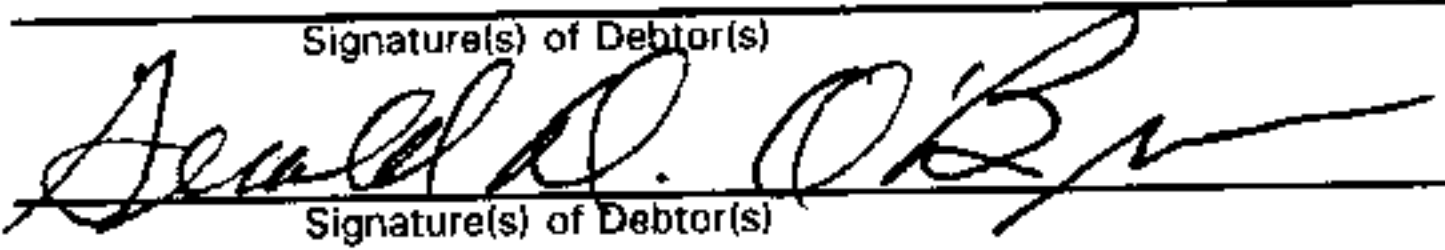


**STATE OF ALABAMA -- UNIFORM COMMERCIAL CODE -- FINANCING STATEMENT  
FORM UCC-1 ALA.**

**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: <u>1</u>	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 Building Birmingham, Alabama 35203  Pre-paid Acct. # _____		THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office  <div style="writing-mode: vertical-rl; transform: rotate(180deg);">             Inst # 1995-32446               11/09/1995-32446              09:40 AM CERTIFIED              SHELBY COUNTY JUDGE OF PROBATE              002 MCD 19.00           </div>
2. Name and Address of Debtor (Last Name First if a Person) Gerald Dennis O'Brien 5921 Greenwood Parkway Bessemer, Alabama 35020  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) Colonial Bank P. O. Box 1887 Birmingham, Alabama 35201  Social Security/Tax ID # _____		Filed with: Shelby County Judge of Probate  4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)
<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:  <div style="text-align: right;"> <u>1 0 2</u>  <u>3 0 0</u>  <u>3 0 2</u>  <u>5 0 0</u> </div>
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 <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 \$ <u>1,000,000.00</u> *Mortgage filed simultaneously herewith  Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ <u>0.00</u>
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 Secured Party(ies) (Required only if filed without debtor's Signature - see Box 6)		
Signature(s) of Debtor(s)  Signature(s) of Debtor(s) GERALD DENNIS O'BRIEN Type Name of Individual or Business	Signature(s) of Secured Party(ies) or Assignee  Signature(s) of Secured Party(ies) or Assignee  Type Name of Individual or Business	

UCC-1 EXHIBIT "A"

(i) All personal property, furniture, fixtures and equipment of Debtor 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 of Debtor 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

A part of the SE $\frac{1}{4}$  of the SW $\frac{1}{4}$  of Section 19, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

From the SE corner of said Section 19, run in a Westerly direction along the South line of said Section for a distance of 3,471.23 feet; thence turn an angle to the right of 90 degrees 00 minutes 00 seconds and run in a Northerly direction for a distance of 364.58 feet to an existing iron pin; thence turn an angle to the right of 77 degrees 37 minutes 20 seconds and run in a Northeasterly direction for a distance of 140.00 feet to the point of beginning, thence continue along the last described course 169.45 feet; thence turn an angle to the right of 82 degrees 13 minutes 37 seconds and run in a southeasterly direction for a distance of 356.18 feet to a point on the Northerly right of way of Parkway Lake Drive; thence turn an angle to the right of 109 degrees 52 minutes 28 seconds to the tangent of a curve to the left, said curve having a radius of 815.03 feet and run along said curve and said road right of way for a distance of 75.71 feet to the point of tangent; thence run along said tangent and said road right of way for 98.33 feet to an existing iron pin, said point being the SE corner of Acosta Sales, Inc. Property; thence turn an angle to the right of 75 degrees 58 minutes 41 seconds and run in a Northwesterly direction along the East line of Acosta Sales, Inc. Property for a distance of 333.55 feet to the point of beginning; being situated in Shelby County, Alabama.

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