

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

Important: Read Instructions on Back Before Filling out Form.

REORDER FROM
Register, Inc.
514 PIERCE ST.
P.O. BOX 218
ANOKA, MN. 55303
(612) 421-1713

34676

<input type="checkbox"/> The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).	No. of Additional Sheets Presented: 9	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.
1. Return copy or recorded original acknowledgement to: John D. Pickering Balch & Bingham LLP P. O. Box 306 Birmingham, AL 35201 Pre-paid Acct. # _____		THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office <div style="transform: rotate(-90deg); transform-origin: center;"> Inst. # 1999-36839 09/01/1999-36839 02:27 PM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 24.00 SHS 010 </div>
2. Name and Address of Debtor (Last Name First if a Person) South Grande View Development Co., Inc. 5101 Cyrus Circle Suite 200 Birmingham, AL 35242 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. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person) Compass Bank Attn. Birmingham Real Estate Banking 15 South 20th Street Birmingham, AL 35233 Social Security/Tax ID # _____		4. NAME AND ADDRESS OF ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person) _____
<input type="checkbox"/> Additional secured parties on attached UCC-E		FILED WITH: Judge of Probate of Shelby County, Alabama

5. The Financing Statement Covers the Following Types (or Items) of Property:

See Schedule I and Exhibit A attached hereto and incorporated herein by reference. Some or all of the property listed on Schedule I is or may become fixtures on the real property described on Exhibit A.

*Filed as additional security for mortgage recorded at 08/26/1994-26506, Office of Judge of Probate of Shelby County, Alabama.

Check X if covered: <input checked="" type="checkbox"/> Products of Collateral are also covered.	5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing: 0 0 0 _____ 1 0 0 _____ 2 0 0 _____ 3 0 0 _____ 5 0 0 _____ 6 0 0 _____ 7 0 0 _____
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6. This statement is filed without the debtor's signature to perfect a security interest in collateral (check X if so) <input type="checkbox"/> already subject to a security interest in another jurisdiction when it was brought into this state. <input type="checkbox"/> already subject to a security interest in another jurisdiction when debtor's location changed to this state. <input type="checkbox"/> which is proceeds of the original collateral described above in which a security interest is perfected. <input type="checkbox"/> acquired after a change of name, identity or corporate structure of debtor <input type="checkbox"/> 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 \$ _____ Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$0.00* 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) Signature(s) of Secured Party(ies) (Required only if filed without debtor's Signature — see Box 6)
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South Grande View Development Co., Inc. By: <u>[Signature]</u> Signature(s) of Debtor(s) Its: <u>President</u> Type Name of Individual or Business	Compass Bank By: <u>[Signature]</u> Signature(s) of Secured Party(ies) or Assignee Its: <u>President</u> Type Name of Individual or Business
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SCHEDULE I

1. All wiring, pipes, lumber, bricks, steel, building materials, improvements, fixtures and articles of personal property now or hereafter used, attached to or adapted for use on the real estate described on Exhibit "A" attached hereto, including without limitation to, all construction materials, conduits, machinery, utilities, sewerage, storm sewers, streets and general development of the real estate as a single family residential real estate subdivision; TOGETHER WITH any and all additions and accessions therein and replacements thereof; all proceeds of sums payable in lieu of or as compensation for the loss of damage to (i) any property covered hereby, or (ii) the real estate upon which the said property covered hereby is or may be located; and all rights in and to all pertinent present and future fire and/or hazard insurance policies, all awards made by any public body or decreed by any court of competent jurisdiction for a taking and rights of Debtor in and to all leases now or hereafter affecting the said real estate or any part hereof and/or all rental income, whether payable pursuant to any present or future lease or otherwise, growing out of any occupancy or use thereof; the foregoing described property is affixed or will be affixed to the property described in Exhibit "A" attached hereto.
2. All buildings, structures and other improvements now or hereafter located on the said real estate or any part or parcel thereof.
3. All right, title and interest of Grantor in and to the minerals, flowers, shrubs, crops, trees, timber and other emblements now or hereafter located on said real estate or under or above the same, or any part or parcel thereof.
4. All and singular the tenements, hereditaments, easements, privileges and appurtenances thereunto belonging or in anywise appertaining, including any after-acquired property similar to that herein conveyed which may be subsequently acquired by the Grantor and used by them in connection with the real estate, and including without limitation, all right, title and interest of Grantor in and to any and all streets, roads and rights-of-way, open or proposed, public or private, adjoining or crossing said real estate.
5. All right, title and interest of Grantor, from time to time, in and to any and all leases, contracts, franchises and licenses covering the real estate, now belonging or hereafter acquired or added thereto.
6. All rents, issues, and profits which shall hereafter be realized, become due, or be paid in connection with the operation and use of said real estate.

