



20071213000563970 1/7 \$40.00  
Shelby Cnty Judge of Probate, AL  
12/13/2007 03:49:58PM FILED/CERT

## UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Randolph H. Lanier 205-226-3487
B. SEND ACKNOWLEDGMENT TO: (Name and Address)  Randolph H. Lanier Balch & Bingham LLP 1901 Sixth Avenue North Suite 1500 Birmingham, Alabama 35203

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 SCP Cahaba Valley, LLC				
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 110 Office Park Drive, Suite 200		CITY Birmingham	STATE AL	POSTAL CODE 35223
1d. TAX ID #: SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION limited liability co.	1f. JURISDICTION OF ORGANIZATION Alabama
				1g. ORGANIZATIONAL ID #, if any <input checked="" type="checkbox"/> 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 VET, LLC				
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS c/o Mr. Vann Russell, 2000 Morris Avenue		CITY Birmingham	STATE AL	POSTAL CODE 35203
2d. TAX ID #: SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION limited liability co.	2f. JURISDICTION OF ORGANIZATION Alabama
				2g. ORGANIZATIONAL ID #, if any <input checked="" type="checkbox"/> 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 Compass Bank				
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS P.O. Box 10566, Attn: Birmingham Real Estate banking		CITY Birmingham	STATE AL	POSTAL CODE 35296

4. This FINANCING STATEMENT covers the following collateral:

All that Collateral more particularly described on Exhibit A, attached hereto and made a part hereof.

6 pages attached (consisting of Addendum, Exhibit A and Exhibit B)

Filed as additional security for \$4,100,000 real estate mortgage recorded contemporaneously herewith

5. ALTERNATIVE DESIGNATION (if applicable):	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [if applicable] [ADDITIONAL FEE] optional		<input type="checkbox"/> All Debtors		<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2
8. OPTIONAL FILER REFERENCE DATA						

Fixture Filing -- Judge of Probate of Shelby County, Alabama

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/98)

NATUCC1 - 5/4/01 C T System Online



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## 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		
SCP Cahaba Valley, LLC		
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> name (11a or 11b) - do not abbreviate or combine names				
11a. ORGANIZATION'S NAME				
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

12. <input type="checkbox"/> ADDITIONAL SECURED PARTY'S or <input type="checkbox"/> ASSIGNOR S/P'S NAME - insert only <u>one</u> name (12a or 12b)				
12a. ORGANIZATION'S NAME				
OR	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 collateral, or is filed as a ☒ fixture filing.

14. Description of real estate:

Real Property described on Exhibit B, attached hereto and made a part hereof

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

Record Owner: DEBTORS

SCP Cahaba Valley, LLC  
VET, LLC

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





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**EXHIBIT A**  
**DESCRIPTION OF COLLATERAL**

- (a) All buildings, structures, and improvements of every nature whatsoever (the “**Improvements**”) now or hereafter situated on the real property described on **Exhibit B** (the “**Land**”), and all fixtures, fittings, building materials, machinery, equipment, furniture and furnishings and personal property of every nature whatsoever now or hereafter owned by the Debtor and used or intended to be used in connection with or with the operation of said Land and Improvements, including all extensions, additions, improvements, betterments, renewals, substitutions and replacements to any of the foregoing, whether such fixtures, fittings, building materials, machinery, equipment, furniture, furnishings and personal property are actually located on or adjacent to the Land or not and whether in storage or otherwise wheresoever the same may be located;
- (b) All accounts (as presently or hereafter defined in the Alabama Uniform Commercial Code), general intangibles, goods, contract rights relating to the Land and Improvements, whether now owned or existing or hereafter created, acquired or arising, including without limitation, all contract rights arising from or under all construction contracts, architectural services contracts, management contracts, leasing agent contracts, purchase and sales contracts, equipment leases (including without limitation Debtor’s interest under leases of telephone and/or computer systems or equipment), 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 Land and Improvements;
- (c) Together with all easements, rights of way, gores of land, streets, ways, alleys, passages, sewer rights, waters, water courses, water rights and powers, and all estates, leases, rights, titles, interest, privileges, liberties, tenements, hereditaments, and appurtenances whatsoever, in any way belonging, relating or appertaining to any of the property hereinabove described, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now or hereafter acquired by the Debtor, and the reversion and reversions, remainder and remainders, rents, issues, profits thereof, and all the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of the Debtor of, in and to the same, including but not limited to:
  - (i) All rents, royalties, profits, issues and revenues of the Land and Improvements from time to time accruing, whether under leases or tenancies now existing or hereafter created; and
  - (ii) All judgments, awards of damages and settlements hereafter made resulting from condemnation proceedings or the taking of the Land, Improvements or Collateral, or any part thereof, under the power of eminent domain, or for any damage (whether caused by such taking or otherwise) to the Land, Improvements or Collateral, or any part thereof, or to any rights appurtenant thereto, including any award for change of grade or streets.

