

ASSIGNMENT OF NOTE AND SECURITY

STATE OF ALABAMA )  
SHELBY COUNTY )

LOAN NUMBER CDC-9028293008-BIR

FOR VALUE RECEIVED, the undersigned hereby transfers, sets over, and assigns unto the SMALL BUSINESS ADMINISTRATION all of its right, title, and interest in and to the following:

Promissory Note, SBA Form 1505, dated this date, in the original principal amount of \$1,000,000.00, executed by PELHAM HOTEL, L.L.C. (doing business as SLEEP INN - PELHAM) in favor of the SOUTHERN DEVELOPMENT COUNCIL, INC.

Real Property Mortgage dated this date, executed by PELHAM HOTEL, L.L.C. (doing business as SLEEP INN - PELHAM) in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record on 10-15, 1996, as Instrument # 1996-34290 in the Office of Judge of Probate of Shelby County, Alabama.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed and its seal affixed by its duly authorized officer this 10 day of October, 1996.

SOUTHERN DEVELOPMENT COUNCIL, INC.

BY: [Signature]  
O'Neal Browder (Its Asst. Vice President)

STATE OF ALABAMA )  
JEFFERSON COUNTY )

I, the undersigned Notary Public, in and for said County, in said State, hereby certify that O'Neal Browder, whose name as Assistant Vice President of SOUTHERN DEVELOPMENT COUNCIL, INC., an Alabama corporation, is signed to the foregoing Assignment of Note and Security, that he in his capacity as President of such corporation, with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 10 day of October, 1996.

[Signature]  
NOTARY PUBLIC

My Commission Expires: 6/7/99

THIS INSTRUMENT PREPARED BY:

Karen B. Johns  
ENGEL, HAIRSTON & JOHANSON, P.C.  
P.O. Box 370027  
Birmingham, Alabama 35237  
(205)328-4600

Inst # 1996-34291

10/15/1996-34291  
09:01 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
001 MCD 8.50