

RECORDATION REQUESTED BY:

SouthTrust Bank
Inverness 346
4651 Highway 280 East
Birmingham, AL 35243

WHEN RECORDED MAIL TO:

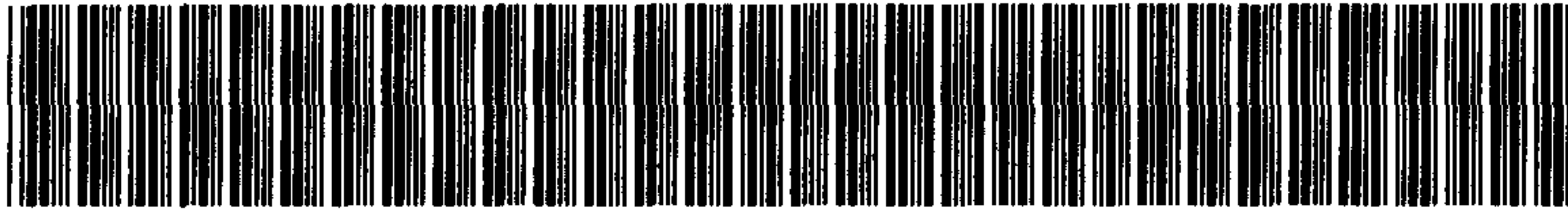
SouthTrust Bank, Loan Operations
Mortgage Recording - File Management
P O Box 2233
Birmingham, AL 35201

SEND TAX NOTICES TO:

SAMANTHA A OFFORD
JAMES L OFFORD A/K/A JAMES L OFFORD JR
478 HWY 338
CHELSEA, AL 35043

SPACE ABOVE THIS LINE IS FOR RECORDER'S USE ONLY

MODIFICATION OF MORTGAGE



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THIS MODIFICATION OF MORTGAGE dated November 14, 2003, is made and executed between **SAMANTHA A OFFORD** and **JAMES L OFFORD A/K/A JAMES L OFFORD JR; HUSBAND AND WIFE** (referred to below as "Grantor") and SouthTrust Bank, whose address is 4651 Highway 280 East, Birmingham, AL 35243 (referred to below as "Lender").

MORTGAGE. Lender and Grantor have entered into a Mortgage dated January 30, 2002 (the "Mortgage") which has been recorded in SHELBY County, State of Alabama, as follows:

RECORDED IN INST # 2002-13644.

REAL PROPERTY DESCRIPTION. The Mortgage covers the following described real property located in SHELBY County, State of Alabama:

See the exhibit or other description document which is attached to this Modification and made a part of this Modification as if fully set forth herein.

The Real Property or its address is commonly known as 478 HWY 338, CHELSEA, AL 35043.

MODIFICATION. Lender and Grantor hereby modify the Mortgage as follows:

INCREASE MORTGAGE FROM \$50,000.00 TO \$59,000.00 . FOR MORTGAGE TAX PURPOSES, THIS LINE WAS INCREASED BY \$9,000.00 .

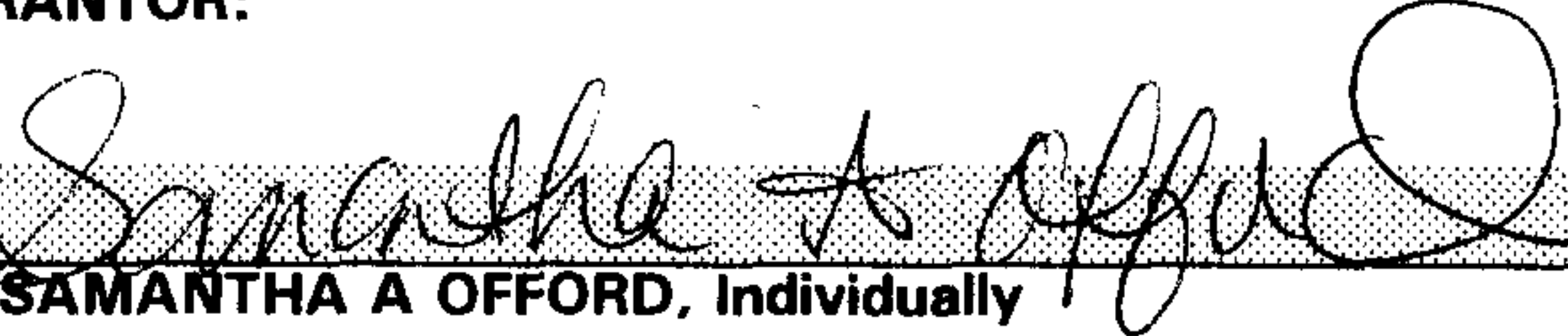
CONTINUING VALIDITY. Except as expressly modified above, the terms of the original Mortgage shall remain unchanged and in full force and effect and are legally valid, binding, and enforceable in accordance with their respective terms. Consent by Lender to this Modification does not waive Lender's right to require strict performance of the Mortgage as changed above nor obligate Lender to make any future modifications. Nothing in this Modification shall constitute a satisfaction of the promissory note or other credit agreement secured by the Mortgage (the "Note"). It is the intention of Lender to retain as liable all parties to the Mortgage and all parties, makers and endorsers to the Note, including accommodation parties, unless a party is expressly released by Lender in writing. Any maker or endorser, including accommodation makers, shall not be released by virtue of this Modification. If any person who signed the original Mortgage does not sign this Modification, then all persons signing below acknowledge that this Modification is given conditionally, based on the representation to Lender that the non-signing person consents to the changes and provisions of this Modification or otherwise will not be released by it. This waiver applies not only to any initial extension or modification, but also to all such subsequent actions.

