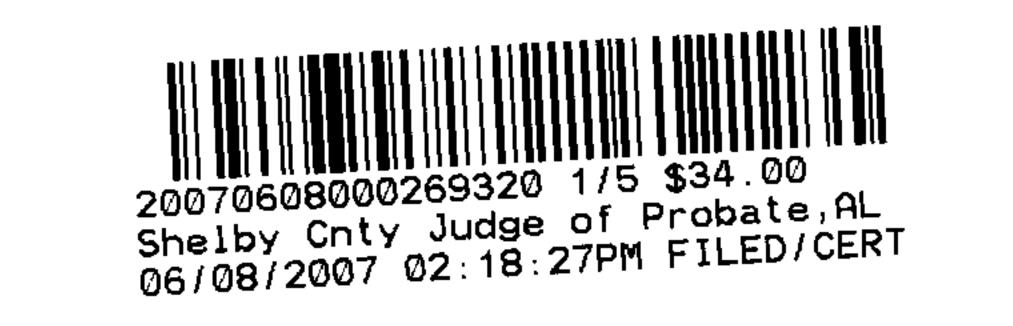
· —	 
	 -···•



	C FINANCING STATEMENT AMENDMEN LOW INSTRUCTIONS (front and back) CAREFULLY	T						
	NAME & PHONE OF CONTACT AT FILER [optional]							
В. :	SEND ACKNOWLEDGMENT TO: (Name and Address)							
:	John R. Schneider, Esquire							
-	Hunton & Williams LLP							
-	600 Peachtree Street, N.E., Suite 4100	•						
-	Atlanta, Georgia 30308-2216							
-			THE ABOVE SPA	CE IS FO	R FILING OFFICE USE C	DNLY		
1a. I	NITIAL FINANCING STATEMENT FILE # 2007010103000001460				FINANCING STATEMENT A e filed (for record) (or recorded AL ESTATE RECORDS.			
2.	TERMINATION: Effectiveness of the Financing Statement identified above is to	erminated with resp	ect to security interest(s) of the Sec			······		
3.	CONTINUATION: Effectiveness of the Financing Statement identified above	with respect to secu	rity interest(s) of the Secured Par	rty authoriz	ing this Continuation Statem	ent is		
4.	continued for the additional period provided by applicable law.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and add	Iress of assignee in	item 7c; and also give name of as	signor in ite	em 9.			
			d Party of record. Check only <u>one</u>					
, Г	Iso check one of the following three boxes and provide appropriate information in a CHANGE name and/or address: Give current record name in item 6a or 6b; also name (if name change) in item 7a or 7b and/or new address (if address change) in		DELETE name: Give record name	☐ Ā[	DD name: Complete item 7a o m 7c; also complete items 7d-	or 7b, and also		
6. 0	I name (if name change) in item 7a or 7b and/or new address (if address change) in URRENT RECORD INFORMATION:	item 7c.	o be deleted in item 6a or 6b.	ite	m /c; also complete items /d-	/g (it applicable).		
	6a. ORGANIZATION'S NAME		<u></u>	<del></del>				
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE	VAME	SUFFIX		
7. C	'. CHANGED (NEW) OR ADDED INFORMATION:    Ta. ORGANIZATION'S NAME							
0.0								
ÖR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE	NAME	SUFFIX		
7c.	MAILING ADDRESS	CITY		STATE	POSTAL CODE	COUNTRY		
7d.	TAX ID #: SSN OR EIN ADD'L INFO RE 7e. TYPE OF ORGANIZATION ORGANIZATION DEBTOR	7f. JURISDICTIC	N OF ORGANIZATION	7g. ORG/	ANIZATIONAL ID #, if any	NONE		
	MENDMENT (COLLATERAL CHANGE): check only one box.  Describe collateral deleted or added, or give entire restated collate	ral description, or d	escribe collateral assigned.					
			<del></del>	rooftor /	-aquirad which are	. or oro to		
	lateral consists of all assets, personal property and/or come fixtures on the real estate described on Exhibit A	•			•			
cas	h proceeds by any subordinate secured party violates	the rights of	the Secured Party ide	ntified h	erein.			
					1			
TH	S INSTRUMENT IS FILED AS ADDITIONAL SECUR	ITY FOR A N	ORTGAGE RECORD	ED <u>O</u>	TAY HAS BEEN P	AT AID		
1		4 20	TWOTTICALTILOO	IIDIIAC	TAX TIAO DELINT	, (ID.		
			200706	0800	018PD60			
9. N	AME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDM	ENT (name of assi				Debtor which		
	dds collateral or adds the authorizing Debtor, or if this is a Termination authorized l		-					
	9a. ORGANIZATION'S NAME General Electric Capital Corporation							
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE	NAME	SUFFIX		
10.	OPTIONAL FILER REFERENCE DATA					-04.50		
	Shelby County, Alabama		Birmin	gnam II	I - GECC/Rave 645	004.50		

