

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Greystone Servicing Corporation, Inc.
(Att: Leslie Dominy)
419 Belle Air Lane
Warrenton, VA 20186

20090312000089810 1/5 \$34.00
Shelby Cnty Judge of Probate, AL
03/12/2009 09:20:58AM FILED/CERT

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						
MATURE OPTIONS ELDERCARE, INC.						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
4072 Milners Crescent			Birmingham	AL	35242	USA
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any		
		corporation	Alabama	257 - 853 <input 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						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS			ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any
						<input 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						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
419 Belle Air Lane			Warrenton	VA	20186	USA

4. This FINANCING STATEMENT covers the following collateral:

See Exhibits "A" and "B" attached hereto and made part hereof.

5. ALTERNATIVE DESIGNATION [if applicable]:	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	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 [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						

Probate Office of Shelby County, Alabama

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

OR

MATURE OPTIONS ELDERCARE, INC.

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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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

OR

11b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11d. SEE INSTRUCTIONS

ADD'L INFO RE
ORGANIZATION
DEBTOR

11e. TYPE OF ORGANIZATION

11f. JURISDICTION OF ORGANIZATION

11g. ORGANIZATIONAL ID #, if any

☐ NONE

12. ☒ ADDITIONAL SECURED PARTY'S or ☐ ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME

OR

U.S. Secretary of Housing and Urban Development

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

12c. MAILING ADDRESS **Medical Forum Building
950 22nd Street North, Suite 900**

CITY

Birmingham

STATE

AL

POSTAL CODE

35203

COUNTRY

USA

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:

**Maplewood Ridge (FHA Project No. 062-22033)
located at 2124 Old Montgomery Highway, Pelham,
Shelby County, Alabama 35124**

Parcel # 117361001031000

**See Exhibit "A" attached hereto and made part
hereof.**

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

Pelham Senior Living Triple Net, LLC

16. Additional collateral description:

See Exhibits "A" and "B" attached hereto and made part hereof.

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

**EXHIBIT "A" TO SUPPLEMENTAL SECURITY AGREEMENT
AND FINANCING STATEMENTS**

Legal Description of Real Property

A part of Northeast $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of Section 36, Township 19 South, Range 3 West, being more particularly described as follows:

Commence at the Southeast corner of the Northeast $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of Section 36, Township 19 South, Range 3 West; thence run West along the South line of said $\frac{1}{4}$ - $\frac{1}{4}$ Section 138.44 feet to an existing iron pin and the point of beginning; thence continue West along the last described course 324.18 feet; thence turn right 116 degrees 32 minutes 26 seconds and run Northeasterly 247.63 feet to a point on the Southwesterly Right of Way of Old Montgomery Highway; thence turn right 92 degrees 00 minutes 07 seconds and run Southeasterly along said Right of Way line 294.56 feet; thence turn right 90 degrees 42 minutes 00 seconds and run Southwesterly 92.59 feet to the point of beginning; being situated in Shelby County, Alabama.

LESS AND EXCEPT any part of subject property lying within a road Right-Of-Way.


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**EXHIBIT "B" TO SUPPLEMENTAL SECURITY AGREEMENT
AND FINANCING STATEMENTS OF ADDITIONAL DEBTOR**

Collateral Description


This Exhibit "B" is attached to, incorporated by reference in, and forms a part of that certain Supplemental Security Agreement and Financing Statements (collectively, the "Security Documents") executed and delivered by MATURE OPTIONS ELDERCARE, INC. (the "Additional Debtor"), in favor of GREYSTONE SERVICING CORPORATION, INC., a Georgia corporation (the "Secured Party") and in connection with the leasing and operation of the Project (as hereinafter defined). This Exhibit "B" refers to the following collateral, which may be now or hereafter located on the premises of, relate to, or be used in connection with, the construction, financing, repair, ownership, management, and operation of a certain assisted living facility identified as Maplewood Ridge, FHA Project No. 062-22033, and located at 2124 Old Montgomery Highway, Pelham, Shelby County, Alabama 35124 (the "Project"), and owned by PELHAM SENIOR LIVING TRIPLE NET, LLC (the "Debtor"), and leased and operated by the Additional Debtor:

1. All income, rents, profits, receipts and charges derived from the Project, including any and all accounts receivable or health-care-insurance receivables owed or payable to the Project or the Additional Debtor by any resident or patient of the assisted living facility and/or any health related program operated by the Additional Debtor at the Project, or otherwise owed or payable by any entity for or on behalf of any such resident or patient of the Project, including all Project income derived from private pay, benefits and reimbursements under any provider agreements with Medicaid, Medicare, State and/or local programs, payments from health care insurers and/or any other assistance providers, together with all rents, charges and fees received or owed to the Project or the Additional Debtor from leasing any portion of the Project, and all contributions, donations, gifts, grants, bequests and endowment funds by donors and all other Project revenues received from any source paid or unpaid, and all undisbursed funds in Surplus Cash, Residual Receipts, escrow accounts and other assistance available for Project operation; provided, however that all of the foregoing shall be strictly limited to any income, accounts receivable and the like of the Additional Debtor derived from the Project and shall not include any other income, accounts receivable and the like of the Additional Debtor.

2. All of Additional Debtor's right, title and interest in and to the following described collateral and property and/or interests in such collateral and property: (a) All licenses, permits, certificates and agreements for the provision of property or services to or in connection with, or otherwise benefitting, the Project, including but not limited to all licenses issued with respect to the Project by the Alabama Department of Public Health, all certificates of need, all Medicare and Medicaid provider agreements and all other and similar provider agreements, and (b) all rights and claims thereunder, to the extent assignable; provided, however, the Secured Party disclaims a security interest in such of the collateral described in this Exhibit "B" to the extent that a security interest in such collateral may not be granted to the Secured Party without the violation of law or the forfeiture of the rights of the Additional Debtor (or any assignee of the Additional Debtor) or a

default resulting thereunder. The Secured Party further acknowledges that any right to repossess any collateral described in this Exhibit "B" does not necessarily transfer or confer the authority to operate a licensed group assisted living facility or any related operations at the Project, or provide nursing or long term care services, or to collect Medicare, Medicaid, or other health insurance accounts receivables, and the Additional Debtor makes no representations as to the validity or enforceability of the lien of such security interest in the collateral described in this Exhibit "B".

3. All leaseholds, licenses, permits, certificates and agreements for the provision of property or services to or in connection with, or otherwise benefitting, the premises, including, but not limited to, operating leases, assisted living facility licenses, certificates of need, bed authorities, Medicare and Medicaid provider agreements (if any), including any payments or claims thereunder; provided, the Secured Party disclaims a security interest in such of the collateral described in this sentence to the extent that government regulations provide that the grant of a security interest in such property to the Secured party will Result in a forfeiture of the rights of the Debtor therein, or in a default f the Debtor's obligations thereunder.


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