

THIRD LOAN MODIFICATION AGREEMENT

This Loan Modification Agreement ("Agreement") made this 10th day of September, 1999 between Highland Lakes Development, Ltd., an Alabama Limited Partnership, ("Borrower") and Billy D. Eddleman ("Lender"), amends and supplements (1) the Mortgage (the "Security Instrument"), dated April 28, 1995 and recorded in Instrument #1995-12054 of the Judge of Probate Records of Shelby County, Alabama and (2) the Note bearing the same date as, and secured by, the Security Instrument, which covers the real and personal property described in the Security Instrument and the real property as set forth on the Exhibits attached hereto and made a part hereof and (3) amends and supplements that Loan Modification Agreement recorded in Instrument #1996-21142 and (4) amends and supplements the Second Loan Modification Agreement recorded in Instrument #1998-07780 in the office of the Judge of Probate, Shelby County, Alabama, and said real property described as follows:

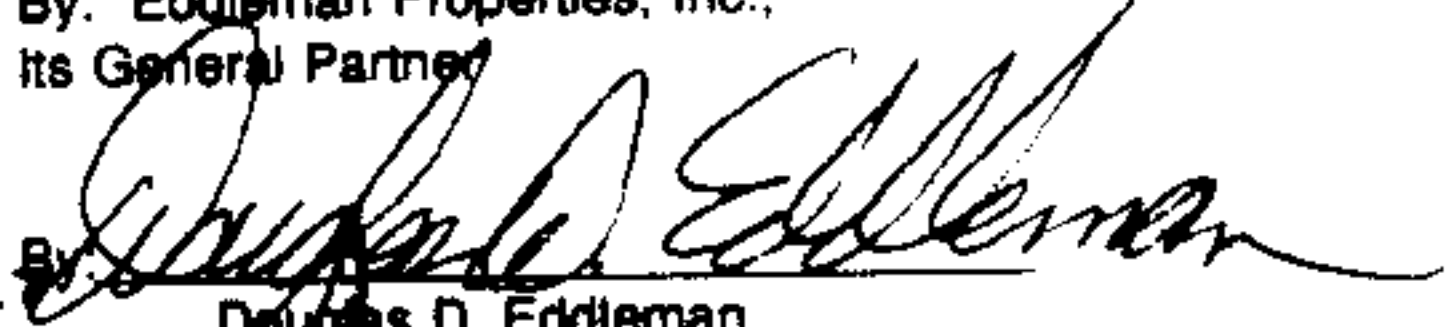
Exhibit "A" is attached hereto and made a part hereof, also referred to as Highland Lakes 10th Sector, 11th Sector, 17th Sector and 18th Sector.

The proceeds of this loan have been applied toward the purchase price of the property described herein, conveyed to mortgagor simultaneously herewith.

In consideration of the mutual promises and agreements exchanged, the parties hereto agree as follows (notwithstanding anything to the contrary contained in the Note of Security Instrument):

1. The Loan amount or Line of Credit extended under the Note and secured by the mortgage (Security Instrument) is EIGHT MILLION AND NO/100 DOLLARS (\$8,000,000.00).
2. As of July 31, 1999, the amount payable under the Note and Security Instrument (the "Unpaid Principal Balance") is FIVE MILLION TWO HUNDRED FIFTY-SIX THOUSAND SIX HUNDRED SIXTY-ONE AND 01/100 DOLLARS (\$5,256,661.01) consisting of the amount(s) loaned to the Borrower by the Lender and any interest capitalized to date.
3. The Borrower promises to pay the Unpaid Principal Balance, plus interest, to the order of the Lender. Interest will be charged on the Unpaid Principal Balance at the yearly rate of 2% above the prime lending rate from time to time prevailing at Compass Bank, from October 25, 1995 with interest billed monthly interest as called for in the Note.
4. The Borrower also will comply with all other covenants, agreements, and requirements of the Security Instrument, including without limitation, the Borrower's covenants and agreements to make all payments of taxes, insurance premiums, assessments, escrow items, impounds, and all other payments that the Borrower is obligated to make under Security Instrument:
 - (a) all terms and provisions of the Note and Security Instrument (if any) providing for, implementing, or relating to, any change or adjustment in the rate of interest payable under the Note; and
 - (b) all terms and provisions of any rider or other instrument or document that is affixed to, wholly or partially incorporated into, or is part of, the Note or Security Instrument and that contains any such terms and provisions as those referred to in (a) above.
 - (c) the properties described in the "Agreement" are amended to include the properties described on Exhibit "A" attached hereto and made a part hereof, referred to as Highland Lakes 10th Sector, 11th Sector, 17th Sector and 18th Sector.
5. Nothing in this Agreement shall be understood or construed to be a satisfaction or release in whole or in part of the Note and Security Instrument. Except as otherwise specifically provided in this Agreement, the Note and Security Instrument will remain unchanged, and the Borrower and Lender will be bound by and comply with, all of the terms and provisions thereof, as amended by this Agreement.

