

MORTGAGE MODIFICATION AGREEMENT

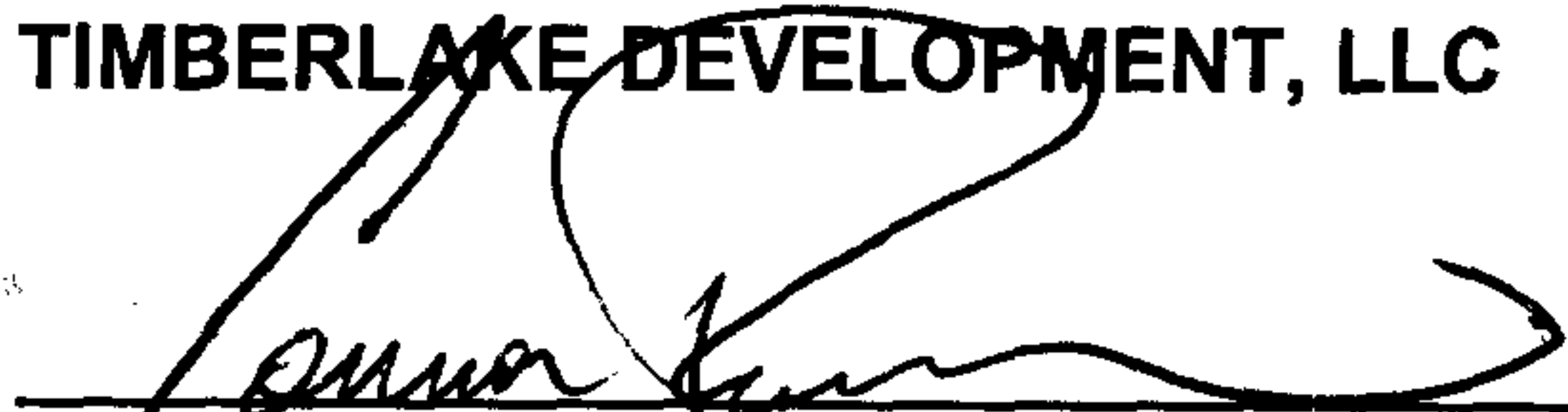
THIS MORTGAGE MODIFICATION AGREEMENT is made and entered into on **April 13, 2004** by and between **TIMBERLAKE DEVELOPMENT, LLC.**, (hereinafter referred to as the "Mortgagor") and **CENTRAL STATE BANK**, (hereinafter called the "Mortgagee").

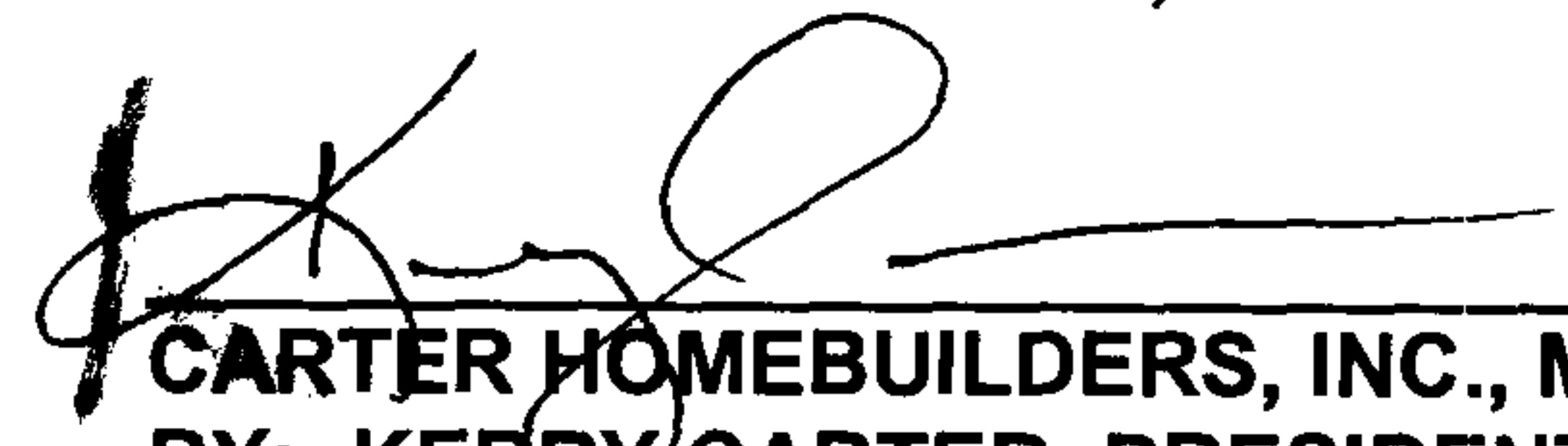
Mortgagor has entered into an original **JANUARY 29, 2004**, in the Office of the Judge of Probate of SHELBY County, Alabama. Both Mortgagor and Mortgagee desire to amend the terms of the original mortgage and note executed simultaneously therewith.

