

20030731000493900 Pg 1/4 32.00
Shelby Cnty Judge of Probate,AL
07/31/2003 11:24:00 FILED/CERTIFIED

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
B. SEND ACKNOWLEDGMENT TO: (Name and Address)
COMPASS BANK P.O. Box 650561 Dallas, Texas 75265-0561 ATTN: Mr. Robert H. Shore

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	KIMCO BIRMINGHAM L.P.			
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS	CITY		STATE	POSTAL CODE
15601 Dallas Parkway, Suite 400	Addison		TX	75001
1d. TAX ID #	SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION
			LTD PARTNERSHIP	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
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	CITY		STATE	POSTAL CODE
8080 N. Central Expressway, Suite 370	Dallas		TX	75206

4. This FINANCING STATEMENT covers the following collateral:

See attached Exhibit "A."

5. ALTERNATIVE DESIGNATION [if applicable]	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	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 [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional]		All Debtors		Debtor 1	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

9a. ORGANIZATION'S NAME		
OR		
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

11a. ORGANIZATION'S NAME				
OR				
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)

12a. ORGANIZATION'S NAME				
OR				
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."

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):

KIMCO BIRMINGHAM L.P.
15601 Dallas Parkway, Suite 400
Addison, Texas 75001

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"

a. All of the following property, items, and interests, whether now owned or hereafter acquired by Debtor: (i) all present and future accounts, general intangibles, chattel paper, documents and instruments arising from or by virtue of transactions related to the real property described on Exhibit "B" attached hereto and incorporated herein by reference for all purposes (the "**Mortgaged Property**") or improvements thereon; (ii) all present and future goods, inventory, equipment, fixtures, general intangibles, and articles of personal property now or hereafter located on the Mortgaged Property, or attached to or used in and about or related to the planning, development, financing, or operation of any improvements thereon, including, but not limited to, the types of inventory, equipment, fixtures, and articles of personal property more particularly described as follows: machines, engines, boilers, dynamos, elevators, stokers, tanks, awnings, screens, cabinets, shades, blinds, carpets, draperies, furniture, lawn mowers, and plumbing, heating, air conditioning, lighting, ventilating, refrigeration, cooking, laundry, and incinerating equipment, and all fixtures and appurtenances thereto; (iii) all present and future increases, profits, improvements, and products of, accessions, attachments, and other additions to, tools, parts, and equipment used in connection with, and substitutes and replacements for, all or part of the above described property; (iv) all present and future accounts, general intangibles, chattel paper, documents, instruments, cash and noncash proceeds, and other rights arising from or by virtue of, or from the voluntary or involuntary sale or other disposition of, or collections with respect to, or insurance proceeds payable with respect to, or proceeds payable by virtue of warranty claims against manufacturers of, or claims against any other persons or entities with respect to, all or any part of the Mortgaged Property; and (v) all proceeds arising from the taking of all or part of the Mortgaged Property for any public or quasi-public use under any law, or by right of eminent domain, or by private or other purchase in lieu thereof.

b. All other interests of every kind and character which Debtor now has or at any time hereafter acquires in and to the property described or referred to in the preceding paragraphs and all property which is used or useful in connection with the Mortgaged Property.

EXHIBIT "B"

LEGAL DESCRIPTION OF PROPERTY

ALL THAT TRACT OR PARCEL OF LAND LYING AND BEING situated in the Northeast one-quarter of the Southeast one-quarter of Section 36, Township 18 South, Range 2 West and the Northwest one-quarter of the Southwest one-quarter of Section 31, Township 18 South, Range 1 West, Shelby County, Alabama, as shown on that certain ALTA/ACSM Boundary Survey for Kimco Birmingham, L.P., Compass Bank, Chicago Title Insurance Company, and Trinity Title Insurance Agency by Gonzalez-Strength & Associates, Inc., Jon P. Strength, Alabama Registered Land Surveyor No. 21181, dated February 13, 2002, last revised June 6, 2003, being more particularly described as follows:

Commence at the Southeast corner of said Section 36, Township 18 South, Range 2 West and run in a Northerly direction along the East line for a distance of 1471.17 feet to a point on a curve to the right, said point also being a point on the Northern most right of way line of U.S. Highway 280 and the POINT OF BEGINNING; said curve having a radius of 3124.05 feet, a central angle of 03 degrees 05 minutes 26 seconds, a chord length of 168.49; thence run along arc of said curve and along said Northern most right of way line for a distance of 168.51 feet; thence turn a deflection angle of 01 degrees 22 minutes 13 seconds from chord to the right and run in a Northwesterly direction for a distance of 621.39 feet; thence turn a deflection angle of 50 degrees 48 minutes 15 seconds to the right and run in a Northwesterly direction for a distance of 128.15 feet to a point on the Eastern most right of way line of Cahaba Beach Road; thence turn a deflection angle of 36 degrees 45 minutes 15 seconds to the right and run in a Northeasterly direction along said Eastern most right of way line for a distance of 101.52 feet; thence turn a deflection angle of 89 degrees 42 minutes 40 seconds to the left and run in a Northwesterly direction along said Eastern most right of way line for a distance of 19.70 feet; thence turn a deflection angle of 89 degrees 52 minutes 57 seconds to the right and run in a Northeasterly direction along said Eastern most right of way line for a distance of 42.66 feet to a point on a curve to the right; said curve having a radius of 1220.03 feet, a central angle of 12 degrees 22 minutes 05 seconds, a chord length of 262.85 feet; thence run along arc of said curve and along said Eastern most right of way line for a distance of 263.36 feet; thence turn a deflection angle of 12 degrees 23 minutes 15 seconds from chord to the right and run in a Northeasterly direction along said Eastern most right of way line for a distance of 289.69 feet to a point on a curve to the left; said curve having a radius of 915.84 feet, a central angle of 10 degrees 04 minutes 28 seconds, a chord length of 160.83 feet, thence run along arc of said curve and along said Eastern most right of way line for a distance of 161.03 feet; thence leaving said Eastern most right of way line, turn a deflection angle of 52 degrees 37 minutes 19 seconds from chord to the right and run in a Easterly direction for a distance of 242.13 feet to a point on the East line of said Section 36; thence turn a deflection angle of 87 degrees 44 minutes 32 seconds to the right and run in a Southerly direction for a distance of 165.34 feet; thence turn a deflection angle of 89 degrees 42 minutes 34 seconds and run in a Easterly direction for a distance of 419.70 feet; thence turn a deflection angle of 104 degrees 04 minutes 56 seconds to the right and run in a Southwesterly direction for a distance of 483.03 feet; thence turn a deflection angle of 14 degrees 23 minutes 26 seconds and run in a Southerly direction for a distance of 604.86 feet to a point on the Northern most right of way line of U.S. Highway 280; thence turn a deflection angle of 83 degrees 28 minutes 10 seconds to the right and run in a Southwesterly direction for a distance of 200.44 feet to a point on a curve to the right; said curve having a radius of 3124.05 feet, a central angle of 02 degrees 03 minutes 02 seconds, a chord length of 111.80 feet; thence run along arc of said curve and along said Northern most right of way line for a distance of 111.81 feet to the POINT OF BEGINNING. Said parcel contains 931,049 square feet 21.37 acres more or less.