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Shelby Cnty Judge of Probate, AL
12/30/2003 08:26:00 FILED/CERTIFIED

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

M. Fredrick Simpler, Jr.
P.O. 1711
Montgomery, AL 36102-1711

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME

The Citizenship Trust

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

1c. MAILING ADDRESS

3727 Highway 119

CITY

Montevallo

STATE

AL

POSTAL CODE

35115

COUNTRY

USA

1d. TAX ID #: SSN OR EIN

ADD'L INFO RE
ORGANIZATION
DEBTOR

1e. TYPE OF ORGANIZATION

corporation nonprofit

1f. JURISDICTION OF ORGANIZATION

Alabama

1g. ORGANIZATIONAL ID #, if any

☐ 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

☐ 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

SouthTrust Bank

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS

110 Office Park Drive

CITY

Birmingham

STATE

AL

POSTAL CODE

35223

COUNTRY

USA

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto

5. ALTERNATIVE DESIGNATION [if applicable]: ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAILOR ☐ SELLER/BUYER ☐ AG. LIEN ☐ NON-UCC FILING

6. ☐ This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum. ☐ 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional]. ☐ All Debtors ☐ Debtor 1 ☐ Debtor 2

8. OPTIONAL FILER REFERENCE DATA

EXHIBIT "A"

**to
FINANCING STATEMENT
filed by
THE CITIZENSHIP TRUST**

**as Debtor,
and
THE AMERICAN VILLAGE PUBLIC EDUCATIONAL
BUILDING AUTHORITY OF THE CITY OF MONTEVALLO,
as Secured Party**

The collateral covered by the Financing Statement of which this Exhibit "A" forms a part consists of all items (whether or not fixtures) of machinery, equipment, furniture, furnishings or other personal property described in Attachment No. 1 to this Financing Statement and all other items (whether or not fixtures) of machinery, equipment, furniture, furnishings or other personal property which shall hereafter by the terms of the "security agreement" hereinafter referred to become part of the "Project Equipment" as therein defined and which, as such "Project Equipment", shall be subject to the lien or demise of said "security agreement". The said "security agreement" consists of a Lease Agreement dated as of December 1, 2003, between The American Village Public Educational Building Authority of the City of Montevallo (the "Secured Party") and The Citizenship Trust (the "Debtor"). The assignment of the interest of the Secured Party in said Lease Agreement has been made to SouthTrust Bank, as Trustee under a Mortgage and Trust Indenture dated as of December 1, 2003. The items (whether or not fixtures) of machinery, equipment, furniture, furnishings and other personal property covered by this Financing Statement are to be located in or about the land specifically described on Attachment No. 2 to this Financing Statement. The execution and filing of this Financing Statement in no way constitutes an admission that the collateral covered by this Financing Statement is not part of a public corporation financing specifically exempted from the Alabama Uniform Commercial Code by the provisions of Section 9-104(e) thereof.

NOTE: The aforesaid Mortgage and Trust Indenture and Lease Agreement are being recorded in the real property records in the office of the Judge of Probate of Shelby County, Alabama, simultaneously with the filing in said office of the Financing Statement of which this Exhibit "A" forms a part. Any person reviewing said Financing Statement is placed on notice to review said Lease Agreement and Mortgage and Trust Indenture. Any such person is further placed on notice that the "Project Equipment" listed on Attachment No. 1 hereto may not be an exclusive list of personal property which is covered by said Financing Statement; and any such person is placed on notice to inquire further of the parties to such Financing Statement as to the specific items of personal property covered thereby.

ATTACHMENT NO. 1

**to
EXHIBIT "A"
to
FINANCING STATEMENT
filed by
THE CITIZENSHIP TRUST**

**as Debtor,
and
THE AMERICAN VILLAGE PUBLIC EDUCATIONAL
BUILDING AUTHORITY OF THE CITY OF MONTEVALLO,
as Secured Party**

All machinery, equipment and personal property leased by the American Village Public Educational Building Authority of the City of Montevallo to The Citizenship Trust pursuant to that certain Lease Agreement dated as of December 1, 2003 and located in or about the Project Building on the Project Site, including without limitation all electrical, hardware and plumbing equipment, all heating, ventilating and air conditioning equipment, all elevators and related equipment and all other electrical and mechanical equipment.

