

**STATE OF ALABAMA UCC-1 FINANCING STATEMENT**  
This FINANCING STATEMENT is presented for filing pursuant to the Uniform  
Commercial Code of the State of Alabama

1. DEBTOR (Last Name First - If An Individual) <b>Power Paper Box, Inc.</b>	1A. SOC SEC NO OR ID NO [REDACTED]
1B. MAILING ADDRESS <b>2812 Sterling Way</b>	
1C. CITY, STATE <b>Birmingham, Alabama</b>	1D. ZIP CODE <b>35242</b>
1E. DEBTOR'S TRADE NAMES OR STYLES (IF ANY)	1F. SOC SEC NO OR ID NO

2. SECURED PARTY Name: <b>The CIT Group/Credit Finance, Inc.</b> Mailing Address: <b>10 South La Salle Street</b> <b>Chicago, IL 60603</b>
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2A. SECURED PARTY SOC SEC NO OR ID NO [REDACTED]
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3. ASSIGNEE OF SECURED PARTY Name: Mailing Address:
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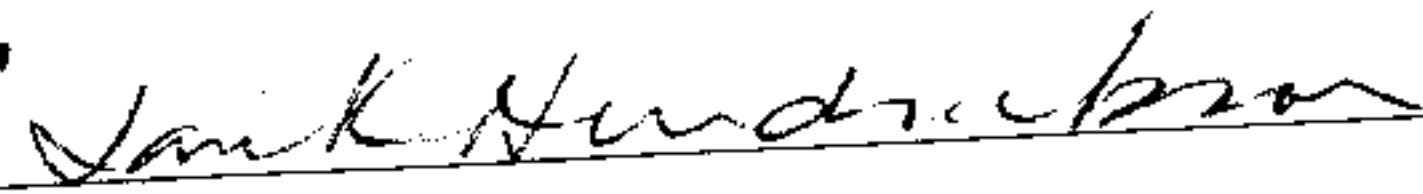
4. This FINANCING STATEMENT covers the following types or items of property:


All accounts, contract rights, general intangibles, inventory, equipment, documents, instruments, chattel paper, farm products, money and deposit accounts, all whether now in existence or hereafter arising, and all proceeds and products thereof, and wherever located, including without limitation that set forth on Exhibit A attached hereto.

4A. CHECK IF APPLICABLE: ☒ PRODUCTS OF COLLATERAL ARE ALSO COVERED.  
☒ PROCEEDS OF COLLATERAL ARE ALSO COVERED.

5. FILING JURISDICTION

**Judge of Probate Court, Shelby County Alabama**

SIGNATURE(S) OF DEBTOR <b>Power Paper Box, Inc.</b>  By: <b>Jan Hendrickson</b> Title: <b>President</b>	DATE: <b>March 6, 1997</b>
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SIGNATURE(S) OF SECURED PARTY <b>The CIT Group/Credit Finance, Inc.</b>  By: <b>Robert P. Handler</b> Title: <b>Vice Pres./Regional General Counsel</b>
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**Return # 58243**  
**National Code Corporation**  
**225 W. 34th St., Suite 2110**  
**New York, N.Y. 10122**  
**(800) 221-0102 (212) 947-7200**

Prepared with UCC Master Software - Snowmass Software, Inc.,  
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For Use By Filing Officer Only

Inst # 1997-08188

03/17/1997-08188  
PM CERTIFIED  
02:48 PM JUDGE OF PROBATE  
SHELBY COUNTY JUDGE  
JOS NEL

**Exhibit A**  
**to UCC-1 Financing Statement**  
**between**

**Debtor: Power Paper Box, Inc.**  
**Secured Party: The CIT Group/Credit Finance, Inc.**

This financing statement covers the following types (or items) of property of the Debtor, wherever located:

All now owned and hereafter acquired right, title and interest of Debtor in, to and in respect of all: accounts, interests in goods represented by accounts, returned, reclaimed or repossessed goods with respect thereto and rights as an unpaid vendor; contract rights; investment property; chattel paper; general intangibles (including, but not limited to, tax and duty refunds, registered and unregistered patents, trademarks, service marks, copyrights, trade names, applications for the foregoing, trade secrets, goodwill, processes, drawings, blueprints, customer lists, licenses, whether as licensor or licensee, choses in action and other claims, and existing and future leasehold interests in equipment, real estate and fixtures); documents; instruments; letters of credit, bankers' acceptances or guaranties; cash monies, deposits, securities, bank accounts, deposit accounts, credits and other property now or hereafter held in any capacity by Secured Party, its affiliates or any entity which, at any time, participates in Secured Party's financing of Debtor or at any other depository or other institution; agreements or property securing or relating to any of the items referred to above;

All now owned and hereafter acquired right, title and interest of Debtor in, to and in respect of goods, including but not limited to:

All inventory, wherever located, whether now owned or hereafter acquired, of whatever kind, nature or description, including all raw materials, work-in-process, finished goods, and materials to be used or consumed in debtor's business; and all names or marks affixed to or to be affixed thereto for purposes of selling same by the seller, manufacturer, lessor or licensor thereof:

All equipment and fixtures, wherever located, whether now owned or

hereafter acquired, including, without limitation, all machinery, equipment, motor vehicles, furniture and fixtures, and any and all additions, substitutions, replacements (including spare parts), and accessions thereof and thereto;

All consumer goods, farm products, crops, timber, minerals or the like (including oil and gas), wherever located, whether now owned or hereafter acquired, of whatever kind, nature or description;

All now owned and hereafter acquired right, title and interests of Debtor in, to and in respect of any real or other personal property in or upon which Secured Party has or may hereafter have a security interest, lien or right of setoff;

All present and future books and records relating to any of the above, including, without limitation, all computer programs, printed output and computer readable data in the possession or control of the Debtor, any computer service bureau or other third party;

All products and proceeds of the foregoing in whatever form and wherever located, including, without limitation, all insurance proceeds and all claims against third parties for loss or destruction of or damage to any of the foregoing.

All terms used above which are defined in the Uniform Commercial Code shall have the meaning therein stated.

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SHELBY COUNTY JUDGE OF PROBATE  
003 MEL 17.00