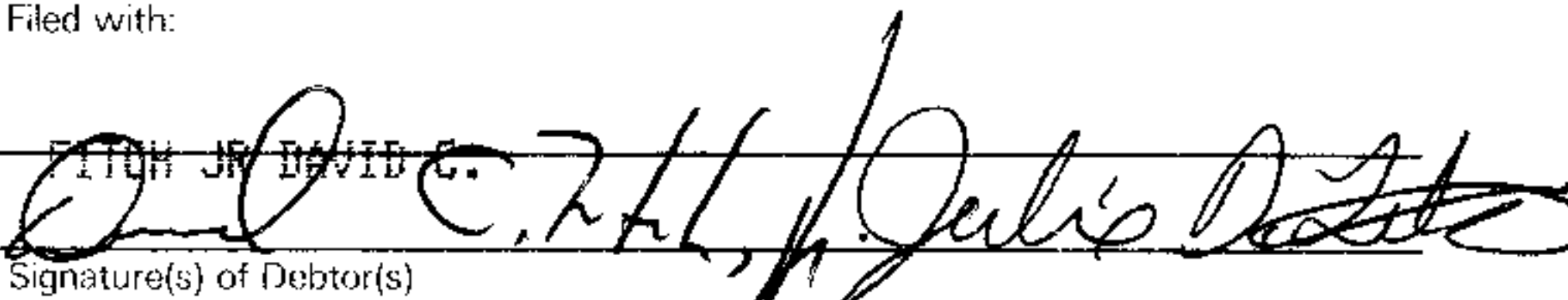
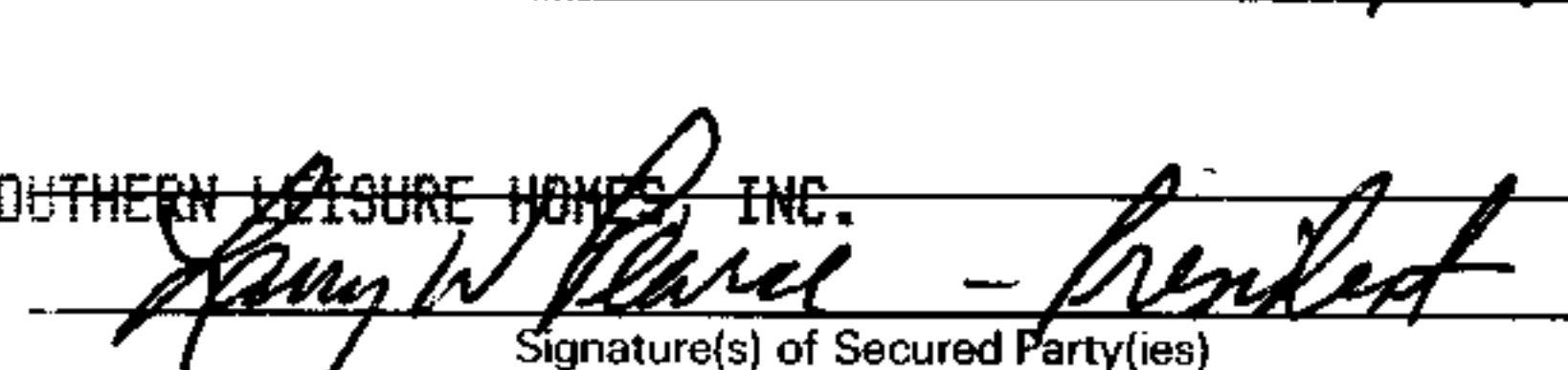


1. Debtor(s) (Last Name First) and address(es) FITCH JR DAVID C. FITCH JULIE D. LOT#53 GREEN PARK SOUTH MHP PELHAM AL 35124	2. Secured Party(ies) and address(es) SOUTHERN LEISURE HOMES, INC. 2964 HIGHWAY 31 SOUTH PELHAM, AL 35124	3. Filing Officer (Date, Time, No., and Filing Office) <div style="text-align: right;"> 1989 AUG 11 11:00 AM STATE OF ALA. SHELBY COUNTY I CERTIFY THIS INSTRUMENT WAS FILED 023614 </div>
4. <input type="checkbox"/> Debtor is a utility. COUNTY: SHELBY		

5. This financing statement covers the following types (or items) of property: 1989 CLAYTON HOMES, INC. SERIAL # CLA028202TN AND INCLUDING ALL FURNITURE, FIXTURES, APPLIANCES AND APPURTENANCES THEREIN AND THERETO; INCLUDING BUT NOT LIMITED TO THOSE ITEMS SPECIFIED ON THE MANUFACTURER'S INVOICE AND/OR PURCHASE AGREEMENT AND/OR RETAIL INSTALLMENT CONTRACT OR INSTALLMENT LOAN AGREEMENT "THIS FINANCING STATEMENT DOES NOT APPLY TO NONPURCHASE MONEY HOUSEHOLD GOODS AS ASSIGNEE: 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. MONTGOMERY, ALABAMA 36109	
6. Complete only when filing with the Judge of Probate: The initial indebtedness secured by this financing statement is \$ <u>13574.82</u> Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ <u>20.40</u>	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.	
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.	<input type="checkbox"/> which is proceeds of the original collateral described above in which a security interest is perfected. <input type="checkbox"/> acquired after a change of name, identity or corporate structure of debtor. <input type="checkbox"/> as to which the filing has lapsed.

Filed with:	
Signature(s) of Debtor(s)  (1) FILING OFFICER COPY ALPHABETICAL FITCH JULIE D.	Signature(s) of Secured Party(ies)  (Required only if filed without debtor's Signature-see Box 9)