

Important: Read Instructions on Back Before Filling out Form.

**GEORGE F. FOM
Registre, Inc.**
514 PIERCE ST.
P.O. BOX 218
ANDOK, MN. 55303
(612) 421-1713

55371

☐ The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).		No. of Additional Sheets Presented: 7	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 ACKNOWLEDGEMENT TO: Information America Data Filing Services Division P.O. Box 275 Van Nuys, CA 91408-0275			THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office	
Pre-paid Acct. # _____ 2. Name and Address of Debtor (Last Name First if a Person) JUST FOR FEET, INC. 3460 Galleria Circle Birmingham, AL 35244			Inst # 1998-4667D 11/24/1998-4667D 08:01 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 008 CNA 17.00	
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			FILED WITH:	
3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person) COMPASS BANK 15 South 20th Street Birmingham, AL 35233			Shelby County Alabama	
Social Security/Tax ID # _____			4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) GTE Leasing Corp. 201 N. Franklin Street Suite 1800 Tampa, FL 33602	
☐ Additional secured parties on attached UCC-E				
5. ☐ This statement refers to original Financing Statement bearing File No. _____ Filed with Shelby County Alabama			97-03846 Date Filed 2/6/97 19__	
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 file number shown above is amended as set forth in item 11.				
10. ☒ Release. Secured Party releases the collateral described in item 11 from the financing statement bearing file number shown above.				

ALL EQUIPMENT ACQUIRED BY DEBTOR PURSUANT TO THOSE INVOICES LISTED ON THE EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF

**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)

CREDIT WORK

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

Type Name of Individual or Business

Signature(s) of Secured Party(ies)

COMPASS BANK

Signature(s) of Secured Party(ies)

Type Name of Individual or Business

Exhibit A

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
APS	3008004-01	1,637.14
KAP	1325	205.37
ALA LOCK	A200205	665.63
IMPRESSION	2490	340.69
DIXIE	2693	2,441.94
MELVIN ROO	422091	1,320.23
MODERN MFG	0030374-IN	12,890.89
DILLARD	N374854	1,126.00
COMPASS	COMPASS	532.50
MPO	89850	82,235.50
ADVANCED	29259	1,320.46
STORAGE	717804JS	37,275.00
GOLD MEDAL	452249	1,504.51
PEAK	807160084	3,295.11
MOD MFG	0031029-IN	2,171.00
APS	3009078-01	1,458.17
STORAGE	730802JS	3,408.00
DATATEC	214061	15,534.35
L&L	110-98	8,307.00
IKON	8931	718.88
ONE WORLD	7101	19,725.00
MPO	89846	13,667.00
USA SIGN	11089	37,669.05
ROTH	28026	13,610.00
NORTHWEST	1524	3,151.00
MADIX	G770670	64,664.85
MADIX	G768131	47,851.50
MODERN MFG	0028072-IN	4,700.00
NORTHWEST	1195	22,602.00
L&L METAL	177-97	15,900.00
ONE WORLD	7061	19,725.00
SLAPPEY TE	970910-0447	9,888.44
MPO VIDEOT	82871	78,055.00
MODERN MFG	0028258-IN	3,545.50
BOSE	90185328	11,891.04
MODERN MFG	0027686-IN	1,025.00
INTERCONTI	2294	4,157.50
SODA	20183	9,679.00
MODERN	0028865-IN	5,019.00
PRINTECH	47339	18,581.18
CDW	38748	748.57
ADVANCED	30102	2,397.60
WOLF	13665	648.42
IBM	984639	47,515.68
COMPUSA	27976	529.09
MPO	90190	1,004.40
SLAPPEY	970602	1,661.76
SLAPPEY	970819	2,829.80
CDW	20190	1,733.76

