

When Recorded Return to:
The Money Store Investment Corporation
P.O. Box 15143
Sacramento, CA 95851
Attn: Loan Servicing

Construction involved

MODIFICATION AGREEMENT

This AGREEMENT is made as of December 16, 19 97, by and between THE MONEY STORE COMMERCIAL MORTGAGE, INC. ("Lender") and Karsons International, Inc. ("Borrower").

The following provision is hereby added to that certain Construction Mortgage dated May 14, 1996 and recorded May 15, 1996 in the Shelby County Judge of Probate records and reflecting an instrument number of ~~1996-15785~~ 1996-15784.

Said real property is commonly known as: Highway 304 & Interstate 65, Calera, AL

See Exhibit "A" attached hereto and incorporated by this reference.

Cross Default. Any default in any other loan under which Borrower is or becomes obligated shall, at the option of Lender, constitute a default in this loan. Any default in this loan shall, at the option of Lender, constitute a default in any other loan granted by lender to Borrower.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first set forth above.

"Lender"

"Borrower"

The Money Store Commercial Mortgage, Inc.

Karsons International, Inc.

By: [Signature]
~~Feri Burrows, AVP/Processing Manager~~
John G. Lowther

By: [Signature]
Nouman Akbar Malik, President/Secretary

"Guarantors"

Cloverleaf Motel, Inc. -

By: [Signature]
Nouman Akbar Malik, President/Secretary

[Signature]
Nouman Akbar Malik

ALL SIGNATURES MUST BE NOTARIZED

12/22/1997-41457
10:26 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 13.50

EXHIBIT "A"

All that tract or parcel of land being situated in the Southeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$; Northeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ and the Northwest $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 4, Township 22 South, Range 2 West, described as follows: Beginning at the Northeast corner of Southwest $\frac{1}{4}$ of Southeast $\frac{1}{4}$, Section 4, Township 22 South, Range 2 West, run thence South 0 deg. 48 min. 37 sec. West 260 feet to a point on the state fence; thence Northwest along state fence 130 feet to a point; thence North 20 deg. 23 min. 02 sec. West 348.94 feet to a concrete right of way monument on U. S. 31; thence North 4 deg. 33 min. 04 sec. East 135.34 feet to a concrete right of way marker; thence North 9 deg. East 284.30 feet to a point; thence South 64 deg. 56 min. 47 sec. East 1127.64 feet to a point; thence North 12 deg. 34 min. 37 sec. East 51.21 feet to a point; thence North 82 deg. 26 min. 37 sec. East 320 feet to a point; thence South 68 deg. 53 min. 23 sec. East 119.34 feet to a point; thence South 0 deg. 48 min. 37 sec. West 160.34 feet to a point; thence South 38 deg. 48 min. 21 sec. West 387.66 feet to a point on a paved road; thence Northwest along road approximately 925 feet to a point; thence North 89 deg. 25 min. 24 sec. West 295.51 feet to the point of beginning; being situated in Shelby County, Alabama.

LESS AND EXCEPT the following parcel of land:

Begin at the Northeast corner of Southwest $\frac{1}{4}$ of the Southeast $\frac{1}{4}$, Section 4, Township 22 South, Range 2 West, run thence South 0 deg. 48 min. 37 sec. West 260 feet to a point on the State fence; thence Northwest along state fence 130 feet to a point; thence North 20 deg. 23 min. 02 sec. West 348.94 feet to a concrete right of way monument on the South line of an unnamed county road; thence in a southeasterly direction along the South line of said unnamed county road to a point where it intersects with the North line of the Southeast $\frac{1}{4}$ of Southeast $\frac{1}{4}$ of said Section 4; thence North 89 deg. 25 min. 24 sec. West 295.51 feet along said North line of Southeast $\frac{1}{4}$ of Southeast $\frac{1}{4}$ to the point of beginning; being situated in the Northwest $\frac{1}{4}$ of Southeast $\frac{1}{4}$; Southwest $\frac{1}{4}$ of Southeast $\frac{1}{4}$ and the Northeast $\frac{1}{4}$ of Southeast $\frac{1}{4}$ of Section 4, Township 22 South, Range 2 West, Shelby County, Alabama.

ALSO KNOWN AS Lots 1 through 9, inclusive, according to the map of Malik Subdivision, as recorded in Map Book 20, Page 146, in the Probate Office of Shelby County, Alabama.

State of Alabama
Jefferson County

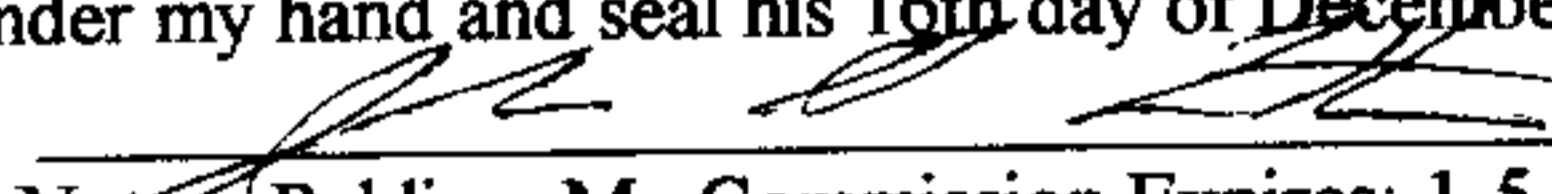
I, John G. Lowther, a Notary Public in and for said County, in said State, hereby certify that Nouman Akbar Malik, as President of Karsons International, Inc., a corporation whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day, that being informed of the contents of said instrument, he, as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation, acting in his capacity as aforesaid. Given under my hand this the 16th day of December, 1997.


Notary Public My Commission Expires: 1-5-99

Inst # 1997-41457


State of Alabama
Jefferson County

I, John G. Lowther, a Notary Public in and for said County, in said State, hereby certify that Nouman Akbar Malik whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that, being informed of the contents of the instrument, he, executed the same voluntarily. Given under my hand and seal his 16th day of December, 1997.


Notary Public My Commission Expires: 1-5-99

State of Alabama
Jefferson County

I, John G. Lowther, a Notary Public in and for said County, in said State, hereby certify that Nouman Akbar Malik, as President of Cloverleaf Motel, Inc., a corporation 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 said instrument, he, as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation, acting in his capacity as aforesaid. Given under my hand this the 16th day of December, 1997.


Notary Public My Commission Expires: 1-5-99

State of Alabama
Jefferson County

I, Carole Lynne Sullivan,, a Notary Public in and for said County, in said State, hereby certify that John G. Lowther, as Attorney for The Money Store Commercial Mortgage, Inc., a corporation 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 said instrument, he, as such attorney, and with full authority, executed the same voluntarily for and as the act of said corporation, acting in his capacity as aforesaid. Given under my hand this the 16th day of December, 1997.


Notary Public My Commission Expires: 4-19-97

12/22/1997-41457
10:26 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 13.50