All Debtors

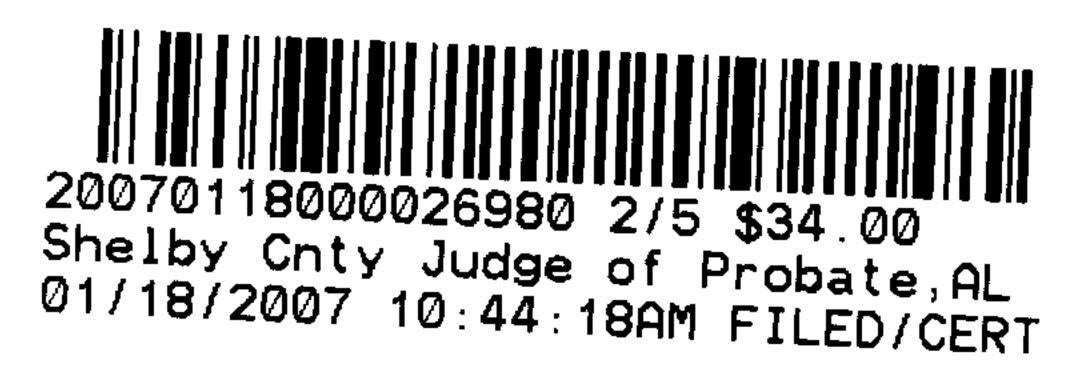
Debtor 1

UCC FINANCING S							
A. NAME & PHONE OF CON							
David H. Breland @ 2		•					
B. SEND ACKNOWLEDGME	·····	······································					
	1 1						
David H. Brelan	•		*				
Burr & Forman							
420 North 20th	Street						
Suite 3100	1 1	\					
Birmingham, Al	labama 35203	•					
				THE ABOVE	SPACE IS FO	R FILING OFFICE U	SEONLY
1. DEBTOR'S EXACT FUL		- insert only <u>one</u> debtor na	me (1a or 1b) - do not abbreviate	or combine names			
1a. ORGANIZATION'S NAMI							
Chelsea Park Home	,						SUFFIX
OR 1b. INDIVIDUAL'S LAST NAI	ME		FIRST NAME	FIRST NAME		MIDDLE NAME	
1c. MAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
3570 Grandview Parkv	vay; Suite 100	0	Birmingham		AL	35243	USA
4		e. TYPE OF ORGANIZAT	Į.	ORGANIZATION	1g. ORG	ANIZATIONAL ID #, if an	y
	ORGANIZATION Corporation		Alabama			√ NON	
2. ADDITIONAL DEBTOR'S	S EXACT FULL L	EGAL NAME - insert or	ily <u>one</u> debtor name (2a or 2b) - de	not abbreviate or comb	oine names		
2a. ORGANIZATION'S NAM							
Thornton Construct	•	y, Inc.					SUFFIX
2b. INDIVIDUAL'S LAST NAME		FIRST NAME	FIRST NAME		MIDDLE NAME		
2c MAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
3570 Grandview Par	rkway, Suite	100	Birmingham		AL	35243	USA
	į	e. TYPE OF ORGANIZAT	ION 2f. JURISDICTION OF	ORGANIZATION	2g. ORG	ANIZATIONAL ID #, if an	У
l l	ORGANIZATION DEBTOR	Corporation	Alabama		ļ		NON
3. SECURED PARTY'S N	IAME (or NAME of	TOTAL ASSIGNEE of AS	SIGNOR S/P) - insert only <u>one</u> sec	cured party name (3a or	3b)		
3a. ORGANIZATION'S NAM					<u> </u>		
Cadence Bank							
OR 3b. INDIVIDUAL'S LAST NAME		FIRST NAME	FIRST NAME		MIDDLE NAME		
3c. MAILING ADDRESS		<u></u>	CITY		STATE	POSTAL CODE	COUNTRY
One Chase Corpora	te Center; Su	ite 400	Birmingham		AL	35244	USA
4. This FINANCING STATEMEN	T covers the following	ng collateral:					
See Schedule A atta	ached hereto	for description of	Conateral.				
	. · · · · · · · · · · · · · · · · · · ·	•	41 N / 4 1 i	1 - 1 - 1 - 1 - 2 - 2 - 2 - 2 - 2 - 2 -	al la ana	h an which the	· · · · · · · · · · · · · · · · · · ·
-		in connection wi	th a Mortgage being fi	ied simulaneou	Siy nerewn	n, on which the a	appropriate
taxes have been pai	la.		200	000081101	au i	J *	
				· · · · · · · · · · · · · · · · · · ·			
5. ALTERNATIVE DESIGNATIO	N [if applicable]:	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/B	UYER AG. LIEN	NON-UCC FILIN