# 20070608000269320 2/5 \$34.00 Shelby Cnty Judge of Probate, AL 06/08/2007 02:18:27PM FILED/CERT

#### **EXHIBIT** A

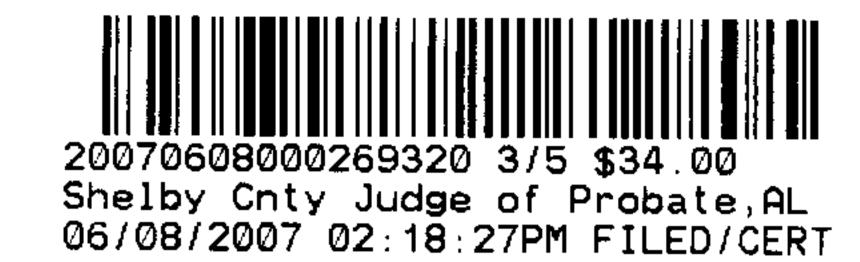
## LEGAL DESCRIPTION

## Lee Branch, AL - Birmingham III

## Tract 1

A parcel of land being a portion of that certain Lot 1, according to the Survey of The Village at Lee Branch Sector 1 Phase Two, as recorded in Map Book 33, page 58, in the Probate Office of Shelby County, Alabama lying in the SW ¼ of Section 5, Township 19 South, Range 1 West and being more particularly described as follows:

