

STATE OF ALABAMA)

SHELBY COUNTY)

AMENDMENT TO MORTGAGE

This Amendment to Mortgage made this 26 day of March, 1996, by and between INTERSTATE RESTAURANT INVESTORS, AN ALABAMA GENERAL PARTNERSHIP and FRANK C. ELLIS, JR., a married man (collectively, the "Borrower") and UNION STATE BANK, an Alabama banking corporation (herein "Lender").

WHEREAS, Borrower delivered to Lender a mortgage, which mortgage is recorded in Instrument #1995-04568, and which mortgage was amended in Instrument #1995-18758 and further amended in Instrument #1995-26512, all in the Office of the Judge of Probate of Shelby County, Alabama (collectively herein all of the foregoing are referred to as the "Mortgage"); and

WHEREAS, the note securing the Mortgage (the "Original Note") has matured and the parties are desirous of replacing the Original Note with a replacement note in the face amount of Four Hundred Thousand and No/100 Dollars (\$400,000.00); and

WHEREAS, the parties are desirous of having said replacement note be secured by the Mortgage and encumber the property described herein.

NOW, THEREFORE, in consideration of the premises, the mutual covenants contained herein and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, Borrower agrees as follows:

1. The Mortgage is hereby amended to encumber the real

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property described on Exhibit "A" attached hereto and incorporated by reference herein.

2. The Mortgage as hereby amended secures a replacement note in the amount of Four Hundred Thousand and No/100 Dollars (\$400,000.00).

3. The property encumbered by the Mortgage is not the homestead of Frank C. Ellis, Jr. or his spouse.

4. The Assignmet of Leases, Rents & Profits as recorded in Instrument #1995-04569 and amended in Instrument #1995-18758 is hereby ratified and affirmed as to the property set out on Exhibit "A".

5. In all other respects, the Mortgage as originally written shall remain in full force and effect.

DONE the date and year first above written.

INTERSTATE RESTAURANT INVESTORS,
AN ALABAMA GENERAL PARTNERSHIP

By:


John McGeever

Its: General Partner

By:

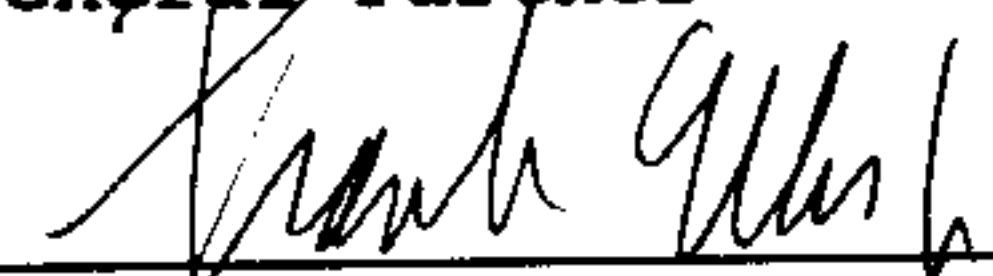

John G. Benner

Its: General Partner

By:


William R. Robertson

Its: General Partner


Frank C. Ellis, Jr., Individually

STATE OF ALABAMA)

COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that JOHN MCGEEVER, JOHN G. BENNER and WILLIAM R. ROBERTSON, whose names as General Partners of INTERSTATE RESTAURANT INVESTORS, AN ALABAMA GENERAL PARTNERSHIP, are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that, being informed of the contents of said instrument, they, as such General Partners and with full authority, executed the same voluntarily for and as the act of said partnership on the day the same bears date.

Given under my hand and seal this 26 day of MARCH, 1995.


Notary Public

My Commission Expires: 3.1.98

STATE OF ALABAMA)

COUNTY OF SHERBURY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that FRANK C. ELLIS, JR., whose name 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 foregoing instrument he executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 26 day of MARCH, 1996.


Notary Public

My Commission Expires: 3.1.98

Schedule ^A — (Continued)

COMMITMENT NO T33330

EXHIBIT # A PAGE 1 of 3

PARCEL I:

A parcel of land located in the Southwest Quarter of Section 31, Township 19 South, Range 2 West and the Northwest Quarter of Section 6, Township 20 South, Range 2 West, Shelby County, Alabama; more particularly described as follows:

Commence at the Southeast corner of the Southwest Quarter of Section 31; thence run North along the Quarter line 506.79 feet; thence left $121^{\circ}25'36''$, 1325.96 feet; thence right $129^{\circ}39'13''$, 359.51 feet to the point of beginning; thence left $90^{\circ}00'$, 319.00 feet to the easterly right of way of U.S. Highway 31; thence right $90^{\circ}00'$, 271.39 feet northerly along said right of way; thence right $45^{\circ}59'33''$, 110.03 feet to the right of way of Alabama Highway No. 119; thence an interior angle left of $140^{\circ}45'20''$ to the chord of a curve to the left with a radius of 1949.89 feet and a central angle of $7^{\circ}04'37''$; thence run along the arc of said curve 240.84 feet along the Highway 119 right of way; thence an interior angle left from said chord of $85^{\circ}14'14''$, 367.82 feet to the point of beginning.