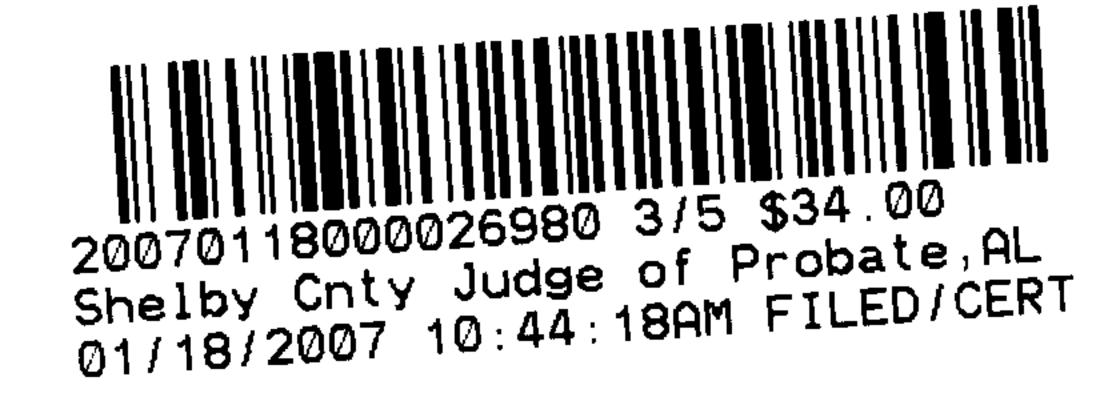
8. OPTIONAL FILER REFERENCE DATA

Shelby County, Alabama

6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) ESTATE RECORDS. Attach Addendum [if applicable] [ADDITIONAL FEE] [optional]



STATEME	NT ADDENDUM			Ø 1	/18/2007 10:44:18	BAM FILED/CER
	N KELATED FINANCING STA					
	FIRST NAME	MIDDLE NAME, SUFFIX				
	LEGAL NAME - insert only <u>one</u> n	ame (11a or 11b) - do not abbrev			S FOR FILING OFFICE	EUSEONLY
	T					
	pany, inc.	FIRST NAME		MIDDLE NAME		SUFFIX
		CITY	······································	STATE	POSTAL CODE	COUNTRY
rkway; Suite	100	Birmingham		AL	35243	USA
		11f. JURISDICTION OF ORGAI Alabama	NIZATION	11g. OR(SANIZATIONAL ID #, if any	NONE
ME	S or ASSIGNOR S/P'S			MIDDLE	NAME	SUFFIX
AL-ZIAILE.						
		CITY		STATE	POSTAL CODE	COUNTRY
fixture filing.		16. Additional collateral descr	iption:			
	above-described real estate	Debtor is a Trust or	Trustee acting with re	spect to p	property held in trust or	Decedent's Estate
	Core (front and back) Core (1a or 1b) Of (1a	R'S EXACT FULL LEGAL NAME - insert only one name ME ruction Company, Inc. NAME rkway; Suite 100 ADD'L INFO RE ORGANIZATION ORGANIZATION Corporation URED PARTY'S or ASSIGNOR S/P'S ME NAME ENT covers timber to be cut or as-extracted fixture filing. hed hereto for description of real	(front and back) CAREFULLY OR (1a or 1b) ON RELATED FINANCING STATEMENT ### ### ### ### ### ### ### ### ### #	Interest Interest	Continue Continue	(find and back CAREFULLY OR (1a or 1b) ON RELATED FINANCING STATEMENT File MIDDLE NAME MIDDLE NAME SUFFIX THE ABOVE SPACE IS FOR FILING OFFICE R'S EXACT FULL LEGAL NAME - insex only gag name (file or 11b) - do not above into or combine names. ME PREST NAME MIDDLE NAME OITY STATE POSTAL CODE TRWay; Suite 100 Birmingham AL 35243 BORGANIZATION THE LYPEDED CHEGANIZATION THE JURISDCHOIN OF ORGANIZATION THE JURISDCHOIN ORGANIZATION THE JURISDCHOIN OF ORGANIZATION THE JURISDCHOIN O



SCHEDULE A

DESCRIPTION OF COLLATERAL

All of the following described land and interests in land, estates, easements, rights, improvements, personal property, fixtures, equipment, furniture, furnishings, appliances and appurtenances, including replacements and additions thereto (hereinafter referred to collectively as the "Mortgaged Property"):

