

**STATE OF ALABAMA — UNIFORM COMMERCIAL CODE
STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — FORM UCC-3**

Important: Read Instructions on Back Before Filling out Form.

T33722

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|--|--|---|--|--|
| <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. THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office | |
| Return copy or recorded original to Jesse M. Williams, III P. O. Box 270 Montgomery, Alabama 36101-0270 | | | | |
| Pre-paid Acct. # _____ Name and Address of Debtor (Last Name First if a Person) Pelham (WH) Ventures, Inc. 201 Vulcan Road, Suite 110 Birmingham, Alabama 35209 | | Inst. # + 1995-11586 03:38 PM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 002 HOD 11:00 | | |
| Social Security/Tax ID # _____ A. Name and Address of Debtor (If ANY) (Last Name First if a Person) | | | | |
| Social Security/Tax ID # _____ B. Additional debtors on attached UCC-E | | | | |
| SECURED PARTY (Last Name First if a Person) Life Insurance Company of Georgia ING NA Investment Centre 300 Galleria Parkway - Suite 1200 Atlanta, Georgia 30339 | | 4. ASSIGNEE OF SECURED PARTY (If ANY) (Last Name First if a Person) | | |
| Social Security/Tax ID # _____ C. Additional secured parties on attached UCC-E | | | | |
| 5. (1) X This statement refers to original Financing Statement bearing file No. 1995-03813 Filed with Judge of Probate, Shelby County | | Date Filed Feb. 10 1995 | | |
| 6. <input type="checkbox"/> Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above, is still effective. 7. <input type="checkbox"/> Termination. Secured Party no longer claims a security interest under the financing statement bearing the file number shown above. 8. <input type="checkbox"/> Partial or <input checked="" type="checkbox"/> Full Assignment. The Secured Party's right under the financing statement bearing file number shown above to the property described in Item 11 or to all of the property listed on this file, is assigned to the assignee whose name and address appears in Item 4. 9. <input type="checkbox"/> Amendment. Financing statement bearing file number shown above is amended as set forth in Item 11. 10. <input type="checkbox"/> Partial Release. Secured Party releases the collateral described in Item 11 from the financing statement bearing file number shown above. | | | | |

The legal description is deleted and the legal description attached hereto is substituted therefor.

11A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

500

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

PELHAM (WH) VENTURES, INC.

R. M. Williams
Signature of Debtor (necessary only if Item 9 is applicable)

T. S. Williams
Signature of Debtor (necessary only if Item 9 is applicable)

LIFE INSURANCE COMPANY OF GEORGIA

M. Williams
Signature(s) of Secured Party(s)

Type Name of Individual or Business

EXHIBIT "A"

Commence at the Southwest corner of the Northeast one-quarter of the Southeast one-quarter of Section 14, Township 20 South, Range 3 West; thence run North along the West line of said Quarter-Quarter Section line for a distance of 536.56 feet to a point on the northwesterly right of way line of Parker Drive; thence turn an angle to the right of 41 degrees 28 minutes 50 seconds and run in a northeasterly direction along the northwesterly right of way line of Parker Drive for a distance of 390.82 feet to the point of beginning; thence continue northeasterly along last described course for a distance of 479.94 feet to its intersection with the southwesterly right of way line of the Atlantic Coast Line Railroad; thence turn an angle to the left of 90 degrees and run in a northwesterly direction along said right of way of said railroad for a distance of 106.00 feet to the point of commencement of a curve to the left, said curve having a central angle of 04 degrees 15 minutes 02 seconds and a radius of 2741.56 feet; thence run in a northeasterly direction along the arc of said curve and the southwesterly right of way of said railroad for a distance of 203.39 feet to the end of said curve; thence run along the tangent extended from said curve and the southwesterly right of way line of said railroad for a distance of 381.50 feet; thence turn an angle to the left of 85 degrees 45 minutes 23 seconds and run in a southwesterly direction for a distance of 39.93 feet; thence turn an angle to the right of 98 degrees 51 minutes 17 seconds and run in a northwesterly direction for a distance of 155.15 feet; thence turn an angle to the left of 17 degrees 02 minutes 34 seconds and run in a northwesterly direction for a distance of 97.75 feet; thence turn an angle to the left of 80 degrees 46 minutes 57 seconds and run in a southwesterly direction for a distance of 412.55 feet; thence turn an angle to the left of 90 degrees 01 minutes 36 seconds and run in a southeasterly direction for a distance of 250.01 feet; thence turn an angle to the right of 90 degrees and run in a southwesterly direction for a distance of 179.93 feet to a point on the northeastern right of way line of Stuart Lane; thence turn an angle to the left of 90 degrees 05 minutes 15 seconds and run along said right of way line in a southeasterly direction for a distance of 109.83 feet; thence turn an angle to the left of 89 degrees 53 minutes 26 seconds and run in a northeasterly direction 179.63 feet; thence turn an angle to the right of 89 degrees 57 minutes 55 seconds and run in a southeasterly direction for a distance of 579.71 feet to the point of beginning.

Together with all of Debtor's interest in and to that certain perpetual right and easement for water drainage conveyed to Debtor in that certain deed from Wayerhaeuser Company dated August 26, 1994, and recorded as Instrument No. 1994-27275, in the Office of the Judge of Probate of Shelby County, Alabama.

Inst. # 1995-11586

05/03/1995-11586
03:38 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 11.00