

AMENDMENT TO REAL ESTATE MORTGAGE AND SECURITY AGREEMENT

This Amendment (the "Amendment") is made and entered into on June 2, 2007, by and between Business Telephones, Inc. (hereinafter called the "Mortgagor", whether one or more) and First Commercial Bank (hereinafter called the "Mortgagee").

RECITALS

A. Business Telephones, Inc (hereinafter called the "Borrower", whether one or more) has (have) entered into as agreement entitled "First Commercial Bank Real Estate Mortgage and Security Agreement", executed by the Borrower in favor of the Mortgagee dated February 1, 2006 (the "Credit Agreement"). This Credit Agreement is in the amount of Fifteen thousand five hundred ninety and fifty cents Dollars (\$ 15,590.50).

B. The Mortgagor has executed in favor of the Mortgagee a Real Estate Mortgage and Security Agreement (the "Mortgage") recorded March 29, 2006 in Inst.# 20060329000147100, in the Probate Office of Shelby County, Alabama.

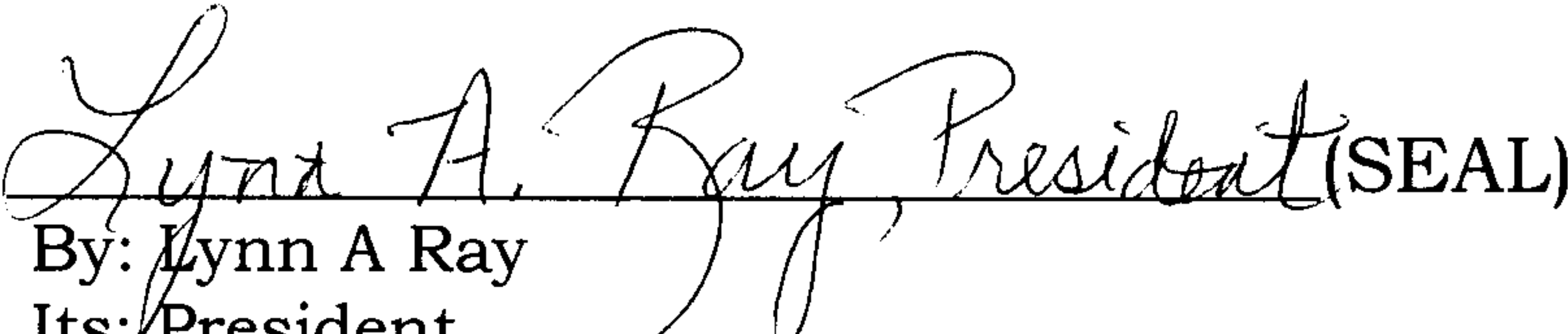
C. The Borrower and the Mortgagor have requested that the Mortgagee increase the Mortgage amount to Forty thousand and zero cents Dollars (\$ 40,000.00).

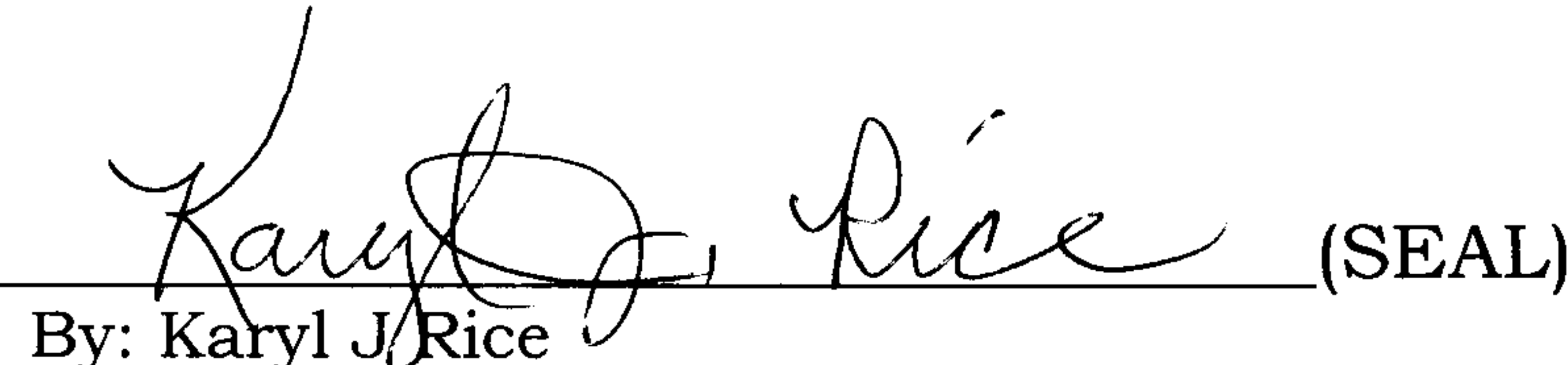
D. The Mortgagee has required, as a condition to approving the request for the Amended Mortgage, that the Mortgagor enter into this Amendment.