Filed as additional security for mortgage recorded simultaneously herewith.
Cross-index in Mortgage Real Estate Records. Record owner of Real Estate: South Grande View Development Co., Inc.

EXHIBIT A

Parcel I:

Part of the South 1/2 of Section 16, and part of the North 1/2 of Section 21, all in Township 21 South, Range 3 West, Shelby County, Alabama. Being more particularly described as follows: Beginning at the Northeast corner of said Section 21 run in a Southerly direction along the east line of said Section 21 for a distance of 1324.58 feet to an existing crimp iron pin; thence turn an angle to the left of $0^{\circ} 18' 01''$ and run in a Southerly direction for a distance of 56.78 feet to an existing crimp iron pin, and being on the Northwest right-of-way line of Shelby County Highway # 12; thence turn an angle to the right of $67^{\circ} 39' 34''$ and run in a Southwesterly direction for a distance of 975.59 feet to an existing iron pin being a point of beginning of a curve, said curve being concave in a Southeasterly direction and having a central angle of $21^{\circ} 01' 25''$ and a radius of 1949.87 feet; thence turn an angle to the left and run along the arc of said curve and run in a Southwesterly direction along the Northwest right-of-way line of said Shelby County Highway #12 for an arc length distance of 715.47 feet to the point of ending of said curve; thence run in a Southwesterly direction along the line tangent to the end of said curve along the Northwest right-of-way of said Shelby County Highway #12 for a distance of 170.66 feet to point of beginning of a curve, said new curve being concave in a Northwesterly direction, and having a central angle of $43^{\circ} 49' 36''$ and a radius of 936.96 feet; thence turn an angle to the right and run in a Southwesterly and Westerly directions along the arc of said curve and along the Northwest right-of-way line of said Shelby County Highway # 12 for a distance of 716.70 feet to the point of ending of said curve and to existing iron pin; thence run in a Westerly direction along a line tangent the end of said curve and along the Northerly right-of-way line of Shelby County Highway # 12 for a distance of 170.75 to an existing iron pin; thence turn an angle to the right of $89^{\circ} 29' 21''$ and run in a Northerly direction for a distance of 232.43 feet to an existing iron pin; thence turn an angle to the left of $88^{\circ} 42' 11''$ and run in a Westerly direction for a distance of 195.50 feet to an existing iron pin; thence turn an angle to the left of $69^{\circ} 16' 27''$ and run in a Southerly direction for a distance of 252.71 feet to an existing iron pin, being on the North right-of-way line of Shelby County Highway # 12; thence turn an angle to the right of $68^{\circ} 29' 17''$ and run in a Westerly direction along the North right-of-way line of said Shelby County Highway # 12 for a distance of 710.68 feet to an existing iron pin being at a point of intersection with the Easterly right-of-way line of Southern Railroad right-of-way; thence turn an angle to the right of $73^{\circ} 16' 56''$ and run in a

