

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

**STATE OF ALABAMA)
SHELBY COUNTY)**

LOAN NUMBER CDC 1727854009 BIR

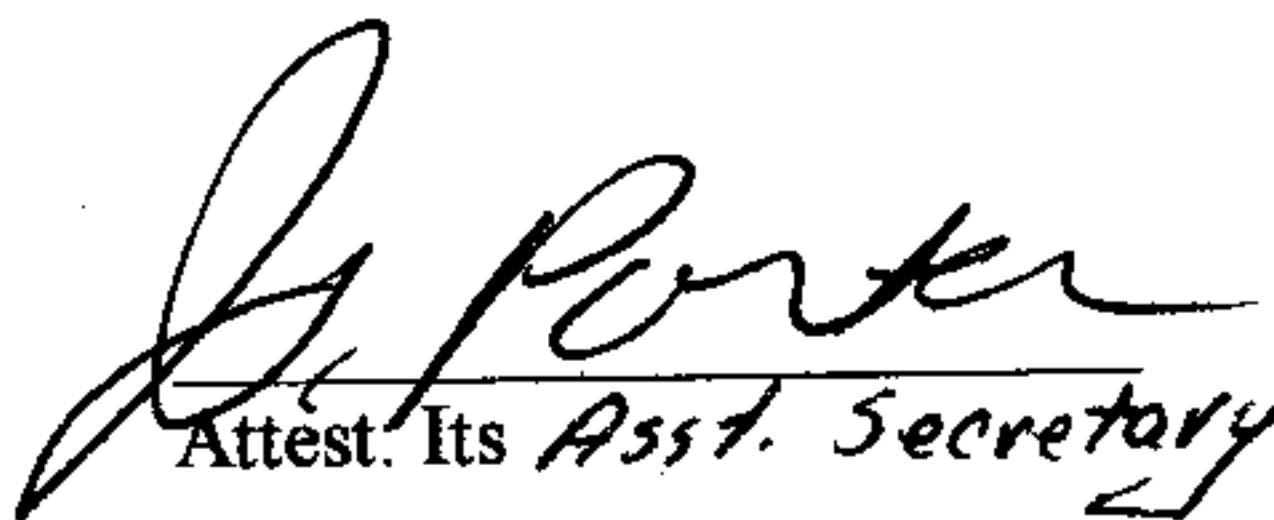
FOR VALUE RECEIVED, the undersigned hereby transfers, sets over, and assigns unto the U.S. SMALL BUSINESS ADMINISTRATION all of its right, title, and interest in and to the following:

Promissory Note, SBA Form 1505, dated this date, in the original principal amount of Four Hundred Seventeen Thousand and No/100 Dollars (\$417,000.00), executed by Triangle Developement, Inc., in favor of the SOUTHERN DEVELOPMENT COUNCIL, INC.

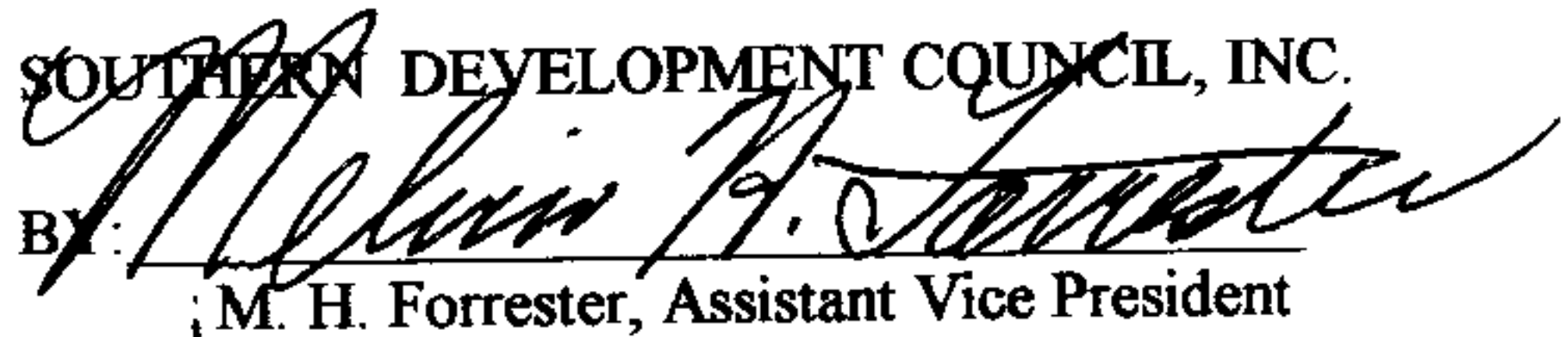
Real Property mortgage dated this date, executed by Triangle Developement, Inc., in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record August 7, 1998, as Instrument # 1998-30444 in the Office of Judge of Probate of Shelby County, Alabama.

Prior Lienholder's Agreement dated this date, executed by Aliant Bank, in favor of SOUTHERN DEVELOPMENT COUNCIL, INC., and filed for record August 7, 1998, as Instrument # 1998-30445 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 7 day of August, 1998.


Attest. Its *Asst. Secretary*

**STATE OF ALABAMA)
JEFFERSON COUNTY)**

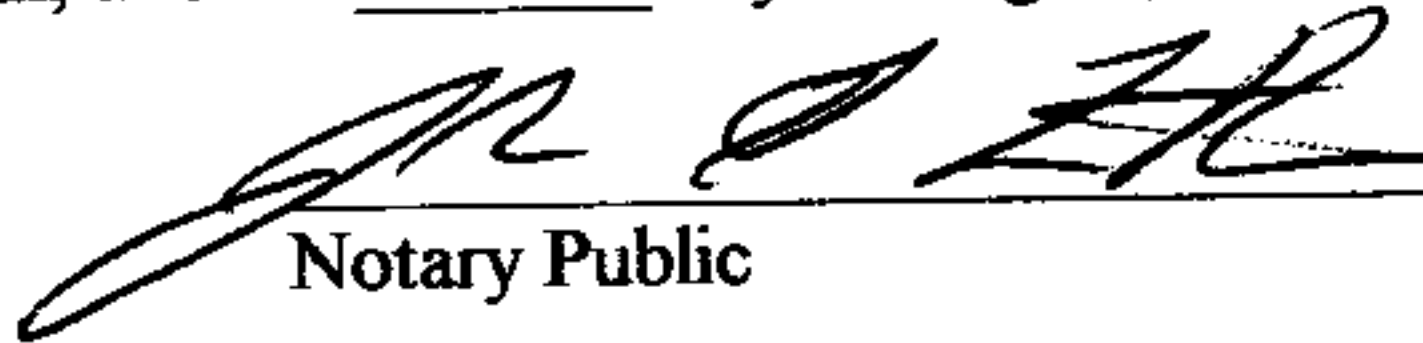
SOUTHERN DEVELOPMENT COUNCIL, INC.
BY: 
M. H. Forrester, Assistant Vice President

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.

08/07/1998-30446
02:46 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NCD 11.00

Inst # 1998-30446

Given under my hand and official seal, this the 7 day of August, 1998.


Notary Public

My Commission Expires: 1-5-99

This Instrument Prepared By:

John G. Lowther

John G. Lowther, P.C.

3500 Independence Drive

Birmingham, Al 35209

(205)879-9595

Inst # 1998-30446

08/07/1998-30446
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SHELBY COUNTY JUDGE OF PROBATE
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