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
POWER SYS	1437	2,399.76
VICTORY	19477	2,099.00
HELLO	71472	1,961.25
HELLO	48003	1,961.25
COMPUSA	27892	359.80
COMPUSA	27893	3,238.22
PDI	1665	5,983.20
TACTICS	51824	1,434.60
BODINE	28228	18,358.00
OFFICE DEP	99093	1,109.56
MPO	88646	3,909.60
COMPUSA	26313	1,923.37
VECTOR	3843	4,473.20
CDW	24660	2,537.85
BINDVIEW	72152	65,737.70
WAREHOUSE	96156	675.00
WAREHOUSE	101736	646.92
INSIGHT	33693	379.80
IMPRESSION	2614	3,449.96
MILLS	330076	816.65
MPO	88436	623.16
ADV. COMM.	28895	2,617.92
ADV. COMM	28886	1,341.36
ADV. COMM.	29433	2,241.00
ADV. COMM.	29216	2,835.00
ADV. COMM	29215	1,235.00
CESCO	39029	218.00
BODINE	27459	986.64
CUSTOM	94754	710.98
IKON	8932	722.25
GRAINGER	623049	1,221.80
COMPUSA	26170	248.79
WOLF	103461	654.48
BEARCOM	42217	1,328.20
INTERIOR	31873	495.80
COMPUSA	25593	795.67
COMPUSA	25603	3,160.03
OFFICE DEP	18007	971.89
CDW	90304	717.37
CDW	91765	724.47
CDW	91979	3,170.43
CDW	91965	3,170.43
CDW	91975	3,170.43
CDW	92342	3,203.37
INSIGHT	850931	420.12
WAREHOUSE	102459	46,779.75
OFFICE DEP	46986	215.98
COMPUSA	23560	271.90

Exhibit A

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
CDW	10803	3,189.02
CDW	16015	1,659.75
CDW	96165	2,727.00
CDW	29221	274.31
INSIGHT	3757694	4,027.28
INSIGHT	4037455	3,213.64
IBM	245279	2,642.40
CUSTOM	93569	463.87
COMPUSA	19954	2,357.80
COMPUSA	19992	1,964.16
COMPUSA	23448	980.59
ATC	19690	51,025.00
JENSEN	2256684	1,396.65
INLAND	255273	673.19
BCD	51109	2,737.80
INSIGHT	86002	414.71
MICROSYST	67854	3,263.17
CDW	30763	1,591.92
CDW	41319	1,163.74
INSIGHT	850931	1,446.08
ARCHITECT	20101	4,706.00
GODWIN	24900	350.00
DATA MAX	13756	4,428.00
MIDSOUTH	39639	2,931.65
CDW	73531	1,000.76
CDW	96244	2,366.28
CDW	7838	1,115.64
CDW	41401	1,163.74
CDW	41318	1,163.74
SOUTHERN	8978	47,088.22
MPO	88493	474.12
GREAT	14489	8,235.90
COMPUSA	18048	959.95
COMPUSA	19108	1,245.79
CDW	68728	1,892.16
CDW	66043	2,037.96
CDW	28236	1,040.53
COMPUSA	16055	311.28
KAP	1327	865.70
CDW	81751	1,302.48
CDW	31626	1,929.96
CDW	31186	1,929.96
CDW	36060	365.04
CDW	86691	395.23
CDW	84451	395.23
BODINE	26466	3,636.96
OFFICE DEP	47396	2,915.68
COMPUSA	23706	268.66
MONARCH	863330	2,401.65

