

ASSIGNMENT OF LEASE

THIS AGREEMENT, made May 28, 2004, between TRIPLE C DEVELOPMENT, INC., an Alabama corporation, hereinafter called ``Assignor," and Farmers & Merchants Bank of Centre, Alabama, hereinafter called ``Assignee":

Recitals

WHEREAS, a lease was executed on December 8, 2003, between DOLGENCORP, INC., a Kentucky corporation, as Landlord, and Assignor, as Tenant, by the terms of which the lands described in Exhibit B attached hereto were leased to the Assignor, as Tenant, for a term of 121 months, commencing on June 1, 2004, and ending on July 31, 2014, subject to earlier termination as therein provided; and

WHEREAS, the Assignor now desires to assign the lease to the Assignee, and the Assignee desires to accept the assignment thereof:

Assignment

NOW, THEREFORE, for and in consideration of the sum of \$10.00 and other valuable considerations, receipt of which is hereby acknowledged, and the agreement of the Assignee, hereinafter set forth, the Assignor hereby assigns and transfers to the Assignee and its successors and assigns all of its right, title, and interest in and to the lease hereinbefore described, and a copy of which is attached hereto as Exhibit A and the Assignee hereby agrees to and does accept the assignment.

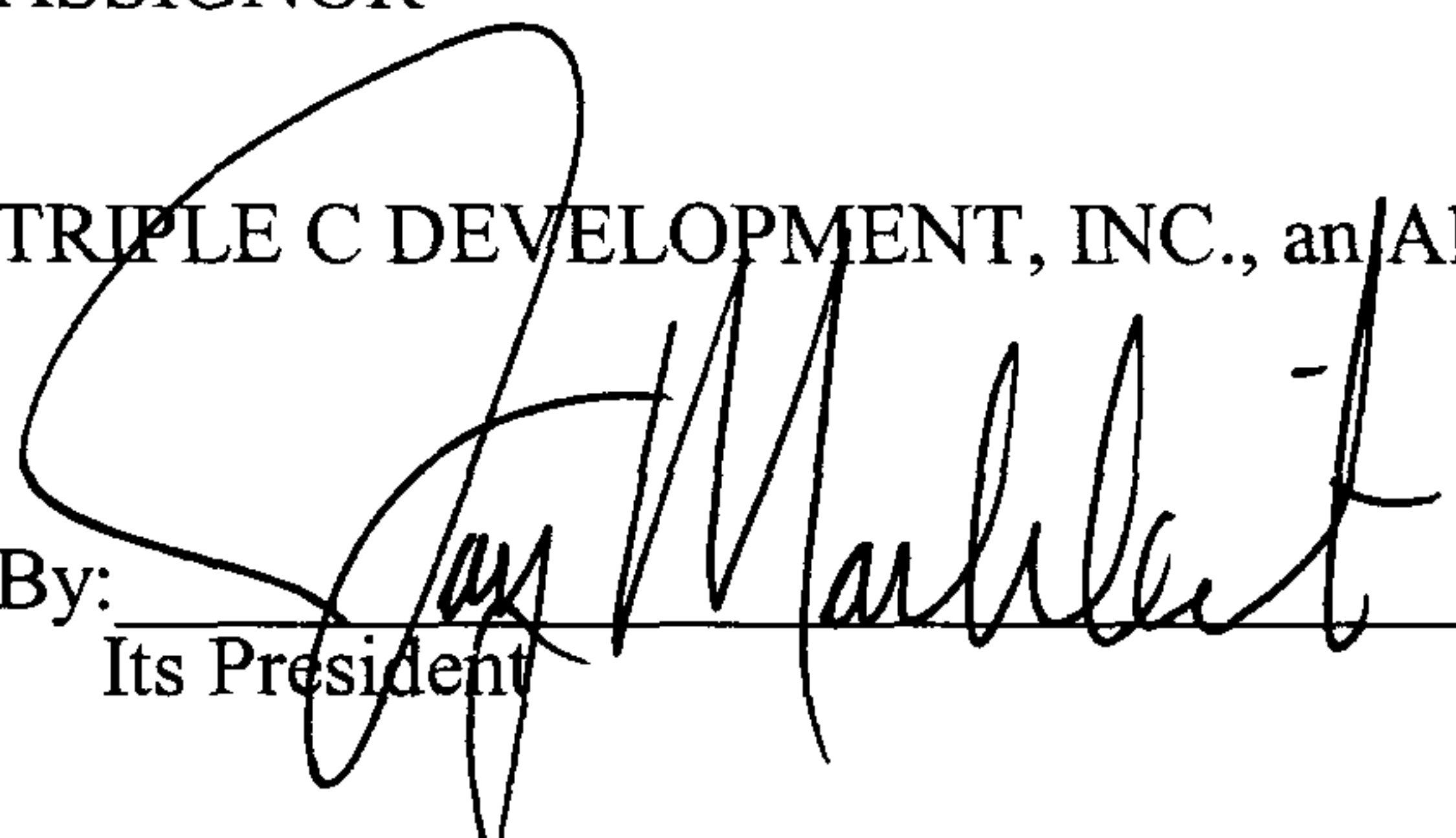
Binding on Successors

This agreement shall be binding on and inure to the benefit of the parties hereto, their successors in interest, and assigns.

Executed the day and year first above written.


ASSIGNOR

TRIPLE C DEVELOPMENT, INC., an Alabama corporation

By:  _____
Its President

