

20060407000163260 1/2 \$28.00
 Shelby Cnty Judge of Probate, AL
 04/07/2006 03:53:16PM FILED/CERT

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
 Danee Costa 205/879-6996

B. SEND ACKNOWLEDGMENT TO: (Name and Address)
 Byars and Company, Inc.
 P.O. Box 530310
 Birmingham, AL 35253

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
 Helena Marketplace, LLC

OR

1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 2100 Riverchase Center Ste. 230A Birmingham AL 35244

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 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

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 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
 Jefferson Pilot Financial Insurance Co.

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 P.O. Box 20407 Greensboro NC 27420

4. This FINANCING STATEMENT covers the following collateral:

The purpose of this filing is to continue perfection of a Security Interest in Collateral as to which the last filing was more than 5 years prior to this date as per Commercial Code 7-9-402 (6) - Real Estate Mortgage Filing.

The original filing, File 1998-50564 was filed on 12/18/98 as additional collateral to a mortgage of even date with a maturity beyond five years.

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. 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

Byars Loan #922199

STATE OF ALABAMA UNIFORM COMMERCIAL CODE - FINANCING STATEMENT
FORM UCC-1 ALA.

REORDER FROM
Registre, Inc.
514 PIERCE ST.
P.O. BOX 218
ANOKA, MN. 55303
(612) 421-1713

Important: Read Instructions on Back Before Filling out Form.

58432

The Debtor is a transmitting utility as defined in ALA CODE 7-9-105(n).

No. of Additional Sheets Presented: **4**

This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.

1. Return copy or recorded original to:

**R. Russell Berry, Esq.
Womble Carlyle Sandridge & Rice, PLLC
One Atlantic Center, SUITE 3100
1201 W. Peachtree Street
Atlanta, Georgia 30309**

Pre-paid Acct. # _____

2. Name and Address of Debtor (Last Name First if a Person)

**Helena Marketplace, L.L.C.
2100 Riverchase Center
Suite 230A
Birmingham, Alabama 35244**

Social Security/Tax ID # _____

2A. Name and Address of Debtor (IF ANY) (Last Name First if a Person)

Social Security/Tax ID # _____

Additional debtors on attached UCC-E

3. NAME AND ADDRESS OF SECURED PARTY (Last Name First if a Person)

**Jefferson Pilot Financial Insurance Company
P.O. Box 20407
Greensboro, North Carolina 27420**

Social Security/Tax ID # _____

Additional secured parties on attached UCC-E

5. The Financing Statement Covers the Following Types (or items) of Property:

The property covered by this financing statement is described on Exhibit "B" attached hereto and incorporated herein by this reference. The land involved is described on Exhibit "A" attached hereto and incorporated herein by this reference.

5A. Enter Code(s) From Back of Form That Best Describes The Collateral Covered By This Filing:

0 0 0
1 0 0
2 0 0
3 0 0
5 0 0
7 0 0

Check X if covered: Products of Collateral are also covered.

6. This statement is filed without the debtor's signature to perfect a security interest in collateral (check X, if so)

- already subject to a security interest in another jurisdiction when it was brought into this state.
- already subject to a security interest in another jurisdiction when debtor's location changed to this state.
- which is proceeds of the original collateral described above in which a security interest is perfected.
- acquired after a change of name, identity or corporate structure of debtor
- as to which the filing has lapsed.

7. Complete only when filing with the Judge of Probate:

The initial indebtedness secured by this financing statement is \$ **3,840,000.00**

Mortgage tax due (15¢ per \$100.00 or fraction thereof) **paid with mortgage**

8. This financing statement covers timber to be cut, crops, or fixtures and is to be cross indexed in the real estate mortgage records (Describe real estate and if debtor does not have an interest of record, give name of record owner in Box 5)

Signature(s) of Secured Party(ies)
(Required only if filed without debtor's Signature - see Box 6)

See Attached Signature Page
Signature(s) of Debtor(s)

Signature(s) of Debtor(s)

Type Name of Individual or Business

Signature(s) of Secured Party(ies) or Assignee

Signature(s) of Secured Party(ies) or Assignee

Type Name of Individual or Business

THIS SPACE FOR USE OF FILING OFFICER
Date, Time, Number & Filing Office

Inst # 1998-50564
12/16/1998-50564
01:11 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 CCM 19.00



20060407000163260 2/2 \$28.00
Shelby Cnty Judge of Probate, AL
04/07/2006 03:53:16PM FILED/CERT

FILED WITH:

Judge of Probate of Shelby County, Alabama

4. ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)