

**STATE OF FLORIDA**  
**UNIFORM COMMERCIAL CODE — FINANCING STATEMENT — FORM UCC-1 REV. 1981**

THIS FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

<p>DEBTOR (Last Name First if a Person)  <b>NAME SENEFF, JAMES M., JR.</b></p> <p><b>1A</b>  <b>MAILING ADDRESS 1300 SUMMERLAND</b></p> <p><b>CITY WINTER PARK STATE FL 32789</b></p> <p>MULTIPLE DEBTOR (IF ANY) (Last Name First if a Person)  <b>NAME BOURNE, ROBERT A.</b></p> <p><b>1B</b>  <b>MAILING ADDRESS 246 TIMBERLAND AVENUE</b></p> <p><b>CITY LONGWOOD STATE FL 32750</b></p> <p>MULTIPLE DEBTOR (IF ANY) (Last Name First if a Person)  <b>NAME</b></p> <p><b>1C</b>  <b>MAILING ADDRESS</b></p> <p><b>CITY STATE</b></p> <p>SECURED PARTY (Last Name First if a Person)  <b>NAME BARNETT BANK OF CENTRAL FLORIDA, N.A.</b></p> <p><b>2A</b>  <b>MAILING ADDRESS 201 S. ORANGE AVENUE, SUITE 300</b></p> <p><b>CITY ORLANDO STATE FL 32801</b></p> <p>MULTIPLE SECURED PARTY (IF ANY) (Last Name First if a Person)  <b>NAME</b></p> <p><b>2B</b>  <b>MAILING ADDRESS</b></p> <p><b>CITY STATE</b></p> <p>ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)  <b>NAME</b></p> <p><b>3</b>  <b>MAILING ADDRESS</b></p> <p><b>CITY STATE</b></p>	<p>THIS SPACE FOR USE OF FILING OFFICER  Date, Time, Number &amp; Filing Office</p> <div style="text-align: center; border: 1px solid black; padding: 5px; margin: 10px auto; width: 80%;"> STATE OF ALA. SHELBY CO.  I CERTIFY THIS  INSTRUMENT WAS FILED  91 DEC 17 AM 9:20  JUDGE OF PROBATE </div> <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%; height: 40px; vertical-align: top;">AUDIT</td> <td style="width:50%; height: 40px; vertical-align: top;">UPDATE</td> </tr> </table> <p>VALIDATION INFORMATION</p>	AUDIT	UPDATE
AUDIT	UPDATE		

**4.** This FINANCING STATEMENT covers the following types or items of property (include description of real property on which located and owner of record when required). If more space is required, attach additional sheets 8 1/2" x 11".

ALL OF THE PROPERTY DESCRIBED ON THE SCHEDULE "A" ATTACHED HERETO AND BY REFERENCE MADE A PART HEREOF AS THOUGH FULLY RECITED HEREIN.

<p><b>5.</b> Proceeds of collateral are covered as provided in Sections 679.203 and 679.306, F.S.</p> <p><b>6.</b> Filed with: <b>PROBATE CLERK - SHELBY COUNTY, AL</b></p> <p><b>8.</b> (Check <input type="checkbox"/>) <input checked="" type="checkbox"/> All documentary stamp taxes due and payable or to become due and payable pursuant to Section 201.22, F.S., have been paid.  <input type="checkbox"/> Florida Documentary Stamp Tax is not required.</p> <p><b>9.</b> This statement is filed without the debtor's signature to perfect a security interest in collateral (Check <input type="checkbox"/> if so)  <input type="checkbox"/> already subject to a security interest in another jurisdiction when it was brought into this state or debtor's location changed to this state.  <input type="checkbox"/> which is proceeds of the original collateral described above in which a security interest was perfected.  <input type="checkbox"/> as to which the filing has lapsed.  <input type="checkbox"/> acquired after a change of name, identity, or corporate structure of the  <input type="checkbox"/> debtor or <input type="checkbox"/> secured party.</p>	<p><b>7.</b> No. of additional Sheets presented:  <b>-1-</b></p> <p><b>10.</b> (Check <input type="checkbox"/> if so)  <input type="checkbox"/> Debtor is a transmitting utility  <input checked="" type="checkbox"/> Products of collateral are covered</p> <p><b>11.</b> SIGNATURE(S) OF DEBTOR(S)  <b>JAMES M. SENEFF, JR.</b></p> <p><b>12.</b> SIGNATURE(S) OF SECURED PARTY(IES) OR ASSIGNEE  <b>BARNETT BANK OF CENTRAL FLORIDA, N.A.</b>  BY: <b>[Signature]</b></p>
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**13.** Return copy to:

NAME	JAMES A. HARTMAN, P.A.		
ADDRESS	ATTN: SUE SCHNABEL		
	P.O. BOX 2031		
CITY	ORLANDO		
STATE	FL	ZIP CODE	32802

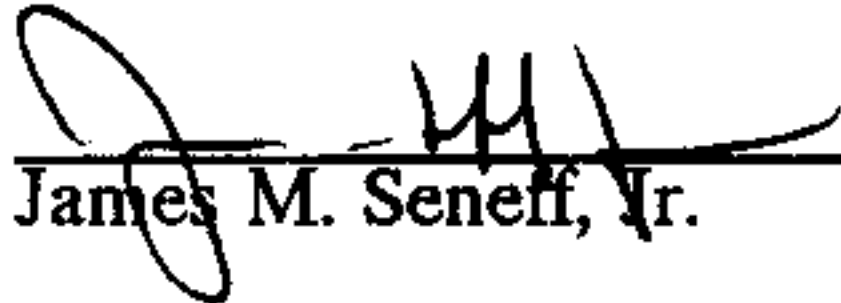
**Shoney's - Pelham, AL**

NAME AND ADDRESS OF PREPARER  
  
15.00

**SCHEDULE "A"**

All of Debtor's rights, title and interest in and under that certain lease agreement dated October \_\_\_\_\_, 1991 between Debtor, as lessor, and TPI RESTAURANTS, INC., as lessee (together with any modifications, extensions and renewals thereof herein referred to as the "Lease Agreement") with regard to the property described below, including, but not limited to, all of Debtor's rights, title and interest in the Lease Agreement itself as chattel paper and in the lease payments required to be made under the Lease Agreement as accounts and/or general intangibles. The terms "accounts", "chattel paper" and "general intangibles" shall have the same respective meanings as are given to those terms in Chapter 679 of Florida Statutes, as amended.

**Lot C-1, according to the Survey of Cahaba Valley Park North, as recorded in Map Book 13, Page 140, in Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.**

  
James M. Seneff, Jr.

  
Robert A. Bourne

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED  
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