

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 FEBRUARY 15, 2000, 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 June 24, 1997 in Instrument #1997-19697 in the Probate Office of Shelby County, Alabama. Modification of Mortgage dated July 2, 1998 and filed for record November 19, 1998 in Instrument #1998-46110 in the Probate Office of Shelby County, Alabama. Modification of Mortgage dated July 23, 1999 and recorded August 5, 1999 in Instrument #1999-32841 in the Probate Office of Shelby County, Alabama.

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 2148 Pelham Parkway, 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 \$1,580,277.47 to \$1,631,919.15.

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 endorsers 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.

THIS MODIFICATION IS GIVEN UNDER SEAL AND IT IS INTENDED THAT THIS MODIFICATION IS AND SHALL CONSTITUTE AND HAVE THE EFFECT OF A SEALED INSTRUMENT ACCORDING TO LAW.

GRANTOR:

Pelham Parkway Investors, L.L.C.

By: Dwight A. Sandlin, Sr. (SEAL)
Dwight A. Sandlin, Sr., Member

By: Joseph G. Dobbins, Jr. (SEAL)
Joseph G. Dobbins, Jr., Member

LENDER:

Regions Bank

By: Robert Kuhn
Authorized Officer

This Modification of Mortgage prepared by:

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

Inst # 2000-05069

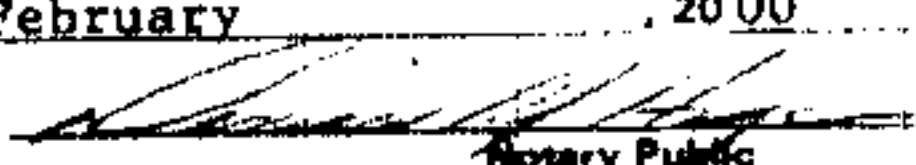
02/17/2000-05069
10:06 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 CJ1 31.05

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 Dwight A. Sandlin, Sr., Member of Pelham Parkway Investors, L.L.C.; and Joseph G. Dobbs, Jr., 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 15th day of February, 2000


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 _____, 20____

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 a 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 line 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.

ALSO LESS AND EXCEPT:

Commence at the Southwest corner of the Northwest quarter of Section 31, Township 19 South, Range 2 West; thence run in Northerly direction along the West line of said quarter section line for a distance of 10.46 feet; thence run along last described course for a distance of 259.44 feet to the point of beginning; thence turn a deflection angle to the right of 95°52'42" and run in an Easterly direction for a distance of 129.25 feet; thence turn a deflection angle to the left of 90°00'00" and run in a Northerly direction for a distance of 132.89 feet; thence turn a deflection angle to the left of 90°00'00" and run in a Westerly direction for a distance of 142.92 feet; thence turn a deflection angle to the left of 95°52'42" and run in a Southerly direction along the said West line for a distance of 133.59 feet to the point of beginning.

Situated in Shelby County, Alabama.

ALSO LESS AND EXCEPT:

Commence at the Southwest corner of the Northwest quarter of Section 31, Township 19 South, Range 2 West; thence run in Northerly direction along the West line of said quarter section line for a distance of 10.46 feet; 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 Southeasterly direction along 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 an interior angle to the right of 90°00'00" and run in a Southeasterly direction for a distance of 50.17 feet to the point of beginning; thence turn a deflection angle to the right of 90°00'46" and run in a Southwesterly direction for a distance of 140.3845 feet; thence turn a deflection angle to the left of 89°57'37" and run in a Southeasterly direction for a distance of 76.36 feet; thence turn a deflection angle to the left of 90°02'23" and run in a Northeasterly direction for a distance of 140.45 feet; thence turn a deflection angle to the left of 90°00'46" and run in a Northwesterly direction for a distance of 76.36 feet to the point of beginning.

Situated in Shelby County, Alabama.

ALSO LESS AND EXCEPT:

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; 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 along 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 an interior angle to the right of 90°00'00" and run in a Southeasterly direction for a distance of 50.17 feet; thence continue along the last described course for a distance of 76.36 feet; thence run along last described course for a distance of 76.74 feet to the point of beginning; thence turn a deflection angle to the right of 90°07'25" and run in a Southwesterly direction for a distance of 140.52 feet; thence turn a deflection angle to the left of 90°04'16" and run in a Southeasterly direction for a distance of 76.53 feet; thence turn a deflection angle to the left of 89°59'32" and run in a Northeasterly direction for a distance of 140.59 feet; thence turn a deflection angle to the left of 90°03'37" and run in a Northwesterly direction for a distance of 76.38 feet to the point of beginning.

Inst # 2000-05069

02/17/2000 05069

10:06 AM CERTIFIED

SHARON M. BERRY