Except as specifically amended hereby, the Mortgage shall remain in full force and effect in accordance with its terms.

IN WITNESS WHEREOF, the parties have hereunto caused this instrument to be executed effective this 2nd day of June, 2007.

Business Telephones, Inc


 By: Lynn A Ray
 Its: President


 By: Karyl J. Rice
 Its: Secretary

FIRST COMMERCIAL BANK
MORTGAGEE

By: _____
Mary Lincoln
Its: Commercial Lender

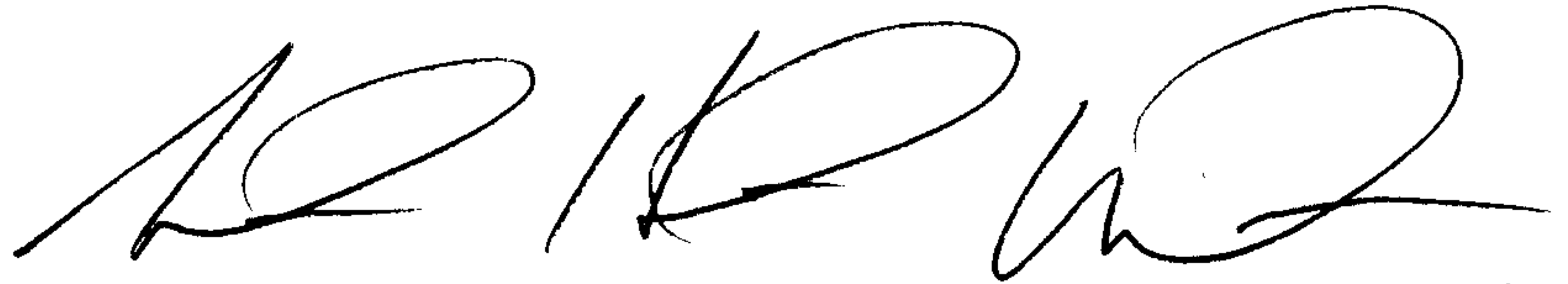
CORPORATE ACKNOWLEDGEMENT

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Lynn A Ray and Karyl J Rice, whose names as President/ Secretary of Business Telephones, Inc a Corporation is signed to the foregoing amendment, and who is known to me, acknowledged before me on this day that, being informed of the contents of said amendment, has executed the same voluntarily on the day the same bears date.

Given under my hand and Official seal this 2nd day of June, 2007.

(NOTARIAL SEAL)



Notary Public

My Commission expires: _____

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Sept 23, 2010
BONDED THRU NOTARY PUBLIC UNDERWRITERS

CORPORATE ACKNOWLEDGEMENT

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Mary Lincoln whose name as Commerical Lender of First Commercial Bank, a corporation, is signed to the foregoing amendment, and who is known to me, acknowledged before me on this day that, being informed of the contents of said amendment, (s)he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Give under my hand and Official seal this 2nd day of June, 2007.

(NOTARIAL SEAL)

Notary Public

My Commission expires: _____

This instrument prepared by:

Name: Teia Williams
 First Commercial Bank
Address: P. O. Box 11746
 Birmingham, AL 35202-1746