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
INSIGHT	3984344	282.18
INSIGHT	3985341	1,387.06
INSIGHT	3985340	1,176.12
INSIGHT	85339	1,197.14
INSIGHT	3977297	430.02
NORTHWEST	1434	750.00
IES	23753	749.23
CUSTOM	92661	18,681.29
RADIO SHAC	314403	633.65
WAREHOUSE	101464	1,226.25
SDS	29847	3,223.80
SDS	29848	718.20
COMPUSA	22237	385.44
CDW	45552	562.07
CDW	24655	351.00
CDW	44618	1,212.00
CDW	86690	2,430.00
CDW	88692	2,605.00
CDW	39410	1,086.53
CDW	26444	939.65
CYBEX	13516	653.88
RADIO SHAC	293584	510.90
CDW	18439	1,475.01
CDW	11450	1,406.43
CDW	8511	1,480.12
CDW	54362	512.99
MPO	76174	1,726.05
MPO	87601	1,199.44
SYMBOL	48727	2,503.27
COMPUSA	21985	1,322.18
COMPUSA	22034	379.40
CDW	7851988	735.51
INSIGHT	3950048	548.64
ADVANCED	90339	598.32
CBA	6557	1,743.00
WAREHOUSE	100191	8,748.00
DANKA	2658947	1,296.00
FREEDOM	6055	439.35
OFFICE DEP	177506	1,619.99
CDW	7890554	2,474.28
CDW	7858424	1,736.64
CDW	7858341	1,736.64
CDW	7858340	1,736.64
CDW	7858339	1,736.64
CDW	7857705	1,736.64
CDW	7929932	792.02
PITRONE	4318	312.12
BCD	51110	3,277.80
MONARCH	863331	2,401.65

Exhibit A

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
WAREHOUSE	101443	432.00
ADVANCED	28342	2,816.00
MIDRANGE	71895	299.16
CDW	7953544	241.87
CDW	7953928	297.12
CDW	73397	1,831.81
COMPUSA	22907	250.00
COMPUSA	20752	3,913.10
REAL NETWO	6975	8,688.21
OFFICE DEP	60983	755.99
COMPUSA	19108	1,247.13
APS	7752	206.28
CDW	7411440	360.60
OFFICE DEP	94868	539.99
CYBEX	112317	482.41
CYBEX	113274	1,508.69
CYBEX	112814	1,480.66
CYBEX	113348	275.88
WEBTRENDS	19155	368.00
CYBEX	112667	889.31
CYBEX	112815	596.85
CYBEX	112323	503.67
KYRUS	49170A	3,208.05
INSIGHT	3848208	2,217.46
COW	7747278	840.52
COMPUSA	20310	578.64
COMPUSA	20510	335.42
WAREHOUSE	98727	11,836.56
CYBEX	113912	275.88
CYBEX	113872	752.58
COMPUSA	20498	1,024.45
COMPUSA	20278	2,116.12
COMPUSA	20335	3,245.23
COMPUSA	20283	2,013.00
COMPUSA	20282	2,997.00
COMPUSA	20281	3,012.00
COMPUSA	20280	3,012.00
COMPUSA	20279	2,997.00
PRINTECH	PRINTECH	20,281.00
ASC	25273	7,560.00
GRAINGER	628005	360.38
DILLARD	N336737	2,962.43
COMPUSA	20279	2,997.00
COMPUSA	19667	1,155.83
COMPUSA	19665	675.98
COMPUSA	19575	1,499.96
DIXIE GEN	2229	467.74
INSIGHT	3757694	3,994.92
DATATEC	18287	7,425.00

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
CDW	7542640	552.96
PRODATA	1425631	1,595.00
COMPUSA	19680	745.00
BLACK BOX	233883	1,567.75
BLACK BOX	237025	1,526.85
COMPUSA	19683	475.70
COMPUSA	19952	436.45
SLAPPEY	980318	19,938.72
ADVANCED C	27334	1,223.00
COMPUSA	19307	572.00
KAP GALLER	1318	187.80
INSIGHT	850931	894.64
CUSTOM SUP	92776	8,421.12
COMPUSA	18743	367.96
COMPUSA	18742	367.96
COMPUSA	18744	367.96
COMPUSA	18745	367.96
COMP USA	18794	361.96
TANDEM	383800-2	33,505.92
COMPUSA	13778	2,217.47
COMPUSA	14826	469.08
WAREHOUSE	98156	675.00
BODINE	24151	1,320.00
INSIGHT	850931	1,076.00
INSIGHT	850931	1,189.46
INSIGHT	850931	367.10
COMPUSA	15153	705.58
COMPUSA	15108	1,169.84
COMPUSA	15109	1,169.86
COMPUSA	15260	350.22
COMPUSA	15258	377.39
COMPUSA	15505	447.01
COMPUSA	15506	447.01
COMPUSA	15503	447.01
COMPUSA	15508	447.01
COMPUSA	15504	447.01
COMPUSA	15295	3,596.59
COMPUSA	18191	2,453.28
COMPUSA	18192	2,453.28
COMPUSA	18189	2,453.28
COMPUSA	18188	2,453.28
COMPUSA	18109	2,453.28
VENTURE	357769	4,339.44
COMPUSA	18048	888.84
COMPUSA	17175	286.38
COMPUSA	35891	2,660.44
COMPUSA	17085	289.07
COMPUSA	17138	285.53
COMPUSA	17750	2,167.50

