

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] ESTHER MOSZKOWICZ 404 377 5700	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) ATTN: ESTHER MOSZKOWICZ, LEGAL DEPT. HUDDLE HOUSE, INC. 2969 E. PONCE DE LEON AVE. DECATUR, GA 30030 9900	

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 P&J INVESTMENTS, INC.						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 808 MAIN STREET			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	1f. JURISDICTION OF ORGANIZATION ALABAMA	1g. ORGANIZATIONAL ID #, if any <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 HUDDLE HOUSE, INC.						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 2969 E. PONCE DE LEON AVE.			CITY DECATUR	STATE GA	POSTAL CODE 30030	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

ALL PROPERTY MORE PARTICULARLY SET FORTH ON EXHIBIT "B"
ATTACHED HERETO LOCATED ON REAL PROPERTY MORE PARTICULARLY
DESCRIBED ON EXHIBIT "A" ATTACHED HERETO.

5. ALTERNATIVE DESIGNATION [if applicable]:	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> 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]		<input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2			
8. OPTIONAL FILER REFERENCE DATA UNIT 610 - MONTEVALLO, AL - SHELBY COUNTY FILING						

EXHIBIT "A"

A parcel of land lying in the Northeast Quarter of Section 3, Township 24 North, Range 12 East, Shelby County, Alabama and being more particularly described as follows:

Commence at the southeast corner of the Southwest Quarter of the Northeast Quarter of said Section 3, thence North 00 degrees 51 minutes 03 seconds East a distance of 721.06 feet to a point on the northerly right of way of Alabama Highway 25; thence North 81 degrees 47 minutes 44 seconds West along said northerly right of way a distance of 547.75 feet to a ½" rebar set and the Point of Beginning; thence continue North 81 degrees 47 minutes 44 seconds West along said northerly right of way a distance of 145.39 feet to an iron pin found; thence North 00 degrees 35 minutes 23 seconds East a distance of 235.02 feet to an iron pin found; thence South 81 degrees 25 minutes 54 seconds East a distance of 145.36 feet to a ½" rebar set; thence South 00 degrees 33 minutes 12 seconds West a distance of 234.11 feet to the Point of Beginning.

According to the survey of Rodney Shiflett, dated April 4, 2004

EXHIBIT "B"

Debtor: **P&J INVESTMENTS, INC.**

Secured Party: **HUDDLE HOUSE, INC.**

Description of Collateral:

All the following property of Debtor, whether now owned or hereafter acquired or arising, wherever located:

1. all rights of the Debtor to payment for goods sold or leased, or to be sold or to be leased, or for services rendered, without limitation, all accounts, receivables, instruments, chattel paper and general intangibles, all returned or repossessed goods and all books, records, computer tapes, programs, and ledger books arising therefrom or related thereto, whether now owned or hereafter acquired or arising; and
2. all inventory of the Debtor, including, without limitation, all goods of the Debtor held for sale or lease or furnished or to be furnished under contracts of service, all goods held for display or demonstration, goods on lease or consignment, returned or repossessed goods, all raw materials, work-in-process, finished goods and supplies used or consumed in the Debtor's business, together with all documents, documents of title, dock warrants, dock receipts, warehouse receipts, bills of lading or orders for the delivery of all, or any portion, of the foregoing; and
3. all equipment of the Debtor, including, without limitation, all machinery, furniture furnishings, leasehold improvements, trade fixtures, appliances, signs, sign frames, sign poles, sign lighting equipment and other equipment used or useful in the Debtor's business; and
4. all general intangibles of the Debtor, including, without limitation, all copyrights, royalties, trademarks, trade names, service marks, patent and proprietary rights, blueprints, drawings, designs, trade secrets, plans, diagrams, schematics and assembly and display materials relating thereto and all customer lists; and
5. all products and/or proceeds of any of the foregoing, including, without limitation, insurance proceeds.


Proceeds of the above described property include, without limitation and to the extent not described above, the following types of property acquired with cash proceeds: accounts, chattel paper, general intangibles, documents, inventory, equipment, fixtures, farm products and consumer goods.

SOME OR ALL OF THE FOREGOING DESCRIBED COLLATERAL IS THE SUBJECT OF CERTAIN LICENSE AND LEASE AGREEMENTS BY AND BETWEEN HUDDLE HOUSE, INC. AS LESSOR AND P&J INVESTMENTS, INC. AS LESSEE. AS TO THAT PROPERTY, THIS FILING IS MADE ONLY TO REFLECT THE COLLATERAL ASSIGNMENT TO HUDDLE HOUSE, INC., AS THE SECURED PARTY, OF THE INTEREST AS A LESSEE OR LICENSEE OF P&J INVESTMENTS, INC. IN THAT PROPERTY.

DEBTOR

P&J INVESTMENTS, INC., an Alabama corporation

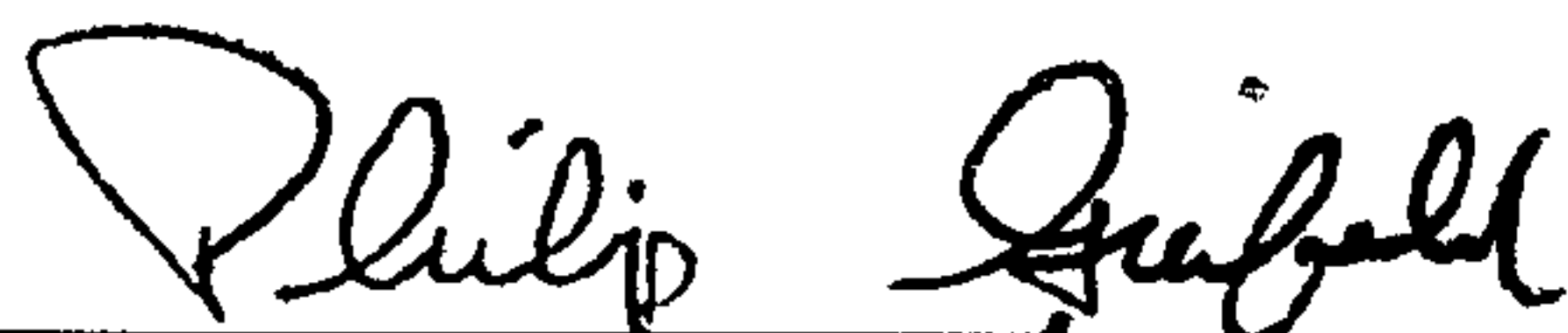
BY: 
JOHN P. ROPER, President


ATTEST: 
PATRICIA G. ROPER, Secretary

(CORPORATE SEAL)

SECURED PARTY

HUDDLE HOUSE, INC.,
a Georgia corporation

BY: 
PHILIP M. GREIFELD, President

ATTEST: 
CLAUDIA KOEPPLE LEVITAS, Secretary

{CORPORATE SEAL}