

# 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: <b>6</b>	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.
1. Return copy or recorded original to:  <b>Gary W. Farris</b> <b>Burr &amp; Forman</b> <b>3100 SouthTrust Tower</b> <b>420 North 20th Street</b> <b>Birmingham, Alabama 35203</b>  Pre-paid Acct. # _____		<div style="writing-mode: vertical-rl; transform: rotate(180deg);">             Inst # 1995-22613               08/17/1995-22613              01:58 PM CERTIFIED              SHELBY COUNTY JUDGE OF PROBATE              007 MCD 22.00           </div>
2. Name and Address of Debtor (Last Name First if a Person)  <b>U.A.B. Restaurants, Inc.</b> <b>918 9th Avenue North</b> <b>Bessemer, Alabama 35020</b>  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. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person)  <b>SouthTrust Bank of Alabama, N.A.</b> <b>P.O. Box 2554</b> <b>Birmingham, Alabama 35290</b>  Social Security/Tax ID # _____		4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)      FILED WITH:
<input type="checkbox"/> Additional secured parties on attached UCC-E		
5. The Financing Statement Covers the Following Types (or items) of Property:  <div style="border: 1px solid black; padding: 5px; margin: 10px 0;">           All equipment and fixtures whether now owned or hereafter acquired including all equipment and fixtures located on or about or used in connection with the real estate described in exhibit A.         </div> <div style="float: right; text-align: right;">           5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:  <b>3 0 0</b> </div> <div style="clear: both;"></div> <div style="text-align: center; margin-top: 20px;"> <b>MTG 157 Page 738</b> </div>		
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) \$ _____  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) 		Signature(s) of Secured Party(ies) (Required only if filed without debtor's Signature — see Box 6) 
Signature(s) of Debtor(s) <b>U.A.B. Restaurants, Inc.</b> Type Name of Individual or Business		Signature(s) of Secured Party(ies) or Assignee <b>SouthTrust Bank of Alabama, National Association</b> Type Name of Individual or Business

EXHIBIT A

Bess-Lake Restaurants, Inc.  
105 River Square Plaza  
Hueytown, Alabama 35023

Famus Restaurants, Inc.  
1841 Ashville Road  
Birmingham, Alabama 35206

MPM Restaurants, Inc.  
7529 1st Avenue North  
Birmingham, Alabama 35206

U.A.B. Restaurants, Inc.  
3600 Lloyd Nolan Parkway  
Birmingham, Alabama 35064

U.A.B. Restaurants, Inc.  
1524 6th Avenue North  
Birmingham, Alabama 35233

Bess-Lake Restaurants, Inc.  
918 9th Avenue North  
Bessemer, Alabama 35020

G.H.S. Restaurants, Inc.  
290 Oxmoor Road  
Birmingham, Alabama 35209

G.H.S. Restaurants, Inc.  
3051 Highway 31 S  
Pelham, Alabama 35124

The property described above is more particularly described in the attached schedules.

The Southeasterly 65 feet of Lots 10 and 11, Block 20, according to the Survey of East Lake, as recorded in Map Book 1, age 217 in the Probate Office of Jefferson County.

## EXHIBIT A

### Parcel 1

Lot # 1 as shown by map or plat of Frank A. MusSECRITARY OF STATE ALABAMA  
recorded in Map Book D, page 68 in the Probate Office of St. Clair  
County, Pell City, Alabama, more particularly described as follows:  
Commence at the Southeast corner of the Southwest 1/4 of the Southeast  
1/4 of Section 10, Township 17 South, Range 1 East, St. Clair County,  
Alabama, and run in a Northerly direction along the East line of said  
1/4-1/4 section a distance of 660.00 feet to a point; thence turn a  
deflection angle of 90 degrees 00 minutes 00 seconds to the left and run  
in a Westerly direction a distance of 372.60 feet to a point on the  
westerly right of way line of US Highway # 411; thence turn a deflection  
angle of 100 degrees 50 minutes 00 seconds to the right and run in a  
Northerly direction along the Westerly right of way line of US Highway  
# 411 a distance of 350.00 feet to a point; thence turn a deflection  
angle of 90 degrees 00 minutes 52 seconds to the left and run in a  
Westerly direction a distance of 50.00 feet to the point of beginning;  
thence continue in a Westerly direction along the projection of the last  
described course a distance of 154.91 feet to a point; thence turn an  
interior angle of 170 degrees 58 minutes 49 seconds and run to the right  
in a Westerly direction a distance of 100.00 feet to a point; thence turn  
an interior angle of 97 degrees 31 minutes 50 seconds and run to the  
right in a Northerly direction a distance of 143.00 feet to a point;  
thence turn an interior angle of 91 degrees 48 minutes 12 seconds and run  
to the right in an Easterly direction a distance of 250.00 feet to a  
point; thence turn an interior angle of 89 degrees 40 minutes 17 seconds  
and run to the right in a Southerly direction a distance of 160.00 feet  
to the point of beginning.

