

ASSIGNMENT OF NOTE AND SECURITY

STATE OF ALABAMA
SHELBY COUNTY

LOAN NUMBER CDC-3695074004-BIR

FOR VALUE RECEIVED, the undersigned hereby transfers, sets over, and assigns unto the SMALL BUSINESS ADMINISTRATION all of its right, title, and interest in and to the following:

Promissory Note, SBA Form 1505, dated this date, in the original principal amount of \$435,000.00, executed by GANN ENTERPRISES, L.L.C. and PLANET CELLULAR, INC. in favor of the BIRMINGHAM CITY WIDE LOCAL DEVELOPMENT COMPANY.

Real Property Mortgage dated this date, executed by GANN ENTERPRISES, L.L.C. and PLANET CELLULAR, INC. in favor of BIRMINGHAM CITY WIDE LOCAL DEVELOPMENT COMPANY, and filed for record on May 5, 2000, as Instrument No. 2000-14805 in the Office of Judge of Probate of Shelby County, Alabama.

Assignment of Leases and Rents dated this date, executed by GANN ENTERPRISES, L.L.C. and PLANET CELLULAR, INC. in favor of BIRMINGHAM CITY WIDE LOCAL DEVELOPMENT COMPANY, and filed for record on May 5, 2000, as Instrument No. 2000-14806 in the Office of Judge of Probate of Shelby County, Alabama.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed and its seal affixed by its duly authorized officer this 28 day of April, 2000.

**BIRMINGHAM CITY WIDE LOCAL DEVELOPMENT
COMPANY**

BY: _____

S. E. Neuhaus (Its President)

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that S. E. Neuhaus, whose name as President of BIRMINGHAM CITY WIDE LOCAL DEVELOPMENT COMPANY, a 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/she, as such officer, and with full authority, executed the same voluntarily, as an act of said corporation, acting in its capacity as aforesaid.

Given under my hand and official seal, this the 28 day of April, 2000.

NOTARY PUBLIC

My Commission Expires: 6/1/03

THIS INSTRUMENT PREPARED BY:

William B. Hairston III
ENGEL, HAIRSTON & JOHANSON, P.C.
P.O. Box 370027
Birmingham, Alabama 35237
(205)328-4600

05/30/2000-17553

11:05 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

001 NWS

8.50

Inst # 2000-17553