

ASSIGNMENT OF ASSIGNMENT OF LEASES AND RENTS

For Value Received, the undersigned holder of an Assignment of Leases and Rents (herein "Assignor") whose address is 2015 West Main Street, Stamford, CT 06902, does hereby grant, sell, assign, transfer and convey, unto ABN AMRO BANK, N.V. ("Assignee") with a mailing address of 135 South LaSalle Street, Suite 725, Chicago, Illinois 60674-9135, its successors and assigns, a certain Assignment of Leases and Rents dated 01/12/2001, made and executed by AUTOMOTIVE REALTY PARTNERS, L.L.C. to FALCON FINANCIAL, LLC, doing business as Falcon Lending, LLC in the State of Alabama, upon the following described property situated in Shelby County, State of Alabama, having an address of 2200 Highway 31 South, Pelham, Alabama 35124 and more particularly described in EXHIBIT A attached hereto and made a part hereof, such Assignment of Leases and Rents having been given to secure payment of the principal sum of \$3,400,000.00, which Assignment of Leases and Rents is of record in Book, Volume, or Liber No. _____, at Page _____ or as Instrument No. 2001-02514 of the Records of Shelby County, State of Alabama.

TO HAVE AND TO HOLD the same unto Assignee, its successor and assigns, forever, subject only to the terms and conditions of the above-described Assignment of Leases and Rents.

IN WITNESS WHEREOF, the undersigned Assignor has executed this Assignment of Assignment of Leases and Rents on 27 December, 2000.

WITNESSETH:

FALCON FINANCIAL, LLC doing business in
the State of Alabama as Falcon Lending, L.L.C.

Mary Langer
Name: Mary Langer

Lou Viant
Name: Lou Viant

By: David A. Karp
David A. Karp
President

*said instrument executed on December 27, 2000, to become
effective January 12, 2001

Inst # 2001-02516

01/23/2001-02516

03:58 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

004 CJ1 20.00

ACKNOWLEDGMENT

STATE OF CONNECTICUT)
)
COUNTY OF FAIRFIELD)

I, Mary D. Langan a Notary Public in and for said County in said State, hereby certify that David A. Karp whose name as President of Falcon Financial, LLC, a limited liability company, is signed to the foregoing conveyance and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officer 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 27th day of December, 2000.

Mary D. Langan
Notary Public

Notarial Seal

My Commission Expires: _____

Mary D. Langan
My Commission Expires 11-30-2004

ASSIGNMENT OF ASSIGNMENT OF LEASES AND RENTS

ASSIGNOR: FALCON FINANCIAL, LLC, doing business as Falcon
Lending, LLC in the State of Alabama
2015 West Main Street
Stamford, CT 06902

ASSIGNEE: ABN AMRO BANK, N.V.
135 South LaSalle Street
Suite 725
Chicago, Illinois 60674-9135

This Document Prepared By:

Gregory P. Murphy, Esq.
Thacher Proffitt & Wood
50 Main Street
White Plains, New York 10606

After Recording, Return to:

Falcon Financial, LLC
2015 West Main Street
Stamford, CT 06902
Attention: David A. Karp

Exhibit A

A part of the North half of Northwest quarter of Southwest quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commencing at the accepted Southwest corner of said North half of Northwest quarter of Southwest quarter of said Section, run in an Easterly direction along the South line of said 20 acres for a distance of 587.28 feet to an existing iron rebar being the Point of Beginning of said tract; thence turn an angle to the left of $88^{\circ} 02' 36''$ and run in a Northerly direction for a distance of 244.73 feet to an existing solid iron; thence turn an angle to the right of $67^{\circ} 44' 58''$ and run in a Northeasterly direction for a distance of 563.14 feet to an existing PK nail being on the West right of way line of the new Montgomery Highway; thence turn an angle to the right of $(93^{\circ} 51' 45''$ to the chord) and run in a Southeasterly direction along the Southwest right of way line of said Montgomery Highway (having a central angle of $14^{\circ} 33' 54''$ and a radius of 1809.86 feet) for a distance of 460.08 feet to an existing old iron rebar; thence turn an angle to the right $(106^{\circ} 26' 54''$ from last mentioned chord) and run in a Westerly direction for a distance of 666.33 feet, more or less to the Point of Beginning.

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