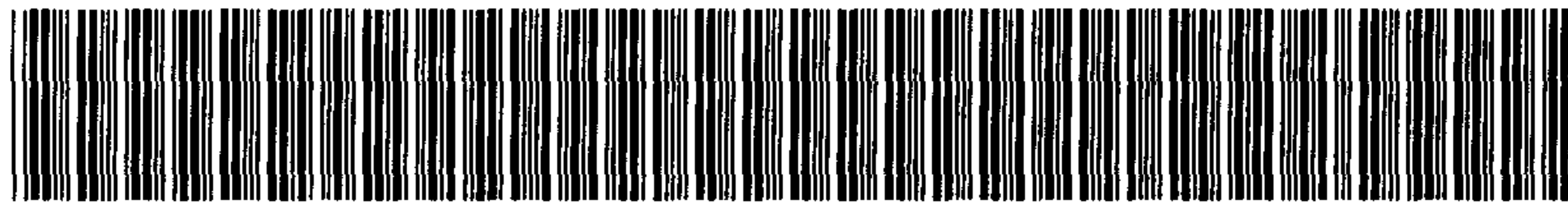


WHEN RECORDED MAIL TO:

Compass Bank
Birmingham Real Estate Banking
15 South 20th Street
Birmingham, AL 35233

SPACE ABOVE THIS LINE IS FOR RECORDER'S USE ONLY

MODIFICATION OF MORTGAGE



077001012522500000002650afs0740

THIS MODIFICATION OF MORTGAGE dated June 21, 2004, is made and executed between K. T. Werk Advanced Southern Homes, Inc. (referred to below as "Grantor") and Compass Bank, whose address is 15 South 20th Street, Birmingham, AL 35233 (referred to below as "Lender").

MORTGAGE. Lender and Grantor have entered into a Mortgage dated March 28, 2003 (the "Mortgage") which has been recorded in Shelby County, State of Alabama, as follows:

Recorded Date: 4/08/03 Lot 709 Greystone Legacy in the original principal amount of \$680,000.00.

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

Lot 709, according to the Survey of Greystone Legacy, 7th Sector, as recorded in Map Book 30 page 43 A, B, & C, in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

The Real Property or its address is commonly known as Lot 709 Royal Mile, Birmingham, AL 35242.

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

Increase Principal amount by \$75,000.00. Total Mortgage amount is now \$755,000.00.

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.

GRANTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS MODIFICATION OF MORTGAGE AND GRANTOR AGREES TO ITS TERMS. THIS MODIFICATION OF MORTGAGE IS DATED JUNE 21, 2004.

