

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

Deanna K. Hartley (205) 874-0368

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Deanna K. Hartley
Wallace, Jordan, Ratliff & Brandt, LLC
P.O. Box 530910
Birmingham, AL 35253

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

KEYSTONE, L.L.C.

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

1c. MAILING ADDRESS

2035 Countryridge Circle

CITY

Birmingham

STATE

AI

POSTAL CODE

35243

COUNTRY

USA

1d. TAX ID #: SSN OR EIN

ADD'L INFO RE
ORGANIZATION
DEBTOR

1e. TYPE OF ORGANIZATION

ltd. liability company

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

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

☐ 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

COLLATERAL MORTGAGE CAPITAL, LLC

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS

524 Lorna Square

CITY

Birmingham

STATE

AL

POSTAL CODE

35216

COUNTRY

USA

4. This FINANCING STATEMENT covers the following collateral:

SEE ATTACHED SCHEDULE "A"

This UCC is filed as additional security for mortgage
recorded in Inst. No. *

*20030129000056120

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 [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional]		☐ All Debtors		☐ Debtor 1	☐ Debtor 2
8. OPTIONAL FILER REFERENCE DATA						
30-728 (county)						

Mague City, 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 KEYSTONE, L.L.C.		
	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 ☐ 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 ATTACHED EXHIBIT "A"

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

EXHIBIT "A" TO UCC-1 FINANCING STATEMENT

Debtor:

KEYSTONE, L.L.C.
Attention: John C. Kimbrell, Jr.
2035 Countryridge Circle
Birmingham, Alabama 35243
Identification No.:

Secured Party:

Collateral Mortgage Capital, LLC
Attention: David A. Roberts
524 Lorna Square
Birmingham, Alabama 35216

The Financing Statement covers, and the Debtor does hereby pledge, assign, transfer and deliver to the Secured Party and does hereby grant to the Secured Party a continuing and unconditional security interest in and to the following types (or items) of property:

Any and all assets of the Debtor, of any kind or description, tangible or intangible, whether now existing or hereafter arising or acquired, including, but not limited to:

(a) all property of, or for the account of, the Debtor now or hereafter coming into the possession, control or custody of, or in transit to, the Secured Party or any agent or bailee for the Secured Party or any parent, affiliate or subsidiary of the Secured Party or any participant with the Secured Party in the loans to the Debtor (whether for safekeeping, deposit, collection, custody, pledge, transmission or otherwise), including all earnings, dividends, interest, or other rights in connection therewith and the products and proceeds therefrom, including the proceeds of insurance thereon; and

(b) the additional property of the Debtor, whether now existing or hereafter arising or acquired, and wherever now or hereafter located, together with all additions and accessions thereto, substitutions for, and replacements, products and proceeds therefrom, and all of the Debtor's books and records and recorded data relating thereto (regardless of the medium of recording or storage), together with all of the Debtor's right, title and interest in and to all computer software required to utilize, create, maintain and process any such records or data on electronic media, identified and set forth as follows:

(i) All Accounts and all Goods whose sale, lease or other disposition by the Debtor has given rise to Accounts and have been returned to, or repossessed or stopped in transit by, the Debtor, or rejected or refused by an Account Debtor;

(ii) All Inventory, including, without limitation, raw materials, work-in-process and finished goods;

(iii) All Goods (other than Inventory), including, without limitation, embedded software, Equipment, vehicles, furniture and Fixtures now or hereafter located on the property described in Exhibit "B";

- (iv) All Software and computer programs;
- (v) All Securities, Investment Property and Deposit Accounts;
- (vi) All Chattel Paper, Electronic Chattel Paper, Instruments, Documents, Letter of Credit Rights, all proceeds of letters of credit, Health-Care-Insurance Receivables, Supporting Obligations, notes secured by real estate, Commercial Tort Claims and General Intangibles, including Payment Intangibles and collateral assignments of beneficial interest in land trusts; and
- (vii) All insurance policies and proceeds insuring the foregoing property or any part thereof, including unearned premiums.

Capitalized words and phrases used herein and not otherwise defined herein shall have the respective meanings assigned to such terms in either: (i) Article 9 of the Uniform Commercial Code as in force in Alabama at the time the financing statement was filed by the Secured Party, or (ii) Article 9 as in force at any relevant time in Alabama the meaning to be ascribed thereto with respect to any particular item of property shall be that under the more encompassing of the two definitions.

