

20051102000568880 1/4 \$32.00
Shelby Cnty Judge of Probate, AL
11/02/2005 08:11:40AM FILED/CERT

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] DON DOUGLAS RAMSAY, ESQUIRE (727) 898-9011
B. SEND ACKNOWLEDGMENT TO: (Name and Address) DON DOUGLAS RAMSAY, ESQUIRE Powell, Carney, Gross, Maller & Ramsay, P.A. 1 PROGRESS PLZ STE 1210 SAINT PETERSBURG FL 33701-4335

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 CHELSEA CORNERS, LLC, an Alabama limited liability company				
OR				
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 421 Office Park Drive		CITY Birmingham	STATE AL	POSTAL CODE 35223
1d. TAX ID #: SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION limited liability company	1f. JURISDICTION OF ORGANIZATION Alabama
			1g. ORGANIZATIONAL ID #, if any	<input 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, an Alabama state chartered bank				
OR				
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS 13535 Feather Sound Drive, Suite 610		CITY Clearwater	STATE FL	POSTAL CODE 33762
				COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

See Schedule 1 attached hereto and made a part hereof for a description of the property covered hereby some of which may be or may become fixtures on the Real Estate described on Exhibit A attached hereto, of which the Debtor is the record owner.

Filed as additional security for Mortgage recorded of even date, on which tax has been paid.

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	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional]		All Debtors		Debtor 1	Debtor 2
8. OPTIONAL FILER REFERENCE DATA 1072-87/DOC.UCC County.pdf TO BE RECORDED IN THE PUBLIC RECORDS OF SHELBY COUNTY, AL						



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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	CHELSEA CORNERS, LLC		
OR	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

11a. ORGANIZATION'S NAME				
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS	CITY		STATE	POSTAL CODE
11d. TAX ID #: SSN OR EIN		11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
ADD'L INFO RE ORGANIZATION DEBTOR				<input type="checkbox"/> NONE

12. ☐ 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:

See Exhibit "B" attached hereto

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 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


SCHEDULE I to UCC-1

Hereinafter said real estate, buildings, improvements (including improvements to be made hereafter), and fixtures hereinbelow described and located on said real estate, described on Exhibit "A" attached hereto and made a part hereof, are sometimes collectively referred to as the "Premises".

TOGETHER with all of Debtor's gas and electrical fixtures, heaters, space heaters, engines and machinery, boilers, ranges, elevators and motors, bathtubs, sinks, water closets, basins, pipes, faucets and other air conditioning, plumbing and heating fixtures, drapes, mirrors, mantles, refrigerating plants, dishwashers and appurtenances, and all building material and equipment now or hereafter delivered to the Premises and intended to be installed therein; such other goods, furnishings, equipment now or hereafter delivered to the Premises and intended to be installed therein; such other furniture, fixtures, goods, equipment, chattels and personal property as are usually furnished by landlords in the letting of all or any portion of the Premises of the character currently owned by Debtor (or as hereafter improved) and all renewals or replacements thereof or articles in substitution thereof and all of the estate, right, title and interest of the Debtor in and to all property of any nature whatsoever, now or hereafter situated on the Premises or intended to be used in connection with the operation thereof, all of which shall be deemed to be fixtures and an accession to the freehold and a part of the realty as between the parties hereto and all persons claiming by, through or under them and shall be deemed to be a portion of the security for the indebtedness herein mentioned and secured by this UCC-1 financing statement.

TOGETHER with all and singular the rights, interests and appurtenances whatsoever, in any way belonging, relating or appertaining to any of the Premises hereinabove mentioned or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or hereafter acquired by the Debtor, including but not limited to, all of Debtor's sewer capacity rights, all other capacity rights, and Debtor's rights under contracts, all building permits, D.O.T. driveway permits, and other permits, agreements, approvals, utility commitments, licenses and all other documents, payments, fees, impact fees, prepaid tap fees, commitment fees, deposits and sums paid affecting the Premises, and all rents, accounts and accounts receivable, profits, issues, revenues of the Premises from time to time accruing, whether under leases or tenancies or other agreements now existing or hereafter created, including the Collateral Assignment of Leases, Rents and Contract Rights of even date herewith between Debtor and Secured Party (hereinafter the "Lease Assignment"), reserving only the right to the Debtor to collect the same so long as the Debtor is not in default hereunder (subject to the qualification set forth in the Lease Assignment) and so long as the same are not subjected to garnishment, levy, attachment or lien, and all present and future profits and income, under purchase and sale agreements now existing or hereafter created, including the Collateral Assignment of Purchase and Sale Agreement of even date herewith between Debtor and Secured Party. In addition, the Debtor hereby assigns, transfers and conveys to Secured Party, its successors and assigns, all of the Debtor's right, title and interest in, to and under all leases now or hereafter leasing or affecting the Premises or any part hereof.

