

**ASSIGNMENT OF NOTE AND MORTGAGE ASSIGNMENT OF RENTS AND LEASES
AND PRIOR LIENHOLDER'S AGREEMENT**

**STATE OF ALABAMA)
SHELBY COUNTY)**

LOAN NUMBER CDC 9478503007 BIR

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

Promissory Note, SBA Form 1505, dated April 29, 1997, in the original principal amount of Five Hundred Fifty-Three Thousand and No/100 Dollars (\$553,000.00), executed by The Mount Properties, L.L.C., and Anchor, L.L.C., doing business as Pelham Dairy Queen, in favor of the SOUTHERN DEVELOPMENT COUNCIL, INC.

Real Property mortgage dated April 29, 1997, executed by The Mount Properties, L.L.C., in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record April 29, 1997, as Instrument # 1997-13147 in the Office of Judge of Probate of Shelby County, Alabama.

Assignment of Rents and Leases dated April 29, 1997, executed by The Mount Properties, L.L.C., in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record April 29, 1997, as Instrument # 1997-13148 in the Office of Judge of Probate of Shelby County, Alabama.

Prior Lienholder's Agreement dated April 29, 1997, executed by Aliant Bank, in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record April 29, 1997, as Instrument # 1997-13149 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 29 day of April, 1997.

SOUTHERN DEVELOPMENT COUNCIL, INC.


Attest: Its Secretary

BY: 
Its President

**STATE OF ALABAMA)
MONTGOMERY COUNTY)**

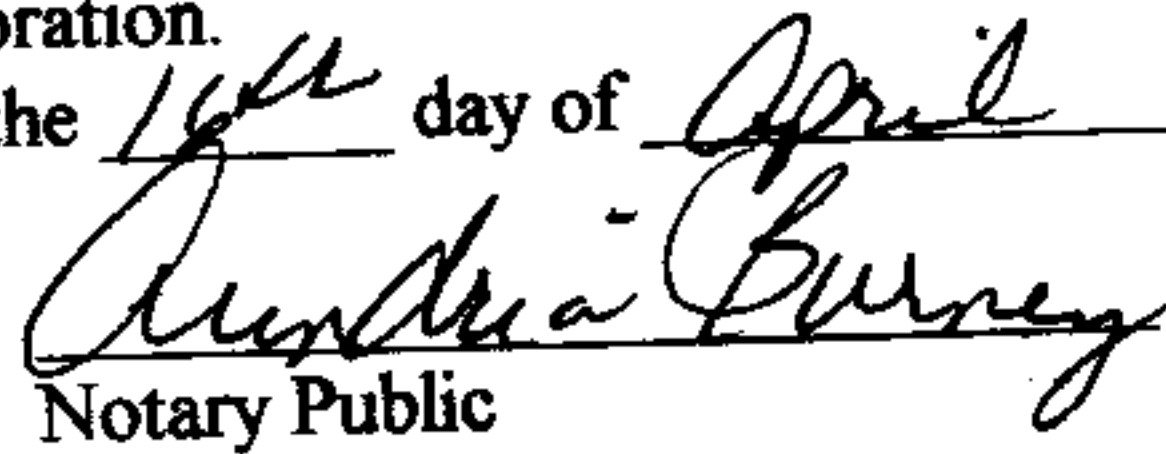
I, the undersigned Notary Public, in and for said County, in said State, hereby certify that M. M. Bedford, whose name as President of Southern Development Council, Inc., an Alabama corporation, is signed to the foregoing Assignment, and who is known to me, acknowledged before me on this date that, being informed of the contents of the

Inst # 1997-13150

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assignment, he, in his capacity as such officer 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 16th day of April, 1997.


Notary Public

My Commission Expires: 2-26-2001

This Instrument Prepared By:

John G. Lowther

John G. Lowther, P.C.

3500 Independence Drive

Birmingham, Al 35209

(205)879-9595

Inst # 1997-13150

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SHELBY COUNTY JUDGE OF PROBATE
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