

SHELBY

This instrument prepared by:  
Vincent J. Tkac, Esquire  
Chadds Ford Business Campus  
Brandywine II  
Suite 300  
Chadds Ford, PA 19317

127

STATE OF ALABAMA :  
: SS.  
Shelby County. :

ASSIGNMENT OF WRAP-AROUND MORTGAGE AND SECURITY AGREEMENT

For value received, the undersigned F. E. FISHER REVOCABLE TRUST OF 1980, does hereby grant, bargain, sell, convey, assign, and deliver unto the UNIVERSITY OF FLORIDA FOUNDATION, INC., that certain Wrap-Around Mortgage and Security Agreement (the "Wrap Mortgage") executed by Shelby Partners to FDI INVESTMENT CORPORATION, which mortgage is recorded in the Office of the Judge of Probate of Shelby County, Alabama, in Mortgage Volume 408, page 156, together with the debt thereby secured and the note ("Wrap Note") therein described, and all right, title and interest of the undersigned in and to the land and property conveyed by said mortgage. To have and to hold unto the Trustee, its successors and assigns forever.

BOOK 059 PAGE 737

This Assignment is made subject to the following provisions: (i) the rights of Assignee hereunder are at all times subordinate to the rights created pursuant to the underlying obligations, as evidenced by certain promissory note(s) and secured by certain mortgage(s), which are wrapped by the Wrap Note and Wrap Mortgage; and (ii) the Assignee does not assume any of the obligations of Assignor under the Wrap Note and Wrap Mortgage, with the sole exception of making payments of principal and interest thereunder, which obligation is limited to payment to the senior debtholder(s) of regular periodic installments only when the corresponding payment is received by the wrapholder.

FURTHERMORE the Wrap Note and Wrap Deed of Trust were transferred and conveyed from FDI Investment Corporation to First Delaware Equity Corporation by Assignment, dated to be effective as of July 31, 1980, and subsequently recorded in Book 024, Page 769, Shelby County, Alabama.

*James C. McDonald*  
Chadds Ford, Pa. 19317



FURTHERMORE the Wrap Note and Wrap Mortgage were transferred and conveyed from First Delaware Equity Corporation to F. E. Fisher Revocable Trust of 1980, by Assignment, dated to be effective as of March 31, 1985, and subsequently recorded in Book 026, Page 843, Shelby County, Alabama.

In witness whereof, the undersigned has caused this instrument to be executed in its name by its duly authorized officer, on this 18 day of December, 1985.

Signed, Sealed and Delivered  
in the Presence of:

Ernie M. Deanna  
Barbara Lamm

F. E. FISHER REVOCABLE TRUST  
OF 1980

By: Frederick E. Fisher  
Frederick E. Fisher  
Trustee

BOOK 059 PAGE 738

STATE OF FLORIDA  
COUNTY OF ALACHUA

BOOK 059 PAGE 739

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, Frederick E. Fisher, well known to me to be the Trustee of the F. E. Fisher Revocable Trust of 1980, a Florida trust, named in the foregoing instrument and that he acknowledged executing the same in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in him by said trust.

WITNESS my hand and official seal in the County and State last aforesaid this 18th day of December, 1985.

*Rome D DeFaney*  
Notary Public

My Commission Expires:  
Notary Public, State of Florida  
My Commission Expires Feb. 23, 1986  
Bonded thru Troy Egan - Insurance, Inc.

STATE OF ALA. SPELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

1986 FEB -4 PM 3:54

*Rome D DeFaney*  
JUDGE PROBATE

Rec. 750  
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