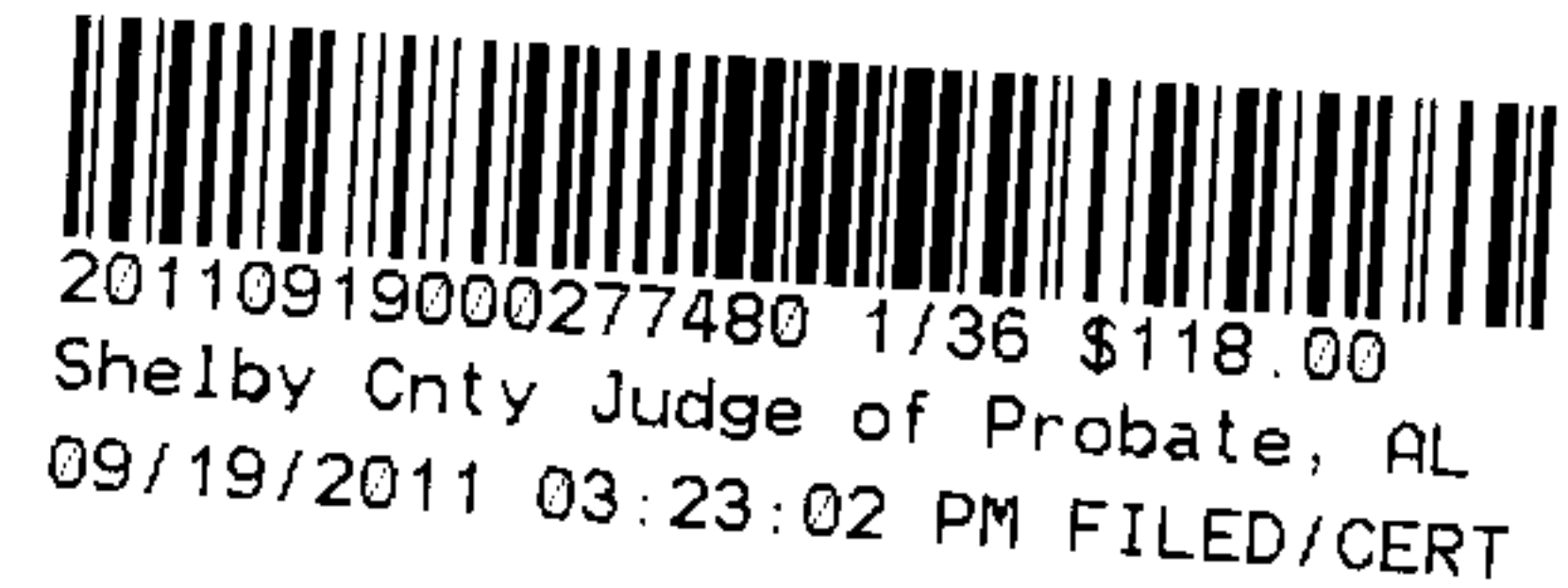


This instrument Prepared By:

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**FUTURE ADVANCE ACCOMMODATION MORTGAGE,
ASSIGNMENT OF RENTS AND LEASES
AND SECURITY AGREEMENT
(ALABAMA)**

STATE OF ALABAMA

COUNTY OF SHELBY

THIS INDENTURE (this "**Mortgage**") made this 9th day of September, 2011, between **PARK HOMES, LLC**, an Alabama limited liability company (hereinafter called the "**Accommodation Mortgagor**"), mortgagor, and **COMPASS BANK** (hereinafter called "**Lender**"), mortgagee.

THIS MORTGAGE IS FILED AS AND SHALL CONSTITUTE A FIXTURE FILING IN ACCORDANCE WITH THE PROVISIONS OF SECTION 7-9A-502(c) OF THE CODE OF ALABAMA.

WITNESSETH:

WHEREAS, Lender, Compass Mortgage Corporation, Accommodation Mortgagor, and other parties have executed that certain Settlement Agreement dated as of June 22, 2011 (the "**Settlement Agreement**"); and

WHEREAS, Lender and/or Compass Mortgage Corporation, an Alabama corporation (which is a subsidiary of Lender), have made those loans more particularly described on **Exhibit C** hereto and described thereon as the "**Surviving Non-Participated Loans**"; and

WHEREAS, Chelsea Park Holding, LLC is indebted to Compass Mortgage Corporation in connection with the "**Chelsea Deficiency Note**" described on **Exhibit C** hereto; and

WHEREAS, Lender executed and delivered the Settlement Agreement only on the condition that Accommodation Mortgagor grant to Lender this Mortgage on certain real property owned by Accommodation Mortgagor and described on **Exhibit A** attached hereto, together with other property more particularly described herein, this Mortgage being