### Parcel 2

Commence at the Southeast corner of th Southwest 1/4 of the Southeast 1/4  
of Section 10, Township 17 South, Range 1 East, St. Clair County, Alabama,  
and run in a Northerly direction along the East line of said  
1/4-1/4 section a distance of 660.00 feet to a point; thence turn an  
deflection angle of 90 deg., 00' 00" to the left and run in a Westerly  
direction a distance of 372.60 feet to a point on the Westerly  
right-of-way line of U.S. Highway #411; thence turn a deflection angle of  
100 deg., 50' 00" to the right and run in a Northerly direction along the  
Westerly right-of-way line of U.S. Highway #411 a distance of 300.00 feet  
to a point; thence turn a deflection angle of 90 deg., 00' 52" to the left  
and run in a Westerly direction a distance of 208.84 feet to a point;  
thence turn a deflection angle of 9 deg., 01' 11" to the right and run in  
a Westerly direction a distance of 62.44 feet to the point of beginning;  
thence turn a deflection angle of 99 deg., 00' 46" to the left and run in  
a Southerly direction a distance of 352.30 feet to a point; thence turn an  
interior angle of 99 deg., 05' 53" and run to the right in a Westerly  
direction a distance of 270.07 feet to a point; thence turn an interior  
angle of 90 deg., 36' 16" run to the right in a Northerly direction a  
distance of 428.88 feet to a point; thence turn an interior angle of 90  
deg., 37' 37" and run to the right in an Easterly direction a distance of  
77.60 feet to a point; thence turn an interior angle of 160 deg., 39' 28"  
and run to the right in a Southeasterly direction a distance of 265.89  
feet to the point-of beginning.

According to the June 2, 1986 survey of Thomas H. Gachet, AL P.E. & L.S. #  
6207.



EXHIBIT A  
(Continued)

**Parcel 3**

Also: The right of ingress and egress, together with a non-exclusive easement for whatever purposes over that portion of property described on said map as private driveway. Being more particularly described as follows: Commence at the Southeast corner of the Southwest 1/4 of the Southeast 1/4 of Section 10, Township 17 South, Range 1 East, St. Clair County, Alabama, and run in a northerly direction along the East line of said 1/4-1/4 section a distance of 660.00 feet to a point; thence turn a deflection angle of 90 degrees 00 minutes 00 seconds to the left and run in a Westerly direction a distance of 372.60 feet to a point on the Westerly right of way line of US Highway # 411; thence turn a deflection angle of 100 degrees 50 minutes 00 seconds to the right and run in a Northerly direction along the Westerly right of way line of US Highway # 411 a distance of 300 feet to the point of beginning; thence turn a deflection angle of 90 degrees 00 minutes 52 seconds to the left and run in a Westerly direction a distance of 208.84 feet to a point; thence turn an interior angle of 170 degrees 58 minutes 49 seconds and run to the right in a Westerly direction a distance of 103.94 feet to a point; thence turn an interior angle of 90 degrees 00 minutes 00 seconds and run to the right in a Northerly direction a distance of 50.00 feet to a point; thence turn an interior angle of 90 degrees 00 minutes 00 seconds and run to the right in a easterly direction a distance of 100.00 feet to a point; thence turn an interior angle of 189 degrees 01 minutes 11 seconds and run to the left in an Easterly direction a distance of 154.91 feet to a point; thence turn an interior angle of 269 degrees 59 minutes 08 seconds and run to the left in a Northerly direction a distance of 318.51 feet to a point; thence turn an interior angle of 99 degrees 55 minutes 30 seconds and run to the right in an Easterly direction a distance of 50.76 feet to a point on the Westerly right of way line of US Highway # 411; thence turn an interior angle of 80 degrees 04 minutes 30 seconds and run to the right in a southerly direction along the Westerly right of way line of said US Highway # 411 a distance of 377.25 feet to the point of beginning.

