

This document prepared by:

O'MELVENY & MYERS LLP
400 South Hope Street
Los Angeles, California 90071-2899
Attention: Mitchell B. Menzer, Esq.

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

Inst # 2001-31238

07/27/2001-31238
08:48 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CH 14.00

PARTIAL RELEASE OF MORTGAGE AND SECURITY AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, that whereas the undersigned, **The Travelers Insurance Company** a Connecticut corporation whose address is 6750 Poplar Avenue, Suite 109, Memphis, Tennessee 38138, in its capacity as Collateral Agent for the Senior Note Holders under and as defined in the Note Purchase Agreement dated as of October 19, 2000, as may be amended from time to time between Borrower and the Senior Noteholders named therein ("**Lender**"), is the owner and holder of that certain Mortgage, Security Agreement and Assignment of Rents dated October 19, 2000, executed by **CAHABA FORESTS, LLC**, a Delaware corporation, whose address is 99 High Street, 26th Floor, Boston, Massachusetts 02110-2320, (the "**Borrower**"), recorded in the Office of the Probate, Judge of Shelby County, Alabama as Instrument Number 2000-36787 (the "**Mortgage**").

WHEREAS, for the consideration set forth below, Lender has agreed to release from the lien of the Mortgage, the real estate more fully described as follows in this "**Partial Release**" which serves as collateral under the Mortgage:

Township 21 South, Range 5 West, Shelby County, Alabama

Section 2: The Northeast Quarter of the Northeast Quarter (NE ¼ of NE ¼) less and except the South Five (5) acres along the South side.

Being a portion of the premises conveyed to Borrower by deed dated February 10, 2000, recorded in the Probate Office of Shelby County, Alabama as Instrument Number 2000-04451.

NOW, THEREFORE, in consideration of \$10.00 and other good and valuable consideration, Lender does hereby release from the lien, operation and effect of said Mortgage, the real estate more particularly described hereinabove.

This is a PARTIAL RELEASE only. As to all other real estate described and conveyed in said Mortgage, the lien thereof shall remain in full force and effect unaffected by this Partial

Release. Nothing herein shall be deemed a payment of the debt secured by said Mortgage. This Partial Release shall be recorded in the Office of Probate, Shelby County, Alabama.

IN WITNESS WHEREOF, the Lender has caused this Partial Release to be properly executed on this 31st May, 2001.

LENDER:

TRAVELERS INSURANCE COMPANY,
a Connecticut corporation

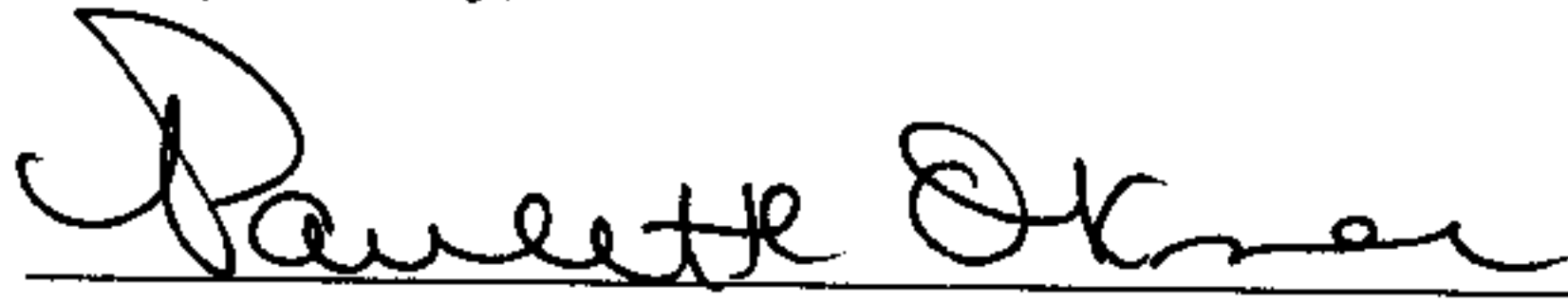
By:


S. Peter Headley
First Vice President

STATE OF TENNESSEE)
)
COUNTY OF SHELBY)

I, Paulette Oxner, a Notary Public in and for said County in said State, hereby certify that S. Peter Headley, whose name as First Vice President of **THE TRAVELERS INSURANCE COMPANY**, a Connecticut 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, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal, this 31st day of May, 2001.


NOTARY PUBLIC

(SEAL)

My Commission Expires: 11-15-03

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