- (d) to the extent governed by Article 9 of the UCC, all rights or contract rights arising under or related to any and all licenses, development permits, building permits, utility supply agreements, sewer and water discharge permits and agreements, and other licenses, permits and agreements relating to the use, development, construction, occupancy and operation of the Land and Improvements, whether now or hereafter issued or executed, and all modifications, amendments, replacements or re-issuances of the foregoing;
- (e) All proceeds and all products of any of the foregoing items or types of property described in (a) - (d) above, including, but not limited to, all insurance, contract and tort proceeds and claims, and including all inventory, accounts, chattel paper, documents, instruments, equipment, fixtures, consumer goods and general intangibles acquired with proceeds of any of the foregoing items or types of property described in (a) - (d) above.

Debtor hereby grants Secured Party a security interest in the foregoing.

Record Owners of Real Estate:

**Debtors** – SCP Cahaba Valley, LLC,  
an Alabama limited liability company

VET, LLC,  
an Alabama limited liability company



**EXHIBIT "B"**

Parcel 1:

Lot 3, according to Bigler's Resurvey, as recorded in Map Book 8, Page 106, in the Probate Office of Shelby County, Alabama, more particularly described as follows:

A parcel of land situated in the SE  $\frac{1}{4}$  of Section 29, and in the SW  $\frac{1}{4}$  of Section 28, both sections being in Township 18 South, Range 1 West, Shelby County, Alabama, said parcel being more particularly described as follows:

Begin at the Northwest corner of the SW  $\frac{1}{4}$  of said SE  $\frac{1}{4}$  of Section 29, run in a Northerly direction along the Westerly line of said SE  $\frac{1}{4}$  for a distance of 132.09 feet thence turning an angle to the right of 123 degrees 00 minutes, run in a Southeasterly direction for a distance of 581.68 feet; thence turning an angle to the left of 98 degrees, 31 minutes and run in a Northeasterly direction along the Southeasterly right of way line of Shelby County Highway # 119 for a distance of 784.52 feet; thence turning angle to the right of 90 degrees, 23 minutes, 57 seconds run in a Southeasterly direction for a distance of 116.54 feet thence turning an angle to the left of 89 degrees, 35 minutes, 56 seconds run in a Northeasterly direction for a distance of 62 feet to the point of beginning of the land here described; thence turning an angle to the right of 95 degrees, 20 minutes, 08 seconds and run in a Southeasterly direction for a distance of 1959.03 feet; thence turning an angle of 78 degrees, 16 minutes to the left, run in a Northeasterly direction for a distance of 203.09 feet; thence turn an angle of 1 degree in the right continuing in a Northeasterly direction for a distance of 154.96 feet; thence turning an angle of 102 degrees, 44 minutes to the left run in a Northwesterly direction for a distance of 2168.35 feet to the Southeasterly right of way line of Shelby County Highway # 119; thence turn an angle to the left of 92 degrees, 31 minutes, 10 seconds run in a Southwesterly direction along said Southeasterly right of way line for a distance of 72 feet to the point of curve of curve to the left, said curve being concave in a Southeasterly direction having a radius of 11,577.64 feet a central angle of 1 degree, 02 minutes 26 seconds; thence along the arc of said curve to the left for a distance of 210.26 feet to the end of said curve; thence turning an angle to the left of 88 degrees, 44 minutes, 09 seconds from the chord of said curve, run in a Southeasterly direction for a distance of 112.79 feet; thence turning an angle to the right of 86 degrees, 20 minutes, 19 seconds run in a Southwesterly direction for a distance of 71.91 feet more or less, to the point of beginning.

