

BK1930 P2652

Prepared by: Jean Dooley
RETURN TO: QUALITY CONTROL
FIRST UNION NATIONAL BANK OF VIRGINIA
P.O. Box 13327
Roanoke, Virginia 24040-7391

FORSYTH CO, NC 120 FEE: \$ 14.00
PRESENTED & RECORDED: 01/02/1997 4:50PM
DICKIE C. WOOD REGISTER OF DEEDS BY: WOHLEF

Calwell

MODIFICATION OF DEED OF TRUST

THIS MODIFICATION, is made December 2, 1996, by G & B OIL COMPANY, INCORPORATED, the Grantor under the Deed of Trust described below ("Grantor") whose address is 667 North Bridge Street, Elkin, North Carolina 28621 ("Grantor") and delivered to FIRST UNION NATIONAL BANK OF NORTH CAROLINA, a national banking association ("Bank"), whose address is 301 South Tryon Street, Charlotte, North Carolina 28202.

RECITALS

Bank is owner and holder of a certain Deed Of Trust (the "Deed of Trust") wherein TRSTE Inc. is the trustee, dated December 7, 1995, recorded in Book 1880, page 3305, of the public land records of the County of Forsyth, State of North Carolina.

Bank is owner and holder of a certain promissory note in the amount of \$2,750,000.00 and a certain promissory note in the amount of \$1,000,000.00 (collectively, the "Notes"), dated December 7, 1995, made by Grantor, payment of which is secured by the Deed of Trust.

Bank and Grantor have agreed to add a new Note (the "Note") and accordingly have agreed to modify the Deed of Trust.

WITNESSETH

In consideration of the foregoing premises Grantor and Bank hereby modify the Deed of Trust as follows:

Note. Bank and Grantor have executed a Promissory Note (the "Note") dated December 2, 1996. It is hereby certified that the stated principal amount due under the Note is \$400,000.00. The Note matures and is due on Demand.

Note Secured. Grantor acknowledges and agrees (i) that the payment and performance of the Obligations (as the term "Obligations" is defined in the Note) is secured by the Deed of Trust, and (ii) that there are no defenses or impediments to enforcement of the lien of the Deed of Trust.

Deed of Trust Confirmed. Grantor acknowledges and agrees that the Deed of Trust, except as expressly modified by this Modification shall remain in full force and effect as originally executed and the terms of this Modification shall be part of the Deed of Trust.

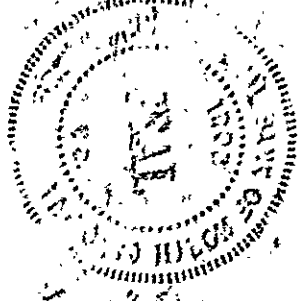
Document Taxes. Grantor shall pay the full amount of any documentary stamp tax, intangible tax, interest, filing fees and penalties, if any, charged incident to the loan transaction and modification(s) described in or created by this Modification and the filing of this Agreement. If Grantor fails to pay the obligations under this paragraph, Bank may pay such obligations. Any amounts so paid by Bank shall bear interest at the default rate stated in the Modified Note and shall be secured by the Deed of Trust.

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IN WITNESS WHEREOF, Grantor and Bank have signed and sealed this instrument as of the day and year first above written.

CORPORATE SEAL



Bank

First Union National Bank of North Carolina

By:

Van Hamlin

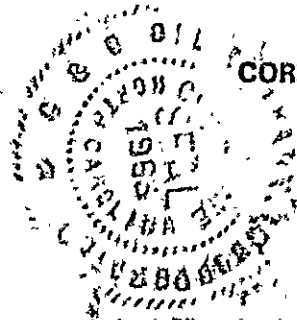
Van Hamlin, Market President

Attest:

Jessie M. Parsons

Assistant Secretary

CORPORATE SEAL



Grantor

G & B Oil Company, Incorporated

By:

Jeffrey C. Eidson

Jeffrey C. Eidson, President

Attest:

Fred G. Eidson

Fred G. Eidson, Secretary/Treasurer

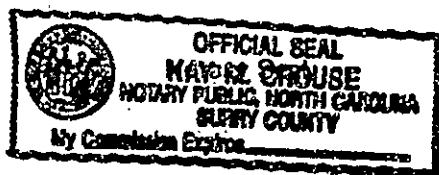
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State of North Carolina
City/County of Surry

BANK ACKNOWLEDGMENT

I certify that Jessie M. Parsons personally came before me this day and acknowledged that he/she is Secretary of First Union National Bank of North Carolina, a national banking association, and that by authority duly given and as the act of the bank, the foregoing instrument was signed in its name by its Market President, Van Hamlin, sealed with its corporate seal, and attested by himself/herself as its Secretary.

Witness my hand and official seal, this 4th day of December, 1996.



Kay M. Crouse, Notary Public
Kay M. Crouse
(Printed Name of Notary)

My Commission expires: 6-24-99

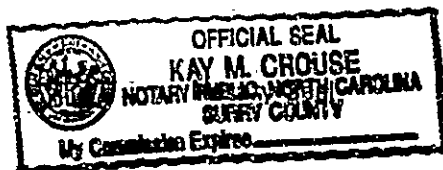
*Assistants

State of North Carolina
City/County of Surry

CORPORATE ACKNOWLEDGMENT

I certify that Fred G. Eidson personally came before me this day and acknowledged that he/she is Secretary/Treasurer of G & B Oil Company, Incorporated, a North Carolina Corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, Jeffrey C. Eidson, sealed with its corporate seal, and attested by himself/herself as its Secretary/Treasurer.

Witness my hand and official seal, this 4th day of December, 1996.



Kay M. Crouse, Notary Public
Kay M. Crouse
(Printed Name of Notary)

My Commission expires: 6-24-99

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CLERK'S CERTIFICATE

The foregoing certificate(s) of Ken M. Crouse D.R.
is certified to be correct. This instrument and this certificate are duly registered at the date and time
and in the book and page shown on the first page hereof.

DICKIE C. WOOD, REGISTER OF DEEDS REGISTER OF DEEDS FOR FORSYTH COUNTY

By [Signature]
Deputy Assistant Register of Deeds

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