Northwesterly direction along the Easterly right-of-way line of said Southern Railroad right-of-way for a distance of 1863.37 feet to an existing iron pin, being the point of beginning of a curve, said curve being concave in a Northeasterly direction and having a deflection of $0^{\circ} 58' 41''$ and a chord of 92.56 feet; thence turn an angle to the right and run along the arc of said curve for a distance of 92.57 feet to a point of compound curve, said new curve having a deflection of $3^{\circ} 34' 17''$ and a chord of 199.39 feet; thence turn an angle to the right and run along the arc of said curve for a distance of 199.52 feet to a tree being on the property corner; thence turn an angle to the right ($91^{\circ} 53' 25''$ from the chord of last mentioned curve) and run in a Northeasterly direction for a distance of 311.40 feet to an existing rock pile marking the corner; thence at an angle to the left of $91^{\circ} 02' 56''$ and run in a Northwesterly direction for a distance of 355.03 feet to an existing old iron rebar; thence turn an angle to the right of $97^{\circ} 29' 31''$ and run in an Easterly direction for a distance of 294.26 feet to an old open top iron pin; thence turn an angle to the left of $91^{\circ} 47' 47''$ and run in a Northerly direction for a distance of 951.85 feet to an existing iron pin; thence turn an angle to the right of 90° and run in an Easterly direction for a distance of 175.0 feet to an existing iron pin; thence turn an angle to the left of 90° and run in a Northerly direction for a distance of 262.46 feet to an existing iron pin; thence turn an angle to the right of $90^{\circ} 27' 07''$ and run in an easterly direction for a distance of 103.28 feet to an existing iron pin; thence turn an angle to the left of $86^{\circ} 19' 26''$ and run in a Northerly direction for a distance of 521.27 feet to an existing old iron rebar; thence turn an angle to the left of $01^{\circ} 45' 39''$ and run in a Northerly direction for a distance of 995.54 feet to an existing iron pin, being on the North line of the Southwest $\frac{1}{4}$ of Section 16; thence turn an angle to the right of $92^{\circ} 34' 22''$ and run in a Easterly direction along the North line of said Southwest $\frac{1}{4}$ and the north line of the Southeast $\frac{1}{4}$ for a distance of 3233.12 feet to an existing iron pin being on the Southwest right-of-way line of Big Oak Drive; thence turn an angle to the right of $47^{\circ} 26' 25''$ and run in a Southeasterly direction for a distance of 123.62 feet to an existing iron pin, again being on the Southwest right-of-way line of Big Oak Drive and also being on East line of said Section 16; thence turn an angle to the right of $41^{\circ} 16' 34''$ and run in a Southerly direction along the East line of said Section 16 for a distance of 2572.11 feet more or less to the point of beginning.

PARCEL II

Part of the East 1/2 of Section 21, Township 21 South, Range 1 West, Shelby County, Alabama. Being more particularly described as follows: Beginning at the Northeast corner of the Southeast 1/4 of said Section 21, being marked by existing old rebar, run in a Southerly direction along the East line of said Southeast 1/4 of Section 21 for a distance of 1332.17 feet to an existing iron pin; thence turn an angle to the left of $0^{\circ} 19' 09''$ and run in a Southerly direction for a distance of 75.34 feet to an existing iron pin, being on the North right-of-way line of Shelby County Highway # 80; thence turn an angle to the right of $91^{\circ} 34' 16''$ and run in a Westerly direction along the North right-of-way line of said Shelby County Highway # 80 for a distance of 31.83 feet to the point of beginning of a curve, said curve being concave in a Northeasterly direction and having a central angle of $68^{\circ} 30' 11''$ and a radius of 533.13 feet; thence turn an angle to the right and run along the arc of said curve for a distance of 637.41 feet to an existing iron pin being at the ending of said curve; thence run in a Northwesterly direction along the line tangent to the end of said curve and along the Northeast right-of-way line of Shelby County Highway # 80 for a distance of 467.76 feet to an existing iron pin; thence turn an angle to the right of $86^{\circ} 49' 15''$ and run in a Northeasterly direction for a distance of 203.49 feet to existing iron pin; thence turn an angle to the left of 90° and run in a Northwesterly direction for a distance of 200.0 feet to an existing old open top iron pin; thence turn an angle to the left of 90° and run in a Southwesterly direction for a distance of 203.42 feet to an existing iron pin being on the Northeast right-of-way line of Shelby County Highway # 80 and being on a curve, said curve being concave in a Southwesterly direction having a central angle of $22^{\circ} 09' 03''$ and a radius of 1472.53 feet; thence turn an angle to the right ($75^{\circ} 04' 16''$ to the chord of said curve) and run along the arc of said curve for a distance of 569.29 feet to an existing iron pin being at the end of said curve; thence run in a northwesterly direction along a line tangent to the end of said curve and along the Northeast right-of-way line of said Shelby County Highway #80 for a distance of 493.83 feet to an existing iron pin; thence turn an angle to the right of $56^{\circ} 57' 50''$ and run in a northerly direction for a distance of 94.92 feet to an existing iron pin being on the Southeasterly right-of-way line of Shelby County Highway #12; thence turn an angle to the right of 30°

