

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Thomas G. Amason III 205-251-8100
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Thomas G. Amason III 1901 Sixth Avenue North, Suite 2600 Birmingham, Alabama 35203

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 Mailsouth, Inc.				
OR 1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 5901 Highway 52 East	CITY Helena	STATE AL	POSTAL CODE 35080	COUNTRY USA
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION corporation	1f. JURISDICTION OF ORGANIZATION Alabama	1g. ORGANIZATIONAL ID #, if any <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 Compass Bank				
OR 3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 15 South 20th Street	CITY Birmingham	STATE AL	POSTAL CODE 35233	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

The types and items of property described on Exhibit A which is attached hereto and made a part hereof.

Recording Tax: This financing statement is filed as additional security for a mortgage which was recorded simultaneously herewith and upon which the recording tax was paid.

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 checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [if applicable] [ADDITIONAL FEE] [optional]		<input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2			
8. OPTIONAL FILER REFERENCE DATA Shelby County, AL						

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 Mailsouth, Inc.		
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME,SUFFIX

10. MISCELLANEOUS:

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 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:

The real property described on Exhibit C which is attached hereto and made a part hereof.

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

16. Additional collateral description:

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

UCC-1 EXHIBIT A

All of Debtor's (i) inventory and finished goods, other goods, merchandise and other personal property which are held for sale, lease or rental or furnished or to be furnished under a contract of service and all raw materials, work in process, component parts, materials or supplies used or to be used or consumed or to be consumed in Debtor's business, and related products and all goods represented thereby, wherever located, and all such goods that may be reclaimed or repossessed from or returned by Debtor's customers and all shipping and packaging materials related to any of the foregoing; (ii) accounts, accounts receivable, notes, notes receivable, contracts, contract rights, retail installment sales contracts, drafts, documents, documents of title, warehouse receipts, bills of lading, title retention and lien instruments, security agreements, acceptances, instruments, investment property, conditional sales contracts, chattel mortgages, chattel paper, electronic chattel paper and software, commercial tort claims, deposit accounts, letter of credit rights, health-care-insurance receivables, general intangibles, payment intangibles and other forms of obligation and rights to payment and receivables whether or not yet earned by performance, including, without limitation, state and federal tax refunds; (iii) equipment, machinery, furnishings, furniture, fixtures, fittings and fixed assets, including, without limitation, all such property described or referenced on **Exhibit B** hereto, now or hereafter located, stored or situated on or affixed or adjacent to or used or intended to be used in connection with the property described on **Exhibit C** hereto; (iv) licenses, patents, tradenames, trademarks and copyrights and any and all licenses and other rights to use, incorporate, license, sell and/or assign any licenses, patents, tradenames, trademarks and copyrights and any property incorporating any of the foregoing, together with all applications for registration and registrations obtained for any of the foregoing, and all renewals and/or extensions thereof, rights to sue for infringements and all other rights corresponding thereto, and all related licenses and royalties, and all further or other property that pertains, incorporates or relates to or emanates or derives from any license, patent, tradename, trademark or copyright and/or the ownership, use, possession, transfer, licensing thereof (whether as licensor or licensee) and any property which embodies or incorporates any of the foregoing, and all proceeds, products, rents, issues, royalties, profits and returns of and from any of the foregoing, and all related rights and property; (v) goods, instruments, notes, notes receivable, documents, documents of title, warehouse receipts, bills of lading, certificates of title, policies and certificates of insurance, securities, chattel paper, deposits, investment property, cash and other property, which are now or may hereafter be in the possession of or deposited with Secured Party or otherwise assigned to Secured Party or as to which Secured Party may now or hereafter control possession by documents of title or otherwise; and (vi) substitutions, accessions, additions, parts, accessories, attachments, replacements, proceeds and products of, to and for any and all of the foregoing, including, without limitation, any and all tort and insurance proceeds and any and all substitutions, accessions, additions, parts, accessories, attachments, replacements, proceeds and products in the form of any of the property described or referenced in (i) through (v) above,

whether now or hereafter owned, existing, created, arising or acquired.

Cross-index in Mortgage Real Estate Records.

Record Owner of Real Estate: Mailsouth, Inc.

Relevant Real Estate described on **Exhibit C** hereto.

