

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Cheryl T. Cartee - (205) 874-7972

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Gordon, Dana, Still, Knight & Gilmore, LLC
600 University Park Place
Suite 100
Birmingham, Alabama 35209

20090625000244370 1/4 \$.00
Shelby Cnty Judge of Probate, AL
06/25/2009 10:10:33 AM FILED/CERT

20090624000244130 1/4 \$32.00
Shelby Cnty Judge of Probate, AL
06/24/2009 04:04:30 PM 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
3Kids, Inc.

OR

1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
501 Riverwoods Court Helena AL 35080 USA

ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
Corporation Alabama 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

ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any
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
CIT Lending Services Corporation

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
1 CIT DRIVE Livingston NJ 07039 USA

4. This FINANCING STATEMENT covers the following collateral:

All the personal property of the Debtor listed on Schedule I, which includes, but is not limited to, all furniture, fixtures, machinery, equipment, books, records, accounts receivable, etc. wherever located, including, but not limited to 501 Riverwoods Court, Helena, Alabama 35080.

THIS UCC IS FILED AS ADDITIONAL COLLATERAL FOR AN INDEBTEDNESS SECURED BY A MORTGAGE FILED SIMULTANEOUSLY HEREWITH.

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
\$477,000 Loan

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

OR	9a. ORGANIZATION'S NAME 3Kids, Inc.		
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

20090625000244370 2/4 \$.00
Shelby Cnty Judge of Probate, AL
06/25/2009 10:10:33 AM FILED/CERT

20090624000244130 2/4 \$32.00
Shelby Cnty Judge of Probate, AL
06/24/2009 04:04:30 PM FILED/CERT

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

OR	11a. ORGANIZATION'S NAME				
	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
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)

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 collateral, or is filed as a ☒ fixture filing.

14. Description of real estate:

See Exhibit "A"

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

16. Additional collateral description:

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: 3Kids Inc.
SHAW No. 0117651-9601

SCHEDULE I

All accounts, inventory, general intangibles, contract rights, leases, chattel paper, equipment, machinery, furniture, fixtures, tools, documents and instruments, and all other personal property of Debtor, all accessions, parts, accessories, attachments and appurtenances thereto, substitutions therefor and replacements thereof, and all proceeds and products of all of the foregoing, including, without limitation, insurance proceeds; in all cases whether now owned or hereafter acquired by Debtor and wherever located.


20090624000244130 3/4 \$32.00
Shelby Cnty Judge of Probate, AL
06/24/2009 04:04:30 PM FILED/CERT


20090625000244370 3/4 \$.00
Shelby Cnty Judge of Probate, AL
06/25/2009 10:10:33 AM FILED/CERT

EXHIBIT "A"

**Lot 2, according to the Final Plat of Riverwoods
Commercial, as recorded in Map Book 38, Page 131,
in the Probate Office of Shelby County, Alabama**


20090624000244130 4/4 \$32.00
Shelby Cnty Judge of Probate, AL
06/24/2009 04:04:30 PM FILED/CERT


20090625000244370 4/4 \$.00
Shelby Cnty Judge of Probate, AL
06/25/2009 10:10:33 AM FILED/CERT