

1. Return copy or recorded original to:

Warren C. Matthews
Burr & Forman
3000 SouthTrust Tower
420 North 20th Street
Birmingham, AL 35203

Pre-paid Acct. #

2. Name and Address of Debtor

(Last Name First if a Person)

Bissell Realty, Incorporated
c/o Mr. Harold E. Bissell
Air Engineers, Inc.
7249 Cahaba Valley Road
Birmingham, AL 35242

Social Security/Tax ID #

2A. Name and Address of Debtor

(IF ANY)

(Last Name First if a Person)

Social Security/Tax ID #

☐ Additional debtors on attached UCC-E

3. SECURED PARTY (Last Name First if a Person)

Bissell, Jean S.
P.O. Box 771
Tesuque, NH 87574-0771

Social Security/Tax ID #

☐ Additional secured parties on attached UCC-E

5. The Financing Statement Covers the Following Types (or items) of Property:

The items and types of property described on the Schedule attached hereto which, together with the Exhibit or Exhibits thereto, are incorporated herein by reference.

DEBTOR IS RECORD OWNER OF REAL ESTATE
CROSS--REFERENCE IN REAL ESTATE MORTGAGE RECORDS
ADDITIONAL SECURITY FOR MORTGAGE FILED SIMULTANEOUSLY HEREWITH

5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

Check X if covered: ☐ Products of Collateral are also covered.

6. 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
☐ 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.

7. Complete only when filing with the Judge of Probate:
The initial indebtedness secured by this financing statement is \$
Mortgage tax due (1% per \$100.00 or fraction thereof) \$

8. ☒ 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)

Signature(s) of Secured Party(ies)
(Required only if filed without debtor's Signature — see Box 6)

BISSELL REALTY, INCORPORATED

Signature(s) of Debtor(s)
By: *Harold E. Bissell*
Signature(s) of Debtor(s)
Its: *Harold E. Bissell*
Type Name of Individual or Business

Signature(s) of Secured Party(ies) or Assignee

Signature(s) of Secured Party(ies) or Assignee

Type Name of Individual or Business

(1) FILING OFFICER COPY — ALPHABETICAL
(2) FILING OFFICER COPY — NUMERICAL

(3) FILING OFFICER COPY — ACKNOWLEDGEMENT
(4) FILE COPY — SECOND PARTY(S)

(5) FILE COPY DEBTOR(S)

STANDARD FORM — UNIFORM COMMERCIAL CODE — FORM UCC-1
Approved by The Secretary of State of Alabama

THIS SPACE FOR USE OF FILING OFFICER
Date, Time, Number & Filing Office

91 OCT 31 PM 4:28
JUDGE OF PROBATE
SAFE DEPOSIT
I CERTIFY THIS
INSTRUMENT WAS FILED

029788

22.00 2/00

Tax being paid on mortgage filed simultaneously herewith

**SCHEDULE 1
TO
UCC-1 FINANCING STATEMENT**

1. All of Debtor's right, title and interest in and to certain real property (the "Real Estate") more particularly described in Exhibit A attached hereto and made a part hereof;
2. All of Debtor's title and interest in and to any and all buildings, constructions and improvements now or hereafter erected in or on the Real Estate, including the fixtures and those attachments, appliances, equipment, machinery and other articles that are attached to said buildings, constructions and improvements, all of which shall be deemed and construed to be a part of the realty;
3. All right, title and interest of Debtor in and to all of the items incorporated as part of or attributed or affixed to any of the Real Estate or any other interest of Debtor, whether now owned or hereafter acquired, in, to or relating to the Real Estate, in such a manner that such items are no longer personal property under the law of the state where the property is situated;
4. All personal property owned by the Debtor, including without limitation all goods (including without limitation equipment and inventory), accounts, chattel paper, documents, instruments and general intangibles, all as defined in the Uniform Commercial Code, wherever situated and whether or not owned by Debtor or acquired hereafter, together with all repair parts, replacements, substitutions, accessions, additions, attachments and improvements on or related to said property, and all proceeds thereof, with all of the rights of a secured party under the laws of the State of Alabama.
5. All rents, issues, profits, royalties, income and other benefits derived from the Real Estate (collectively, the "Rents"), now or hereafter existing or entered into;
6. All interests, estates or other claims, both in law and in equity, that Debtor now has or may hereafter acquire in the Real Estate including, but not limited to all of Debtor's interest in any and all options to purchase the Real Estate that Debtor may have or may hereafter acquire;
7. All easements, rights-of-way and rights now owned or hereafter acquired by Debtor used in connection with or as a means of access to the Real Estate including all rights pursuant to any trackage agreement and all rights to the nonexclusive use of common drive entries, and all tenements,

hereditaments and appurtenances of and to such easements rights-of-way and rights, and all water and water rights and shares of stock evidencing the same;

