

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
B. SEND ACKNOWLEDGMENT TO: (Name and Address)
AUBURNBANK 100 NORTH GAY STREET AUBURN, AL 36831-3110

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME				
BASELINE FOREST SERVICES, INC.				
OR				
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
9825 GEORGIA ROAD		WETUMPKA	AL	36092
				COUNTRY
				USA
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any
		CORPORATION	AL	<input checked="" type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME				
OR				
2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY
2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME				
AUBURNBANK				
OR				
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
100 NORTH GAY STREET		AUBURN	AL	36831-3110
				COUNTRY
				USA

4. This FINANCING STATEMENT covers the following collateral:

ALL STANDING TIMBER AND TREES AND ALL CUTTING RIGHTS WITH RESPECT THERETO UNDER THAT CERTAIN TIMBER SALES CONTRACT DATED 04/29/2002 MADE BY HAZEL KENDRICK AS LANDOWNER AND SELLER AND BASELINE FOREST SERVICES, INC. AS PURCHASER; AND ALL STANDING TIMBER AND TREES NOW OR HEREAFTER GROWING OR LOCATED ON THE REAL ESTATE DESCRIBED IN SAID TIMBER CONTRACT. THE RECORD OWNER OF THE REAL ESTATE ON WHICH THE STANDING TIMBER IS LOCATED IS HAZEL KENDRICK AND THE LEGAL DESCRIPTION IS AS FOLLOWS: SW DIAGONAL 1/2 OF SE 1/4 OF NW 1/4 EXC RD R/W W/2 OF SE 1/4 OF NW 1/4 SEC 8 T20 R1W (P# 153080000014000)

5. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING				
6. <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)		7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] (optional) <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2		
8. OPTIONAL FILER REFERENCE DATA				

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

OR	9a. ORGANIZATION'S NAME		
	BASELINE FOREST SERVICES, INC.		
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME,SUFFIX

10. MISCELLANEOUS:

AMOUNT: \$35,000.00
FEES: \$28.00 + \$52.50 + \$6.00= \$ 86.50
SHELBY COUNTY JUDGE OF PROBATE

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

OR	11a. ORGANIZATION'S NAME			
	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
				<input checked="" type="checkbox"/> NONE

12. ☐ ADDITIONAL SECURED PARTY'S or ☐ ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

OR	12a. ORGANIZATION'S NAME			
	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY

13. This FINANCING STATEMENT covers ☒ timber to be cut or ☐ as-extracted collateral, or is filed as a ☐ fixture filing.

14. Description of real estate:

SEE DESCRIPTION IN SECTION 16 (ADDITIONAL COLLATERAL DESCRIPTION)

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

SEE SECTION 16 (ADDITIONAL COLLATERAL DESCRIPTION)

16. Additional collateral description:

ALL STANDING TIMBER AND TREES AND ALL CUTTING RIGHTS WITH RESPECT THERETO UNDER THAT CERTAIN TIMBER SALES CONTRACT DATED 04/29/02 MADE BY HAZEL KENDRICK AS LANDOWNER AND SELLER AND BASELINE FOREST SERVICES, INC. AS PURCHASER; AND ALL STANDING TIMBER AND TREES NOW OR HEREAFTER GROWING OR LOCATED ON THE REAL ESTATE DESCRIBED IN SAID TIMBER CONTRACT. THE RECORD OWNER OF THE REAL ESTATE ON WHICH THE STANDING TIMBER IS LOCATED IS HAZEL KENDRICK AND THE LEGAL DESCRIPTION IS AS FOLLOWS: SW DIAGONAL 1/2 OF SE/4 OF NW/4 EXC RD R/W W/2 OF SE/4 OF NW/4 SEC 8 T20 R1W (P# 153080000014000)

17. Check only if applicable and check only one box.

Debtor is a ☐ Trust or ☐ Trustee acting with respect to property held in trust or ☐ Decedent's Estate

18. Check only if applicable and check only one box.

- ☐ Debtor is a TRANSMITTING UTILITY
☐ Filed in connection with a Manufactured-Home Transaction -- effective 30 years
☐ Filed in connection with a Public-Finance Transaction -- effective 30 years

Assignment

For value received, the undersigned hereby assigns all its right, title and interest in that certain contract dated April 29, 2002 between Hazel Kendrick as seller and Baseline Forest Services, Inc. as Purchaser.

This assignment provides for a specific right of reassignment of said contract by AuburnBank and the expressed right for AuburnBank to collect all proceeds that maybe derived and become due and payable under the contract.

Executed this 30th day of April, 2002

Baseline Forest Services, Inc.

By: John M. Carothers Jr.

Its: Pied

AuburnBank

By: Chuck Tugler

Its: Consumer Loan Office

WARRANTY TIMBER DEED

STATE OF ALABAMA

COUNTY OF Shelby

KNOW ALL MEN BY THESE PRESENTS: that Hazel Kendrick <sup>Power of Atty.
For Hazel Kendrick</sup>, hereinafter referred to as SELLER for the initial consideration of the sum of \$35,000, cash in hand paid by Baseline Forest Services, Inc. a corporation, hereinafter referred to as BUYER do hereby grant, bargain, sell and convey unto BUYER the following trees. All designated pine trees selected and marked with blue paint by Buyer's representative, a Registered Forester.

In addition BUYER will pay SELLER after the initial consideration is depleted for trees harvested at the following per ton rates:

\$ 48.50 PER TON FOR Pine Poles \$ 22.50 PER TON FOR Pine Logs (small ST)
\$ 44.50 PER TON FOR Grain Logs \$ 5.25 PER TON FOR Pine Pulpwood
\$ 32.00 PER TON FOR Pine Sawdust PER TON FOR _____

BUYER will provide SELLER with original documentation and prompt payment for all trees harvested.

Said trees are now situated upon the following described land

SW Diagonal 1/2 of SE/4 of NW/4 exc RD R/W
W/2 of SE/4 of NW/4 sec 8 T20 R1W (P# 153080000014000)

The SELLER expressly grants to the BUYER the right of ingress and egress in, over, and across and upon the land heretofore described, for use by the BUYER in cutting, handling, and removing the timber hereby sold.

The SELLER warrants and guarantees the title and the rights herein granted to the BUYER, and agrees to defend said title and rights against any and all claims, taxes, mortgages, or any other legitimate encumbrance, and from any hostile title at their expense.

BUYER shall be obligated to protect, save, and indemnify the SELLER harmless from any and all liability, to any and all persons, arising out of the cutting and removing of the timber by the BUYER thereof.

It is also agreed that BUYER will have 6 months from the date of this deed
within which to cut and remove said timber.

Witness our hand and seal this 29th day of April, 2002

20020618000287040 Pg 5/5 86.50
Shelby Cnty Judge of Probate, AL
06/18/2002 11:01:00 FILED/CERTIFIED

Witness

Shirley Kelley

Seller

Frank B. Kendrick
Power of Atty. for Hazel Kendrick

Witness

Billie MacLennan
Shirley Kelley

Buyer

William M. Guff 7-29-02

Alex L. Turner
NOTARY PUBLIC