

1. Debtor(s) (Last Name First) and address(es)
The Industrial Development Board of the City of Columbiana, City Hall 103 Mildred Street Columbiana, AL 35051

2. Secured Party(ies) and address(es)
SouthTrust Bank of Alabama, N.A. as Trustee P.O. Box 2554 Bham, AL 35290

3. For Filing Officer (Date, Time, Number, and Filing Office)

STATE OF ALA. SHELBY CO. I CERTIFY THIS INSTRUMENT WAS FILED
89DEC -8 PM 1:30
JUDGE OF PROBATE

024352

4. Debtor is a Utility

5. This statement refers to original Financing Statement bearing File No. 0107213
Filed with Judge of Probate Date Filed 12/14 1984
Shelby County

- 6. This statement covers timber to be cut, crops, or fixtures, and is to be cross-indexed in the real estate mortgage records.
- 7. Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above, is still effective.
- 8. Termination. Secured party no longer claims a security interest under the financing statement bearing file number shown above.
- 9. Assignment. The secured party's right under the financing statement bearing file number shown above to the property described in item 12 have been assigned to the assignee whose name and address appears in Item 12.
- 10. Amendment. Financing Statement bearing file number shown above is amended as set forth in Item 12.
- 11. Partial Release. Secured Party releases the collateral described in Item 12 from the financing statement bearing file number shown above.

12. SEE ATTACHED

21.00

No. of additional Sheets presented: 7

SOUTHTRUST BANK OF ALABAMA, N.A.

By: ~~SOUTHTRUST BANK OF ALABAMA, N.A.~~
Signature(s) Debtor (if necessary only if item 10 is applicable)

By: [Signature]
Signature(s) of Secured Party(ies)

STANDARD FORM — UNIFORM COMMERCIAL CODE — FORM UCC-3
Approved by The Secretary of State of Alabama

(1) FILING OFFICER — ALPHABETICAL

THIS FINANCING STATEMENT IS PRESENTED TO A FILING OFFICER FOR FILING PURSUANT TO THE UNIFORM COMMERCIAL CODE

1. Debtor (ies) name and address(es) The Industrial Development Board of the City of Columbiana City Hall 103 Mildred Street Columbiana, AL 35051		2. Secured Party (ies) and address(es) SouthTrust Bank of Alabama, National Association, as Trustee 1919 Morris Avenue Birmingham, AL Attn: Corporate Trust Dept.	Filing Officer (Date, Time, No., and Filing Office)
4. <input type="checkbox"/> Debtor's liability.			
5. This financing statement covers the following types (or items) of property: The items and types of property described on Exhibit A hereto, which together with Appendix I and Appendix II thereto, are incorporated herein by this reference.			
6. Complete only when filing with the Judge of Probate: The initial indebtedness secured by this financing statement is \$ 980,000 Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ 0.00		7. <input checked="" 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 type="checkbox"/> Products of Collateral are also covered.		No. of additional sheets presented _____	
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: Judge of Probate of Shelby County, Alabama THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF COLUMBIANA <i>[Signature]</i> Signature(s) of Debtor(s)		SOUTHTRUST BANK OF ALABAMA, NATIONAL ASSOCIATION, as Trustee Signature(s) of Secured Party (ies) (Required only if filed without debtor's Signature—see Box 9)	

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All of the properties, rights, titles and interests granted by The Industrial Development Board of the City of Columbiana (the "Board") as security to SouthTrust Bank of Alabama, National Association, as Trustee (the "Trustee") under and pursuant to that certain Mortgage and Indenture of Trust dated as of December 1, 1984, as hereafter amended or supplemented (the "Indenture") between the Board and the Trustee in order to secure the payment of all principal of (and premium, if any) and interest on the Board's Industrial Development Revenue Bond (Simsco, Inc. Project), Series 1984 (the "Bond") in the aggregate principal amount of \$980,000 issued and sold on December 14, 1984, including but not limited to any and all of the following:

A. All of the items of machinery, equipment and other tangible personal property required or permitted in the Lease Agreement (the "Lease") dated as of December 1, 1984 between Simsco, Inc. (the "Company") and the Board to be acquired and installed as part of the "Project" therein defined with proceeds from the sale of the Bond or any additional bonds issued under the Indenture or the proceeds of any payment by the Company pursuant to Section 4.6 of the Lease, and any item of machinery, equipment and other tangible personal property acquired and installed in substitution therefor and renewals and replacements thereof pursuant to the provisions of Sections 4.1, 6.1, 6.2, 7.1 or 7.2 of the Lease, less such machinery, equipment and other tangible personal property as may be released from the Lease pursuant to Section 6.2 of the Plant Lease or damaged or destroyed and not restored as provided in Section 7.1 of the Lease, or taken by exercise of the power of eminent domain as provided in Section 7.2 of the Lease, but not including any machinery, equipment and other tangible personal property not constituting part of, or installed so as not to constitute part of, the "Leased Property" (as defined in the Lease) under the provisions of Section 6.1(b) of the Lease.