8. All interests of Debtor as lessor or sublessor (and similar interests) in and to all leases or subleases covering all or any portion of the Real Estate, now or hereafter existing or entered into, and all right, title and interest of Debtor under such leases and subleases, including, without limitation, all cash or security deposits, advance rentals, and deposits or payments of similar nature;
9. All right, title and interest now owned or hereafter acquired by Debtor in and to any greater estate in the Real Estate;
10. All right, title and interest now owned or hereafter acquired by Debtor in and to any land lying within the right-of-way of any street, open or proposed, adjoining the Real Estate, and any and all sidewalks, alleys and strips and gores of land adjacent to or used in connection with the Real Estate;
11. All rights and interests of Debtor in, to and under all plans, specifications, maps, surveys, studies, reports, permits, licenses, architectural, engineering and construction contracts, books of account, insurance policies and other documents, of whatever kind or character, relating to use, construction upon, occupancy, leasing, sale or operation of Real Estate; and
12. All of the estate, interest, right, title, other claim or demand, both in law and in equity, including claims or demands with respect to the proceeds of insurance, that Debtor now has or may hereafter acquire in the Real Estate, and other proceeds from sale or disposition of real or personal property hereby secured that Debtor now has or hereafter acquire and any and all awards made for the taking by eminent domain, or by any proceeding or purchase in lieu of eminent domain, of the whole or any part of the Real Estate, including any award resulting from a change of grade of streets and any award for severance damages.

BISSELL REALTY, INCORPORATED

By: _____

Its _____

[Handwritten signature]

EXHIBIT A

(Page 1 of 5 Pages)

PARCEL 1:

A parcel of land situated in Briarwood, A Commercial Subdivision, as recorded in Map Book 157, Pages 5 A, B, & C, in the Office of the Judge of Probate of Jefferson County, Alabama, being more particularly described as follows:

Commence at the Southwest corner of the Northwest Quarter of the Northwest Quarter of Section 4 Township 19 South, Range 2 West, Jefferson County, Alabama; thence run East along the South line of said quarter-quarter section for a distance of 640.95 feet to an iron pin found at the point of beginning, said point being on the Northwest right of way of Interstate 459; thence turn an angle to the right of $131^{\circ} 06' 40''$ and run in a Southwesterly direction along the Northwest right of way of said Interstate 459 for a distance of 540.56 feet to an iron pin; thence turn an angle to the right of $31^{\circ} 17' 52''$ and run in a Southwesterly direction for a distance of 285.27 feet to a point; thence turn an angle to the left of $22^{\circ} 19' 13''$ and run in a Southwesterly direction for a distance of 218.31 feet to an iron pin; thence turn an angle to the left of $15^{\circ} 57' 43''$ and run in a Southwesterly direction for a distance of 186.22 feet to an iron pin; thence turn an angle to the right of $11^{\circ} 37' 40''$ and run in a Southwesterly direction for a distance of 70.64 feet to an iron pin, said iron being on a curve to the right, having a central angle of $111^{\circ} 25' 09''$ and a radius of 50.00 feet; thence run in a Southwesterly to Northwesterly direction along the arc of said curve for a distance of 97.23 feet to an iron pin, said iron being on a compound curve to the right, having a central angle of $25^{\circ} 01' 07''$ and a radius of 150.00 feet; thence run in a Northwesterly direction along the arc of said curve for a distance of 65.50 feet to an iron pin, said iron being on a compound curve to the right, having a central angle of $41^{\circ} 44' 24''$ and a radius of 370.31 feet; thence run in a Northwesterly to Northeasterly direction along the arc of said curve for a distance of 269.77 feet to an iron pin; thence run radial to last stated curve in a Northwesterly direction for a distance of 10.00 feet to an iron pin; thence turn an angle to the right of $90^{\circ} 00' 00''$ and run in a Northeasterly direction for a distance of 697.74 feet to an iron pin, said iron being on a curve to the right, having a central angle of $36^{\circ} 20' 08''$ and a radius of 260.00 feet; thence run in a Northeasterly direction along the arc of said curve for a distance of 164.89 feet to an iron pin; thence run tangent to last stated curve in a Northeasterly direction for a distance of 308.01 feet to an iron pin, said iron pin being on a curve to the left, having a central angle of $30^{\circ} 04' 46''$ and a radius of 340.00 feet; thence run in a Northeasterly direction along the arc of said curve for a distance of 178.50 feet to an iron pin; thence turn an angle to the right of $151^{\circ} 02' 28''$ from the chord of last stated curve and run in a Southwesterly direction for a distance of 244.84 feet to the point of beginning.

