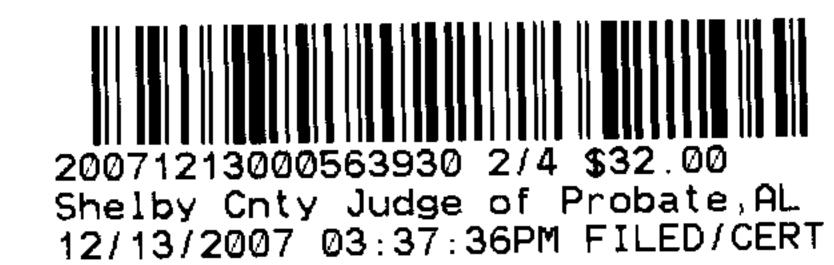
* A mostgage is how, recorded Simultaneously 4counts.

FOLLOW INSTRUCTIONS (front and back) CAREFULLY A. NAME & PHONE OF CONTACT AT FILER [optional]				20071213000563930 1/4 \$32.00			
B. SEND ACKNOWLEDGMENT TO: (Name and Address)					Shelby Cnty Judge of Probate, AL 12/13/2007 03:37:36PM FILED/CERT		
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		E - insert only <u>one</u> debtor name (1a	or 1b) - do not abbreviate or combine names				
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OR 1b. INDIVIDUAL'S LAST NAME			FIRST NAME	MIDDLE	MIDDLE NAME SUFFIX		
				WIDDEL	i 4/AiviL	301,17	
1c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY	
P.O. BOX 570			ALABASTER	AL	35007		
ADD'L INFO RE 1e. TYPE OF ORGANIZATION			1f. JURISDICTION OF ORGANIZATION	1g. ORG	ANIZATIONAL ID #, if any	<u> </u>	
	ORGANIZATION DEBTOR	CORP	ALABAMA	NON .			
2. ADDITIONAL DEBTO	R'S EXACT FULI	LEGAL NAME - insert only one of	debtor name (2a or 2b) - do not abbreviate or co	ombine names			
2a. ORGANIZATION'S N				·			
OR OR HANDELLAND							
2b. INDIVIDUAL'S LAST NAME			FIRST NAME	MIDDLE	MIDDLE NAME SUFFIX		
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2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY	
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	ORGANIZATION	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	[2g. ORG	ANIZATIONAL ID #, if any	, 	
	DEBTOR					NON	
3. SECURED PARTY'S 3a. ORGANIZATION'S N.		of TOTAL ASSIGNEE of ASSIGNOR	R S/P) - insert only <u>one</u> secured party name (3a	or 3b)			
SOUTHPOINT							
OR 3b. INDIVIDUAL'S LAST NAME			FIRST NAME	MIDDLE	NAME	SUFFIX	
		•					
3c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY	
3C. MAILING ADDRESS				125242]		
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	, and the second		BIRMINGHAM	AL	35242		

