

This instrument prepared by  
and to be returned to:  
Timothy D. Davis, Esq.  
Gordon, Silberman, Wiggins & Childs, P.C.  
1400 SouthTrust Tower  
Birmingham, Alabama 35203

This instrument is to be cross-  
indexed with the Assignment of  
Rents and Leases recorded in  
Instrument #2001-02874

STATE OF ALABAMA )  
COUNTY OF SHELBY )

**FIRST AMENDMENT TO ASSIGNMENT OF RENTS AND LEASES**

**THIS FIRST AMENDMENT TO ASSIGNMENT OF RENTS AND LEASES** is made and entered into effective as of the 23rd day of October, 2001, by **INVERNESS DENTAL ASSOCIATES, L.L.C.**, an Alabama limited liability company (the "Borrower"), and **SOUTHTRUST BANK**, an Alabama banking corporation (the "Lender").

**WHEREAS**, as of the 24th day of January, 2001, Borrower executed and delivered to the Lender an Assignment of Rents and Leases ("Assignment"), which Assignment was recorded in the Office of the Judge of Probate of Shelby County, Alabama, in Instrument #2001-02874 on January 26, 2001 (all capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to them in the Assignment); and

**WHEREAS**, Borrower has requested that Lender loan additional funds to Borrower and, concurrently herewith, Borrower and Lender are amending certain of the Loan Documents, including, without limitation, the Loan Agreement and the Note, in order to provide for an increase of \$172,000.00 in the amount of the Loan secured by, among other things, the Assignment, so that the principal amount of the Loan shall be increased from \$3,547,000.00 to \$3,719,000.00; and

**WHEREAS**, Borrower and Lender desire to amend the Assignment in order to increase the amount of principal indebtedness secured thereby from \$3,547,000.00 to \$3,719,000.00.

**NOW, THEREFORE**, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Borrower and Lender agree that the Assignment is hereby amended as follows:

10/25/2001-46081  
10:20 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
003 CH 17.00

Inst # 2001-46081

1. The term "Loan" as used in the Assignment shall be deemed to mean the loan from the Lender to the Borrower in the maximum principal amount of \$3,719,000.00 (instead of \$3,547,000.00), and, in furtherance of the foregoing, the words "Three Million Five Hundred Forty-Seven Thousand and No/100 Dollars" and the number "\$3,547,000.00" are deleted in all places where such words or numbers are used in the Assignment, and, in their respective places, the words "Three Million Seven Hundred Nineteen Thousand and No/100 Dollars" and the number "\$3,719,000.00" are hereby inserted in lieu thereof.

2. Except as hereinabove expressly amended, the terms and conditions of the Assignment are hereby ratified and affirmed.

IN WITNESS WHEREOF, Borrower has caused this instrument to be executed by its duly authorized representative and Lender has caused this instrument to be executed by its duly authorized officer as of the day and year first above written.

**BORROWER:**

INVERNESS DENTAL ASSOCIATES, L.L.C.

By: Charles D. Martin  
Its: Member

**LENDER:**

SOUTHTRUST BANK

By: [Signature]  
Its: [Signature]

STATE OF ALABAMA )  
COUNTY OF Jefferson )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Charles D. Martin, whose name as Member of Inverness Dental Associates, L.L.C., an Alabama limited liability company, 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 said instrument, he, in such capacity and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 23rd day of October, 2001.

(SEAL)

[Signature]  
Notary Public  
My Commission Expires: 2-13-03

STATE OF ALABAMA )  
COUNTY OF Jefferson )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Frank Battle, whose name as Vice President of SouthTrust Bank, an Alabama banking 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 said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said banking corporation.

Given under my hand and official seal this 23rd day of October, 2001.

(SEAL)



Notary Public

My Commission Expires: 2-13-03

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