

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.

REORDER FROM
Register, 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: 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 Please return copy to: CT CORPORATION SYSTEM Attn. Rebecca Peirano 49 Stevenson Street, Ste. 300 San Francisco, CA 94105-2992			THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office																					
2. Name and Address of Debtor (Last Name First if a Person) Cencom of Alabama, L.P. 635 Maryville Centre Drive Suite 300 St. Louis, Missouri 63141			Post # 1995-25175 09/11/1995-25175 12:58 PM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 002 MCD																					
Pre-paid Acct. # _____																								
Social Security/Tax ID # _____																								
2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)			FILED WITH: Shelby County Judge of Probate																					
<input type="checkbox"/> Additional debtors on attached UCC-E			4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)																					
3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person) The Toronto-Dominion Bank Trust Company, as Administrative Agent for the Secured Parties listed on Schedule A attached hereto																								
Social Security/Tax ID # _____																								
<input type="checkbox"/> Additional secured parties on attached UCC-E																								
5. <input checked="" type="checkbox"/> This statement refers to original Financing Statement bearing File No. 025964																								
Filed with Shelby County Judge of Probate			Date Filed July 12, 1990																					
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 checked="" 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 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.																								
11.																								
11A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:																								
<table border="1"><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr><tr><td> </td><td> </td></tr></table>																								
Check X if covered: <input type="checkbox"/> Products of Collateral are also covered. 366532-5																								
Signature(s) of Debtor(s)			By: Martin J. Gurney																					
Signature(s) of Debtor(s) (necessary only if item 9 is applicable)			Title: THE TORONTO-DOMINION BANK TRUST COMPANY as Administrative Agent																					
Type Name of Individual or Business			Type Name of Individual or Business																					

SCHEDULE 1a

The Toronto-Dominion Bank
Trust Company, as Administrative Agent
42 Wall Street
New York, New York 10005

The Toronto-Dominion Bank
Trust Company, as Agent
42 Wall Street
New York, New York 10005

National Westminster Bank USA, as Agent
175 Water Street
New York, New York 10038

The Toronto-Dominion Bank
Three First National Plaza
19th Floor
70 West Madison Street
Chicago, Illinois 60602

Bank of Montreal, Chicago Branch
430 Park Avenue
New York, New York 10022

Credit Lyonnais Cayman Island Branch
1301 Avenue of the Americas
New York, New York 10019

Banque Paribas
2029 Century Park East
Suite 3900
Los Angeles, California 90067

Union Bank
445 South Figueroa Street
Los Angeles, California 90071-1602

and any assignees of the foregoing institutions as permitted under the Loan Agreement dated as of June, 1990, by and among Cencom of Alabama, L.P., a Delaware limited partnership, and the institutions described above.

Inst # 1995-25175