

The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).

No. of Additional Sheets Presented:

This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.

1. Return copy or recorded original to:

Sonia Hall
~~XXXXXXXXXX~~
Najjar Denaburg, P.C.
2125 Morris Avenue
Birmingham, AL 35203

Pre-paid Acct # _____

2. Name and Address of Debtor

(Last Name First if a Person)

Sunny Stores, Inc.
Box W
Calera, AL 35040

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)

Central Bank of the South
701 So. 20th Street
Birmingham, AL 35233

Social Security/Tax ID # _____

Additional secured parties on attached UCC-E

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

All contracts and contract rights now existing or hereafter arising which are related to the operation of the property described in exhibit "A", reserving to Borrower, however, as long as Borrower is not in default, the right to receive the benefits of such contracts and said contract rights.

See Attached UCC-E Extension Form and Exhibit "A"

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:

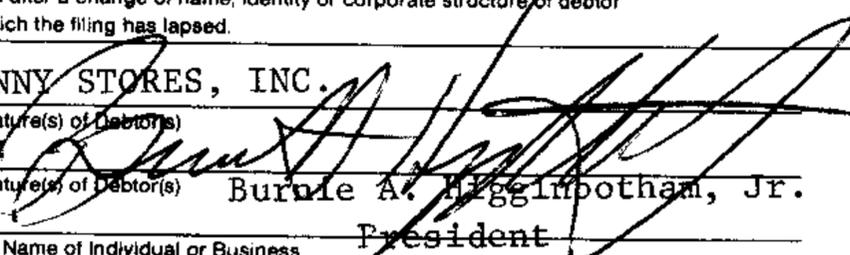
The initial indebtedness secured by this financing statement is \$ 550,000.00 given as additional security for mortgage filed with Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ 14.00 simultaneously here-

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)

SUNNY STORES, INC.

Signature(s) of Debtor(s)

By: 

Signature(s) of Debtor(s)

Burnie A. Higginbotham, Jr.

Type Name of Individual or Business

President

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

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

CENTRAL BANK OF THE SOUTH

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

030068

JUDGE OF PROBATE
91 DEC 12 PM 1:52
STATE OF ALA. SHELBY CO.
I CERTIFY THIS INSTRUMENT WAS FILED

1. Name and Address of Debtor (Last Name First if a Person)

Sunny Stores, Inc.
Box W
Calera, AL 35040

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

Social Security/Tax ID # _____

1A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)

Social Security/Tax ID # _____

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

Central Bank of the South
701 So. 20th Street
Birmingham, AL 35233

2B.

91 DEC 12 PM 1:52

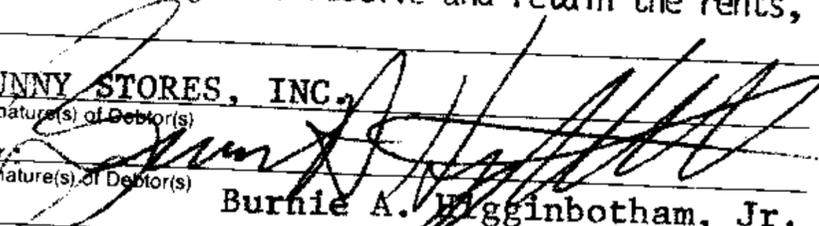
030068

5. This Additional Sheet covers the following Additional Types (or items) of Property:

All buildings, structures, and improvements of every nature whatsoever or hereafter situated on the property described in Exhibit "A", and all fixtures, fittings, building materials, machinery equipment, furniture and furnishings and personal property of every nature whatsoever now or hereafter owned by the Borrower and used or intended to be used in connection with or with the operation of the property, buildings, structures, or other improvements, including all extensions, additions, improvements, betterments, renewals, substitutions and replacements to any of the foregoing, whether such fixtures, fittings, building materials, machinery, equipment, furniture, furnishings, and personal property are actually located on or adjacent to the property described in Exhibit "A" or not and whether in storage or otherwise wheresoever the same be located. All funds, money, certificates, and other property of Borrower held by Secured Party in escrow or otherwise.

5A. Collateral Code:	_____	_____
	_____	_____
	_____	_____
	_____	_____
	_____	_____
	_____	_____
	_____	_____
	_____	_____

All leases and all rents, royalties, profits, issues, proceeds and revenues of the Mortgaged Property from time to time accruing, whether under leases or tenancies now existing or hereafter created, reserving to Borrower, however, so long as Borrower is not in default hereunder, the right to receive and retain the rents, issues and profits thereof.

SUNNY STORES, INC.
Signature(s) of Debtor(s)
By: 
Signature(s) of Debtor(s)
Burnie A. Higginbotham, Jr.
Type Name of Individual or Business
President

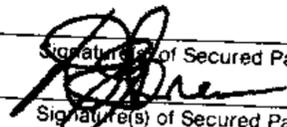
Signature(s) of Secured Party(ies) or Assignee

Signature(s) of Secured Party(ies) or Assignee
CENTRAL BANK OF THE SOUTH
Type Name of Individual or Business

EXHIBIT "A"

A parcel of land situated in the Southeast Quarter of Section 31, Township 19 South, Range 2 West, Huntsville Meridian, Shelby County, Alabama, and being more particularly described as follows:

Commence at the Southwest corner of the Southeast Quarter of said Section 31; thence in an Easterly direction, along and with the South line of Section 31, 1826.71 feet to a point; thence with a deflection of 122 degrees 59 minutes 55 seconds left (a right interior angle of 57 degrees 00 minutes 05 seconds) a distance of 399.97 feet to a point on the Northerly right of way margin of Oak Mountain Park Road; thence continue last described course a distance of 846.69 feet to the point of beginning; thence continue along last course 349.11 feet to a point; thence with a deflection of 91 degrees 18 minutes 39 seconds right, 160.0 feet to a point; thence with a deflection of 90 degrees 00 minutes 00 seconds right 349.02 feet to a point; thence with a deflection of 90 degrees 00 minutes 00 seconds right, 152.01 feet to the point of beginning, forming a closing interior angle of 91 degrees 18 minutes 39 seconds.

Situated in Shelby County, Alabama.

..\re\sunny.exe

James P. Henderson, Jr.
JUDGE OF PROBATE

91 DEC 12 PM 1:32

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