Commence at a 2" capped pipe found in place at the Southwest corner of the NE 1/4 of the SW 1/4 of said Section; thence, run N 88°55'19" E for a distance of 284.08 feet to a capped rebar found (CA00250LS) at the Southwest corner of said Lot 1; thence N 81°11'30" E for a distance of 227.52 feet to a point; thence N 38°20'37" E for a distance of 318.24 feet to a building corner and the Point of Beginning; thence S 89°55'05" E a distance of 10.50 feet to a building corner; thence N 00°04'55" E a distance of 1.74 feet to a building corner; thence S 89°55'05" E a distance of 59.56 feet to a building corner; thence S 00°04'55" W a distance of 16.54 feet to a building corner; thence S 89°55'05" E a distance of 12.08 feet to a building corner; thence N 00°04'55" E a distance of 16.54 feet to a building corner; thence S 89°55'05"E a distance of 139.55 feet to a building corner; thence S 00°04'55" W a distance of 18.90 feet to a building corner; thence S 89°55'05" E a distance of 57.52 feet to a building corner; thence N 00°04'55 E a distance of 2.59 feet to a building corner; thence N 73°49'21" E a distance of 12.23 feet to a building corner; thence S 70°13'45" E a distance of 16.50 feet to a building corner; thence N 85°07'16" E a distance of 16.62 feet to a building corner; thence N 00°04'55." E a distance of 17.33 feet to a building corner; thence S 89°55'05" E a distance of 73.11 feet to a building corner; thence S 00°04'55" W a distance of 38.03 feet to a building corner; thence S 89°55'05" E a distance of 10.13 feet to a building corner; thence S 00°04'55" W a distance of 79.92 feet to a building corner; thence N 89°55'05" W a distance of 5.42 feet to a building corner; thence S 00°04'55" W a distance of 38.02 feet to a building corner; thence N 89°55'05" W a distance of 76.76 feet to a building corner; thence S 00°04'55" W a distance of 18.13 feet to a building corner; thence N 89°55'05" W a distance of 102.56 feet to a building corner; thence S 00°04'55" W a distance of 13.31 feet to a building corner; thence N 89°55'05" W a distance of 139.33 feet to a building corner; thence N 00°04'55" E a distance of 14.14 feet to a building corner; thence N 89°55'05" W a distance of 10.00 feet to a building corner; thence S 00°04'55" W a distance of 21.90 feet to a building corner; thence N 89°55'05" W a distance of 62.57 feet to a building corner; thence N 00°03'28" W a distance of 32.09 feet to a building corner; thence N 89°56'32" E a distance of 4.88 feet to a building corner; thence N 00°03'28" W a distance of 6.58 feet to a building corner; thence S 89°56'32" W a distance of 10.27 feet to a building corner; thence N 00°3'28" W a distance of 32.15 feet to a building corner; thence S 89°56'32"W a distance of 3.87 feet to a building corner; thence N 00°03'28" W a distance of 5.75 feet to a building corner; thence N 89°56'32" E a distance of 5.33 feet to a building corner; thence N 00°04'55" E a distance of 80.32 feet to a building corner; thence N 89°55'05" W a distance of 5.53 feet to a building corner;



thence N 00°04'55" E a distance of 36.23 feet to the Point of Beginning. Said above described parcel contains 1.58 acres, more or less.

Being depicted as the "Lease Parcel", consisting of 1.58 acres more or less, on that certain ALTA/ACSM Land Title Survey for Rave Reviews Cinemas prepared by SMW Engineering Group, Inc., William H. Sommerville, III, Alabama Registration No. 19753, dated December 20, 2006, last revised January 17, 2007, Project No. 06-953.

TOGETHER with those certain easements as stated in that certain Reciprocal Easement Agreement by and between AIG Baker Brookstone, L.L.C. and Compass Bank, filed for record August 27, 2003, and recorded as Instrument No. 20030827000569990, in the Probate Office of Shelby County, Alabama.

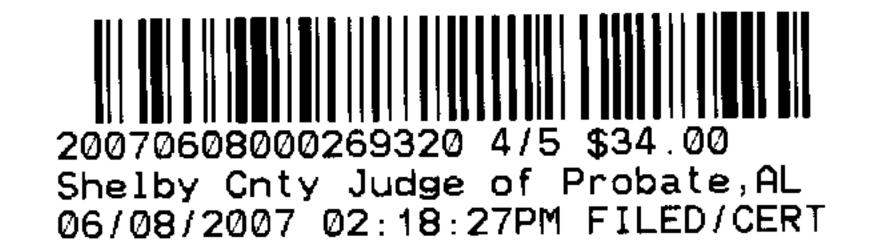
TOGETHER with those certain easements as stated in that certain Declaration of Easements and Restrictions by AIG Baker East Village, L.L.C., dated May 26, 2004, and filed for record June 1, 2004, recorded in Instrument No. 20040601000288850 and Amendment No. 1 to Declaration of Easement and Restrictions recorded in Instrument No. 20040624000345520, in the Probate Office of Shelby County, Alabama.