ATTACHED LEGAL DESCRIPTION. An exhibit, titled "LEGAL DESCRIPTION," is attached to this Modification and by this reference is made a part of this Modification just as if all the provisions, terms and conditions of the Exhibit had been fully set forth in this Modification.

GRANTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS MODIFICATION OF MORTGAGE AND GRANTOR AGREES TO ITS TERMS. THIS MODIFICATION OF MORTGAGE IS DATED NOVEMBER 14, 2003.

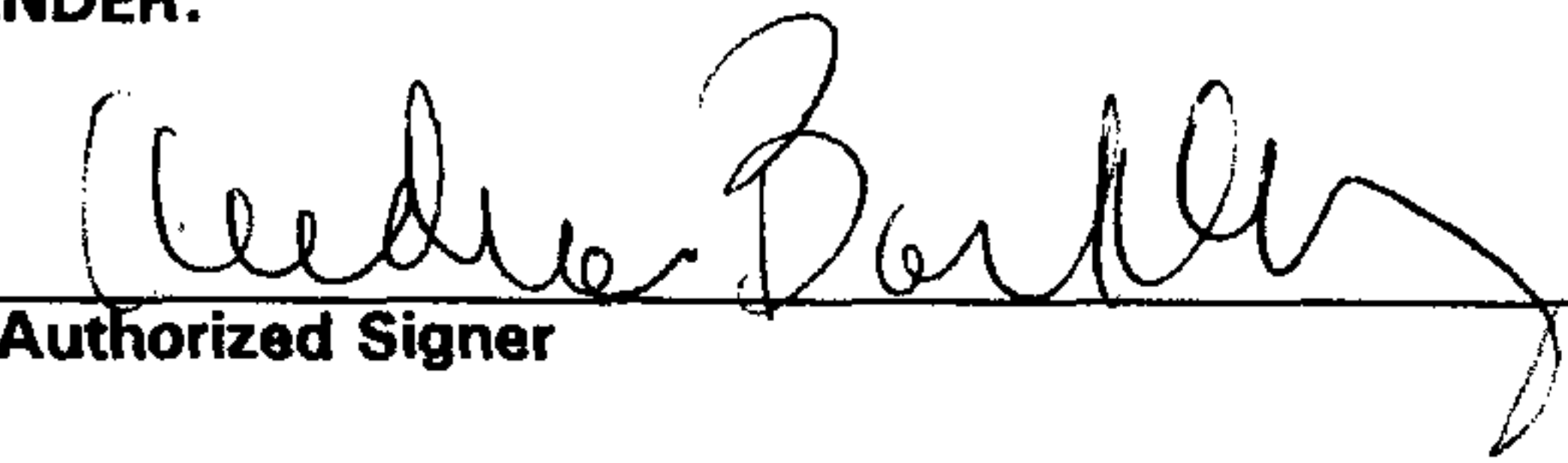
THIS MODIFICATION IS GIVEN UNDER SEAL AND IT IS INTENDED THAT THIS MODIFICATION IS AND SHALL CONSTITUTE AND HAVE THE EFFECT OF A SEALED INSTRUMENT ACCORDING TO LAW.

