

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]	
B. SEND ACKNOWLEDGMENT TO: (Name and Address)	
[Connie L. Verrill, Esq. Ogden Newell & Welch PLLC 1700 PNC Plaza 500 W Jefferson St Louisville KY 40202]	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Inst # 2002-14909

04/01/2002-14909
09:02 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 CH 115.001. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME					
PJ Cheese, Inc.					
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2300 Resource Drive		Birmingham	AL	35242	USA
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any	
		Corporation	Alabama	<input checked="" type="checkbox"/> NONE	

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME					
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any	
				<input type="checkbox"/> NONE	

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME					
Bank One, Kentucky, NA					
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
416 West Jefferson Street		Louisville	KY	40202	USA

4. This FINANCING STATEMENT covers the following collateral:

All fixtures now or hereafter located on or attached to the Real Property located at

1. 565 1st Street North, Alabaster, AL 35007
2. 2128 Montgomery Hwy, Pelham, AL 35124
3. 4629-A Highway 280, Birmingham, AL 35242

as described on EXHIBIT A attached hereto and made a part hereof.

5. ALTERNATIVE DESIGNATION [if applicable]:		LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable]		7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional]		All Debtors		Debtor 1	Debtor 2
8. OPTIONAL FILER REFERENCE DATA							

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME		
PJ Cheese, Inc.		
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

Initial indebtedness = \$51,960; Mortgage tax = \$78.00

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME				
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY
11d. TAX ID #:	SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION
			11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

12. ☐ ADDITIONAL SECURED PARTY'S or ☐ ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME				
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY

13. This FINANCING STATEMENT covers ☐ timber to be cut or ☐ as-extracted collateral, or is filed as a ☒ fixture filing.

14. Description of real estate:

See attached EXHIBIT A.

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

1. Greenbriar, Ltd.
2. 2128 Montgomery Highway, L.L.C.
3. Management Futures, Inc.

17. Check only if applicable and check only one box.

Debtor is a ☐ Trust or ☐ Trustee acting with respect to property held in trust or ☐ Decedent's Estate

18. Check only if applicable and check only one box.

- ☐ Debtor is a TRANSMITTING UTILITY
- ☐ Filed in connection with a Manufactured-Home Transaction — effective 30 years
- ☐ Filed in connection with a Public-Finance Transaction — effective 30 years

EXHIBIT A TO UCC-1

565 1st ST. N
SHELBY COUNTY
ALABASTER, ALABAMA

Lot 41, 42, and N $\frac{1}{2}$ of Lot 40, in Block 1, according to Nickerson-Scott Survey, being a subdivision of a part of the E $\frac{1}{2}$ of the E $\frac{1}{2}$ of the SE $\frac{1}{4}$ of Section 35 and a part of the NW $\frac{1}{4}$ of SW $\frac{1}{4}$ Section 36, all in Township 20 South, Range 3 W according to map recorded in Map Book 3 Page 34 in the Probate Office of Shelby County, Alabama.

And Lot 43A, located in Block 1, of the Nickerson-Scott Subdivision, Alabaster, Alabama, according to map of re-survey as recorded in Map Book 16 Page 48 in the Probate Office of Shelby County, Alabama and being a part of Section 35, Township 20, Range 3 West.

EXHIBIT A TO UCC-1

2128 MONTGOMERY HWY.
SHELBY COUNTY
PELHAM, ALABAMA

A parcel of land situated in the NE 1/4 of the NE 1/4 Section 36, Township 19 South, Range 3 West, Shelby County, Alabama, more particularly described as follows:

Commence at the NE corner of Section 36, Township 19 South, Range 3 West; Shelby County, Alabama, and run Southerly along the East line of said Section 550.00 feet to a point, said point now being in the right of way of U.S. Highway #31 South and also being the old SE corner of the W.N. Campbell property as described in Deed Book 128, Page 333, in the Judge of Probate Office, Shelby County, Alabama; thence turn right 76 degrees 12 minutes 31 seconds as measured and run Southwesterly 136.91 feet along the South line of said W.N. Campbell property to the Westerly right of way line of U.S. Highway #31 South, and the point of beginning of the property herein described; thence continue Southwesterly along last stated course 200.00 feet; thence turn 83 degrees 15 minutes left and run Southerly 100.55 feet; thence turn 96 degrees 45 minutes left and run Easterly 200.01 feet to a point on said Westerly right of way line of U.S. Highway #31 South, said point being on a curve having a radius of 2009.86 feet and subtending a central angle of 2 degrees 52 minutes; thence turn left with an interior angle of 95 degrees 18 minutes 35 seconds to tangent of said curve; thence run Northerly along the arc of said curve and said right of way line of U.S. Highway #31 South 100.56 feet to the point of beginning.

EXHIBIT A TO UCC-1

4629-A HIGHWAY 280
SHELBY COUNTY
BIRMINGHAM, ALABAMA

PARCEL I:

Part of the South 1/2 of the NW 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Beginning at the Northwest corner of the SE 1/4 of NW 1/4 of said Section 36, looking in an Easterly direction along the North line of said SE 1/4 of NW 1/4, turn an angle to the right of 54 degrees 47 minutes 20 seconds and run in a Southeasterly direction along the existing right-of-way line for U.S. Highway #280 for a distance of 225.87 feet; thence turn an angle to the right of 167 degrees 11 minutes 12 seconds and run in a Northwesterly direction for a distance of 220.22 feet; thence turn an angle to the right 89 degrees 56 minutes 40 seconds and run in a Northeasterly direction for a distance of 50.09 feet, more or less, to the point of beginning.

PARCEL II:

Part of the Northwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Begin at the Northwest corner of the Southeast 1/4 of the Northwest 1/4 of said Section 36 and run in an Easterly direction along the North line of said Southeast 1/4 of the Northwest 1/4 for a distance of 305.00 feet; thence turn an angle to the right of 128 degrees, 10 minutes, 03 seconds and run in a Southwesterly direction for a distance of 253.97 feet; thence turn an angle to the right of 93 degrees, 47 minutes, 53 seconds and run in a Northwesterly direction for a distance of 249.03 feet; thence turn an angle to the right of 96 degrees, 15 minutes, 30 seconds and run in a Northeasterly direction for a distance of 49.76 feet to the point of beginning situated in Shelby County, Alabama.

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