

1. Debtor(s) (Last Name First) and address(es) Formerly Martin Marietta Facilities) Blue Circle, Inc. One Parkway Center Marietta, Ga 30067	2. Secured Party (ies) and address(es) The Industrial Development Board of the Town of Calera, Alabama	3. Filing Officer (Date, Time, No., and Filing Office) JUDGE OF PROBATE 30 MAY 25 PM 1:28 INSTRUMENT WAS FILED 025586
4. ☐ Debtor is a utility.		
5. This financing statement covers the following types (or items) of property:		

See Exhibit 1 attached hereto.

Complete only when filing with the Judge of Probate: 6. The initial indebtedness secured by this financing statement is \$ Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ <u>19.00</u>	7. ☐ 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: ☐ 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)	
☐ already subject to a security interest in another jurisdiction when it was brought into this state. ☐ already subject to a security interest in another jurisdiction when debtor's location changed to this state.	No. of additional sheets presented _____ ☐ which is proceeds of the original collateral described above in which a security interest is perfected ☐ acquired after a change of name, identity or corporate structure of debtor ☐ as to which the filing has lapsed
Filed with: JUDGE OF PROBATE - SHELBY COUNTY Blue Circle, Inc. By: <u>James R. M. Miller</u> Treasurer Signature(s) of Debtor(s)	THE INDUSTRIAL DEVELOPMENT BOARD OF THE TOWN OF CALERA, ALABAMA By: <u>William M. J. Smith</u> Chairman Signature(s) of Secured Party (ies) (Required only if filed without debtor's Signature—see Box 9)

(1) FILING OFFICER COPY-ALPHABETICAL

To be attached to Financing Statement between the Lessee as debtor and the Board as the secured party

EXHIBIT 1

All right, title and interest of Marietta Facilities, Inc., Debtor, in and to all fixtures, machinery, equipment and other tangible personal property, including, without limitation, the personal property described in the attached Exhibits B and C acquired or to be acquired with funds furnished by The Industrial Development Board of the Town of Calera, Alabama from the proceeds of the sale by said Board of its \$9,000,000 Industrial Development Revenue Bonds (Marietta Facilities, Inc. Pollution Control Project - 1973 Series) issued under and pursuant to an Indenture of Trust, dated as of June 1, 1973 from said Board to The First National Bank of Birmingham, Birmingham, Alabama, as Trustee, and located or to be located on the real property described in the attached Exhibit A, together with all accessions thereto, substitutions therefor, and replacements and repairs thereof.

The Security Agreement consists of a Lease Agreement, dated as of June 1, 1973 between the Board as Lessor, and Marietta Facilities, Inc., as Lessee.

EXHIBIT A

DESCRIPTION OF LEASED LAND

An easement for a term commencing as of June 1, 1973 and ending on June 1, 1993, upon and across the real estate located in Shelby County, Alabama and hereinafter described for the purposes set forth herein, to-wit:

TRACT I: *Cement Kiln Exit Baghouse*

An easement for the purpose of entering upon, constructing, operating and maintaining thereon a cement kiln exit baghouse consisting of a steel frame building with corrugated transite covering, on concrete foundation, together with connecting manifold ducts, and support structure for elevated dust bin and accessory equipment thereto, in, upon and across the following described real estate:

Beginning at the NE Corner of the NE $\frac{1}{4}$ of SE $\frac{1}{4}$, Section 24, Township 22 South, Range 3 West, thence S2°-29'E along the East line of said NE $\frac{1}{4}$ of SE $\frac{1}{4}$ for a distance of 214.35 feet to a point on said East line, thence S87°-30'W for a distance of 320.58 feet, thence N2°-30'W for a distance of 703.61 feet to the point of beginning, thence continuing N2°-30'W for a distance of 142.79 feet, thence S87°-30'W for a distance of 66 feet, thence S2°-30'E for a distance of 142.79 feet, thence N87°-30'E for a distance of 66 feet to the point of beginning.

