



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
ANDOKA, MN. 55303
(612) 421-1713

90200

☐ 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:

RETURN TO:
LEXIS • DOCUMENT SERVICES
P.O. Box 2969
Springfield, Illinois 62708

Pre-paid Acct. #

2. Name and Address of Debtor (Last Name First if a Person)

Lawrsence H. Possien, D.V.M., Inc.
4690 Hwy 17
Helena, AL 35080

Social Security/Tax ID #

2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)

Social Security/Tax ID #

☐ Additional debtors on attached UCC-E

3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person)

The Money Store Investment Corporation
P.O. Box 162247
Sacramento, CA 95816-2247

Social Security/Tax ID #

☐ Additional secured parties on attached UCC-E

5. The Financing Statement Covers the Following Types (or Items) of Property:

All fixtures, now owned, or to be acquired, together with all increases to replacements thereof. The security interest extends to all proceeds of the property described herein, including, but not limited to, insurance proceeds relating to the above described collateral. The above goods are to become fixtures on and a part of the real property described on Exhibit A attached hereto and this financing statement is to be filed for record in the real estate records. The name of the record holder is: David E. Hammett.

5A. 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.

6. This statement is filed without the debtor's signature to perfect a security interest in collateral (check X, if so)

- ☐ already subject to a security interest in another jurisdiction when it was brought into this state.
☐ already subject to a security interest in another jurisdiction when debtor's location changed to this state.
☐ which is proceeds of the original collateral described above in which a security interest is perfected.
☐ acquired after a change of name, identity or corporate structure of debtor
☐ 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 \$ 18000.00

Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ 27.00

8. ☐ 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 Secured Party(ies)
(Required only if filed without debtor's Signature — see Box 6)

Lawrsence H. Possien, D.V.M., Inc.

Signature(s) of Debtor(s)

as Agent for Lexis Document Services, Attorney in fact

Signature(s) of Debtor(s)

Signature(s) of Secured Party(ies) or Assignee

Signature(s) of Secured Party(ies) or Assignee

Type Name of Individual or Business

Type Name of Individual or Business

Legal Description of Real Estate Located at 4690 Highway 17, Helena, AL

Commence at the Southeast corner of the Northwest quarter of the Southeast quarter of Section 21, Township 20 South, Range 3 West, Shelby County, Alabama, Thence northerly along the east line of said quarter-quarter section a distance of 1016.2 feet, Thence $91^{\circ} 42' 15''$ left a distance of 53.1 feet to a point 30 feet west of the centerline of the Maylene-Helena paved public road, and the point of beginning of tract of land herein described, Thence continue along the last mentioned course a distance of 150.0 feet, Thence 90° right, northerly a distance of 100.0 feet, Thence 90° right easterly a distance of 150.0 feet to a point that is 30 feet west of above stated centerline, Thence southerly a distance of 100.0 feet to the point of beginning.

THE MONEY STORE

INVESTMENT CORPORATION

September 22, 1998

Lawrence H. Possien
Lawrence H. Possien, DVM
588 Matador Drive
Chelsea, AL 35043

Dear Dr. Possien:

I am pleased to inform you that The Money Store Investment Corporation (TMSIC) has conditionally approved your loan request to Lawrence H. Possien, DVM, Inc. DBA Helena Veterinary Clinic.

Our approval is conditioned upon receiving a 75.0000% Guaranty from the U.S. Small Business Administration ("SBA") and is based upon the following terms and conditions:

Amount of Loan: \$613,000.00.

Use of Proceeds:

PURPOSE	LENDER	BORROWER	TOTAL
1 Land and Building Acquisition	\$185,000	\$5,000	\$200,000
2 Acquisition of Existing Business	\$384,000	\$5,000	\$389,000
3 Working Capital	\$33,212	\$0	\$33,212
4 SBA Guaranty Fees	\$14,842	\$0	\$14,842
5 Soft Costs	\$5,946	\$0	\$5,946
	\$613,000	\$10,000	\$623,000
	\$613,000	\$10,000	\$623,000
	68	2	100

Term and Repayment: Fully amortized over 20 years with an interest rate of Prime plus 2.00%, adjusted quarterly and initial monthly payments of principal and interest in the amount of \$6,121.00.

