

☐ The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).

No. of Additional Sheets Presented: 1

This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.

1. Return copy or recorded original to:

Andrew Dunstan
SUITE 300 EAST, 777 SOUTH FLAGLER DRIVE
WEST PALM BEACH, FL 33401

THIS SPACE FOR USE OF FILING OFFICER

Pre-paid Acct. #

2. Name and Address of Debtor

(Last Name First if a Person)

Kmart Corporation
3100 West Big Beaver Road
Troy MI 48084

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

FILED WITH:

AL-Shelby County

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

Model Imperial, Inc.
1061 S.W. 30th Avenue
Deerfield Beach FL 33442

4. ASSIGNEE OF SECURED PARTY

(IF ANY)

(Last Name First if a Person)

Mellon Bank, N.A.
1735 Market Street
Philadelphia PA 19103

Social Security /Tax ID#

☐ Additional secured parties on attached UCC-E

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

This filing is notice that the above-referenced Secured Party, as consignor, from time to time consigns to the above-referenced Debtor, as consignee, designer brand name fragrances and perfume goods and products. Such consigned goods and products will be located at one or more retail outlets maintained by such consignee, including the location referenced below or the locations listed on Exhibit A.

Such consignor has assigned all of its, right, title and interest in the consignment to such consignee to: Mellon Bank, N.A., as Agent, 1735 Market Street, Philadelphia, PA 19103

Location:

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

600

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

CSC ID:109949 AL-Shelby County

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.

7. Complete only when filing with the Judge of Probate
The initial indebtedness secured by this financing statement is \$ 0
Mortgage tax due (15¢ per \$100.00 or fraction thereof) \$

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)

Kmart Corporation

Authorized Signatory

Signature(s) of Debtor(s)

Model Imperial, Inc.

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

Signature(s) of Debtor(s)

Signature(s) of Secured Party(ies) or Assignee
Leonard Silverstein - Vice President

Type Name of Individual or Business

Type Name of Individual or Business

(1) FILING OFFICER COPY - ALPHABETICAL
(2) FILING OFFICER COPY - NUMERICAL

(3) FILING OFFICER COPY - ACKNOWLEDGEMENT
(4) FILE COPY - SECURED

(5) FILE COPY DEBTOR(S)

STANDARD FORM - UNIFORM COMMERCIAL CODE - FORM UCC-1
Approved by the Secretary of State of Alabama

EXHIBIT A to NOTICE OF CONSIGNMENT
Shelby County

Consignee: Kmart Corporation
Address: 3100 West Big Beaver Road
Troy, Michigan 48084

Consignor: Model Imperial, Inc.
Address: 1061 S.W. 30th Avenue
Deerfield Beach, FL 33442

1. Locations:

1	3001 Pelham Parkway Pelham, AL 35124
2	1767 Highway 31 S Birmingham, AL 35244
3	1100 Inverness Corners Birmingham, AL 35242

Inst # 2001-08649

03/12/2001-08649
01:31 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NEL 16.00