

WHEN RECORDED MAIL TO:

Regions Bank
P. O. Box 10247
Birmingham, AL 35202

SPACE ABOVE THIS LINE IS FOR RECORDER'S USE ONLY



MODIFICATION OF MORTGAGE

THIS MODIFICATION OF MORTGAGE IS DATED JULY 23, 1999, BETWEEN Pelham Parkway Investors, L.L.C., A Limited Liability Company, (referred to below as "Grantor"), whose address is 2636 Abingdon Road, Birmingham, AL 35243; and Regions Bank (referred to below as "Lender"), whose address is P. O. Box 10247, Birmingham, AL 35202.

MORTGAGE. Grantor and Lender have entered into a mortgage dated May 14, 1997 (the "Mortgage") recorded in Shelby County, State of Alabama as follows:

Recorded on 06/24/1997 in Instrument #1997-19697 and Modification of Mortgage dated July 2, 1998, recorded on 11/19/1998 in Instrument #1998-46110.

REAL PROPERTY DESCRIPTION. The Mortgage covers the following described real property (the "Real Property") located in Shelby County, State of Alabama:

See Exhibit "A" attached for legal description.

The Real Property or its address is commonly known as Highway 31, Pelham, AL 35124. The Real Property tax identification number is 10-9-31-2-001-013.

MODIFICATION. Grantor and Lender hereby modify the Mortgage as follows:

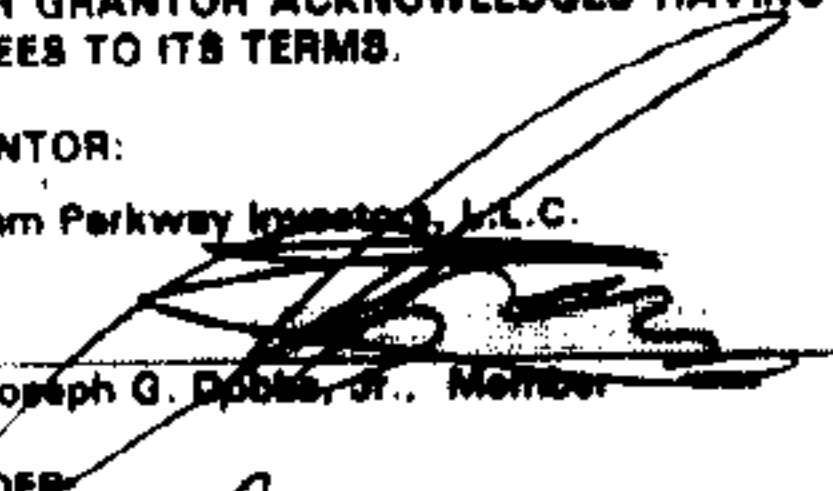
Increase principal amount secured by Mortgage from \$1,033,957.25 to \$1,580,277.47.

CONTINUING VALIDITY. Except as expressly modified above, the terms of the original Mortgage shall remain unchanged and in full force and effect. Consent by Lender to this Modification does not waive Lender's right to require strict performance of the Mortgage as changed above nor obligate Lender to make any future modifications. Nothing in this Modification shall constitute a satisfaction of the promissory note or other credit agreement secured by the Mortgage (the "Note"). It is the intention of Lender to retain as liable all parties to the Mortgage and all parties, makers and endorers to the Note, including accommodation parties, unless a party is expressly released by Lender in writing. Any maker or endorser, including accommodation makers, shall not be released by virtue of this Modification. If any person who signed the original Mortgage does not sign this Modification, then all persons signing below acknowledge that this Modification is given conditionally, based on the representation to Lender that the non-signing person consents to the changes and provisions of this Modification or otherwise will not be released by it. This waiver applies not only to any initial extension or modification, but also to all such subsequent actions.

EACH GRANTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS MODIFICATION OF MORTGAGE, AND EACH GRANTOR AGREES TO ITS TERMS.

GRANTOR:

Pelham Parkway Investors, L.L.C.

