



20040629000354590 Pg 1/6 39.00
Shelby Cnty Judge of Probate, AL
06/29/2004 08:18:00 FILED/CERTIFIED

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] AUDREY KRIEGSHAUSER (314) 552-6402	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) THOMPSON COBURN LLP ATTN. AUDREY KRIEGSHAUSER ONE US BANK PLAZA ST. LOUIS MO 63101	

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 THIRD CREEK, L.L.C.						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS C/O NATIONAL REAL ESTATE MANAGEMENT CORP., 1830 CRAIG PK. CT. #101			CITY ST. LOUIS	STATE MO	POSTAL CODE 63146-4149	COUNTRY U.S.A.
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LIMITED LIABILITY CO.	1f. JURISDICTION OF ORGANIZATION MISSOURI	1g. ORGANIZATIONAL ID #, if any MO-LC0001981		<input 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 MATTHIAS D. RENNER FAMILY, L.L.C.						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS C/O NATIONAL REAL ESTATE MANAGEMENT CORP., 1830 CRAIG PK. CT. #101			CITY ST. LOUIS	STATE MO	POSTAL CODE 63146-4149	COUNTRY U.S.A.
2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION LIMITED LIABILITY CO.	2f. JURISDICTION OF ORGANIZATION MISSOURI	2g. ORGANIZATIONAL ID #, if any MO-LC0033658		<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 WELLS FARGO BANK, NATIONAL ASSOCIATION						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 120 S. CENTRAL AVENUE, STE. 1420			CITY ST. LOUIS	STATE MO	POSTAL CODE 63105	COUNTRY U.S.A.

4. This FINANCING STATEMENT covers the following collateral:

SEE CONTINUATION SHEET ATTACHED HERETO AND INCORPORATED HEREIN AS EXHIBIT A FOR (I) A DESCRIPTION OF THE PROPERTY COVERED BY THIS FINANCING STATEMENT, WHICH INCLUDES ACCOUNTS, CONTRACT RIGHTS, LEASES, EQUIPMENT, FIXTURES, AND GENERAL INTANGIBLES; AND (II) THE LEGAL DESCRIPTION OF THE REAL ESTATE TO WHICH SOME OF THE PROPERTY RELATES.

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 [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						

SHELBY COUNTY, ALABAMA RECORDER OF DEEDS (5207 / 47725)

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 THIRD CREEK, L.L.C.		
	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 one name (11a or 11b) - do not abbreviate or combine names

OR	11a. ORGANIZATION'S NAME KENNETH J. WEBER FAMILY, L.L.C.			
	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

11c. MAILING ADDRESS C/O NATIONAL REAL ESTATE MANAGEMENT CORP., 1830 CRAIG PK. CT. #101		CITY ST. LOUIS	STATE MO	POSTAL CODE 63146-4149	COUNTRY U.S.A.
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11d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION LIMITED LIABILITY CO.	11f. JURISDICTION OF ORGANIZATION MISSOURI	11g. ORGANIZATIONAL ID #, if any MO-LC0033656	<input type="checkbox"/> NONE
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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
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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 EXHIBIT A ATTACHED HERETO
AND INCORPORATED HEREIN FOR THE
LEGAL DESCRIPTION OF THE REAL
ESTATE.

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 CONTINUATION SHEET TO UCC-1 FINANCING STATEMENT

Debtors: Third Creek, L.L.C.
Matthias D. Renner Family, L.L.C.
Kenneth J. Weber Family, L.L.C.
(each, a "Debtor", and collectively, the "Debtors")

Secured Party: Wells Fargo Bank, National Association

Collateral

This Financing Statement covers all the estate, right, title and interest which any Debtor or the Debtors may now hold or hereafter acquire in, to and under or derived from, and all additions and accretions thereto, and the proceeds of any of the following property (the "Property"):

- (a) All the plots, pieces, and parcels of real property located in the County of Shelby, State of Alabama, more particularly described below (the "Real Property") including the tenements, hereditaments, appurtenances and all the estates and rights of Debtors in and to the Real Property and all right, title and interest, if any, of Debtors in and to the streets, roads, sidewalks and alleys abutting the Real Property, and strips and gores within or adjoining the Real Property, whether private or public and whether vacated or to be vacated by law or otherwise; the air space and right to use said air space above the Real Property and any transferable development or similar rights appurtenant thereto, all rights of ingress and egress by motor vehicle to parking facilities on or within the Real Property, all easements now or hereafter affecting or benefiting the Real Property, including, without limitation, all reciprocal easement agreements, royalties and all rights appertaining to the use and enjoyment of the Real Property, including alley, drainage, mineral, water, oil and gas rights;
- (b) All buildings, structures, and other improvements, of every nature, and all fixtures, fittings, building materials, machinery, equipment, furniture and furnishings and personal property of every nature now or hereafter owned by Debtors and used or intended to be used in connection with the Real Property, buildings, structures or other improvements, including all extensions, additions, improvements, betterments, renewals, substitutions, replacements and accessions to any of the foregoing, whether such fixtures, fittings, building materials, machinery, equipment, furniture, furnishings and personal property actually are located on or adjacent to the Real Property or not;
- (c) All fixtures, and personal property now or at any time hereafter annexed, affixed or attached to said Real Property and/or buildings, improvements or structures thereon and all replacements, additions and substitutions thereof or thereto, including, but not limited to, all apparatus, appliances, machinery, equipment and articles used to supply or provide, or in connection with, heat, gas, air conditioning, plumbing, water, lighting, power, elevator, sewerage, cleaning, refrigeration, cooling, ventilation and sprinkler systems, all fire prevention and extinguishing apparatus, all window shades, drapes, drapery equipment, carpeting, tile and floor coverings, all security and access control apparatus, and all trees, plants and landscaping;
- (d) All accounts, accounts receivables, lease payments, rental payments, royalties, issues, income profits, lease rights, general intangibles, letter of credit rights, supporting obligations, instruments, promissory notes, and other forms of obligation, deposit accounts, commercial tort

Debtors: Third Creek, L.L.C.
Matthias D. Renner Family, L.L.C.
Kenneth J. Weber Family, L.L.C.

