PROMISSORY NOTE AND MORTGAGE TRANSFER

STATE OF ALABAMA)

SHELBY COUNTY)

FOR VALUABLE CONSIDERATION in hand paid to the undersigned BIRMINGHAM TRUST NATIONAL BANK, a national banking association ("Assignor"), by PROTECTIVE LIFE INSURANCE COMPANY, an Alabama corporation ("Assignee"), the receipt of which is hereby acknowledged by Assignor, the Assignor does hereby grant, bargain, sell, convey, and assign unto Assignee that certain Mortgage and Security Agreement executed by VALLEYDALE VILLAGE, INC., an Alabama corporation (the "Mortgagor"), and recorded at Volume 396, page 912, in the Probate Office of Shelby County, Alabama, as amended by instrument dated December 30, 1980, and recorded at Volume 38, page 何0坪, in such Office; that certain Alabama Mortgage Note, dated October 3, 1979, evidencing the debts secured by such Mortgage and Security Agreement; that certain Assignment of Lease(s), as recorded at Volume 32, page 998, in the Probate Office of Shelby County, Alabama, as amended by instrument dated December 30, 1980, and recorded at Volume 38, page 904, in such Office; together with the debt thereby secured and the property described in said Mortgage and Security Agreement, as amended, all without recourse and without warranty or representation by Assignor except as set forth in that certain Estoppel Certificate executed and delivered by Assignor to Assignee dated December 30, 1990.

IN WITNESS WHEREOF, Assignor, Birmingham Trust National Bank, has caused this instrument to be executed on the 30 day of December, 1980.

198101050000000060 1/2 \$.00 Shelby Cnty Judge of Probate, AL

ATTEST:

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BIRMINGHAM TRUST NATIONAL BANK

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JEFFERSON COUNTY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Temes F. Cunce Ja, whose name as Assume Vec Message of Birmingham Trust National Bank, a national banking association, 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, as such officer and with full authority, executed the same voluntarily for and as the act of said association.

Given under my hand and official seal this 30 day of Security, 1980.

Notary Public

My Commission Expires Feb. 9, 1982
This instrument was prepared by Romaine S. Scott, III,
Attorney at Law, 1600 Bank for Savings Building, Birmingham,
Alabama 35203.

198101050000000000 2/2 \$.00 Shelby Cnty Judge of Probate: AL 01/05/1981 12:00:00 AM FILED/CERT

STATE OF ALA. SHELBY CO.

I CERTIFY THIS

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Rec. 3.00 Incl. 1.00