EXHIBIT A

(Page 2 of 5 Pages)

PARCEL 11:

A parcel of land situated in Briarwood, A Commercial Subdivision, as recorded in Map Book 157, Pages 5 A, B, & C, in the Office of the Judge of Probate of Jefferson County, Alabama, being more particularly described as follows:

Commence at the Northeast corner of the Southeast Quarter of the Northeast Quarter of Section 5, Township 19 South, Range 2 West; thence run North $88^{\circ} 44' 31''$ West along the North line of said quarter-quarter section for a distance of 665.29 feet to a point; thence run South $00^{\circ} 16' 30''$ East for a distance of 526.32 feet to the point of beginning; thence continue along last stated course for a distance of 557.17 feet to a point; thence run North $62^{\circ} 45' 10''$ East for a distance of 49.73 feet to a point on a curve to the left having a central angle of $10^{\circ} 19' 30''$ and a radius of 768.18 feet; thence run in a Northeasterly direction along the arc of said curve for a distance of 138.43 feet to a point on a compound curve to the left having a central angle of $87^{\circ} 34' 46''$ and a radius of 50.00 feet; thence run in a Northeasterly to Northwesterly direction along the arc of said curve for a distance of 76.43 feet to a point on a reverse curve to the right having a central angle of $39^{\circ} 11' 10''$ and a radius of 260.00 feet; thence run in a Northwesterly to Northeasterly direction along the arc of said curve for a distance of 177.82 feet to a point; thence run South $85^{\circ} 57' 55''$ East for a distance of 10.00 feet to a point on a curve to the right having a central angle of $18^{\circ} 59' 27''$ and a radius of 470.31 feet; thence run in a Northeasterly direction along the arc of said curve for a distance of 155.89 feet to a point; thence run North $66^{\circ} 58' 29''$ West for a distance of 188.51 feet to the point of beginning.

EXHIBIT A

(Page 3 of 5 Pages)

PARCEL III:

Two parcels of land situated in D. N. Lee Estates as recorded in Map Book 3, Page 115, in the Office of the Judge of Probate, Shelby County, Alabama, also being in the South Half of the South Half of Section 29, and the North Half of the North Half of Section 32, Township 18 South, Range 1 West, being more particularly described as follows:

PARCEL A:

Commence at the Southwest corner of the Southwest Quarter of the Southeast Quarter of Section 29, Township 18 South, Range 1 West; thence run North along the West line of said quarter-quarter section for a distance of 309.85 feet to an iron pin set at the point of beginning, said point being on the Northwest right of way of Alabama Highway No. 119 known as Cabaha Valley Drive; thence continue along last stated course for a distance of 145.43 feet to an iron pin found; thence turn an angle to the right of $121^{\circ} 15' 15''$ and run in a Southeasterly direction for a distance of 68.20 feet to an iron pin found on the Northwest right of way of said Alabama Highway No. 119; thence turn an interior clockwise angle to the right of $84^{\circ} 21' 06''$ and run in a Northeasterly direction along said Northwest right of way for a distance of 6.88 feet to an iron pin set on a curve to the left having a central angle of $3^{\circ} 36' 08''$ and a radius of 5,530.14 feet; thence turn an interior clockwise angle to the right of $180^{\circ} 33' 45''$ to the chord of said curve and run in a Northwesterly direction along the arc of said curve and also along said Northwest right of way for a distance of 347.69 feet to a concrete monument found; thence turn an interior clockwise angle to the right of $178^{\circ} 12' 00''$ from the chord of last stated curve and run in a Northeasterly direction along said Northwest right of way for a distance of 93.82 feet to an iron pin set; thence turn an interior clockwise angle to the right of $101^{\circ} 23' 58''$ and run in a Northwesterly direction for a distance of 314.01 feet to an iron pin set on the West line of said quarter-quarter section; thence turn an interior clockwise angle to the right of $234^{\circ} 06' 35''$ and run in a Northerly direction along the West line of said quarter-quarter section for a distance of 320.53 feet to an iron pin set at the Northeast corner of the Southeast Quarter of the Southwest Quarter of said Section 29; thence turn an interior clockwise angle to the right of $89^{\circ} 22' 09''$ and run in a Westerly direction along the North line of said quarter-quarter section for a distance of 1,328.95 feet to an iron pin set at the Northwest corner of said quarter-quarter section; thence turn an interior clockwise angle to the right of $90^{\circ} 37' 24''$ and run in a Southerly direction along the West line of said quarter-quarter section for a distance of 1,077.56 feet to an iron pin found; thence turn an interior clockwise angle to the right of $89^{\circ} 23' 23''$ and run in an Easterly direction for a distance of 1,296.79 feet to an iron pin found on the Northwest right of way of said Alabama Highway No. 119; thence turn interior clockwise angle to the right of $118^{\circ} 32' 03''$ and run in a Northeasterly direction along said Northwest right of way for a distance of 68.38 feet to the point of beginning.

