

1. Return copy or recorded original to:

P. Nicholas Greenwood
Bradley, Arant, Rose & White
1400 Park Place Tower
Birmingham, Alabama 35203

THIS SPACE FOR USE OF FILING OFFICER
Date, Time, Number & Filing Office

Pre-paid Acct. # _____

2. Name and Address of Debtor

(Last Name First if a Person)

The Industrial Development Board
of the City of Hoover
City Hall
1699 Montgomery Highway
Hoover, Alabama 35216

Social Security/Tax ID # _____

2A. Name and Address of Debtor

(IF ANY)

(Last Name First if a Person)

Bud's Best Cookies, Inc.
2070 Parkway Office Circle
Birmingham, Alabama 35244

Social Security/Tax ID # _____

☐ Additional debtors on attached UCC-E

3. SECURED PARTY (Last Name First if a Person)

SouthTrust Bank of Alabama
National Association
P. O. Box 2554
Birmingham, Alabama 35290

Social Security/Tax ID # _____

☐ Additional secured parties on attached UCC-E

4. ASSIGNEE OF SECURED PARTY

(IF ANY)

(Last Name First if a Person)

5. The Financing Statement Covers the Following Types (or items) of Property:

See Exhibit I attached hereto, consisting of 2 pages

5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

3 0 0
5 0 0
6 0 0

Check X if covered: ☐ Products of Collateral are also covered.

6. This statement is filed without the debtor's signature to perfect a security interest in collateral (check X, if so)

- ☐ already subject to a security interest in another jurisdiction when it was brought into this state.
☐ already subject to a security interest in another jurisdiction when debtor's location changed to this state.
☐ which is proceeds of the original collateral described above in which a security interest is perfected.
☐ acquired after a change of name, identity or corporate structure of debtor
☐ as to which the filing has lapsed.

7. Complete only when filing with the Judge of Probate:

The initial indebtedness secured by this financing statement is \$ No tax due

Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ 16.00

8. ☐ This financing statement covers timber to be cut, crops, or fixtures and is to be cross indexed in the real estate mortgage records (Describe real estate and if debtor does not have an interest of record, give name of record owner in Box 5)

Signature(s) of Secured Party(ies)

(Required only if filed without debtor's Signature — see Box 6)

Signature(s) of Debtor(s)

Dan T. Burton Vice Chairman
Hoover Industrial Development Board

Signature(s) of Debtor(s)

Bud's Best Cookies, Inc. Robert S. Carson

Type Name of Individual or Business

Signature(s) of Secured Party(ies) or Assignee

SouthTrust Bank of Alabama, National Association

Type Name of Individual or Business

(1) FILING OFFICER COPY — ALPHABETICAL
(2) FILING OFFICER COPY — NUMERICAL

(3) FILING OFFICER COPY — ACKNOWLEDGEMENT
(4) FILE COPY — SECOND PARTY(S)

(5) FILE COPY DEBTOR(S)

STANDARD FORM — UNIFORM COMMERCIAL CODE — FORM UCC-1
Approved by The Secretary of State of Alabama

Exhibit I

All right, title and interest of The Industrial Development Board of the City of Hoover and Bud's Best Cookies, Inc., Debtors, in and to the personal property described under the caption A below, which personal property is to be located on the real property described under the caption B below (which real property is located in Shelby County). The Security Agreement consists of a Mortgage and Security Agreement among The Industrial Development Board of the City of Hoover and Bud's Best Cookies, Inc., the Mortgagors, and SouthTrust Bank of Alabama, National Association, as Mortgagee, dated as of December 1, 1991.

The execution and filing of this Financing Statement in no way constitutes an admission that the personal property herein referred to is not part of a municipal industrial board financing specifically exempted from the filing requirements of the Alabama Uniform Commercial Code under Section 9-104 thereof.

A.

