

7. CHANGED (NEW) OR ADDED INFORMATION: 7. ORGANIZATION'S NAME OR 7. INDIVIDUAL'S LAST NAME FIRST NAME FIRST NAME MIDDLE NAME SUF C. MAILING ADDRESS OITY STATE POSTAL CODE COL T. TAX ID #: SSN OR EIN ADDL INFO RE 7e, TYPE OF ORGANIZATION ORGANIZATION ORGANIZATION DEBTOR S. AMENDMENT (COLLATERAL CHANGE); check only one box. Describe colleteral deleted or addrd. or give onlire restated collatoral description, or describe collatoral assigned. See Exhibit A & Exhibit B hereto incorporated herein by reference 9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debto adds colleteral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, chieck Neve and enter name of DEBTOR authorizing this Amendment. See Organization's NAME Compass Bank OR See INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUF	JCC FINANCING STATEN OLLOW INSTRUCTIONS (front and back					
B. SEAD ACKNOWLEDGMENT TO: (Name and Address) Compass Bank 4958 Valleydate Road Birmingham, Alabama 35242 THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY TO THE PROMORES STATEMENT FILE? 10. The Filing OFFICE USE ONLY THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY TO THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY TO THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY THE ABOVE SPACE IS FOR FILING OFFI		LER [optional]				
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In This FINANCING STATEMENT FILE # In This FINANCING STATEMENT AMEN In This Financing Statement identified above with respect to security intercet(s) of the Secured Party authorizing this Continuation Statement continuation for the sections page provide provided by application of the secured Party intercet (and statement of sessigner in item 7c; and along give name of sessigner in item 9. 5. AMENDMENT (FARTY INFORMATION): This Amendment attects Debtor or all Secured Party of record. Check only ago of these live boxes and provide appropriate information in item face a page or all many and advanced the secured Party of record. Check only ago of these live boxes 5. AMENDMENT (FARTY INFORMATION): This Amendment in item face or bit; sites give on the interface and or additional or all and o				THE ABOVE SPA	ACE IS FOR FILING OF	FEICE USE ONLY
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CONTINUATION: Efficiences of the Financing Statement identified above with respect to security intensit(s) of this Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable tax. ASSIGNMENT (full or parish): Since name of adsignor in filem 7 or 7½ and additions of assignor in form 7c; and also give name of assignor in filem 9. AMENDAYENT (PARTY INFORMATION): The Amendment affects Debtor or Secured Party of record. Check only ging of these two boses. Also check ago of the following three boxes and provided appropriate information in filems 8 of 80. AMENDAYENT (PARTY INFORMATION): The Amendment affects Debtor or Secured Party of record. Check only ging of these two boses. Also check ago of the following information information information information in filems 8 of 80. CONTRELL RECORD INFORMATION:					REAL ESTATE RE	ECORDS.
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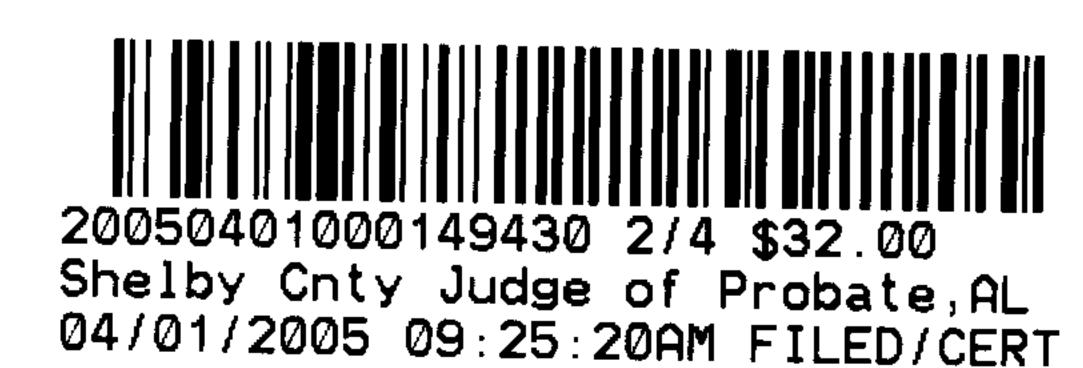


EXHIBIT A

DESCRIPTION OF REAL PROPERTY

The following described property situated in Shelby County, Alabama:

Commence at the NW corner of the SE 1/4 of the NE 1/4 of Section 5, Township 19
South, Range 1 West, and run South along the West line of said 1/4 1/4 Section and the
West line of the NE 1/4 of the SE 1/4 of said Section 5 for a distance of 1985.64 feet to
the point of beginning, from said point of beginning, continue South along the last
described course for a distance of 663.99 feet to the Southwest corner of the NE 1/4 of
the SE 1/4 of said Section 5; thence turn an angle to the right of 88 deg. 57 min. 23 sec.
and leaving said West line run in a Westerly direction for a distance of 643.12 feet, more
or less, to a point on the Easterly right of way line of U. S. Highway 280; thence turn an
angle to the right of 84 deg. 01 min. 27 sec. and run in a Northwesterly direction along
said right of way line for a distance of 668.57 feet; thence turn an angle to the right of 96
deg. 03 min. 33 sec. and leaving said right of way line run in an Easterly direction for a
distance of 724.82 feet to the point of beginning of the herein described parcel of land;
being struated in Shelby County, Alabama.

