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(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

JOHN D. WOODHAM III.
5885 LAKE CYRUS DRIVE
HOOVER, ALABAMA 35244

STATE OF ALABAMA)

COUNTY OF SHELBY)

WARRANTY DEED

Know All Men by These Presents: That in consideration of FORTY FOUR THOUSAND FIVE HUNDRED DOLLARS and 00/100 (\$44,500.00) to the undersigned grantor, SECOND UNION INVESTORS, 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 JOHN D. WOODHAM III, (herein referred to as GRANTEES, whether one or more) the following described real estate, situated in SHELBY County, Alabama, to-wit:

LOT 90, ACCORDING TO THE FINAL PLAT OF OAKLYN HILLS, PHASE 2, AS RECORDED IN MAP BOOK 30, PAGE 17, IN THE OFFICE OF THE JUDGE OF PROBATE 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. EASEMENTS, BUILDING LINES AND RESTRICTIONS AS SHOWN BY RECORDED MAP.
3. A 35 FOOT BUILDING SET BACK LINE AS SHOWN BY RECORDED PLAT.
4. RIGHT OF WAY TO SHELBY COUNTY, RECORDED IN DEED BOOK 229, PAGE 592 AND DEED BOOK 39, PAGE 469.
5. TRANSMISSION LINE PERMIT TO ALABAMA POWER COMPANY AS RECORDED IN DEED BOOK 39, PAGE 469.
6. RAIL ROAD RIGHT OF WAY RESERVED BY SOUTH AND NORTH ALABAMA RAILROAD RECORDED IN DEED BOOK "T", PAGE 655.
7. TIMBER SALE AGREEMENT WITH DOUBLE MOUNTAIN LLC RECORDED IN INSTRUMENT NO. 1995-2626.
8. RESTRICTIONS RECORDED IN INSTRUMENT NO. 1998-27389 AND AMENDED BY INSTRUMENT NO. 2002072400344050.
9. DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS RECORDED IN INSTRUMENT NO. 20020724000344060, INSTRUMENT NO. 1998-27399; INSTRUMENT NO. 1999-7744 AND IN INSTRUMENT NO. 1994-29305.

10. RESTRICTIVE COVENANTS & GRANT OF LAND EASEMENTS FOR UNDERGROUND FACILITIES GRANTED TO ALABAMA POWER RECORDED IN INSTRUMENT NO. 20020926000463610.
11. MINERAL AND MINING RIGHTS AND ALL RIGHTS INCIDENT THERETO INCLUDING RELEASE OF DAMAGES AS RECORDED IN INSTRUMENT NO. 1994-29305.
12. TRANSMISSION LINE PERMITS TO ALABAMA POWER COMPANY AS SHOWN BY DEED 165, PAGE 105.

\$.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, SECOND UNION INVESTORS, LLC, by its MANAGER, BEN L. CHENAULT who is authorized to execute this conveyance, has hereunto set its signature and seal, this the 7th day of July, 2004.

SECOND UNION INVESTORS, LLC

By: 
BEN L. CHENAULT, MANAGER


STATE OF ALABAMA)

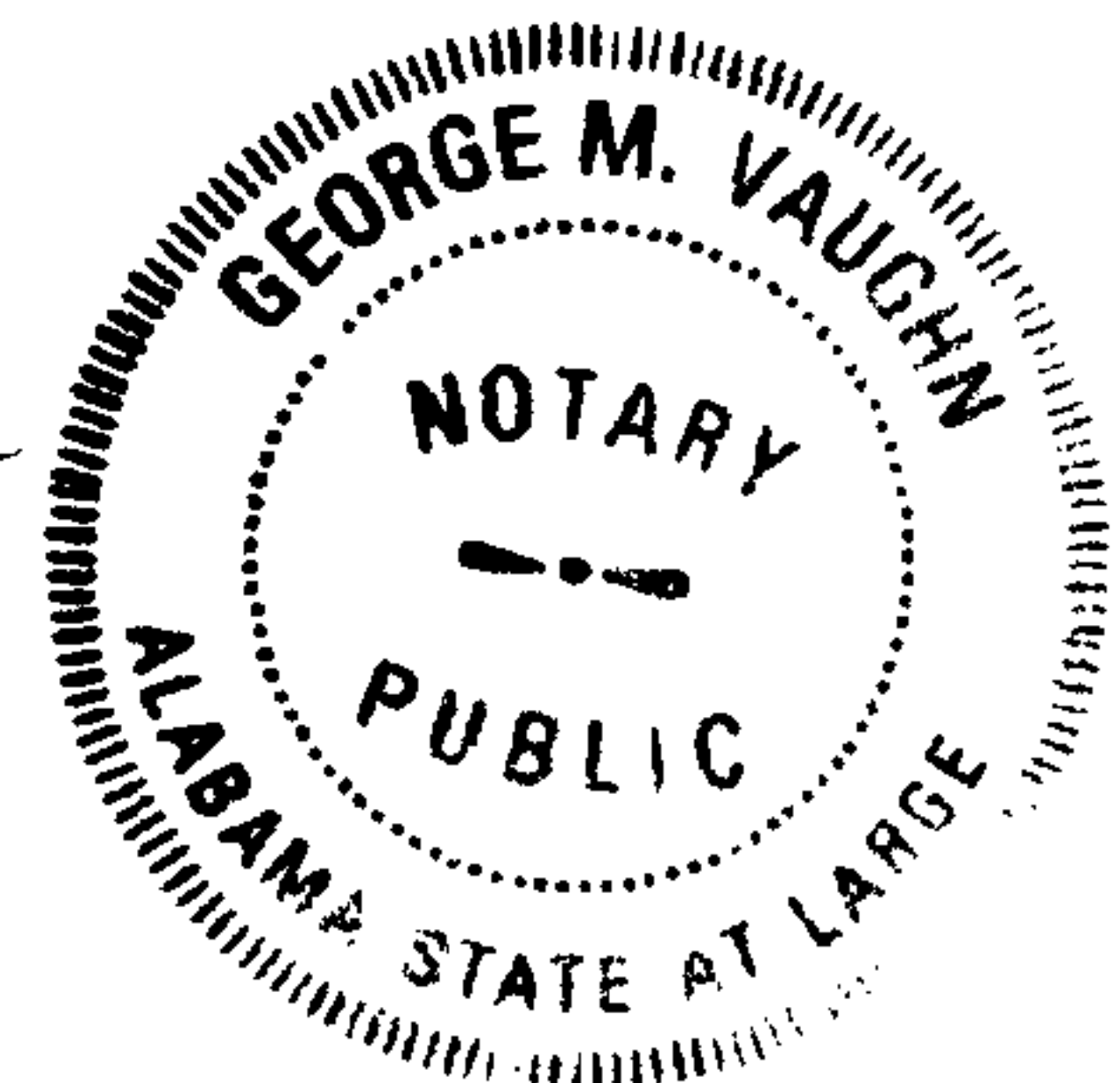
COUNTY OF SHELBY)

ACKNOWLEDGEMENT

I, the undersigned, a Notary Public, in and for said County, in said State, hereby certify that BEN L. CHENAULT, whose name as MANAGER of SECOND UNION INVESTORS, 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 7th day of July, 2004.


Notary Public



My commission expires: 9.29.06