

Important: Read Instructions on Back Before Filling out Form.

Inst # 2000-15428
05/10/2000-15428
10:26 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 HNS 566.50

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

<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>	<u>0</u>	<u>0</u>
<u>0</u>	<u>0</u>	<u>1</u>	<u>5</u>	<u>0</u>	<u>0</u>
<u>1</u>	<u>0</u>	<u>0</u>	<u>6</u>	<u>0</u>	<u>0</u>
<u>1</u>	<u>0</u>	<u>1</u>	<u>7</u>	<u>0</u>	<u>0</u>
<u>1</u>	<u>0</u>	<u>2</u>	—	—	—
<u>3</u>	<u>0</u>	<u>2</u>	—	—	—
<u>1</u>	<u>0</u>	<u>3</u>			

(1) FILING OFFICER COPY — ALPHABETICAL (3) FILING OFFICER COPY — ACKNOWLEDGEMENT (5) FILE COPY DEBTOR(S) STANDARD FORM — UNIFORM COMMERCIAL CODE — FORM UCC-1
 (2) FILING OFFICER COPY — NUMERICAL (4) FILE COPY — SECOND PARTY(S) Approved by The Secretary of State of Alabama

EXHIBIT A

All of Debtor's present and future right, title and interest in and to all of the following:

- (1) All of the following which are used now or in the future in connection with the ownership, management or operation of the real property described in Exhibit "B" and/or the improvements on such real property (the "Property"): machinery, equipment, engines, boilers, incinerators, installed building materials; systems and equipment for the purpose of supplying or distributing heating, cooling, electricity, gas, water, air, or light; antennas, cable, wiring and conduits used in connection with radio, television, security, fire prevention, or fire detection or otherwise used to carry electronic signals; telephone systems and equipment; elevators and related machinery and equipment; fire detection, prevention and extinguishing systems and apparatus; security and access control systems and apparatus; plumbing systems; water heaters, ranges, stoves, microwave ovens, refrigerators, dishwashers, garbage disposers, washers, dryers and other appliances; light fixtures, awnings, storm windows and storm doors; pictures, screens, blinds, shades, curtains and curtain rods; mirrors; cabinets, paneling, rugs and floor and wall coverings; fences, trees and plants; swimming pools; and exercise equipment (any of the foregoing that are so attached to the Property as to constitute fixtures under applicable law are referred to below as the "Fixtures");
- (2) All furniture, furnishings, equipment, machinery, building materials, appliances, goods, supplies, tools, books, records (whether in written or electronic form), computer equipment (hardware and software) and other tangible personal property (other than Fixtures) which are used now or in the future in connection with the ownership, management or operation of the Property or are located on the Property, and any operating agreements relating to the Property, and any surveys, plans and specifications and contracts for architectural, engineering and construction services relating to the Property and all other intangible property and rights relating to the operation of, or used in connection with, the Property, including all governmental permits relating to any activities on the Property (the "Personalty");
- (3) All current and future rights, including air rights, development rights, zoning rights and other similar rights or interests, easements, tenements, rights-of-way, strips and gores of land, streets, alleys, roads, sewer rights, waters, watercourses, and appurtenances related to or

benefiting the Property, and all rights-of-way, streets, alleys and roads which may have been or may in the future be vacated;

