

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY



20021230000652920 Pg 1/7 28.00
Shelby Cnty Judge of Probate, AL
12/30/2002 15:48:00 FILED/CERTIFIED

A. NAME & PHONE OF CONTACT AT FILER [optional] Rosemary A. Gilmore, CLA (205) 488-7008
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Rosemary A. Gilmore, CLA Gordon & Associates, LLC 2450 SouthTrust Tower 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 A.K.F., Inc.				
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 1042 Highway 31 South		CITY Saginaw	STATE AI	POSTAL CODE 35137
1d. TAX ID #: SSN OR EIN [REDACTED]		1e. TYPE OF ORGANIZATION corporation	1f. JURISDICTION OF ORGANIZATION Alabama	1g. ORGANIZATIONAL ID #, if any ☒ 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
2d. TAX ID #: SSN OR EIN		2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any
[REDACTED]				☐ 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 CIT Small Business Lending Corporation				
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS 1 CIT Drive		CITY Livingston	STATE NJ	POSTAL CODE 07039

4. This FINANCING STATEMENT covers the following collateral:

See attached Schedule 1 for description of collateral

5. ALTERNATIVE DESIGNATION [if applicable]:	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. ☒ 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) [ADDITIONAL FEE] [optional]		All Debtors		Debtor 1	Debtor 2
8. OPTIONAL FILER REFERENCE DATA CCAN 36659 8001-44						

UCC FINANCING STATEMENT ADDENDUM

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9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT		
OR	9a. ORGANIZATION'S NAME A.K.F., Inc.	
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> 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
				☐ NONE

12.	☐ ADDITIONAL SECURED PARTY'S or ☐ ASSIGNOR S/P'S NAME - insert only <u>one</u> 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 attached Exhibit B

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

SBA Loan No.: PLP 591-953-4010
Debtor: A.K.F., Inc.

SCHEDULE I

The Collateral in which this security interest is granted is all of the Debtor's property described below, together with all the proceeds and products therefrom.

- A. All equipment and machinery, including power-driven machinery and equipment, furniture and fixtures, now owned or hereafter acquired, wherever located, together with all replacements thereof, all attachments, accessories, parts and tools belonging thereto, including but not limited to the items listed on the attached Exhibit A and/or used in connection with the business located at 1042 Highway 31 South, Saginaw, Alabama 35137. Legal description attached as Exhibit B.
- B. All inventory, raw materials, work in process and supplies now owned or hereafter acquired.
- C. All accounts/deposit accounts, and health care insurance receivables now outstanding or hereafter arising.
- D. All chattel papers, instruments, and general intangibles now in force or hereafter acquired.

Exhibit A

Y. REQ	QTY. SHIPPED	QTY. BACK ORDERED	ITEM NO.	DESCRIPTION
	1.			4-DR SET OF BOF SHELVING
	1.			4-WAY CONDOLA
	1.			(1)20' & (1)24' SECTION
	1.			COOLER STORAGE SHELVING
	1.			AIR STRIP CURTAIN
	1.			MANITOWOC 1300LB REMOTE
	1.			ICE MACHINE
	1.			WATER FILTER SYSTEM
	1.			ICE MACHINE PACKAGE WITH
	1.			E-Z BAGGER, 1000 ICE BAGS
	1.			STARRETT SINGLE DOOR ICE
	1.			MERCHANDISER
	1.			BACK WORK COUNTER WITH
	1.			2-BOWL & HAND SINK
	1.			(7)SHEETS SLOTWALL BEHIND
	1.			SALES COUNTER
	1.			CUSTOM FAST FOOD COUNTER
	1.			W/ACCESSORIES
	1.			CUSTOM SALES COUNTER
	1.			CUSTOM COFFEE BAR
	1.			SET OF LETTERS-COFFEE BAR
	1.			CUSTOM OFFICE DESK TOP
	1.			CUSTOM SNEAKY PETE ORDER
	1.			WALL
	1.			CHEESE PUMP-HEATED SPOUT
	2.			S/S SHELF BEHIND ORD WALL
	1.			60" COUNTER W/DROP-IN HAND
	1.			SINK (RECOVER)
	1.			RANDELL 4-WELL DROP-IN
	1.			WARMER-
	1.			CUSTOM BACK COUNTER FOR
				DRINK COUNTER-FRY DUMP
	1.			COMMERCIAL WALK-IN COOLER
	1.			PER SPECIFICATIONS
	1.			COMMERCIAL COOLER DOORS
	1.			SET OF (7) 30"X 72" 20/20
	1.			COMMERCIAL COOLER DOORS
	10.			SET OF (6) 36"X 72" 20/20
	2.			EXTRA 26" COOLER SHELVES
	2.			SHP CONDENSING UNIT
	2.			4YR COMPRESSOR WARRANTY
	1.			12" GONDOLA, 48" HIGH
	1.			8" GONDOLA, 48" HIGH
	1.			TRIANGLE GONDOLA
	24101			ALABAMA SALES TAX - 4%
	24101			SHELBY CO SALES TAX - 2%
				SHIPPING CHARGES ON ABOVE
	1.			SNEAKY PETE MENU BOARD
	1.			4" TRASH W/2 TRASH FLAPS
	1.			4" DRINK COUNTER UNDER
	1.			WINDOW AT SNEAKY PETE'S
	3.			CUSTOM CONDIMENT COUNTER
	3.			4-MAN BOOTH
	3.			2-MAN BOOTH
	1.			TAKE OUT & REINSTALL HOOD
	40234			FIRE SYSTEM FOR HOOD
	40234			ALABAMA SALES TAX - 4%
				SHELBY CO SALES TAX - 2%
				SHIPPING CHARGES

