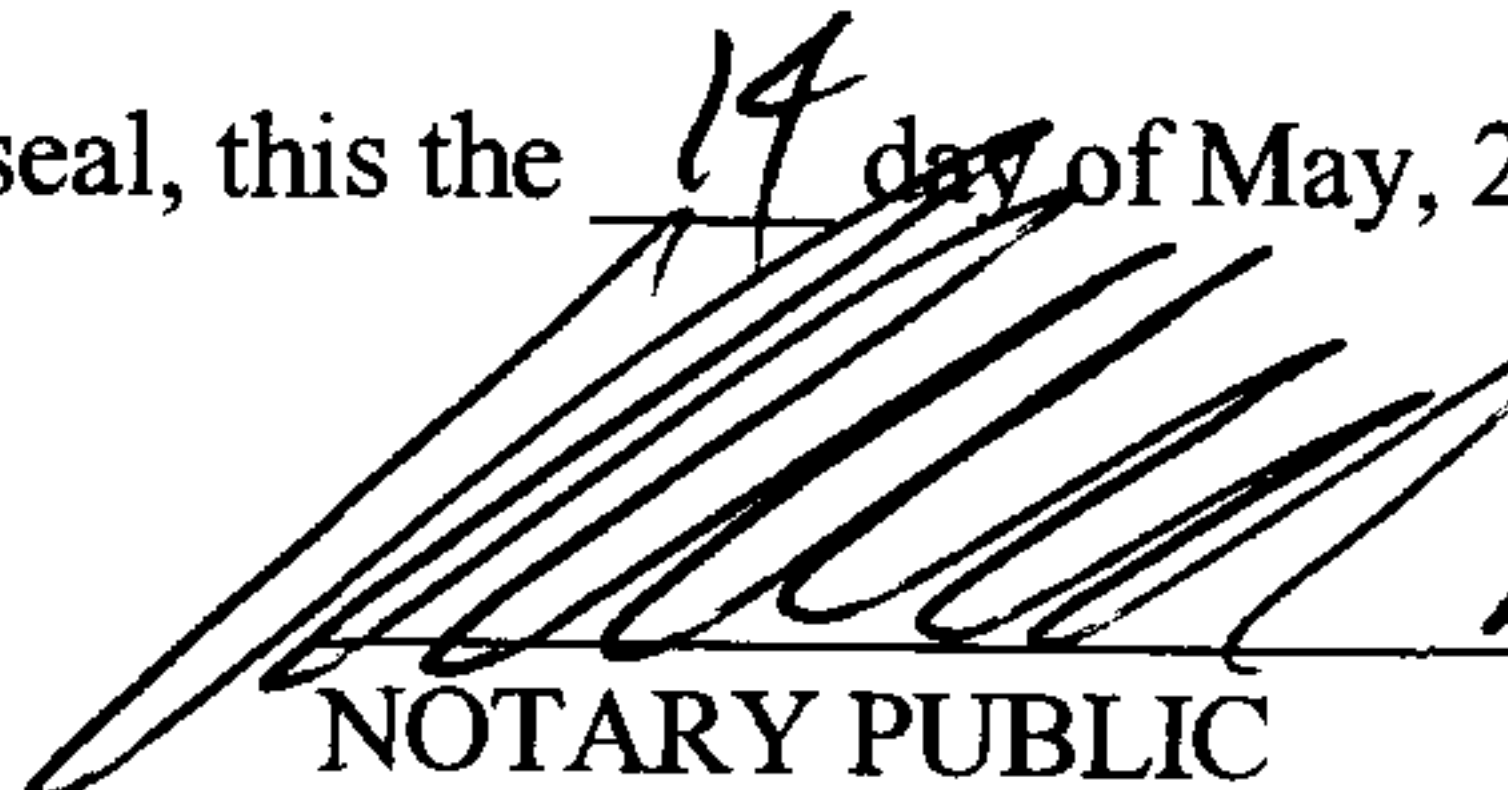
Given under my hand and official seal, this the 14 day of May, 2004.


NOTARY PUBLIC
My Commission Expires: 6/7/07

STATE OF ALABAMA
JEFFERSON COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that William A. McNeely III, whose name as Member or Manager of CEDAR LANE, LLC, a 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 or manager, and with full authority, executed the same voluntarily, as an act of said company, acting in its capacity as aforesaid.

Given under my hand and official seal, this the 14 day of May, 2004.


NOTARY PUBLIC
My Commission Expires: 6/7/07

THIS INSTRUMENT PREPARED BY AND AFTER
RECORDATION SHOULD BE RETURNED TO:

William B. Hairston III
Engel, Hairston, & Johanson P.C.
P.O. Box 11405
Birmingham, AL 35202
(205) 328-4600

EXHIBIT "A"
TO
WARRANTY DEED
AFFIDAVIT AND INDEMNITY
NON-FOREIGN AFFIDAVIT

Grantor: William A. McNeely, III, Kenneth Carter, and CEDAR LANE, LLC
Grantee: SHELBY VISION, LLC

Lot 1 and 2, Block 2, according to the Survey of Buck Creek Cotton Mill Subdivision, as recorded in Map Book 3, Page 9, in the Probate Office of Shelby County, Alabama.

Less and Except the following:

Commence at an iron found at the Northeast corner of Lot 1 of Block 2 of the Buck Creek Cotton Mill Subdivision, as recorded in Map Book 3, Page 9, in the Office of the Judge of Probate of Shelby County, Alabama, being also the point of beginning; thence run Southeasterly along the East line of said Lots 1 and 2, a distance of 100.74 feet to an iron pin found at the Southeast corner of said Lot 2; thence right 95 degrees 50 minutes 50 seconds Westerly along the South line of Lot 2 a distance of 404.50 feet to a set iron pin; thence right 74 degrees 58 minutes 23 seconds Northwesterly 103.48 feet to a set iron pin; thence right 104 degrees 59 minutes 23 seconds East along the North line of Lot 1 a distance of 421.70 feet to the point of beginning.

SUBJECT TO: i) taxes and assessments for the year 2004, a lien but not yet payable; ii) less that part of subject property located in the boundary of Highway 31; and iii) coal, oil, gas and mineral and mining rights which are not owned by Grantor.