Exhibit A

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>	<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
CDW	7532917	261.61	COMPUSA	17751	2,167.50
COMPUSA	17752	2,167.50	MOD MFG	0031089-IN	2,999.78
COMPUSA	17749	2,167.50	ROTH BROS	28025	13,610.00
COMPUSA	17748	2,189.03	APS	3009033-01	1,134.72
COMPUSA	17589	130.81	APS	3008927-01	200.92
COMPUSA	27101	2,105.15	NORTHWEST	1511	41,274.28
COMPUSA	27107	2,105.15	L&L	113-98	22,684.00
COMPUSA	27104	2,105.15	STORAGE	717803JS	5,058.00
COMPUSA	27112	2,105.15	ONE WORLD	7102	19,725.00
COMPUSA	27108	2,105.15	DATATEC	214062	15,113.79
COMPUSA	27101	2,105.15	SODA	24735	10,446.60
COMPUSA	16450	300.65	IKON	8929	715.50
COMPUSA	15495	340.49	MPO	89837	13,667.00
CORP SOLUT	4465TL	5,581.01	DIXIE	2693	2,476.33
INSIGHT	3693317	841.68	MPO	JB0828DTB-95	73,385.00
ADVANCED C	26916	3,163.32	DILLARD	N387529	1,126.00
MONARCH	815662	6,919.86	MOD MFG	0031906-IN	7,766.74
WRQ	50404209	22,483.35	DIXIE	2693	2,292.90
VERITY	12909	15,018.00	DILLARD	N374999	1,126.00
MONARCH	960370	2,380.92	MELVIN ROO	422096	666.00
MODERN	002880-IN	6,687.42	APS	3008088-01	4,130.91
MPO	85056	1,670.76	APS	3008184-01	1,667.01
MID SOUTH	46143A	4,546.80	ALA LOCK	A200563	671.88
FALCON	99178	2,984.00	COMPASS	COMPASS	535.00
CDW	7136060	2,043.75	LIBERTY	LV6795	639.71
BODINE	23357	1,864.97	MPO	89965	82,235.50
TECHNICAL	52954	219.29	COLOUR	31812A	17,175.52
BLACK BOX	184502	352.40	PEAK	8063000433	3,094.00
OFFICE	70627	205.15	DATATEC	213167	14,570.35
GRAINGER	080-403478	565.70	TILE EXPRE	JPRNV062998	41,896.04
WOODFIELD	289253	4,840.16	MOD MFG	0030688-IN	687.50
VENTURE	353769	3,195.88	MOD MFG	0030693-IN	8,750.50
MOTOROLA	90536136	1,778.72	MOD MFG	0030692-IN	2,461.00
GRAINGER	722278482	564.39	MOD MFG	0030690-IN	900.00
DIXIE	2693	2,430.47	MOD MFG	0030690-IN	310.00
IMPRESSION	2490	296.42	MOD MFG	0030690-IN	1,600.00
ALA LOCK	A200206	662.50	GRAINGER	423-872881-2	304.37
KAP	1323	204.41	APS	3008866-01	1,344.25
MELVIN ROO	422092	1,320.23	ADV. COMM.	29162	1,242.00
MODERN MFG	0030373-IN	12,274.89	SODA	24731	10,029.00
DILLARD	N374997	1,126.00	MPO	89557	2,425.00
COMPASS	COMPASS	530.00	NORTHWEST	1508	29,350.00
APS	3008005-01	1,602.02	IKON	8937	779.38
MPO	89851	82,235.50	NORTHWEST	1525	1,010.00
PEAK	8070100334	3,280.64	KYRUS	48266B	3,984.20
COMMERCIAL	9932	138.24	MPO	89839	13,667.00
STORAGE	717801JS	40,545.00	NORTHWEST	1551	350.00
ADVANCED	29263	1,242.00	MPO	PO#JB0828FRS-97	73,385.00
MOD MFG	0030871-IN	4,200.50	GOLD MEDA	452240	1,594.96