These things considered, Mortgagee hereby allows Mortgagors to increase the original mortgage from **TWO HUNDRED NINETY-NINE THOUSAND, EIGHT HUNDRED EIGHTY** and 00/100 Dollars (**\$299,880.00**) to **SEVEN HUNDRED EIGHTY THOUSAND** and 00/100 Dollars (**\$780,000.00**). The new note shall be secured by the original above described mortgage as amended herein and amortized under the terms and conditions of the new note executed simultaneously with this agreement.

IN WITNESS WHEREOF, Mortgagor and Mortgagee have hereunto set their hands and seals on this the **13TH** day of **APRIL**, 2004.

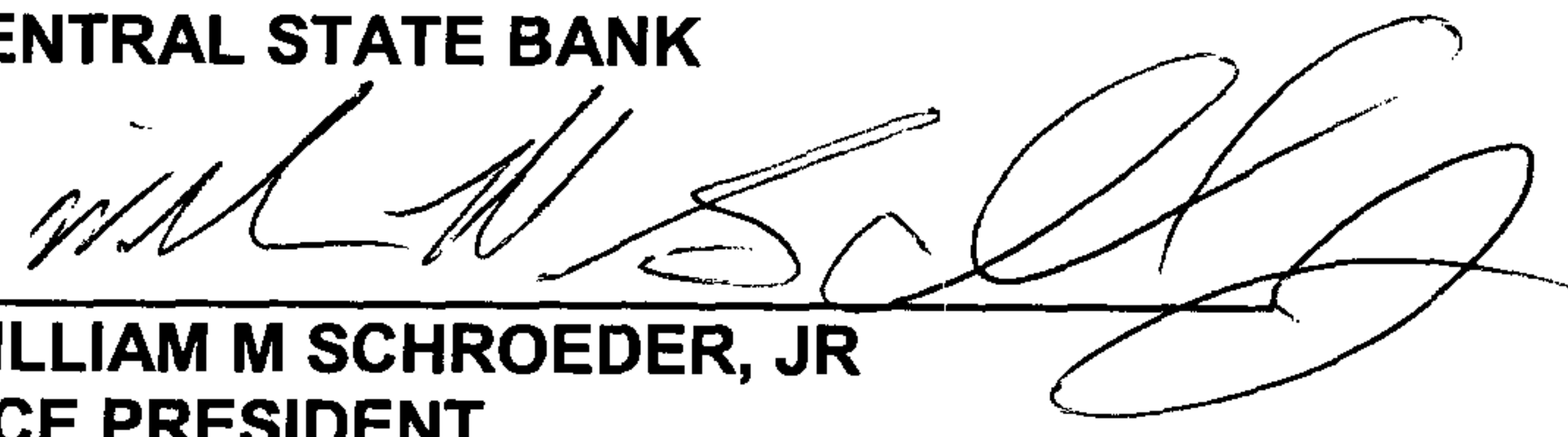
TIMBERLAKE DEVELOPMENT, LLC


FARMER DEVELOPMENT, LLC, MEMBER
BY: CONNOR FARMER, MEMBER


CARTER HOMEBUILDERS, INC., MEMBER
BY: KERRY CARTER, PRESIDENT

(MORTGAGORS)