QUANTITY	DESCRIPTION	UNIT PRICE
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1.00	FP0812	
1.00	EXXON N/C SPREADER	
	BASE CABINET ASSY. W/CRATE	
1.00	FAF004-001	
1.00	NC LOGO FACE W/FRAME LEFT	
1.00	FAF004-002	
1.00	NC LOGO FACE W/FRAME RIGHT	
2.00	FAF005-002	
2.00	NC BLUE BLANK END FACE	
	WITH FRAME	
1.00	FP1121-001	
1.00	3X13 ACRYLIC CANOPY FACIA-EX L	
	USE W/1" FOAM CORE (158 1/2")	
1.00	FP1121-002	
1.00	3X13 ACRYLIC CANOPY FAC EX RT	
	USE W/1" FOAM CORE (158 1/2")	
1.00	FP0454	
1.00	EXXON 40 SF MAJOR I.D. SIGN	
1.00	FP0462-500	
1.00	EX50 3P-1P PROD & 1 SERV PNL	
1.00	FP0459-009	
1.00	EX22 ANC. W/CUSTOM FACES	
	PER CUSTOMER ORDER	
1.00	6	
1.00	22 AND TO READ:DIESEL	
1	GILBAR REMAN DIESEL	
2	124022	IRPCO WHIP HOSE 3/4X8"
2	45-5060	OPW SWIVEL, 3/4"X3/4"
2	66V-0250	OPW BREAKAWAY VALVE, 3/4"

GILBARCO ADV SINGLE HOSE
GILBARCO G-SITE-EXXON

3.000
1.000

GAS CANOPY:

28' X 82' X 20' X 50' THREE COLUMN CANOPY
36" NON-ILLUMINATED EXXON FASCIA - ACM
18 EACH SCOTTSDALE LIGHTS - (LESS WIRING)
THREE EACH COLUMN WRAPS
INSTALL TWO EACH CANOPY SIGNS. THREE EACH PUMP TOPPERS - FURNISHED
AND WIRED BY OTHERS

DELIVERED AND INSTALLED ON CUSTOMER FOOTINGS

DIESEL CANOPY:

24' X 24' TWO COLUMN CANOPY
36" FLAT ONE COLOR FASCIA
FOUR EACH SCOTTSDALE LIGHTS - (LESS WIRING)

DELIVERED AND INSTALLED ON CUSTOMER FOOTINGS

C-STORE:

