SOUTH CAROLINA MORTGAGE OF REAL ESTATE

GEORGIA

COUNTY OF BIBB

TO ALL WHOM THESE PRESENTS MAY CONCERN: SMITH & SONS FOODS, INC., a corporation organized and in existence under the laws of the State of Georgia, hereinafter referred to as "Mortgagor," SENDS GREETINGS:

WHEREAS, the said Mortgagor is well and duly indebted unto THE CITIZENS AND SOUTHERN NATIONAL BANK OF MACON, GEORGIA, hereinafter referred to as "Mortgagee," as evidenced by Real Estate Note of even date herewith, the terms of which are incorporated herein by reference in the sum of THREE HUNDRED FIFTY THOUSAND AND NO/100 DOLLARS (\$350,000.00) with interest to be repaid as set forth in said note; the final payment thereunder being September 13, 1987; and,

WHEREAS, the Mortgagor may hereafter become indebted to said Mortgagee for an additional sum or sums for any purpose, including future advances, and for such further sums as may be advanced to or for the Mortgagor's account for taxes, insurance premiums, public assessments and necessary repairs;

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that the Mortgagor, in consideration of the aforesaid debt, and in order to secure the payment thereof and of any other and further sums for which the Mortgagor may become indebted to the Mortgagee at any time for advances made to or for Mortgagor's account by the Mortgagee, and also in consideration of the further sum of Three Dollars (\$3.00) to the Mortgagor in hand well and truly paid by the Mortgagee at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, has granted, bargained, sold and released, and by these presents does hereby grant, bargain, sell and release unto the Mortgagee, its successors and assigns forever, the following described property, to-wit:

(SEE EXHIBIT "A" For Property Description)

TOGETHER with all buildings, structures and other improvements now or hereafter located on the property hereinbefore described, or any part and parcel thereof; and

TOGETHER with all rights, title and interest of Mortgagor in and to the minerals, flowers, shrubs, crops, trees, timber and other emblements now or hereafter on said property or under or above the same or any part or parcel thereof; and

TOGETHER with all and singular the tenements, hereditaments, easements and appurtenances thereunto belonging or in any wise appertaining, and the reversion or reversions, remainder and remainders, rents, issues and profits thereof; and also all the estate, right, title, interest, claim and demand whatsoever of Mortgagor of, in and to the same and of, in and to every part and parcel thereof; and