Exhibit A

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
MOD MFG	0031905-IN	13,324.24
DILLARD	N387529	1,204.92
APS	3007490-01	1,744.89
ALA. LOCK	A199093	675.00
ADVANCED C	27783	1,242.00
MELVIN	418795	713.00
IMPRESSION	2408	324.69
SLAPPEY	980318-0669	10,111.59
KAP	1314	192.84
MPO	88048	89,565.00
MODERN MFG	0029682-IN	12,365.64
ALA LOCK	A199093	675.00
AMERICAN	3008091-01	980.68
ONE WORLD	7095	7,708.00
ONE WORLD	7095	7,469.00
ONE WORLD	7095	7,469.00
DIXIE	2693	2,433.34
MODERN MFG	0030060-IN	2,171.00
PEAK	1342	3,284.51
STORAGE	51802JWS	37,634.19
NORTHWEST	1432	37,023.00
DATATEC	193519	15,733.03
MODERN MFG	0030044-IN	4,298.59
OFFICE DEP	91587	353.75
L&L	71-98	21,861.75
DIXIE	2795	220.82
FREEDOM	6109	173.78
COMPASS	COMPASS	530.63
ROTH BROS	27393	12,110.00
IMPRESSION	2408	324.69
KAP	1314	192.84
MELVIN	420897	1,208.80
MELVIN	418795	713.00
SECURITY	140603	37,250.00
SODA	24725	10,484.09
VECTOR	3684	448.91
VICTORY	19454	18,795.00
APS	IBC50260	269.55
MPO	88133	14,310.96
ADVANCED	28959	619.77
MPO	JB08280NG96	73,385.00
DILLARD	N387529	1,204.82
MOD MFG	0031904-IN	5,557.50
PEAK	7112900004	3,309.25
MODERN MFG	0028783-IN	28,606.00
MODERN MFG	0028767-IN	1,496.00
SLAPPEY	970904-0193	9,888.44
VICTORY	19241	94.00

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
BOSE	90232061	18,373.64
BOSE	95062115	653.50
WAREHOUSE	98093	54,160.00
WAREHOUSE	98307	19,150.00
L&L METAL	38-98	15,298.80
MODERN MF	0029441-IN	973.13
MPO	85801	100,787.00
APS	3007200.01	891.00
ONE WORLD	7074	19,725.00
ONE WORLD	7087	1,789.00
APS	3007489-01	1,749.21
ALA. LOCK	A199095	675.00
ADVANCED C	27782	1,242.00
MODERN MF	029934-IN	693.52
MODERN MF	029772-IN	1,861.00
IMPRESSION	2408	324.69
SLAPPEY	980318-0688	10,325.97
BEEMAK	168443	1,395.00
KAP	1313	192.84
DIXIE GEN	1923	2,574.73
MPO		92,577.00
ADVANCED C	27527	900.60
MELVIN	417199	953.60
GOLD MEDA	430037	1,365.50
MODERN MF	0029681-IN	12,365.64
DATATEC	193518	14,652.82
MODERN MF	0029830-IN	150.00
MODERN MF	0029831-IN	310.00
ALA. LOCK	A199095	675.00
APS	3007770-01	1,160.87
ONE WORLD	7085	7,875.00
ONE WORLD	7085	7,631.00
ONE WORLD	7085	7,631.00
STORAGE	48517	36,200.00
NORTHWEST	1412	28,943.00
MPO	87374	13,677.00
L&L METAL	61-98	22,325.25
SODA	24709	10,522.12
MODERN MF	0029771-IN	4,227.17
COMPASS	COMPASS	541.88
ROTH BROS	27392	12,110.00
NORTHWEST	1457	8,453.23
DIXIE	2672	313.20
IMPRESSION	2408	324.69
CDW	8346717	345.04
SECURITY	140644T	25,250.00
ADV. COMM.	29208	589.00
ADVANCED	27782	1,242.00