57' 32" and run in a northeasterly direction for a distance of 39.47 feet to an existing iron pin being on the Southeast right-of-way line of Shelby County Highway #12 and being on the point of beginning of a curve, said curve being concave in a southeasterly direction and having a central angle of 21° 01' 25" and a radius of 1869.87 feet; thence turn an angle to the right and run in a northeasterly direction along the arc of said curve for a distance of 686.11 feet to the point of ending of said curve and being marked by an existing iron pin being on the southeast right-of-way line of said Shelby County Highway #12; thence run in a northeasterly direction along said southeast right-of-way line and along a line tangent to the end of said curve for a distance of 439.16 feet to an existing old open top iron pin; thence turn an angle to the right of 88° 29' 11" and run in a southeasterly direction for a distance of 200.0 feet to an existing iron pin; thence turn an angle to the left of 88° 29' 11" and run in a northeasterly direction for a distance of 200.0 feet to an existing iron pin; thence turn an angle to the left of 91° 30' 49" and run in a northwesterly direction for a distance of 200.0 feet to an existing iron pin being on the southeast right-of-way line of Shelby County Highway #12; thence turn an angle to the right of 91° 30' 49" and run in a northeasterly direction along the southeast right-of-way line of said Shelby County Highway #12 for a distance of 303.55 feet to an existing iron pin being on the east line of the NE 1/4 of said Section 21; thence turn an angle to the right of 112° 20' 26" and run in a southerly direction along the east line of said NE 1/4 of said Section 21 for a distance of 1181.99 feet, more or less, to an existing iron pin being the point of beginning.

PARCEL III

Part of the East 1/2 of Section 21, Township 21 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:

Beginning at the southeast corner of said Section 21, run in a westerly direction along the south line for a distance of 1320.88 feet to an existing old capped iron pin; thence turn an angle to the right of 88 degrees 34 minutes 16 seconds and run in a northerly direction for a distance of 1329.08 feet to an existing old capped iron pin; thence turn an angle to the left of 88 degrees 40 minutes 37 seconds and run in a westerly direction for a distance of 1320.19 feet to an existing old open top iron pin; thence turn an angle to the right of 93 degrees 11 minutes 34 seconds and run in a northerly direction for a distance of 438.34 feet to an existing iron pin; thence turn an angle to the right of 24 degrees 18 minutes 29 seconds and run in a northeasterly direction for a distance of 104.86 feet to an existing iron pin; thence turn an angle to the left of 62 degrees 51 minutes 35 seconds and run in a northwesterly direction for a distance of 22.56 feet to an existing iron pin; thence turn an angle to the left of 37 degrees 07 minutes 43 seconds and run in a northwesterly direction for a distance of 36.95 feet to an existing iron pin; thence turn an angle to the right of 47 degrees 05 minutes 45 seconds and run in a northwesterly direction for a distance of 64.12 feet to an existing iron pin; thence turn an angle to the right of 22 degrees 27 minutes 10 seconds and run in a northerly direction for a distance of 396.05 feet to an existing iron pin; thence turn an angle to the right of 1 degree 37 minutes 50 seconds and run in a northerly direction for a distance of 322.49 feet to an existing iron pin being on the south right-of-way line of Shelby County Highway #12; thence turn an angle to the right of 90 degrees 30 minutes 39 seconds and run in an easterly direction along the south line of said Shelby County Highway #12 for a distance of 365.55 feet to an existing iron pin being the point of beginning of a curve, said curve being concave in a northwesterly direction and having a central angle of 38 degrees 13 minutes 54 seconds and a radius of 1016.96 feet; thence turn an angle to the left and run along the arc of said curve and along the south right-of-way line of said Shelby County Highway #12 for a distance of 678.59 feet to an existing iron pin being the point of ending of said curve; thence turn an angle to the right (17 degrees 20 minutes 37 seconds from the chord of last mentioned curve) and run in an easterly direction for a distance of 103.12 feet to an existing iron pin being on the southwest right-of-way line of Shelby County Highway #80; thence turn an angle to the right of 42 degrees 01 minutes 14 seconds and run in a southeasterly direction along the southwest right-of-way line of said Shelby County Highway #80 for a distance of 497.56 feet to the point of beginning of a curve, said curve being concave in a southwesterly direction and having a central angle of 29 degrees 10 minutes and

