

STATE OF ALABAMA)
SHELBY COUNTY)

FIRST AMENDMENT TO MORTGAGE

THIS FIRST AMENDMENT TO MORTGAGE (this "Amendment") is entered into as of ~~July~~ ^{August} 31, 2011 (the "Effective Date"), by and between **PONDER PROPERTIES, L.L.C.**, an Alabama limited liability company ("Grantor"), and **REGIONS BANK**, an Alabama banking corporation ("Lender").

Recitals

A. Grantor has previously executed in favor of Lender that certain Mortgage dated November 27, 2007, which is recorded in the Probate Office of Shelby County, Alabama as Instrument No. 20080118000025300 (the "Mortgage").

B. Grantor and Lender desire to amend the Mortgage as set forth below.

Agreement

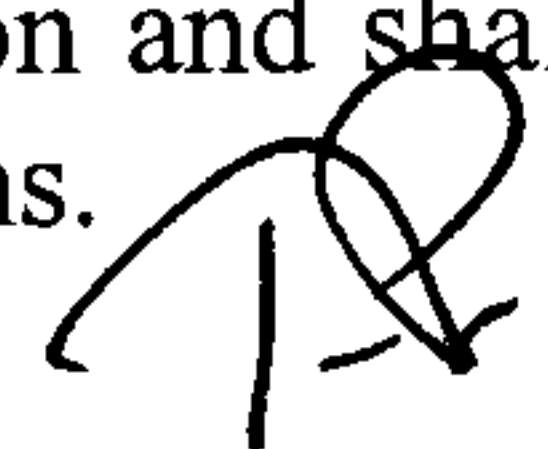

NOW, THEREFORE, in consideration of the premises and the mutual agreements set forth in this Amendment, effective as of the Effective Date, Grantor and Lender hereby agree as follows:

1. Grantor and Lender each acknowledge and agree that the foregoing "Recitals" are true, correct and complete.

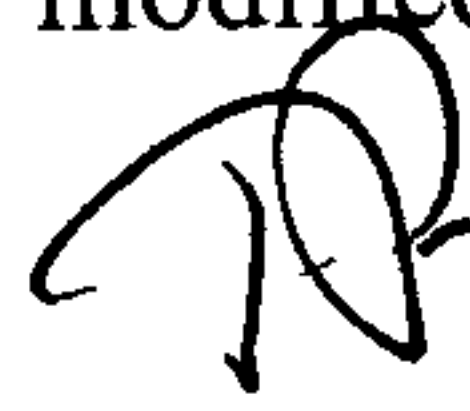
2. Exhibit "A" to the Mortgage is hereby deleted in its entirety and replaced with the Amended Exhibit "A" attached hereto.

3. This Amendment may be executed in any number of counterparts and by the different parties hereto on separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts together shall constitute one and the same document.

