**H&K Draft**

**July \_\_, 2018**

COLLATERAL ASSIGNMENT AND PLEDGE  
OF MEMBERSHIP INTEREST AND SECURITY AGREEMENT

**THIS COLLATERAL ASSIGNMENT AND PLEDGE OF MEMBERSHIP INTEREST AND SECURITY AGREEMENT** (this “**Assignment**”) made as of [July \_\_, 2018], by **IVD PARRAMORE, LLC**, a Florida limited liability company (the “**Assignor**”), having its principal office at c/o InVictus Development, LLC, Westwood Center, Suite 260, 2002 North Lois Avenue, Tampa, Florida 33607, in favor of **SUNTRUST BANK,** a Georgia banking corporation (the “**Assignee**”), having an address at 303 Peachtree Street NE, Atlanta, Georgia 30308 with reference to following facts:

A. Parramore Oaks, LLC, a Florida limited liability company (the “**Borrower**”), is indebted to Assignee in the amount of up to $2,000,000 (the “**Loan**”) which is evidenced by a certain Promissory Note (as the same may be amended, extended, consolidated and/or restated, the “**Note**”) dated the date hereof from Borrower in favor of Assignee, and the Loan is secured, in part, by a Mortgage, Assignment of Rents, Security Agreement and Fixture Filing dated of even date herewith, executed by Borrower in favor of Lender (as the same may be modified, amended and restated or supplemented from time to time, the “**Security Instrument**”); and

Yada yada yada

{Borrower Name}

[**Signature Page Follows**]

IN WITNESS WHEREOF, the Assignor has duly executed this Assignment, as of the day and year first written above.

**ASSIGNOR:**

**IVD PARRAMORE, LLC**, a Florida limited liability company

By: InVictus Development, LLC,

a Florida limited liability company,

its Manager

By:

Paula McDonald Rhodes, Manager

The Borrower hereby acknowledges receipt of this Assignment by Assignor.

**BORROWER:**

**PARRAMORE OAKS, LLC**,

a Florida limited liability company

By: IVD Parramore, LLC,

a Florida limited liability company,

its Manager

By: InVictus Development, LLC,

a Florida limited liability company,

its Manager

By:

Paula McDonald Rhodes, Manager

[SEAL]

$2,000,000

**PARRAMORE OAKS, LLC**,

a Florida limited liability company

By: IVD Parramore, LLC,

a Florida limited liability company,

its Manager

By: InVictus Development, LLC,

a Florida limited liability company,

its Manager

By:

Paula McDonald Rhodes, Manager