EXHIBIT "B"
LEGAL DESCRIPTION

PARCEL I:

Commence at the Northeast corner of Section 15, Township 21 South, Range 3 West, Shelby County, Alabama and run thence North 90 degrees, 00 minutes, 00 seconds West along the north line of said Section 15 a distance of 2,006.79 feet to a point; thence run South 01 degrees, 37 minutes, 57 seconds East a distance of 85.23 feet to a capped steel rebar corner on the south right of way line of Shelby County Highway No. 26 and the Point of Beginning of the property being described; thence run South 01 degrees, 37 minutes, 57 seconds East along the west line of a twenty foot wide access easement a distance of 232.30 feet to a capped steel rebar corner; thence run South 83 degrees, 58 minutes, 15 seconds West a distance of 111.11 feet to a capped steel rebar corner; thence run South 01 degrees, 31 minutes, 55 seconds East a distance of 160.00 to a capped steel rebar corner; thence run North 83 degrees, 58 minutes, 14 seconds East a distance of 111.10 feet to a capped steel rebar corner; thence run South 01 degrees, 31 minutes, 57 seconds East along the same said west line of same said access easement a distance of 857.32 feet to a capped steel rebar corner on an existing fence line; thence run South 89 degrees, 09 minutes, 11 seconds West on, along and/or very near an existing wire fence a distance of 820.15 feet to a steel rebar corner; thence run North 01 degrees, 32 minutes, 09 seconds West along an existing fence line a distance of 859.88 feet to a steel rebar corner; thence run South 88 degrees, 41 minutes, 46 seconds East along and/or very near an existing fence line a distance of 249.95 feet to a steel rebar corner; thence run North 01 degrees, 32 minutes, 09 seconds West along an existing fence line a distance of 420.85 feet to a capped steel rebar corner on the south right of way line of Shelby County Highway No. 26; thence run South 88 degrees, 41 minutes, 17 seconds East along said right of way line a distance of 571.30 feet to the point of beginning.

PARCEL II:

Commence at the Northeast corner of Section 15, Township 21 South, Range 3 West, Shelby County, Alabama and run thence North 90 degrees, 00 minutes, 00 seconds West along the north line of said Section 15 a distance of 1,323.95 feet to a point; thence run South 01 degrees, 40 minutes, 56 seconds East a distance of 80.75 feet to a steel rebar corner on the south right of way line of Shelby County Highway No. 26 and the Point of Beginning of the property being described; thence run South 01 degrees, 31 minutes, 32 seconds East a distance of 1,235.68 feet to a capped steel rebar corner; thence run North 89 degrees, 52 minutes, 05 seconds West along an existing fence line a distance of 331.57 feet to a capped steel rebar corner; thence run North 01 degrees, 26 minutes, 05 seconds West a distance of 132.28 feet to a steel rebar corner; thence run South 89 degrees, 23 minutes, 42 seconds West a distance of 331.56 feet to a steel rebar corner in an asphalt surfaced access road; thence run North 01 degrees, 31 minutes, 57 seconds west along the easterly line of said asphalt surfaced access road a distance of 670.04 feet to a capped steel rebar corner; thence run North 87 degrees, 53 minutes, 18 seconds east a distance of 331.19 feet to a two (2") inch open top pipe corner; thence run North 01 degrees, 33 minutes, 54 seconds West a distance of 303.34 feet to a capped steel rebar corner; thence run North 88 degrees, 18 minutes, 09 seconds East a distance of 117.39 feet to capped steel rebar corner; thence run North 01 degrees, 48 minutes, 16 seconds West a distance of 121.89 feet to a P.K. nail corner in asphalt on the south right of way line of same said Highway 26; thence run South 88 degrees, 43 minutes, 36 seconds East along said right of way line a distance of 215.31 feet to the point of beginning.

PARCEL III:

Commence at the Northeast corner of Section 15, Township 21 South, Range 3 West, Shelby County, Alabama and run thence North 90 degrees, 00 minutes, 00 seconds West along the north line of said Section 15 a distance of 2,006.79 feet to a point; thence run south 01 degrees, 37 minutes, 57 seconds East along the west line of a twenty foot wide access easement a distance of 297.53 feet to a capped steel rebar corner and the Point of Beginning of the property being described; thence run South 83 degrees, 58 minutes, 15 seconds West a distance of 111.11 feet to a capped steel rebar corner; thence run South 01 degrees, 31 minutes, 55 seconds East a distance of 160.00 feet to a capped steel rebar corner; thence run North 83 degrees, 58 minutes, 14 seconds East a distance of 111.10 feet to a capped steel rebar corner; thence run North 01 degrees, 31 minutes, 57 seconds West along the same said west line of same said access easement a distance of 160.00 feet the point of beginning.