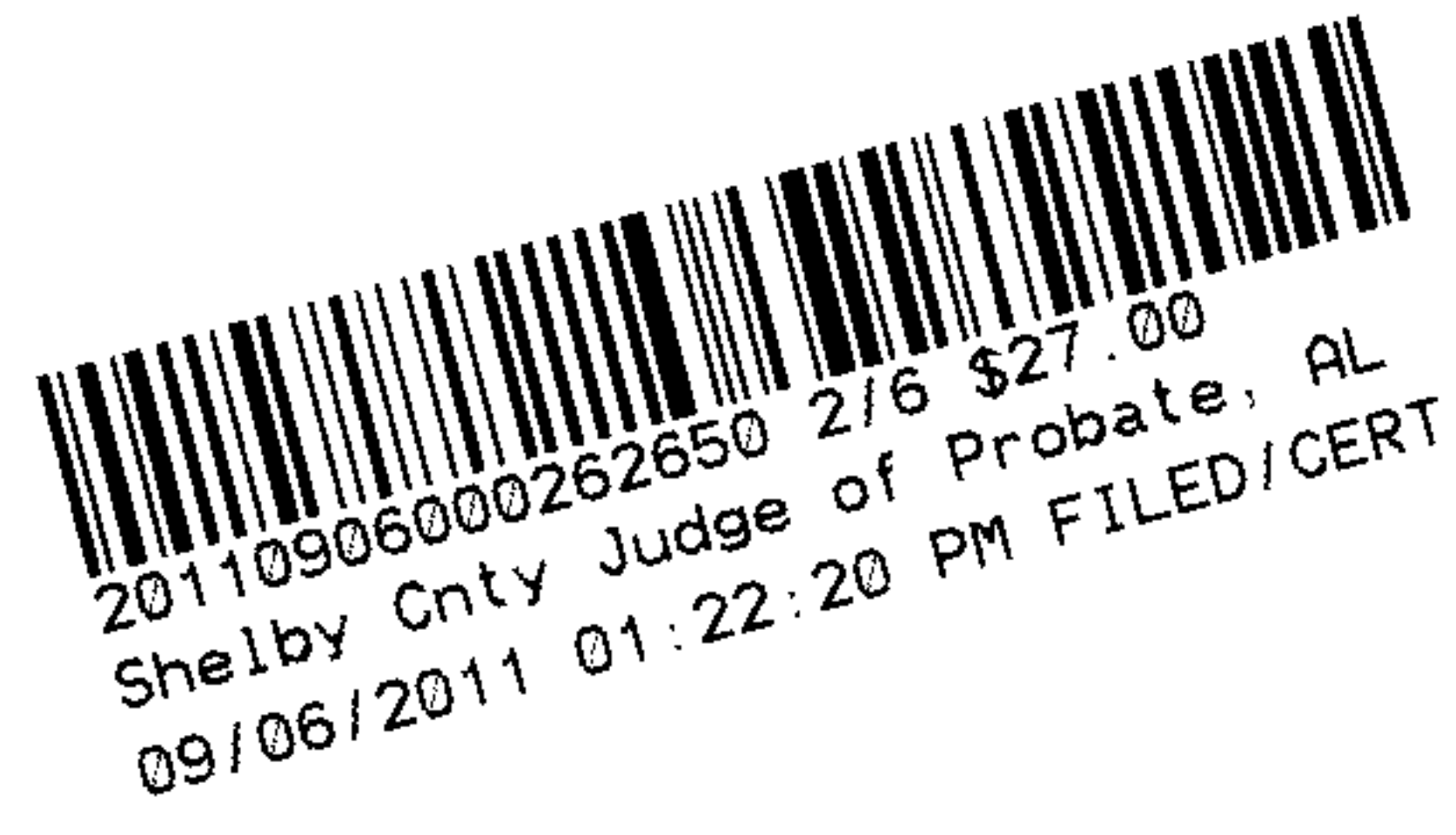
4. This Amendment shall be binding upon and shall inure to the benefit of Grantor and Lender, and their respective successors and assigns.



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Shelby Cnty Judge of Probate, AL
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5. Except as hereby amended and modified, the Mortgage shall remain in full force and effect.



[signature pages to follow]



IN WITNESS WHEREOF, each of the undersigned have caused this Amendment to be executed in its name and on its behalf by its duly authorized representative, all as of the date first set forth above.

"GRANTOR":

PONDER PROPERTIES, L.L.C.

By: Richard T. Ponder

Name: Richard T. Ponder

Its: MANAGER

By: Patricia M. Ponder

Name: Patricia M. Ponder

Its: member

STATE OF Alabama)
COUNTY OF Shelby)