Prepayment Penalty: None.

Late Charge: No more than five percent of the payment amount if received more than 10 days later than the due date (or amount and days allowed by applicable state law).

Collateral: Deed of Trust/Mortgage of First Priority on Borrower's Property located at 4690 Hwy 17, Helena, AL 35060, with an acceptable appraisal at a minimum market value of \$200,000.00.

Deed of Trust/Mortgage of Second Priority on Borrower's Property located at 588 Matador Drive, Chelsea, AL 35043.

First Security Interest on: Machinery and Equipment, Furniture and Fixtures

Guaranty of Lawrence H. Possien secured by Deed of Trust/Mortgage of Second Priority on Borrower's property at 588 Matador Drive, Chelsea, AL 35043.

Guaranty of Kris H. Possien secured by Deed of Trust/Mortgage of Second Priority on Borrower's property at 588 Matador Drive, Chelsea, AL 35043.

Collateral Assignment of Life Insurance on Lawrence H. Possien in the amount of \$613,000.00.

Collateral Assignment of Lessee's Interest on property located at 267 Village Parkway, Helena, AL 35080.

Injection:

A minimum injection of \$10,000.00 is required, of which \$10,000.00 will be evidenced. The amount of soft costs listed in the preceding Use of Proceeds grid is only an estimate. These costs may exceed the estimate and you will be responsible for any additional costs.

Loan Fee:

SBA Guaranty Fee in the amount of \$14,842.00.

If we prepare the SBA submission package for your loan, the non-refundable fee will be \$1,000.00. From this fee we will pay basic filing fees, credit reports, and other out-of-pocket expenses. You will be required to pay for appraisal fees, title insurance, attorney's fees, extraordinary UCC search and filing costs, site analysis costs, and environmental reports if required. If you prefer to have your SBA package prepared by other than TMSIC staff, please inform us at the time of receipt of this letter.

These credit accommodations are available subject to the additional terms and conditions of comprehensive loan documents. The loan documents require execution by the Borrower, in a form acceptable to the SBA and Lender. All SBA loans are subject to the Guaranty by the SBA represented by an Authorization and Loan Agreement executed by the SBA, Lender, and the parties to the loan transaction. All terms and conditions of the SBA Authorization will be applicable to this transaction.

Upon SBA approval, we will forward you a copy of the Authorization and Loan Agreement that contains the standard SBA/Lender loan conditions. Attached to this letter is a checklist of additional information and/or documents needed in order to expedite your request. Further processing of your loan is dependent on receipt of the items on the checklist.

All credit determinations are subject to no material adverse change in Borrower's financial condition, eligibility status, or the proposed collateral, as determined by Lender. As such, this letter is subject to verification of all representations made to us before its issuance, and the receipt and verification of the items set forth in the loan information checklist attached. Please understand that to the extent the loan

Commitment Letter
Lawrence H. Possien, DVM
September 22, 1998
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is dependent on verification of information provided, any variance or inaccuracies in the information may change the loan terms and conditions.

Power of Attorney for UCC Financing Statements: The undersigned Borrower(s) and/or Obligor(s) authorizes Lender and/or its agent, LEXIS DOCUMENT SERVICES, INC., a Delaware corporation (the "Attorney"), to act as its attorney-in-fact for the limited purpose of executing Uniform Commercial Code financing statements and amendments thereto ("UCC Forms") as Lender may require to perfect its security interest in the personal property collateral described in this conditional commitment letter and any amendments hereto. This Power of Attorney will remain in full force and effect until the Loan contemplated by this letter is paid in full or otherwise satisfied.

