

**STATE OF ALABAMA — UNIFORM COMMERCIAL CODE
STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — FORM UCC-3**

42119

Important: Read Instructions on Back Before Filling out Form.

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

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

Mortgage and Capital Investors, Inc.
P.O. Box 59345
Birmingham, AL 35259

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

Inst # 1999-44941

**11/01/1999-44941
10:46 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 CJ1 15.00**

2. Name and Address of Debtor (Last Name First if a Person)

Pelham (WH) Ventures, Inc.
201 Vulcan Road, Suite 110
Birmingham, Alabama 35209

2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)

Social Security/Tax ID # [REDACTED]

FILED WITH:
Judge of Probate, Shelby County

Additional debtors on attached UCC-E

3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person)

Life Insurance Company of Georgia
ING NA Investment Centre
300 Galleria Parkway - Suite 1200
Atlanta, Georgia 30339

4. NAME AND ADDRESS OF ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)

Additional secured parties on attached UCC-E

5. This statement refers to original Financing Statement bearing File No. 1995-03813
Filed with Judge of Probate, Shelby County Date Filed February 10 19 95 *

1995-03813 February 10 19 95 *

6. Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above, is still effective.
7. Termination. Secured Party no longer claims a security interest under the financing statement bearing the file number shown above.
8. Partial or Full Assignment. The Secured Party's right under the financing statement bearing file number shown above to the property described in item 11 or to all of the property listed on this file, is assigned to the assignee whose name and address appears in item 4.
9. Amendment. Financing statement bearing file number shown above is amended as set forth in item 11.
10. Partial Release. Secured Party releases the collateral described in item 11 from the financing statement bearing file number shown above.

11. *Amendment filed May 3, 1995; file # 1995-11586

11A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:
500

Check X if covered: Products of Collateral are also covered.

Signature(s) of Debtor(s)
Signature(s) of Debtor(s) (necessary only if item 9 is applicable)
Type Name of Individual or Business

Life Insurance Company of Georgia
by: Mortgage and Capital Investors, Inc.,
by: Rachy F. Dickinson
Signature(s) of Secured Party(ies)
Rachy F. Dickinson, VP/LA
Type Name of Individual or Business