

THIS INSTRUMENT PREPARED-BY: (NAME): Angela Moseley / Compass Bank
(ADDRESS): 15 South 20th Street Birmingham, AL 35233


20020913000442200 Pg 1/1 67.70
Shelby Cnty Judge of Probate, AL
09/13/2002 14:53:00 FILED/CERTIFIED

STATE OF ALABAMA
COUNTY OF JEFFERSON

MORTGAGE MODIFICATION AGREEMENT

This Agreement is by and between Compass Bank ("Bank") and BRANTLEY HOMES, INC. ("Borrower").

WHEREAS, Borrower is indebted to Bank as evidenced by a Promissory Note dated FEBRUARY 27, 2002 ("Note"), and secured by a Mortgage on real property situated in SHELBY County, Alabama, such Mortgage being recorded in 2002-11418, in the office of the Judge of Probate, Shelby County, Alabama ("Mortgage"); and
WHEREAS, Borrower and Bank desire to modify the terms of said Mortgage as set forth herein.
NOW, THEREFORE, for and in consideration of the premises, Borrower and Bank agree that the Mortgage is modified as follows:

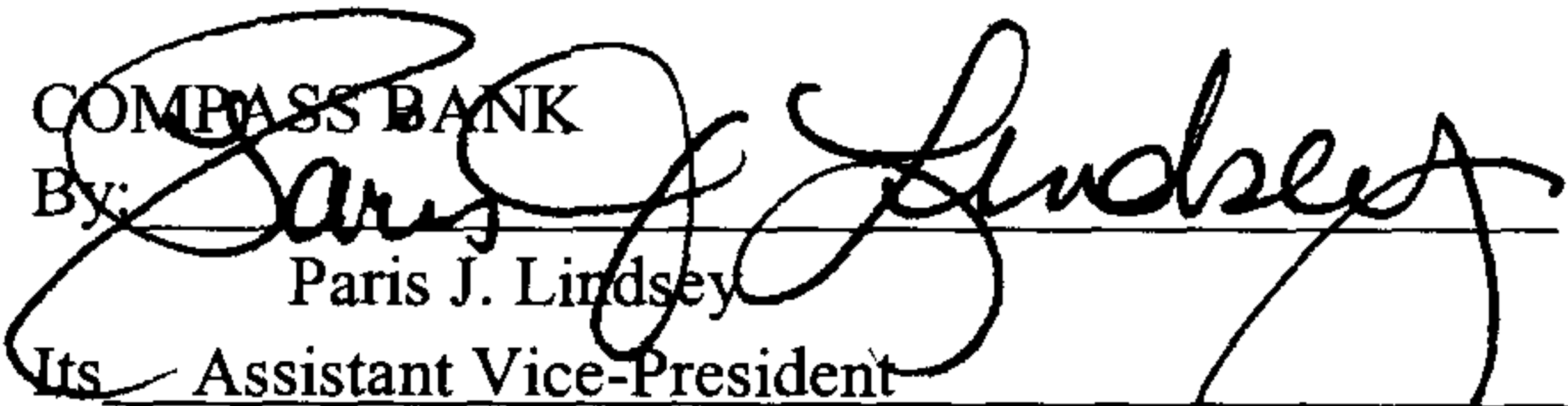
The paragraph that reads, "Whereas, Borrower is justly indebted to Bank on a loan (the "Loan") in the principal sum of One Hundred Eighty Seven Thousand Five Hundred and No/100 Dollars (\$187,500.00)
Is now being modified to read, "Whereas, Borrower is justly indebted to Bank on a loan (the "Loan") in the principal sum of Two Hundred Twenty Five Thousand Two Hundred Eighty and No/100 Dollars (\$225,280.00)

Except as modified herein, all of the terms and conditions of the Mortgage shall remain in full force and effect.
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed effective this
30th day of August, 2002.

