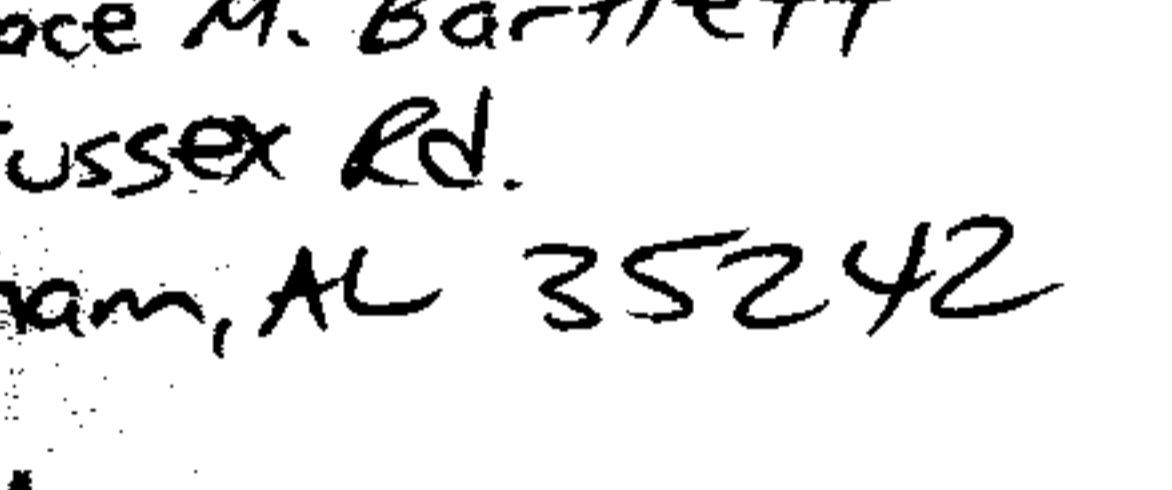


**STATE OF ALABAMA — UNIFORM COMMERCIAL CODE — FINANCING STATEMENT
FORM UCC-1 ALA.**

Important: Read Instructions on Back Before Filling out Form.

<input type="checkbox"/> The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).	No. of Additional Sheets Presented:	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.
1. Return copy or recorded original to: Alabama Power Company 600 North 18th Street Birmingham, Alabama 35291		
Attentions:		
Pre-paid Acct. # _____		
2. Name and Address of Debtor (Last Name First if a Person)		
<p>Ritter, George R. Jr. 4940 Sussex Rd. Birmingham, AL 35242</p> 		
Social Security/Tax ID # _____		
2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)		
<p>Ritter, Grace M. Bartlett 4940 Sussex Rd. Birmingham, AL 35242</p> 		
Social Security/Tax ID # _____		
<input type="checkbox"/> Additional debtors on attached UCC-E		
3. SECURED PARTY (Last Name First if a Person)		
<p>Alabama Power Company 600 North 18th Street Birmingham, Alabama 35291</p>		
4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)		
Social Security/Tax ID # _____		
<input type="checkbox"/> Additional secured parties on attached UCC-E		
THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office		
<p>Inst. # 1999-49497 12/08/1999-49497 09:20 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE</p>		
<p>002 WMS 24.05</p>		

The heat pump(s) and all related materials, parts, accessories and replacements thereto, located on the property described on Schedule A attached hereto.

Comfortmaker Heat Pump m# YJ0306B1
S# L98304870
Comfortmaker Fuen m# FBF075B1ZA S# L9
Comfortmaker coil m# EPM36F19A S# L

For value received, Debtor hereby grants a security interest to Secured Party in the foregoing collateral.

Record Owner of Property:

Cross Index in Real Estate Records

Record Owner or Property: *GEORGE R. RITTER, Jr + GRACE M. BARTLETT*

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
 - to which the filer has been issued

7. Complete only when filing with the Judge of Probate:
The initial indebtedness secured by this financing statement is \$ 4640.00
Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ N/A

Signature(s) of Secured Party(ies)
(Required only if filed without debtors' signatures—see Box 6)

Signature(s) of Second Person(s) or Associate(s)

Signature(s) of Secured Participant or Associate

Type Name of Individual or Business

THIS INSTRUMENT PREPARED BY:

Tracy L. Goodwin
#17 Office Park Circle
Birmingham, AL 35223

STATE OF ALABAMA COUNTY OF SHELBY

SEND TAX NOTICE TO:

George R. Ritter, Jr.
4940 Sussex Road
Birmingham, AL 35242

KNOW ALL MEN BY THESE PRESENTS, that in consideration of ONE HUNDRED EIGHTY THREE THOUSAND FIVE HUNDRED & NO/100 (\$183,500.00) to the undersigned grantors, Michael J. Borucki and wife, Susan L. Borucki in hand paid by George R. Ritter, Jr. and Grace M. Bartlett, the receipt whereof is acknowledged, we, Michael J. Borucki and wife, Susan L. Borucki (herein referred to as Grantees) grant, bargain, sell and convey unto George R. Ritter, Jr. and Grace M. Bartlett (herein referred to as Grantees), as joint tenants, with right of survivorship, the following real estate,

situated in Shelby County, Alabama.

Lot 37, according to the Survey of Meadow Brook Second Sector, Third Phast, as recorded in Map Book 9, Page 185, in the Probate Office of Shelby County, Alabama.

Subject to existing easements, restrictions, building set-back lines, rights of way, limitations, if any, of record.

\$165,150.00 of the above recited purchase price was paid from a mortgage loan closed simultaneously herewith.

03/16/1993-06915
11:00 AM CERTIFIED

TO HAVE AND TO HOLD unto the said Grantees, as joint tenants; with right of survivorship, their heirs and assigns forever; it being the intention of the parties conveyance, that unless the joint tenancy hereby created is severed or terminated during the joint lives of the grantees herein; in the event one grantee herein survives the other, the entire interest in fee simple shall pass to the surviving grantee, and if one does not survive the other, then the heirs and assigns of the grantees herein shall take as tenants in common.

And we do for ourselves and for our heirs, executors, and administrators covenant with the said Grantees, their heirs and assigns, that we are lawfully seized in fee simple of said premises; that they are free from all encumbrances, unless otherwise noted above; that we have a good right to sell and convey the same as aforesaid; that we will and by our heirs, executors and administrators shall warrant and defend the same to the said Grantees, their heirs and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 10th day of March, 1993.

Michael J. Borucki
Michael J. Borucki

Susan L. Borucki
Susan L. Borucki

STATE OF ALABAMA COUNTY OF SHELBY

I, the undersigned, a Notary Public, in and for the said County, in said State, hereby certify that Michael J. Borucki and wife, Susan L. Borucki whose names are signed to the foregoing conveyance, and who are known to me, acknowledge before me on this day, that, being informed of the contents of the conveyance they execute the same voluntarily on the day the same bears date.

Given under my hand and official seal this 10th day of March, 1993.
Tracy L. Goodwin
Tracy L. Goodwin NOTARY PUBLIC

My Commission Expires: Sept 2001

Inst # 1999-49497

12/08/1999-49497
09:20 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MHS 24.05