

**AFTER FILING RETURN TO:
CT CORPORATION
17 SOUTH HIGH STREET
COLUMBUS, OH 43215**

THIS SPACE FOR USE OF FILING OFFICER
Date, Time, Number & Filing Office

Inst # 1999-37664
 09/08/1999-37664
 10:12 AM CERTIFIED
 SHELBY COUNTY JUDGE OF PROBATE
 19.65
 001 HNS

Pre-paid Acct. # _____
 2. Name and Address of Debtor (Last Name First if a Person)
 SPENCER, TIMOTHY D.
 1788 KING JAMES DRIVE
 ALABASTER, AL 35007

Social Security/Tax ID # _____
 2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)

Social Security/Tax ID # _____
 Additional debtors on attached UCC-E

3. SECURED PARTY (Last Name First if a Person)
 SOUTHTRUST BANK, N A
 ALABASTER, 336
 831 1ST STREET NORTH
 ALABASTER, AL 35007

1023390105 Shelby County
 4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)

Social Security/Tax ID # _____
 Additional secured parties on attached UCC-E

5. The Financing Statement Covers the Following Types (or items) of Property:
 1997 XP SEA DO SERIAL NO Zznj0281E797

5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

Check X if covered: 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):
 already subject to a security interest in another jurisdiction when it was brought into this state.
 already subject to a security interest in another jurisdiction when debtor's location changed to this state.
 which is proceeds of the original collateral described above in which a security interest is perfected.
 acquired after a change of name, identity or corporate structure of debtor
 as to which the filing has lapsed.

YK-1869057-08 9/2

 Signature(s) of Debtor(s)

 Signature(s) of Debtor(s)

7. Complete only when filing with the Judge of Probate:
 The initial indebtedness secured by this financing statement is \$ 3094.50
 Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$ 4.65

8. 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)

 Signature(s) of Secured Party(ies) or Assignee

 Signature(s) of Secured Party(ies) or Assignee
 ASSISTANT MANAGER SOUTHTRUST BANK 336
 Type Name of Individual or Business