

**STATE OF ALABAMA — UNIFORM COMMERCIAL CODE
STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — FORM UCC-3**

Important: Read Instructions on Back Before Filling out Form.

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

Alabama Power Company
Birmingham Division Accounting
600 North 18th Street
Birmingham, Alabama 35291-1135

Pre-paid Acct. # _____

THIS SPACE FOR USE OF FILING OFFICER
Date, Time, Number & Filing Office

Inst # 1997-40321
12/11/1997-40321
10:19 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 MCD

2. Name and Address of Debtor (Last Name First if a Person)
Phillips, Christopher W
207 Meadow Green Drive
Montevallo, AL 35115

Social Security/Tax ID # _____

2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)
Adams, Jan F
207 Meadow Green Drive
Montevallo, AL 35115

Social Security/Tax ID # _____

Additional debtors on attached UCC-E

3. SECURED PARTY (Last Name First if a Person)
AmSouth Bank of Alabama
Riverchase Center North Building 2050
Parkway Office Circle
Hoover, AL 35244

Social Security/Tax ID # _____

4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)

Additional secured parties on attached UCC-E

5. This statement refers to original Financing Statement bearing File No. 1997-08042
Filed with Judge of Probate Shelby County Date Filed March 17 19 97

- 6. Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above, is still effective.
- 7. Termination. Secured Party no longer claims a security interest under the financing statement bearing the file number shown above.
- 8. Partial or Full Assignment. The Secured Party's right under the financing statement bearing file number shown above to the property described in item 11 or to all of the property listed on this file, is assigned to the assignee whose name and address appears in item 4.
- 9. Amendment. Financing statement bearing file number shown above is amended as set forth in item 11.
- 10. Partial Release. Secured Party releases the collateral described in item 11 from the financing statement bearing file number shown above.

11. _____


11A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

Check X if covered: Products of Collateral are also covered.

Signature(s) of Debtor(s)

Signature(s) of Debtor(s) (necessary only if item 9 is applicable)

Type Name of Individual or Business



Signature(s) of Secured Party(ies)
AmSouth Bank of Alabama

Type Name of Individual or Business