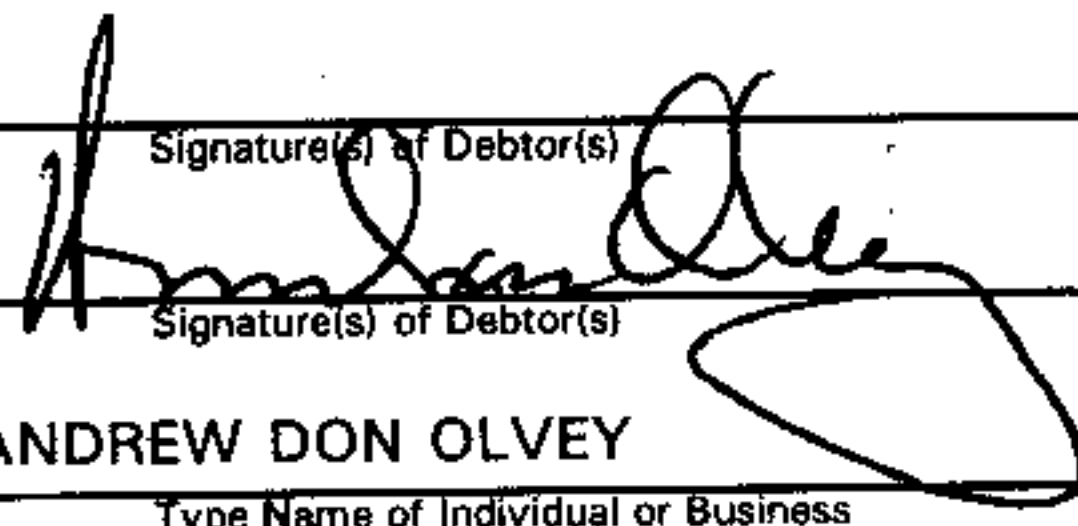


STATE OF ALABAMA -- UNIFORM COMMERCIAL CODE -- FINANCING STATEMENT  
FORM UCC-1 ALA.

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: Beth O'Neill Roy Lange, Simpson, Robinson & Somerville 1700 First Alabama Bank Bldg. Birmingham, AL 35203  Pre-paid Acct. # _____		THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office
2. Name and Address of Debtor (Last Name First if a Person) Andrew Don Olvey 1465 Gadsden Highway Birmingham, AL 35235  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 P. O. Box 10247 Birmingham, AL 35202  Social Security/Tax ID # _____		4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)  Filed with: Shelby County Probate
<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.		5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:  1 0 2 3 0 0 3 0 2 5 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 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 \$ 526,000.00  * Mortgage filed simultaneously herewith. Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ 0.00
		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)
Signature(s) of Debtor(s)  ANDREW DON OLVEY Type Name of Individual or Business		Signature(s) of Secured Party(ies) (Required only if filed without debtor's Signature - see Box 6)  Signature(s) of Secured Party(ies) or Assignee  Signature(s) of Secured Party(ies) or Assignee  Type Name of Individual or Business

07/18/1995-18896  
10:29 AM  
CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
003 SNA 17.00

EXHIBIT "A"

(i) All personal property, furniture, fixtures and equipment now or hereafter acquired and affixed to or located on the Property (described below) which, to the fullest extent permitted by law, shall be deemed fixtures and a part of the Property, (ii) all articles of personal property now or hereafter acquired by Debtor and used or usable in connection with the Property, and all materials delivered to the Property for use in any construction being conducted thereon, and owned by Mortgagor, (iii) all assignments of leases and rents, and (iv) all proceeds, products, replacements, additions, substitutions, renewals and accessions of any of the foregoing.

PROPERTY

Lot 3-A, according to the survey of Lots 1 through 7, Greystone Highlands Commercial Subdivision, as recorded in Map Book 20, page 25, in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

THIS PROPERTY DOES NOT CONSTITUTE THE HOMESTEAD OF MORTGAGOR OR HIS SPOUSE.

SUBJECT TO:

1. Ad valorem taxes for 1995, which are not due and payable until October 1, 1995, and taxes for subsequent years.
2. Unrecorded restriction, covenants and conditions of Greystone Highlands Commercial Subdivision.
3. Transmission Line Permit(s) to Alabama Power Company as shown by instrument(s) recorded in Deed 111 page 402; Deed 173 page 191; Deed 109 page 492; Deed 160 pages 418 and 403 and Deed 127 page 336 in Probate Office.
4. Right(s)-of-Way(s) granted to Shelby County by instrument(s) recorded in Deed 95 page 503 in Probate Office.
5. Easement(s) to South Central Bell as shown by instrument recorded in Deed 324 page 837 in Probate Office.
6. 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 349 page 230 and Deed 4 pages 486 and 488 in Probate Office.
7. Covenant and agreement for water service as set out in Real 235 page 611 in Probate Office.
8. Utility easement for Ebsco Industries to Cahaba Water Renovation Systems as set out in Real 42 page 223 in the Probate Office.

07/18/1995-18896  
10:29 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
003 SNA 17.00