Exhibit A

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
VICTORY	1945	7,037.80
COMPASS	COMPASS	530.00
DILLARD	N377662	1,204.82
MPO	89852	73,785.00
COMMERCIAL	9933	138.24
ALA LOCK	A201432	675.00
ADVANCED	29261	1,242.00
GOLD MEDAL	452252	1,594.96
MOD MFG	0030691-IN	10,080.68
PEAK	8072000208	3,079.00
MOD MFG	0030964-IN	4,334.50
MOD MFG	0030963-IN	1,861.00
FASTSIGNS	12256	350.16
MOD MFG	0031567-IN	500.00
MOD MFG	0031134-IN	1,703.16
MOD MFG	0031147-IN	2,886.74
APS	3008926-01	213.71
NORTHWEST	1510	39,955.22
APS	3009267-01	164.16
ONE WORLD	7103	19,725.00
DATATEC	214063	15,066.78
SODA	24736	10,029.00
IKON	8938	724.41
MPO	89836	13,485.00
SOUTHSIDE	6173	1,486.20
DIXIE	3727	366.00
IMPRESSION	2408	263.64
MODERN MFG	0030018-IN	12,890.89
PEAK	8061600133	3,332.44
KAP	1319	207.79
ALA LOCK	A200201	675.00
STORAGE	49199	1,666.99
DIXIE	2693	2,470.60
APS	3007864-01	1,703.68
MPO	88970	13,667.00
MPO	88995	82,502.00
GOLD MEDAL	436068	1,405.89
MODERN MFG	0030492-IN	4,364.41
MELVIN ROO	420331	1,257.36
APS	3007874-01	3,769.53
DILLARD	N371750	1,126.00
COMPASS	COMPASS	538.75
L&L	94-98	23,241.68
OFFICE	91587	297.37
MELVIN	423590	363.52
ONE WORLD	7097	7,954.00
ONE WORLD	7097	7,712.00
ONE WORLD	7097	7,712.00

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
DATATEC	197190	15,695.14
COMMERCIA	9930	137.92
APS	3008610-01	1,048.00
NORTHWEST	1491	38,985.30
MOD MFG	0030477-IN	2,339.25
SODA	24733	10,568.40
NORTHWEST	1160	19,793.00
WAREHOUSE	92392	7,815.67
APS	3005523-01	1,159.02
WAREHOUSE	92679	10,295.00
WAREHOUSE	92627	2,444.00
L&L METAL	144-97	11,300.00
GATEWAY	2286	38,708.80
GATEWAY	2292	1,825.00
GATEWAY	2261	1,250.00
GATEWAY	2262	750.00
GATEWAY	2293	1,500.00
GATEWAY	2273	3,582.04
PEAK	7081300109	3,044.11
PEAK	7081400252	334.44
MPO	81399	187,780.95
NORTHWEST	1159	4,187.00
NORTHWEST	1102	30,150.00
WAREHOUSE	90868	39,475.00
INTERCON	2285	4,157.50
NORTHWEST	1130	10,880.00
NORTHWEST	1122	1,100.00
MOD MANUF	0026919-IN	36,801.85
MOD MANUF	0027288-IN	12,363.00
MOD MANUF	0027475-IN	213.21
SODA	20142	9,679.00
BOSE CORP	90165217	11,673.39
BOSE CORP	95045542	7,500.00
BOSE	95049127	1,550.12
ONE WORLD	7044	19,725.00
ONE WORLD	7051	1,649.33
MOD MANU	0026528-IN	28,931.50
MOD MANU	0026512-IN	12,426.48
MOD MANU	0026818-IN	705.00
INTERCON	2277	4,889.66
L&L METAL	112-97	3,800.00
SLAPPEY	970515-0555R	9,888.44
GATEWAY	1717	2,903.25
GATEWAY	1714	1,500.00
GATEWAY	1715	750.00
GATEWAY	1716	5,367.60
GATEWAY	1716	36,425.18
NORTHWEST	212	35,725.00

