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IMPORTANT — READ INSTRUCTIONS ON BACK BEFORE FILLING OUT FORM — DO NOT DETACH STUB

20050107000009760 Pg 1/5 34.00
Shelby Cnty Judge of Probate, AL
01/07/2005 11:57:00 FILED/CERTIFIED

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Marjorie O. Dabbs, Esq. (205)824-8248	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Marjorie O. Dabbs, Esq. King, Drummond & Dabbs, P.C. 100 Centerview Drive, Suite 180 Birmingham, Alabama 35216	

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 OR PELHAM Q, L.L.C.				
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 819 Mimosa Park Road		CITY Tuscaloosa	STATE AL	POSTAL CODE 35405
1d. <u>SEE INSTRUCTIONS</u>		1e. TYPE OF ORGANIZATION limited liability company		1f. JURISDICTION OF ORGANIZATION Alabama
ADD'L INFO RE ORGANIZATION DEBTOR		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 PELHAM SP, LLC				
2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS 819 Mimosa Park Road		CITY Tuscaloosa	STATE AL	POSTAL CODE 35405
2d. <u>SEE INSTRUCTIONS</u>		2e. TYPE OF ORGANIZATION limited liability company		2f. JURISDICTION OF ORGANIZATION Alabama
ADD'L INFO RE ORGANIZATION DEBTOR		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 OR BANCORPSOUTH BANK ATTN: Rebecca D. Shuler				
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS 4680 Highway 280 East		CITY Birmingham	STATE AL	POSTAL CODE 35242
				COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

All of the equipment, fixtures, contract rights, general intangibles and tangible personal property of every nature now owned or hereafter acquired by Debtor relating to the real property described on Exhibit A attached hereto and located thereon and all additions, replacements, and proceeds thereof and all other property set forth on Schedule A attached hereto relating to the real property described on Exhibit A and located thereon.

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) (ADDITIONAL FEE) (optional).		☐ All Debtors		☐ Debtor 1	☐ Debtor 2
8. OPTIONAL FILER REFERENCE DATA							

Judge of Probate of Shelby County, Alabama

FILING OFFICER COPY

UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

REORDER FROM
Registré, Inc.
514 PIERCE ST.
P.O. BOX 218
ANOKA, MN. 55303
(763) 421-1713

NATIONAL UCC FINANCING STATEMENT ADDENDUM (FORM UCC1Ad) (REV. 05/22/02)

IMPORTANT — READ INSTRUCTIONS ON BACK BEFORE FILLING OUT FORM — DO NOT DETACH STUB

48325

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

PELHAM Q, 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

11a. ORGANIZATION'S NAME

OR

11b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11d. SEE INSTRUCTIONSADD'L INFO RE
ORGANIZATION
DEBTOR

11e. TYPE OF ORGANIZATION

11f. JURISDICTION OF ORGANIZATION

11g. ORGANIZATIONAL ID #, if any

☐ NONE12. ☐ 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 Exhibit A attached hereto.

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):

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 Estate18. 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"

PARCEL ONE

Lot 1, according to the Survey of Sonny's Bar-B-Q, as recorded in Map Book 23, Page 123, in the Probate Office of Shelby County, Alabama.

Also described as:

A parcel of land located in the North half of the Southwest Quarter of Section 31, Township 19 South, Range 2 West, more particularly described as follows:

Commence at the Northeast corner of the Southwest Quarter of the Northwest Quarter of said Section 31; thence in an Easterly direction a distance of 452.73 feet; thence 86 degrees, 31 minutes, 40 seconds right, in a Southerly direction, a distance of 1321.78 feet; thence 47 degrees, 06 minutes right in a Southwesterly direction a distance of 250.20 feet to a point, said point being in the approximate center line of an existing road; thence 79 degrees, 55 minutes, 15 seconds right In a Northwesterly direction along said approximate centerline, a distance of 149.66 feet to the beginning of a curve to the left, having a radius of 113.67 feet and a central angle of 66 degrees, 50 minutes; thence Southwesterly along said curve and approximate center line, a distance of 132.59 feet to end of said curve; thence in a Southwesterly direction along a line tangent to said curve, a distance of 85.50 feet to a point on the Easterly R/W line of now existing Highway 31 South, said point being on a curve having a radius of 2010.08 feet and subtended by a chord length of 868.19 feet, and from last described course, turn an angle of 67 degrees, 46 minutes, 46 seconds left to said chord; thence in a Southerly direction along said curve and EJW line a distance of 875.07 feet to the point of Spiral to Curve of said R/W; thence from last described chord, turn 15 degrees, 07 minutes, 04 seconds right to chord of said Spiral; thence in a Southerly direction along said Spiral and R/W line a distance of 257.84 feet to the Point of Beginning; thence continue along the last described course and said road right of way for 49.81 feet; thence turn 1 degree, 31 minutes, 12 seconds right for the chord of said curve and run Southwesterly for 143.58 feet; thence turn 90 degrees, 00 minutes, 00 seconds left and run Southeasterly for 46.10 feet; thence turn 41 degrees, 55 minutes, 00 seconds left and run Northeasterly 345.85 feet; thence 81 degrees, 56 minutes 01 seconds left and run Northwesterly for 176.47 feet; thence turn 98 degrees, 03 minutes, 56 seconds left and run Southwesterly for 275.74 feet to the Point of Beginning.