Highland Lakes Development, Ltd.
By: Eddleman Properties, Inc.,
its General Partner


Douglas D. Eddleman,
President

Inst # 1999-40617

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SHELBY COUNTY JUDGE OF PROBATE
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State of Alabama)
Jefferson County)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Douglas D. Eddleman, whose name as President of Eddleman Properties, Inc., an Alabama Corporation, which is General Partner of Highland Lakes Development, Ltd., an Alabama Limited Partnership, is signed to the foregoing Modification Agreement, and who is known to me, acknowledged before me on this day that, being informed of the contents of the above and foregoing Mortgage, he, as such officer, and with full authority, executed the same voluntarily for and as the act of said Corporation acting in its capacity as general partner of said limited partnership.

Given under my hand and official seal of office this the 10th day of September, 1999.


Notary Public

My Commission expires:

6-5-2023

Highland Lakes 10th Sector

A Parcel of Land situated in the West 1/2 of the East 1/2 of Section 4, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northeast corner of the Northwest quarter of the Northeast quarter of said Section 4; thence run South along the East line of said quarter-quarter section for a distance of 2,605.61 feet to the point of beginning. Said point of beginning being the Southeast corner of Lot 3113 in Highland Lakes 3rd Sector Phase I, as recorded in Map Book 21 on Page 124, in the Office of Judge of Probate, Shelby County, Alabama; thence continue along last stated course for a distance of 1,999.75 feet to a point; thence turn an angle to the right of 90 degrees, 00 minutes, 17 seconds and run in a Westerly direction for a distance of 350.05 feet to a point; thence turn an angle to the right of 47 degrees, 27 minutes, 33 seconds and run in a Northwesterly direction for a distance of 159.97 feet to a point; thence turn an angle to the left of 42 degrees, 31 minutes, 12 seconds and run in a Northwesterly direction for a distance of 160.05 feet to a point; thence turn an angle to the right of 21 degrees, 14 minutes, 25 seconds and run in a Northwesterly direction for a distance of 430.25 feet to the Southeast corner of Lot 303 in said Highland Lakes 3rd Sector Phase I; thence turn an angle to the right of 91 degrees, 18 minutes, 24 seconds and run in a Northeasterly direction along the Southeast line of Lots 303 through 305 in said Highland Lakes 3rd Sector Phase I for a distance of 301.36 feet to the Southwest corner of Lot 307 in said Highland Lakes 3rd Sector Phase I; thence turn an angle to the right of 50 degrees, 59 minutes, 03 seconds and run in a Northeasterly direction along the Southeast line of said Lot 307 for a distance of 121.36 feet to the Southeast corner of said Lot 307; thence turn an angle to the left of 98 degrees, 31 minutes, 05 seconds and run in a Northwesterly direction along the Northeast line of said Lot 307 for a distance of 160.00 feet to a point on the Southeast right-of-way line of Kingswood Road in said Highland Lakes 3rd Sector Phase I; thence turn an angle to the right of 3 degrees, 26 minutes, 52 seconds and run in a Northwesterly direction crossing said Kingswood Road for a distance of 60.14 feet to the Southeast corner of Lot 309 in said Highland Lakes 3rd Sector Phase I; thence turn an angle to left of 04 degrees, 17 minutes, 37 seconds and run in a Northwesterly direction along the Northeast line of said Lot 309 for a distance of 118.73 feet to the Southeast corner of Lot 310 in said Highland Lakes 3rd Sector Phase I; thence turn an angle to the right of 47 degrees, 08 minutes, 17 seconds and run in a Northeasterly direction along the Southeast line of Lots 310 through 312 in said Highland Lakes 3rd Sector Phase I for a distance of 225.74 feet to a point; thence turn an angle to the right of 06 degrees, 55 minutes, 53 seconds and run in Northeasterly direction along the Southeast line of Lots 312, 313 & 3101 through 3107 in said Highland Lakes 3rd Sector Phase I for a distance of 756.88 feet to the Southwest corner of Lot 3108 in said Highland Lakes 3rd Sector Phase I; thence turn an angle to the right of 05 degrees, 43 minutes, 38 seconds and run in a Northeasterly direction along the Southeast line of Lots 3108 through 3111 in said Highland Lakes 3rd Sector Phase I for a distance of 297.95 feet to the Southwest corner of Lot 3112 in said Highland Lakes 3rd Sector Phase I; thence turn an angle to the right of 51 degrees, 06 minutes, 18 seconds and run in an Easterly direction along the South line of Lot 3112 and 3113 in said Highland Lakes 3rd Sector Phase I for a distance of 158.88 feet to the point of beginning. Said parcel containing 30.01 acres, more or less.

