

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Karren Underwood 205-250-8400
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Najjar Denaburg, P.C. 2125 Morris Avenue Birmingham, AL 35203

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> debtor name (1a or 1b) - do not abbreviate or combine names					
1a. ORGANIZATION'S NAME Barkley Corners, LLC					
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Limited Liability Co.	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 <u>one</u> 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 <u>one</u> secured party name (3a or 3b)					
3a. ORGANIZATION'S NAME AmSouth Bank					
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS 1900 5th Avenue North, 15th Floor		CITY Birmingham	STATE AL	POSTAL CODE 35203	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

All rents, leases, profits and royalties from or relating to the property described in Exhibit "A". All contract and contract rights now existing or hereafter arising which are related to the operation of the property described in Exhibit "A", reserving to Borrower, however, as long as Borrower is not in default, the right to receive the benefits of such contracts and said contract rights.

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. Attach Addendum [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional]		<input type="checkbox"/> All Debtors	<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2	
8. OPTIONAL FILER REFERENCE DATA						

EXHIBIT "A"

Legal Description of Property

A parcel of land situated in Section 11, Township 19 South, Range 2 West and Section 12, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows: Begin at the Northwest corner of Section 12, Township 19 South, Range 2 West, Shelby County, Alabama, and run East along the North line of same 1168.40 feet to a point on the Northwestern line of Meadowbrook Subdivision, 18th Sector, Phase I, as recorded in Map Book 10, Page 26, in the Probate Office of Shelby County, Alabama; thence turn an interior angle of 42 degrees 26 minutes 39 seconds and run to the right in a Southwesterly direction along said Northwestern line of Meadowbrook, 18th Sector, 623.78 feet to a point; thence turn an interior angle of 161 degrees 57 minutes 35 seconds and run to the right continuing along said Northwestern line of Meadowbrook, 18th Sector, 89.58 feet to a point, said point being the Northeasterly corner of Lot 9 of Phillip's Addition to New Hope Mountain, as recorded in Map Book 10, Page 20, in the Probate Office of Shelby County, Alabama; thence an interior angle of 175 degrees 42 minutes 51 seconds and run to the right in a Southwesterly direction along said Northwestern line of Phillip's Addition to New Hope Mountain 261.61 feet to a point; thence an interior angle of 195 degrees 05 minutes 53 seconds and run to the left continuing Southwesterly along said Northwestern line of Phillip's Addition to New Hope Mountain 344.85 feet to a point; thence an interior angle of 199 degrees 29 minutes 32 seconds and run to the left continuing Southwesterly along said Northwestern line of Phillip's Addition to New Hope Mountain 122.72 feet to a point on the West line of the Northwest 1/4 of the Northwest 1/4 of said Section 12, Township 19 South, Range 2 West; thence an interior angle of 37 degrees 05 minutes 14 seconds and run to the right in a Northerly direction along said Westerly line of said 1/4-1/4 section a distance of 518.70 feet to a point; thence an interior angle of 267 degrees 13 minutes 14 seconds and run to the left in a Westerly direction across the Northeast 1/4 of the Northeast 1/4 of Section 11, Township 19 South, Range 2 West 1265.26 feet to a point on the Southeasterly right-of-way of Shelby County Highway #17, also known as Valleydale Road; thence an interior angle of 47 degrees 00 minutes 08 seconds and run to the right in a Northeasterly direction along said right-of-way 86.92 feet to the point of curvature of a curve to the right having a central angle of 17 degrees 52 minutes 05 seconds and a radius of 1381.31 feet; thence run Northeasterly along said right-of-way and the arc of said curve 430.77 feet to a point on curve, said point being on the North line of said 1/4-1/4 section; thence an interior angle of 150 degrees 51 minutes 58 seconds from the tangent of said point on said curve and run to the right in an Easterly direction along the North line of said 1/4-1/4 section 852.29 feet to the POINT OF BEGINNING.