ATTACHMENT NO. 2

**to
EXHIBIT "A"
to
FINANCING STATEMENT
filed by
THE CITIZENSHIP TRUST**

**as Debtor,
and
THE AMERICAN VILLAGE PUBLIC EDUCATIONAL
BUILDING AUTHORITY OF THE CITY OF MONTEVALLO,
as Secured Party**

ATTACHMENT No. 2 to

EXHIBIT A

Parcel I

Beginning at the NE corner of Section 10, Township 22 South, Range 3 West; thence North 89 deg. 45 min. 37 sec. West along the North line of said Section a distance of 299.38 feet to a point; thence South 13 deg. 01 min. 00 sec. West a distance of 2700.64 feet to a point that is 15.00 feet North of the centerline of Quinn Lane; thence South 66 deg. 04 min. 55 sec. East, parallel with said Quinn Lane a distance of 640.82 feet to a point, said point being on the Westerly right of way line of Highway 119 (Montevallo-Ashville Road); thence North 32 deg. 40 min. 07 sec. East along said right of way line a distance of 383.02 feet to a point; thence North 57 deg. 19 min. 53 sec. West a distance of 20.00 feet to a point; thence North 32 deg. 40 min. 07 sec. East a distance of 408.30 feet to a point of curve to the right through a central angle of 08 deg. 06 min. 07 sec. an arc distance of 239.99 feet a chord bearing of North 36 deg. 43 min. 11 sec. East a distance of 239.79 feet to a point; thence South 49 deg. 13 min. 46 sec. East a distance of 20.00 feet to a point; thence around a curve to the right through a central angle of 30 deg. 06 min. 18 sec. an arc distance of 886.14 feet a chord bearing of North 55 deg. 54 min. 23 sec. East a distance of 875.87 feet to a point; thence North 18 deg. 57 min. 28 sec. West a distance of 20.00 feet to a point; thence North 71 deg. 02 min. 32 sec. East a distance of 312.15 feet to a point of a curve to the left through a central angle of 01 deg. 45 min. 37 sec. an arc distance of 48.45 feet a chord bearing of North 70 deg. 09 min. 44 sec. East a distance of 48.45 feet to a point; thence North 21 deg. 08 min. 18 sec. West leaving said right of way a distance of 811.46 feet to a point; thence North 66 deg. 05 min. 09 sec. East a distance of 153.39 feet to a point; thence North 28 deg. 47 min. 32 sec. West a distance of 299.21 feet to a point; thence North 10 deg. 35 min. 26 sec. East a distance of 315.07 feet to a point on the North line of Section 11, Township 22 South, Range 3 West; thence North 89 deg. 04 min. 10 sec. West along said North line a distance of 1058.21 feet to the point of beginning; being situated in Shelby County, Alabama.

Parcel II

Begin at the point where the Northerly boundary of Section 11, Township 22 South, Range 3 West, intersects the West boundary of the Montevallo-Siluria Public Road, run South along the West boundary of said Public Road 150 feet; thence run West and perpendicular to said public road 300 feet; thence North and parallel to said public road 150 feet, more or less, to the North boundary line of said Section 11; thence East along the North boundary line of said Section 11 to the point of beginning; being situated in Shelby County, Alabama.

Parcel III

Commence at the NW corner of Section 11, Township 22 South, Range 3 West; thence South 89 deg. 04 min. 10 sec. East along the North line of said Section 11 a distance of 1058.21 feet to the point of beginning; thence South 10 deg. 35 min. 26 sec. West a distance of 315.07 feet to a point; thence South 28 deg. 47 min. 32 sec. East a distance of 299.21 feet to a point; thence South 66 deg. 05 min. 09 sec. West a distance of 153.39 feet to a point; thence South 21 deg. 08 min. 18 sec. East a distance of 811.46 feet to a point, said point being on the Westerly right of way line of Highway 119 (Montevallo-Ashville Road) said point also on a curve to the left through a central angle of 13 deg. 59 min. 20 sec. an arc distance of 385.05 feet a chord bearing of North 62 deg. 07 min. 16 sec. East a distance of 384.10 feet to a point; thence North 34 deg. 42 min. 25 sec. West a distance of 15.00 feet to a point; thence around a curve to the left through a central angle of 20 deg. 59 min. 57 sec. an arc distance of 572.51 feet a chord bearing of North 44 deg. 47 min. 37 sec. East a distance of 569.32 feet to a point; thence South 55 deg. 42 min. 22 sec. East a distance of 35.00 feet to a point; thence around a curve to

the left through a central angle of 25 deg. 14 min. 59 sec. an arc distance of 703.82 feet a chord bearing North 21 deg. 40 min. 09 sec. East a distance of 698.14 feet to a point; thence North 89 deg. 04 min. 48 sec. West leaving said Westerly right of way a distance of 300.00 feet to a point; thence North 06 deg. 21 min. 06 sec. East a distance of 150.00 feet to a point; thence North 89 deg. 04 min. 10 sec. West a distance of 976.83 feet to the point of beginning; being situated in Shelby County, Alabama.