ASSIGNEE

FARMERS & MERCHANTS BANK OF CENTRE, ALABAMA

By:  _____
Its President

STATE OF ALABAMA; CHEROKEE COUNTY.

I, the undersigned, a notary public in and for said County in said State, hereby certify that Jay Machleit, whose name as President, of Triple C Development, Inc., a corporation, is signed to the foregoing assignment of lease and who is known to me, acknowledged before me on this day that, being informed of the contents of the assignment of lease, he, in his capacity as such officer, executed the same voluntarily on the day the same bears date.

Given under my hand this the 28 day of May, 2004.

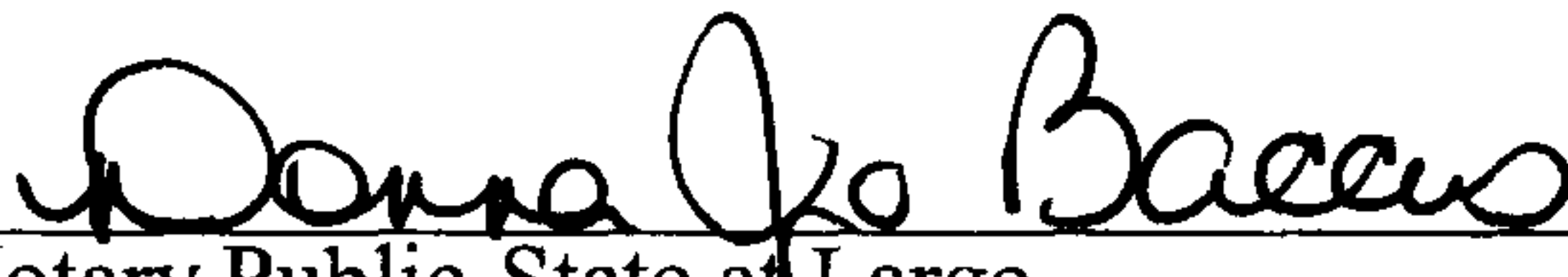

Notary Public-State at Large

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Feb 9, 2007
BONDED THRU NOTARY PUBLIC UNDERWRITERS

STATE OF ALABAMA; CHEROKEE COUNTY.

I, the undersigned, a notary public in and for said County in said State, hereby certify that James Beall, whose name as President of Farmers & Merchants Bank of Centre, Alabama, a corporation, is signed to the foregoing assignment of lease and who is known to me, acknowledged before me on this day that, being informed of the contents of the assignment of lease, he, in his capacity as such officer, executed the same voluntarily on the day the same bears date.

Given under my hand this the 28 day of May, 2004.


Notary Public-State at Large

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Feb 9, 2007
BONDED THRU NOTARY PUBLIC UNDERWRITERS

This instrument prepared by:
Albert L. Shumaker
Attorney at Law
Centre, Alabama

8621assignment