

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

**STATE OF ALABAMA)
SHELBY COUNTY)**

LOAN NUMBER CDC 9543543005 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 October 8, 1997, in the original principal amount of Two Hundred Seventy-Two Thousand and No/100 Dollars (\$272,000.00), executed by JMJ, L.L.C., and Columbiana Skating Rink, Inc., in favor of the SOUTHERN DEVELOPMENT COUNCIL, INC.

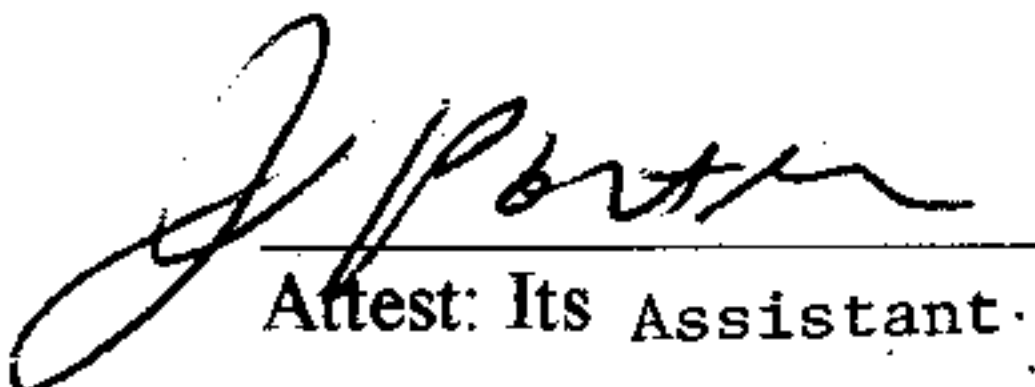
Real Property mortgage dated October 8, 1997, executed by JMJ, L.L.C., in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record October 8, 1997, as Instrument # 1997-32905 in the Office of Judge of Probate of Shelby County, Alabama.

Assignment of Rents and Leases dated October 8, 1997, executed by JMJ, L.L.C., in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record October 8, 1997, as Instrument # 1997-32906 in the Office of Judge of Probate of Shelby County, Alabama.

Subordination Agreement dated October 8, 1997, executed by JMJ, L.L.C., and Columbiana Skating Rink, Inc., in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record October 8, 1997, as Instrument # 1997-32907 in the Office of Judge of Probate of Shelby County, Alabama.

Prior Lienholder's Agreement dated October 8, 1997, executed by The Money Store Commercial Mortgage, Inc., in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record October 8, 1997, as Instrument # 1997-32908 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 8 day of October, 1997.


Attest: Its Assistant Secretary

SOUTHERN DEVELOPMENT COUNCIL, INC.
BY: 
Its Assistant Vice President

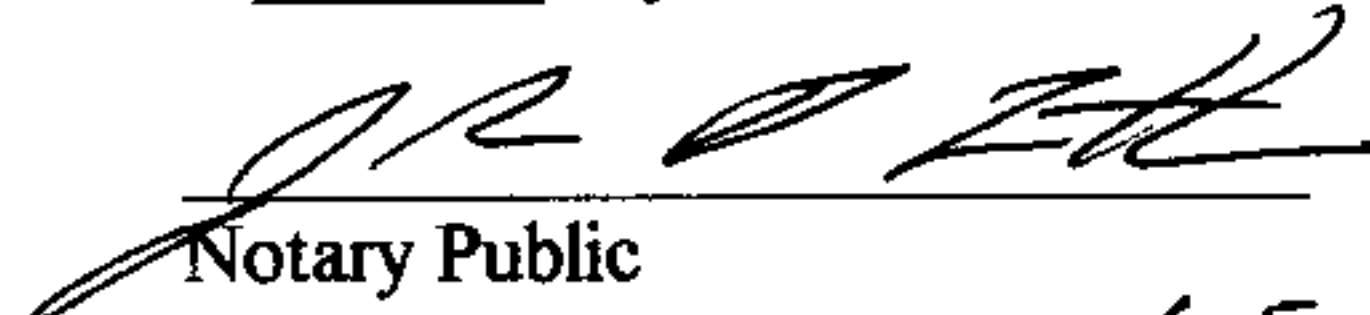
10/08/1997-32909
04:21 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 12.00

Inst # 1997-32909

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned Notary Public, in and for said County, in said State, hereby certify that M. H. Forrester, whose name as Assistant Vice 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 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 8 day of October, 1997.


Notary Public
My Commission Expires: 1.5.99

10/08/1997-32909
04:21 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NCD 12.00