

VERIFIED STATEMENT AND CLAIM OF LIEN

State of Alabama)
Shelby County)

Jimmy R. Kuykendall (hereinafter called "Kuykendall") files this statement in writing, verified by him, who has personal knowledge of the facts set out below:

Kuykendall claims a lien upon the following business and property, situated in Shelby County, Alabama:

The business known as Pelham Glass and Mirror, Inc. an Alabama Corporation doing business in Shelby County, Alabama, together with all of the corporate stock, inventory, fixtures, equipment, vehicles, accounts receivable, bank accounts, brokerage accounts, books, records, and any and all other items used or useful in the operation of the said Pelham Glass and Mirror, Inc.

This lien is claimed, separately and severally, as to the business and each and every item used and/or useful to the business, whether now owned or hereinafter acquired, whether listed above and/or itemized on Exhibit A, attached hereto and made a part hereof as if fully set forth hereon.

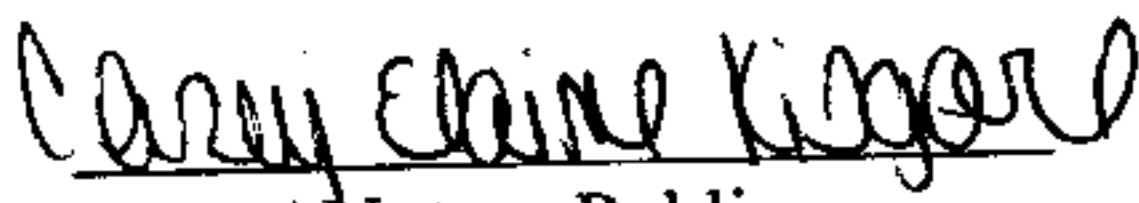
This lien is claimed to secure an indebtedness of \$105,000.00, with interest from a date not later than the first day of October, 1997, as the result of the Agreement to Repurchase & Closing Acknowledgment dated the first day of October, 1997, and Addendum thereto showing an unrecorded day of December, 1998.

The purported purchaser of the business shown hereinabove is Darrell C. Causey.

Done this 25th day of June, 1999.


Jimmy R. Kuykendall

Before me, the undersigned, a notary public in and for said County and State, personally appeared Jimmy R. Kuykendall, who being duly sworn, deposed and said that he has personal knowledge of each of the foregoing facts and the same are true and correct.


Notary Public

My Commission Expires:

5/20/03

Inst # 1999-31114
07/26/1999-31114
03:14 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
DD2 MMS 11.00

EXHIBIT A
VERIFIED STATEMENT AND CLAIM OF LIEN
AGAINST PELHAM GLASS AND MIRROR, INC.

FRONT OFFICES:

2 WOODEN DESK
1 COMPUTER DESK W/HUTCH (3 SECTIONS)
1 COMPAQ COMPUTER W/SPEAKERS, HARD
DRIVE & MONITOR
4 TELEPHONES
7 STACKABLE TRAYS
3 CALCULATORS
5 STAPLERS
4 FILING CABINETS
4 ROLLING CHAIRS (DIFFERENT COLORS)
4 ROLLING CHAIRS (MAROON)
1 COFFEE POT
1 MICROWAVE
1 RACK FOR AUTO GLASS
5 GEM CLIP CONTAINERS
6 POCKET HANGER CONTAINERS
6 FILE SORTERS
1 FAX MACHINE (BROTHERS INTELLIFAX 825MC)
2 TAPE DISPENSERS
5 TRASH CANS FOR OFFICE
5 MIRRORED PEDESTAL PLANTS
12 MIRRORS HANGING
ALL GLASS SAMPLES
5 SAMPLES SHOWER DOORS
1 DESK (WOODEN JIMMY'S OFFICE)
4 ROLODEX
WOODEN SLAT SHELVES
2 STAPLE PULLERS
1 ELECTRONIC PENCIL SHARPENER
3 MAGAZINE HOLDERS
2 WHITE WIRE SHELVES
OFFICE DIVIDERS

SHOP:

2 CORK BOARDS
2 SHOP FANS
6 A FRAME GLASS RACKS
3 HALF RACKS
2 METAL SHELVES
2 WOODEN SHELVES
4 WINDSHIELD RACKS
3 CUT TABLES
1 WOODEN TABLE
1 SMALL A FRAME RACK
ALL STOCK OF MIRRORS & GLASS
2 LADDERS
4 SANDERS
1 HOLE DRILL PRESS & DRILL BITS
1 CHOP SAW
1 AIR COMPRESSOR
1 SKIFE SAW
1 HOLDER FOR PAPER (TO WRAP GLAS
3 BATTERY CHARGERS
2 MAKITA HAND DRILLS
1 ELECTRIC HAND DRILL
1 PROPANE HEATER
TOOLS ON TRUCKS
3 L SQUARES RULERS
2 STRAIGHT EDGE RULERS
1 GLASS DOLLIE
1 SOCKET SET

VEHICLES:

91 CHEVY 1500 TRUCK W/RACK
VIN#1GCCS14E8F2255222

97 CHEVY 1500 TUCK W/ FULL SIZE
GLASS RACK
LOAN #
716000000009000587953 AMSOUTH

98 CHEVY 1500 EXEND CAB
LOAN #
716000000009000605100 AMSOUTH

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002 HHS 11.00