EXHIBIT A

(Page 4 of 5 Pages)

PARCEL III (continued):

PARCEL B:

Commence at the Southwest corner of the Southwest Quarter of the Southeast Quarter of Section 29, Township 18 South, Range 1 West; thence run North along the West line of said quarter-quarter section for a distance of 108.22 feet to an iron pin found, said point being the point of beginning; thence turn an interior clockwise angle to the right of $121^{\circ} 07' 13''$ and run in a Northwesterly direction for a distance of 15.05 feet to an iron pin set on the Southeast right of way of Alabama Highway No. 119 known as Cahaba Valley Road; thence turn an interior counterclockwise angle to the left of $93^{\circ} 04' 44''$ and run in a Northeasterly direction along said Southeast right of way for a distance of 308.49 feet to a concrete monument found, said monument being on a curve to the left having a central angle of $3^{\circ} 36' 04''$ and a radius of 5,610.27 feet; thence turn an interior counterclockwise angle to the left of $181^{\circ} 46' 01''$ to the chord of said curve and run in a Northeasterly direction along the arc of said curve and also along said Southeast right of way for a distance of 352.61 feet to an iron pin set; thence run tangent to last stated curve in a Northeasterly direction along said Southeast right of way for a distance of 481.96 feet to an iron pin set; thence turn an interior counterclockwise angle to the left of $81^{\circ} 30' 00''$ and run in a Southeasterly direction for a distance of 1,545.00 feet to an iron pin set in the centerline of Wyatt Spring Branch; thence turn an interior counterclockwise angle to the left of $99^{\circ} 16' 51''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 113.93 feet to an iron pin set; thence turn an interior counterclockwise angle to the left of $128^{\circ} 23' 39''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 116.75 feet to an iron pin set; thence turn an interior counterclockwise angle to the left of $230^{\circ} 22' 52''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 165.49 feet to an iron pin found; thence turn an interior counterclockwise angle to the left of $191^{\circ} 04' 46''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 67.26 feet to an iron pin found; thence turn an interior counterclockwise angle to the left of $209^{\circ} 16' 16''$ and run in a Southeasterly direction along the centerline of said Branch for a distance of 88.62 feet to an iron pin found; thence turn an interior counterclockwise angle to the left of $142^{\circ} 45' 01''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 211.09 feet to an iron pin found; thence turn an interior counterclockwise angle to the left of $151^{\circ} 31' 10''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 196.93 feet to an iron pin found; thence turn an interior counterclockwise angle to the left of $190^{\circ} 00' 32''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 117.86 feet to an iron pin found; thence turn an interior counterclockwise angle to the left of $187^{\circ} 36' 54''$ and run in a Southwesterly direction along the centerline of said Branch for a distance of 90.64 feet to an iron pin set; thence turn an interior counterclockwise angle to the left of $91^{\circ} 34' 12''$ and run in a Northwesterly direction for a distance of 1,410.77 feet to the point of beginning.

EXHIBIT A

(Page 5 of 5 Pages)

PARCEL IV:

The following described parcel of land situated in the Southwest Quarter of the Southeast Quarter of Section 29, Township 18 South, Range 1 West, Shelby County, Alabama, and being more particularly described as follows:

From the Southwest corner of said Southwest Quarter of Southeast Quarter run thence in a Northerly direction along the West line of said quarter-quarter section for a distance of 310.48 feet to the point of beginning of the parcel herein described; thence continue Northward along the same course as before for a distance of 144.91 feet; thence turn an angle to the right of 121 degrees 22 minutes 51 seconds and run Southeasterly 68.20 feet to the Northwest right-of-way line of Alabama Highway 119; thence turn an angle to the right of 86 degrees 38 minutes 31 seconds and run in a Southwesterly direction along said right-of-way line for a distance of 123.91 feet to the point of beginning.