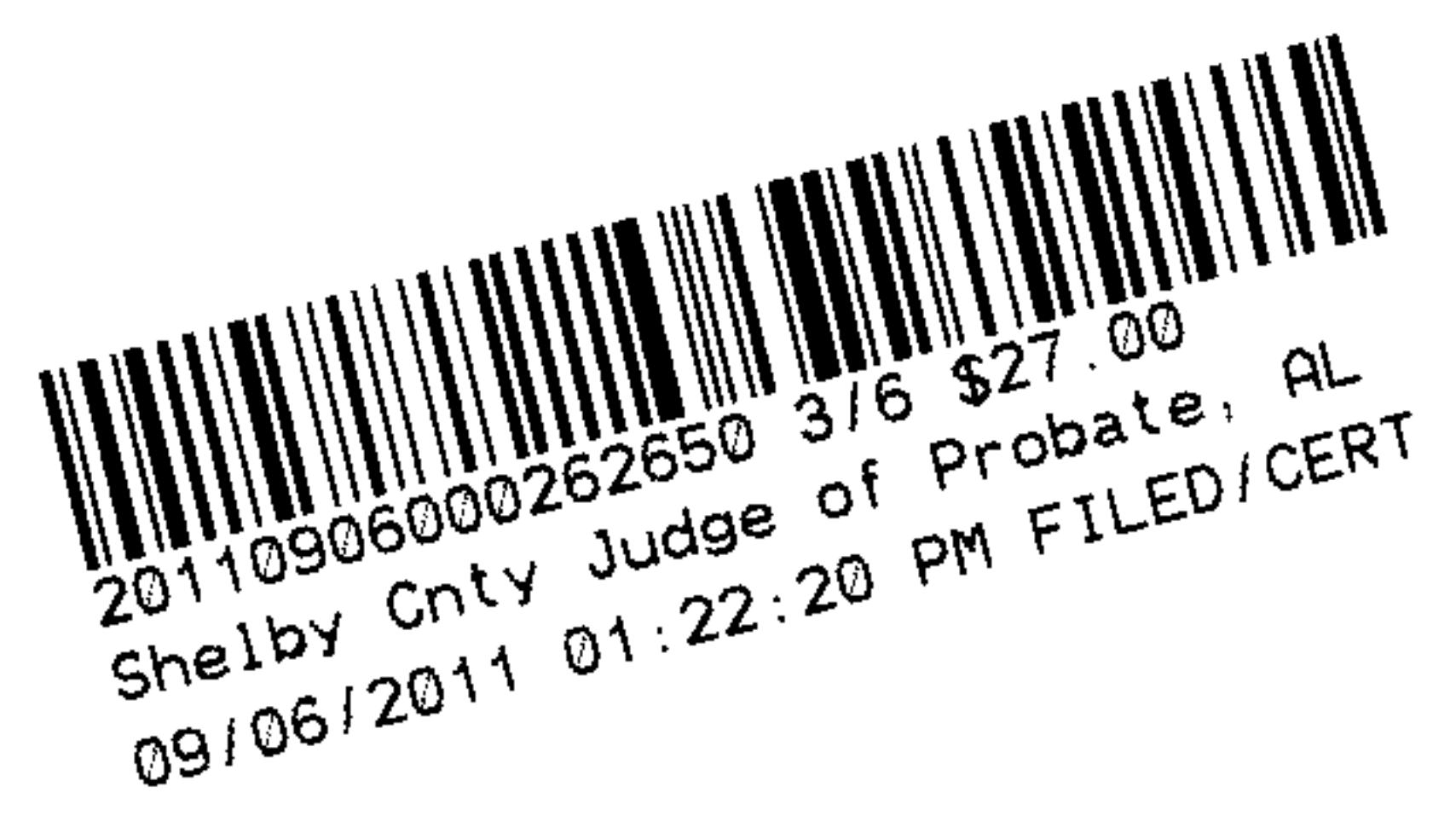
I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **Richard T. Ponder**, whose name as manager of **PONDER PROPERTIES, L.L.C.**, an Alabama limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such manager and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this the 30 day of August, 2011.

Sharon LeFlore Hancock
Notary Public

AFFIX SEAL

My commission expires: 3/24/14



STATE OF ALABAMA)
COUNTY OF SHELBY)


I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **Patricia M. Ponder**, whose name as MEMBER of **PONDER PROPERTIES, L.L.C.**, an Alabama limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, she, as such MEMBER and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this the 21th day of July, 2011.