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

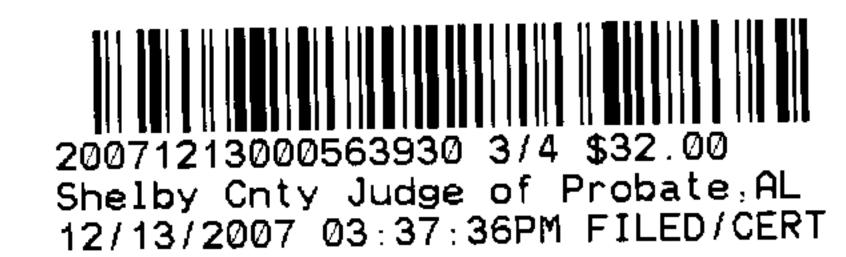
8. OPTIONAL FILER REFERENCE DATA



UCC FINANCING STATEMENT ADDENDUM FOLLOW INSTRUCTIONS (front and back) CAREFULLY 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT 9a. ORGANIZATION'S NAME ALL PRODERTIES, INC. FIRST NAME MIDDLE NAME, SUFFIX 9b. INDIVIDUAL'S LAST NAME 10. MISCELLANEOUS: THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names 11a. ORGANIZATION'S NAME 11b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX 11c. MAILING ADDRESS CITY POSTAL CODE COUNTRY STATE 11e, TYPE OF ORGANIZATION ADD'L INFO RE 11f. JURISDICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID #, if any ORGANIZATION NONE DEBTOR ASSIGNOR S/P'S NAME - insert only one name (12a or 12b) ADDITIONAL SECURED PARTY'S or 12a, ORGANIZATION'S NAME 12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX 12c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY 13. This FINANCING STATEMENT covers timber to be cut or as-extracted 16. Additional collateral description: collateral, or is filed as a fixture filing. 14. Description of real estate: SEE AMACHED EXHIBIT A 15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest): 17. Check only if applicable and check only one box. Debtor is a Trust or Trustee acting with respect to property held in trust or Decedent's Estate 18. Check only if applicable and check only one box. Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years



Debtor: MAYHALL PROPERTIES, INC.

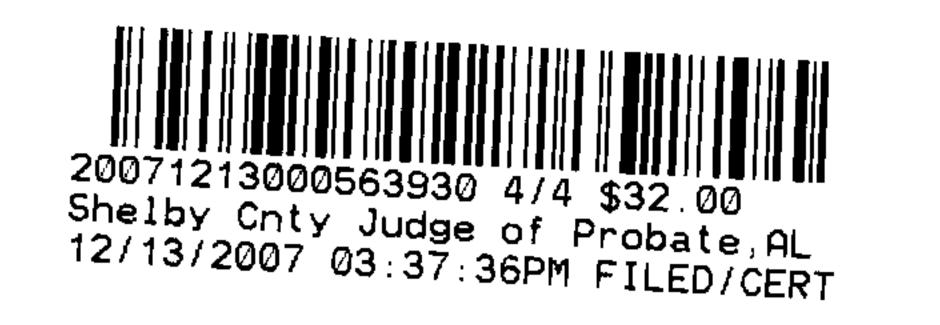
Secured Party: SOUTHPOINT BANK

SCHEDULE 1

All of the following properties, assets and rights of the Debtor, now or hereafter related to or located on the real property described on Exhibit "A" attached hereto (the "Property"), whether now owned or hereafter acquired or arising, and all proceeds and products thereof:

All personal and fixture property of every kind and nature including, without limitation, all furniture, fixtures, equipment, raw materials, inventory, other goods, accounts, contracts (including all construction contracts, architectural services contracts, management contracts, leasing agent contracts, purchase and sales contracts, put or other option contracts, and all other contracts and agreements relating to the construction of improvements on, or the operation, management and sale of all or any part of the Property and the Improvements now or hereafter located on said property), contract rights, rights to the payment of money, insurance refund claims and all other insurance claims and proceeds, tort claims, chattel paper, electronic chattel paper, documents, instruments (including promissory notes), securities and other investment property, deposit accounts, rights to proceeds of letters of credit, letter-of-credit rights, as-extracted collateral, supporting obligations of every nature, and general intangibles including, without limitation, all payment intangibles, tax refund claims, license fees, patents, patent applications, trademarks, trademark applications, trade names, copyrights, copyright applications, rights to sue and recover for past infringement of patents, trademarks and copyrights, computer programs, computer software, engineering drawings, service marks, customer lists, goodwill, and all licenses, permits, agreements of any kind or nature pursuant to which (i) the Debtor operates or has authority to operate, (ii) the Debtor possesses, uses or has authority to possess or use property (whether tangible or intangible) of others, or (iii) others possess, use or have authority to possess or use property (whether tangible or intangible) of the debtor, and all recorded data of any kind or nature, regardless of the medium of recording, including, without limitation, all software, writings, plans, specifications and schematics.

The Debtor acknowledges and agrees that, with respect to any term used herein that is defined in either (a) Article 9 of the Uniform Commercial Code as in force in the jurisdiction in which this financing statement was signed by the Debtor at the time that it was signed or (b) Article 9 as in force at any relevant time in the jurisdiction in which this financing statement is filed, the meaning to be ascribed thereto with respect to any financing statement is filed, the meaning to be ascribed thereto with respect to any particular item of property shall be that under the more encompassing of the two definitions.



Debtor: MAYHALL PROPERTIES, INC.

Secured Party: SOUTHPOINT BANK

EXHIBIT A

LOT 118 ACCORDING TO THE MAP AND SURVEY OF CHESAPEAKE SUBDIVISION, AS RECORDED IN MAP BOOK 37, PAGE 123 IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA