

**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: _____	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.
1. Return copy or recorded original to: MR. JON K. SONMOR FIRST ALABAMA BANK - DOTHAN P. O. BOX 6507 DOTHAN, AL 36302		THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office <div style="text-align: center;"> <p>Inst # 1994-20026</p> <p>06/23/1994-20026</p> <p>02:37 PM CERTIFIED</p> <p>SHELBY COUNTY JUDGE OF PROBATE</p> <p>001 MCD 15.00</p> </div>
2. Name and Address of Debtor (Last Name First if a Person) BIRMINGHAM HIGHWAY 280 HOTEL, INC. AN ALABAMA CORPORATION P. O. BOX 5566 DOTHAN, AL 36302		
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 - DOTHAN P. O. BOX 6507 DOTHAN, AL 36302		
Social Security/Tax ID # _____		
<input type="checkbox"/> Additional secured parties on attached UCC-E		
5. The Financing Statement Covers the Following Types (or items) of Property: All equipment, machinery, furniture and fixtures now owned or later acquired by the Debtor, wherever located, together with all replacements of the foregoing and all accessories and parts now or later affixed to the foregoing or used in connection with the foregoing and all products or proceeds of the foregoing. This financing statement is part of a loan which contains a real estate mortgage in the face amount of \$2,000,000. Therefore, the mortgage tax of \$3,000 is being paid upon recordation of the real estate mortgage. The above referred collateral will be located at 707 Key Dr., Hwy. 280, Birmingham, AL. PURCHASE MONEY SECURITY INTEREST ALL FUTURE ADVANCES ARE COVERED BY THIS STATEMENT PROCEEDS OF COLLATERAL ARE ALSO COVERED BY THIS STATEMENT Check X if covered: <input checked="" type="checkbox"/> Products of Collateral are also covered. File with Judge of Probate of Shelby County, AL		4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) _____
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 \$ _____ Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ _____
BY: <u><i>Larry G. Blumberg</i></u> Signature(s) of Debtor(s) Larry G. Blumberg, President		BY: <u><i>Jon K. Sonmor</i></u> Signature(s) of Secured Party(ies) or Assignee Jon K. Sonmor, VP
BIRMINGHAM HIGHWAY 280 HOTEL, INC. AN ALABAMA CORPORATION Type Name of Individual or Business		FIRST ALABAMA BANK - DOTHAN Type Name of Individual or Business