**Parcel 4**

Easement from Prem K. Gulati and Madron S. Ryals recorded in Deed Volume 159, Page 210, St. Clair County.

**Parcel 5**

Lot 21, according to the survey of Heatherwood, 4th Sector, as recorded in Map Book 9 page 163 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.  
Mineral and mining rights excepted.

## EXHIBIT B

All buildings, structures, and improvements of every nature whatsoever now or hereafter situated on the property described in Exhibit A, and all fixtures, machinery, equipment, furniture and furnishings and personal property of every nature whatsoever now or hereafter owned by the debtor and located in, on, or used or intended to be used in connection with or with the operation of said property, buildings, structures or other improvements, including all extensions, additions, improvements, betterments, renewals and replacements to any of the foregoing;

FS #262037R \*\*\*\*\*\$5.00  
DATE 11/06/87 01:30 PM  
SECRETARY OF STATE ALABAMA

and

All building materials, equipment, fixtures, fittings and personal property of every kind or character now owned or hereafter acquired by the debtor for the purpose of being used or useful in connection with the improvements located or to be located on the real estate described in Exhibit A, whether such materials, equipment, fixtures, fittings and personal property are actually located on or adjacent to said real estate or not, and whether in storage or otherwise, wheresoever the same may be located. Personal property herein conveyed and mortgaged shall include, but without limitation, all lumber and lumber products, bricks, building stones and building blocks, sand and cement, roofing material, paint, doors, windows, hardware, nails, wires and wiring, plumbing and plumbing fixtures, heating and air conditioning equipment and appliances, electrical and gas equipment and appliances, pipes and piping, ornamental and decorative fixtures, furniture, ranges, refrigerators, dishwashers, disposals, and in general all building materials and equipment of every kind and character used or useful in connection with said improvements;

TOGETHER with all easements, rights of way, gores of land, streets, ways, alleys, passages, sewer rights, waters, water courses, water rights and powers, and all estates, rights, titles, interest, privileges, liberties, tenements, hereditaments, and appurtenances whatsoever, in any way belonging, relating or appertaining to any of the property hereinabove described, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or hereafter acquired by the debtor, and the reversion and reversions, remainder and remainders, rents, issues, profits thereof, and all the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of the debtor of, in and to the same, including but not limited to:

(a) All rents, profits, issues and revenues of the property described in Exhibit A from time to time accruing, whether under leases or tenancies now existing or hereafter created; and

(b) All judgments, awards of damages and settlements hereafter made resulting from condemnation proceedings or the taking of the premises or any part thereof under the power of eminent domain, or for any damage (whether caused by such taking or otherwise) to the premises or the improvements thereon or any part thereof, or to any rights appurtenant thereto, including any award for change of grade or streets;

and

All debtor's rights in and to the plans and specifications for improvements constructed or to be constructed on such real property, debtor's books and records relating to such real property or construction of such improvements, and all contracts now or hereafter made by debtor relating to the real property or the construction, equipping, marketing, management, sale or lease of all or any part of the real property or improvements, and any letter of credit, bond, or other guarantee securing performance of the construction of all or any part of the improvements on such real property.

All equipment described in the attachments hereto which is to be installed in or used in connection with a restaurant located or to be located on Parcel 1 of Exhibit A.

FS A262037R \*\*\*\*\*\$5.00  
DATE 11/06/87 01:30 PM  
SECRETARY OF STATE ALABAMA

Inst # 1995-22613

08/17/1995-22613  
01:58 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
007 MCD 22.00