ATTEST

Its _____

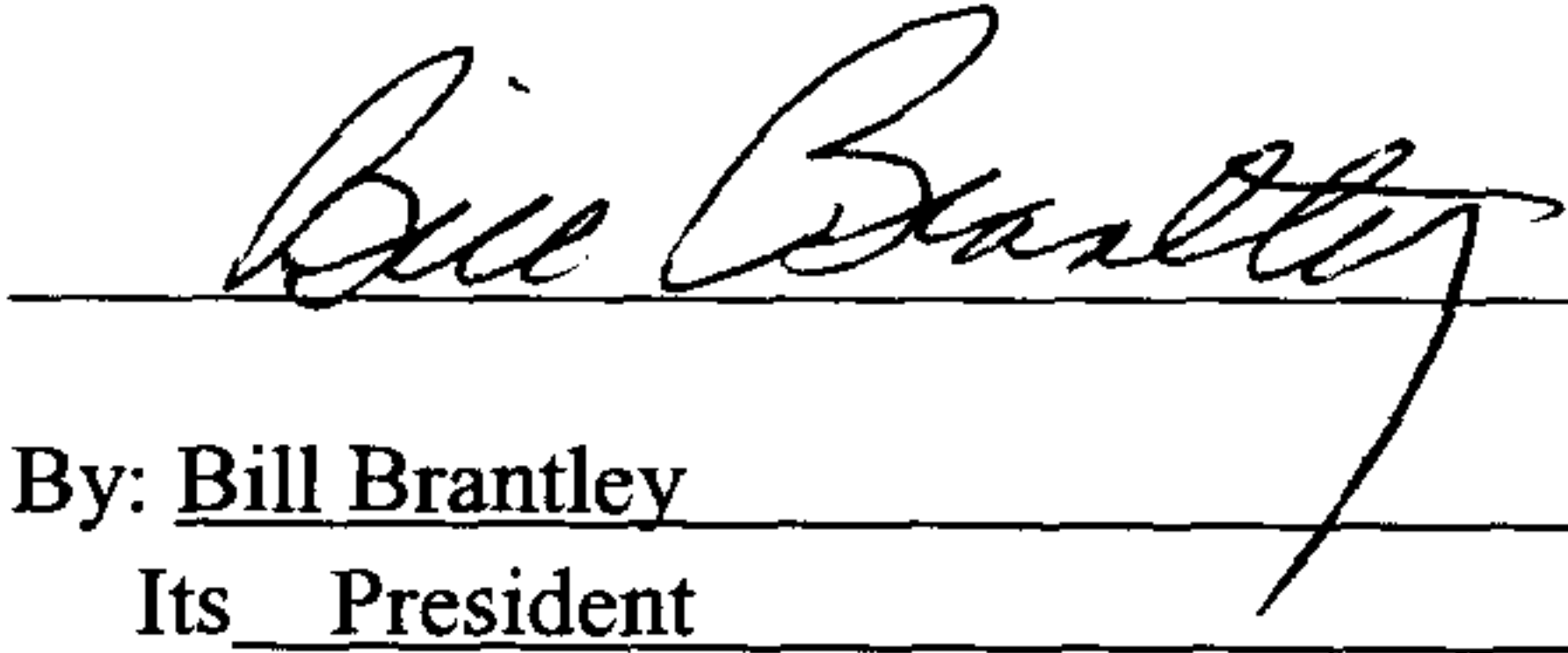
WITNESS

COMPASS BANK
By: 
Paris J. Lindsey
Its Assistant Vice-President

ATTEST

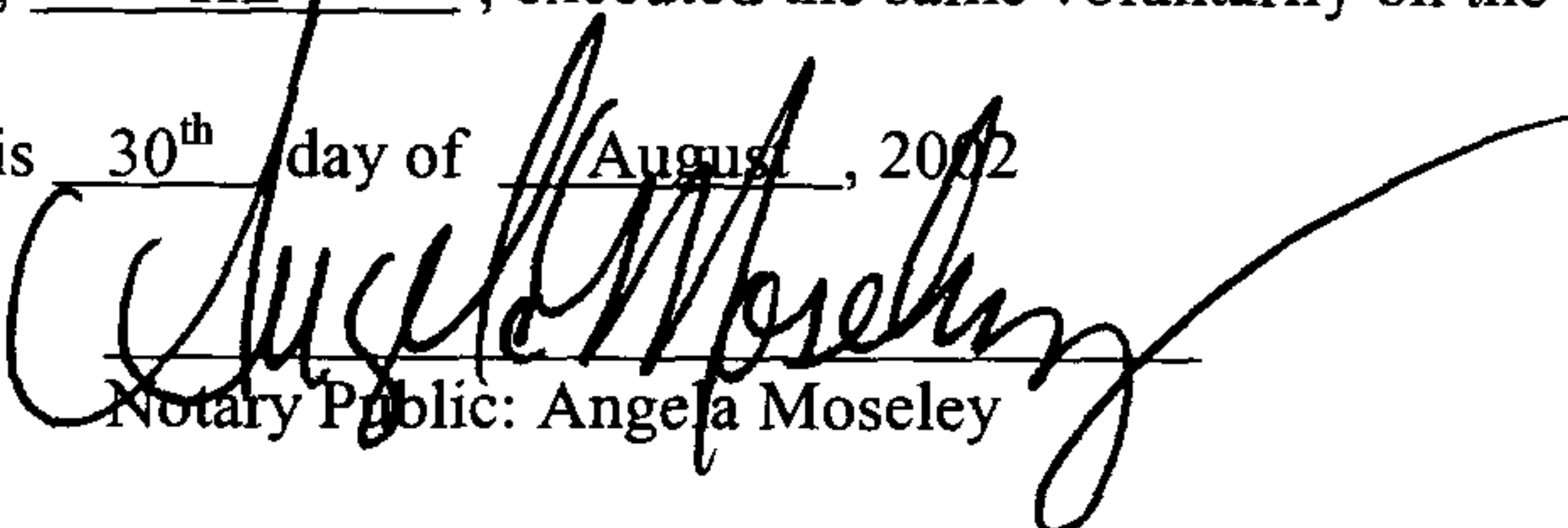
Its _____

Brantley Homes, Inc.


By: Bill Brantley
Its President

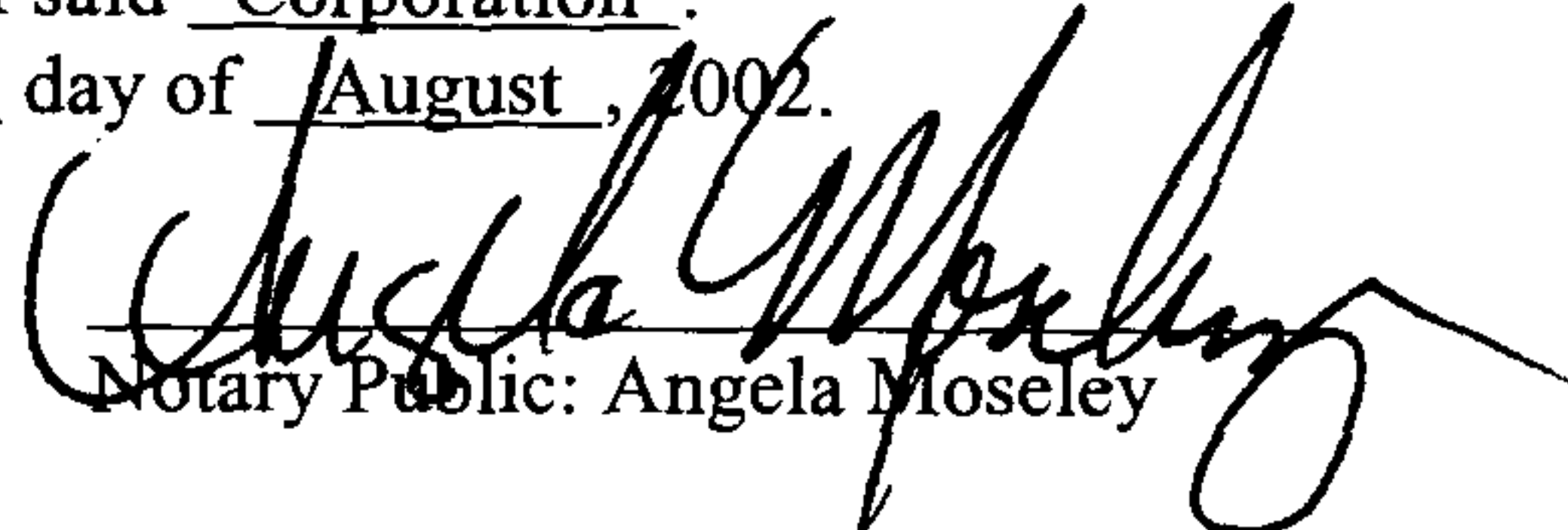
STATE OF ALABAMA
COUNTY OF JEFFERSON

I, Angela Moseley, a Notary Public in and for said County, in said State, hereby certify that Bill Brantley whose name(s) 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 this conveyance, HE, executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 30th day of August, 2002
My commission expires: 01-15-2005

Notary Public: Angela Moseley

STATE OF ALABAMA
COUNTY OF JEFFERSON

I, Angela Moseley, a Notary Public in and for said County, in said State, hereby certify that Paris J. Lindsey whose name as Assistant Vice-President of Compass Bank, a Corporation, 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 such conveyance, SHE, 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 30th day of August, 2002.
My commission expires: 01-15-2005

Notary Public: Angela Moseley