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Inst # 1998-33032
08/25/1998-33032
10:46 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
DO4 CRH 16.00

**ASSIGNMENT OF MORTGAGE AND SECURITY AGREEMENT
AND ASSIGNMENT OF LEASES AND RENTS**

LOAN NO. 13
FAIRFIELD INN - BIRMINGHAM

WHEREAS, UNION CAPITAL INVESTMENTS, LLC, a Georgia limited liability company ("Assignor"), is the legal and equitable owner and holder of that certain note dated April 30, 1998, made by **SUNBELT HOTEL ENTERPRISES, INC.**, an Alabama corporation, in the principal amount of \$2,380,000.00 (the "Note"), which Note is secured by a Mortgage and Security Agreement (the "Security Deed") and Assignment of Leases and Rents (the "Assignment of Leases"); and

* **WHEREAS,** Assignor has simultaneously herewith, endorsed the Note to ("Assignee") and the parties desire that the Security Deed and Assignment of Leases be assigned to Assignee.

NOW THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, grant, transfer, set over and convey to Assignee, its successors and assigns, the following documents:

(a) that certain Security Deed dated April 30, 1998, executed by **SUNBELT HOTEL ENTERPRISES, INC.**, an Alabama corporation, and recorded as *Inst. # 1998-16095*, of the records of the County of Shelby, State of Alabama, encumbering certain improved real property (the "Mortgaged Property") situated in said County, as more particularly described on Exhibit "A" annexed hereto and made a part hereof; and

(b) that certain Assignment of Leases and Rents dated April 30, 1998, executed by **SUNBELT HOTEL ENTERPRISES, INC.**, an Alabama corporation, and recorded as *Inst. # 1998-16096*, of the records of the County of Shelby, State of Alabama, assigning all existing and future leases and rents relating to the Mortgaged Property.

Together with the note, bond or other obligations described in said Mortgage and secured thereby and all of Assignor's right, title, and interest therein. To have and to hold the same unto the Assignee, its successors and assigns, forever.

This Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

Norwest Bank Minnesota, National Association, as trustee for the
registered holders of DLJ Commercial Mortgage Corp., Commercial
Mortgage Pass-Through Certificates, Series 1998-CG1, 11000 Broken
Land Parkway, Columbia, MD 21044-3562
FAIRFIELD INN - BIRMINGHAM

S3-518922.1

This Assignment shall be governed by and construed in accordance with the laws of the State of Alabama.

IN WITNESS WHEREOF, the undersigned has executed and delivered this instrument under sale this 12 day of March 1998, to be effective June 24, 1998.

UNION CAPITAL INVESTMENTS, LLC,
a Georgia limited liability company

By: _____

Name: _____

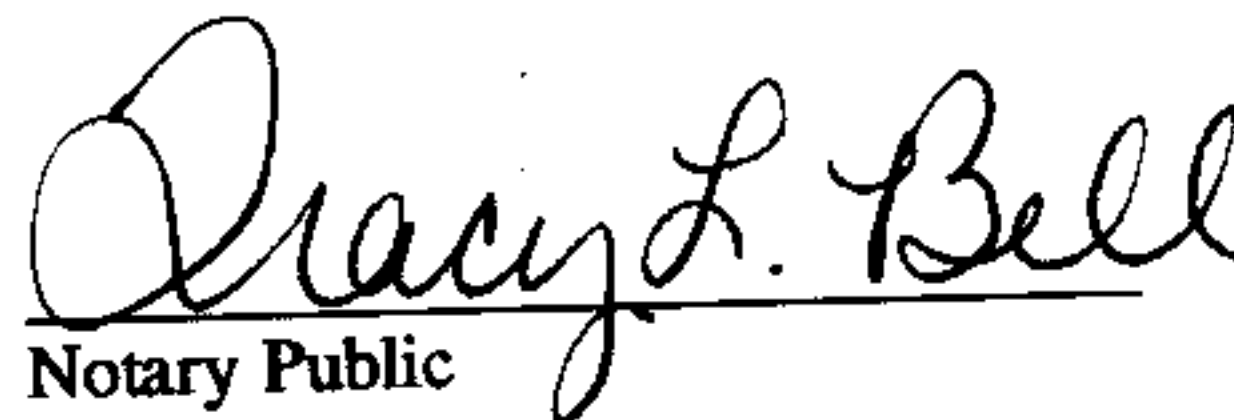
Title: _____

STATE OF GEORGIA)

COUNTY OF FULTON)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that Collins S. Powell, Vice President of Union Capital Investments, LLC, a Georgia limited liability company, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he as such officer, and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and seal of office this 12th day of March, 1998.


Notary Public

[NOTARIAL SEAL]

My commission expires:

Notary Public, Cobb County, Georgia
My Commission Expires October 9, 2001

EXHIBIT "A"

Lot 4A1 of Blumberg's Resurvey, as recorded in Map Book 19, Page 102, in the Probate Office of Shelby County, Alabama, and being situated in the Northwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama, and being more particularly described as follows:

Begin at the Southwest corner of said Northwest 1/4 of the Northwest 1/4 of Section 36, Township 18 South, Range 2 West and run North along the West line of said 289.22 feet; thence an interior angle of 51 degrees 22'09" and run to the right in a Southeasterly direction 83.03 feet; thence an interior angle of 269 degrees 42'38" and run to the left in a Northeasterly direction 68.18 feet; thence an interior angle of 180 degrees 01'00" and run to the left continuing in a Northeasterly direction 193.71 feet; thence an interior angle of 90 degrees 00'00" and run to the right in a Southeasterly direction 6.04 feet; thence an interior angle of 270 degrees 00'00" and run to the left in a Northeasterly direction 4.00 feet; thence an interior angle of 90 degrees 00'00" and run to the right in a Southeasterly direction 5.00 feet; thence an interior angle of 90 degrees 00'00" and run to the right in a Southwesterly direction 5.00 feet; thence an interior angle of 90 degrees 00'00" and run to the right in a Northwesterly direction 8.14 feet; thence an interior angle of 270 degrees 00'00" and run to the left in a Southwesterly direction 180.64 feet; thence an interior angle of 270 degrees 00'00" and run to the left in a Southeasterly direction 3.36 feet; thence an interior angle of 90 degrees 00'00" and run to the right in a Southwesterly direction 12.06 feet; thence an interior angle of 270 degrees 00'32" and run to the left in a Southeasterly direction 241.61 feet; thence an interior angle of 93 degrees 05 minutes 32 seconds and run to the right in a Southwesterly direction 173.95 feet to a point on the South line of said 1/4-1/4 section 198.95 feet to the point of beginning.

TOGETHER with all those certain appurtenant easements, rights and other benefits created by and described in that certain Cross Easement Agreement, dated February 14, 1995, recorded as Instrument No. 1995-04461.

Fairfield Inn Birmingham

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