a radius of 1392.53 feet; thence turn an angle to the right and run in a southeasterly direction along the southwest right-of-way line of said Shelby County Highway #80 for a distance of 708.87 feet to an existing iron pin being at the ending of said curve; thence run in a southeasterly direction along a line tangent to the end of said curve and along the southwest right-of-way line of said Shelby County Highway #80 for a distance of 487.60 feet to the point of beginning of a new curve, said new curve being concave in a northeasterly direction and having a central angle of 68 degrees 30 minutes 11 seconds and a radius of 613.13 feet; thence run in a southeasterly and easterly direction for a distance of 733.06 feet to an existing iron pin being the point of ending of said curve; thence run in an easterly direction along a line tangent to the end of said curve and along the southerly right-of-way line of said Shelby County Highway #80 for a distance of 34.03 feet to a point of intersection with the east line of said section being marked by an existing iron pin; thence turn an angle to the right of 88 degrees 25 minutes 44 seconds and run in a southerly direction along the east line of said section for a distance of 1176.79 feet to an existing iron pin being the point of beginning.

LESS AND EXCEPT the following from Parcel 1:

Lots 1, 2, 3, 4 and 5 according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, 3rd Addition, Phase II, as recorded in Map Book 21 page 83 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lot 12-A, according to a Resurvey of Lot 12, Grande View Estates, Givianpour Addition to Alabaster, as recorded in Map Book 20 page 117 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 6-A and 7-A, according to Scott's Resurvey of Lots 6 and 7 of Grande View Estates as recorded in Map Book 20 page 45 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34 and 35, according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, 3rd Addition, as recorded in Map Book 20 page 111 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 23, 27, 28, 29, 30 and 32, according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, 2nd Addition, as recorded in Map Book 20 page 66 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 1, 2, 3, 4 and 5, according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, 1st Addition, as recorded in Map Book 19 page 101 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20-A, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37 and 39, according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, as recorded in Map Book 19 page 100 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 430, 431, 432, 433, 434, 435, 436, 437, 439, 440, 441, 442, 443, 444, 445, according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, 4th Addition, as recorded in Map Book 21 page 100 A & B in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 513, 516, 517, 520, 522, 523, 525, 528, 529, 530, 531, 534-A, 535-A, 536-A, 537-A, 540-A, 542, 548, 554, 557, 559, 560, 562, 564, 566, 567,

569, 572, 574, 575 and 576, according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, 5th Addition, as recorded in Map Book 21 page 133 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 701, 702, 703, 704, 705, 706, 707, 708, 709, 714, 715, 716, 717 and 719, according to the Survey of Grande View Estates, Givianpour Addition to Alabaster, 7th Addition, as recorded in Map Book 21 page 134 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lots 538-A and 539-A, according to a Resurvey of Lots 534-541, Grande View Estates, Givianpour Addition to Alabaster, 5th Addition, as recorded in Map Book 24 page 78 in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

Lot 522-A, according to a Resurvey of Lots 522 and 523, Grande View Estates, Givianpour Addition to Alabaster, 5th Addition, as recorded in Map Book 23 page 17 in the Probate Office of Shelby County, Alabama, being situated in Shelby County, Alabama.

Part of the SE 1/4 of Section 16, Township 21 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows: From the NE corner of the SE 1/4 of said Section 16, run in a Southerly direction along the East line of said 1/4 Section for a distance of 91.08 feet to an existing iron pin being on the Southwest right of way line of Big Oak Drive and being the point of beginning; thence turn an angle to the right of 138 deg. 43 min. 26 sec. and run in a Northwesterly direction along said Southwest right of way line for a distance of 123.62 feet to an existing iron pin being on the North line of said SE 1/4; thence turn an angle to the left of 47 deg. 26 min. 25 sec. and run in a Westerly direction along the North line of said 1/4 Section for a distance of 6.79 feet; thence turn an angle to the left of 132 deg. 33 min. 35 sec. and run in a Southeasterly direction along a line parallel to and 5 feet Southwesterly of the existing right of way line of Big Oak Drive and run in a Southeasterly direction for a distance of 133.91 feet to a point on the East line of said SE 1/4; thence turn an angle to the left of 138 deg. 43 min. 26 sec. and run in a Northerly direction along the East line of said 1/4 Section for a distance of 7.58 feet, more or less, to the point of beginning; being situated in Shelby County, Alabama. Mineral and mining rights excepted.

Inst # 1999-36839

09/01/1999-36839
02:27 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
010 MMS 24.00