Secured Party: Wells Fargo Bank, National Association

claims, payment intangibles, tax refunds and rights to tax refunds, contracts and contract rights relating to the Real Property and improvements, including, but not limited to, that certain Purchase and Sale Agreement between Kimco Birmingham, L.P. and Debtors, dated June __, 2004 (the "Purchase Agreement"), and that certain Escrow Agreement between Kimco Birmingham, L.P., Debtors and American Escrow Company, dated June __, 2004 (the "Escrow Agreement") or any other escrow agreement, whether now owned or existing or hereafter created, acquired or arising, including, without limitation, all leases, construction contracts, management contracts, leasing contracts, purchase and sale contracts, put or other option contracts and all other contracts and agreements relating to the construction of improvements on, or the operation, management and sale of, all or any part of the Real Property or improvements;

(e) All other personal property, whether now owned or hereafter acquired by any Debtor, and used or intended to be used in the possession, occupation or enjoyment thereof, and all replacements, additions and substitutions thereof and thereto, including, but not limited to, the following: all equipment, machinery, fixtures and personal property now or hereafter owned by any Debtor and attached to or contained in and used or useful in connection with the Real Property or any of the improvements now or hereafter located thereon, including without limitation any and all air conditioners, amplifiers, antennae, appliances, apparatus, awnings, basins, boilers, bookcases, booths, cabinets, carpets, chairs, cleaning and janitorial equipment and supplies, coolers, compactors, computers and computer equipment and wiring, conduit, copy machines, cups, curtains, desks, dies, dishes, dishwashers, doors, drapes, drapery equipment and apparatus, ducts, dynamos, elevators, engines, equipment, escalators, fans, fax machines, fittings, floor coverings, freezers, furnaces, furnishings, furniture, glasses, goods, hardware, heaters, humidifiers, incinerators, kitchen equipment and appliances, lights and lighting, machinery, microphones, monitors, motors, ovens, pans, pipes, plates, plumbing, pots, printers, pumps, radiators, ranges, refrigerators, risers, screens, security systems, shades, shelving, silverware, sound systems, speakers, sprinklers, stools, stoves, tile and floor coverings, tables, telephones, tools, ventilators, wall coverings, windows, window coverings, wiring, and all renewals or replacements thereof or articles in substitution therefor, owned by any Debtor and now or hereafter used for similar purposes in or in connection with the Real Property, all appliances, all shelving and storage apparatus, all construction goods and materials whether or not the same have been incorporated into the buildings or improvements thereon, and all tools, supplies and equipment used in connection with construction, repair, maintenance, janitorial or groundskeeping services thereon or therefor;

(f) All right to take any action or file any papers or process in any court of competent jurisdiction, which may in the opinion of Secured Party be necessary to preserve, protect, or enforce the rights or claims of any Debtor in and to the Real Property or the personal property or both, including the filing of any proof of claim in any insolvency proceeding under any state, federal or other laws and any rights, claims or awards accruing to or to be paid to any Debtor; and all books, records, computer records, electronic data, reports, tests, surveys, plans, specifications, permits, conditional use permits, licenses, computer disks, ledger cards, programs and other computer materials, customer and supplier lists, invoices, orders and documents of any kind or nature relating to the foregoing or the development or operation thereof;

Debtors: Third Creek, L.L.C.
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Secured Party: Wells Fargo Bank, National Association

(g) All leases, subleases, lettings and licenses of the Real Property or any part thereof now or hereafter entered into, and all amendments, modifications, extensions, renewals and restatements thereof, and all right, title and interest of Debtors thereunder, including cash and securities deposited thereunder (as down payments, security deposits or otherwise), the right to receive and collect the rents, expense reimbursements, security deposits, income, proceeds, earnings, royalties, revenues, issues and profits payable thereunder and the rights to enforce, whether at law or in equity or by any other means, all provisions thereof and the right to apply the same to the payment and performance of the Secured Obligations, as defined the Future Advance Mortgage with Absolute Assignment of Leases and Rents, Security Agreement and Fixture Filing between Debtors and Secured Party (the "Mortgage");

(h) All accessions to any of the foregoing and all substitutions, renewals, improvements and replacements of and additions thereto; all after-acquired property of the nature described above; all products and proceeds of any of the foregoing, including, without limitation, insurance proceeds, whether cash or noncash, immediate or remote, including without limitation, all income, accounts, contract rights, general intangibles, chattel paper, notes, drafts, acceptances, instruments and other rights to the payment of money arising out of the sale, rental, lease, exchange, or other disposition of any of the foregoing items.

Legal Description of the Real Property

SEE EXHIBIT A

All the certain Real Property located in the County of Shelby, State of Alabama, described as follows:

Lots 1, 2 and 3, according to the Survey of Cypress Equities Addition to Hoover, as recorded in Map Book 31 page 79, in the Office of the Judge of Probate of Shelby County, Alabama; being situated in Shelby County, Alabama.

Assessor's Tax Account Number for the Property: 03-9-31-0-001-048.002
03-9-31-0-001-048.003
02-7-36-6-001-020-001

Property Address: _____

EXHIBIT A

Property Description

Lots 1, 2 and 3, according to the Survey of Cypress Equities Addition to Hoover, as recorded in Map Book 31 page 79, in the Office of the Judge of Probate of Shelby County, Alabama; being situated in Shelby County, Alabama.