

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

20060524000246110 1/3 \$30.00
Shelby Cnty Judge of Probate, AL
05/24/2006 12:14:26PM FILED/CERT

A. NAME & PHONE OF CONTACT AT FILER [optional]
Timothy Horan, Jr. (713) 425-3246

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**Timothy Horan, Jr.
Franklin, Cardwell & Jones
1001 McKinney, 18th Floor
Houston, TX 77002**

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
CHRISTIAN BROTHERS AUTOMOTIVE CORPORATION

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
15995 North Barkers Landing, Suite 145 Houston TX 77079 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
corporation State of Texas TX- 601569-00 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. SEE INSTRUCTIONS 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
TEXAS STATE BANK

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
Five Riverway Houston TX 77056 USA

4. This FINANCING STATEMENT covers the following collateral:

SEE SCHEDULE I ATTACHED HERETO AND MADE A PART HEREOF FOR ALL PURPOSES.

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

Shelby County, Alabama

File in 7-16-06

Debtor: **CHRISTIAN BROTHERS AUTOMOTIVE CORPORATION**

Secured Party: **TEXAS STATE BANK**



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SCHEDULE I
to
UCC Financing Statement

(a) All estate, right, title, and interest of Debtor in and to that certain tract or parcel of land located in Shelby County, Alabama, described as follows (the "Land"):

Lot Thirteen A (13A), according to the map or survey of Amended Resurvey of Lot - 13 Southpark, as recorded in Map Book 32, Page 59 in the Probate Office of Shelby County, Alabama; and

(b) All buildings, structures and improvements of every nature whatsoever now or hereafter situated on the Land, and all furnishings, furniture, fixtures, machinery, equipment, appliances and personal property of every kind and nature whatsoever now or hereafter owned by Debtor and located in, on or about, or used or intended to be used with or in connection with the construction, use, operation or enjoyment of such buildings, structures and improvements upon the Land, including, without limitation, all gas and electric fixtures, radiators, heaters, engines and machinery, boilers, ranges, elevators and motors, plumbing and heating fixtures, carpeting and other floor coverings, water heaters, awnings and storm sashes, cleaning apparatus, and all other building materials and supplies of every kind now or hereafter placed or located on the Land, including all extensions, additions, improvements, betterments, renewals and replacements, substitutions, or proceeds from a permitted sale of any of the foregoing (collectively the "Improvements"), all of which are hereby declared and shall be deemed to be fixtures and accessions to the Land and a part of the Premises; and

(c) All easements, rights-of-way, strips and gores of land, vaults, streets, ways, alleys, passages, sewer rights, waters, water courses, water rights and powers, minerals, flowers, shrubs, crops, trees, timber and other emblements now or hereafter located on the Land or under or above the same or any part or parcel thereof, and all ground leases, estates, rights, titles, interests, privileges, liberties, tenements, hereditaments and appurtenances, reversions, and remainders whatsoever, in any way belonging, relating or appertaining to the Premises or any part thereof, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or hereafter acquired by them; and

(d) All rents, issues, profits and revenues of the Premises from time to time accruing, including, without limitation, all sums due under any leases or tenancies, together with all proceeds of insurance, condemnation payments, security deposits and escrow funds, and all of the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of Debtor of, in and to the same; and

(e) To the fullest extent assignable (if assignable by law), any and all goodwill, business or operating licenses, certificates, permits and contracts now held or hereafter acquired relating to the operation of any businesses conducted at the location of the Land from time to

Debtor: **CHRISTIAN BROTHERS AUTOMOTIVE CORPORATION**

time (it being agreed that Debtor shall have no right to utilize any of them, whether or not transferable, at any location other than the Land); and

(f) All judgments, awards of damages, and settlements hereafter made resulting from condemnation proceedings or the taking of the Premises or any part thereof under the power of eminent domain, or for any damage (whether caused by such taking or otherwise) to the Premises or the improvements thereon or any part thereof, or to any rights appurtenant thereto, including any award for change of grade or streets; and

(g) All products and proceeds of the foregoing.



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