

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]	
ESTHER MOSZKOWICZ	404 377 5700
B. SEND ACKNOWLEDGMENT TO: (Name and Address)	
ATTN: ESTHER MOSZKOWICZ, LEGAL DEPT.	
HUDDLE HOUSE, INC.	
2969 E. PONCE DE LEON AVE.	
DECATUR, GA 30030 9900	

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				
TIDE FOODS, INC.				
OR	1b. INDIVIDUAL'S LAST NAME			
1c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
40930 U.S. HIGHWAY 280 BYPASS		SYLACAUGA	AL	35150
1d. TAX ID #: SSN OR EIN		1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any
ADD'L INFO RE ORGANIZATION DEBTOR		CORPORATION	ALABAMA	<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			
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2d. TAX ID #: SSN OR EIN		2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any
ADD'L INFO RE ORGANIZATION DEBTOR				<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				
HUDDLE HOUSE, INC.				
OR	3b. INDIVIDUAL'S LAST NAME			
3c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2969 E. PONCE DE LEON AVE.		DECATUR	GA	30030

4. This FINANCING STATEMENT covers the following collateral:

ALL PROPERTY MORE PARTICULARLY SET FORTH ON EXHIBIT "B"
ATTACHED HERETO LOCATED ON REAL PROPERTY MORE PARTICULARLY
DESCRIBED ON EXHIBIT "A" ATTACHED HERETO.

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						
Unit 521 - Chelsea, AL - County filing						

EXHIBIT "A"

The space shown and designated as "Huddle House" on the Site Plan drwaing attached hereto and made a part hereof as Exhibit "A-1", being located on a portion of the following described tract of land:

Lot 2, according to the survey of The Shoppes at the Corners, Phase 2, as recorded in map Book 26, page 89, in the Probate Office of Shelby County, Alabama; beging situated in Shelby county, Alabama.

EXHIBIT "B"

Debtor: **TIDE FOODS, INC.**

Secured Party: **HUDDLE HOUSE, INC.**

Description of Collateral:

All the following property of Debtor, whether now owned or hereafter acquired or arising, wherever located:

1. all rights of the Debtor to payment for goods sold or leased, or to be sold or to be leased, or for services rendered, without limitation, all accounts, receivables, instruments, chattel paper and general intangibles, all returned or repossessed goods and all books, records, computer tapes, programs, and ledger books arising therefrom or related thereto, whether now owned or hereafter acquired or arising; and
2. all inventory of the Debtor, including, without limitation, all goods of the Debtor held for sale or lease or furnished or to be furnished under contracts of service, all goods held for display or demonstration, goods on lease or consignment, returned or repossessed goods, all raw materials, work-in-process, finished goods and supplies used or consumed in the Debtor's business, together with all documents, documents of title, dock warrants, dock receipts, warehouse receipts, bills of lading or orders for the delivery of all, or any portion, of the foregoing; and
3. all equipment of the Debtor, including, without limitation, all machinery, furniture furnishings, leasehold improvements, trade fixtures, appliances, signs, sign frames, sign poles, sign lighting equipment and other equipment used or useful in the Debtor's business; and
4. all general intangibles of the Debtor, including, without limitation, all copyrights, royalties, trademarks, trade names, service marks, patent and proprietary rights, blueprints, drawings, designs, trade secrets, plans, diagrams, schematics and assembly and display materials relating thereto and all customer lists; and
5. all products and/or proceeds of any of the foregoing, including, without limitation, insurance proceeds.

Proceeds of the above described property include, without limitation and to the extent not described above, the following types of property acquired with cash proceeds: accounts, chattel paper, general intangibles, documents, inventory, equipment, fixtures, farm products and consumer goods.

SOME OR ALL OF THE FOREGOING DESCRIBED COLLATERAL IS THE SUBJECT OF CERTAIN LICENSE AND LEASE AGREEMENTS BY AND BETWEEN HUDDLE HOUSE, INC. AS LESSOR AND TIDE FOODS, INC. AS LESSEE. AS TO THAT PROPERTY, THIS FILING IS MADE ONLY TO REFLECT THE COLLATERAL ASSIGNMENT TO HUDDLE HOUSE, INC., AS THE SECURED PARTY, OF THE INTEREST AS A LESSEE OR LICENSEE OF TIDE FOODS, INC. IN THAT PROPERTY.

DEBTOR

20050202000053040 Pg 4/4 32.00
Shelby Cnty Judge of Probate, AL
02/02/2005 13:49:00 FILED/CERTIFIED

TIDE FOODS, INC., an Alabama
corporation

BY: 
JOHN D. NORTON, President

(CORPORATE SEAL)

SECURED PARTY

HUDDLE HOUSE, INC.,
a Georgia corporation

BY: 
PHILIP M. GREIFELD, President

ATTEST: 
CLAUDIA KOEPPLE LEVITAS, Secretary

{CORPORATE SEAL}