GRANTOR:

X  (Seal)
SAMANTHA A OFFORD, Individually

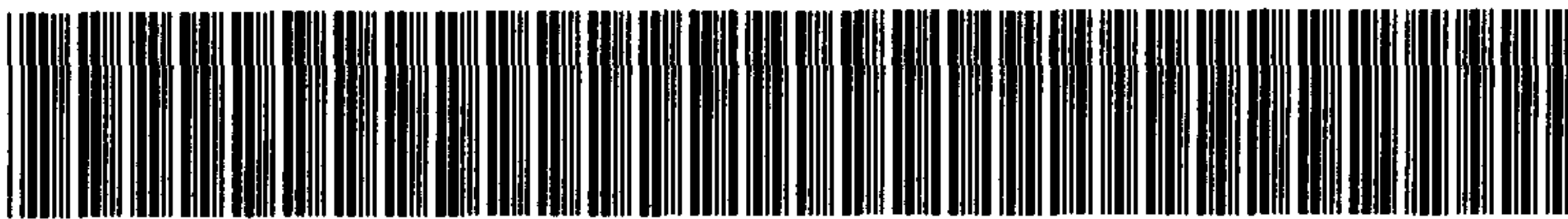
X  (Seal)
JAMES L OFFORD A/K/A JAMES L OFFORD JR,
Individually

LENDER:

X  (Seal)
Authorized Signer

This Modification of Mortgage prepared by:

Name: ANN PIERCE, Loan Processor
Address: 220 Wildwood Parkway
City, State, ZIP: Homewood, AL 35209



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MODIFICATION OF MORTGAGE
(Continued)

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INDIVIDUAL ACKNOWLEDGMENT

STATE OF Alabama)
COUNTY OF Shelby) SS
)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that **SAMANTHA A OFFORD and JAMES L OFFORD A/K/A JAMES L OFFORD JR, HUSBAND AND WIFE**, whose names are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that, being informed of the contents of said Modification, they executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 14th day of November, 2003
Constance Worweaver
Notary Public

MY COMMISSION EXPIRES
NOVEMBER 8, 2006

My commission expires _____

LENDER ACKNOWLEDGMENT

STATE OF Alabama)
COUNTY OF Shelby) SS
)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that _____ a corporation, is signed to the foregoing Modification and who is known to me, acknowledged before me on this day that, being informed of the contents of said Modification of Mortgage, he or 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 14th day of November, 2003
Constance Worweaver
Notary Public

MISSIO
NOVEMBER 8, 2006

My commission expires _____

MY COMMISSION EXPIRES
NOVEMBER 8, 2006

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SouthTrust Bank
Inverness 346
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Birmingham, AL 35243

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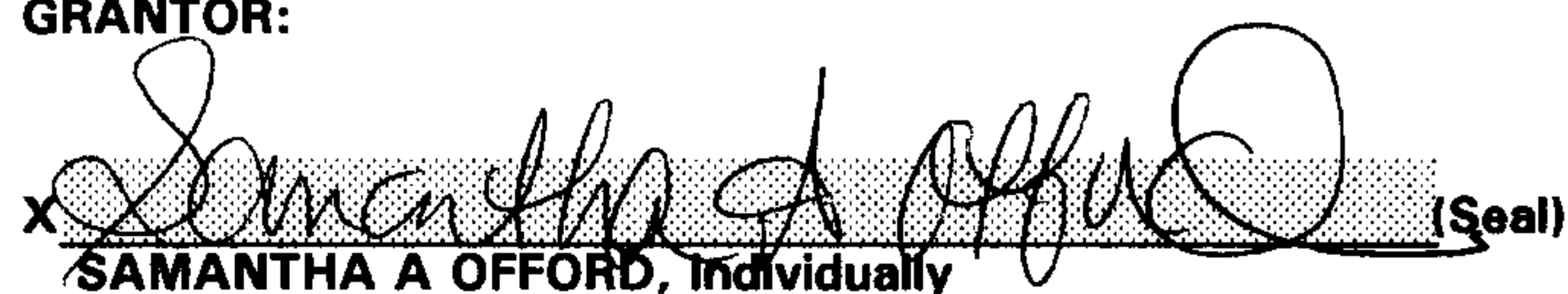
LEGAL DESCRIPTION

