

MORTGAGEE'S WAIVER AND CONSENT

Central State Bank

(Mortgagee)

P.O. Box 180

(Address)

Calera, AL

(City & State)

December 8, 1994

(Date)

TO: First Alabama Bank

LESSOR

Whereas the above lessor has entered into a lease contract with Higginbotham Oil Company, Inc.

Lessee, dated _____ for the rental of _____

See Attached Equipment Schedule

(Full description of rented items)

hereinafter referred to as the "Equipment" now or to be installed or kept at: _____

1400 Woodbine Ave. Calera, AL 35040

(Full local address of equipment location, including city & state)

the undersigned mortgagee of the said premises, in consideration of the said contract and the delivery of said "Equipment" to the Lessee by these presents, consents to said installation and does waive and relinquish unto the Lessor and assigns, all right of levy for rent or mortgage payments and all claims and demands of every kind against the said "Equipment" now or to be installed under said contract. The undersigned mortgagee also disclaims any ownership or other interest in subject equipment and in other equipment that may be added from time to time, even though said equipment may become attached to the real property or become a fixture thereof. This waiver is to continue until full compliance by the Lessee with all the terms and conditions of said contract. The undersigned agrees that said "Equipment" shall not become part of the free-hold and may be removed or repossessed by the Lessor and assigns at any time without liability to Lessor.

WITNESS my (our) hand(s) and seal(s) the day and year above written.

Mortgagee: Central State Bank

By: [Signature]

Inst. # 1994-36790

Its: President

Signed, sealed and delivered in the presence of:

[Signature: Martha Lockhart]
[Signature: Shamba Schneider]

MY COMMISSION EXPIRES SEPTEMBER 29, 1998

Form 10074

12/16/1994-36790
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(F-011875)

EQUIPMENT SCHEDULE

1400 Woodbine Ave.
Calera, AL 35040

Network Upgrades at Cost per my Letter:

(5) Ethernet Cards

Emphasys Network Environment

(5) User NWLITE Operation System

Disk Controller

Cables (200' @.23)

66 Mhz Upgrade for Jennifer's PC

250MB Internal Tape Drive

Tapes for Drive

Cable Installation for Running Network
and phone cables

DOS 6.21 Upgrade for Judy's PC

Installation of Network Software, Configure
PC's to optimize memory.

Restoring of Data from all (4) PC's

(7) Site License's of StoreVision Software

Discount for allowing Syscorp to use Sunny Food
Stores as a customer reference and ocassional
demonstration site.

(6) StoreVision Ultra/Slim 486 Computers
486/25SX+4MB+130MB Hard Disk+Super
VGA Color Monitor+9600 Baud Modem+
Co-Session+ProComm+Pkzip+WB Environme
DOS 6.2+Citizen 200GX Printer.

DFI Mini Tower 66Mhz+256KCache / Green
4MB Memory + 212MB Hard Disk + 3.5 and
5.25 floppy + Mouse + Super VGA w/ 1MB +
14" Color Monitor + Ethernet (Network) + (7)
Session 5250 Emulation (System/36) +
Lantastic + DOS 6.2 + Windows 3.11.

Included: Installation to Network and System/36
Configuration.

StoreVision Ultra Slim 486DX/50
VGA Color Monitor, 101 Keyboard

PRQT LXVI TRPL ARMCHIRE
PLAQUE-CHERUBS-LADY
WLNT NAP III BUFFET/GRN MRBL
TOLEDO LOLLYPOP SCALE
4 ROCOCO CHAIRS
12 LILLY DESK LAMP
BRL WLNT EMPIRE CHEVET
BRL WLNT EMPIRE CHEVET
LOUIS XV BED

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