this financing statement is presented to a filing officer for filing pursuant to the uniform commercial code		
1. Debtor(s) (Last Name First) and address(s) Shelby Senior Housing, Inc. 2000-B SouthBridge Parkway Suite 200	2. Secured Party (ies) and address(es) Secretary of Housing & Urban Development Beacon Ridge Tower, Suite 300	
Birmingham, AL 35283	600 Beacon Parkway West	3
4. Debtor is a utility.	Birmingham, AL 35209	
5. This financing statement covers the following types (or its See Attached Exhibits A & B. Debtor is record owner of rea	oms) of property:	O28350 WALL SHEET WAS FILE WAS FILE WORLD OF PROBATE
Complete only when filing with the Judge of Probate: 6. The initial indebtedness secured by this financing statement is \$ 7. Mortgage tax due (15¢ per \$100.00 or fraction thereof) 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. No. of additional sheets p	resented
 This statement is filed without the debtor's signature to already subject to a security interest in another jurise brought into this state. already subject to a security interest in another debtor's location changed to this state. 	diction when it was	the original collateral described above in which a perfected in a series of name, identity or corporate structure of
Filed with: Judge of Probate - Shelby	County	
Shelby Senior Housing, Inc.	Secretary of Hou	ısing & Uppan Development
Robert J. Wilherson		
Signature(s) of Debtor(s) (i) FILING OFFICER COPY—ALPHABETIC	Required only if file	re(s) of Stuffed Party (les) Id without debtor's Signature—see Box 9)

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STATE OF ALABAMA SHELBY COUNTY

EXHIBIT B

A parce) of land situated in the N.E. 1/4 of Section 26, Township 21 South, Range 1 West, City of Columbiana, Bhelby County, Alabama, being more particularly described as follows:

Commence at an iron pin found at the intersection of the South right of way margin of Butler Street and the West right of way margin of Collins Street in the Town of Columbians, Alabams, said point being the POINT OF BEGINNING; thence proceed westerly along said South right of way margin of Butler Street for 424.87 feet to an iron pin found on the Easterly line of "J. H. Compton Subdivision" as recorded in Map Buok 3, Page 16 in the office of the Judge of Probate, Shelby County, Alabams; thence turn an angle left of 110°52'32" and proceed Southeasterly along said Easterly line of "J. H. Compton Bubdivision" for 759.48 feet to a point; thence turn an angle right of 36°36'21" and proceed Southeasterly 70.28 feet to a point on the Northerly right of way margin of Depot Street; thence turn an angle left of 73°29'33" and proceed Southeasterly along said Northerly right of way margin of Depot Street for 205.25 feet to an iron pin found on the Westerly right of way margin of Collins Street; thence turn an angle left of 122°15'31" and proceed Northerly along said Westerly margin of Collins Street for 886.77 feet to the POINT OF BEGINNING.

Containing 226,165 + square feet or 5.19 acres, more or less

Subject to any easements or rights of way that may exist.

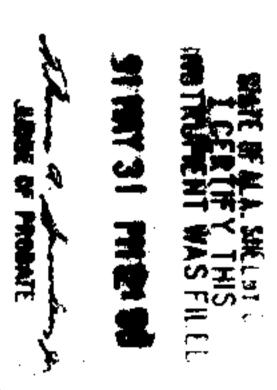


EXHIBIT "A"

All of the goods, equipment, furnishings, furniture, fixtures, chattels, and articles of personal property, including, without limitation, all building materials and supplies, furnaces, boilers, oil burners, refrigeration, air-condition and sprinkler systems, awnings, screens, window shades, motors, dynamos, incinerators, plants, and shrubbery and all other fixtures, whether personal property, inventory or fixtures, whether now owned or hereafter from time to time acquired by the Debtor, together with all substitutions, replacements, additions, attachments, accessories, accretions, their component parts thereto or thereof, all other items of like property and all accounts and contract rights covering or relating to any or all thereof, whether now in existence or hereafter arising, and relating to, situated or located on, or used or usable in connection with, the operation of FHA Project No.

"Project"), located in Columbiana, Alabama and more particularly described in Exhibit "B" attached hereto and made a part hereof.