TRACT II: *Clinker Cooler Baghouse*

An easement for the purpose of constructing, operating and maintaining a clinker cooler baghouse, an unenclosed, elevated concrete based steel column supported structure, containing metal housed bags for collecting of dust from clinker coolers and a support structure for elevated dust bin and accessory equipment thereto, in, upon and across the following described real estate:

Beginning at the NE Corner of the NE $\frac{1}{4}$ of SE $\frac{1}{4}$, Section 24, Township 22 South, Range 3 West, thence S2°-29'E along the East line of said NE $\frac{1}{4}$ of SE $\frac{1}{4}$ for a distance of 214.35 feet to a point on said East line, thence S87°-30'W for a distance of 330.92 feet, thence N2°-30'W for a distance of 73.24 feet to the point of beginning, thence S87°-30'W for a distance of 78.0 feet, thence S2°-30'E for a distance of 82.5 feet, thence N87°-30'E for a distance of 78.0 feet, thence N2°-30'W for a distance of 82.5 feet to the point of beginning.

TRACT III: *Lime Plant Baghouse (West)*

An easement for the purpose of entering upon, constructing, operating and maintaining thereon a lime kiln baghouse consisting of a steel frame building with corrugated transite covering, on concrete foundations, together with connecting manifold ducts and a support structure for an elevated dust bin and accessory equipment thereto, together also with an electrical equipment building and combination compressor building, in, upon and across the following described real estate:

Beginning at the NE Corner of the NE $\frac{1}{4}$ of SE $\frac{1}{4}$, Section 24, Township 22 South, Range 3 West, thence S2°-29'E along the East line of said NE $\frac{1}{4}$ of SE $\frac{1}{4}$ for a distance of 214.35 feet to a point on said East line, thence S87°-30'W for a distance of 901.75 feet, thence N2°-30'W for a distance of 334.92 feet to the point of beginning, thence N2°-30'W for a distance of 141.0 feet, thence S87°-30'W for a distance of 43.08 feet, thence S2°-30'E for a distance of 141.0 feet, thence N87°-30'E for a distance of 43.08 feet to the point of beginning.

TRACT IV: *Lime Plant Baghouse (East)*

An easement for the purpose of entering upon, constructing, operating and maintaining thereon a lime kiln baghouse consisting of a steel frame building with corrugated transite covering, on concrete

foundations, together with connecting manifold ducts, in, upon, and across the following described real estate:

Beginning at the NE Corner of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$, Section 24, Township 22 South, Range 3 West, thence S2°-29'E along the East line of said NE $\frac{1}{4}$ of SE $\frac{1}{4}$, for a distance of 214.35 feet to a point on said East line, thence S87°-30'W for a distance of 804.46 feet, thence N2°-30'W for a distance of 334.92 feet to the point of beginning, thence N87°-30'E for a distance of 21.04 feet, thence N2°-30'W for a distance of 95.0 feet, thence S87°-30'W for a distance of 21.04 feet, thence S2°-30'E for a distance of 95.0 feet to the point of beginning.

TRACT V: *Additional Easement Rights*

Such additional rights of easement in, upon and across lands of Martin Marietta Corporation which surround the easement tracts described in the preceding four paragraphs of this Exhibit A (the "Tracts") as may be required (i) for access and egress to and from the Tracts in connection with the construction, installation, operation, maintenance and lease on the Tracts, under Lease Agreement dated as of June 1, 1973 from The Industrial Development Board of the Town of Calera, Alabama to Marietta Facilities, Inc. (the "Lease Agreement"), of that part of the Facility and the Leased Equipment (as defined in the Lease Agreement) to be located on the Tracts, and (ii) for the construction, installation, operation, maintenance and lease in and upon said surrounding lands of any part of the Facility or any of the Leased Equipment which is not to be located on the Tracts.

It is the intention of the parties hereto that the easement herein described shall be construed as an easement in gross and not as a license, but that in the event any part hereof shall be found invalid as to the purpose intended, then the rights herein described shall be construed to be a lease of the real estate herein described for the term, the consideration and the conditions herein stated.

