

## 33095

REORDER FROM  
**Registré, Inc.**  
514 PIERCE ST.  
P.O. BOX 218  
ANDOKA, MN. 55303  
(612) 421-1713

Inst # 1998-37390  
09/25/1998-37390  
08:29 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
D04 CR4 18 OCT

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

Type Name of Individual or Business

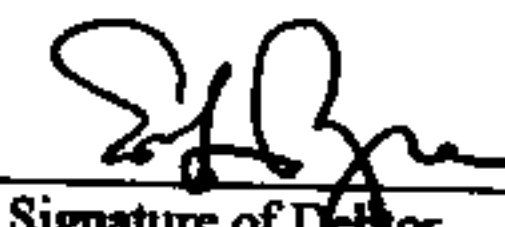
**ATTACHMENT TO UCC-3 AMENDMENT  
JUST FOR FEET, INC. (DEBTORS)**

**ADDITIONAL DEBTOR:**

**JUST FOR FEET OF NEVADA, INC.  
7400 CAHABA VALLEY PARKWAY  
BIRMINGHAM, AL 35242**

BY: ☒   
Signature of Debtor

**JUST FOR FEET OF TEXAS, INC.  
7400 CAHABA VALLEY PARKWAY  
BIRMINGHAM, AL 35242**

BY: ☒   
Signature of Debtor

## COLLATERAL SCHEDULE NO. 002

**THIS COLLATERAL SCHEDULE NO. 002** is annexed to and made a part of that certain Security Agreement dated as of August 21, 1997 between **General Electric Capital Corporation** as Secured Party and **Just For Feet, Inc.** as Debtor and describes collateral in which Debtor has granted Secured Party a security interest in connection with the Indebtedness (as defined in the Security Agreement) including without limitation that certain Promissory Note dated 9/3/98 in the original principal amount of **\$5,000,000.00**.

Year/Model	Serial Number	Description
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All now owned or hereafter acquired equipment located at the stores listed below including, but not limited to, all store fixtures, shelving, displays, point of sale and computer equipment, office machines, and video walls, together with all additions, accessions, and attachments thereto and all substitutions, replacements, and proceeds thereof.

Corporate Headquarters 7400 Cahaba Valley Pkwy. Birmingham, AL 35242	Store #1 Galleria (GAL) 3460 Galleria Circle Birmingham, AL 35244	Store #2 Brookwood (BWD) 618 Brookwood Village Birmingham, AL 35209	Store #3 Las Vegas (LVS) 3500 Las Vegas Blvd. Las Vegas, NV 89109
Store #5 San Antonio (SAN) 5127 NW Loop 410 San Antonio, TX 78229	Store #9 Orlando (ORL) 1401 Florida Mall Ave. Orlando, FL 32809	Store #10 Overland Park (OVP) 6700 W 119 <sup>th</sup> St. Overland Park, KS 66209	Store #11 McAllen (MAC) 2201 S. 10 <sup>th</sup> St. McAllen, TX 78503
Store #12 Hollywood (HOL) 3300 Oakwood Blvd. Hollywood, FL 33020	Store #13 Sawgrass (SAW) 13001 W Sunrise Blvd Sunrise, FL 33323	Store #14 Camelback (CAM) 2621 Camelback Rd. Phoenix, AZ 85016	Store #16 Towncenter (TWN) 2636 George Busbee Pkwy Kennesaw, GA 30144
Store #18 Memphis (MPH) 4656 American Way Memphis, TN 38118	Store #19 Buckhead (BUC) 3627 Peachtree Rd NE Ste B Atlanta, GA 30319	Store #20 Huntsville (HNT) 5850-D University Dr. Huntsville, AL 35816	Store #21 Roswell (ROS) 1580 Holcomb Bridge Rd. Roswell, GA 30076
Store #23 Knoxville (KNX) 215 Perigine Ln Knoxville, TN 37923	Store #24 San Antonio 2 (SA2) 13103 San Pedro Ave San Antonio, TX 78216	Store #31 Tulsa (TUL) 9404 E 71 <sup>st</sup> St S Tulsa, OK 74133	Store #32 Las Vegas 2 (LV2) 4500 W Sahara Ave Las Vegas, NV 89102
Store #33 Tucson (TUS) 4848 N. Old Oracle Rd. Tucson, AZ 85705	Store #34 Arrowhead (ARW) 7650 W Bell Rd Glendale, AZ 85308	Store #36 Riverchase (RVC) 2000 158-A Riverchase Galleria Birmingham, AL 35244	Store #38 Wolfcreek (WFC) 2825 Germantown Pkwy Memphis, TN 38133
Store #39 Lewisville (LEW) 490 Oak Bend Lewisville, TX 75067	Store #44 Tatum (TAT) 4740 E Shea Blvd. Phoenix, AZ 85028	Store #48 Coco Walk (COC) 3008 Grand Ave Coconut Grove, FL 33133	Store #49 CypressCreek (CYC) 6215 N. Andrews Ave Ft. Lauderdale, FL 33309
Store #50 Ontario Mills (ONT) One Mills Circle Ontario, CA 91764	Store #52 Jackson (JAX) 1061 E County Line Rd Jackson, MS 39211	Store #53 Southwest (SWD) 8301 West Cross Dr #4 Littleton, CO 80123	Store #54 Cortana (BRC) 9802 Cortana Pl Baton Rouge, LA 70815
Store #55 El Paso (ELP) 750 Sunland Park Dr. El Paso, TX 79912	Store #60 Willowbrook (WIL) 17780 Tomball Pkwy. Houston, TX 77064	Store #61 Hialeah (HIA) 1734 West 49 <sup>th</sup> Street Hialeah, FL 33012	Store #62 1545 Briargate Blvd. Colorado Springs, CO 80920