All items of machinery, equipment, furniture, fixtures and other personal property, including without limitation all goods constituting "Equipment" (with such quoted term to have the meaning given to it by Section 7-9-109(2) of the Code of Alabama 1975, as amended), whether now owned or hereafter acquired by The Industrial Development Board of the City of Hoover or Bud's Best Cookies, Inc. and acquired with the proceeds derived from the sale of those certain Revenue Bonds (Bud's Best Cookies, Inc. Project), Series 1991, issued by The Industrial Development Board of the City of Hoover, or located on the real property described under the capital B below, or in substitution or replacement for any such property, including all proceeds thereof.

B.

A tract of land situated in the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$, Section 19, and the NW $\frac{1}{4}$ of the SW $\frac{1}{4}$, Section 20, all in Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

From the NE corner of the said NE $\frac{1}{4}$ of the SE $\frac{1}{4}$, run in a southerly direction along the east line of said $\frac{1}{4}$ - $\frac{1}{4}$ section for a distance of 436.37 feet to the point of beginning; thence turn an angle to the right of 126°40'55" and run in a northwesterly direction for a distance of 62.42 feet; thence turn an angle to the left of 57°59'05" and run in a southwesterly direction for a distance of 42.46 feet; thence turn an angle to the right of 4°20'41" and run in a southwesterly direction for a distance of 52.10 feet; thence turn an angle to the left of 6°46'41" and run in a southwesterly direction for a distance of 165.35 feet; thence turn an

angle to the right of $19^{\circ}38'$ and run in a westerly direction for a distance of 194.85 feet; thence turn an angle to the left of $14^{\circ}32'45''$ and run in a southwesterly direction for a distance of 131.13 feet; thence turn an angle to the left of $20^{\circ}13'$ and run in a southwesterly direction for a distance of 134.15 feet; thence turn an angle to the left of $73^{\circ}01'$ and run in a southeasterly direction for a distance of 25.76 feet; thence turn an angle to the right of 90° and run in a southwesterly direction for a distance of 53.00 feet to a point on the curved east right-of-way line of Parkway Office Circle, said curved right-of-way having the following characteristics: Radius of 370.00 feet, a central angle of $7^{\circ}40'54''$ and being concave in a southwesterly direction, thence turn an angle to the left and run along the arc of said curve for a distance of 49.60 feet (chord measures 49.57 feet and chord line is obtained by turning a left interior angle of $99^{\circ}10'48''$) to the end of said curve, thence turn an angle to the right and run along a line tangent to end of said curve which is also said east right-of-way line and run in a southwesterly direction for a distance of 161.86 feet to a point of curve, said curve being concave in a northeasterly direction and having a radius of 400.00 feet and a central angle of $22^{\circ}26'$; thence turn an angle to the left and run along the arc of said curve (which is also the east right-of-way line of said road) for a distance of 156.61 feet to the end of said curve; thence turn an angle to the left and run along a line tangent to the end of said curve for a distance of 77.85 feet; thence turn an angle to the left of $68^{\circ}25'35''$ and run in a northeasterly direction for a distance of 957.73 feet to a point on the west right-of-way line of Interstate Highway #65; thence turn an angle of $74^{\circ}45'55''$ to the left and run along said west right-of-way line for a distance of 97.04 feet; thence turn an angle to the right of $9^{\circ}59'25''$ seconds and run in a northeasterly direction for a distance of 184.41 feet along said west right-of-way line; thence turn an angle to the left of $19^{\circ}51'03''$ and run in a northwesterly direction along said west right-of-way line for a distance of 247.00 feet; thence turn an angle to the left of $97^{\circ}09'02''$ and run in a southwesterly direction for a distance of 154.84 feet; thence turn an angle to the left of $29^{\circ}49'50''$ and run in a southwesterly direction for a distance of 66.34 feet; thence turn an angle to the right of $37^{\circ}31'55''$ and run in a westerly direction for a distance of 100.00 feet; thence turn an angle to the right of $51^{\circ}15'55''$ and run in a northwesterly direction for a distance of 87.52 feet to the point of beginning. Situated in Shelby County, Alabama.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
92 JAN -7 AM 9:21
JUDGE OF PROBATE