DESCRIPTION OF FACILITY

A. CEMENT PLANT

1. *Dust Collection—Conveyors to Top Mill Feed Silo*—1 baghouse, fan and necessary ancillary equipment
2. *Dust Collectors for Raw Mill Feeders and Conveying System*—2 baghouses, 2 fans and necessary ancillary equipment
3. *Dust Collectors—Top of Mill Feed Silos*—1 baghouse, fan and necessary ancillary equipment
4. *Dust Collectors—Miscellaneous Equipment in Raw Grinding Mill Circuit*—1 baghouse, fan and necessary ancillary equipment
5. *Dust Collectors—Raw Grinding Mill and Air Separator*—This system has three large units, 1 mechanical cyclone collector, 1 baghouse with a motor. Between these two units is a booster fan and necessary ancillary equipment
6. *Dust Collectors—Kiln Feed System*—1 baghouse, fan and necessary ancillary equipment
7. *Dust Collectors—Kiln Baghouse and Dust Handling*—2 Glass baghouses, Size 12-72 manufactured by American Air Filter Co. Each unit has a 550 HP Buffalo Forge fan and necessary ancillary equipment in addition there is one 200 T bin with a dustless unloader to service both units
8. *Dust Collectors—Clinker Coolers and Dust Handling*—2 Glass baghouses, Size 6-920, manufactured by American Air Filter Co. Each unit has a 400 HP fan with a common 80 Ton dust storage and pneumatic conveying system
9. *Dust Collectors—Clinker Conveying System*—1 baghouse, fan and necessary ancillary equipment
10. *Water Dust Suppression Units—Clinker Conveying System*—This unit is made up of mixing tanks, 2 water pumps, piping, nozzles, regulators, and heaters
11. *Dust Collectors—Finish Mill Clinkers Feed Bins*—2 baghouses and necessary ancillary equipment
12. *Dust Collectors—No. 4 and 5 Finish Mill Grinding Circuit*—Upgrade of all ancillary equipment on 2 existing collectors to comply with air pollution codes.
13. *Dust Collector—Top of Cement Silos*—6 baghouses, fans and necessary ancillary equipment
14. *Dust Collectors—Cement Storage Silos Sideloaders*—6 baghouses, new loading spouts, airslides and all necessary ancillary equipment

B. LIME PLANT

1. *Water-Dust Suppression Units Feed End Conveyor*—Necessary piping, nozzles, controls, regulators
2. *Dust Collectors—Kiln Baghouse, Dust Handling and Feed End Modifications*—3 Glass baghouses, Size 6-72 manufactured by American Air Filter Co. each unit has a 250 HP Buffalo Forge Fan, kiln feed end seals, temperature protection water spray

systems and all necessary ancillary equipment in addition there is a 170 Ton dust holding tank and pneumatic conveying system

3. *Dust Collection—Kiln Feed Equipment*—3 baghouses, fans, 3-pneumatic conveying systems and necessary ancillary equipment
4. *Dust Collector—Contract Cooler*—1 Glass baghouse, fan and necessary ancillary equipment
5. *Lime Hydrate Scrubber*—1-Size 5424 GPM 20 PSI, high efficiency scrubber with fan and necessary ancillary equipment
6. *Dust Collectors—Hydrate and Pebble Lime Out Bins*—6 units, fans and all necessary ancillary equipment

C. MISCELLANEOUS ITEMS

1. *Mine Water Purity Control System*—Consists of polymer tank, blending pump, automatic feed control and a turbidimeter
2. *Landscaping*—Planting grass, trees, etc.
3. *General Plant Work*—The installation and paving of service roads and expansion of water and drainage systems necessary for the Project
4. *Utilities*—A 46 percent interest (the portion allocable to the Project) in the switchgear, transformers, wiring and yard duct banks necessary to connect the Project to Alabama Power Company's new substation
5. *Miscellaneous Electrical Equipment*—Electrical equipment which will service the Project and certain production equipment being installed concurrently with the Project

Such related facilities as may be deemed necessary in the judgment of the Lessee or the Guarantor with respect to the Project

EXHIBIT C

DESCRIPTION OF LEASED EQUIPMENT

Miscellaneous equipment (other than that described in Exhibit B) connected to the Facility, as follows:

- (a) screw conveyors
- (b) electric motors with gear reducers
- (c) valves
- (d) material elevators
- (e) compressors
- (f) material pumps (pneumatic) for transporting collected material to storage facilities
- (g) bleed-in air dampers
- (h) instrumentation
- (i) electrical load centers
- (j) fans
- (k) spray water systems
- (l) dust collecting bins

Such other related miscellaneous equipment as may be deemed necessary in the judgment of the Lessee or the Guarantor with respect to the Project.

STATE OF ALA. SHERIFF
I CERTIFY THIS
INSTRUMENT WAS FILED
90 MAY 25 PM 1:28
Thomas A. Brinkley
JUDGE OF PROBATE