Highland Lakes 11th Sector

A parcel of land situated in Section 4, Township 19 South, Range 1 West, Shelby County, Alabama being more particularly described as follow:

Begin at the Northeast corner of the Northwest $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of said Section 4 and run in a Southerly direction along the East line of said $\frac{1}{4}$ section for a distance of 1,492.65 feet to an iron pin set; thence turn an angle to the right of 32 degrees, 35 minutes, 02 seconds and run in a Southwesterly direction for a distance of 122.68 feet to an iron pin set; thence turn an angle to the right of 27 degrees, 51 minutes, 48 seconds and run in a Southwesterly direction for a distance of 44.60 feet to an iron pin set; thence turn an angle to the right of 35 degrees, 52 minutes, 44 seconds and run in a Northwesterly direction for a distance of 67.37 feet to an iron pin set; thence turn an angle to the right of 5 degrees, 19 minutes, 39 seconds and run in a Northwesterly direction for a distance of 97.54 feet to an iron pin set; thence turn an angle to the right of 26 degrees, 31 minutes, 01 seconds and run in a Northwesterly direction for a distance of 15.06 feet to an iron pin set; thence turn an angle to the right of 39 degrees, 00 minutes, 37 seconds and run in a Northwesterly direction for a distance of 79.68 feet to an iron pin set on a curve to the right having a central angle of 34 degrees, 00 minutes, 37 seconds and a radius of 208.15 feet; thence turn an angle to the tangent of said curve to the left of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction along the arc of said curve for a distance of 123.55 feet to an iron pin set; thence run tangent to last stated curve in a Northwesterly direction for a distance of 19.89 feet to an iron pin set; thence turn an angle to the left of 90 degrees, 00 minutes, 00 seconds and run in a Southwesterly direction for a distance of 261.07 feet to an iron pin set on the extension of the Northeast line of Lot 928 Highland Lakes 9th Sector, 1st Phase as recorded in Map Book 24 on Page 1, in the Office of the Judge of Probate, Shelby County, Alabama; thence turn an angle to the right of 136 degrees, 15 minutes, 21 seconds and run in a Northwesterly direction along the Northeast line of said Lot 928 for a distance of 86.78 feet to an iron pin found at the Northeast corner of said Lot 928; thence turn an angle to the left of 82 degrees, 31 minutes, 12 seconds and run in a Southwesterly direction along the Northeast line of said Lot 928 for a distance of 180.12 feet to an iron pin found on the Northeast right-of-way line of Knollwood Drive in said Highland Lakes 9th Sector, 1st Phase; said iron pin found also being on a curve to the left having a central angle of 1 degree, 08 minutes, 16 seconds and a radius of 421.87 feet; thence turn an angle to the tangent of said curve to the right of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction along the arc of said curve and also along said Northeast right-of-way line for a distance of 8.38 feet to an iron pin found; thence turn an angle to the left from the chord of last stated curve of 90 degrees, 34 minutes, 08 seconds and run in a Southwesterly direction along the Northwest line of Lot 912 in said Highland Lakes 9th Sector, 1st Phase for a distance of 194.09 feet to an iron pin found at the Northwest corner of said Lot 912; thence turn an angle to the right of 87 degrees, 34 minutes, 09 seconds and run in a Northwesterly direction along the Northeast line of Lot 911 in said Highland Lakes 9th Sector, 1st Phase for a distance of 48.82 feet to an iron pin found at the Northeast corner of said Lot 911; thence turn an angle to the left of 90 degrees, 23 minutes 19 seconds and run in a Southwesterly direction along the Northwest line of Lots 911 and 910 for a distance of 248.86 feet to an iron pin found at the Northwest corner of Lot 910 in said Highland Lakes 9th Sector, 1st Phase; thence turn an angle to the right of 82 degrees, 36 minutes, 09 seconds and run in a Northwesterly direction for a distance of 73.97 feet to an iron pin set; thence turn an angle to the right of 10 degrees, 29 minutes, 50 seconds and run in a Northwesterly direction for a distance of 183.47 feet to an iron pin set; thence turn an angle to the right of 43 degrees, 24 minutes, 57 seconds and run in a Northeasterly direction for a distance of 145.64 feet to an iron pin set; thence turn an angle to the left of 79 degrees, 29 minutes, 46 seconds and run in a Northwesterly direction for a distance of 147.27 feet to an iron pin set; thence turn an angle to the right of 36 degrees, 05 minutes, 04 seconds and run in a Northwesterly direction for a distance of 70.84 feet to an iron pin set; thence turn an angle to the left of 28 degrees, 32 minutes, 35 seconds and run in Northwesterly direction for a distance of 304.24 feet to an iron pin set; thence turn an angle to the right of 74 degrees 09 minutes, 13 seconds and run in a Northeasterly direction for a distance of 1,183.82 feet to an iron pin set on the North line of said Northwest $\frac{1}{4}$ of Northeast $\frac{1}{4}$; thence turn an angle to the right of 60 degrees, 09 minutes, 09 Seconds and run in Easterly direction along the North line of said $\frac{1}{4}$ section for a distance of 956.34 feet to the point of beginning; said parcel of land containing 48.26 acres, more or less.

