

THIS INSTRUMENT PREPARED BY:

SEND TAX BILL TO:

Bradley G. Siegal
Leitman, Siegal & Payne, P.C.
600 North 20th Street, Suite 400
Birmingham, Alabama 35203

BAILEY REAL ESTATE HOLDINGS, L.L.C.
P.O. Box 2269
Montgomery, Al. 36102

LIMITED WARRANTY DEED

\$10,000.00

STATE OF ALABAMA)

SHELBY COUNTY)

KNOW ALL MEN BY THESE PRESENTS, That for and in consideration of the sum of Ten and No/100 Dollars (\$10.00), in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, COLONIAL REALTY LIMITED PARTNERSHIP, a Delaware limited partnership ("Grantor"), has bargained and sold and by these presents does transfer and convey unto BAILEY REAL ESTATE HOLDINGS, L.L.C., an Alabama limited liability company ("Grantee"), Grantee's successors and assigns, that certain tract or parcel of land in Shelby County, State of Alabama described on Exhibit "A", which is attached hereto and incorporated herein by reference. Such property is herein referred to as the "Property."

This conveyance of the Property and the covenants and warranties contained herein are made expressly subject to the matters set forth on Exhibit "B" which is attached hereto and incorporated herein by reference as well as to all taxes for the year 2004 and subsequent years not yet due and payable.

TO HAVE AND TO HOLD to said Grantee, its successors and assigns forever.

This is a limited warranty deed. Grantor's only warranties hereunder are that this deed is executed and delivered with full authority of Grantor; that Grantor warrants that it has done nothing to adversely affect title since title was placed in its name, and that the Property is free from all encumbrances made or suffered by Grantor except to the extent otherwise set forth herein. No other warranties, express, implied or created by statute are included in this deed.

IN WITNESS WHEREOF, the said Grantor, by its General Partner who is duly authorized to execute this conveyance, hereto sets its signature and seal this the 28th day of September, 2004.

bgs\cpi\crlp\Inverness\sale\
closing\warr-deed1 9/28/04

All of the ~~proceeds~~ purchase price was paid from the proceeds of a mortgage loan closed simultaneously herewith.

COLONIAL REALTY LIMITED PARTNERSHIP,
a Delaware limited partnership

By: Colonial Properties Trust
Its: General Partner

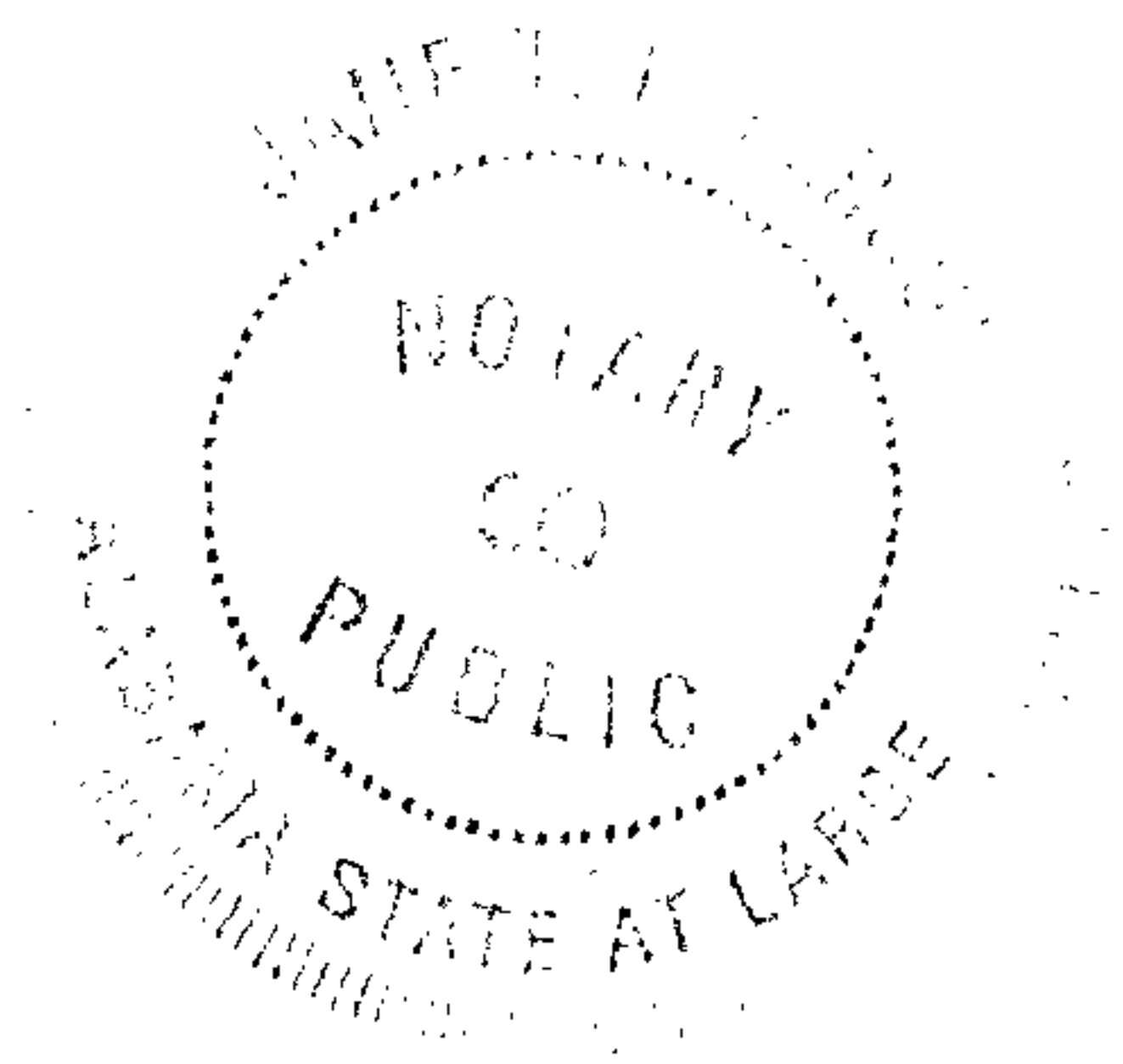
By: [Signature]
Its: Senior Vice President

