Uniform Commercial Code - FINANCING STATEMENT - Form UCC-1, IMPORTANT - Read instructions on back before filling out form No. of Additional This FINANCING STATEMENT is presented to a Filing 3. The Debtor is a transmitting utility. Sheets Presented: Officer for the Dursuant to the Uniform Commercial Code. 4. For Filing Officer: Date, Time, No. Filing Office 2. Secured Party(ies) Name(s) and Address(es) 1. Debtor(s) (Last Name First) and Address(es): SHOPPERS CHARGE ACCOUNTS CO. THE PACTORY CONNECTION OAK MOUNTAIN MARKET PLACE 1000 MACARTHUR BOULEVARD 古 370006 2236 PELHAM PARKWAY MAHWAH, NEW JERSEY 07430 1771. HAM, AL 35124 6. Assignee(s) of Secured Party Appress(es) 5. This financing Statement covers the following types (or items) of property: All retail charge account(s)/charge sale(s), instruments, chattel paper, contract rights, accounts, accounts receivable, retail credit agreements/accounts, and customer accounts presently existing or hereafter created and all documents of any kind and nature evidencing any of the aforesaid presently existing or hereafter created. The Debtor hereby agrees and grants to Secured Party a blanket security interest in all of the aforesaid. This filing shall also be deemed to include all 7. The described crossules arounds a tobe grown on: ☐ The described goods are or are to be a fixed to: * future advances. ☐ The lumber to be but or minerals of the like Proceeds of the collateral are also covered (including oil and gas) is on: * *(Describe Real Estate Below) 9. Name of ☐ This statement is to be indexed in 8. Describe Real Estate Here: a Record the Real Estate Records: Owner Lot Block Section County Town or City No. & Street 10. This statement is filed without the debtor's signature to perfect a security interest in collateral (check appropriate box) under a security agreement signed by debtor authorizing secured party to file this statement, of which is proceeds of the original collateral described above in which a security interest was perfected, or acquired after a change of name, identity or corporate structure of the debtor, or as to which the filing has lapsed, or

when the collateral was brought into the state, or - when the debtor's logation was changed to this state.

OUTABOR A MEDITALE CO

Signature(s) of Secured Party(ies)

☐ already subject to a security interest in another jurisdiction:

Signature(s) of Secured Debtor(s)