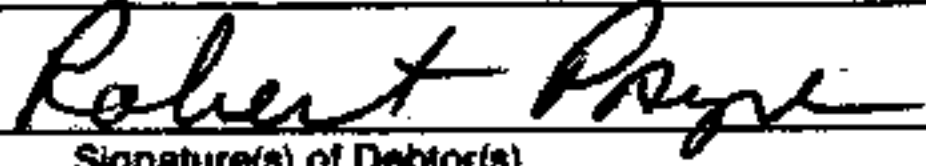



STATE OF ALABAMA — UNIFORM COMMERCIAL CODE — FINANCING STATEMENT  
FORM UCC-1 ALA.

UCC-1 C91 (AL)

**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:	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.
<b>1. Return copy or recorded original to:</b> <b>NORWEST FINANCIAL-701<sup>T</sup></b> 534 WEST TOWN PLAZA P.O. BOX 690 BESSEMER, ALABAMA 35021  Pre-paid Acct # _____		<div style="writing-mode: vertical-rl; transform: rotate(180deg);">Inst # 1996-34398</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">10/15/1996-34398</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">12:40 PM CERTIFIED</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">SHELBY COUNTY JUDGE OF PROBATE</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">16.35</div> <div style="writing-mode: vertical-rl; transform: rotate(180deg);">001 MCD</div>
<b>2. Name and Address of Debtor:</b> (Last Name First if a Person)  PAYNE, ROBERT 1320 8TH ST SW ALABASTER, AL 35007  Social Security/Tax ID # _____		
<b>2A. Name and Address of Debtor:</b> (IF ANY) (Last Name First if a Person)     Social Security/Tax ID # _____		
<input type="checkbox"/> Additional debtors on attached UCC-E		
<b>3. SECURED PARTY (Last Name First if a Person)</b> <b>NORWEST FINANCIAL-701<sup>T</sup></b> 534 WEST TOWN PLAZA P.O. BOX 690 BESSEMER, ALABAMA 35021 Social Security/Tax ID # _____		<b>4. ASSIGNEE OF SECURED PARTY</b> (IF ANY) (Last Name First if a Person)
<input type="checkbox"/> Additional secured parties on attached UCC-E		
<b>5. The Financing Statement Covers the Following Types (or items) of Property:</b> (Check Applicable Boxes)  <input type="checkbox"/> All of the debtors' household goods and sports/recreation equipment now located at the debtors' address shown above except those items prohibited by the Federal Trade Commission's Credit Practices Rule.  <input checked="" type="checkbox"/> The following property located in or about debtors' premises at their address set forth above: 1-1965 FORD MUSTANG 2DR VIN #5F070678444  Check X if covered: <input type="checkbox"/> Products of Collateral are also covered.		
<b>6. This statement is filed without the debtor's signature to perfect a security interest in collateral (check X, if so)</b> <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.		<b>7. Complete only when filing with the Judge of Probate:</b> The initial indebtedness secured by this financing statement is \$ <u>867.80</u> Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ <u>1.35</u>  <b>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)</b>
<div style="text-align: center;"> _____ Signature(s) of Debtor(s)  _____ Signature(s) of Debtor(s)  Type Name of Individual or Business</div>		<div style="text-align: center;"> _____ Signature(s) of Secured Party(ies) or Assignee NORWEST FINANCIAL ALABAMA, INC _____ Type Name of Individual or Business</div>

(1) FILING OFFICER COPY — ALPHABETICAL  
(2) FILING OFFICER COPY — NUMERICAL

(3) FILING OFFICER COPY — ACKNOWLEDGEMENT  
(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