

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

Important: Read Instructions on Back Before Filling out Form.

REORDER FROM
Register, Inc.
314 PIERCE ST.
P.O. BOX 218
ANNOMA, MN. 55303
(612) 421-1713

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|--|---|--|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| <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 Office for filing pursuant to the Uniform Commercial Code. | | | | | | | | | | | | | | |
| 1. Return copy or recorded original to: Julian E. Whitehurst, Esquire Lowndes, Drosdick, Doster, Kantor & Reed Post Office Box 2809 Orlando, Florida 32802-2809 Pre-paid Acct. # _____ | | THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office <div style="text-align: center;"> <p>FILED WITH:</p> <p>1998-01783</p> <p>01/20/1998-01783 08:23 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 17.00 DND MCD.</p> </div> | | | | | | | | | | | | | | |
| 2. Name and Address of Debtor (Last Name First if a Person) Birmingham Realty Company 2118 First Avenue, North Birmingham, Alabama 35203 Social Security/Tax ID # _____ | | 4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) | | | | | | | | | | | | | | |
| 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. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person) Nationwide Life Insurance Company One Nationwide Plaza, Attn: Real Estate Investment Department, 34T Columbus, Ohio 43215-2220 Social Security/Tax ID # _____ | | 5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing: <table style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%; text-align: center;">0 0 0</td> <td style="width:50%; text-align: center;">8 0 0</td> </tr> <tr> <td style="text-align: center;">1 0 0</td> <td style="text-align: center;">— — —</td> </tr> <tr> <td style="text-align: center;">2 0 0</td> <td style="text-align: center;">— — —</td> </tr> <tr> <td style="text-align: center;">3 0 0</td> <td style="text-align: center;">— — —</td> </tr> <tr> <td style="text-align: center;">5 0 0</td> <td style="text-align: center;">— — —</td> </tr> <tr> <td style="text-align: center;">6 0 0</td> <td style="text-align: center;">— — —</td> </tr> <tr> <td style="text-align: center;">7 0 0</td> <td style="text-align: center;">— — —</td> </tr> </table> | 0 0 0 | 8 0 0 | 1 0 0 | — — — | 2 0 0 | — — — | 3 0 0 | — — — | 5 0 0 | — — — | 6 0 0 | — — — | 7 0 0 | — — — |
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| 7 0 0 | — — — | | | | | | | | | | | | | | | |
| 5. The Financing Statement Covers the Following Types (or Items) of Property: All items of personalty, furnishings, equipment and other property described in Exhibit "B" attached hereto and made a part hereof by reference, which are now or hereafter located on or used in connection with the real property described in Exhibit "A" attached hereto, and made a part hereof by reference, together with all rents, profits and income now or hereafter derived from said real property. Owner: Birmingham Realty Company, an Alabama corporation 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 \$ _____ 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) | | | | | | | | | | | | | | |
| BIRMINGHAM REALTY COMPANY Signature(s) of Debtor(s) Signature(s) of Debtor(s) Type Name of Individual or Business | | 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 Type Name of Individual or Business | | | | | | | | | | | | | | |

EXHIBIT "A"

