

**AMENDMENT TO
MORTGAGE AND SECURITY AGREEMENT**

This Agreement made this 23rd day of July, 1999, by and between **HOWARD J. BUTLER, MARY JANE BUTLER, BUTLER IMPORTS, INC.**, a corporation, and **REGIONS BANK**, an Alabama banking corporation.

RECITALS

A. Regions Bank ("**Mortgagee**") continues to extend credit to Butler Imports, Inc. ("**Corporation**").

B. Howard J. Butler and Mary Jane Butler ("**Butlers**") are guarantors of the Corporation's obligations to Mortgagee.

C. On April 16, 1999, the Butlers granted a mortgage ("**Mortgage**") to Mortgagee to further secure their guarantees. The Mortgage described Parcels I-IV of real property located in Jefferson and Shelby Counties, Alabama. The Mortgage was recorded in the Probate Office of Jefferson County on April 22, 1999 as Instrument #1999-17277.

D. The Butlers do not own Parcel IV; rather the property is owned by the Corporation. A description of Parcel IV is attached hereto as Exhibit "1."

E. The parties wish to amend the Mortgage to add the Corporation as a mortgagor for the purpose of conveying the property to Mortgagee.

NOW, THEREFORE, in consideration of the premises and the extension of credit by Mortgagee to the Corporation, the parties agree as follows:

1. The Mortgage is hereby amended to add the Corporation as a mortgagor with respect to Parcel IV.
2. The Corporation hereby agrees to be bound by the terms of the Mortgage.
3. The terms of the Mortgage remain in full force and effect and continue to be completely binding on the Corporation and the Butlers, as mortgagors.

Executed this 23rd day of July, 1999.

BUTLER IMPORTS, INC.

By: 

Its: Chairman

Inst # 1999-39387

09/21/1999-39387
09:41 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

004 HNS 18.00

Inst # 1999-39387

Howard J. Butler
Howard J. Butler

Mary Jane Butler
Mary Jane Butler

This instrument prepared by:
Richard P. Carmody, Esq.
Lange, Simpson, Robinson
& Somerville, LLP
417 North 20th Street, Ste. 1700
Birmingham, Alabama 35203
(205) 250-5000

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Howard Butler whose name as Chairman of Butler Imports, Inc., an Alabama corporation, 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.

Given under my hand and official seal this 23rd day of July, 1999.

10/3/99
Notary Public
My Commission Expires: 11-5-99

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Howard J. Butler, whose name is signed to the foregoing document, and who is known to me, acknowledged before me on this day that, being informed of the contents of said document, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 23rd day of July, 1999

[Signature]

Notary Public

My Commission Expires: 11-5-99

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Mary Jane Butler, whose name is signed to the foregoing document, and who is known to me, acknowledged before me on this day that, being informed of the contents of said document, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 23rd day of July, 1999.

[Signature]

Notary Public

My Commission Expires: 11-5-99

Exhibit "1"

Parcel IV

Part of Lot 13 of First Addition to Roebuck Plaza, as recorded in Map Book 26, page 68, in the Probate Office of Jefferson County, Alabama, more particularly described as follows:

Commence at the Northeast corner of said Lot 13; thence run Westerly along the North line of said Lot 13 for a distance of 535.58 feet to a point on the Easterly right of way line of the Irondale Road, said point being the Northwest corner of said Lot 13; thence reverse last stated course and run Easterly along the North line of said Lot 13 for a distance of 264.5 feet to the point of beginning, said point of beginning being 271.08 feet West of the Northeast corner of said Lot 13; thence from the point of beginning thus obtained at an angle to the right of 901051 and run Southeasterly for a distance of 234.24 feet to a point on the Northerly right of way of the Alabama Great Southern Railroad; thence at an angle to the right of 73°55'13"011 and in a Southwesterly direction along the Northerly right of way line of said railroad for a distance of 52.03 feet; thence at an angle to the right of 106°10'43"011 and in a Northwesterly direction for a distance of 138.58 feet; thence at an angle to the left of 80°15'01" and in a Northwesterly direction for a distance of 236.95 feet to a point on the Easterly right of way line of the Irondale Road; thence Northerly along the Easterly right of way line of the Irondale Road for a distance of 74.78 feet to the Northwest corner of said Lot 13 for said survey; thence in an Easterly direction along said Northerly line of said Lot 13 for a distance of 264.5 feet to the point of beginning.

SUBJECT TO:

1. 10 foot Easement on rear and easement for drainage, as shown by recorded map.
2. Coal, oil, gas and other mineral interests in, to or under the land herein described are not insured.

J:\FAB\00281\EXHIBIT1.DOC 05/28/99 11:56 AM

State of Alabama - Jefferson County
I certify this instrument filed on:
1999 JUL 29 P.M. 16:13
Recorded and \$ Mtg. Tax
and \$ Deed Tax and Fee Amt.
\$ 12.00 Total \$ 12.00
GEORGE R. REYNOLDS, Judge of Probate
9910/5120

09/21/1999-39387
09:41 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 NMS 18.00

Inst # 1999-39387