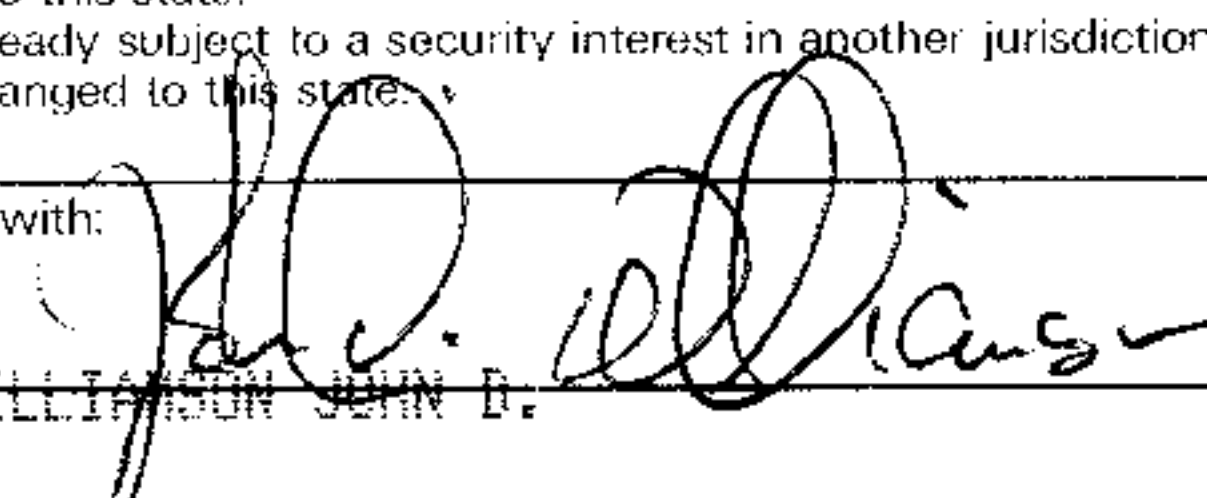
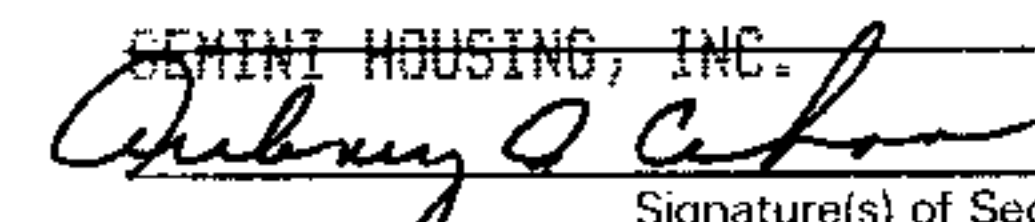


1. Debtor(s) (Last Name First) and address(es) WILLIAMSON JOHN D. 393 SUN VALLEY ROAD HARPERSVILLE AL 35078 4. <input type="checkbox"/> Debtor is a utility. COUNTY: SHELBY	2. Secured Party(ies) and address(es) GEMINI HOUSING, INC. 539 SKYLAND BLVD. TUSCALOOSA, AL 35405	3. Filing Officer (Date, Time, No., and Filing Office) <div style="text-align: center;"> <p>0233911</p> <p>89 JUL 11</p> <p>JUDGE OF PROBATE</p> <p>CEARBRIDGE</p> <p>16384</p> </div>
5. This financing statement covers the following types (or items) of property: 1989 MARSHALL HOMES, INC. SERIAL # MHAL1816 AND INCLUDING ALL FURNITURE, FIXTURES, APPLIANCES AND APPURTENANCES THEREIN AND THERETO; INCLUDING BUT NOT LIMITED TO THOSE ITEMS SPECIFIED ON THE MANUFACTURER INVOICE AND/OR PURCHASE AGREEMENT AND/OR RETAIL INSTALLMENT CONTRACT OR INSTALLMENT "THIS FINANCING STATEMENT DOES NOT APPLY TO NONPURCHASE MONEY HOUSEHOLD GOODS AS DEFINED AT 16 CFR 444.1(I) OR THE STATE LAW EQUIVALENT STATUTE." THIS FINANCING STATEMENT COVERS A MOBILE HOME WHICH DOES NOT CONSTITUTE INVENTORY AND REMAINS EFFECTIVE UNTIL A TERMINATION STATEMENT IS FILED.		
6. Complete only when filing with the Judge of Probate: The initial indebtedness secured by this financing statement is \$ 29846.00 Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ 44.85		7. <input type="checkbox"/> This financing statement covers timber to be cut, crops, or fixtures and is to be cross indexed in the real estate mortgage records (Describe real estate and if debtor does not have an interest of record, give name of record owner in Box 5).
8. Check X if covered: <input checked="" type="checkbox"/> Products of Collateral are also covered. No. of additional sheets presented + 1000 + 100		
9. This statement is filed without the debtor's signature to perfect a security interest in collateral (check X, if so) <input type="checkbox"/> already subject to a security interest in another jurisdiction when it was brought into this state. <input type="checkbox"/> already subject to a security interest in another jurisdiction when debtor's location changed to this state.		
Filed with:  WILLIAMSON JOHN D. Signature(s) of Debtor(s)		GEMINI HOUSING, INC.  Signature(s) of Secured Party(ies) (Required only if filed without debtor's Signature-see Box 9)

(1) FILING OFFICER COPY - ALPHABETICAL