

ASSIGNMENT OF NOTE AND SECURITY

FOR VALUE RECEIVED, the undersigned hereby transfers, sets over, and assigns without recourse, all its rights, title and interest in and to the following unto CENTRAL STATE BANK:

Promissory Note dated February 10, 2003, in the original principal amount of \$990,000.00 executed by SPEEDTRAC, INC. in favor of HERITAGE BANK which had as of September 24, 2003 a balance of \$983,496.05 and which is a renewal and refinancing of SPEEDTRAC, INC. obligations to Heritage Bank evidenced by a \$1,683,000.00 Promissory Note dated September 4, 2002

Guaranty dated September 4, 2002 executed by Chander Arora

Guaranty dated September 4, 2002 executed by Upjinder Grewal

Warranties, Representations and Agreement for Submission of Financial Statements dated September 4, 2002 and executed by SPEEDTRAC, INC.

Arbitration Agreement dated September 4, 2002 and executed by SPEEDTRAC, INC., Chander Arora, and Upjinder Grewal

Mortgage, Assignment of Rents and Leases and Security Agreement dated September 4, 2002, executed by SPEEDTRAC, INC., and recorded as Instrument 20020909000429400 in the Office of the Judge of Probate of Shelby County, Alabama.

UCC Financing Statement authorized to be filed by SPEEDTRAC, INC. and filed as Financing Statement 02-0741256 in the Office of the Secretary of State of Alabama.

Litigation Affidavit and Survey Affidavit and Certification dated September 4, 2002 and executed by SPEEDTRAC, INC.

Hazardous Substances Indemnification and Warranty Agreement dated September 4, 2002 and executed by SPEEDTRAC, INC.

All other documents and agreements pertaining to the loan made in connection with the above described Promissory Note or executed in connection therewith.

The undersigned further authorizes the filing of a UCC-3 assignment statement assigning to CENTRAL STATE BANK the undersigned's interest in the UCC-1 filed as File # 02-0741256 in the Office of the Secretary of State of Alabama

No representations of any kind are being made by the undersigned in connection with this assignment, and same is being made without recourse to the undersigned.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed and its seal affixed by its duly authorized officer effective this 24 day of September, 2003.

HERITAGE BANK

BY: 
(Its Vice President)

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Ed Terrell, whose name as Vice President of HERITAGE BANK, 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, as such officer, and with full authority, executed the same voluntarily, as an act of said corporation, acting in his capacity as aforesaid.

Given under my hand and official seal, this the 24 day of September, 2003.


NOTARY PUBLIC

My Commission Expires: 6/7/07

THIS INSTRUMENT PREPARED BY:

William B. Hairston III

ENGEL HAIRSTON & JOHANSON, P.C.

4th Floor 109 North 20th Street

P.O. Box 370027

Birmingham, Alabama, 35237-0027

(205) 328-4600