Exhibit A

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
WAREHOUSE	90753	30,800.00
WAREHOUSE	91432	2,442.00
INNOVATIVE	12555	88,185.35
PEAK	7062500198	3,231.20
PEAK	7062400257	34.25
BOSE	90155962	9,914.97
SODA	20141	9,679.00
IMPRESSION	2490	324.69
IMPRESSION	2693	2,470.60
DILLARD	N374846	1,126.00
APS	3008003-01	1,736.97
KAP	1321	207.79
ALA LOCK	A200204	675.00
APS	3008089-01	3,914.69
MODERN MFG	0030375-IN	4,646.54
COMPASS	COMPASS	538.75
ONE WORLD	7098	7,921.00
ONE WORLD	7098	7,679.00
ONE WORLD	7098	7,679.00
MPO	89966	82,235.50
PEAK	8063000158	3,333.79
MOD MFG	0030610-IN	1,303.95
L&L	104-98	20,265.08
STORAGE	49482	1,718.61
DATATEC	213163	15,322.29
MOD MFG	0031052-IN	414.42
APS	3008793-01	1,224.43
SODA	24732	10,568.40
ADV. COMM.	29163	1,338.26
IKON	10429	727.31
ROTH BROS	28027	13,610.00
MPO	89844	13,667.00
NELSON	1065	311.00
NORTHWEST	1526	3,998.60
USA SIGNS	10908	36,665.17
IN THE NEW	JB0417WSP91	121.00
IMPRESSION	2490	324.69
SLAPPEY	8979	10,099.68
APS	3007865-01	1,768.11
PEAK	8043000073	3,092.75
MODERN MFG	0030019-IN	12,890.89
DIXIE	2693	2,430.47
PEAK	8061000094	3,094.00
MPO	88951/89019	13,667.00
MPO	88997	82,502.00
ALA LOCK	A200202	675.00
KAP	1320	204.41
GOLD MEDAL	436069	1,755.46

<u>VENDOR</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
MELVIN ROO	420142	666.00
MODERN MF	0030425-IN	2,171.00
MODERN MF	0030424-IN	4,050.50
APS	3007882-01	157.50
APS	3007882-01	269.55
DILLARD	N373529	558.23
DILLARD	N371750	555.23
DILLARD	N371750	563.00
STORAGE	61802JWS3	37,500.00
STORAGE	6-8502JWS3	1,261.00
STORAGE	623802	1,750.00
ROTH BROS	27717	12,100.00
ONE WORLD	7096	19,725.00
ONE WORLD	7106	825.00
DATATEC	19719	15,497.93
NORTHWEST	1483	47,146.00
NORTHWEST	1497	1,320.00
NORTHWEST	1497	2,656.00
VARIOUS	27718	1,510.00
L&L	92-98	20,900.00
ADV. COMM.	044B-901	589.00
ADV. COMM.	0300B-901	1,242.00
SODA	24734	10,029.00
ATLANTIC	78914	2,594.88

Inst # 1998-46670

11/24/1998-46670
 08:01 AM CERTIFIED
 SHELBY COUNTY JUDGE OF PROBATE
 DOB CRH 17.00