Highland Lakes 17th Sector

A parcel of land to be known as Highland Lakes 17th Sector, being situated in Section 9 & 16, Township 19 South, Range 1 West, Shelby County, Alabama being more particularly described as follows:

Commence at the Southwest corner of said Section 9; thence run in Northeasterly direction for a distance of 1,712.10 feet to an iron pin found at the point of beginning; said iron pin found also being on the Southwest corner of Lot 1635 as recorded in Highland Lakes 16th Sector, Map Book 25 on Page 49, in the Office of the Judge of Probate, Shelby County, Alabama; thence turn an angle to the right of 46 degrees, 01 minutes, 34 seconds and run in a Southeasterly direction along the South line of Lot 1635 for a distance of 182.85 feet to an iron pin found on the West right-of-way line of Highland Park Drive in said Highland Lakes 16th Sector; thence turn an angle to the right of 37 degrees, 07 minutes, 02 seconds and run in a Southeasterly direction crossing said right-of-way for a distance of 76.73 feet to an iron pin found on the East right-of-way line of said Highland Park Drive; said point also being on the Southwest corner of Lot 1636 in said Highland Lakes 16th Sector; thence turn an angle to the left of 40 degrees, 02 minutes, 43 seconds and run in a Southeasterly direction along the South line of said Lot 1636 for a distance of 152.62 feet to an iron pin found on the Southeast corner of said Lot 1636; thence turn an angle to right of 84 degrees, 53 minutes 43 seconds and run in a Southwesterly direction for a distance of 247.02 feet to an iron pin set; thence turn an angle to the right of 9 degrees, 12 minutes, 06 seconds and run in a southwesterly direction for a distance of 613.60 feet to an iron pin set; thence turn an angle to the left of 12 degrees, 46 minutes, 20 seconds and run in a Southwesterly direction for a distance of 241.17 feet to an iron pin set; thence turn an angle to the right of 17 degrees, 50 minutes, 42 seconds and run in a Southwesterly direction for a distance of 348.0 feet to an iron pin set; thence turn an angle to the left of 11 degrees, 18 minutes, 44 seconds and run in a Southwesterly direction for a distance of 442.0 feet to an iron pin set; thence turn an angle to the right of 99 degrees, 13 minutes, 41 seconds and run in a Northwesterly direction for a distance of 159.26 feet to an iron pin set; thence turn an angle to the left of 11 degrees 02 minutes 14 seconds and run in a Northwesterly direction for a distance of 61.24 feet to an iron pin set; thence turn an angle to the right of 12 degrees, 07 minutes 17 seconds and run in a Northwesterly direction for a distance 250.00 feet to an iron pin set; thence turn an angle to the right of 84 degrees, 46 minutes 13 seconds and run in a Northeasterly direction for a distance of 1,891.97 feet to the point of beginning; Said parcel of land containing 18.86 acres, more or less.