158 L/F @ 56" THREE COLOR FASCIA (PER DWGS)
70 L/F @ 24" SOFFIT - FRONT WALL ONLY

QTY ORDERED	QTY SHIPPED	QTY REQ	ITEM NO.	DESCRIPTION
2	2	0	MOD12000SFC	12K Sngl Wall Fiberclad Ust
1	1	0	MOD10000SFC	10K Sngl Wall Fiberclad UST
2	2	0	EBW331-300-01	Extractor Tee 4x4x3x3
1	1	0	EBW340-300-01	Extractor Tee-4x4x2x2
3	3	0	EBW308-205-01	Float Vent
2	2	0	MON4040013-0201	Monitoring Well
2	2	0	EBW772-102-01	Plug, Monitoring Well Cap
3	3	0	EBW702-400-01	Manhole-702
3	3	0	REDP150S1	Sub Pump-1.5 HP
3	3	0	PETPF-TA	Sump To Tank Adapter
3	3	0	APTTG-4236WG	Sump Tank (W/Gasket & Strap)
15	15	0	APTFEB-150	1.5" Flexible Entry Boot
3	3	0	APTFEB-200	Flexible Entry Boot 2"
2	2	0	EBW662-410-03	Shear Valve-Male
5	5	0	UNI521RMS-15	Valve-1 1/2 Male Safety
2	2	0	EBW300-220-01	Vapor Adaptor-4x4
2	2	0	EBW304-301-01	Vapor Cap-Alum.
3	3	0	EBW778-301-01	4" Brass Adapters
180	180	0	SMI1103-069-2	3" Primary Set Pipe
6	6	0	SMI1203-360-4	3" 90 (Solid)
3	3	0	SMI1203-410-4	3" U.L. Primary Tee
4	4	0	SMI1203-310-4	45-3" Primary
4	4	0	SMI1203-191-4	Male X Bell-3" UL
4	4	0	SMI1203-231-4	3x2 Red. Bushing
8	8	0	SMI1203-101-0	Coupling 3" Primary
5	5	0	SMI1202-360-4	Elbows-2" 90
3	3	0	SMI1202-231-4	2x1-1/2 Reducer Bushing
2	2	0	SMI1202-191-4	Adapter-2" (M X B)
7	7	0	SMIDS-7014	Glue Kits
2	2	0	EBW802-303-02	Vent-8 oz Pressure
1	1	0	EBW808-207-02	Vent-Standard
6	6	0	BEN4054	Buaper Post 3'
3	3	0	TIT2 X 24	Flex Connector-2 X 24
3	3	0	EBW777-202-01	Fill Cap-4" Aluminum
3	3	0	RED800-041-5	Control Box(Relay)
3	3	0	EBW782-204-15	Drop Tube 4"X15' Standard
3	3	0	PEM10036X10	Manhole, 36" W/10" Skirt
3	3	0	PEM10018X10	Manhole, 18" W/10" Skirt
3	3	0	PEM100C-12"W/H	Manhole - 12"W/8" Skirt
2	2	0	EBW808-400-01	Manhole-Monitor Well Locking
3	3	0	APTLT-4216	Top, Advantage Dispenser
1	1	0	APTLT-2911	Top, Dispenser
6	6	0	APTSBK-3	Stablizer Bar Kit
1	1	0	APTSBK-25	Stabilizer Bar/LM-2313
1	1	0	DUR90-A-HG	Air/Water Reel W/Compressor&HT
3	3	0	EBW777-202-01	Fill Cap-4" Aluminum
21	21	0	APTFEB-075	Flexible Entry Boot 3/4"
3	3	0	APTLB-4800	Dispenser Base
1	1	0	APTLB-2400	Sump, Dispenser
1	1	0	FORCURBING9"	Curbing, 9"
1	1	0	FOR3X13X13X6	Form, 3'W X 13'6" X 13'H X 6"R
3	3	0	FOR4X14-6X9	Form, 4' X 14'6" X 9" Island
1	1	0	FREIGHT	Island Forms
3	3	0	DUR60500H	Ball Valve 2" (Brass-Full Port)

EXHIBIT "B"

A parcel of land situated in the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 17, Township 21 South, Range 2 West, and being more particularly described as follows:

Commencing at the SW corner of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 17, Township 21 South, Range 2 West; thence North $01^{\circ}01'18''$ East a distance of 214.04 feet to a point on the Southerly right of way of Shelby County Highway No. 87 (80 foot right of way); thence North $64^{\circ}05'17''$ East along said right of way a distance of 710.09 feet to the point of beginning; thence continue on the last described course a distance of 146.30 feet along the Southerly right of way of Shelby County Highway No. 87 (80 foot right of way) to the intersection of U.S. Highway No. 31 (100 foot right of way); thence South $73^{\circ}19'49''$ East along said right of way a distance of 102.65 feet; thence South $34^{\circ}40'33''$ East along the Westerly right of way of U.S. Highway No. 31 (100 foot right of way) a distance of 135.00 feet; thence South $55^{\circ}19'27''$ West a distance of 208.71 feet; thence North $34^{\circ}40'33''$ West a distance of 237.46 feet to the point of beginning; being situated in Shelby County, Alabama.

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