B. The rights, titles and interests of the Board under and pursuant to the Lease, all lease rentals, revenues and receipts receivable by the Board from the "Leased Property" as defined in the Lease, including, without limitation, all rentals to be received by the Board from the leasing of such "Leased Property" and in particular the rentals to be received under and pursuant to and subject to the provisions of the Lease (excluding certain rights of indemnification pursuant to Section 6.5 of the Lease).

C. The Bond Fund (Account No. 185073368 maintained by and at the Trustee at its principal corporate office in Birmingham, Alabama), and all other funds and accounts established from time to time under the terms of the Indenture for the payment of the Bond and any additional bonds issued under the Indenture.

D. Any and all other real or personal property of every kind and nature from time to time hereafter by delivery or by writing of any kind conveyed, mortgaged, pledged, assigned or transferred, as and for additional security under the Indenture, by the Board or by anyone in its behalf, or with its written consent to the Trustee.

E. All proceeds, cash or noncash (including, but not limited to, all inventory, accounts, chattel paper, documents, instruments, equipment, fixtures, farm products, consumer goods and general intangibles acquired with cash proceeds of any of the property described above), of any of the foregoing types or items of property described in Paragraphs A, B, C or D above.

Some or all of the items and types of property described in paragraph A above are or may become fixtures to the real estate described on Appendix II. As of the date hereof, The Industrial Development Board of the City of Columbiana is the record owner of such real estate.

SouthTrust Bank of Alabama, National Association, as Trustee under the above-defined Indenture, and SouthTrust Bank of Alabama, National Association have entered into an Intercreditor Agreement regarding the security interests described above and security previously granted for commercial loans to Simsco, Inc. and affiliated corporations.

Information regarding the documents and properties referred to above may be obtained from SouthTrust Bank of Alabama, National Association, Corporate Trust Department, 1919 Morris Avenue, Birmingham, Alabama.

APPENDIX I - LEASED EQUIPMENT

I.

The equipment, machinery and other items of tangible personal property constituting the Leased Equipment to be acquired with the proceeds of the Series 1984 Bond includes the following:

Sand and Mold Handling System

- 1 HMP-20C Hunter Automated Machinery Corporation Match plate Molding Machine, Serial # A84P960
- 1 Bin Gate Car Hopper
- 1 Lot of Support steel for 2-1/2 G muller unit constructed by Vulcan Engineering Company per proposal #8408-13
- 1 12' - 6' x 17' service platform for 2-1/2 G muller unit, per Vulcan Engineering Company ("VEC") proposal # 8408-13
- 1 HMP-20 Feeder belt System (24" x 45') to carry sand from 2-1/2 G muller unit to molding machine, with lot sheaves, belts, belt guard and tail pulley guard, and belt scrapes, per VEC proposal #8408-13, plus
 - 24" over belt aerator driven by 7-1/2 HP 1200 RPM motor, mounted over 30" wide roll bed idlers
 - air operator plow
 - Surge hopper for sand from 2-1/2 G muller unit
- 1 Lot of Support steel for Hunter Automated Molding Machine Serial # A84P960
- 1 Model SCII Heavy Duty Mold Dump Conveyor
 - 7-1/2 HP, 1200 RPM TEFC motor
- 1 Model RS40 Rotary Didion Shake-out System per VEC proposal #8408-13

Return Sand Conveyor System per VEC proposal # 8408-13

- 1 Return Sand Belt, 24" wide x 32' - 0 c/c to carry return sand from Didion Shake-out unit to bucket elevator
- Lot Sheaves, belts, vee belt guard, tail pulley guard, belt scraper
- Conveyor frame
- Return sand hopper

Overbelt Magnetic Separator per VEC proposal # 8408-13

- 1 Overbelt magnetic separate, 24" wide x 8' - 0 c/c to remove tramp metal from sand
- Lot sheaves, belts for drive, vee belt guard, discharge chute