Exhibit B

**MAILSOUTH, INC.
HELENA, ALABAMA**

<u>QTY</u>	<u>MACHINERY AND EQUIPMENT</u>
1	#1 Inserter - 16 Pocket Kirk Rudy, Inserter Pocket Model 324 Inserter Pocket S/N 699-3570, 3571, 3572, 3573, 3574, 3575, 5776, 3577, 3578, 3579, 3580, 3581, 3582, 3583, 3584, 3585, 3586 With Kirk Rudy Conveyor Control & Control Unit Model 512, S/N 699-783, With Kirk Rudy Take Off Conveyor Model 314-8, S/N 699-314, With Maestro PLC & Star PS200 Printer C/W Signode Strapping Machine, Model LB2000, S/N LB1911
1	#2 Inserter - 16 Pocket Kirk Rudy, Inserter Pocket Model 324 Inserter Pocket S/N 700-3746, 3747, 3748, 3749, 3750, 3751, 3752, 3753, 3754, 3755, 3756, 3757, 3758, 3759, 3760, 3761, 3762 With Kirk Rudy Conveyor Control & Control Unit Model 512, S/N 700-805, With Kirk Rudy Take Off Conveyor Model 314-8, S/N 700-793, With Maestro PLC & Star PS200 Printer C/W Signode Strapping Machine, Model LB2000, S/N LB1100
1	#3 Inserter - 16 Pocket Kirk Rudy, Inserter Pocket Model 324 Inserter Pocket S/N 1001-3962, 3963, 3964, 3965, 3966, 3967, 3968, 3969, 3970, 3971, 3972, 3973, 3974, 3975, 3976, 3977, 3978 With Kirk Rudy Conveyor Control & Control Unit Model 512, S/N 1001-826, With Kirk Rudy Take Off Conveyor Model 314-8, S/N 1001-1319, With Maestro PLC & Star PS200 Printer C/W Signode Strapping Machine, Model LB2000, S/N 2554
1	#4 Inserter - 16 Pocket Kirk Rudy, Inserter Pocket Model 324 Inserter Pocket S/N 3677, 3678, 3679, 3680, 3681, 3682, 3683, 3684, 3685, 3686, 3687, 3688, 3689, 3690, 3691, 3692, 3693 With Kirk Rudy Conveyor Control & Control Unit Model 512, S/N 1299-795, With Kirk Rudy Take Off Conveyor Model 314-8, S/N 1299-558, With Maestro PLC & Star PS200 Printer C/W Signode Strapping Machine, Model LB2000, S/N LB1011
1	#5 Inserter - 16 Pocket Kirk Rudy, Inserter Pocket Model 324 Inserter Pocket S/N 799-3593, 3594, 3595, 3596, 3597, 3598, 3599, 3600, 3601, 3602, 3603, 3604, 3605, 3606, 3607, 3608, 3609 With Kirk Rudy Conveyor Control & Control Unit Model 512, S/N 799-785, With Kirk Rudy Take Off Conveyor Model 314-8, S/N 799-358, With Maestro PLC & Star PS200 Printer C/W Signode Strapping Machine, Model LB2000, S/N LB1013
1	Pallet Rack, Est. 900', 2 & 3 Tier With & Without Decking

Exhibit B

**MAILSOUTH, INC.
HELENA, ALABAMA**

<u>QTY</u>	<u>MACHINERY AND EQUIPMENT</u>
1	Baler, American Boiler 60 x 30
1	Fan, Heat Buster
1	Dump Hopper
1	Hydraulic Pallet Truck, Little Giant 5500 LB.
1	Hydraulic Pallet Truck, Linde 5500 LB.
1	Fork Lift, Nissan 30, KCPH01A15PV, S/N KCPH018902050
1	Pallet Wrapper, Wufftec, WHP-150, S/N 1200-7113, with 48" Pallet
9	Joggers, FMC Syntron, Model J50
1	Jogger, Super Strong, Realistic
5	Wood Work Tables 8' x 4'
5	Wood Work Tables 8' x 2'
5	Wood Work Tables 4' x 2'
4	Wood Work Tables 4' x 8' Double Side
1	Safety Ladder 5'
5	Mail Bag Racks, Shopmade, Pipe Frame, Wood Deck 72" x 18"
2	Hydraulic Pallet Trucks, Linde 5000 LB.
3	Hydraulic Pallet Trucks, Little Giant 5500 LB Model ROI 55, S/N 28010, 280087, 28009
2	Fork Lifts, Narrow Aisle, Articulated, 3,000 LB. Bendi B30, B30E1800 Series II
1	Fork Lift Truck, Nissan, Model 20 Model CPH01A10V, S/N CPH01-908773
1	Pallet Lift, Electric, B/T, Model PMX, S/N PMX0027365011
1	Address Labeller, Cheshire With 3 Video Jet 2709 With Conveyor and Processor
1	Strapping Machine, Signode, Model LB2000 S/N 1010
1	Strapping Machine, Signode, Model LB2000, S/N 1197

Exhibit B

**MAILSOUTH, INC.
HELENA, ALABAMA**

<u>QTY</u>	<u>MACHINERY AND EQUIPMENT</u>
2	Air Compressors, Quincy 40 HP Continuous Run S/N OSV140ANN33072, OSC140ANN36060
1	Air Compressor, Horizontal Tank Mounted, Ingersoll Rand T-30, 10 HP
1	Lot Plant Office Furniture and Equipment C/O Desks, Letter Files, Chairs, Scales, Personal Computers, Lockers, Tables, Bookcases, Refrigerators, Microwaves, Printers, Copiers, Lap Top Computer

TOTAL HELENA, ALABAMA

EXHIBIT C

DESCRIPTION OF RELEVANT REAL ESTATE

The following described real property lying and being situated in the City of Canton, Madison County, Mississippi, and being more particularly described as follows, to wit:

A parcel of land lying and situated in the Northwest 1/4 of Section 26, Township 9 North, Range 2 East, Madison County, Mississippi, more particularly described as follows:

Commence at a fence corner marking the apparent southeast corner of the Southwest 1/4 of Section 26, Township 9 North, Range 2 East, Madison County, Mississippi, and run thence North for a distance of 3120.00 feet to a point; thence run West for a distance of 1490.44 feet to a point; thence run North for a distance of 2529.11 feet to a point; thence run East for a distance of 200.00 feet to an iron pin on the easterly right-of-way line of Soldier Colony Road; thence run S 00 degrees 11 minutes 17 seconds E, generally along said right-of-way for a distance of 2004.22 feet to an iron pin being the Point of Beginning of the parcel herein described. From said Point of Beginning continue thence S 00 degrees 11 minutes 17 seconds E along said right-of-way for a distance of 378.16 feet to an iron pin. Thence leaving said right-of-way run N 89 degrees 59 minutes 18 seconds E for a distance of 576.88 feet to an iron pin; thence run N 00 degrees 11 minutes 17 seconds W for a distance of 376.95 feet to an iron pin; thence run N 89 degrees 53 minutes 31 seconds W for a distance of 576.88 feet to the Point of Beginning. This parcel contains 5.00 acres, more or less.