

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

<input type="checkbox"/> The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).	No. of Additional Sheets Presented: 2	This Financing Statement is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.														
<p>1. Return copy or recorded original to: M. Beth O'Neill Maynard, Cooper &amp; Gale, P.C. 1901 6th Avenue North, Suite 2400 Birmingham, AL 35203-2602</p> <p>Pre-paid Acct. # _____</p> <p>2. Name and Address of Debtor (Last Name First if a Person) MailSouth, Inc. 5901 Highway 52 East Helena, Alabama 35080</p> <p>Social Security/Tax ID # _____</p> <p>2A. Name and Address of Debtor (if any) (Last Name First if a Person)</p> <p>Social Security/Tax ID # _____</p> <p><input type="checkbox"/> Additional debtors on attached UCC-E</p> <p>3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person) <i>National Bank of Commerce</i></p> <p>Social Security/Tax ID # _____</p> <p><input type="checkbox"/> Additional secured parties on attached UCC-E</p>		<p>THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number &amp; Filing Office</p> <div style="text-align: center; border: 1px solid black; padding: 5px; margin: 10px auto; width: 150px;">Inst # 1999-13867</div> <div style="text-align: center; border: 1px solid black; padding: 5px; margin: 10px auto; width: 150px;">04/02/1999-13867 08:31 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 17.00 003 HMS</div> <p>FILED WITH: Judge of Probate of Shelby County, Alabama</p> <p>4. ASSIGNEE OF SECURED PARTY (If any) (Last Name First if a Person)</p>														
<p>5. The Financing Statement Covers the Following Types (or items) of Property:</p> <p>All types (or items) of property described on <u>Schedule I</u> attached hereto and made a part hereof.</p> <p>Some of the property described in <u>Schedule I</u> is now, or may in the future become, affixed to the Land described on <u>Exhibit A</u> attached hereto and made a part hereof. The Debtor is a record owner of said Land.</p> <p>* This financing statement is filed as additional security for the indebtedness secured by a certain Future Advance Mortgage executed by the Debtor in favor of the Secured Party recorded concurrently herewith.</p> <p>Check X if covered <input checked="" type="checkbox"/> Products of Collateral are also covered</p>		<p>5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered</p> <table border="1" style="width: 100%; border-collapse: collapse;"><tr><td>_____</td><td>_____</td></tr><tr><td>_____</td><td>_____</td></tr><tr><td>_____</td><td>_____</td></tr><tr><td>_____</td><td>_____</td></tr><tr><td>_____</td><td>_____</td></tr><tr><td>_____</td><td>_____</td></tr><tr><td>_____</td><td>_____</td></tr></table>	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____															
_____	_____															
_____	_____															
_____	_____															
_____	_____															
_____	_____															
_____	_____															
<p>6. This statement is filed without the debtor's signature to perfect a security interest in collateral (check X, if so)</p> <p><input type="checkbox"/> already subject to a security interest in another jurisdiction when it was brought into this state.</p> <p><input type="checkbox"/> already subject to a security interest in another jurisdiction when debtor's location changed to this state.</p> <p><input type="checkbox"/> which is proceeds of the original collateral described above in which a security interest is perfected.</p> <p><input type="checkbox"/> acquired after a change of name, identity or corporate structure of debtor.</p> <p><input type="checkbox"/> as to which the filing has lapsed.</p>		<p>7. Complete only when filing with the Judge of Probate: The initial indebtedness secured by this financing statement is \$ <u>N/A</u></p> <p>Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ <u>N/A</u> *Mortgage filed simultaneously herewith.</p> <p>8. <input checked="" 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)</p>														
<p>By: <u><i>M. Beth O'Neill</i></u> Signature(s) of Debtor(s) Title: <u>President</u></p> <p>Signature(s) of Debtor(s) MailSouth, Inc., an Alabama corporation Type Name of Individual or Business</p>		<p>Signatures of Secured Party(ies) (Required only if filed without debtor's Signature - see Box 6)</p> <p>Signature(s) of Secured Party(ies) or Assignee</p> <p>Signature(s) of Secured Party(ies) or Assignee</p> <p>Type Name of Individual or Business</p>														