Together with Storm Water easement obtained in Instrument 1998-09904.

PARCEL TWO

Lot 2, according to the Survey of Sonny's Bar B-Q, as recorded in Map Book 23, Page 123, in the Office of the Probate Judge of Shelby County, Alabama.

Also described as:

A parcel of land located in the North half of the Southwest Quarter of Section 31, Township 19 South, Range 2 West, more particularly described as follows:

Commence at the Northeast corner of the Southwest Quarter of the Northwest Quarter of said Section 31; thence in an Easterly direction a distance of 452.73 feet; thence $86^{\circ}31'40''$ right, in a Southerly direction a distance of 1321.78 feet; thence $47^{\circ}06'$ right in a Southwesterly direction a distance of 250.20 feet to a point being in the approximate center line of an existing road; thence $79^{\circ}55'15''$ right, in a Northwesterly direction along said approximate center line a distance of 149.66 feet to the beginning of a curve to the left having a radius of 113.67 feet and a central angle of $66^{\circ}50'$; thence Southwesterly along said curve and approximate center line a distance of 132.59 feet to end of said curve; thence in a Southwesterly direction along a line tangent to said curve a distance of 85.50 feet to a point on the Easterly R/W line of now existing Highway 31 South, said point being on a curve having a radius of 2010.08 feet and subtended by a chord length of 868.19 feet, and from last described course, turn an angle of $67^{\circ}46'48''$ left to said chord; thence in a Southerly direction along said curve and R/W line, a distance of 875.07 feet to the point of spiral to curve of said R/W; thence from the last described chord, turn $15^{\circ}07'04''$ right to chord of said spiral; thence in a Southerly direction along said spiral and R/W line a distance of 190.93 feet to the point of beginning; thence continue along the last described course and said R/W line for 66.91 feet; thence turn $131^{\circ}38'22''$ left from the chord of said curve and run Northwesterly for 275.74 feet; thence turn $98^{\circ}03'56''$ right and run Southeasterly for 176.47 feet; thence turn $98^{\circ}03'59''$ left and run Northeasterly for 32.98 feet; thence turn $8^{\circ}03'30''$ right and run Northeasterly for 137.37 feet; thence turn $89^{\circ}59'31''$ left and run Northwesterly for 225.00 feet; thence turn $80^{\circ}08'10''$ left and run Southwesterly for 153.19 feet; thence turn $07^{\circ}55'47''$ left and run Southwesterly for 255.35 feet to the point of beginning.

SCHEDULE A

All interest of Debtor in the personal property of any kind or nature whatsoever, whether tangible or intangible, whether or not any of such personal property is now or becomes a "fixture" or attached to the real estate described in Exhibit A, which is used or will be used in the construction of, or is or will be placed upon, or is derived from or used in connection with, the maintenance, use, occupancy or enjoyment of the said real estate and any improvements located thereon, including, without limitation, all accounts, documents, instruments, chattel paper (including electronic chattel paper and tangible chattel paper), general intangibles (including payment intangibles and software), goods (including consumer goods, inventory, equipment, and farm products), letter-of-credit rights and deposit accounts (as those terms are defined in the Uniform Commercial Code as now adopted or amended from time to time in the State), all plans and specifications, contracts and subcontracts for the construction, reconstruction or repair of the improvements located on said real estate, bonds, permits, licenses, guarantees, warranties, causes of action, judgments, claims, profits, rents, security deposits, utility deposits, refunds of fees or deposits paid to any governmental authority, letters of credit, policies and proceeds of insurance, any award of payment or compensation payable on account of any condemnation or other taking for public or private use of the said real estate or any improvements located thereon, together with all present and future attachments, accretions, accessions, replacements and additions thereto and products and proceeds thereof.

All leases, license agreements and other occupancy or use agreements (whether oral or written), now or hereafter existing, which cover or relate to all or any portion of the said real estate, together with all options therefor, amendments thereto and renewals, modifications and guarantees thereof, and all rents, royalties, issues, profits, revenue, income and other benefits of the said real estate and improvements thereon arising from the use or enjoyment thereof or from any leases, including, without limitation, cash or securities deposited thereunder to secure performance by the tenants of their obligations thereunder, whether said cash or securities are to be held until the expiration of the terms of the said leases or applied to one or more of the installments of rent coming due.

All profits and sales proceeds, including, without limitation, earnest money and other deposits, now or hereafter becoming due by virtue of any contract or contracts for the sale of any interest of Debtor in the said real estate or improvements located thereon; and

All proceeds (including claims thereto or demands therefor) of the conversion, voluntary or involuntary, permitted or otherwise, of any of the foregoing into cash or liquidated claims.