By:  (SEAL)

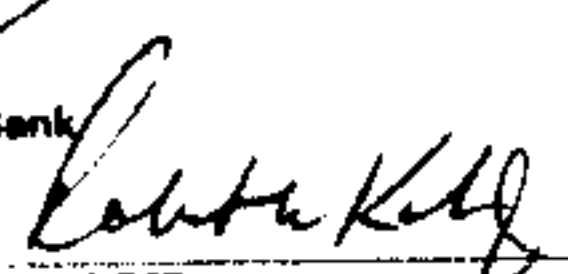
Joseph G. Doble, Jr., Member

By:  (SEAL)

Dwight A. Sandlin, Sr., Member

LENDER:

Regions Bank

By: 

Authorized Officer

This Modification of Mortgage prepared by:

Name: Denise Y. Hagan/Real Estate Dept.
Address: 417 North 20th Street
City, State, ZIP: Birmingham, Alabama 35203

Inst # 1999-32841

08/05/1999-32841
10:18 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 CRN 833.10

LIMITED LIABILITY COMPANY ACKNOWLEDGMENT

STATE OF Alabama)
) ss
COUNTY OF Jefferson)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Joseph G. Dobbs, Jr., Member of Pelham Parkway Investors, L.L.C.; and Dwight A. Sendlin, Sr., Member of Pelham Parkway Investors, L.L.C., a limited liability company, are signed to the foregoing Modification and who are known to me, acknowledged before me on this day that, being informed of the contents of said Modification, they, as such members or members and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 23rd day of July, 19 99


Notary Public

My commission expires February 7, 2002

LENDER ACKNOWLEDGMENT

STATE OF _____)
) ss
COUNTY OF _____)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that _____

Given under my hand and official seal this _____ day of _____, 19 _____

Notary Public

My commission expires _____

EXHIBIT "A"

Commence at the southwest corner of the northwest quarter of Section 31, Township 19 South, Range 2 West; thence run in a northerly direction along the west line of said quarter section line for a distance of 10.46 feet to the point of beginning; thence continue along last described course for a distance of 636.02 feet; thence turn a deflection angle to the right of 53° 54' 01" and run in a northeasterly direction for a distance of 428.24 feet to a point on the southwesterly right of way line of U.S. Highway 31; thence turn a deflection angle to the right of 90° 00' 00" and run in a southeasterly direction said right of way line for a distance of 40.00 feet; thence turn a deflection angle to the right of 90° 00' 00" and run in a southwesterly direction for a distance of 202.21 feet; thence turn a deflection angle to the left of 90° 00' 00" and run in a southeasterly direction for a distance of 314.65 feet; thence turn deflection angle to the right of 85° 39' and run in a southwesterly direction for a distance of 200.00 feet; thence turn a deflection angle to the left of 85° 39' and run in a southeasterly direction for a distance of 233.30 feet; thence turn a deflection angle to the right of 94° 21' 09" and run in a northeasterly direction for a distance of 199.90 feet; thence turn a deflection angle to the right of 94° 21' 09" and run in a southeasterly direction for a distance of 306.00 feet; thence turn a deflection angle to the right of 85° 39' and run in a southwesterly direction for a distance of 130.50 feet; thence turn a deflection angle to the right of 44° 00' 00" and run in westerly direction along the south line of Eckmann Subdivision for a distance of 611.12 feet to the point of beginning.

LESS AND EXCEPT:

Commence at the Southwest corner of the Northwest quarter of Section 31, Township 19 South, Range 2 West; thence run a northerly direction along the west line of said quarter section for a distance of 10.46 feet; thence turn a deflection angle to the right of 93° 33' 01" and run in an easterly direction for a distance of 85.00 feet to point of beginning; thence turn a deflection angle to the left of 43° 34' 13" and run in a northeasterly direction for a distance of 336.69 feet; thence turn a deflection angle to the right of 93° 55' 13" and run in a southeasterly direction for a distance of 58.00 feet; thence turn a deflection angle to the left of 94° 21' 09" and run in a northeasterly direction for a distance of 199.90 feet; thence turn a deflection angle to the right of 94° 21' 09" and run in a southeasterly direction for a distance of 306.00 feet; thence turn a deflection angle to the right of 85° 39' 00" and run in a southwesterly direction for a distance of 130.05 feet; thence turn a deflection angle to the right of 44° 00' 00" and run in a westerly direction for a distance of 526.11 feet to the point of beginning

Inst # 1999-3284

08/05/1999-3284
10:18 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 CRN 833.10