

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:	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.	
1. Return copy or recorded original to: R. Stephen Griffis, Esq. 215 North 21st Street, Ste. 805 Birmingham, AL 35203 Pre-paid Acct. # _____			THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office <div style="text-align: center;">Inst # 1997-27772</div> <div style="text-align: center;">08/29/1997-27772 12:51 PM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 17.00 003 HEL</div>	
2. Name and Address of Debtor (Last Name First if a Person) Michael E. Osborn 4621 Highway 280 Birmingham, AL 35242 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) Mark E. Osborn 4766 Hwy 280 Birmingham, AL 35242 Social Security/Tax ID # _____			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: All equipment and fixtures utilized under the lease for operation of Alabama Custom Car Wash, Inc., including but not limited to those items on Exhibit "A". This is additional collateral. The lien of Mark E. Osborn is subordinate to the lien of Colonial Bank. THIS IS A FIXTURE FILING REAL ESTATE DESCRIBED ON EXHIBIT "B" <div style="float: right; text-align: right;">Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing: 300 500</div>				
Check X if covered: <input type="checkbox"/> Products of Collateral are also covered.			7. Complete only when filing with the Judge of Probate: The initial indebtedness secured by this financing statement is \$ _____ Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ _____	
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.			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 Debtor(s) Michael E. Osborn Type Name of Individual or Business			Signature(s) of Secured Party(ies) or Assignee Mark E. Osborn Type Name of Individual or Business	

CUSTOM CAR WASH
4621 U. S. Highway 280 East
Birmingham, Alabama 35243

EQUIPMENT LIST

<u>Quantity</u>	<u>Description</u>
1	Hanna Car Wash System, including Model 1100 Hydraulic Power Unit, Top Rotary Washer and Water Reclaim Unit
1	Gasoline Storage and Delivery System, including tanks set, product piping and dispensers
2	Sales Carts
1	Customer Service Cart
1	Thermax Unit Model #202; Serial #24720
3	Four-Drawer File Cabinets (Black in color)
1	Floor Safe (Black in color)
1	Texas Instruments Calculator
1	Royal Calculator
1	Onkyo Stereo Receiver
3	Two-Line Telephone - Northern Telecom
1	IDS PC-88 Turbo
1	Ambedd Video 310-A Monochrome Monitor
1	Citizen MSP-10 Printer
1	Sharp Register Modem ER-4230M
2	Love Seats
3	Desk Chairs
11	Office Chairs
8	Lobby Chairs
1	Folding Table (Employees)
1	3-Way Vac Bissel
2	Tall Stand Ashtrays--(Black in color)
1	Magnavox 19" TV
6	1-1/2 Gal. Trash Cans
6	30 Gal. Trash Cans
11	45 Gal. Trash Cans
1	Computer Desk
3	Desks
1	Cashier Counter
1	Stumpump
1	Quick Start Battery
1	Tool Box and Complete Set of Tools

2434L

Alabama
 Sec. of State
 B 92-27247 EB
 Date 7/31/98
 Time 9:34 AM
 File \$10.00
 Exam \$1.00
 Form \$1.00
 \$11.00

EXHIBIT D

EXHIBIT "B"

Lot 3, according to the Survey of Cahaba Park South, as recorded in Map Book 9, page 164, in the Probate Office of Shelby County, Alabama.

Inst # 1997-27772

08/29/1997-27772
12:51 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MEL 17.00