EXHIBIT "A"
LEGAL DESCRIPTION


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PARCEL 1:

A parcel of land situated in the East one-half of Section 27, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northeast corner of said Section 27; thence run in a Westerly direction along the North line for a distance of 1438.65 feet; thence turn a deflection angle of $88^{\circ} 10' 58''$ to the left and run in a Southerly direction for a distance of 1400.74 feet; thence turn a deflection angle of $47^{\circ} 38' 25''$ to the right and run in a Southwesterly direction for a distance of 1180.00 feet; thence turn a deflection angle of $50^{\circ} 26' 45''$ to the left and run in a Southerly direction for a distance of 477.97 feet; thence turn a deflection angle of $08^{\circ} 14' 56''$ to the right and run in a Southwesterly direction for a distance of 210.49 feet to a point on the Northernmost right of way of Old U.S. Highway 280 and a point on a curve to the right, said curve having a radius of 2023.88 feet, a central angle of $04^{\circ} 03' 21''$, a deflection angle of $85^{\circ} 26' 32''$ to the left to chord for a chord distance of 143.23 feet; thence run along arc of said curve and along said right of way for a distance of 143.26 feet; thence turn a deflection angle of $02^{\circ} 16' 34''$ to the right from chord and run in a Southeasterly direction along said right of way for a distance of 224.58 feet to the POINT OF BEGINNING and the POINT OF COMMENCEMENT of a non-tangent curve to the right, said curve also being on the Southeasterly right of way of Chesser Plantation Lane, said curve having a radius of 370.00 feet, a central angle of $54^{\circ} 12' 34''$, a deflection angle of $52^{\circ} 21' 39''$ to the left to chord for a distance of 337.16 feet; thence run along arc of said curve and along said right of way for a distance of 350.07 feet; thence turn a deflection angle of $27^{\circ} 06' 17''$ to the right from chord and run in a Northeasterly direction along said right of way for a distance of 86.41 feet to the point of commencement of a curve to the left, said curve having a radius of 280.00 feet, a central angle of $09^{\circ} 11' 49''$, a chord distance of 44.90 feet; thence run along arc of said curve for a distance of 44.95 feet; thence turn a deflection angle of $109^{\circ} 25' 16''$ to the right from chord and run in a Southerly direction for a distance of 34.89 feet; thence $78^{\circ} 37' 46''$ left in a Southeasterly direction a distance of 50.00 feet to the P.C. of a curve to the left concave Northwesterly with a radius of 87.96 feet and a central angle of $64^{\circ} 49' 09''$ measured ($65^{\circ} 11' 17''$ Description); thence run Easterly and Northeasterly along the arc of said curve a distance of 99.51 feet; thence continue Northeasterly tangent to said curve a distance of 89.15 feet (Measured) (89.12 Description) to the North line of the Northwest quarter of the Southeast quarter of Section 27, Township 19 South, Range 1 West, Shelby County, Alabama; thence right $51^{\circ} 04' 37''$ Measured ($50^{\circ} 56' 37''$ Description) Easterly along said North line 49.94 feet measured (49.88 feet Description) to the Northeast corner of the Northwest quarter of the Southeast quarter of Section 27, Township 19 South, Range 1 West Description); thence right $91^{\circ} 46' 41''$ (Measured) Southerly along the quarter line (Description) 258.33 feet (Measured) (259.13 feet Description) to the Northwesterly right of way of U.S. Highway No. 280; thence right $66^{\circ} 16' 40''$ (Measured) ($66^{\circ} 22' 18''$ Description) Southwesterly along said right of way 311.81 feet; thence right $34^{\circ} 43' 40''$ Northwesterly along said right of way 195.02 feet; thence right $0^{\circ} 01' 46''$ Northwesterly along the Northwesterly right of way line of Old U.S. Highway 280 as shown on Map Book 31 page 21-A in the Office of the Judge of Probate in Shelby County, Alabama 145.91 feet to the point of beginning.