

20070608000269320 1/5 \$34.00
Shelby Cnty Judge of Probate, AL
06/08/2007 02:18:27PM FILED/CERT

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

| |
|--|
| A. NAME & PHONE OF CONTACT AT FILER [optional] |
| B. 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 SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #

20070103000001460

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. ☒

2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. ☐ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ☐ ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects ☐ Debtor or ☐ Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

☐ CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. ☐ DELETE name: Give record name to be deleted in item 6a or 6b. ☐ ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

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
ORGANIZATION
DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any

☐ NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral ☐ deleted or ☐ added, or give entire ☒ restated collateral description, or describe collateral ☐ assigned.

Collateral consists of all assets, personal property and/or goods of Debtor, now owned or hereafter acquired, which are or are to become fixtures on the real estate described on Exhibit A attached hereto and incorporated herein by reference. Note: Retention of cash proceeds by any subordinate secured party violates the rights of the Secured Party identified herein.

THIS INSTRUMENT IS FILED AS ADDITIONAL SECURITY FOR A MORTGAGE RECORDED 01/03/07, AT MORTGAGE BOOK _____, PAGE _____ UPON WHICH MORTGAGE RECORDING TAX HAS BEEN PAID.

Instrument 20070103000001450

20070608000269310

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

General Electric Capital Corporation

OR

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

10. OPTIONAL FILER REFERENCE DATA

Shelby County, Alabama

Birmingham III - GECC/Rave 64504.50

FILING OFFICE COPY - NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 07/29/98)

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

ALSO

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.