CENTRAL STATE BANK


WILLIAM M SCHROEDER, JR
VICE PRESIDENT

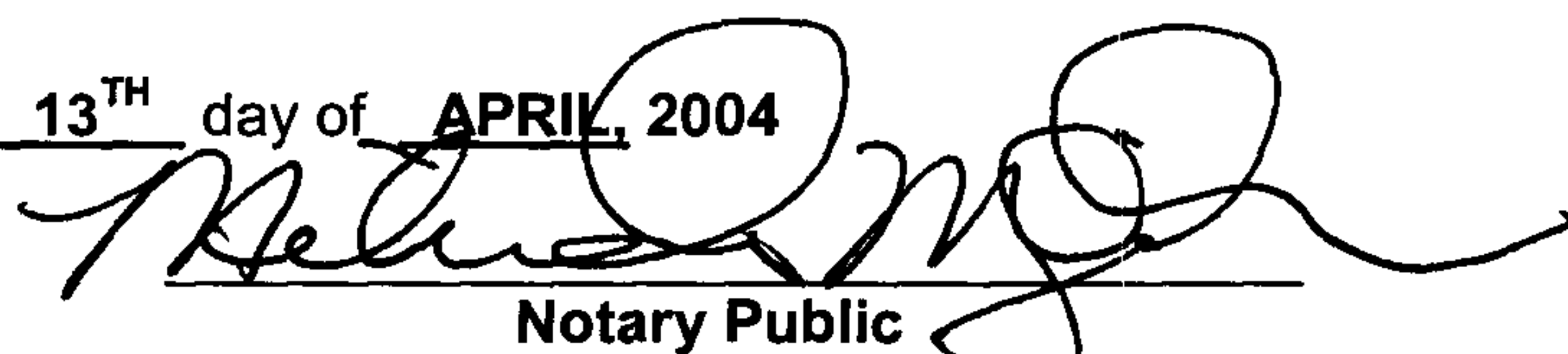
(MORTGAGEE)

CSB # 90176

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County in said State, personally appeared **CONNOR FARMER**, whose names as **MEMBERS** of **FARMER DEVELOPMENT, LLC**, is signed to the foregoing Mortgage Modification Agreement and who are known to me, acknowledged before me on this day, that, they as such Members, and with full authority executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 13TH day of APRIL, 2004

