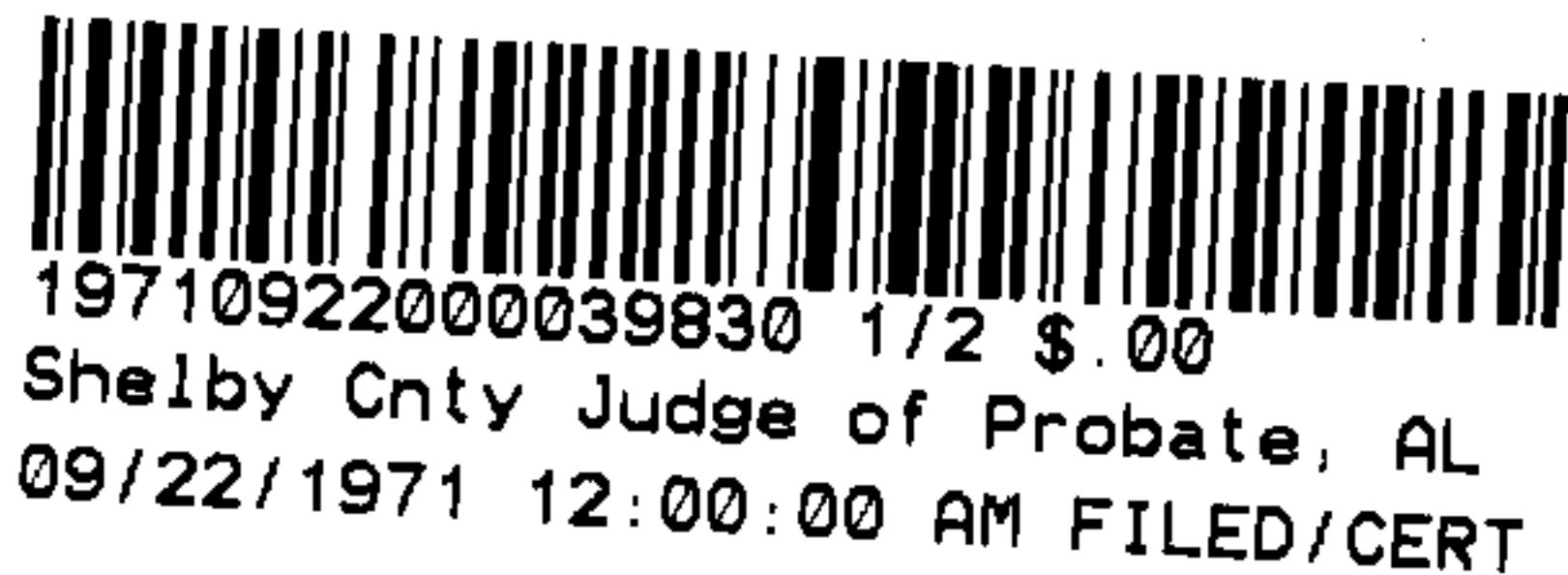


5058

ASSIGNMENT



THIS ASSIGNMENT made and entered into this 27th day of July, 1971 by and between FLETCHER PROPERTIES, OF ALABAMA, INC., an Alabama corporation ("Assignor") and FIRST AMERICAN INVESTMENT CORPORATION, FIDELITY CAPITAL CORPORATION, FIRST GEORGIA INVESTMENT CORPORATION, CSRA CAPITAL CORPORATION and GREAT SOUTHERN ENTERPRISES, INC. ("Assignees");

W I T N E S S E T H:

WHEREAS, the Assignor is indebted to the Assignees pursuant to promissory notes of the Assignor and Fletcher Properties, Inc. of even date herewith; and

WHEREAS, the Assignees have required that the Assignor enter into this Agreement as security for said indebtedness;

NOW, THEREFORE, for and in consideration of the mutual covenants, conditions and promises made herein, the loans made by Assignees to Assignor and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, it is agreed as follows:

Assignor does hereby sell, transfer, convey and set over unto Assignees all of its right, title and interest in and to that certain Option Agreement, dated June 1, 1970 by and between W. Houston Blount, Winton M. Blount, Glenn Ireland, II, Sam Boykin, Jr., John M. Bradley, Jr., Harry E. Murphy, Thomas J. Newman, as Optionors, the wives of the Optionors and Paul Z. Fletcher and Jerome S. Fletcher, as Optionees, as amended by instrument dated April 1, 1971, which Agreement was assigned and transferred to the Assignor by the Optionees;

This Assignment shall secure all obligations and indebtedness of Assignor to Assignees, joint or several, of every kind and nature, however evidenced, whether now existing or incurred from time to time hereafter, whether created

*See re assign of option Misc Bk 2 page 513 10-19-72
" spreading agree Misc Bk 2 page 518 10-19-72*

directly or acquired by Assignees by assignment or otherwise, absolute or contingent, due or to become due, including specifically (but not by way of limitation) all obligations and indebtedness of Assignor to Assignees created or arising pursuant to the promissory notes of even date herewith.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed on the day and year first above written.

(Corporate Seal)
Attest:

James R. For
Secretary

By:

R. J. Felt
President

FLETCHER PROPERTIES OF ALABAMA, INC.
FIRST AMERICAN INVESTMENT CORPORATION

(Corporate Seal)
Attest:

Stephen M. McMan
Assistant Secretary

By:

John P. Gentry
President

FIDELITY CAPITAL CORPORATION

(Corporate Seal)
Attest:

Carl J. Gentry
Assistant Secretary

By:

Wayne Haskins
Vice President

FIRST GEORGIA INVESTMENT CORPORATION

(Corporate Seal)
Attest:

Stephen M. McMan
Assistant Secretary

By:

John P. Gentry
President

CSRA CAPITAL CORPORATION

(Corporate Seal)
Attest:

James R. For
Secretary

By:

Allen Caldwell
President

GREAT SOUTHERN ENTERPRISES, INC.
By The Courts Corporation as
attorney-in-fact

(Corporate Seal)
Attest:

Julia M. Crawford
Secretary

By:

Paula J. Gentry
President



19710922000039830 2/2 \$.00
Shelby Cnty Judge of Probate, AL
09/22/1971 12:00:00 AM FILED/CERT

STATE OF ALA. SHELBY CO.
I HEREBY CERTIFY THIS
INSTRUMENT WAS FILED
1971 SEP 22 AM 10:43
UCC FILE NUMBER OR
REC. ENCL. PAGE AS SHOWN ABOVE
Consent of Probate
JUDGE OF PROBATE