

THIS INSTRUMENT WAS PREPARED BY:

Felton W. Smith  
Balch & Bingham LLP  
P.O. Box 306  
Birmingham, AL 35201

SEND TAX NOTICE TO:

Daniel Elmaleh  
Broker-Manager, Strategic Projects  
CSX Real Property, Inc.  
301 West Bay Street, Suite 800  
Jacksonville, FL 32202

**STATUTORY WARRANTY DEED**

STATE OF ALABAMA     )  
                                  :  
COUNTY OF SHELBY     )

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of Ten and No/100 Dollars (\$10.00) to the undersigned grantor, in hand paid by the grantee herein, the receipt whereof is acknowledged, SOUTHERN ELECTRIC GENERATING COMPANY, an Alabama corporation (herein referred to as "Grantor"), grants, bargains, sells and conveys, subject to the matters set forth below, unto CSX TRANSPORTATION, INC., a Virginia corporation (herein referred to as "Grantee"), the real estate situated in Shelby County, Alabama described on Exhibit A hereto, together with all appurtenances thereto, if any (the "Property").

TO HAVE AND TO HOLD to the Grantee, its heirs, personal representatives, successors and assigns forever.

The Property is conveyed to the Grantee subject to the following:

1. Any lien or charge for general or special taxes or assessments not yet delinquent.
2. Mineral, mining, oil and gas and related rights and privileges not owned by the Grantor, if any.
3. Encroachments, overlaps, boundary line disputes and other matters that would be revealed by an accurate survey or inspection of the Property.
4. Riparian and littoral rights of third parties, if any, and any right, title or interest of the State of Alabama with respect to any stream on the Property, if any.
5. Rights of third parties, including the public at large, with respect to any portion of the Property located in a public right of way, if any.
6. Easements, covenants, reservations, conditions and restrictions of record, including without limitation, that certain easement to Alabama Power Company from Gulf States Paper Corporation dated August 18, 1959 which is not of record but a copy of which has been provided to Seller.

Shelby County, AL 12/04/2007  
State of Alabama

7. Utility easements and facilities serving the Property, whether of record or not.
8. By its acceptance of this conveyance, Grantee, for itself and its heirs, personal representatives, successors and assigns, hereby acknowledges and covenants (i) that it accepts the Property "As Is" and "With All Faults", (ii) that it releases and waives any claim against Grantor, its employees, agents and contractors relating to the nature and condition of the Property, including, without limitation, the environmental condition thereof, and (iii) that it will protect, defend, hold harmless and indemnify Grantor, its employees, agents and contractors from and against any claim, demand, cause of action, liability, cost or expense (including reasonable attorneys' fees and legal expenses) to the extent arising out of the nature and condition of the Property.

IN WITNESS WHEREOF, Grantor has hereunto caused this conveyance to be executed effective as of July 20, 2007.

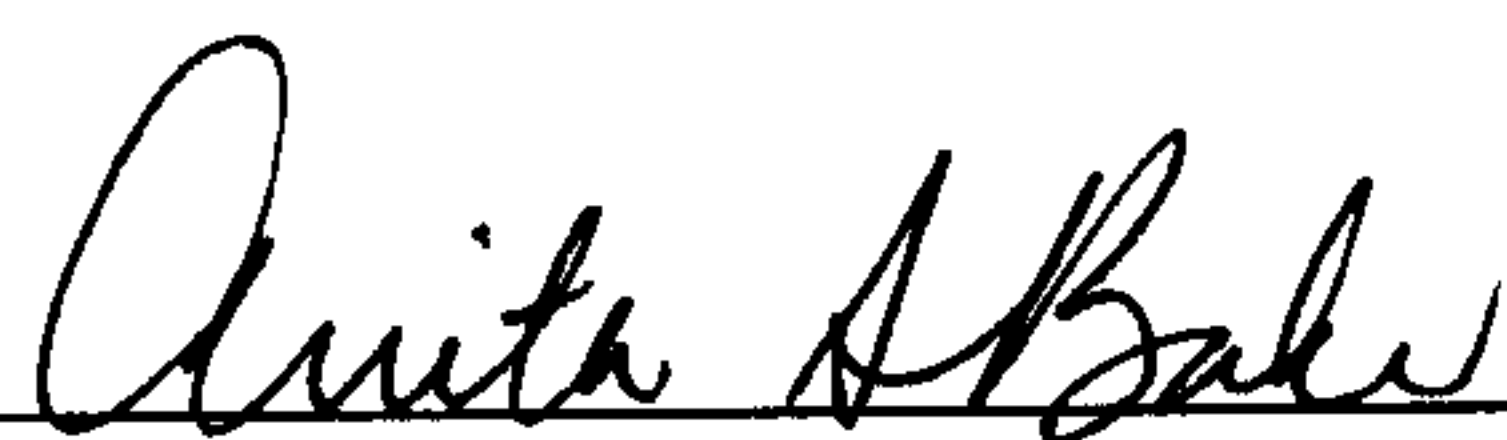
**SOUTHERN ELECTRIC GENERATING  
COMPANY**