- 1 Return Sand Elevator, per VEC proposal # 8408-13 to carry return sand from return sand conveyor to screen on sand bin.
 - receiving chute
 - discharge chute
 - lot belts and sheaves
 - vee belt guard
 - zero speed switch
- 1 Lot of Support steel for sand bin screen
- 1 Over chute to handle core butts and tramp -- over sand bin screen
- 1 Tru-Flo II Automatic Continuous Mold Handling System (60 ft. centerlines)
 - 1 Mold dump
 - 1 30 HP Hydraulic Pumping Unit
 - 2 drive units
 - 60 gondolas with iron weights and jackets
 - 120 transit bottom board
 - 1 Automatic Hunter Board Return
 - 1 Solid state control panel

Electric Controls for Sand Handling System - per VEC proposal #8408-13

- 1 Sand System motor control panel (60" x 60" x 12")
- 1 Operator's control panel for Hunter Automated Molding Machine Serial # A84P960 (24" x 24" x 8")
- 1 Bull Ladle Hot Metal Track
 - Support steel for switch and track
- 1 Pouring Loop for Tru-Flo II Mold Handling System
- 1 Pouring platform for Tru-Flo II Molding Handling System
- 1 Pad for Return Sand Elevator

Lab Equipment

- 1 Nikon FM2 camera for microscope, #50 micro lens and flash dimensional gauges package
- 1 Steel support for tensile tester
- 1 Krautkramer-Branson ultrasonic tester
- 1 Kalamazoo Model S45 belt sander

- 1 Miscellaneous sand testing equipment
- 1 Set metal testing accessories for microscope
- 1 Set maintenance tools for Spectrometer and sand testing equipment
- 1 Isolation transformer for Spectrometer
- 1 Spectrolab VW Spectrometer, & LA34 Printer & Apple II Computer, spare kit, software (IMB-PC) for Spectrolab VW Spectrometer

Office furniture for laboratory
3 desks, various chairs, various tables

Office Equipment for laboratory
2 calculators, 1 typewriter

2 ITT telephones and terry phones (intercom)

- 1 Flat bed dump body fabricated by Fontaine Truck and Equipment Co.

Miscellaneous

Pattern racks
Digital printout system for cleaning room scales (Toledo Scales Model 2151, Serial # 537842)

II.

The following items of equipment have been transferred to the Board by Bill of Sale dated December 14, 1984 and shall constitute a portion of the Leased Equipment, but no portion of the acquisition costs of such equipment will be paid for from the proceeds of the Series 1984 Bond:

- 1 2-1/2 G Muller unit, Simpson, Serial # E-7212017
- 1 Spill sand conveyor system (part of "old" sand handling system)
- 1 60-ton sand bin for sand and mold handling system, fabricated by Morris Steel Products
- 1 Set of cleaning room scales, Toledo Scales Model 2151, Serial # 537842
- 1 1974 Ford LT8000 box dump truck, Serial # U81CVT25676

The real estate located in the City of Columbiana, Shelby County, Alabama, upon which the Plant is located and the Project will be installed, is described as follows:

A tract in the SW1/4 of the SW1/4 of Section 23, and the NW1/4 of the NW1/4 of Section 26, T-21-S, R-1-W, described as follows:

Commence at the Northwest corner of Section 26, T-21-S, R-1-W; thence run South, along the West line of said Section a distance of 848.46 feet to the Northwest right-of-way line of a County Road; thence turn an angle of 124 deg. 08 min. 58 sec. to the left and run along said right of way line, a distance of 825.60 feet, to the point of beginning; thence continue in the same direction, along said right-of-way line a distance of 460.73 feet; thence turn an angle of 55 deg. 31 min. 29 sec. to the left and run a distance of 366.10 feet; thence turn an angle of 90 deg. 00' to the right and run a distance of 105.00 feet; thence turn an angle of 90 deg. 00 min. to the left and run a distance of 210.00 feet; thence turn an angle of 70 deg. 10 min. to the left and run a distance of 152.83 feet; thence turn an angle of 70 deg. 10 min. to the right and run a distance of 269.00 feet; thence turn an angle of 69 deg. 02 min. to the left and run a distance of 283.76 feet; thence turn an angle of 20 deg. 58 min. to the left and run a distance of 76.08 feet; thence turn an angle of 90 deg. 00 min. to the left and run a distance of 1259.29 feet to the point of beginning. Situated in the SW1/4 of the SW1/4 of Section 23, and the NW1/4 of the NW1/4 of Section 26, Township 21 South, Range 1 West, Shelby County, Alabama, and contains 9.75 acres, being within the City limits of Columbiana, Alabama.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1984 DEC 14 PM 1:50

Thomas W. [Signature]
JUDGE OF PROBATE