

Important: Read Instructions on Back Before Filling out Form.

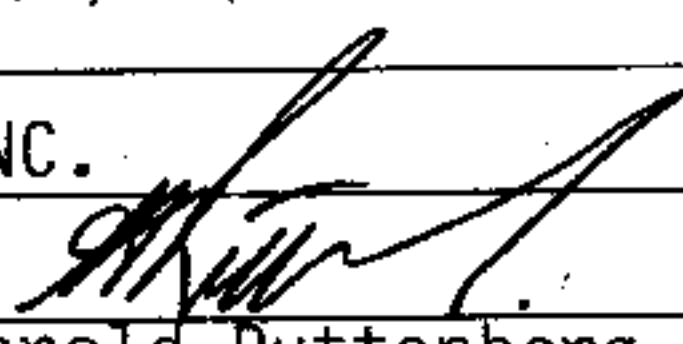
<input type="checkbox"/> The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).		No. of Additional Sheets Presented: 1	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.	
Return copy or recorded original to: Vajjar Denaburg, P.C. ATTN: KARREN UNDERWOOD 2125 Morris Avenue Birmingham, AL 35203			THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office	
Pre-paid Acct. # _____ Name and Address of Debtor (Last Name First if a Person) Just For Feet, Inc. 153 Cahaba Valley Parkway North Pelham, AL 35124 Social Security/Tax ID # _____			Inst # 1996-05362 02/20/1996-05362 10:21 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE DUE MCD 16.00	
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) Compass Bank P.O. Box 10566 Birmingham, AL 35296 ATTN: JANET BROCK Social Security/Tax ID # _____ <input type="checkbox"/> Additional secured parties on attached UCC-E			4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)	
5. The Financing Statement Covers the Following Types (or items) of Property: All rents, leases, profits and royalties from or relating to the property described in Exhibit "A". All contract and contract rights now existing or hereafter arising which are related to the property described in Exhibit "A", reserving to Borrower however, as long as Borrower is not in default, the right to receive the benefits of such contracts and said contract rights. <div style="text-align: right; font-size: small;">Enter (Code) From Back of Form That Best Describes The Collateral Covered By This Filing: _____ _____ _____ _____ _____ _____ _____ _____</div>				
Check X if covered: <input 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 \$ 1,361,100.00 Given as additional security for mortgage 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 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 COMPASS BANK Type Name of Individual or Business				
JUST FOR FEET, INC. Signature(s) of Debtor(s) BY:  Signature(s) of Debtor(s) Harold Ruttenberg, Its President JUST FOR FEET, INC. Type Name of Individual or Business				
(1) FILING OFFICER COPY — ALPHABETICAL (3) FILING OFFICER COPY — ACKNOWLEDGEMENT (2) FILING OFFICER COPY — NUMERICAL (4) FILE COPY — SECOND PARTY(S) (5) FILE COPY DEBTOR(S) STANDARD FORM — UNIFORM COMMERCIAL CODE — FORM UCC-1 Approved by The Secretary of State of Alabama				

EXHIBIT "A"

Part of Block 1 of Cahaba Valley Park North as recorded in Map Book 13, page 140, in the Probate Office of Shelby County, Alabama more particularly described as follows:

Commence at the centerline of P.T. Station 15+73.05 of Cahaba Valley Parkway and run Northwesterly along said centerline for 6.92 feet; thence 90 deg. 00 min. 00 sec. left and run Southwesterly for 30.00 feet to a point on the Westerly right of way line of said Cahaba Valley Parkway, said point being the point of beginning of the parcel herein described; thence continue Southwesterly along the last described course for 210.0 feet to a point on the Southwesterly line of said Block 1; thence 90 deg. 00 min. 00 sec. right and run Northwesterly along said line of Block 1 for 314.74 feet; thence 60 deg. 14 min. 00 sec. left and run Westerly along said line of Block 1 for 21.46 feet; thence 90 deg. 00 min. 00 sec. right and run Northerly for 225.0 feet to a point on the Southerly right of way line of said Cahaba Valley Parkway; thence 90 deg. 00 min. 00 sec. right and run Easterly along said right of way line for 52.10 feet to the beginning of a curve to the right, said curve subtending a central angle of 60 deg. 14 min. 00 sec. and having a radius of 142.39 feet; thence run Southeasterly along the arc of said curve and along said right of way line for 149.69 feet to the end of said curve; thence at tangent to said curve run Southeasterly along said right of way line for 371.24 feet to the point of beginning; being situated in Shelby County, Alabama.

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