

MORTGAGE RECORDATION TAX ORDER

STATE OF ALABAMA) A proceeding authorized by
: 40-22-2(2)b, Code of Alabama 1975
MONTGOMERY COUNTY)

BEFORE THE ALABAMA DEPARTMENT OF REVENUE:

Comes now the Petitioner, Pacific Premier Bank (the "Petitioner"), as Mortgagee, and asks the Alabama Department of Revenue to fix and determine the amount of mortgage recording tax due, pursuant to 40-22-2(2)b, Code of Alabama 1975, upon recordation of the MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS, AND FIXTURE FILING for FRANKLIN COUNTY (the "Franklin County Mortgage"), the MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS, AND FIXTURE FILING for LAMAR COUNTY (the "Lamar County Mortgage"), the MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS, AND FIXTURE FILING for SHELBY COUNTY (the "Shelby County Mortgage"), and the MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS, AND FIXTURE FILING for BUTLER COUNTY (the "Butler County Mortgage") from M & F MANAGEMENT LLP, a Mississippi limited liability partnership, MALATESTA GROUP LLC, a Mississippi limited liability company, SONIC DRIVE IN OF AMORY INC., a Mississippi corporation, SONIC DRIVE IN OF OKOLONA INC., a Mississippi corporation, SONIC DRIVE IN OF TISHOMINGO INC., a Mississippi corporation, SONIC DRIVE IN OF BELMONT INC., a Mississippi corporation, SONIC DRIVE IN OF RIPLEY INC., a Mississippi corporation, SONIC DRIVE IN OF RUSSELLVILLE INC., an Alabama corporation, SONIC DRIVE IN OF VERNON INC., an Alabama corporation, SONIC IN OF ECRU INC., a Mississippi corporation, SONIC DRIVE IN OF TUPELO INC., a Mississippi corporation, SONIC DRIVE IN OF BALDWIN



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Shelby Cnty Judge of Probate, AL
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INC., a Mississippi corporation, SONIC DRIVE IN NEW ALBANY INC., a Mississippi corporation, SONIC DRIVE IN OF TUNICA INC., a Mississippi corporation, SONIC DRIVE IN OF CHELSEA INC., an Alabama corporation and SONIC DRIVE IN OF GREENVILLE INC., an Alabama corporation to the Petitioner. The Franklin County Mortgage, the Lamar County Mortgage, the Shelby County Mortgage and the Butler County Mortgage are herein referred to as the "Mortgages." The Mortgages encompass properties in more than one county in Alabama.

Upon consideration of the Petition and evidence offered in support thereof, the Alabama Department of Revenue finds as follows:

1. That the total amount of indebtedness owed to the Petitioner, and secured by the Mortgages is \$9,160,000.00.
2. That the total value of all property covered by the Mortgages, both within and without the State of Alabama, is \$11,945,000.00.
3. That the total value of all property located within the State of Alabama, and covered by the Mortgages, is \$2,850,000.00.
4. That the amount of indebtedness which is allocable to Alabama, and upon which mortgage recording tax is due upon recordation of the Mortgages is \$2,185,576.00 (\$2,185,600.00).
5. That the amount of mortgage recording tax to be paid at the rate of \$.15 for each \$100 of indebtedness, or fraction thereof, which is attributable to the property located within the State of Alabama, is \$3,278.40.
6. That the relative property values of the properties lying within the State of Alabama are as follows:

<u>COUNTY</u>	<u>VALUES</u>	<u>PERCENTAGES</u>
Franklin County	\$550,000.00	19.2%
Lamar County	\$600,000.00	21.1%
Shelby County	\$900,000.00	31.6%
<u>Butler County</u>	<u>\$800,000.00</u>	<u>28.1%</u>

Totals: \$2,850,000.00 100.00%

7. That the Franklin County Mortgage is to be recorded in Franklin County, Alabama, the Lamar County Mortgage is to be recorded in Lamar County, Alabama, the Butler County Mortgage is to be recorded in Butler County, Alabama, and the Shelby County Mortgage is to be recorded in Shelby County, Alabama.

The Probate Judges of these counties are entitled to collect applicable recording fees, however, pursuant to 40-22-2(5), CODE OF ALABAMA 1975. Also, the petitioner is **ORDERED** to abide by the reporting and paying provisions of 40-22-2(2)b, CODE OF ALABAMA 1975, concerning any future advances.

DONE this 13th day of August, 2014.

ALABAMA DEPARTMENT OF REVENUE

By: Michael E. Mason
Name:
Title: Assistant Commissioner of Revenue

ATTEST:

Michael E. Mason Legal Division
As Secretary

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