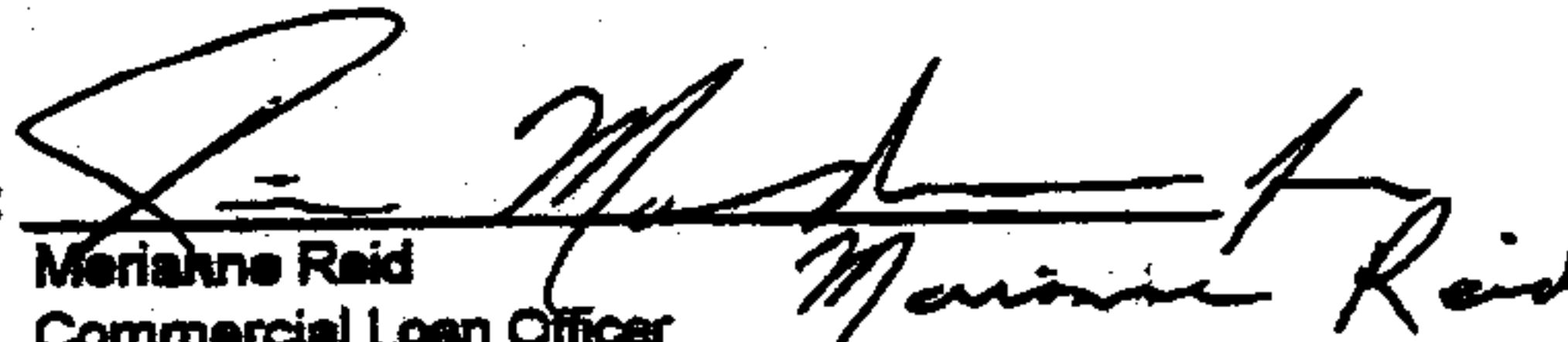
YOU ARE ADVISED TO EMPLOY THE SERVICES OF AN ATTORNEY OF YOUR CHOOSING, LICENSED TO PRACTICE LAW IN THE STATE OF ALABAMA TO REPRESENT YOUR INTERESTS. LENDER MAY EMPLOY THE SERVICES OF AN ATTORNEY TO REPRESENT ONLY ITS INTERESTS IN THIS TRANSACTION.

You will be required to pay the fees for Lender's attorney for the title and document review and closing representation of Lender. A good faith estimate of this fee for this transaction is **WAIVED** which fee is based on an hourly rate. Please be advised that this is only an estimate.

Please execute the enclosed copy of this letter and return it to us with your check in the amount of \$1,000.00 for the above disclosed fees on or before October 2, 1998; otherwise this letter will be of no effect. This conditional approval is limited to the period ending December 21, 1998.

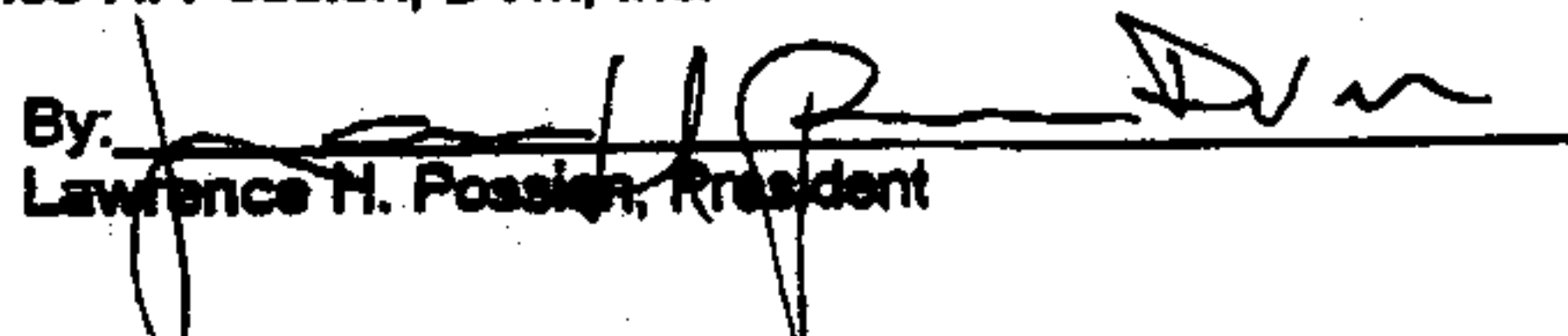
By signing this letter, you agree that no representation, promise or agreement not expressed in this letter has been made to induce you to sign this letter.

Sincerely,
THE MONEY STORE INVESTMENT CORPORATION

By: 
Merianne Reid
Commercial Loan Officer

Acknowledged and Agreed:

Lawrence H. Possien, DVM, Inc.