## **SCHEDULE I TO UCC-1 FINANCING STATEMENT**

All of the Accounts, Contract Rights and General Intangibles of the Debtor, now existing and acquired or created from time to time hereafter, and all proceeds of Accounts, Contract Rights and General Intangibles; all goods represented by Accounts, Contract Rights and General Intangibles; all such goods that may be reclaimed or repossessed from or returned by Purchasers; all of the Debtor's rights as an unpaid vendor or lienor, including stoppage in transit, replevin and reclamation; and any other of the property of the Debtor now or hereafter held by the Secured Party or by others for the Secured Party's account. All of the Inventory of Debtor, now existing and acquired or created from time to time hereafter, whether such Inventory is in transit or in the constructive, actual or exclusive possession of the Debtor or of the Secured Party or held by the Debtor or others for the Secured Party's account, and wherever the same may be located, including, without limiting the generality of the foregoing, all Inventory which may be located on the premises of the Secured Party or upon the premises of any carriers, forwarding agents, truckers, warehousemen, vendors, selling agents, processors or other third parties. All of the Debtor's Equipment, machinery, furniture, furnishings, vehicles, tools, spare parts, materials, supplies, store fixtures, leasehold improvements and all other goods and tangible personal property of every kind and nature (other than Inventory and Fixtures) now owned or hereafter acquired. All of the Debtor's Fixtures now owned or hereafter acquired. Any other of the property of the Debtor now or hereafter held by the Secured Party or by others for the Secured Party's account. All proceeds and products of, and additions and accessions to the same (including, without limitation, insurance proceeds and Accounts that are proceeds of Inventory). All of some of the Property may be located from time to time on the Land described in Exhibit A attached hereto and made a part hereof.

**EXHIBIT A TO SCHEDULE I TO UCC-1 FINANCING STATEMENT**

**LEGAL DESCRIPTION OF LAND**

**1. 5901 Highway 52 East, Helena, Alabama, described as:**

**A parcel of land situated in the southeast 1/4 of the southwest 1/4 of the southwest 1/4 of Section 14, Township 20 South, Range 3 West, described as follows:**

**Commence at the northwest corner of the southeast 1/4 of the southwest 1/4 of the southwest 1/4 of Section 14; go south 01 degrees 43 minutes 16 seconds east along the west boundary of said 1/4 1/4 1/4 Section for 242.10 feet to a point on a curve to the right on the northerly boundary of Highway 52, said curve having a central angle of 46 degrees 22 minutes 58 seconds and a radius of 632.72 feet; thence southeasterly along said curve 512.20 feet to the westerly boundary on Tennyson Drive; thence (5) five courses along said westerly boundary as follows -go north 02 degrees 56 minutes 51 seconds east for 166.62 feet to the beginning of a curve to the right, having a central angle of 24 degrees 46 minutes 23 seconds and a radius of 275.44 feet; thence northerly along said curve 119.09 feet to the point of tangent; thence north 27 degrees 43 minutes 13 seconds east for 36.01 feet to the beginning of a curve to the left, having a central angle of 45 degrees 34 minutes 40 seconds and a radius of 205.37 feet; thence northeasterly along said curve for 163.37 feet to the point of tangent; thence north 17 degrees 51 minutes 26 seconds west for 57.56 feet to the north boundary of said 1/4 1/4 1/4 section; thence south 89 degrees 57 minutes 00 seconds west for 469.95 feet to the point of beginning.**

**2. 222 Roebuck Industrial Parkway, Birmingham, Alabama 35235**

**Inst # 1999-13867**

**04/02/1999-13867  
08:31 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
003 MMS 17.00**