LESS AND EXCEPT:

A parcel of land situated in the East 1/2 of Section 5. Township 19 South, Range 1 West. Shelby County, Alabama, being more particularly described as follows: Commence at the NW corner of the SE 1/4 of the NE 1/4 of Section 5, Township 19 South, Range 1 West, and run South along the West line of said 1/4 1/4 Section of the West line of the NB 1/4 of the SE 1/4 of said Section 5 for a distance of 2649.63 feet to a polin, said point being the SW corner of the NE 1/4 of the SE 1/4 of said Section 5: thence turn an angle to the right of 88 deg. 57 mln. 23 sec. and leaving sald West line run in a Westerly direction, a distance of 333.31 feet to a point; thence rum an angle to the right of 84 deg. 01 mln. 27 sec. and run in a Northwesterly direction, a distance of 93.00 feet to a point of beginning of the parcel herein described; thence continue in the tame direction of the last described course, in a Northwesterly direction a distance of 520.00 feet to a point; thence turn an interior angle of 90 deg. 00 min. 00 sec. and run to the right in a Northeasterly direction a distance of 126.88 feet to a point; thence turn an Interior angle of 90 deg. 00 min. 00 sec. and run to the right in a Southeasterly direction a distance of 520.00 feet to a point; thence turn an interior angle of 90 deg. 00 min. 00 sec. and run to the right in a Southwesterly direction a distance of 126.88 feet to the point of beginning; being situated in Shelby County, Alabama.

> Alabama Sec. Of State

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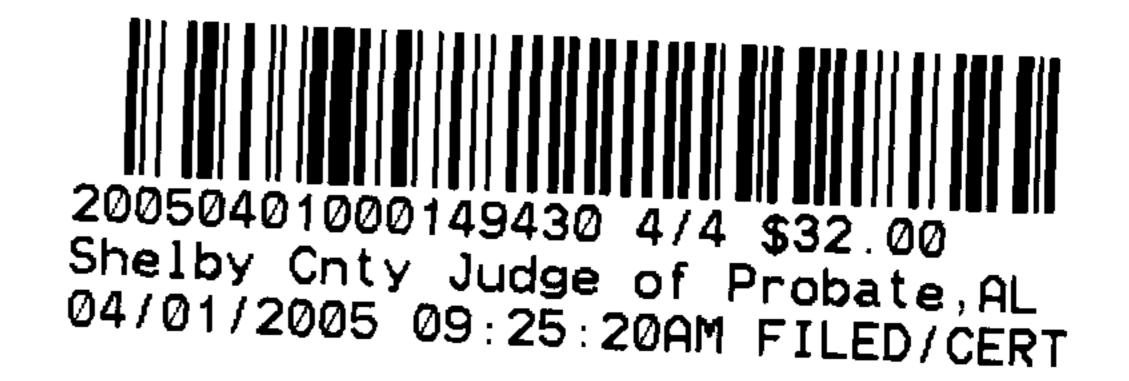
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EXHIBIT B DESCRIPTION OF COLLATERAL [SECRETARY OF STATE]

(a)	All buildings, structures, and improvements of every neture whatspever now or hereafter situated on the property described in Exhibit A to "Land"), and all fixtures, fittings, building materials, "Thachinely, equipment, furniture and furnishings and personal property of every nature whatsoever now or hereafter owned by the Debtor and used or intended to be used in connection with or with the operation of said property, buildings, structures or other improvements, including all extensions, additions, improvements, betterments, renewals, substitutions and replacements to any of the foregoing, whether such fixtures, fittings, building materials, machinery, againment, furniture, furnishings
	not and whether in storage or otherwise wheresoever the same may be located (the "Improvements");

- All accounts, general intangibles, contracts and contract rights relating (b) to the Land and Improvements, whether now owned or existing or hereafter created, acquired or arising, including without limitation, all construction contracts, architectural services contracts, management contracts, leasing agent contracts, purchase and sales 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 Land and Improvements;
- Together with all easements, rights of way, gores of land, streets, ways, (c) alleys, passages, sewer rights, waters, water courses, water rights and powers, and all estates, leases, rights, titles, interest, privileges, liberties, tenements, hereditaments, and appurtenances whatsoever, in any way belonging, relating or appertaining to any of the property hereinabove described, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now or hereafter acquired by the Debtor, and the reversion and reversions, remainder and remainders, rents, issues, profits thereof, and all the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of the Debtor of, in and to the same, including but not limited to:
 - All rents, royalties, profits, issues and revenues of the Land and (i) the Improvements from time to time accruing, whether under leases or tenancies now existing or hereafter created; and
 - All judgments, awards of damages and settlements hereafter made resulting from condemnation proceedings or the taking of the Land and Improvements or any part thereof under the power



of eminent domain, or for any damage (whether caused by such taking or otherwise) to the Land and the Improvements thereon or any part thereof, or to any rights appurtenant thereto, including any award for change of grade or streets.

(d) All cash and non-cash proceeds and all products of any of the foregoing items or types of property described in (a), (b) or (c) above, including, but not limited to, all insurance, contract and tort proceeds and claims, and including all inventory, accounts, chattel paper, documents, instruments, equipment, fixtures, consumer goods and general intangibles acquired with cash proceeds of any of the foregoing items or types of property described in (a), (b) or (c) above.

Debtor hereby grants Secured Party a security interest in the foregoing.

Record Owner of Real Estate: Debtor.

Alabama Sec. Of State

B 2000-15854 FS Date 4/20/2000 Time 11:12 AM

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\$15.00