STATE OF ALABAMA)

SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State hereby certify that John Mess, whose name as Senior Vice President of Colonial Properties Trust, General Partner of Colonial Realty Limited Partnership, a Delaware limited partnership, is signed to the foregoing document and who is known to me, acknowledged before me on this day, that, being informed of the contents thereof, he, as such officer and with full authority, executed the same voluntarily for and on behalf of said corporation in its capacity as General Partner as aforesaid.

Given under my hand and official seal this 25 day of September, 2004.



James I. Epperson
Notary Public
Commission Expires: JANUARY 15, 2008

EXHIBIT "A"

LEGAL DESCRIPTION

PARCEL I:

Lot 2, according to the Survey of Lots 1, 2 and 3 of Colonial Properties Subdivision, as recorded in Map Book 8, Page 138, in the Probate Office of Shelby County, Alabama.

PARCEL II:

Lots 3A and 3B, according to a Resurvey of Lot 3 of Lots 1, 2 and 3 of Colonial Properties Subdivision as recorded in Map Book 10, Page 8 in the Probate Office of Shelby County, Alabama.

EXHIBIT "B"

1. Taxes and assessments for the year 2004, and subsequent years, which are not yet due and payable.
2. Transmission line permit to Alabama Power Company recorded in deed Book 97, page 566, Deed Book 109, page 289, Deed Book 182, page 51, Deed Book 270, page 819, and Deed Book 285, page 93 in the Probate Office of Shelby County, Alabama. Also recorded in Deed Book 353, page 561.
3. Restrictions as shown by recorded Map.
4. Right of Way granted to Alabama Power Company by instrument recorded in Volume 352, page 561, in the Probate Office of Shelby County, Alabama.
5. Right of Way granted to South Central Bell by instrument recorded in Volume 351, page 362 and Volume 351, page 360, in the Probate Office of Shelby County, Alabama.
6. Declaration of restrictions and grant of easements as recorded in Volume 53, page 375 in the Probate Office of Shelby County, Alabama, but omitting any covenant or restriction based on race, color, religion, sex, handicap, familial status, or national origin.
7. Utility easement as recorded in Real 72, page 460 in the Probate Office of Shelby County, Alabama.
8. Item deleted.
9. Declaration of Slope and Drainage Easement as recorded in Instrument 1996-976 in the Probate Office of Shelby County, Alabama.