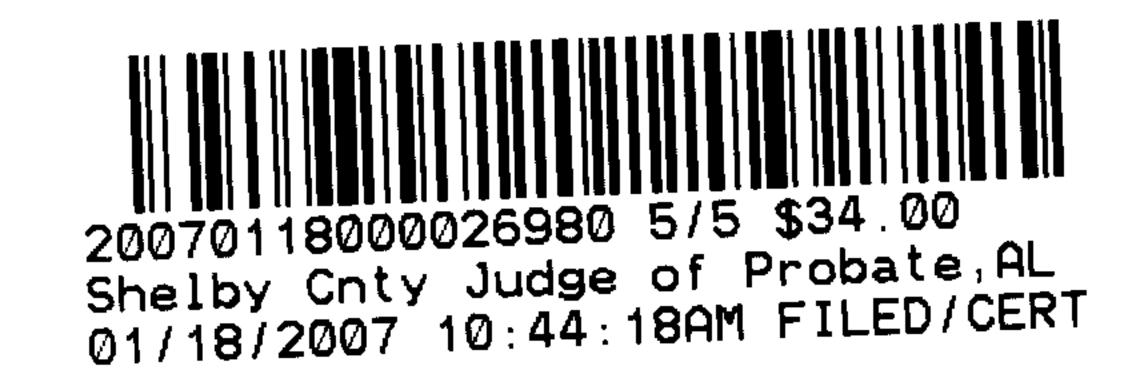
- (a) All those certain tracts, pieces or parcels of land, and interests in land, located in Bexar County, Texas, more particularly described in Exhibit A attached hereto and by this reference made a part hereof (the "Land");
- (b) All buildings, structures and improvements of every nature whatsoever now or hereafter situated on the Land, and 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, and cleaning apparatus which are or shall be attached to said buildings, structures or improvements, and all other furnishings, furniture, fixtures, machinery, equipment, appliances, vehicles 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 the Mortgaged Property, including all extensions, additions, improvements, betterments, renewals and replacements, substitutions, or proceeds from a permitted sale of any of the foregoing, and all building materials and supplies of every kind now or hereafter placed or located on the Land (collectively the "Improvements");
- (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 Mortgaged Property or any part thereof, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or hereafter acquired by Debtor;
- (d) All rents, issues, profits, revenues and proceeds from any sale or other disposition of the Mortgaged Property, or any part thereof, from time to time accruing (including without limitation all payments under leases, ground leases or tenancies, proceeds of insurance, condemnation payments, tenant 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) All leases (whether presently existing or hereafter made, whether written or verbal, and including any agreement for the letting of or for the use or occupancy of any part of the Mortgaged Property (collectively, the "Assigned Leases), including each modification, extension, renewal and guaranty thereof), rents, issues, profits, revenues and proceeds from any sale, lease or other disposition of the Mortgaged Property, or any part thereof, from time to time

accruing (including without limitation all payments under leases, ground leases or tenancies, proceeds of insurance, condemnation payments, tenant security deposits and escrow funds, and all claims and rights to the payment of money at any time arising in connection with any rejection or breach of any lease under Bankruptcy Law, including, without limitation, all the rents, issues, and profits now due and which may hereafter become due under or by virtue of the Assigned Leases (collectively, the "Rents"), together with all claims and rights to the payment of money at any time arising in connection with any rejection or breach of any of the Assigned Leases under Bankruptcy Law, including without limitation, all rights to recover damages arising out of such breach or rejection, all rights to charges payable by a tenant or trustee in respect of the leased premises following the entry of an order for relief under the Bankruptcy Law in respect of a tenant and all rentals and charges outstanding under the Assigned Lease as of the date of entry of such order for relief, 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.

200701180000026980 4/5 \$34.00 Shelby Cnty Judge of Probate, AL 01/18/2007 10:44:18AM FILED/CERT

1521672

EXHIBIT A



Legal Description

Lots 4-18 thru 4-24, inclusive, 4-26 thru 4-33, inclusive, 4-35 thru 4-37, inclusive, 4-40, 4-41, 4-69 thru 4-71, inclusive, 4-73, 4,74, 4-78 thru 4-82, inclusive, 4-85, 4-88 and 4-89, according to the Map and Survey of Chelsea Park, 4th Sector, as recorded in Map Book 34, Page 147 A & B, in the Office of the Judge of Probate of Shelby County, Alabama.