PARCEL II:

INGRESS-EGRESS UTILITY EASEMENT described as follows:

Commence at the Southeast corner of the Southwest Quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama; thence run North along the Quarter line 506.79 feet; thence left $121^{\circ}25'36''$, 1325.96 feet; thence right $129^{\circ}39'13''$, 359.51 feet; thence left $90^{\circ}00'$, 289.00 feet to the point of beginning of said easement; thence continue on last stated course 30 feet to the easterly right of way of U.S. Highway 31 and to the Northwest corner of the property conveyed to Jenkin's Brick; thence left $90^{\circ}00'$, 55.0 feet southerly along said R.O.W.; thence $90^{\circ}00'00''$ left and leaving said right of way run easterly 30.0 feet; thence $90^{\circ}00'00''$ left 55.0 feet to the point of beginning.

PARCEL III:

MUTUAL INGRESS-EGRESS UTILITY EASEMENT described as follows:

An Ingress-Egress Utility Easement in perpetuity and being more particularly described as follows: Commence at the Southeast corner of the Southwest Quarter of Section 31, Township 19 South, Range 2 West; thence run North along the Quarter line 506.79 feet; thence left $121^{\circ}25'36''$ run in a southwesterly direction 1325.96 feet; thence right $129^{\circ}39'13''$ run in a northerly direction 359.51 feet; thence continue on last stated course 297.82 feet to the point of beginning; thence right $90^{\circ}00'00''$ run in an easterly direction 30.00 feet; thence left $90^{\circ}00'00''$ run in a northerly direction 10.00 feet; thence right $90^{\circ}00'00''$ run in an easterly direction 40.0 feet; thence left $90^{\circ}00'00''$ run in a northerly direction 71.53 feet to a point on the South right of way of Alabama Highway No. 119, said point being on a curve to the right said curve having a central angle of $02^{\circ}05'05''$ and a radius of 1949.89 feet, turn left $100^{\circ}23'19''$ to tangent and run along the arc of said curve and said right

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Schedule A — (Continued)

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EXHIBIT 'A' PAGE 2 OF 3

of way in a westerly direction 70.95 feet; thence left $81^{\circ}41'46''$ to tangent and leaving said right of way run in a southerly direction 70.00 feet, to the point of beginning.

PARCEL IV:

A parcel of land situated in the Southwest Quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama and being more particularly described as follows: Commence at the Southeast corner of the Southwest Quarter of Section 31, Township 19 South, Range 2 West; thence run North along the Quarter line 506.79 feet; thence left $121^{\circ}25'36''$ run in a southwesterly direction 1325.96 feet; thence right $129^{\circ}39'13''$ run in a northerly direction 359.51 feet; thence left $90^{\circ}00'00''$ run in a westerly direction 319.00 feet, to the easterly right of way of U.S. Highway No. 31; thence right $90^{\circ}00'00''$ run in a northerly direction along said right of way 131.39 feet to the point of beginning; thence continue along last stated course 5.00 feet; thence right $90^{\circ}00'00''$ and leaving said right of way run in an easterly direction 175.00 feet; thence $90^{\circ}00'00''$ right running in a southerly direction 5.00 feet; thence $90^{\circ}00'00''$ right run in a westerly direction 175.00 feet to the point of beginning.

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Schedule A — (Continued)

COMMITMENT NO. T33330

EXHIBIT A PAGE 3 of 3

LESS AND EXCEPT
PARCELS V + VI~~PARCEL V~~
PARCEL VI

A parcel of land situated in the Southwest Quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama and being more particularly described as follows: Commence at the Southeast corner of the Southwest Quarter of Section 31, Township 19 South, Range 2 West; thence run North along the Quarter line 506.79 feet; thence left $121^{\circ}25'36''$ run in a southwesterly direction 1325.96 feet; thence right $129^{\circ}39'13''$ run in a northerly direction 359.51 feet; thence left $90^{\circ}00'00''$ run in a westerly direction 319.00 feet, to the easterly right of way of U.S. Highway No. 31; thence right $90^{\circ}00'00''$ run in a northerly direction along said right of way 131.39 feet to the point of beginning; thence continue along last stated course 140.00 feet; thence right $45^{\circ}59'33''$ run in a northeasterly direction along said right of way 110.03 feet to the right of way of Alabama Highway No. 119 which is on a curve to the left, said curve having a central angle of $02^{\circ}49'12''$ and a radius of 1949.89 feet; thence turn an angle to tangent to the right of $42^{\circ}47'00''$ run along the arc of said curve 95.97 feet in an easterly direction along the right of way of Alabama Highway No. 119; thence turn an angle to tangent to the right of $94^{\circ}02'39''$ and leaving said right of way run in a southerly direction 220.85 feet; thence right $90^{\circ}00'00''$ run in a westerly direction 175.00 feet to the point of beginning.

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PARCEL VI

~~PARCEL V~~

A parcel of land located in the Southwest 1/4 of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama, more particularly described as follows:

Commence at the Southeast corner of the Southwest 1/4 of Section 31; thence run North along the 1/4 line 506.79 feet; thence left 121 deg. 25 min. 36 sec., 1325.96 feet; thence right 129 deg. 39 min. 13 sec. 359.51 feet; thence left 90 deg. 00 min. 137.0 feet to the point of beginning; thence continue on last stated course 182.0 feet to the easterly right of way of U.S. Highway 31; thence right 90 deg. 00 min. 136.39 feet Northerly along said right of way; thence right 90 deg. 00 min., and leaving said right of way run in an easterly direction along the South property line of Union State Bank 175.0 feet; thence 90 deg. 00 min. 00 sec. right and leaving said property line run in a Southerly direction 17.89 feet; thence 90 deg. 00 min. 00 sec. left run in an easterly direction 7.00 feet; thence 90 deg. 00 min. 00 sec. right run in a Southerly direction 118.50 feet to the point of beginning; being situated in Shelby County, Alabama.

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