All being situated in Shelby County, Alabama.

LESS AND EXCEPT that parcel conveyed to The Citizenship Trust, a nonprofit corporation dated February 23, 2001 and recorded in Inst. # 2001-06806 in the Probate Office of Shelby County, Alabama, described as follows:

Commence at the northwest corner of the NW $\frac{1}{4}$ of the NW $\frac{1}{4}$ of Section 11, Township 22 South, Range 3 West; thence run easterly along the north line of said Section 2,335.05 feet to a point on the westerly right of way line of Alabama Highway # 119, said point being on a curve to the right, said curve to the right having a radius of 1,597.10 feet and being subtended by a central angle of 30 deg. 37 min. 51 sec.; thence turn an angle to the right of 108 deg. 12 min. 53 sec. to chord of said curve to the right and run southeasterly along the arc of said curve 853.82 feet to the end of said curve; thence turn an angle to the right of 105 deg. 18 min. 55 sec. from chord and run northwesterly 35.00 feet to the beginning of a curve to the right, said curve to the right having a radius of 1,562.10 feet and being subtended by a central angle of 20 deg. 59 min. 57 sec.; thence turn an angle to the left of 79 deg. 30 min. 01 sec. to chord of said curve to the right and run southwesterly along the arc of said curve 572.51 feet to the end of said curve; thence turn an angle to the left of 79 deg. 30 min. 03 sec. from chord and run southeasterly 15.00 feet to the beginning of a curve to the right, said curve to the right having a radius of 1,577.10 feet and being subtended by a central angle of 15 deg. 44 min. 57 sec.; thence turn an angle to the right of 97 deg. 52 min. 30 sec. to chord of said curve to the right and run southwesterly along the arc of said curve 433.50 feet to the end of said curve; thence at tangent to said curve run southwesterly 312.15 feet; thence turn an angle to the left of 90 deg. 00 min. 00 sec. and run southwesterly 20.00 feet to the beginning of a curve to the left, said curve to the left having a radius of 1,677.21 feet and being subtended by a central angle of 7 deg. 02 min. 39 sec.; thence turn an angle to the right of 86 deg. 28 min. 41 sec. to chord of said curve to the left and run southwesterly along the arc of said curve 206.20 feet; thence turn an angle to the right of 84 deg. 17 min. 07 sec. from chord and run northwesterly 335.17 feet; thence turn an angle to the right of 86 deg. 35 min. 36 sec. and run northeasterly 260.50 feet; thence turn an angle to the left of 89 deg. 58 min. 04 sec. and run northwesterly 279.71 feet; thence turn an angle to the right of 90 deg. 00 min. 00 sec. and run northeasterly 37.61 feet to the point of beginning; thence continue along the last described course 201.00 feet; thence turn an angle to the right of 90 deg. 00 min. 00 sec. and run southeasterly 65.00 feet; thence turn an angle to the left of 90 deg. 00 min. 00 sec. and run northeasterly 42.00 feet; thence turn an angle to the right of 90 deg. 00 min. 00 sec. and run southeasterly 135.85 feet to the beginning of a curve to the right, said curve to the right having a radius of 309.99 feet and being subtended by a central angle of 25 deg. 06 min. 56 sec.; thence turn an angle to the right of 83 deg. 00 min. 11 sec. to chord of said curve to the right and run southwesterly along the arc of said curve 135.88 feet to the end of said curve to the right and the beginning of another curve to the left, said curve to the left having a

radius of 168.43 feet and being subtended by a central angle of 48 deg. 36 min. 53 sec.; thence turn an angle to the right of 45 deg. 02 min. 32 sec. from chord to chord of said curve to the left and run northwesterly along the arc of said curve 142.91 feet to the end of said curve; thence turn an angle to the right of 51 deg. 57 min. 17 sec. from chord and run northwesterly 131.81 feet to the point of beginning; being situated in Shelby County, Alabama.