Parcel 2:

A part of Lot 2, according to the Bigler's Resurvey as recorded in Map Book 8, Page 106, in the Probate Office of Shelby County, Alabama, being more particularly described as follows:

Commence for the point of beginning at the Westernmost corner of Lot 2, of Bigler's Resurvey as recorded at the Shelby County Probate Records in Map Book 8, Page 106, (said point being the common corner of Lots 2 and 3 of Bigler's Resurvey); run thence in



a Southeasterly direction along the South line of said Lot 2 for 2168.83 feet to an existing rebar found; thence turn an interior angle right of 102 degrees, 44 minutes, 38 seconds and run in a Northeasterly direction along the East line of said Lot 2 for 138.27 feet to a capped rebar set; thence turn an interior angle right of 77 degrees, 15 minutes, 22 seconds and run in a Northwesterly direction 2205.29 feet to the East right of way of Shelby County Highway # 119 and a capped rebar set; thence turn an interior angle right of 87 degrees, 28 minutes, 11 seconds and run Southwesterly along said East right of way for 135.0 feet to an existing rebar found and the point of beginning, said land being the part of Lot 2, of Bigler's Resurvey, and being in Section 28 and 29, Township 18 South, Range 1 West, Shelby County, Alabama.

Parcel 3:

A parcel of land situated in the Southeast Quarter of Section 29, Township 18 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Southwest corner of said quarter Section; thence run North along the West line of said quarter section for a distance of 1460.00 feet to a point; thence turn an angle to the right of 123 degrees, 00 minutes, 00 seconds and run in a Southeasterly direction for a distance of 581.68 feet to a point on the Southeast line of an eighty foot wide right of way for Alabama County Highway # 119; thence turn an angle to the left of 98 degrees, 31 minutes, 00 seconds and run in a Northeasterly direction along said Southeast right of way line for a distance of 23.23 feet to the Intersection with the Southeast right of way line of Highway # 119 and the Northeast of a 60 foot right of way line for a county road; thence continue along last stated course for a distance of 549.91 feet to an iron pin found at the point of beginning; thence continue along last stated course for a distance of 211.29 feet to an iron pin set at the Southwest corner of Harris Cemetery; thence turn an angle to the right of 90 degrees, 23 minutes, 57 seconds and run in a Southeasterly direction for a distance of 116.54 feet to an iron pin set at the Southeast corner of Harris Cemetery; thence turn an angle to the left of 89 degrees, 35 minutes, 56 seconds and run in a Northeasterly direction for a distance of 62.00 feet to an iron pin set; thence turn an angle to the right of 95 degrees, 29 minutes, 26 seconds and run in a Southeasterly direction for a distance of 885.32 feet to an iron pin set; thence turn an angle to the right of 90 degrees, 00 minutes, 00 seconds and run in a Southwesterly direction for a distance of 100.00 feet to an iron pin set; thence turn an angle to the right of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction for a distance of 34.49 feet to an iron pin set; thence turn an angle to the left of 90 degrees, 00 minutes, 00 seconds and run in a Southwesterly direction for a distance of 183.69 feet to an iron pin found; thence turn an angle of right of 90 degrees, 00 minutes, 00 seconds and run in a Northwesterly direction for a distance of 937.67 feet to the point of beginning;

Parcel 4:

A part of Lot 2, Bigler's Resurvey, as recorded in Map Book 8 Page 106, in the Office of the Judge of Probate of Shelby County, Alabama, being more particularly described as follows:



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Commence at the Westernmost corner of Lot 2 of Bigler's Resurvey as recorded in Map Book 8, Page 106, in the Office of the Judge of Probate of Shelby County, Alabama, said point being the intersection of the Southwesterly line of said Lot 2 and the Southeasterly right of way line of Shelby County Highway # 119 and run in a Northeasterly direction along the Northwesterly line of said Lot 2, and the Southeasterly right of way line of Shelby County Highway # 119 a distance of 135.11 feet to the Point of Beginning; thence continue in a Northeasterly direction along the Northwesterly line of said Lot 2, and the Southeasterly right of way line of said highway a distance of 60.06 feet to a point; thence 92 degrees, 32 minutes, 47 seconds to the right in a Southeasterly direction a distance of 2221.44 feet to a point on the Southeasterly line of said Lot 2; thence 102 degrees, 41 minutes, 43 seconds to the right in a Southwesterly direction along the Southeasterly line of said Lot 2 a distance of 61.50 feet to a point; thence 77 degrees, 18 minutes, 17 seconds to the right in a Northwesterly direction a distance of 2205.25 feet to the Point of Beginning.