

STATE OF ALABAMA)

SHELBY COUNTY)

NOTICE OF
STATUTORY MORTGAGE LIEN

Notice is hereby given, pursuant to Chapter 89B of Title 11 of the CODE OF ALABAMA 1975, Section 11-89B-1 et seq. (herein referred to as the "Enabling Law"), as follows:

1. The Board of Directors of The Water Works Board of the Town of Calera (the "Board"), has heretofore adopted a resolution approving a Second Supplemental Trust Indenture, dated as of August 1, 2005, with Wachovia, N.A. (the "Second Supplemental Indenture") authorizing the issuance of \$3,685,000 principal amount of Water Revenue Bonds, Series 2005 (the "Series 2005 Bonds") of the Board. The Series 2005 Bonds are being issued pursuant to a Trust Indenture dated as of February 1, 1998 (the "Original Indenture"), as supplemented and amended by a First Supplemental Trust Indenture, dated as of November 15, 2000 (the "First Supplemental Indenture") and the Second Supplemental Trust Indenture. The Original Indenture, the First Supplemental Indenture and the Second Supplemental Indenture are herein collectively referred to as the "Indenture."

2. The water system of the Board consists of facilities owned by the Board for the production, treatment, transmission, storage and sale of water located in Shelby County, Alabama, including, without limitation, wells, treatment plants, well sites, storage tanks, pumping facilities, mains, services, meters, valves, hydrants, and appurtenant facilities, and real property and interests therein.

3. The Series 2005 Bonds are dated August 1, 2005, are issued in registered form, without coupons, bearing interest at the following rates per annum, payable on each February 1 and August 1, beginning February 1, 2006, and are payable as to principal, on February 1 in the following years and amounts:

<u>Year of Maturity</u>	<u>Principal Amount Maturing</u>	<u>Interest Rate</u>	<u>Year of Maturity</u>	<u>Principal Amount Maturing</u>	<u>Interest Rate</u>
2014	\$240,000	3.70%	2021	\$235,000	4.100%
2015	185,000	3.80	2022	250,000	4.125
2016	195,000	3.85	2023	260,000	4.150
2017	205,000	3.90	2024	465,000	4.200
2018	205,000	4.00	2025	485,000	4.250
2019	220,000	4.00	2026	515,000	4.300
2020	225,000	4.05			

4. By virtue of the said laws of the State of Alabama and the proceedings authorizing the issuance of the Series 2005 Bonds, a statutory mortgage lien on the said system, including any replacements or extensions thereof and improvements or additions thereto, has been created in favor of the registered owners of the Series 2005 Bonds, and the system shall remain subject to such statutory mortgage lien until payment in full of the principal of and interest on such bonds, or until moneys sufficient for the payment of the principal thereof and interest thereon have been irrevocably deposited in trust for the payment thereof.

IN WITNESS WHEREOF, the Board has caused this instrument to be executed in its name and on its behalf by the Chairman of its Board of Directors and attested by its Secretary and its corporate seal to be hereunto affixed on this 16th day of August, 2005.

THE WATER WORKS BOARD
OF THE TOWN OF CALERA

By Bobby Shelton
Chairman of its Board of Directors

SEAL

Attest: Linda Steah
Secretary

20050923000496090 3/3 \$17.00
Shelby Cnty Judge of Probate, AL
09/23/2005 10:30:22AM FILED/CERT

STATE OF ALABAMA)

SHELBY COUNTY)

I, Karren M. Smith, a notary public in and for said County in said state, certify that Bobby Phillips, whose name as Chairman of the Board of Directors of The Water Works Board of the Town of Calera is signed to the foregoing notice, and who is known to me to be such officer, acknowledged before me on this date that, being informed of the contents of such notice, he, in his capacity as such officer and with full authority, executed the same voluntarily on the day the same bears date as and for the act of the said Board.

GIVEN under my hand and official seal this 16 day of August, 2005.

Karren M. Smith
Notary Public

NOTARIAL SEAL

My commission expires: NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Jan 31, 2009

This Instrument was prepared by:

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