



20090702000254500 1/3 \$17.00
Shelby Cnty Judge of Probate, AL
07/02/2009 10:06:35 AM FILED/CERT

RECORDING TAX ORDER

DEED 932 125
Recorded In Above Book and Page
07/02/2009 03:23:27 PM
Billy Atkinson
Probate Judge
Talladega County, AL

STATE OF ALABAMA § A proceeding authorized by
COUNTY OF MONTGOMERY § §40-22-2(8), Code of Alabama 1975

BEFORE THE ALABAMA DEPARTMENT OF REVENUE:

Comes, Petitioner, LAW DEBENTURE TRUST COMPANY OF NEW YORK, a banking corporation organized under the laws of the State of New York, and asks the Alabama Department of Revenue to fix and determine the amount of recording tax due, pursuant to §40-22-2(8), Code of Alabama 1975, upon recordation of the Mortgage, Security Agreement, Assignment of Rents and Leases and Fixture Filing (the "Mortgage"), executed or to be executed by **BOWATER ALABAMA LLC**, an Alabama limited liability company, to the Petitioner. The Mortgage and certain other mortgage and security agreement instruments grant property located both within and without the State of Alabama and secure indebtedness in the aggregate principal amount of \$206,000,000.00.

Upon consideration of the Petition and evidence offered in support thereof, the Alabama Department of Revenue finds as follows:

1. That the maximum indebtedness owed pursuant to the Loan Documents described in the Mortgage, and secured by the Mortgage, is \$206,000,000.00.
2. That the Petitioner desires to pay recording tax on the maximum indebtedness, allocable to the secured assets which are located in the State of Alabama.
3. That the total value of all property covered by the Mortgage, both within and without the State of Alabama, is \$1,205,524,502.91.
4. That the total value of all property located within the State of Alabama, and covered by the Mortgage is \$56,315,519.97 or 4.67% of the total value of all property covered by the

Mortgage and all other mortgage and security agreement instruments, both within and without the State of Alabama.

5. That the amount of indebtedness which is allocable to Alabama, upon which recording tax is due, is \$9,620,200.00.
6. That the amount of recording tax to be paid, at the rate of \$.15 for each \$100 of indebtedness, or fraction thereof, which is attributable to the property located within the State of Alabama, is \$14,430.30.
7. That the relative property values of the properties lying within the State of Alabama are as follows:

<u>COUNTY</u>	<u>VALUE</u>	<u>PERCENTAGE</u>
Shelby	\$7,403,830.00	13.15%
<u>Talladega</u>	<u>\$48,911,689.97</u>	<u>86.85%</u>
TOTAL:	\$56,315,519.97	100%

IT IS ORDERED, THEREFORE, that the Probate Judge of the county wherein the Mortgage will be recorded first shall collect recording tax in the amount of \$14,430.30, and, pursuant to §40-22-2(7), Code of Alabama 1975, after deducting the probate judge's 5% commission, shall make distribution of such tax to the State of Alabama and to counties named above, in the percentages set out in Paragraph 7 above; and Petitioner is not required to post any bond or report to the Department of Revenue when additional indebtedness is incurred under the Mortgage or annually so long as the aggregate principal balance outstanding under the Loan secured by the Mortgage does not exceed \$206,000,000.00.

DONE this 1st day of July, 2009.

DEED 932 126
Recorded In Above Book and Page
07/01/2009 03:23:27 PM
Billy Atkinson
Probate Judge
Talladega County, AL



20090702000254500 3/3 \$17.00
Shelby Cnty Judge of Probate, AL
07/02/2009 10:06:35 AM FILED/CERT

ALABAMA DEPARTMENT OF REVENUE

By: Cynthia Underwood
Assistant Commissioner of Revenue

ATTEST:
[Signature]
As Secretary

[Signature]
Legal Division: K. Elizabeth Jehle

DEED 932 127
Recorded In Above Book and Page
07/01/2009 03:23:27 PM
Billy Atkinson
Probate Judge
Talladega County, AL

Recording Fee	22.50
TOTAL	22.50