

2419

PROMISSORY NOTE, MORTGAGE,
AND ASSIGNMENT OF RENTS TRANSFER

STATE OF ALABAMA)

COUNTY OF SHELBY)

FOR VALUABLE CONSIDERATION, in hand paid to the undersigned
CENTRAL BANK OF THE SOUTH, an Alabama state banking corporation
("ASSIGNOR"), by Balcor Pension Investors VI ("ASSIGNEE"), the
receipt of which is hereby acknowledged by ASSIGNOR, the ASSIGNOR
does hereby grant, bargain, sell, convey and assign unto ASSIGNEE
(i) that certain Mortgage executed by DJ-II INVESTMENTS, LTD., an
Alabama limited partnership ("MORTGAGOR"), and recorded in Book
059, beginning at page 129, Probate Office of Shelby County,
Alabama; (ii) that certain Assignment of Rents and Leases recorded
in Book 059, beginning at page 149, Probate Office of Shelby
County, Alabama; (iii) those certain UCC-1 Financing Statements
File No. A192983R, Secretary of State, and File No. 013607, Shelby
County; and (iv) that certain Note executed by MORTGAGOR dated
January 28, 1986, in the principal amount of \$9,000,000.00,
evidencing the debt secured by such Mortgage and all indebtedness
thereunder; all without recourse, and without any warranty or
representation by ASSIGNOR except ASSIGNOR hereby certifies as
follows: (i) on the date hereof the total outstanding unpaid
principal balance of said Note is \$9,000,000.00; (ii) all interest
on the Note has been paid to date, except \$109,625.00 accrued and
unpaid interest, and that no interest has been prepaid to
ASSIGNOR; (iii) ASSIGNOR has no actual knowledge of the existence

Land Title

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of an event of default, which has not been cured, under the Note or Mortgage or an event which but for the passage of time or the giving of notice would constitute an event of default; and (iv) ASSIGNOR is the owner of the Note, Mortgage and Assignment of Rents and Leases, with full power to sell and assign the same.

IN WITNESS WHEREOF, ASSIGNOR, Central Bank of the South, has caused this instrument to be executed by its duly authorized officer on the 21st day of April, 1987.

WITNESS

CENTRAL BANK OF THE SOUTH

Tara Usei

By Rebecca D. Stulor
Its Real Estate Officer

STATE OF ALABAMA)

COUNTY OF JEFFERSON)

I, Rebecca D. Stulor, a Notary Public in and for said County in said State, hereby certify that Rebecca D. Stulor, whose name as Real Estate Officer of Central Bank of the South, a state 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 the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said banking corporation.

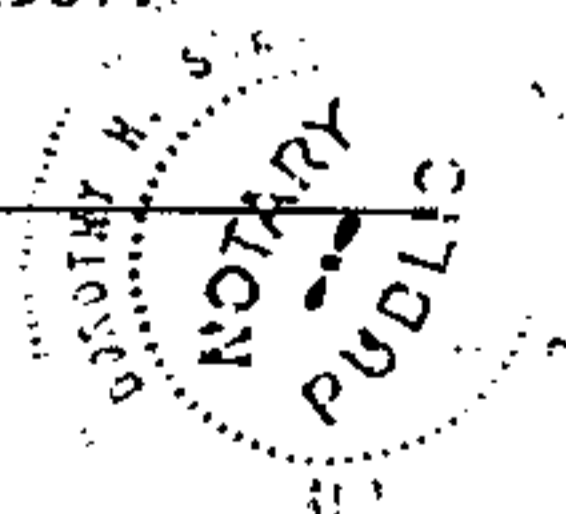
Given under my hand this the 21st day of April, 1987.

Rebecca D. Stulor
Notary Public

NOTARIAL SEAL

My commission expires: _____

MY COMMISSION EXPIRES MAY 31, 1987



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

1987 APR 22 PM 12:44

Thomas A. Snowdon, Jr.
JUDGE OF PROBATE -2-

RECORDING FEES

Recording Fee	\$ <u>5.00</u>
Index Fee	<u>1.00</u>
TOTAL	\$ <u>6.00</u>