

UCC FINANCING STATEMENT

A. NAME & PHONE OF CONT Katie Booth (205-251-81) B. SEND ACKNOWLEDGMEN Katie Booth Balch & Bingham P. O. Box 306	00) NT TO: (Name					
B. SEND ACKNOWLEDGMEN Katie Booth Balch & Bingham P. O. Box 306	NT TO: (Name	e and Address)				
Katie Booth Balch & Bingham P. O. Box 306		e and Address)				
Balch & Bingham P. O. Box 306	LLP					
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			THE ABOVE	SPACE IS FO	R FILING OFFICE US	ONLY
		- insert only <u>one</u> debtor name (1a or	1b) - do not abbreviate or combine names			
1a. ORGANIZATION'S NAME						
Park Homes, LLC						
16. INDIVIDUAL'S LAST NAM	1E		FIRST NAME	MIDDLE	MIDDLE NAME	
Ic. MAILING ADDRESS		· · · · · · · · · · · · · · · · · · ·	CITY	STATE	POSTAL CODE	COUNTRY
2700 U.S. Highway 280, S	Suite 425		Birmingham	AL	35223	USA
		1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1a ORGA	NIZATIONAL ID#, if any	
	ORGANIZATION		11. JUNIOUS HOROT ON ON WIZE THOR	rg. Oπολιτίελτιστακε το π, π arry		चित्र
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UI	RGANIZATION EBTOR	limited liability company	Alabama			XNON
	EBTOR		Alabama otor name (2a or 2b) - do not abbreviate or com	bine names		X NON
	EXACT FULL			bine names		X NON
2. ADDITIONAL DEBTOR'S 2a. ORGANIZATION'S NAME	EXACT FULL			bine names		X NON
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2. ADDITIONAL DEBTOR'S 2a. ORGANIZATION'S NAME	EXACT FULL		otor name (2a or 2b) - do not abbreviate or com	MIDDLE		SUFFIX
2. ADDITIONAL DEBTOR'S 2a. ORGANIZATION'S NAME OR 2b. INDIVIDUAL'S LAST NAM 2c. MAILING ADDRESS	EXACT FULL	LEGAL NAME - insert only <u>one</u> de	otor name (2a or 2b) - do not abbreviate or com	MIDDLE	POSTAL CODE	SUFFIX
2a. ORGANIZATION'S NAME OR 2b. INDIVIDUAL'S LAST NAM 2c. MAILING ADDRESS 2d. TAX ID #: SSN OR EIN AI	EXACT FULL		otor name (2a or 2b) - do not abbreviate or com	MIDDLE		SUFFIX
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2a. ORGANIZATION'S NAME OR 2b. INDIVIDUAL'S LAST NAM 2c. MAILING ADDRESS 2d. TAX ID #: SSN OR EIN ODD D. 3. SECURED PARTY'S NA	EXACT FULL DD'L INFO RE RGANIZATION EBTOR AME (or NAME of	LEGAL NAME - insert only one de	FIRST NAME CITY 2f. JURISDICTION OF ORGANIZATION	MIDDLE I	POSTAL CODE	SUFFIX
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2a. ORGANIZATION'S NAME OR 2b. INDIVIDUAL'S LAST NAM 2c. MAILING ADDRESS 2d. TAX ID #: SSN OR EIN ODD 3. SECURED PARTY'S NA 3a. ORGANIZATION'S NAME Compass Bank OR 3b. INDIVIDUAL'S LAST NAM	EXACT FULL DD'L INFO RE RGANIZATION EBTOR AME (or NAME of	LEGAL NAME - insert only one de	FIRST NAME 2f. JURISDICTION OF ORGANIZATION 6/P) - insert only one secured party name (3a or	MIDDLE 1 STATE 2g. ORG4 3b) MIDDLE	POSTAL CODE ANIZATIONAL ID #, if any NAME	SUFFIX
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5. ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. X This FINANCING STATEMENT is to be filed [for record] (or recorded ESTATE RECORDS. Attach Addendum) in the REAL 7. Check to REQ [if applicable] [ADDITIONAL	UEST SEARCH REPOR	RT(S) on Debtor(s) [optional]	All Debtors	Debtor 1 Debtor 2
8. OPTIONAL FILER REFERENCE DATA					
To be filed with the Shelby County Judge of Probate					

20080702000270310 2/5 \$34.00 Shelby Cnty Judge of Probate, AL 07/02/2008 03:35:43PM FILED/CERT

OLLOW INSTRUCTIONS (front and bath). NAME OF FIRST DEBTOR (1a or 1		TEMENT			
9a. ORGANIZATION'S NAME	b) Olt Reel, tree i i i i i i i i i i i i i i i i i i				
Park Homes, LLC					
9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX			
0. MISCELLANEOUS:					
This financing statement is recessimultaneously herewith upon	•				
			THE ABOVE SPA	CE IS FOR FILING OFFI	CE USE ONLY
1. ADDITIONAL DEBTOR'S EXACT 11a. ORGANIZATION'S NAME	FULL LEGAL NAME - insert only one	name (11a or 11b) - do not abbreviate	or combine names		<u>, </u>
11b. INDIVIDUAL'S LAST NAME		FIRST NAME	MID	DLE NAME	SUFFIX
1c. MAILING ADDRESS		CITY	STA	TE POSTAL CODE	COUNTRY
ld. TAX ID #: SSN OR EIN ADD'L INFO ORGANIZAT DEBTOR		11f. JURISDICTION OF ORGANIZ	ATION 11g.	ORGANIZATIONAL ID #, if a	ny NO
2. ADDITIONAL SECURED PAF 12a. ORGANIZATION'S NAME	RTY'S or ASSIGNOR S/P'S	S NAME - insert only <u>one</u> name (12	a or 12b)		
12b. INDIVIDUAL'S LAST NAME		FIRST NAME	MID	DLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STA	TE POSTAL CODE	COUNTRY
3. This FINANCING STATEMENT covers collateral, or is filed as a x fixture filing. 4. Description of real estate:	timber to be cut or as-extracted ag.	16. Additional collateral description	on:		
See Exhibit A attached hereto.					
Name and address of a RECORD OWNI (if Debtor does not have a record interest					
Debtor.		17. Check only if applicable and	•		
		18. Check only if applicable and	check <u>only</u> one box.	t to property held in trust or	Decedent's Est
		Filed in connection with a Pu	nufactured-Home Trans		

