

This instrument was prepared by:
Jared A. Hershberg
Cravath, Swaine & Moore
Worldwide Plaza
825 Eighth Avenue
New York, NY 10019

AMENDMENT TO THE TERM LOAN MORTGAGE, ASSIGNMENT
OF RENTS, SECURITY AGREEMENT AND FIXTURE FILING dated as of
December 1, 1999. Recorded 12/9/99 as Instrument No. 1999-49905,
Shelby County, Alabama.

Inst # 1999-51891

12/28/1999-51891
08:23 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
007 CJ1 24.50

AMENDMENT, dated as of December 14, 1999 (this "Amendment"), to the mortgage, dated as of December 1, 1999 (the "Mortgage"), signed and executed by each applicable subsidiary of CITATION CORPORATION (the "Borrower"), a Delaware corporation.

A. This Amendment has the purpose of correcting a scrivener's error that appears on page one (1) of the Mortgage. The Borrower, not the Mortgagor (as defined in the Mortgage), is party to each of the Credit Agreement, Subsidiary Guarantee Agreement and Hedging Agreement.

B. To reflect such changes, the Mortgage is hereby amended as follows:

(i) by deleting the text "the Mortgagor" in Section A, first paragraph, clause (a) and substituting the text "the Borrower (as defined in the Credit Agreement)";

(ii) by deleting the text "the Mortgagor" each time it appears in Section A, first paragraph, clause (b) and substituting the text "the Borrower"; and

(iii) by deleting the text "the Mortgagor" in Section A, second paragraph and substituting the text "the Borrower".

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be duly executed by their respective authorized officers as of the day and year first written above.

CITATION CASTINGS, INC.,

by Stanley B. Atkins
Name: Stanley B. Atkins
Title: Vice President

THE CHASE MANHATTAN BANK, as
Administrative Agent,

by

Name:
Title:

AMENDMENT, dated as of December 14, 1999 (this "Amendment"), to the mortgage, dated as of December 1, 1999 (the "Mortgage"), signed and executed by each applicable subsidiary of CITATION CORPORATION (the "Borrower"), a Delaware corporation.

A. This Amendment has the purpose of correcting a scrivener's error that appears on page one (1) of the Mortgage. The Borrower, not the Mortgagor (as defined in the Mortgage), is party to each of the Credit Agreement, Subsidiary Guarantee Agreement and Hedging Agreement.

B. To reflect such changes, the Mortgage is hereby amended as follows:

(i) by deleting the text "the Mortgagor" in Section A, first paragraph, clause (a) and substituting the text "the Borrower (as defined in the Credit Agreement)";

(ii) by deleting the text "the Mortgagor" each time it appears in Section A, first paragraph, clause (b) and substituting the text "the Borrower"; and

(iii) by deleting the text "the Mortgagor" in Section A, second paragraph and substituting the text "the Borrower".

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be duly executed by their respective authorized officers as of the day and year first written above.

CITATION CASTINGS, INC.,

by

Name:
Title:

THE CHASE MANHATTAN BANK, as
Administrative Agent,

by

Name:
Title:


Deborah Davey
Vice President

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County in said State, do hereby certify that Stanley B. Atkins, whose name as V.P. of Citibank Cash, Inc., an Alabama corporation, is signed to the foregoing instrument, and who is known to me, and known to be such officer, acknowledged before me on this day that, being informed of the contents of said instrument, (s)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 the 16th day of December, 1999.

W. Clark Goodin

Notary Public

Commission expires 5/2/01

[Affix Seal]

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

I, the undersigned, a Notary Public in and for said County in said State, do hereby certify that Deborah Dawey, whose name as Vice President of The Chase Manhattan Bank, an N.Y. Banking corporation, is signed to the foregoing instrument, and who is known to me, and known to be such officer, acknowledged before me on this day that, being informed of the contents of said instrument, (s)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 the 15th day of December, 1997

Elsa V. Griffith

Notary Public
ELSA V. GRIFFITH
Notary Public, State of New York
No. 01GR4838119
Qualified in Kings County
Commission Expires March 30, 2001

[Affix Seal]

FIDELITY NATIONAL TITLE INSURANCE COMPANY OF NEW YORK

File No: NYN99-4333AL (10)
Commitment No.: TP-6804-99

EXHIBIT "A" Legal Description

PARCEL 1:

A parcel of land situated in the Northwest 1/4 of the Northwest 1/4 of Section 26, Township 21 South, Range 1 West, and the Southwest 1/4 of the Southwest 1/4 of Section 23, Township 21 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northwest corner of Section 26, Township 21 South, Range 1 West, and run South 01 degrees 44 minutes East along the West boundary line of said section a distance of 848.46 feet to a point on the Northwest 40 foot right of way line of a county highway;

THENCE turn an angle of 124 degrees 08 minutes 58 seconds to the left and run along said Northwest 40 foot right of way line a distance of 615.42 feet to the point of beginning;

THENCE continue North 54 degrees 07 minutes East along said right of way line a distance of 210.18 feet to a point;

THENCE turn an angle of 55 degrees 31 minutes 29 seconds to the left and run a distance of 425.70 feet to a point;

THENCE turn an angle of 90 degrees 00 minutes 51 seconds to the left and run 173.27 feet to a point;

THENCE turn an angle of 89 degrees 59 minutes 09 seconds to the left and run a distance of 544.62 feet to the point of beginning.

PARCEL 2:

A parcel of land situated in the Southwest 1/4 of the Southeast 1/4 of Section 22, Township 21 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northeast corner of Section 27, Township 21 South, Range 1 West (Axle found in place);

THENCE run South 01 degrees 44 minutes East a distance of 100.00 feet to a point;

FIDELITY NATIONAL TITLE INSURANCE COMPANY OF NEW YORK

File No: NYN99-4333AL (10)
Commitment No.: TP-6804-99

EXHIBIT "A" Legal Description (continued)

THENCE turn an angle of 88 degrees 30 minutes 30 seconds to the right and run Westerly a distance of 1727.9 feet to a point on the West boundary line of Industrial Road;

THENCE run Northerly along said West boundary line a distance of 60 feet to the point of beginning;

THENCE continue along said West boundary line a distance of 300.00 feet to a point;

THENCE turn an angle of 90 degrees 49 minutes 30 seconds to the left and run Westerly a distance of 400.0 feet to a point;

THENCE turn an angle of 89 degrees 10 seconds 30 minutes to the left and run Southerly a distance of 300.0 feet to a point on the North boundary line of a 60 foot easement;

THENCE turn an angle of 90 degrees 49 minutes 30 seconds to the left and run Easterly along said North boundary line a distance of 400.0 feet to the point of beginning.

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PRODUCT COMMITMENT ABANDONED

12/28