

STATE OF ALABAMA — UNIFORM COMMERCIAL CODE — FINANCING STATEMENT
FORM UCC-1 ALA.

Important: Read Instructions on Back Before Filling out Form.

<input type="checkbox"/> The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).		No. of Additional Sheets Presented: 1	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.																																				
1. Return copy or recorded original to: William B. Hairston III ENGEL HAIRSTON & JOHANSON P.O. Box 370027 Birmingham, Alabama 35237 Pre-paid Acct. # _____			<div style="writing-mode: vertical-rl; transform: rotate(180deg);">Inst # 1992-18228</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">08/27/1992-18228</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">09:15 AM CERTIFIED</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">SHELBY COUNTY JUDGE OF PROBATE</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">092 MCD 17:00</div>																																				
2. Name and Address of Debtor (Last Name First if a Person) LAKE HEATHER DEVELOPMENT CO., INC. 5104 Cyrus Circle Birmingham, Alabama 35242 Social Security/Tax ID # _____																																							
2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person) Social Security/Tax ID # _____																																							
<input type="checkbox"/> Additional debtors on attached UCC-E																																							
3. SECURED PARTY (Last Name First if a Person) COLONIAL BANK P.O. Box 1887 Birmingham, Alabama 35201-1887 (ATTN: Private Banking Group) Social Security/Tax ID # _____			4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) <input type="checkbox"/> Additional secured parties on attached UCC-E																																				
5. The Financing Statement Covers the Following Types (or Items) of Property: All now owned or hereafter acquired equipment, machinery, furniture, furnishings, fixtures, shelving, and office equipment which now are or are to become fixtures on the property described on Exhibit "A" attached hereto. The record owners of this real estate is LAKE HEATHER DEVELOPMENT CO., INC. (This filing is additional security for that certain mortgage filed contemporaneously herewith.) <div style="float: right; text-align: right;">5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing: <table style="margin-left: auto;"><tr><td style="border-bottom: 1px solid black; width: 20px;">5</td><td style="border-bottom: 1px solid black; width: 20px;">0</td><td style="border-bottom: 1px solid black; width: 20px;">0</td><td style="border-bottom: 1px solid black; width: 20px;">3</td><td style="border-bottom: 1px solid black; width: 20px;">0</td><td style="border-bottom: 1px solid black; width: 20px;">0</td></tr><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table></div>				5	0	0	3	0	0																														
5	0	0	3	0	0																																		
Check X if covered: <input checked="" type="checkbox"/> 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) <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.		7. Complete only when filing with the Judge of Probate: The initial indebtedness secured by this financing statement is \$ 2,730,000.00 Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ PAID BY MTG 8. <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)																																					
LAKE HEATHER DEVELOPMENT CO., INC. Signature(s) of Debtor(s) BY: <u>C. S. E.</u> Signature(s) of Debtor(s)		COLONIAL BANK Signature(s) of Secured Party(ies) or Assignee BY: <u>[Signature]</u> Signature(s) of Secured Party(ies) or Assignee																																					
Type Name of Individual or Business		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																																							

EXHIBIT "A"
TO
MORTGAGE
LOAN AND SECURITY AGREEMENT
FINANCING STATEMENT (UCC-1)
AFFIDAVIT AND SUBORDINATION AGREEMENT
CONTRACTOR'S CERTIFICATE ON HAZARDOUS SUBSTANCES
HAZARDOUS SUBSTANCES INDEMNIFICATION AND WARRANTY AGREEMENT

Borrower: LAKE HEATHER DEVELOPMENT CO., INC.
Lender: COLONIAL BANK

Part of the Southeast 1/4 of the Southeast 1/4 of Section 35, and the Southwest 1/4 of Section 36, Township 18 South, Range 2 West, also the Northeast 1/4 of the Northeast 1/4 of Section 2 and the Northwest 1/4 of Section 1, Township 19 South, Range 2 West, all being in Shelby County, Alabama, and being more particularly described as follows: Commence at the Southeast corner of the Southwest 1/4 of Section 36, Township 18 South, Range 2 West, Shelby County, Alabama and run West along the South line of same 1256.51 feet to a point; thence an angle left of 48 deg. 57 min. 40 sec. and run Southwesterly 50.54 feet to the point of beginning of the herein described tract; thence continue along last described course 532.12 feet to a point; thence an angle to the left of 12 deg. 56 min. 51 sec. and continue Southwesterly a distance of 415.00 feet to a point on the boundary of Lake Heather, said boundary being at a normal pool elevation of 495.00 MSL; thence turning to the right and running Southwesterly along the meanderings of the said boundary of Lake Heather a total distance of 10,250 feet, more or less, to a point; thence in a Southeasterly direction 590.00 feet to a point; thence an angle right of 28 deg. 30 min. and run in a Southwesterly direction 210.0 feet to a point; thence angle left 45.0 deg. and run in a Southeasterly direction a distance of 210.00 feet to the point of beginning; closing angle being 97 deg. 58 min. 15 sec.; being situated in Shelby County, Alabama.

Along with: All easements benefitting or serving the above property.

Subject To: i) 1993 Ad Valorem Taxes; ii) Title to all minerals within and underlying the Premises, together with all mining rights and other rights privileges and immunities relating thereto, including rights set out in Deed Book 5, Page 355, Deed Book 4, Page 442, and Deed Book 48, Page 427 in the Probate Office of Shelby County, Alabama, which are not owned by Mortgagor; and iii) Declaration of Protective Covenants recorded at Instrument No. 1992-18226 in the Office of the Judge of Probate of Shelby County, Alabama.

08/27/1992-18228
09:15 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

002 MCD 17.00