- (4) All proceeds paid or to be paid by any insurer of the Property, the Fixtures, the Personalty or any other item listed in this Exhibit "A";
- (5) All awards, payments and other compensation made or to be made by any municipal, state or federal authority with respect to the Property, the Fixtures, the Personalty or any other item listed in this Exhibit "A", including any awards or settlements resulting from condemnation proceedings or the total or partial taking of the Property, the Fixtures, the Personalty or any other item listed in this Exhibit "A" under the power of eminent domain or otherwise and including any conveyance in lieu thereof;
- (6) All contracts, options and other agreements for the sale of the Property, the Fixtures, the Personalty or any other item listed in this Exhibit "A" entered into by Debtor now or in the future, including cash or securities deposited to secure performance by parties of their obligations;
- (7) All present and future leases, subleases, licenses, concessions or grants or other possessory interests now or hereafter in force, whether oral or written, covering or affecting the Property, or any portion of the Property (including proprietary leases or occupancy agreements if Debtor is a cooperative housing corporation), and all modifications, extensions or renewals (the "Leases");
- (8) All earnings, royalties, accounts receivable (including accounts receivable for all rents, revenues and other income of the Property, including parking fees, charges for food, health care and other services), issues and profits from the Property, or any other item listed in this Exhibit "A", and all undisbursed proceeds of the loan secured by the security interests to which this financing statement relates and, if Debtor is a cooperative housing corporation, maintenance charges or assessments payable by shareholders or residents;
- (9) All refunds (other than real property tax refunds applicable to periods before the real property tax year in which the loan secured by the security interests to which this financing statement relates was made) or rebates of (a) water and sewer charges, (b) premiums for fire and other hazard insurance, rent loss insurance and any other insurance required by Secured Party, (c) taxes, assessments, vault rentals, and (d) other charges or expenses required by Secured Party to protect the Property, to prevent the imposition of liens on the Property, or otherwise to protect Secured Party's interests (collectively, the

"Impositions") by any municipal, state or federal authority or insurance company;

- (10) All tenant security deposits which have not been forfeited by any tenant under any Lease;
- (11) All names under or by which the Property or any part of it may be operated or known, and all trademarks, trade names, and goodwill relating to any of the Property or any part of it; and
- (12) All proceeds from the conversion, voluntary or involuntary, of any of the above into cash or liquidated claims, and the right to collect such proceeds.

Exhibit B

A parcel of land situated in the West 1/2 of the Southwest 1/4 of Section 27, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northeast corner of the Southwest 1/4 of the Southwest 1/4 of said Section 27; thence run in a Southerly direction along the East line of said 1/4-1/4 section a distance of 77.18 feet to the POINT OF BEGINNING of the parcel herein described; thence continue in the same direction of the last described course in a Southerly direction along said 1/4-1/4 line a distance of 105.48 feet to a point; thence turn an interior angle of $90^{\circ}00'44''$ and run to the right in a Westerly direction a distance of 342.48 feet to a point; thence turn an interior angle of $221^{\circ}22'40''$ and run to the left in a Southwesterly direction a distance of 157.39 feet to a point; thence turn an interior angle of $138^{\circ}37'20''$ and run to the right in a Westerly direction a distance of 45.39 feet to a point, said point being the beginning of a curve to the right; thence continue along the arc of said curve, having a central angle of $40^{\circ}15'57''$ and a radius of 115.00 feet, in a Westerly to Northwesterly direction an arc distance of 80.82 feet to a point; thence continue tangent to last described curve in a Northwesterly direction a distance of 39.70 feet to a point, said point being the beginning of a curve to the right; thence continue along the arc of said curve, having a central angle of $49^{\circ}05'27''$ and a radius of 115.00 feet, in a Northwesterly to Northerly direction an arc distance of 98.53 feet to a point; thence continue tangent to last described curve in a Northerly direction a distance of 156.16 feet to a point said point being the beginning of curve to the right; thence continue along the arc of said curve, having a central angle of $31^{\circ}45'46''$ and a radius of 115.00 feet, in a Northerly to Northeasterly direction an arc distance of 63.75 feet to a point; thence continue tangent to last described curve in a Northeasterly direction a distance of 55.00 feet to a point, said point being on the existing Southerly right-of-way of U.S. Highway 280; thence turn an interior angle of $115^{\circ}44'22''$ and run to the right in an Easterly direction along said right-of-way a distance of 4.58 feet to a point; thence turn an interior angle of $154^{\circ}15'38''$ and leaving said right-of-way, run to the right in a Southeasterly direction a distance of 237.72 feet to a point, said point being the beginning of a curve to the left; thence continue along the arc of said curve, having a central angle of $31^{\circ}07'10''$ and a radius of 490.00 feet, in a Southeasterly to Easterly direction an arc distance of 266.13 feet to a point; thence continue tangent to last described curve in a Easterly direction a distance of 146.74 feet to the POINT OF BEGINNING; said parcel containing 2.9850 acres, more or less.

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