TOGETHER with non-exclusive rights and easements granted in the Memorandum of Lease by and between AIG Baker East Village, L.L.C., as landlord, and Rave Motion Pictures Birmingham III, LLC, as tenant, dated February 3, 2004, recorded as Instrument No. 20040422000207060, in the Probate Office of Shelby County, Alabama, including, but not limited to, the following:

## Tract 2 - Critical Parking Area

A parcel of land being a portion of that certain Lot 1, according to the Survey of The Village at Lee Branch Sector 1 Phase Two, as recorded in Map Book 33, page 58, in the Probate Office of Shelby County, Alabama lying in the SW ¼ of Section 5, Township 19 South, Range 1 West and being more particularly described as follows:

Commence at a 2" capped pipe found in place at the Southwest corner of the NE ¼ of the SW ¼ of said Section; thence run N 88°55'19" E for a distance of 284.08 feet to a capped rebar found (CA00250LS) at the Southwest corner of said certain tract of land; thence N 81°11'30" E for a distance of 227.52 feet to the Point of Beginning; thence N 00°00'00" W for a distance of 301.32 feet to a point; thence N 87°33'41" W for a distance of 21.46 feet to a point; thence N 00°00'46" E for a distance of 302.88 feet to a point; thence S 89°57'42" E for a distance of 19.06 feet to a point; thence N 00°33'53" E for a distance of 286.97 feet to a point; thence S 89°57'47' E for a distance of 503.07 feet to a point; thence S 00°00'38" E for a distance of 233.84 feet to a point; thence with a curve to the right with a radius of 50.03 feet, an arc length of 71.73 feet, with a chord bearing of S 30°37'48" E and a chord length of 65.74 feet to a point; thence S 41°11'20" E for a distance of 5.70 feet to a point; thence N 89°11'27" E for a distance of 14.57 feet to a point; thence S 00°03'26" E for a distance of 188.63 feet to a point; thence N 89°51'35" E for a distance of 1.72 feet to a point; thence S 00°10'02" E for a distance of 77.51 feet to a point; thence N 89°55'01" E for a distance of 86.60 feet to a point; thence N 00°16'59" E for a distance of 242.91 feet to a point; thence N 89°59'09" E for a distance of 19.39 feet to a point; thence with a curve to the right with a radius of 48.05 feet, an arc length of 67.04 feet, with a chord bearing of N 51°07'06" E and a chord length of 61.73 feet; thence N 04°43'17" E for a distance of 19.38 feet to a point; thence with a curve to the right with a radius of 69.93 feet, an arc length of 86.34 feet, with a chord bearing of S 48°55'38" E and a chord length of 80.96 feet to a point; thence S 00°02'42" E for a distance of 241.24 feet to a point; thence S 35°19'14" W for a distance of 69.03 feet to a point; thence S 00°28'29" E for a distance of 266.54 feet to a point; thence S 88°55'10" W for a distance of 738.07 feet to the Point of Beginning. Said above described parcel contains 13.32 acres, more or less, as depicted on that certain ALTA/ACSM Land Title

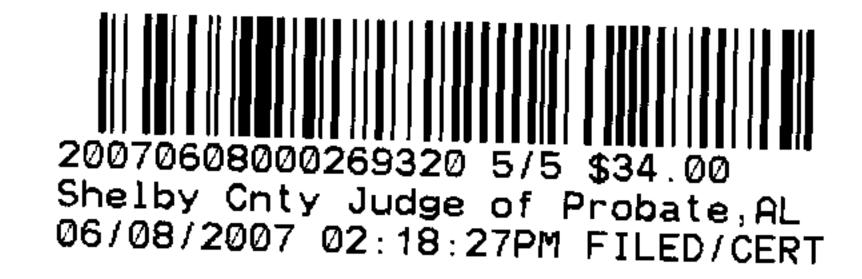


Survey for Rave Reviews Cinemas prepared by SMW Engineering Group, Inc., William H. Sommerville, III, Alabama Registration No. 19753, dated December 20, 2006, last revised January 17, 2007, Project No. 06-953.

