

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Return acknowledgment to:

★
Capitol Services, Inc.
P.O. Box 1831 Austin TX 78767
800/345-4647

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						
Border Properties, Ltd						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
500 Chase Park South, Suite 130			Birmingham	AL	35244	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	
			Limited Partnership	Georgia	K532539	<input 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						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
180 East Fifth Street			St Paul	MN	55101	USA

4. This FINANCING STATEMENT covers the following collateral:
IN LIEU OF CONTINUATION for:

FILE 1995-28197 filed on 10/09/00 in Shelby County, AL

TO BE FILED WITH Shelby County, AL
Loan # 9000848
Store # 4263

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. <input type="checkbox"/> Attach Addendum	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 AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)		
1995-28197 10/09/00		
12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)		
12a. ORGANIZATION'S NAME		
First Bank National Association		
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME,SUFFIX

13. Use this space for additional information

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IN LIEU OF CONTINUATION for:

— FILE 1995-28197 filed on 10/09/00 in Shelby County, AL

TO BE FILED WITH Shelby County, AL
Loan # 9000848
Store # 4263

Schedule "A"

20020708000314230 Pg 3/3 30.00
Shelby Cnty Judge of Probate, AL
07/08/2002 11:55:00 FILED/CERTIFIED

EXHIBIT "A"

A tract of land situated in the E 1/2 of SW 1/4 of Section 7, Township 13 South, Range 12 West, Marion County, Alabama, more particularly described as follows, to-wit: "Beginning at the Northeast corner of the SE 1/4 of SW 1/4 of Section 7; thence run South 04 degrees 29 minutes East along the East boundary of said SE 1/4 of SW 1/4, a distance of 307.35 feet to an old iron pin situated on the Southerly right-of-way of U. S. Highway No. 78 and 43; thence run North 60 degrees 47 minutes West, along the Southerly right-of-way of said highway, a distance of 512.50 feet to a railroad spike, said railroad spike being the point of beginning of the lands herein described; thence continue North 60 degrees 47 minutes West, along the Southerly right-of-way of said highway, a distance of 150 feet to a railroad spike; thence run South 29 degrees 13 minutes West perpendicular to the South right-of-way of said highway, a distance of 175 feet to an iron pin; thence run South 60 degrees 47 minutes East, parallel with the Southerly right-of-way of said highway, a distance of 150 feet to a railroad spike; thence North 29 degrees 13 minutes East a distance of 175 feet to the point of beginning of the land herein described."

Tacala
Store No. 4263
9000848