

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

Important: Read Instructions on Back Before Filling out Form.

| | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <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 for filing pursuant to the Uniform Commercial Code. |
| 1. Return copy or recorded original to: Steven A. Brickman, Esquire Sirote & Permutt, P.C. 2222 Arlington Avenue South Birmingham, AL 35205 Pre-paid Acct. # _____ | | THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office <div style="transform: rotate(-90deg); transform-origin: center;"> 1999-04-19 02/04/1999-04/1999 10:38 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 005 CRH 19.00 </div> |
| 2. Name and Address of Debtor (Last Name First if a Person) Williamson Oil Co., Inc. P.O. Box 680807 Ft. Payne, AL 35967 Social Security/Tax ID # _____ | | |
| 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. SECURED PARTY (Last Name First if a Person) Green Tree Financial Servicing Corporation 7360 South Kyarene Road Tempe, AZ 85283 Social Security/Tax ID # _____ | | 4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) Judge of Probate - Shelby County |
| <input type="checkbox"/> Additional secured parties on attached UCC-E | | |

See Exhibit A attached hereto and made a part hereof

5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

| | | | | | |
|---|---|---|--|--|--|
| 3 | 0 | 2 | | | |
| 5 | 0 | 0 | | | |
| | | | | | |
| | | | | | |
| | | | | | |

(2) UCC filed as additional security for mortgage(s) filed herewith

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 \$ 2X \$4,000,000.00

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

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)

Williamson Oil Co., Inc.

Signature(s) of Debtor(s)
By: [Signature]
Signature(s) of Debtor(s)
Its: [Signature]
Type Name of Individual or Business

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

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

Type Name of Individual or Business

**EXHIBIT "A" TO
UCC-1 FINANCING STATEMENT**

**naming
WILLIAMSON OIL CO., INC.
as Debtor
and
GREEN TREE FINANCIAL SERVICING CORPORATION
as Secured Party**

(page 1 of 2)

DESCRIPTION OF COLLATERAL

Item 5 (continued):

**THIS FINANCING STATEMENT COVERS THE FOLLOWING TYPES OR ITEMS OF
PROPERTY (THE "COLLATERAL"):**

(a) all present and future right, title and interest of Grantor in and to all equipment and fixtures (as those terms are defined in Article 9 of the Alabama Uniform Commercial Code (the "UCC"), and whether existing now or in the future) now or in the future located at, upon or about, or affixed or attached to or installed in, the real property described on Schedule A ("Real Property"), or used or to be used in connection with or otherwise relating to such Real Property or the ownership, use, development, construction, maintenance, management, operation, marketing, leasing or occupancy of such Real Property or used or to be used in the operation of a convenience store business on the Real Property, including furniture, furnishings, fixtures, machinery, tanks, pumps, appliances, building materials and supplies, generators, boilers, furnaces, heating, ventilating and air conditioning equipment, any and all lighting (including without limitation any and all lighting fixtures, lighting pedestals, and flood lights), removable signage of all varieties, sprinkler controls, sprinkler solenoids, sprinkler heads, exterior menu boards and exterior intercom ordering systems, exterior music speakers and pedestals, any and all car wash equipment, sprinklers, and machinery, and any and all personal property of any kind or nature contained in, on, or around and/or associated with in any manner the operation of a convenience store, and all building and construction materials, supplies and equipment incorporated in a convenience store and all machinery, appliances, pipes, conduits, generators, engines, pumps, motors, compressors, boilers, condensing units, disposals, sprinklers, wiring, and furnishings of every kind and description which may be used or useful in connection with the operation of and located inside a convenience store; and any and all gasoline or petroleum equipment for use with gasoline or petroleum products, utensils, parts and spare parts therefor; all outside removable items and any and all ice machines, ice cream machines, warmers, refrigerators, freezers, ovens, and toasters; all security, fire, smoke and other alarm systems; all cash registers and point-of-sale terminals; all computers (hardware and software); all in-store communication devices; together with any and all extensions, additions, improvements, betterments, renewals, fittings, increases, accessories, additions, attachments, parts, proceeds, products, repairs, replacements, rewards, accessions and substitutions of or to any of such property (the "Equipment") but only to the

extent such Equipment is used in the ordinary course of business in the Real Property and excluding goods held for resale or inventory; and

(b) all proceeds of any and all of the foregoing Collateral and, to the extent not otherwise included, all payments under insurance (whether or not the Lender is the loss payee thereof), or any indemnity, warranty or guaranty, payable by reason of loss or damage to or otherwise with respect to any of the foregoing Collateral.

SCHEDULE A TO
UCC-1 FINANCING STATEMENT

naming
WILLIAMSON OIL CO., INC.
as Debtor
and
GREEN TREE FINANCIAL SERVICING, CORPORATION
as Secured Party

(page 1 of 2)

LEGAL DESCRIPTION OF REAL PROPERTY

Property 1 - Site #173

All that tract or parcel of land lying and being in the SW 1/4 of the NW 1/4 of Section 25, Township 21 South, Range 1 West situated in the City of Columbiana, Shelby County, Alabama, and more particularly described as follows:

Beginning at the intersection of the Southerly right of way line of East College Street (State Highway 25) and the Easterly right of way line of East Milner Street; thence running in an Easterly direction along the Southerly right of way line of East College Street (State Highway 25) a distance of 128.0 feet to the point of beginning; thence turn an angle of 93 deg. 00 min. right running in a Southerly direction a distance of 196.40 feet to an iron pin; thence turn an angle of 93 deg. 00 min. left running in an Easterly direction a distance of 100.0 feet to an iron pin; thence turn at an angle of 87 deg. 00 min. left running in a Northerly direction a distance of 196.40 feet to an iron pin located in the Southerly right of way line of East College Street (State Highway 25); thence turn an angle of 93 deg. 00 min. left running in a Westerly direction along the Southerly right of way of East College Street (State Highway 25) a distance of 100.0 feet to an iron pin and the point of beginning; being situated in Shelby County, Alabama.

Property 2 - Site #175

All that tract or parcel of land lying and being in Lots 438 and 439, according to N.B. Dare's Map and Survey of the Town of Calera, Shelby County, Alabama, and more particularly described as follows:

Beginning at the Northeasterly intersection of the Easterly right of way of Montgomery Avenue (U.S. Highway 31) and the Northerly right of way line of Patton Avenue; thence running in a Northerly direction along the Easterly right of way line of Montgomery Avenue (U.S. Highway 31) a distance of 90 feet, more or less, to an iron pin on the lot line of Lots 438 and 437, said point being the point of beginning; thence continuing in a Northerly direction along the Easterly right of way of Montgomery Avenue (U.S. Highway No. 31) a distance of 120.0 feet to an iron pin; said iron pin being the Northwesterly corner of Lot 439; thence running in an Easterly direction along the Northerly property line of Lot 439 and the Southerly right of way line of an alley a distance of 150.0 feet to an iron pin; thence running in a Southerly direction along the easterly property line of Lots 439

and 438 a distance of 120.0 feet to an iron pin; thence running in a Westerly direction along the Southerly property line of Lot 438 and the Northerly property line of lot 437 a distance of 150.0 feet to an iron pin in the Easterly right of way line of Montgomery Avenue (U.S. Highway 31) and the point of beginning; being situated in Shelby County, Alabama.

Inst # 1999-04990

02/04/1999-04990
10:38 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 CRH 19.00