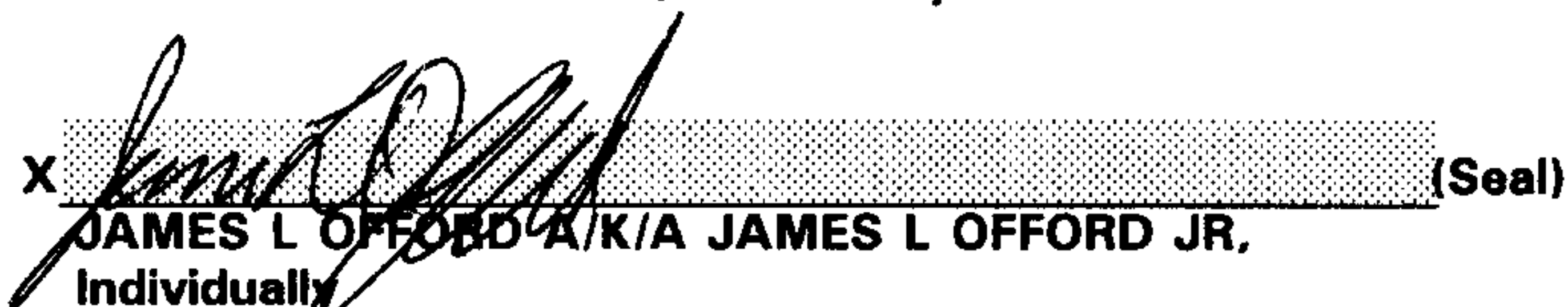
This LEGAL DESCRIPTION is attached to and by this reference is made a part of the Modification of Mortgage, dated November 14, 2003, and executed in connection with a loan or other financial accommodations between SOUTHTRUST BANK and JAMES L OFFORD and SAMANTHA A OFFORD.

COMMENCE AT THE NE CORNER OF THE SW 1/4 OF THE SE 1/4 AND THENCE IN A WESTERLY DIRECTION ALONG THE NORTH LINE OF SAME FOR A DISTANCE OF 360.00 FT., THENCE TURN ANGLE OF 98 DEGREES 30' TO THE LEFT IN A SOUTHEASTERLY DIRECTION FOR A DISTANCE OF 685.38 FT. TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE A COUNTY ROAD; THENCE TURN AN ANGLE OF 123 DEG., 16 MIN., TO THE LEFT IN A NORTHEASTERLY DIRECTION ALONG SAID RIGHT OF WAY LINE FOR A DISTANCE OF 90.94 FT. THENCE TURN AN ANGLE 10 DEG., 47 MIN., TO THE RIGHT OF WAY LINE FOR A DISTANCE OF 92.49 FT TO THE POINT OF BEGINNING , THENCE CONTINUE ALONG THE LAST NAME COURSE AND ALONG SAID RIGHT OF WAY LINE A DISTANCE OF 15.00 FT. THENCE TURN ANGLE OF 4 DEG., 39 MIN. TO THE RIGHT AND ALONG RIGHT OF WAY LINE A DISTANCE OF 112.05 FT., THENCE TURN AN ANGLE 11 DEG., 44 MIN. TO THE LEFT AND ALONG SAID RIGHT OF WAY LINE FOR A DISTANCE OF 84.00 FT., THENCE AN ANGLE OF 73 DEG., 03 MIN., TO THE LEFT IN A NORTHWESTERLY DIRECTION FOR A DISTANCE OF 210.00 FT; THENCE TURN AN ANGLE OF 100 DEG. 05 MIN., TO THE LEFT IN A SOUTHWESTERLY DIRECTION FOR A DISTANCE OF 212.22 FT.. THENCE TURN AN ANGLE OF 80 DEG. 34 MIN., TO THE LEFT IN A SOUTHEASTERLY DIRECTION FOR A DISTANCE OF 210 FT. TO THE P.O.B., BEING SECT. 33, TWP 19 SOUTH RANGE 1 WEST, SHELBY COUNTY, ALABAMA . SITUATED IN SHELBY COUNTY, ALABAMA.

THIS LEGAL DESCRIPTION IS EXECUTED ON NOVEMBER 14, 2003.

GRANTOR:

X  (Seal)
SAMANTHA A OFFORD, Individually

X  (Seal)
JAMES L OFFORD A/K/A JAMES L OFFORD JR,
Individually

LENDER:

X  (Seal)
Authorized Signer