LEGAL DESCRIPTION

SHOPPING CENTER SITE

A PARCEL OF LAND LOCATED IN THE NE 1/4 OF THE NW 1/4 AND THE NW 1/4 OF THE NE 1/4 OF SECTION 26, TOWNSHIP 21 SOUTH, RANGE 1 WEST, MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE NE CORNER OF THE NW 1/4 OF SAID SECTION 26; THENCE IN A NORTHERLY DIRECTION ALONG THE PROJECTION OF THE EASTERLY LINE OF SAID SECTION 26, A DISTANCE OF 2.82 FEET TO A POINT ON THE WESTERLY RIGHT OF WAY LINE OF JOINER TOWN ROAD SAID POINT ALSO BEING AN OLD REBAR CORNER WHICH IS ALSO THE SE CORNER OF THE ELLIOT LOT DESCRIBED IN DEED BOOK 12, PAGE 496; THENCE 137 DEGREES 14 MINUTES 28 SECONDS RIGHT IN A SOUTHEASTERLY DIRECTION ALONG SAID RIGHT OF WAY LINE, A DISTANCE OF 30.06 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE ALONG LAST DESCRIBED COURSE AND SAID RIGHT OF WAY LINE, A DISTANCE OF 40.09 FEET; THENCE 93 DEGREES 46 MINUTES 21 SECONDS RIGHT IN A SOUTHWESTERLY DIRECTION A DISTANCE OF 200.73 FEET; THENCE 93 DEGREES 46 MINUTES 21 SECONDS LEFT IN A SOUTHEASTERLY DIRECTION A DISTANCE OF 77.68 FEET; THENCE 21 DEGREES 21 MINUTES 23 SECONDS LEFT IN A SOUTHEASTERLY DIRECTION, A DISTANCE OF 171.49 FEET TO A POINT ON THE WESTERLY RIGHT OF WAY LINE OF ALABAMA HIGHWAY NO. 25; THENCE 90 DEGREES RIGHT IN A SOUTHWESTERLY DIRECTION AND ALONG SAID RIGHT OF WAY LINE, A DISTANCE OF 497.95 FEET; THENCE 90 DEGREES RIGHT IN A NORTHWESTERLY DIRECTION, A DISTANCE OF 328.00 FEET; THENCE 90 DEGREES LEFT IN A SOUTHWESTERLY DIRECTION, A DISTANCE OF 20.00 FEET; THENCE 90 DEGREES RIGHT IN A NORTHWESTERLY DIRECTION, A DISTANCE OF 325.09 FEET; THENCE 90 DEGREES RIGHT IN A NORTHEASTERLY DIRECTION, A DISTANCE OF 467.05 FEET TO A POINT ON THE SOUTHEASTERLY RIGHT OF WAY LINE OF SOUTHERN RAILWAY; THENCE 30 DEGREES 06 MINUTES 20 SECONDS RIGHT IN A NORTHEASTERLY DIRECTION, A DISTANCE OF 235.48 FEET TO A POINT ON THE WEST LINE OF SAID ELLIOT LOT; THENCE 81 DEGREES 15 MINUTES 03 SECONDS RIGHT IN A SOUTHEASTERLY DIRECTION ALONG SAID WEST LINE OF THE ELLIOT LOT, AND PARALLEL WITH THE WESTERLY RIGHT OF WAY LINE OF JOINERTOWN ROAD, A DISTANCE OF 146.98 FEET; THENCE 93 DEGREES 46 MINUTES 21 SECONDS RIGHT IN A SOUTHWESTERLY DIRECTION, A DISTANCE OF 10.02 FEET; THENCE 93 DEGREES 46 MINUTES 21 SECONDS LEFT, IN A SOUTHEASTERLY DIRECTION, A DISTANCE OF 130.06 FEET; THENCE 86 DEGREES 13 MINUTES 39 SECONDS LEFT IN A NORTHEASTERLY DIRECTION, A DISTANCE OF 200.73 FEET TO THE POINT OF BEGINNING, CONTAINING 8.56 ACRES, MORE OR LESS.

EXHIBIT "B"

All buildings, structures and improvements of every nature whatsoever now or hereafter situated on the real property (hereinafter referred to as the "Land") described in Exhibit "A" to this Financing Statement and all fixtures, goods, inventory, chattels, construction supplies and materials, fittings, furniture, furnishings, equipment, machinery, apparatus, appliances, and other items of personal property, whether tangible or intangible, of any kind, nature or description, whether now owned or hereafter acquired by Debtor, including without limitation, all signs and displays; all heating, air conditioning, water, gas, lighting, incinerating, and power equipment; all engines, compressors, pipes, pumps, tanks, motors, conduits, wiring, and switchboards; all plumbing, lifting, cleaning, fire prevention, fire extinguishing, sprinkling, refrigerating, ventilating, waste removal and communications equipment and apparatus; all boilers, furnaces, oil burners, vacuum cleaning systems, elevators, and escalators; all stoves, ovens, ranges, disposal units, dishwashers, water heaters, exhaust systems, refrigerators, cabinets and partitions; all rugs, attached floor coverings, curtains; all rods, draperies, and carpets; all building materials, tools, shades, awnings, blinds, screens, storm doors and windows; and all other general intangibles, inventory, contract rights, accounts receivable, chattel paper, documents and business records, of every kind, including, without limitation, any and all licenses, permits, franchises, trademarks, tradenames, service marks, or logos; any of which is, are or shall hereafter be located upon, attached, affixed to and used or useful, either directly or indirectly, in connection with the complete and comfortable use, occupancy and operation of the Premises (as hereinafter defined), or any other business enterprise or operation as may hereafter be conducted upon or within said Premises, as well as the proceeds thereof or therefrom regardless of form (expressly excluding, however, any toxic wastes or substances deemed hazardous under federal, state or local laws), including any and all replacements of, substitutions for, or additions to any or all of the foregoing;

TOGETHER WITH all leases, contracts, rents, royalties, issues, revenues, profits, proceeds, deposits, income and other benefits, including accounts receivable, of, accruing to or derived from said Premises and any business or enterprise presently situated or hereafter operated thereon and therewith;

AND TOGETHER WITH any and all awards, payments or settlements, including interest thereon, and the right to receive the same, as a result of (a) the exercise of the right to eminent domain, (b) the alteration of the grade of any street, (c) any other injury, damage or casualty to, taking of, or decrease in the value of, the Premises, or (d) proceeds of insurance awards.

FOR THE PURPOSES HEREOF, the term "Premises" shall mean and be defined as the Land together with all buildings, structures and other improvements of any kind, nature or description now or hereafter erected, constructed, placed or located upon the Land and all tenements, hereditaments, strips and gores, rights-of-way, easements, privileges and other appurtenances now or hereafter belonging or in any way appertaining to the Land.

PROVIDED, HOWEVER, the foregoing described property shall not include any personal property owned by (i) tenants of Debtor, or (ii) the lessors of personal property to such tenants.

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