Pat McDonald
Notary Public

AFFIX SEAL

My commission expires: 07-14-15


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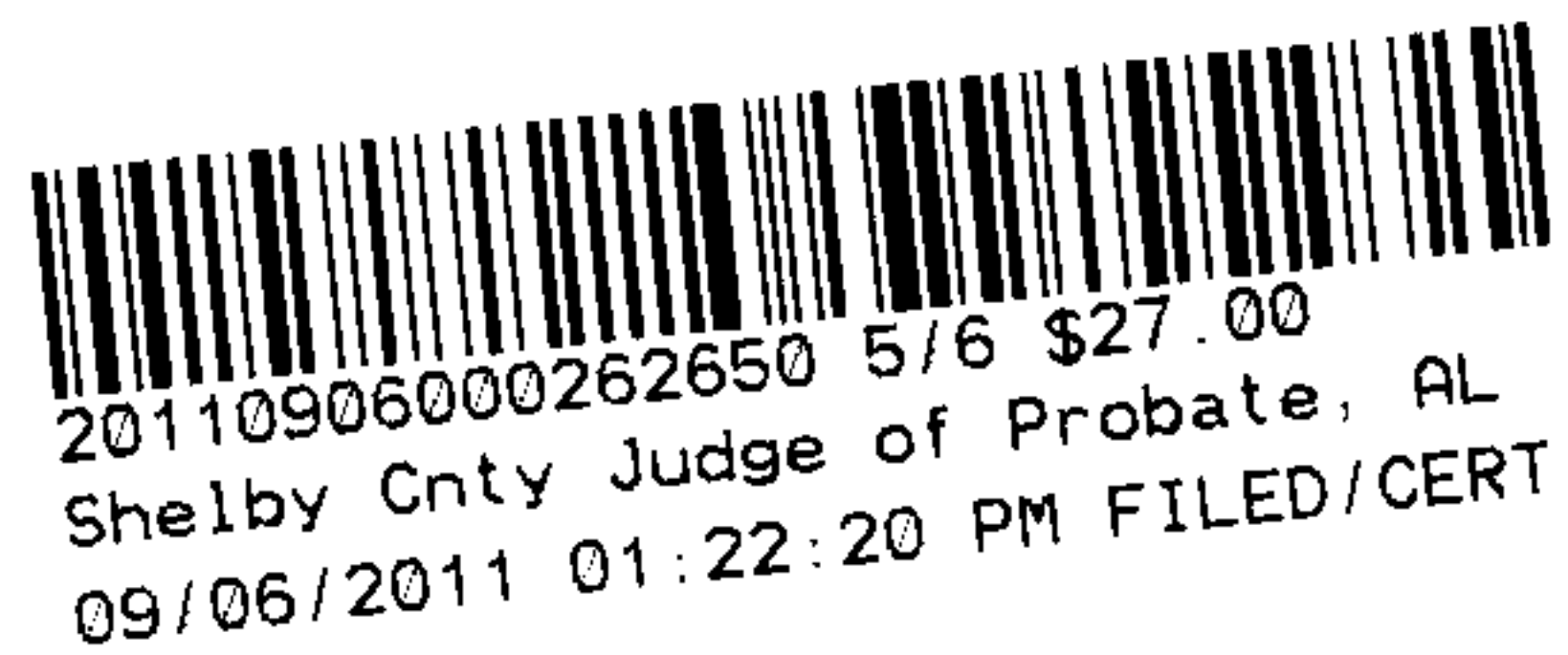
REGIONS BANK

STATE OF Alabama)
COUNTY OF Jefferson)

Given under my hand and official seal this the 31st day of ^{August}~~July~~, 2011.

AFFIX SEAL.

This instrument was prepared by:
Christine Keifer Borton, Esq.
Maynard, Cooper & Gale, P.C.
1901 Sixth Avenue North
2400 Regions Harbert Plaza
Birmingham, Alabama 35203-2618
205.254.1000



AMENDED EXHIBIT "A"

Commence at the Southeast corner of the Northwest $\frac{1}{4}$ of the Northwest $\frac{1}{4}$ of Section 13, Township 20 South, Range 3 West, Shelby County, Alabama the point of beginning being marked by an existing 2" iron pipe; thence West a distance of 290.12 feet to an existing iron pin being on the East right of way line of U.S. Highway #31; thence turn an angle to the right of $116^{\circ}13'52''$ and run in a Northeasterly direction for a distance of 241.76 feet to an exiting iron pin, being on the East right of way line of U.S. Highway #31; thence turn an angle to the right of $63^{\circ}34'57''$ and run in an Easterly direction for a distance of 160.9 feet to an existing iron rebar being on the East line of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence turn an angle to the right of $84^{\circ}18'04''$ and run in a Southerly direction along said East line of said $\frac{1}{4}$ - $\frac{1}{4}$ section for a distance being the same property conveyed to Terry Ponder in Shelby Real 230, page 237 in the Probate Office of Shelby County, Alabama.

T.P.

Less and except any part of subject property lying within a road right of way.

Situated in Shelby County, Alabama.