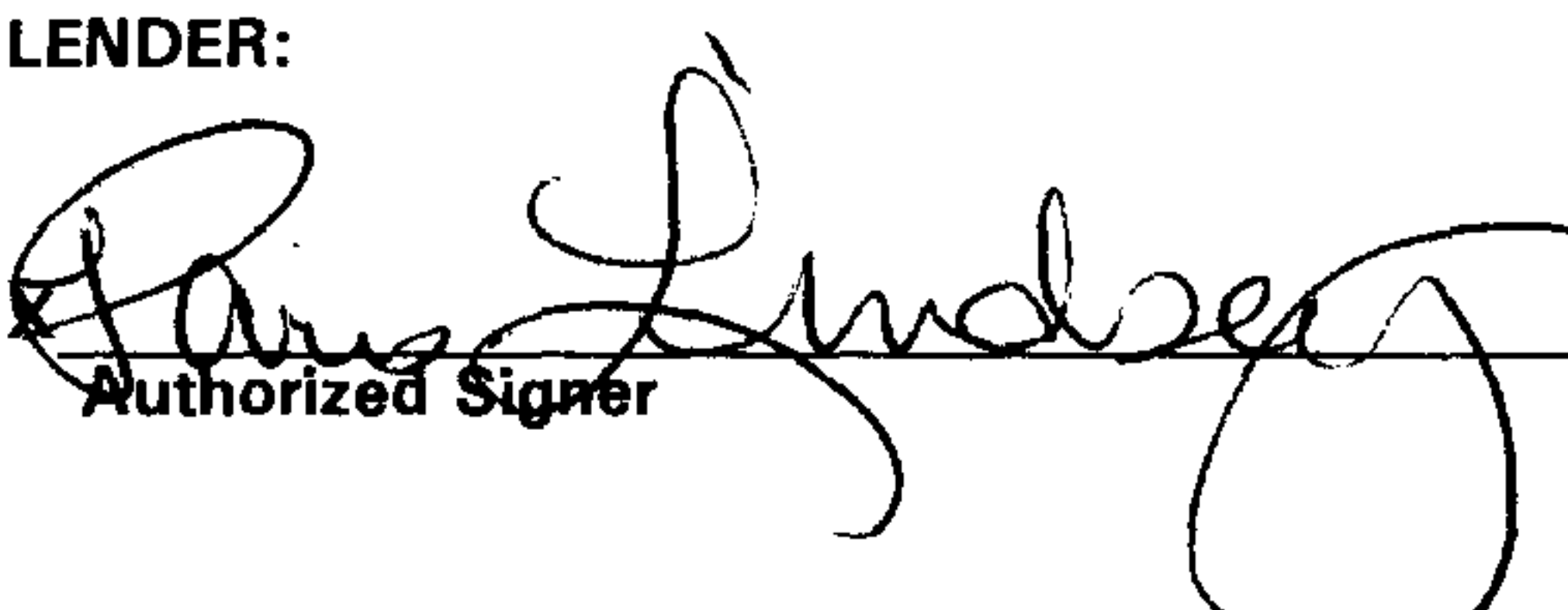
THIS MODIFICATION IS GIVEN UNDER SEAL AND IT IS INTENDED THAT THIS MODIFICATION IS AND SHALL CONSTITUTE AND HAVE THE EFFECT OF A SEALED INSTRUMENT ACCORDING TO LAW.

GRANTOR:

K. T. WERK ADVANCED SOUTHERN HOMES, INC.

By:  (Seal)
Kenneth T. Werk, President of K. T. Werk
Advanced Southern Homes, Inc.

LENDER:

 (Seal)
Authorized Signer

This Modification of Mortgage prepared by:

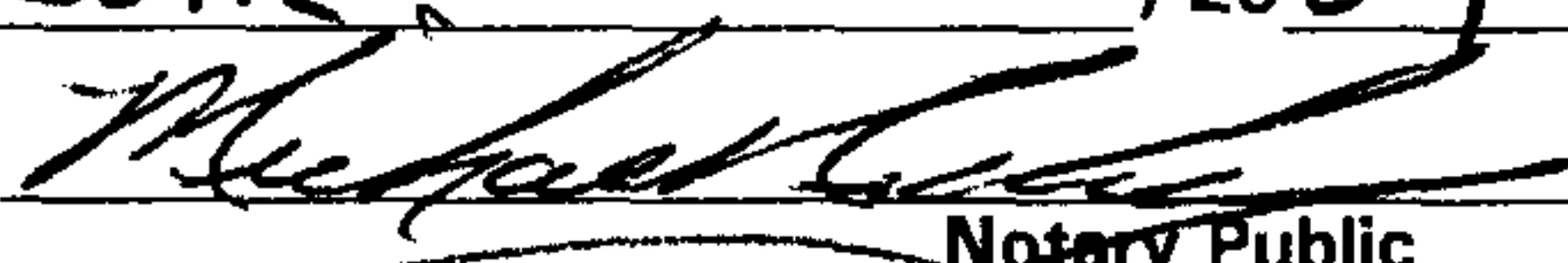
Name: Michael Nichol, ARM
Address: 15 South 20th Street
City, State, ZIP: Birmingham, AL 35233

CORPORATE ACKNOWLEDGMENT

STATE OF Alabama)
) SS
COUNTY OF Jefferson)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that **Kenneth T. Werk, President of K. T. Werk Advanced Southern Homes, Inc.**, 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 21st day of June, 2004.


Notary Public


My commission expires 10-16-07

LENDER ACKNOWLEDGMENT

STATE OF Alabama)
) SS
COUNTY OF Jefferson)

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 21st day of June, 2004.


Notary Public

My commission expires 10-16-07