4. If collateral is crops or goods which are or are to become fixtures, describe generally the real estate and give name of record owner.

5. When a copy of the security agreement is used as a financing statement, it is registered that it be accompanied by a completed but unsigned set of these forms, without extra fee.

6. At the time of original filing, filing officer should return third copy as an acknowledgement. At a later time, secured party may date and sign Termination Legend and use third copy as a Termination Statement. 3. Maturity date (if any): This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Unitorm Commercial Code: For Filing Officer (Date, Time, 1. Debtor(s) (Last Name First) and address(es) 2. Secured Party(ses) and address(es) Number, and Hing Office) Jibewe, Inc. Jim & Betty Westbrooks P.O. Box 526 6208 Clark Road Hixson, TN 37343 Harrison, TN 37341 4. This financing statement covers the following types (or items) of property: Billboards listed on Exhibit A attached hereto. 5. Assignee(s) of Secured Party and Address(es) 1/0 1,30 9E.BY This statement is filed without the debtor's signature to perfect a security interest in collaterat. (check X if so) filed with: already subject to a security interest in another jurisdiction when it was brought into this state. Probate Court Clerk which is proceeds of the original collateral described above in which a security interest was perfected: Check X if covered: Troceeds of Collateral are also covered. X Products of Collateral are also covered. No. of additional Sheets presented: Jibewe, Inc. Jim & Betty Westbrooks Signature(s) of Debtor(s) Signature(s) of Secured Party(ies) (For Use In Most States) STANDARD FORM - FORM UCC-1. (1) Filing Officer Copy-Alphabetical

STANDARD FORM

INSTRUCTIONS:

PLEASE TYPE this form, fold only along perforation for mailing.

UNIFORM COMMERCIAL CODE - FINANCING STATEMENT - FORM UCC-1

Remove Secured Party and Debtor copies and send other 3 capies with interheused corbon paper to the filing officer. Enclose filing fee.

2. Remove Secured Party and Debtor copies and send other 3 capies with interheused corbon paper to the filing officer with a set of three copies of the fallowing statement for the secured party. Indicate the number of additional sheets attached.

JULIUS BLUMBERG, INC. NYC, 10013

EXHIBIT "A"

- 1. 10 ½ 'X 36' "unipole" structure approximately 50' high. This structure has two metal faces, three halophane lights, and is located on the West side of I-65 at milepost 234.39L, in Alabaster, Alabama. The state permit is #3-5-288. This structure is located on property owned by Michael Edward Ford, with the land lease being recorded in the Shelby County Judge of Probate's office in Columbiana, Alabama, on October 19, 1993, Reference #10/19/1993-32486, assigned to Jibewe, Inc. on October 15, 1993.
- 2. 10 1/2' X 36' double stacked single-faced (2 faces) unipole approximately 60' overall height, located on the West side of I-65 in Shelby County at milepost 240.94L in Alabaster, Alabama. This structure is complete with two metal faces and three halophane lights. Permit #3-5-266, sign ID#-59-665-240-94L.
- 3. 14' X 48' 20' V unipole (2 faces) approximately 75' overall height located on the East side of I-459 in Jefferson County, at milepost 16.74R, near Hoover, Alabama. This structure is complete with two metal faces and eight halophane lights. Permit #-3-1-1176, sign ID#-37-459-16.74R.

(And

Inst # 1996-37158

11/08/1996-37158
08:30 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NEL 16.00