Store #64  
2770 So. Colorado Blvd.  
Denver, CO 80222

Store #65 Lakewood (LAK)  
14275 W. Colfax Avenue  
Lakewood, CO 80215

Store #66 Mesquite (MES)  
18600 LBJ Freeway  
Mesquite, TX 75150

Store #67 Southlake (SLK)  
1929 Mt. Zion Rd.  
Morrow, GA 30280

Store #70 Knoxville (KX2)  
3240 East Town Mall Circle  
Knoxville, TN 37924

Store #71 Grapevine Mills (GRP)  
3000 Grapevine Mills Pkwy.  
Grapevine, TX 76051

Store #72 Burnsville (BRN)  
14001 Aldrich Blvd. South  
Burnsville, MN 55337

Store #74 New Orleans (NOR)  
3520 Veterans Memorial Blvd.  
Metairie, LA 70002

Store #76 La Mesa (LMS)  
8191 Fletcher Pkwy.  
La Mesa, CA 91942

Store #77 Alameda (ALM)  
12200 Gulf Freeway, Alameda Mall  
Houston, TX 77034

Store #78 Sugarland (SGR)  
16550 Southwest Freeway  
Sugarland, TX 77479

Store #79 Woodlands (WOD)  
1640 Lake Woodlands Dr.  
Woodlands, TX 77380

Store #80 Sharpstown (SHR)  
6900 Southwest Freeway  
Houston, TX 77074


Store #83 Montgomery (MTG)  
4003 Eastern Blvd.  
Montgomery, AL 36116

Store #84 Maplewood (MPL)  
3090 Southlawn Ave.  
Maplewood, MN 55108

Store #85 Norman (NRM)  
3030 Pereira Drive  
Norman, OK 73072

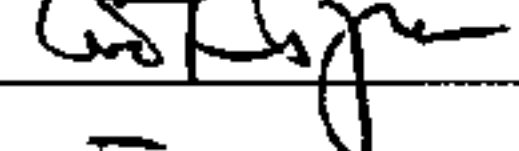
SECURED PARTY:

General Electric Capital Corporation

By:   
Title: **CHRIS GARRETT**  
**RISK ANALYST**  
Date: 9/3/98

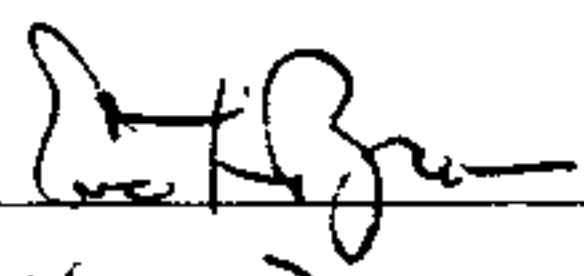
DEBTOR:

Just For Feet, Inc.

By:   
Title: EXECUTIVE VICE PRESIDENT  
Date: 9/3/98

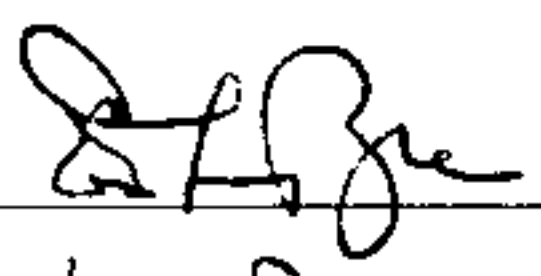
DEBTOR:

Just For Feet of Texas, Inc.

By:   
Title: VICE PRESIDENT  
Date: 9/3/98

DEBTOR:

Just For Feet of Nevada, Inc.

By:   
Title: VICE PRESIDENT  
Date: 9/3/98

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