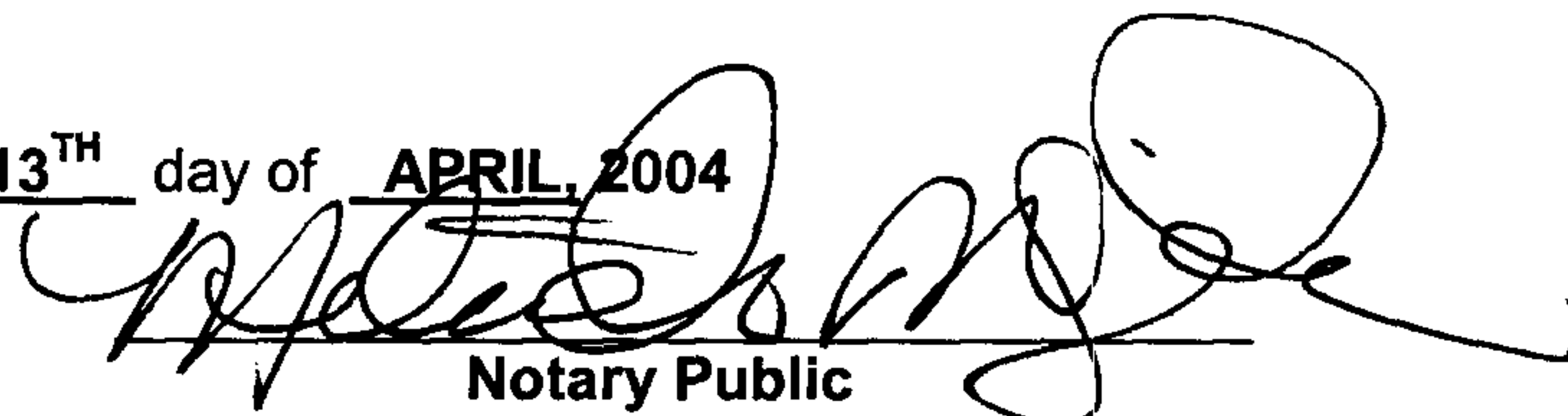

Notary Public

My Commission Expires: MY COMMISSION EXPIRES
NOV. 21, 2005

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County in said State, personally appeared **KERRY CARTER**, whose names as **PRESIDENT** of **CARTER HOMEBUILDERS, INC.**, is signed to the foregoing Mortgage Modification Agreement and who are known to me, acknowledged before me on this day, that, they as such OFFICER, and with full authority executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 13TH day of APRIL, 2004

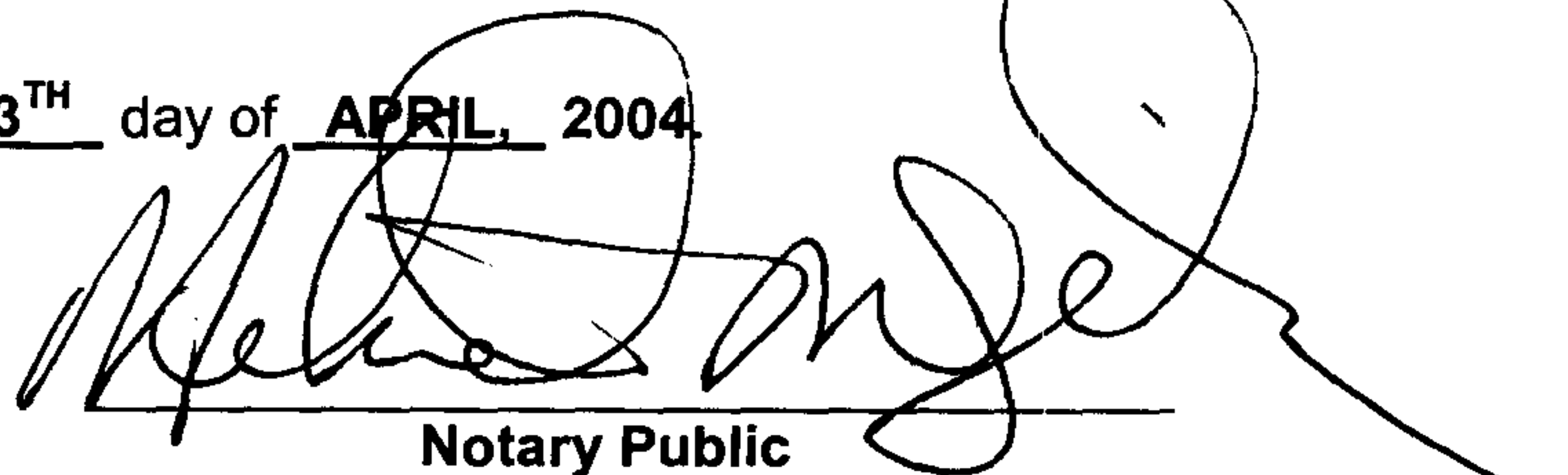

Notary Public

My Commission Expires: MY COMMISSION EXPIRES
NOV. 21, 2005

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County in said State, personally appeared **WILLIAM M SCHROEDER, JR** whose name as **Vice President** of **Central State Bank**, is signed to the foregoing Mortgage Modification Agreement and who is known to me, acknowledged before me on this day, that, he as such officer with full authority executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 13TH day of APRIL, 2004


Notary Public

My Commission Expires: MY COMMISSION EXPIRES
NOV. 21, 2005