By:  Date: 9.23.98
Lawrence H. Possien, President

The following items are required to continue processing The Money Store Investment Corporation loan request. **THE ITEMS MARKED WITH AN ASTERISK ARE REQUIRED BEFORE SUBMISSION OF YOUR APPLICATION TO THE SMALL BUSINESS ADMINISTRATION (SBA) FOR APPROVAL.** Further processing of your loan is dependent on receipt, review and approval of ALL the items listed. Since our approval is dependent on verification of the information provided, any new data or changes may result in modifications of these terms and conditions.

ITEMS ENCLOSED FOR YOUR SIGNATURE:

1. * SBA Form 4 - Loan Application.
2. * SBA Form 159 - Compensation Agreement.
3. * SBA Form 1624 - Certification Regarding Debarment.
4. * SBA Form 912 - Statement of Personal History.
5. Original Signatures and Dates on enclosed financial statements.
6. * SBA Form - Anti-Lobbying Certification (Borrower).
7. * SBA Form 160 - Resolution of Board of Directors of Lawrence H. Possien, DVM.
8. * IRS Form W-9
9. * Appraisal Authorization.

ALL THE ABOVE ITEMS MUST BE RECEIVED BY TMSIC PROCESSING DEPARTMENT AT
LEAST 10 BUSINESS DAYS PRIOR TO FUNDING.

(Initial Here) 

ITEMS YOU NEED TO PROVIDE:

1. Survey of property located at 4690 Hwy 17, Helena, AL, 35080.
2. Check made payable to TMSIC in the amount of \$1,000 for loan packaging fee and a deposit towards actual costs.
3. Phase I Environmental Assessment on property located at 4690 Hwy 17, Helena, AL, 35080.
4. Articles of Incorporation of Lawrence H. Possien, DVM.
5. Name and telephone number of hazard insurance agent for home and business.
6. Complete enclosed Assignment of Life Insurance Policy and forward to your agent for processing.
7. Executed copy of Purchase Agreement for the business known as All Creatures Veterinary Clinic.
8. Seller (of business being purchased) Certification of Financial Statements.

Commitment Letter Checklist

Lawrence H. Possien, DVM, Inc.

September 22, 1998

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9. Compliance with Bulk Sale Transfer requirements or Seller Indemnification in connection with the purchase of the business known as All Creatures Veterinary Clinic.

10. Copies of all licenses and permits required for operation.

11. Fictitious Name Statement/Trade Name/DBA.

12. Copy of Lease Agreement(s) for property located at 267 Village Parkway, Helena, AL, 35080.

13. * List of M&E, F&F, and Inventory to be acquired with the purchase of the subject OC (any item valued over \$1,000.00 must have serial number).

14. Phase (I) ESA on property located at 4690 Highway 17, Helena, AL, 35080 satisfactory to TMSIC.

15. * Evidence of interim period salaries for Dr. Hammett, Dr. Russell, and Dr. Stumpff.

16. * Current Balance Sheet of seller through 7/98 to match Interim Income Statement no older than 60 days prior to submission to SBA and 90 day prior to funding which reflect no material adverse change satisfactory to TMSIC.

ALL THE ABOVE ITEMS MUST BE RECEIVED BY TMSIC PROCESSING DEPARTMENT AT
LEAST 10 BUSINESS DAYS PRIOR TO FUNDING. (Initial Here) *HP*

TO BE OBTAINED/ORDERED/COMPLETED BY TMSIC:

1. Commitment for Title Insurance on property located at 4690 Hwy 17, Helena, AL, 35080.
2. Commitment for Title Insurance on property located at 588 Matador Drive, Chelsea, AL, 35043.
3. Current appraisal on property located at 4690 Hwy 17, Helena, AL, 35080 indicating a minimum "as is" market value of \$200,000 by a TMSIC approved appraiser. Appraisal to be either net of, or to value separately, all furniture and fixtures, machinery and equipment, and any value attributed to the ongoing business concern.
4. IRS Verification as to accuracy of 1995, 1996, and 1997 years federal tax returns provided by business being acquired satisfactory to TMSIC.

ALL THE ABOVE ITEMS MUST BE RECEIVED BY TMSIC PROCESSING DEPARTMENT AT
LEAST 10 BUSINESS DAYS PRIOR TO FUNDING. (Initial Here) *HP*

Inst # 1998-39649

10/09/1998-39649
11:41 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
007 HEL 48.00