

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

Important: Read Instructions on Back Before Filling out Form.

REORDER FROM
Registre, Inc.
514 PIERCE ST.
P.O. BOX 218
ANOKA, MN. 55303
(612) 421-1713

<input type="checkbox"/> 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: JOSEPH W. MATHEWS, JR. LANGE, SIMPSON, ROBINSON & SOMERVILLE 417 20TH STREET NORTH, SUITE 1700 BIRMINGHAM, AL 35203 Pre-paid Acct. # _____			THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office Inst # 1994-07903 03/10/1994-07903 02:50 PM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 002 MCD 16.00
2. Name and Address of Debtor (Last Name First if a Person) HILL DENTAL COMPANY, INC. 2147 RIVERCHASE OFFICE ROAD BIRMINGHAM, AL 35244 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) FIRST ALABAMA BANK ATTN: COMMERCIAL LOAN DEPARTMENT 417 NORTH 20TH STREET BIRMINGHAM, AL 35203 Social Security/Tax ID # _____			4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) FILED WITH: JUDGE OF PROBATE, SHELBY COUNTY
<input type="checkbox"/> Additional secured parties on attached UCC-E			
5. The Financing Statement Covers the Following Types (or items) of Property:			

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF.

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

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

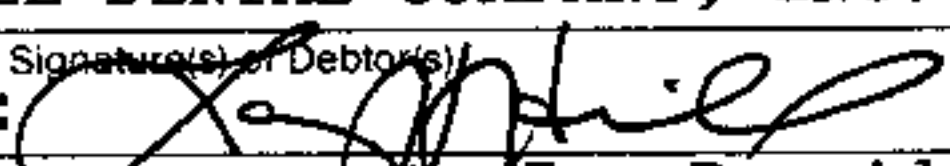
Check X if covered: <input type="checkbox"/> Products of Collateral are also covered.		7. Complete only when filing with the Judge of Probate: The initial indebtedness secured by this financing statement is \$ _____ Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ _____
6. This statement is 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.		8. <input 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)
HILL DENTAL COMPANY, INC. By:  Signature(s) of Debtor(s) Its President		Signature(s) of Secured Party(ies) or Assignee Signature(s) of Secured Party(ies) or Assignee Type Name of Individual or Business
Type Name of Individual or Business		Type Name of Individual or Business

EXHIBIT A
to UCC-1

Secured Party: First Alabama Bank
Debtor: Hill Dental Company, Inc.

All building materials, machinery, equipment, fixtures, fencing, fittings, and personal property of every kind and character acquired and owned by the Debtor and located upon the real property located in Shelby County, Alabama, more particularly described as follows:

Part of the South $\frac{1}{2}$ of Section 19, and part of the North $\frac{1}{2}$ of Section 30, all in Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

From the southeast corner of said Section 19 run in a westerly direction along the south line of said Section for a distance of 3,471.23 feet; thence turn an angle to the right of 90° and run in a northerly direction for a distance of 364.58 feet to an existing iron pin being the most westerly corner of the Acosta Sales property and being the point of beginning; thence turn an angle to the right of 159°-12' and run in a southeasterly direction along the west line of said Acosta Sales property for a distance of 318.56 feet to an existing iron pin being on the north right-of-way line of Parkway Lake Drive; thence turn an angle to the right of 104°-41' and run in a westerly direction along the north right-of-way line of Parkway Lake Drive for a distance of 6.41 feet to an existing iron pin and being the point of beginning of a curve, said curve being concave in a southeasterly direction and having a central angle of 21°-05'-07" and a radius of 567.32 feet; thence turn an angle to the left and run in a westerly and southwesterly direction along the arc of said curve for a distance of 208.78 feet, to the end of said curve; thence run in a southwesterly direction along a line tangent to the end of said curve and also being the northwest right-of-way line of Parkway Lake Drive for a distance of 205.25 feet to an existing iron pin; thence turn an angle to the right of 97° 05' 35" and run in a northwesterly direction for a distance of 512.40 feet to an existing iron pin; thence turn an angle to the right of 89° 19' 41" and run in a northeasterly direction for a distance of 415.71 feet to an existing iron pin being on the west line of the old Baptist Montclair property; thence turn an angle to the right of 91° 24' 20" and run in a southeasterly direction for a distance of 187.45 feet, more or less, to the point of beginning.

pursuant to that certain Loan Agreement, dated February 22, 1994 between Secured Party and Debtor.

The Secured Party is the record owner of the above-described real estate.

A portion of the above described property is comprised of fixtures. Accordingly, this financing statement is to be cross-indexed in the real property records in the office of the Judge of Probate of Shelby County, Alabama.

Inst. # 1994-07903

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03/10/1994-07903
02:50 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCE 16.00