

Assignor hereby irrevocably authorizes and directs Shell to withhold said sum out of each monthly rent and apply the same to the payment of Assignor's indebtedness evidenced by said promissory note. In the event any party other than Shell should become the holder of said promissory note, this Assignment shall inure to the benefit of such holder, and Assignor hereby irrevocably authorizes and directs (a) Shell to pay said sum out of each monthly rent to the holder of said promissory note, and (b) such holder to collect, receive and receipt for each such payment, and apply the same to the payment of Assignor's indebtedness evidenced by said promissory note.

This Assignment is subject to all of the terms and conditions of said lease, including, without limitation, Shell's rights thereunder to abatement or withholding of rents; shall be binding upon the heirs, administrators, executors, successors and assigns of Assignor; and shall inure to the benefit of the successors and assigns of Shell.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date first herein written.

Witnesses:

Esther B. White

Wesley M. Goodwin

SHERWOOD INC.

By: [Signature] (Seal)
President

ATTEST: [Signature] (Seal)
Secretary

_____ (Seal)

_____ (Seal)

_____ (Seal)

(Append Notarial Acknowledgments)

Continued on next page