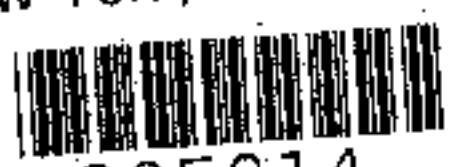



STATE OF ALABAMA — UNIFORM COMMERCIAL CODE — FINANCING STATEMENT  
FORM UCC-1 ALA.

|  |  |                                     |   |  |
|--|--|-------------------------------------|---|--|
| <input type="checkbox"/> The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n)  |  | No. of Additional Sheets Presented: | This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.   |  |
| 1. Return copy or recorded original to:<br><br>Please Return to:<br>Intercounty Clearance Corporation<br>440 Ninth Avenue<br>New York, NY 10001-1686<br><br>805814  |  |                                     | THIS SPACE FOR USE OF FILING OFFICER<br>Date, Time, Number & Filing Office<br><br><div style="text-align: right; font-size: 1.2em; font-weight: bold;">Inst # 1999-27366</div> <div style="text-align: right; font-size: 0.8em;">06/30/1999-27366<br/>10:42 AM CERTIFIED<br/>SHELBY COUNTY JUDGE OF PROBATE<br/>18.00<br/>004 CRH</div>   |  |
| 2. Name and Address of Debtor (Last Name First if a Person)<br><br>Tacala, LLC<br>d/b/a Taco Bell Store No. 5012<br>100 Chase South Park, Ste. 100<br>Birmingham, AL 35244<br><br>Social Security/Tax ID # [REDACTED]  |  |                                     | FILED WITH: <b>Shelby</b>   |  |
| 2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)<br><br>Social Security/Tax ID # _____  |  |                                     |   |  |
| <input type="checkbox"/> Additional debtors on attached <del>XXXX</del>  |  |                                     |   |  |
| 3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person)<br><br>Franchise Mortgage Acceptance Company<br>Three American Lane<br>Greenwich, CT 06831<br>[REDACTED]<br><br>Social Security/Tax ID # _____  |  |                                     |   |  |
| <input type="checkbox"/> Additional secured parties on attached <del>XXXX</del>  |  |                                     | 4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)   |  |
| 5. The Financing Statement Covers the Following Types (or Items) of Property:<br><b>See RIDER A attached hereto for collateral description</b>   |  |                                     |   |  |
| 5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:<br><div style="text-align: right; font-size: 1.5em; font-weight: bold;">3 0 0</div>   |  |                                     |   |  |
| <div style="font-size: 1.5em; font-style: italic;">"Property is being leased tax is not applicable"</div>  |  |                                     |   |  |
| Check X if covered: <input checked="" type="checkbox"/> 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)<br><input type="checkbox"/> already subject to a security interest in another jurisdiction when it was brought into this state.<br><input type="checkbox"/> already subject to a security interest in another jurisdiction when debtor's location changed to this state.<br><input type="checkbox"/> which is proceeds of the original collateral described above in which a security interest is perfected.<br><input type="checkbox"/> acquired after a change of name, identity or corporate structure of debtor<br><input type="checkbox"/> as to which the filing has lapsed. |  |                                     | 7. Complete only when filing with the Judge of Probate:<br>The initial indebtedness secured by this financing statement is \$ _____<br>Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ _____   |  |
| TACALA, LLC<br>By: Tacala, Inc., its manager<br>By: <br>Signature(s) of Debtor(s)<br>Name: Donald M. G. Hareeb<br>Title:  |  |                                     | 8. <input 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)<br><br>Signature(s) of Secured Party(ies)<br>(Required only if filed without debtor's Signature — see Box 8) |  |
|  |  |                                     | Signature(s) of Secured Party(ies) or Assignee  |  |

# ATTACHMENT TO UCC-1 FINANCING STATEMENT

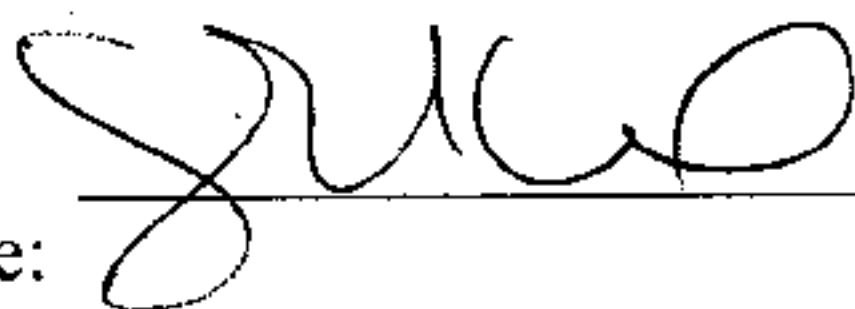
## SECURED PARTY:

Franchise Mortgage Acceptance Company

By:

Name:

Title:

A handwritten signature in dark ink, appearing to be "JUCO", is written over a horizontal line. The signature is stylized with a large initial 'J' and a looped 'O'.

