

**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="font-size: 1.5em; font-weight: bold; transform: rotate(-10deg);"> 11/13/1995-32604 10:22 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 002 NCD 183.00 </div>
2. Name and Address of Debtor (Last Name First if a Person) Morningstar Child Development Center, Inc. 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 # _____		4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) Filed with: Shelby County Judge of 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: <div style="text-align: center;"> <u>3 0 0</u> <u>3 0 2</u> <u>3 0 3</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 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>110,000.00</u> Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ <u>165.00</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)		
By:  Signature(s) of Debtor(s) Gerald Dennis O'Brien, Its President Signature(s) of Debtor(s) Morningstar Child Development Center, Inc. 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

EXHIBIT "A"

All machinery, equipment, furniture, and fixtures of Debtor of every description now owned and hereafter acquired (excluding autos and trucks requiring titling) including, but not limited to, those items to be purchased from loan proceeds, and all products and proceeds (including insurance proceeds) or any of the foregoing.

Inst # 1995-32604

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