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(RECORDING INFORMATION ONLY ABOVE THIS LINE)

This Instrument was prepared by:

SEND TAX NOTICE TO:

PADEN & PADEN

JAMES A. SHANKS

5 Riverchase Ridge, Suite 100

249 VILLAGE DRIVE

Birmingham, Alabama 35244

CALERA, AL 35040

STATE OF ALABAMA)

COUNTY OF SHELBY)

WARRANTY DEED

Know All Men by These Presents: That in consideration of ONE HUNDRED NINETEEN THOUSAND FIVE HUNDRED TWENTY FIVE DOLLARS and 00/100 (\$119,525.00) to the undersigned grantor, SHELBY SPRINGS STOCK FARMS, INC. AND 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 JAMES A. SHANKS, (herein referred to as GRANTEES, whether one or more) the following described real estate, situated in SHELBY County, Alabama, to-wit:

LOT 37 ACCORDING TO THE SURVEY OF WATERFORD VILLAGE SECTOR 4 AS RECORDED IN MAP BOOK 33, PAGE 86 IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

SUBJECT TO:

1. TAXES FOR THE YEAR 2004 WHICH CONSTITUTE A LIEN BUT ARE NOT YET DUE AND PAYABLE UNTIL OCTOBER 1, 2005.
2. ORDINANCE WITH THE 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, PAGE 1640
6. ARTICLES OF WATERFORD HOME OWNERS ASSOC AS RECORDED IN INSTRUMENT 2001, PAGE 12817.
7. ARTICLES OF ORGANIZATION OF WATERFORD, LLC, AS RECORDED IN INSTRUMENT 1999, PAGE 49065.
8. RESTRICTIVE COVENANTS TO BE FILED FOR RECORD.
9. DECLARATION OF RESTRICTIONS, COVENANTS AND EASEMENTS, AS RECORDED IN INSTRUMENT 2000, PAGE 40215 AND AMENDED IN INSTRUMENT 2001, PAGE 12819.
10. EASEMENT AND RIGHT OF WAY WITH ALABAMA POWER COMPANY, AS RECORDED IN INSTRUMENT 2004-35497.
11. GRANT TO THE STATE OF ALABAMA FOR RAILROAD AS RECORDED IN REAL 278, PAGE 5.
12. RELEASE OF DAMAGES AS RECORDED IN 1995-1640 AND REAL 345 PAGE 744.
13. RESTRICTIONS AS SET FORTH IN INSTRUMENT 2004-46705.
14. RIGHT OF WAY TO ALABAMA POWER COMPANY AS SETFORTH IN INSTRUMENT 2004-35497.
15. 15 FOOT ALLEY EASEMENT ON THE REAR OF SAID PROPERTY, AS SHOWN ON RECORDED MAP.

16. A 8 FOOT EASEMENT ON SOUTH AS SHOWN BY RECORDED MAP.

\$119,525.00 of the consideration herein derived from a mortgage closed simultaneously herewith.