Highland Lakes 18th Sector

A parcel of land situated in the Southeast $\frac{1}{4}$ of Section 8, Township 19 South, Range 1 West, Shelby County, Alabama being more particularly described as follows:

Commence at the Southeast corner of said Section 8 and run in a Northwesterly direction for a distance of 2871.26 feet to the point of beginning; said point of beginning also being the Northeast corner Lot 410 as recorded in Highland Lakes 4th Sector, Phase 1 in Map Book 19 on Page 79 A, in the Office of the Judge of Probate, Shelby County, Alabama; thence turn an angle to the right of 149 degrees, 37 minutes, 52 seconds and run in a Southeasterly direction for a distance of 1,180.50 feet to a point on the Northwest right-of-way line of Highland Lakes Drive in Highland Lakes 1st Sector as recorded in Map Book 18 on Page 37 A-E, in the Office of the Judge of Probate, Shelby County, Alabama; said point being on a curve to the right having a central angle of 4 degrees, 26 minutes, 22 seconds and a radius of 1,259.94 feet; thence turn an angle to the right of 90 degrees, 34 minutes, 17 seconds to the chord of said curve and run in a Southwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 97.63 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said Northwest right-of-way line for a distance of 520 feet to a point on a curve to the left having a central angle of 15 degrees, 59 minutes, 02 seconds and a radius of 599.81 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 167.33 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said Northwest right-of-way line for a distance of 297.72 feet to a point on a curve to the right having a central angle of 21 degrees, 00 minutes, 00 seconds and a radius of 360.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 131.95 feet to a point; thence run tangent to last stated curve in a Southwesterly direction along said Northwest right-of-way line for a distance 241.92 feet to a point on a curve to the right having a central angle 62 degrees, 01 minutes, 55 seconds and a radius of 460.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 498.03 feet to a point on a curve to the right having a central angle of 92 degrees, 44 minutes, 26 seconds and a radius of 25.0 feet; thence run in a Northwesterly direction along the arc of said curve and also along the Southeast right-of-way line of Highland Lakes Place as recorded in said Highland Lakes 1st Sector for a distance 40.47 feet to a point; thence run tangent to last stated curve in a Northeasterly direction along said Southeast right-of-way line for a distance of 135.89 feet to a point; thence turn an angle to the left of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction crossing said right-of-way for a distance of 60.00 feet; thence turn an angle to the left of 90 degrees, 00 minutes, 00 seconds and run in a Southwesterly direction along the Northwest right-of-way line of said Highland Lakes Place for a distance of 116.39 to a point on a curve to the right having a central angle of 90 degrees, 00 minutes, 00 seconds and a radius of 25.00 feet; thence run in a Southwesterly direction along the arc of said curve and also along said Northwest right-of-way line for a distance of 39.27 feet to a point on the Northeast right-of-way line of said Highland Lakes Drive; thence run tangent to last stated curve in a Northwesterly direction along said Northeast right-of-way-line for a distance of 138.32 feet to a point; thence turn an angle to the right of 90 degrees, 00 minutes, 00 seconds and run in a Northeasterly direction for a distance of 330.58 feet to a point; thence turn an angle to the left of 11 degrees, 56 minutes, 10 seconds and run in a Northeasterly for a distance of 209.05 feet to a point; thence turn an angle to the left of 63 degrees, 39 minutes, 03 seconds and run in a Northwesterly direction for a distance of 25.91 feet to the Southeast corner of Lot 401 in said Highland Lakes 4th Sector, Phase 1; thence turn an angle to the right of 19 degrees, 57 minutes, 15 seconds and run in a Northwesterly direction along the Northeast line of said Lot 401 for a distance of 187.32 feet to the Southeast corner of Lot 402-A, A Resurvey of Lots 402 & 403, Highland Lakes 4th Sector, Phase 1, as recorded in Map Book 21 on Page 44, in the Office of the Judge of Probate, Shelby County, Alabama; thence turn an angle to the right of 28 degrees, 15 minutes, 06 seconds and run in a Northeasterly direction along the Southeast line of said Lots 402-A and 403-A, for a distance of 274.89 feet to a point on the Southeast line of said Lot 403-A; thence turn an angle to the right of 30 degrees, 41 minutes, 36 seconds and run in a Northeasterly direction along the Southeast line of said Lot 403-A and also along the Southeast line of Lots 404-408 in said Highland Lakes 4th Sector, Phase 1 for a distance of 646.79 feet to the Southwest corner of Lot 409 in said Highland Lakes 4th Sector, Phase 1; thence turn an angle to the left of 5 degrees, 40 minutes, 44 seconds and run in a Northeasterly direction along the Southeast line of said Lots 409- 410 for a distance of 423.30 feet to the point of beginning; said parcel of land containing 39.62 acres, more or less.

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