LESS AND EXCEPT the following Lease Parcel:

A parcel of land being a portion of that certain Lot 1, according to the Survey of The Village at Lee Branch Sector 1 Phase Two, as recorded in Map Book 33, page 58, in the Probate Office of Shelby County, Alabama lying in the SW ¼ of Section 5, Township 19 South, Range 1 West and being more particularly described as follows:

Commence at a 2" capped pipe found in place at the Southwest corner of the NE 1/4 of the SW 1/4 of said Section; thence, run N 88°55'19" E for a distance of 284.08 feet to a capped rebar found (CA00250LS) at the Southwest corner of said Lot 1; thence N 81°11'30" E for a distance of 227.52 feet to a point; thence N 38°20'37" E for a distance of 318.24 feet to a building corner and the Point of Beginning; thence S 89°55'05" E a distance of 10.50 feet to a building corner; thence N 00°04'55" E a distance of 1.74 feet to a building corner; thence S 89°55'05" E a distance of 59.56 feet to a building corner; thence S 00°04'55" W a distance of 16.54 feet to a building corner; thence S 89°55'05" E a distance of 12.08 feet to a building corner; thence N 00°04'55" E a distance of 16.54 feet to a building corner; thence S 89°55'05"E a distance of 139.55 feet to a building corner; thence S 00°04'55" W a distance of 18.90 feet to a building corner; thence S 89°55'05" E a distance of 57.52 feet to a building corner; thence N 00°04'55 E a distance of 2.59 feet to a building corner; thence N 73°49'21" E a distance of 12.23 feet to a building corner; thence S 70°13'45" E a distance of 16.50 feet to a building corner; thence N 85°07'16" E a distance of 16.62 feet to a building corner; thence N 00°04'55." E a distance of 17.33 feet to a building corner; thence S 89°55'05" E a distance of 73.11 feet to a building corner; thence S 00°04'55" W a distance of 38.03 feet to a building corner; thence S 89°55'05" E a distance of 10.13 feet to a building corner; thence S 00°04'55" W a distance of 79.92 feet to a building corner; thence N 89°55'05" W a distance of 5.42 feet to a building corner; thence S 00°04'55" W a distance of 38.02 feet to a building corner; thence N 89°55'05" W a distance of 76.76 feet to a building corner; thence S 00°04'55" W a distance of 18.13 feet to a building corner; thence N 89°55'05" W a distance of 102.56 feet to a building corner; thence S 00°04'55" W a distance of 13.31 feet to a building corner; thence N 89°55'05" W a distance of 139.33 feet to a building corner; thence N 00°04'55" E a distance of 14.14 feet to a building corner; thence N 89°55'05" W a distance of 10.00 feet to a building corner; thence S 00°04'55" W a distance of 21.90 feet to a building corner; thence N 89°55'05" W a distance of 62.57 feet to a building corner; thence N 00°03'28" W a distance of 32.09 feet to a building corner; thence N 89°56'32" E a distance of 4.88 feet to a building corner; thence N 00°03'28" W a distance of 6.58 feet to a building corner; thence S 89°56'32" W a distance of 10.27 feet to a building corner; thence N 00°3'28" W a distance of 32.15 feet to a building corner; thence S 89°56'32"W a distance of 3.87 feet to a building corner; thence N 00°03'28" W a distance of 5.75 feet to a building corner; thence N 89°56'32" E a distance of 5.33 feet to a building corner; thence N 00°04'55" E a distance of 80.32 feet to a building corner; thence N 89°55'05" W a distance of 5.53 feet to a building corner; thence N 00°04'55" E a distance of 36.23 feet to the Point of Beginning. Said above described parcel contains 1.58 acres, more or less.



Being depicted as the "Lease Parcel", consisting of 1.58 acres more or less, on that certain ALTA/ACSM Land Title Survey for Rave Reviews Cinemas prepared by SMW Engineering Group, Inc., William H. Sommerville, III, Alabama Registration No. 19753, dated December 20, 2006, last revised January 17, 2007, Project No. 06-953.

### <u>ALSO</u>

LESS AND EXCEPT that certain tract of land as recorded in Instrument No. 2004105001000288860 in the Office of the Judge of Probate of Shelby County, said certain tract of land containing 0.45 acres more or less.