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

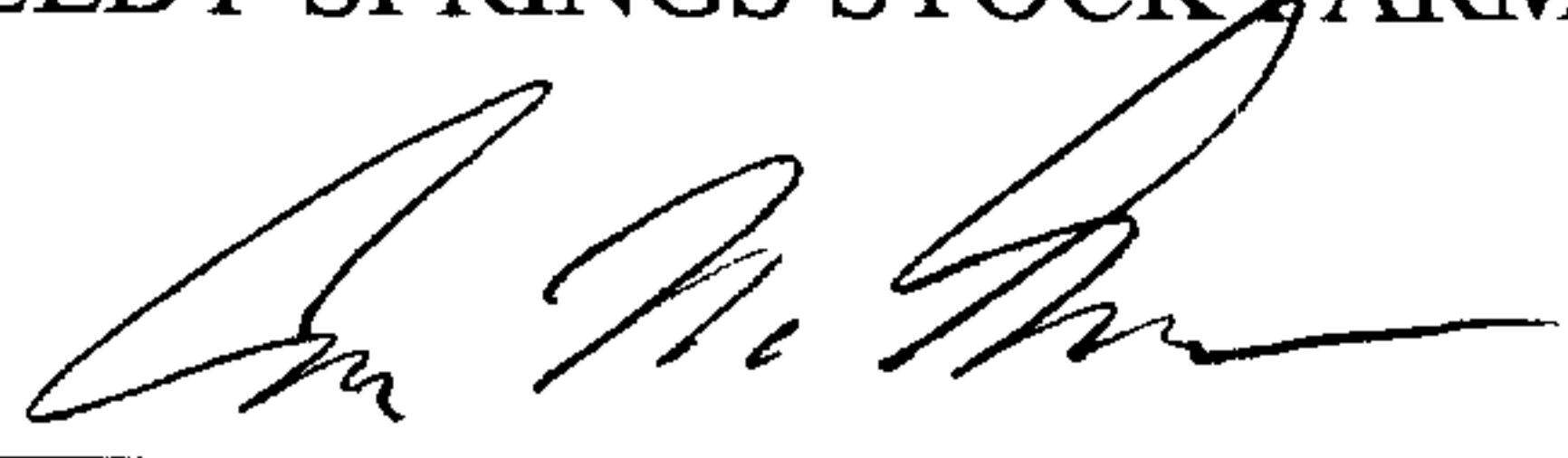
And said GRANTOR does for itself, its successors and assigns, covenant with the said GRANTEES, his, her, or their heirs and assigns, that it is lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above; that it has a good right to sell and 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, SHELBY SPRINGS STOCK FARMS, INC by its CLOSING AGE, CHRIS GREENE and WATERFORD, L.L.C., by its CLOSING AGENT, CHRIS GREENE who is authorized to execute this conveyance, has hereunto set its signature and seal, this the 22nd day of December, 2004.

WATERFORD, L.L.C.

By: 
CHRIS GREENE, CLOSING AGENT

SHELBY SPRINGS STOCK FARMS, INC.



CHRIS GREENE, CLOSING AGENT
E

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 CLOSING AGENT 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 22nd day of December, 2004.


Notary Public

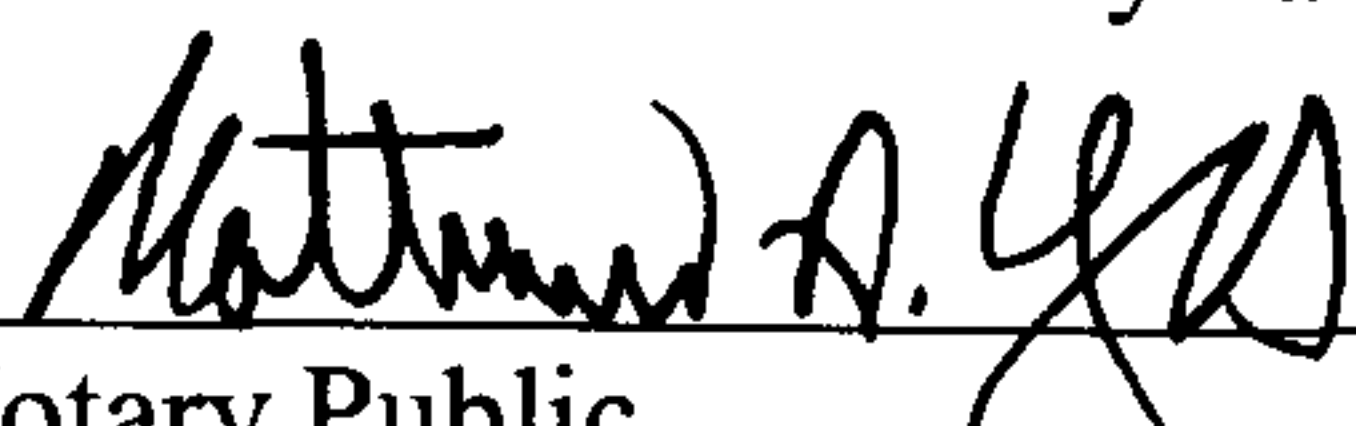
My commission expires: 9/12/2005

STATE OF ALABAMA)
COUNTY OF SHELBY)

ACKNOWLEDGMENT

I, the undersigned, a Notary Public, in and for said County, in said State, hereby certify that CHRIS GREENE, whose name as CLOSING AGENT of SHELBY SPRINGS STOCK FARMS, INC., an Alabama Corporation, 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 Corporation.

Given under my hand this the 22nd day of December, 2004.


Notary Public

My commission expires: 9/12/2005