By:   
Its: Vice President

STATE OF Alabama )  
COUNTY OF Jefferson )

I, Anita S. Baker, a Notary Public in and for said County in said State, hereby certify that Art P. Gantt, Vice President, whose name as of **SOUTHERN ELECTRIC GENERATING COMPANY**, a corporation, 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 the instrument, he/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 20 day of July, 2007.

  
NOTARY PUBLIC

[Notarial Seal]

My Commission expires: 2-3-09



**Exhibit A to Deed**

**Description of Property**

**LEGAL DESCRIPTION - PORTION OF SOUTHERN ELECTRIC GENERATING COMPANY**

THAT CERTAIN TRACT OR PARCEL OF LAND LYING AND BEING SITUATED IN THE NE 1/4 OF THE NE 1/4 OF SECTION 2, TOWNSHIP 20 SOUTH, RANGE 1 EAST, AND IN THE SE 1/4 OF THE SE 1/4 OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 1 EAST AND IN THE SW 1/4 OF THE SW 1/4 OF SECTION 36, TOWNSHIP 19 SOUTH, RANGE 1 EAST IN SHELBY COUNTY, ALABAMA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE NE 1/4 OF THE NE 1/4 OF SECTION 2, TOWNSHIP 20 SOUTH, RANGE 1 EAST IN SHELBY COUNTY, ALABAMA AS MARKED BY AN EXISTING CONCRETE MONUMENT WITH DISK, AND WHOSE COORDINATES ARE BASED ON "GRID NORTH" IN ACCORDANCE WITH THE STATE PLANE OF ALABAMA, ZONE EAST, FROM THE NORTH AMERICAN DATUM OF 1983 (NAD83) AND WHOSE NORTHING IS 1,212,057.34 FEET AND WHOSE EASTING IS 2,272,502.78 FEET; THENCE SOUTH 00 DEGREES 44 MINUTES 59 SECONDS WEST, A DISTANCE OF 184.08 FEET TO A CALCULATED POINT IN THE EXISTING SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, SAID RIGHT-OF-WAY WIDTH BEING 100 FEET AS NOW ESTABLISHED; THENCE WITH SAID RIGHT-OF-WAY LINE ALONG A CURVE TO THE LEFT NON-TANGENT TO THE PRECEDING LINE, HAVING A RADIUS OF 998.43 FEET, AN ARC LENGTH OF 145.64 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 66 DEGREES 23 MINUTES 08 SECONDS EAST, 145.51 FEET, TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST SET IN SAID RIGHT-OF-WAY, SAID IRON BAR BEING THE POINT AND PLACE OF BEGINNING;

THENCE FROM THE POINT OF BEGINNING WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 998.43 FEET, AN ARC LENGTH OF 726.59 FEET, AND A CHORD BEARING AND DISTANCE OF NORTH 88 DEGREES 35 MINUTES 15 SECONDS EAST, 710.67 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 1031.05 FEET, AN ARC LENGTH OF 49.17 FEET, AND A CHORD BEARING AND DISTANCE OF NORTH 66 DEGREES 22 MINUTES 23 SECONDS EAST, 49.17 FEET TO A CALCULATED POINT (NO POINT SET);



THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX  
TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A  
RADIUS OF 1165.34 FEET, AN ARC LENGTH OF 48.89 FEET, AND A CHORD  
BEARING AND DISTANCE OF NORTH 63 DEGREES 49 MINUTES 38 SECONDS  
EAST, 48.89 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX  
TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A  
RADIUS OF 1313.75 FEET, AN ARC LENGTH OF 48.63 FEET, AND A CHORD  
BEARING AND DISTANCE OF NORTH 61 DEGREES 33 MINUTES 54 SECONDS  
EAST, 48.63 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX  
TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A  
RADIUS OF 1507.80 FEET, AN ARC LENGTH OF 48.37 FEET, AND A CHORD  
BEARING AND DISTANCE OF NORTH 59 DEGREES 35 MINUTES 07 SECONDS  
EAST, 48.37 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX  
TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A  
RADIUS OF 1772.41 FEET, AN ARC LENGTH OF 48.12 FEET, AND A CHORD  
BEARING AND DISTANCE OF NORTH 57 DEGREES 53 MINUTES 19 SECONDS  
EAST, 48.11 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX  
TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A  
RADIUS OF 2154.62 FEET, AN ARC LENGTH OF 47.86 FEET, AND A CHORD  
BEARING AND DISTANCE OF NORTH 56 DEGREES 28 MINUTES 28 SECONDS  
EAST, 47.86 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX  
TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A  
RADIUS OF 2755.24 FEET, AN ARC LENGTH OF 47.60 FEET, AND A CHORD  
BEARING AND DISTANCE OF NORTH 55 DEGREES 20 MINUTES 36 SECONDS  
EAST, 47.60 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX  
TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A  
RADIUS OF 3836.36 FEET, AN ARC LENGTH OF 47.34 FEET, AND A CHORD  
BEARING AND DISTANCE OF NORTH 54 DEGREES 29 MINUTES 42 SECONDS  
EAST, 47.34 FEET TO A CALCULATED POINT (NO POINT SET);



THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 6358.96 FEET, AN ARC LENGTH OF 47.08 FEET, AND A CHORD BEARING AND DISTANCE OF NORTH 53 DEGREES 55 MINUTES 45 SECONDS EAST, 47.08 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 28432.35 FEET, AN ARC LENGTH OF 46.80 FEET, AND A CHORD BEARING AND DISTANCE OF NORTH 53 DEGREES 38 MINUTES 47 SECONDS EAST, 46.80 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH THE SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, NORTH 53 DEGREES 35 MINUTES 58 SECONDS EAST, A DISTANCE OF 278.14 FEET, LEAVING SECTION 35, TOWNSHIP 19 SOUTH, RANGE 1 EAST, AND ENTERING SECTION 36 TOWNSHIP 19 SOUTH, RANGE 1 EAST AT 55.60 FEET, TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE LEAVING THE SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY, SOUTH 36 DEGREES 24 MINUTES 02 SECONDS EAST, PERPENDICULAR TO CSX TRANSPORTATION RAILROAD, A DISTANCE OF 10.00 FEET TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY, PARALLEL WITH CSX TRANSPORTATION RAILROAD, SOUTH 53 DEGREES 35 MINUTES 58 SECONDS WEST, A DISTANCE OF 278.14 FEET, LEAVING SECTION 36, TOWNSHIP 19 SOUTH, RANGE 1 EAST, AND ENTERING SECTION 35, TOWNSHIP 19 SOUTH, RANGE 1 EAST AT 229.78 FEET, TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 28442.35 FEET, AN ARC LENGTH OF 46.82 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 53 DEGREES 38 MINUTES 47 SECONDS WEST, 46.82 FEET TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;



THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 6368.96 FEET, AN ARC LENGTH OF 4.07 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 53 DEGREES 44 MINUTES 08 SECONDS WEST, 4.07 FEET TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY, A BEARING RADIAL TO CSX TRANSPORTATION RAILROAD AND NON-TANGENT TO THE PRECEDING CURVE, SOUTH 36 DEGREES 14 MINUTES 46 SECONDS EAST, A DISTANCE OF 50.00 FEET TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD AND NON-TANGENT TO THE PRECEDING LINE, HAVING A RADIUS OF 6418.96 FEET, AN ARC LENGTH OF 43.42 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 53 DEGREES 56 MINUTES 51 SECONDS WEST, 43.42 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 3896.36 FEET, AN ARC LENGTH OF 48.08 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 54 DEGREES 29 MINUTES 42 SECONDS WEST, 48.08 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 2815.24 FEET, AN ARC LENGTH OF 48.63 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 55 DEGREES 20 MINUTES 36 SECONDS WEST, 48.63 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 2214.62 FEET, AN ARC LENGTH OF 49.19 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 56 DEGREES 28 MINUTES 28 SECONDS WEST, 49.19 FEET TO A CALCULATED POINT (NO POINT SET);



THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 1832.41 FEET, AN ARC LENGTH OF 49.74 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 57 DEGREES 53 MINUTES 19 SECONDS WEST, 49.74 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 1567.80 FEET, AN ARC LENGTH OF 50.30 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 59 DEGREES 35 MINUTES 07 SECONDS WEST, 50.30 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 1373.75 FEET, AN ARC LENGTH OF 50.85 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 61 DEGREES 33 MINUTES 54 SECONDS WEST, 50.85 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 1225.34 FEET, AN ARC LENGTH OF 51.41 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 63 DEGREES 49 MINUTES 38 SECONDS WEST, 51.40 FEET TO A CALCULATED POINT (NO POINT SET);

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 1091.05 FEET, AN ARC LENGTH OF 52.01 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 66 DEGREES 22 MINUTES 25 SECONDS WEST, 52.01 FEET TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD, HAVING A RADIUS OF 1058.43 FEET, AN ARC LENGTH OF 431.00 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 79 DEGREES 24 MINUTES 18 SECONDS WEST, 428.03 FEET TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY, A BEARING RADIAL TO CSX TRANSPORTATION RAILROAD AND NON-TANGENT TO THE PRECEDING CURVE, NORTH 01 DEGREES 04 MINUTES 14 SECONDS EAST, A DISTANCE OF 45.00 FEET TO A NEW 5/8 IN IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY ALONG A CURVE TO THE RIGHT, PARALLEL WITH CSX TRANSPORTATION RAILROAD AND NON-TANGENT TO THE PRECEDING LINE, HAVING A RADIUS OF 1013.43 FEET, AN ARC LENGTH OF 324.83 FEET, AND A CHORD BEARING AND DISTANCE OF NORTH 79 DEGREES 44 MINUTES 48 SECONDS WEST, 323.45 FEET TO A NEW 5/8 INCH IRON REINFORCING BAR WITH ALUMINUM CAP STAMPED "CA-677-LS" SET AND WITNESSED BY A 6-FOOT METAL T-POST;

THENCE WITH A NEW LINE FOR SOUTHERN ELECTRIC GENERATING COMPANY, A BEARING RADIAL TO CSX TRANSPORTATION RAILROAD AND NON-TANGENT TO THE PRECEDING CURVE, NORTH 19 DEGREES 26 MINUTES 09 SECONDS EAST, A DISTANCE OF 15.00 FEET TO THE POINT AND PLACE OF BEGINNING;

CONTAINING 1.36 ACRES (59,428 SQUARE FEET), MORE OR LESS, AND BEING A STRIP OF LAND VARYING IN WIDTH LYING PARALLEL WITH AND ADJACENT TO THE EXISTING SOUTHERN RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, ACROSS PROPERTY OWNED BY THE SOUTHERN ELECTRIC GENERATING COMPANY.