

NATIONSBANK, N.A.
6610 Rockledge Drive
Bethesda, Maryland 20817

FINANCING STATEMENT
Customer # _____

1. **To Be Recorded among the Financing Statement Records at:**
Shelby County, Alabama 35051

2. **Not Subject to Recordation Tax.**

3. **Debtor(s) Names(s) and Address(es):**

Carr, John E.
Carr, Susan E.
155 Weatherly Way
Pelham, Alabama 35124

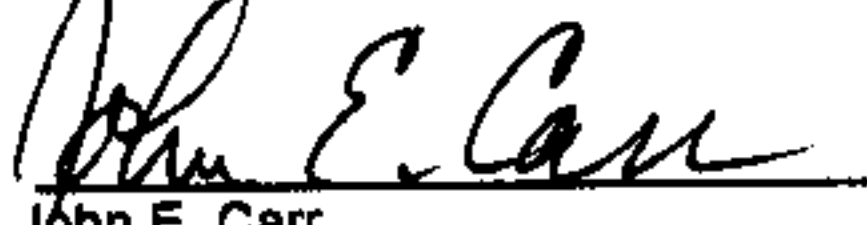
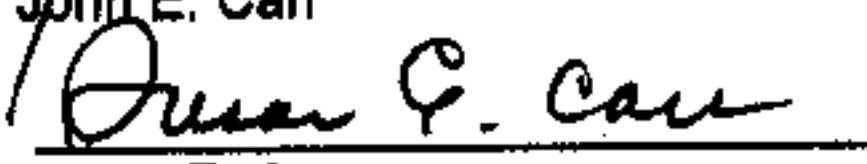
4. **Secured Party Name and Address:**

NationsBank, N.A.
6610 Rockledge Drive
Bethesda, MD 20817
ATTENTION: Loan Administration

5. **Collateral:** This Financing Statement covers and the Debtor hereby grants the Secured Party a security interest in the following property, including specifically, but without limitation: (a) all amounts now and in the future owed by the Secured Party or any affiliate of the Secured Party to the Debtor and/or on deposit in any account maintained by the Debtor with the Secured Party or any affiliate of the Secured Party; (b) all present and future substitutions, replacements, appurtenances, accessories and accessions relating to any of the following; (c) all of the Debtor's books, records, computer programs, other software, computer files and diskettes or disk storage media and rights under any and all licenses to use computer programs, software, files and hardware; (d) all proceeds (cash and noncash, including insurance proceeds) and products of all of the following in any form whatsoever; and (e) all accounts, chattel paper, instruments, inventory, general intangibles or other goods or property purchased or acquired with cash and/or non-cash proceeds of any of the following:

Specific Equipment. All of the Debtor's equipment and fixtures described on Schedule A attached hereto and made a part hereof by reference, together with all additions, parts, fittings, accessories, special tools, attachments and accessions now or hereafter affixed thereto and/or used in connection therewith, and all replacements thereof and substitutions therefor.

DEBTOR:


John E. Carr

Susan E. Carr

SECURED PARTY:

NationsBank, N.A.

By: 
Joanne Warner, Vice President

Inst # 1995-11808

05/05/1995-11808
01:05 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 19.00

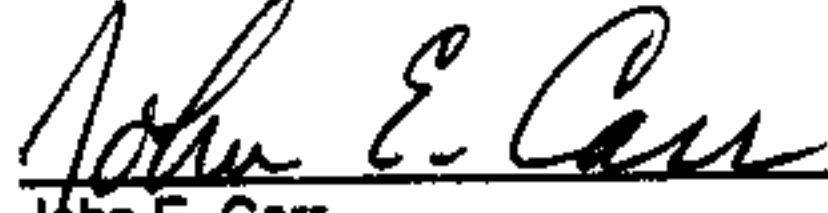
SCHEDULE A

THIS SCHEDULE A is attached to and made a part of a Financing Statement by and between John E. Carr, Susan E. Carr and NationsBank, N.A.

PROPERTY DESCRIPTION

1995, 38' 8" Bristol Sailboat, with Hull Number BTY00076A595, having a 1995 inboard 47 horse power Yanmar 3JH2-TBE diesel engine Serial Number 10812, including all Marine Accessories and Equipment now or hereafter acquired.

DEBTOR:



John E. Carr



Susan E. Carr

jec-fs2/oa/14

Inst # 1995-11808

05/05/1995-11808
01:05 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NCB 19.00