# EQUIPMENT ORDERED FOR OPELIKA PIZZA HUT CONVERSION

|   |                               | AMOUNT      |
|---|-------------------------------|-------------|
| Foodservices Co-Op                      | Rethermalizer                 | \$2,447.00  |
|   | Freezer                       | \$4,695.00  |
| Ameriserve                              | Pizza Ovens                   | \$10,923.98 |
|   | Pizza Oven Start Up Check Out | \$292.33    |
|   | Oven Stand                    | \$472.11    |
|   | Winston Hot Hold Cabinet      | \$2,897.62  |
|   | Proofer                       | \$1,936.04  |
|   | Kitchen timers                | \$89.74     |
|   | Maketable                     | \$2,564.05  |
|   | Retarder                      | \$1,059.82  |
|   | Pan insert 1/8                | \$130.80    |
|   | Pan insert 1/3                | \$169.75    |
|   | Bar divider 12.5              | \$18.58     |
|   | Monarch printer               | \$756.03    |
|   | Monarch labels                | \$96.22     |
|   | Breadstick Toaster            | \$681.65    |
|   | Breadstick Warmer             | \$55.55     |
|   | Breadstick sauce pump         | \$97.93     |
|   | Breadstick slide              | \$28.16     |
|   | Breadstick smallwares         | \$679.39    |
|   | Dough Racks                   | \$512.82    |
|   | Oven Stand                    | \$42.87     |
|   | Cut pack station              | \$343.56    |
|   | 6" pans                       | \$1,285.60  |
|   | 6" pan separator              | \$343.80    |
|   | PH smallwares                 | \$407.92    |
|   | Thick H bars-steamline (6)    | \$243.36    |
|   | Freight                       |             |
|   | Tax                           |             |
|   | Sub Total                     |             |
| Tasca Technical Services PAR System     |                               | \$7,000.00  |
| Construction G & R Construction Company |                               | \$10,000.00 |
| Signage                                 | National Sign and Marketing   | \$12,000.00 |
|   | Installation                  | \$1,200.00  |
|   | Sub Total                     |             |

Plus all additions, attachments accessions thereto substitutions for, and proceeds of insurance and all replacements of, any of the foregoing, cash and non-cash.

Exhibit A  
(LEGAL DESCRIPTION)

# 5012  
2400 Pepperell Pkwy  
Opelika, AL

PROPERTY DESCRIPTION FOR JON ENTERPRISES

OUTPARCEL NUMBER 3

COMMENCING AT THE NORTHEAST CORNER OF SECTION 14, T-19-N, R-26-E, IN OPELIKA, LEE COUNTY, ALABAMA; THENCE WEST, 2931.86 FEET; THENCE SOUTH, 606.03 FEET TO THE SOUTHWESTERLY R/W LINE OF U.S. HIGHWAY NO. 280 (WAVERLY PARKWAY); THENCE, ALONG SAID R/W LINE, S 73°18'45" E, 323.01 FEET; THENCE SOUTHEASTERLY ALONG A SPIRAL CURVE, CONCAVE SOUTHWESTERLY, AND HAVING A CHORD OF S 70°40'32" E, 385.61 FEET AND A SPIRAL LENGTH OF 386.83 FEET; THENCE SOUTHEASTERLY ALONG A CURVE CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 1307.40 FEET, FOR 778.96 FEET; THENCE SOUTHEASTERLY ALONG A SPIRAL CURVE CONCAVE SOUTHWESTERLY AND HAVING A CHORD OF S 27°43'48" E, 182.66 FEET AND A SPIRAL LENGTH OF 182.70 FEET; THENCE S 18°37'55" E, 229.13 FEET; THENCE S 32°39'05" W, 102.81 FEET TO THE NORTHERLY R/W LINE OF U.S. HIGHWAY NO. 29 (PEPPERELL PARKWAY); THENCE WESTERLY ALONG SAID R/W LINE BEING A CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 1994.86 FEET, FOR 239.84 FEET TO THE TRUE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED; THENCE CONTINUING WESTERLY ALONG SAID R/W LINE, BEING A CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 1994.86 FEET, FOR 165.77 FEET; THENCE, LEAVING SAID R/W LINE, N 13°26'58" W, 119.53 FEET; THENCE N 1°27'50" W, 124.15 FEET; THENCE N 73°21'21" E, 85.00 FEET; THENCE N 88°32'10" E, 78.15 FEET; THENCE S 8°16'44" E, 240.54 FEET TO, THE TRUE POINT OF BEGINNING.

CONTAINING 0.95 ACRE.

Inst # 1999-27366

06/30/1999-27366  
10:42 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
004 CRH 18.00