

**Important: Read Instructions on Back Before Filling out Form**

REORDER FROM  
**Registre, Inc.**  
514 PIERCE ST.  
P.O. BOX 238  
ANOKA, MN. 55303  
(612) 421-1713

82665

<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: <b>Howard W. Donovan, III, Esq.</b> <b>Johnston &amp; Conwell, L.L.C.</b> <b>800 Shades Creek Parkway</b> <b>Suite 325</b> <b>Birmingham, AL 35209-4510</b>			THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office															
Pre-paid Acct. # _____			<div>Inst. # 1998-20902</div> <div>OK/NE/NO</div> <div>12-51 PM</div> <div>SHELBY COUNTY JUDGE OF PROBATE</div>															
2. Name and Address of Debtor (Last Name First if a Person)																		
<b>North Shelby County Library District</b> <b>7030 Meadowlark Drive</b> <b>Birmingham, AL 35242</b>																		
Social Security/Tax ID # _____																		
2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)		FILED WITH:																
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)		4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)																
<b>Highland Bank</b> <b>Post Office Box 55338</b> <b>Birmingham, AL 35255-5338</b>																		
Social Security/Tax ID # _____																		
<input type="checkbox"/> Additional secured parties on attached UCC-E																		
5. The Financing Statement Covers the Following Types (or items) of Property:																		
See Exhibit "A" attached hereto and incorporated herein by reference as if set forth fully and at length.																		
5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:																		
<table><tr><td>500</td><td>300</td></tr><tr><td>000</td><td>100</td></tr><tr><td>200</td><td>300</td></tr><tr><td>500</td><td>800</td></tr><tr><td>700</td><td></td></tr><tr><td></td><td></td></tr><tr><td></td><td></td></tr></table>					500	300	000	100	200	300	500	800	700					
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700																		
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)		7. Complete only when filing with the Judge of Probate:																
<input type="checkbox"/> already subject to a security interest in another jurisdiction when it was brought into this state.		The initial indebtedness secured by this financing statement is \$ _____																
<input type="checkbox"/> already subject to a security interest in another jurisdiction when debtor's location changed to this state.		Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ _____																
<input type="checkbox"/> which is proceeds of the original collateral described above in which a security interest is perfected.		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)																
<input type="checkbox"/> acquired after a change of name, identity or corporate structure of debtor		Signature(s) of Secured Party(ies)																
<input type="checkbox"/> as to which the filing has lapsed.		(Required only if filed without debtor's Signature — see Box 6)																
North Shelby County Library District		Highland Bank																
Signature(s) of Debtor(s)		Signature(s) of Secured Party(ies) or Assignee																
By: <i>John M. Thompson</i>		By: <i>Kellan Wells</i>																
Signature(s) of Debtor(s)		Signature(s) of Secured Party(ies) or Assignee																
Type Name of Individual or Business		Type Name of Individual or Business																

**EXHIBIT "A"**

All owned or hereafter acquired equipment, machinery, furniture, furnishings, fixtures, and office equipment which are or are to become fixtures, shelving, and office equipment which now are or are to become fixtures on the property described on Exhibit "B" attached hereto.

All now owned or hereafter acquired contract rights, all notes, bills, acceptances, chattel paper, tax refunds, money on deposit, goods, wares, equipment, parts, merchandise, supplies, materials, equipment, furniture, library books, furnishings, fixtures, shelving, office equipment and supplies.

All owned or hereafter acquired building materials, equipment, and fittings of every kind or character for the purpose of or useful in connection with the improvements located or to be on the property described in Exhibit "B" attached hereto.

All revenues of the Debtor including, without limitation, those pledged in the Resolution of the Debtor adopted May 26, 1998.

(This filing is additional security for that certain mortgage filed contemporaneously herewith).

AMT  
KA.

First ***American Title Insurance Company***  
**COMMITMENT**  
**SCHEDULE C**

Agent File No.: 116166

The land referred to in this Commitment is described as follows:

A parcel of land known as Lot 1A of a Resurvey of Lots 1 and 2 in Murray Oaks Estates, as recorded in Map Book 21 on page 142, in the Office of the Judge of Probate, Shelby County, Alabama said parcel being Lot 1 in said Murray Oaks Estates and also part of Lot 2 in said Murray Oaks Estates being more particularly described as follows:

Begin at an iron pin found at the NW corner of said Lot 2, said iron pin found also being the Northeast corner of said Lot 1; thence run in a Southeasterly direction along the Southwest line of said Lot 2 and also along the Northeast line of said Lot 1 for a distance of 343.21 feet to an iron pin found at the Southwest corner of said Lot 2, said iron pin found also being the Southeast corner of said Lot 1; thence turn an angle to the left of 66 deg. 37 min. 12 sec. and run in an Easterly direction along the South line of said Lot 2 for a distance of 274.56 feet to an iron pin set; thence turn an angle to the left of 123 deg. 46 min. 22 sec. and run in a Northwesterly direction for a distance of 475.08 feet to an iron pin set on a curve to the right having a central angle of 10 deg. 23 min. 53 sec. and a radius of 921.46 feet, said iron also being on the Southeast right of way of Cahaba Valley Road; thence turn an angle to the right of 0 deg. 00 min. 00 sec. to the radius of said curve and run in a Southwesterly direction along the arc of said curve and also along said Southeast right of way line for a distance of 167.23 feet to the point of beginning; being situated in Shelby County, Alabama.

Mineral and mining rights excepted.

Inst # 1998-20902

06/05/1998-20902  
12:51 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
003 MCD 18.00

MT  
MS