

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

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

53665

<input type="checkbox"/> The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n)		No. of Additional Sheets Presented <b>3</b>	This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.	<b>5901C</b>														
1 Return copy or recorded original to: Darrell D. Garvey, Esquire Lowndes, Drosdick, Doster, Kantor & Reed, P.A. Post Office Box 2809 Orlando, Florida 32802-2809  Pre-paid Acct. # _____			THIS SPACE FOR USE OF FILING OFFICER Date, Time, Number & Filing Office															
2 Name and Address of Debtor (Last Name First if a Person)  Crowne Woods Associates, Ltd. 3800 Galleria Woods Drive Birmingham, Alabama 35244  Social Security/Tax ID # _____			Inst. # 2000-41350 09:22 AM 09/21/2000 SHELBY COUNTY JUDGE OF PROBATE 004 HMB 18.00															
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			FILED WITH:															
3 NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person) Nationwide Life Insurance Company One Nationwide Plaza Attn: Real Estate Investment Dept., 34T Columbus, Ohio 43215-2220  Social Security/Tax ID # _____			4 ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)															
<input type="checkbox"/> Additional secured parties on attached UCC-E																		
5 The Financing Statement Covers the Following Types (or items) of Property:  All items of personalty, furnishings, equipment and other property described in Exhibit "B" attached hereto and made a part hereof by reference, which are now or hereafter located on or used in connection with the real property described in Exhibit "A" attached hereto, and made a part hereof by reference, together with all rents, profits and income now or hereafter derived from said real property.  Owner: Crowne Woods Associates, Ltd.  <b>Inst # 2000-41348</b>																		
5A Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing: <table border="1"><tr><td>1 0 0</td><td>8 0 0</td></tr><tr><td>2 0 0</td><td>0 0 0</td></tr><tr><td>3 0 0</td><td>— — —</td></tr><tr><td>5 0 0</td><td>— — —</td></tr><tr><td>6 0 0</td><td>— — —</td></tr><tr><td>7 0 0</td><td>— — —</td></tr><tr><td>— — —</td><td>— — —</td></tr></table>					1 0 0	8 0 0	2 0 0	0 0 0	3 0 0	— — —	5 0 0	— — —	6 0 0	— — —	7 0 0	— — —	— — —	— — —
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7 0 0	— — —																	
— — —	— — —																	
Check X if covered: <input type="checkbox"/> 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) <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) \$ _____  8 <input 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 Debtor(s) <b>See Exhibit "C"</b> Signature(s) of Debtor(s)			Signature(s) of Secured Party(ies) (Required only if filed without debtor's Signature — see Box 6)															
Type Name of Individual or Business			Type Name of Individual or Business															

## **Exhibit A**

**Lot 3, according to the Survey of Crowne Resurvey of Galleria Woods, First Addition, as recorded in Map Book 30, page 77, in the Probate Office of Jefferson County, Alabama, Bessemer Division and in Map Book 21, page 91 in the Probate Office of Shelby County, Alabama.**

## **EXHIBIT "B"**

All buildings, structures and improvements of every nature whatsoever now or hereafter situated on the real property (hereinafter referred to as the "Land") described in Exhibit "A" to this Financing Statement and all fixtures, goods, inventory, chattels, construction supplies and materials, fittings, furniture, furnishings, equipment, machinery, apparatus, appliances, and other items of personal property, whether tangible or intangible, of any kind, nature or description, whether now owned or hereafter acquired by Debtor, including without limitation, all signs and displays; all heating, air conditioning, water, gas, lighting, incinerating, and power equipment; all engines, compressors, pipes, pumps, tanks, motors, conduits, wiring, and switchboards; all plumbing, lifting, cleaning, fire prevention, fire extinguishing, sprinkling, refrigerating, ventilating, waste removal and communications equipment and apparatus; all boilers, furnaces, oil burners, vacuum cleaning systems, elevators, and escalators; all stoves, ovens, ranges, disposal units, dishwashers, water heaters, exhaust systems, refrigerators, cabinets and partitions; all rugs, attached floor coverings, curtains; all rods, draperies, and carpets; all building materials, tools, shades, awnings, blinds, screens, storm doors and windows; and all other general intangibles, inventory, contract rights, accounts receivable, chattel paper, documents and business records, of every kind, including, without limitation, any and all licenses, permits, franchises, trademarks, tradenames, service marks, or logos; any of which is, are or shall hereafter be located upon, attached, affixed to and used or useful, either directly or indirectly, in connection with the complete and comfortable use, occupancy and operation of the Premises (as hereinafter defined), or any other business enterprise or operation as may hereafter be conducted upon or within said Premises, as well as the proceeds thereof or therefrom regardless of form (expressly excluding, however, any toxic wastes or substances deemed hazardous under federal, state or local laws), including any and all replacements of, substitutions for, or additions to any or all of the foregoing;

TOGETHER WITH all leases, contracts, rents, royalties, issues, revenues, profits, proceeds, deposits, income and other benefits, including accounts receivable, of, accruing to or derived from said Premises and any business or enterprise presently situated or hereafter operated thereon and therewith;

AND TOGETHER WITH any and all awards, payments or settlements, including interest thereon, and the right to receive the same, as a result of (a) the exercise of the right to eminent domain, (b) the alteration of the grade of any street, (c) any other injury, damage or casualty to, taking of, or decrease in the value of, the Premises, or (d) proceeds of insurance awards.


FOR THE PURPOSES HEREOF, the term "Premises" shall mean and be defined as the Land together with all buildings, structures and other improvements of any kind, nature or description now or hereafter erected, constructed, placed or located upon the Land and all tenements, hereditaments, strips and gores, rights-of-way, easements, privileges and other appurtenances now or hereafter belonging or in any way appertaining to the Land.

PROVIDED, HOWEVER, the foregoing described property shall not include any personal property owned by (i) tenants of Debtor, or (ii) the lessors of personal property to such tenants.

**EXHIBIT "C"**

**CROWNE WOODS ASSOCIATES,  
LTD.,** an Alabama limited partnership

By: Crowne Group VI, L.L.C., an  
Alabama Limited Liability  
Corporation, general partner

By:   
Name: Alan Z. Ence  
Its: Authorized Member

**Inst # 2000-41350**

**12/01/2000-41350  
09:22 AM CERTIFIED**

**SHELBY COUNTY JUDGE OF PROBATE**

**004 MMB 18.00**