UCC FINANCING STATEMENT ADDENDUM

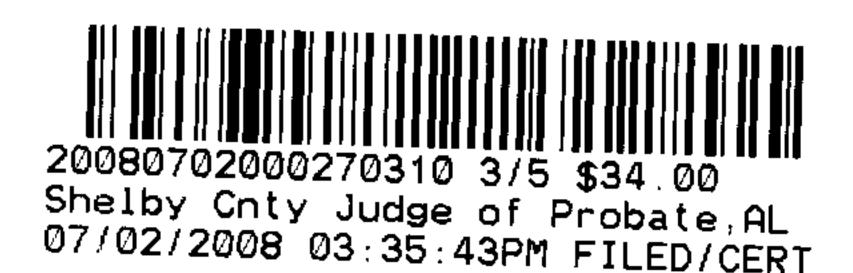
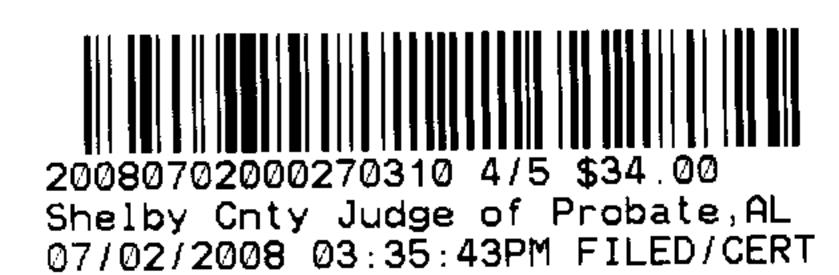


EXHIBIT A

Description of Collateral

All of Debtor's right, title and interest in, to and under all of the following property whether now owned or hereinafter owned, existing, created, arising or acquired (collectively, the "Collateral"):

- (a) All that tract or parcel or parcels of land and estates particularly described on Exhibit B attached hereto and 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 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 property, buildings, structures or other improvements, including all extensions, additions, improvements, betterments, renewals, substitutions, replacements and accessions to any of the foregoing, whether such fixtures, fittings, building materials, machinery, equipment, furniture, furnishings and personal property actually are located on or adjacent to the Land or not, and whether in storage or otherwise, and wheresoever the same may be located (the "Improvements");
- (c) All accounts, general intangibles, contracts and contract rights relating to the Land and Improvements, whether now owned or existing or hereafter created, acquired or arising, including without limitation, 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 Land and Improvements;
- (d) 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, subleases, licenses, rights, titles, interests, 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 owned or hereafter acquired by the Debtor, and the reversion and reversions, remainder and remainders, rents, issues and 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 and Improvements or any part thereof under the power of eminent domain, or for any damage (whether caused by such taking or otherwise) to the Land and Improvements or any part thereof, or to any rights appurtenant thereto, including



any award for change of grade or streets. Secured Party hereby is authorized on behalf of and in the name of Debtor to execute and deliver valid acquittances for, and appeal from, any such judgments or awards. Secured Party may apply all such sums or any part thereof so received, after the payment of all its expenses, including costs and attorneys' fees, on any of the indebtedness secured hereby in such manner as it elects or, at its option, the entire amount or any part thereof so received may be released;

- (e) 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;
- (f) All cash and non-cash proceeds and all products of any of the foregoing items or types of property described in (a), (b), (c), (d) or (e) 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 cash proceeds of any of the foregoing items or types of property described in (a), (b), (c), (d) or (e) above.

980223.1

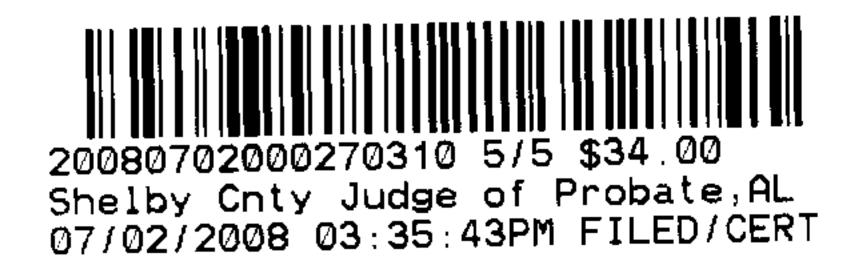


EXHIBIT B

Description of Property

The following described property situated in Shelby County, Alabama:

Lots 9-1 through 9-3; Lots 9-19 through 9-22; Lots 9-24 through 9-41; Lots 9-44 through 9-88 and Lots 9-90 through 9-113, according to the Map and Survey of Chelsea Park – 9th Sector, as recorded in Map Book 37, Page 47, in the Office of the Judge of Probate of Shelby County, Alabama.

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