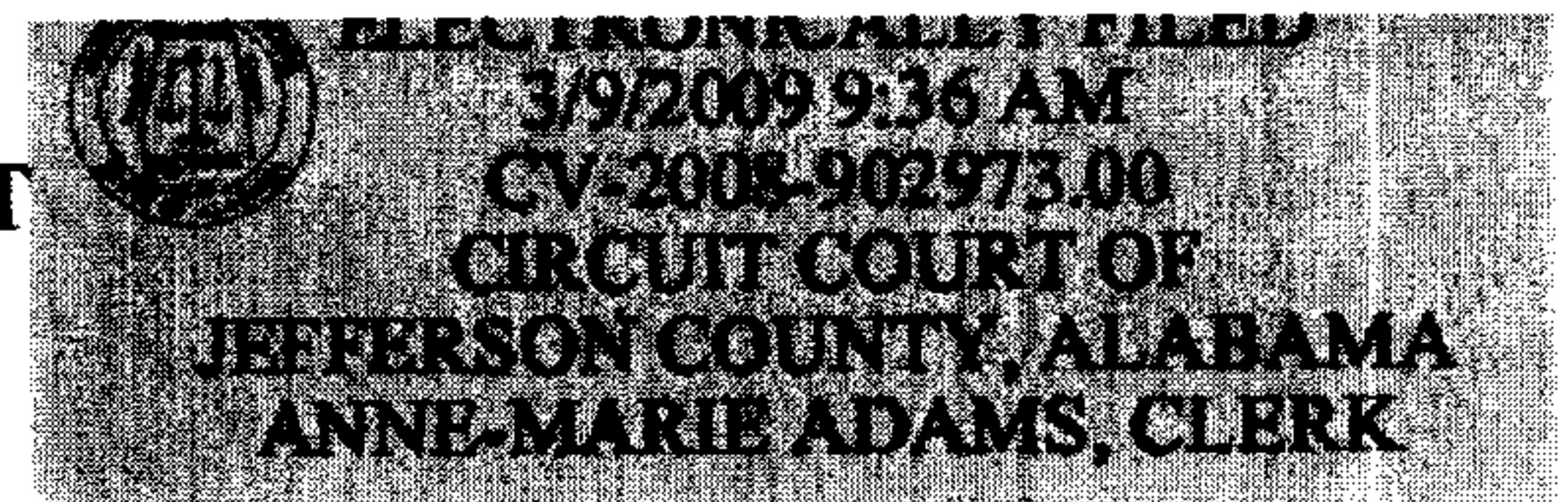
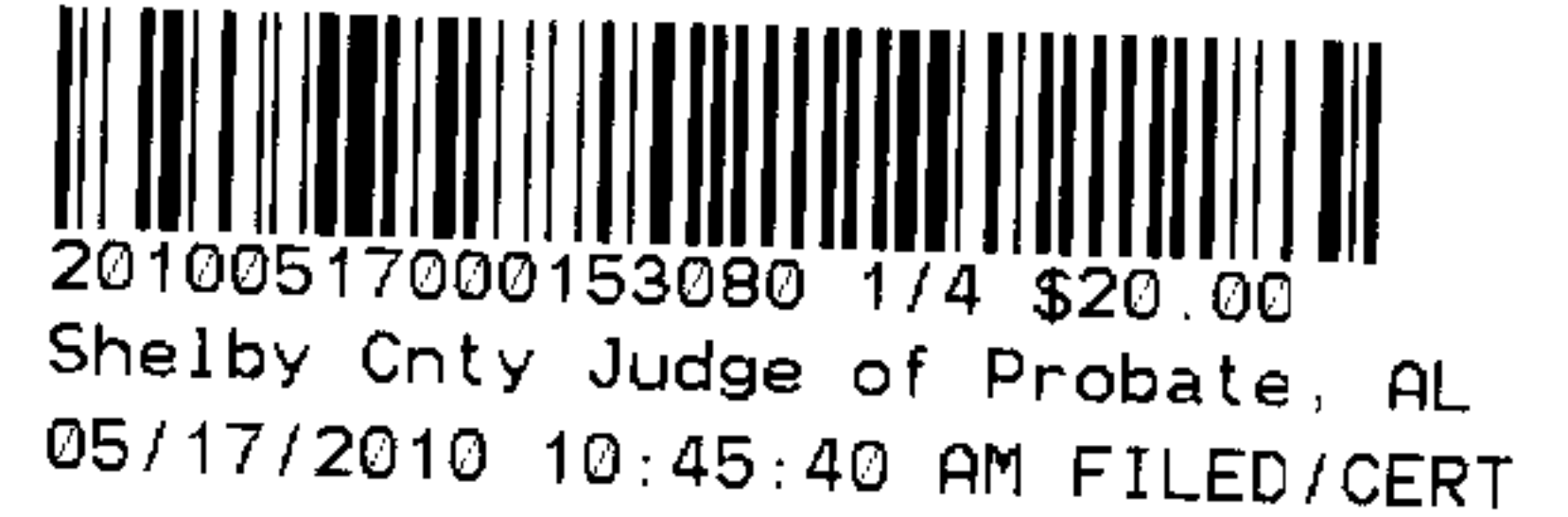


IN THE CIRCUIT COURT FOR JEFFERSON COUNTY
CIVIL DIVISION / BIRMINGHAM



FIRST COMMERCIAL BANK,)
)
PLAINTIFF,)
)
V.)
)
CHARLES STEPHENS also known as)
CHARLES H. STEPHENS)
)
DEFENDANT.)

CASE NO. CV-08-902973



ORDER GRANTING
PLAINTIFF'S SECOND MOTION FOR CHARGING ORDER

Plaintiff First Commercial Bank ("*FCB*") filed its Second Motion for Charging Order (the "*Motion*") in this Court on the 4th day of March, 2009. In the Motion, the Plaintiff requested that the Court enter an order charging the membership interest of Charles Stephens, also known as Charles H. Stephens (the "*Defendant*" or "*Charles Stephens*"), in the following Alabama limited liability companies (hereinafter, collectively, the "*LLCs*") with the payment of the Plaintiff's \$737,685.88 judgment (the "*Judgment*") against the Defendant pursuant to ALA. CODE § 10-12-35(a)[1975]:

- a. Pelham Industrial Enterprises, L.L.C.
c/o Marc A. Eason, Registered Agent
2101 Highland Avenue, STE 700
Birmingham AL 35205
- b. Pelham Industrial Enterprises VII, L.L.C.
c/o Marc A. Eason, Registered Agent
2101 Highland Avenue, STE 700
Birmingham AL 35205
- c. Pelham Industrial Enterprises Ten, L.L.C.
c/o Marc A. Eason, Registered Agent
2101 Highland Avenue, STE 700
Birmingham AL 35205

- d. Pelham Industrial Enterprises Nine, L.L.C.
c/o Marc A. Eason, Registered Agent
2101 Highland Avenue, STE 700
Birmingham AL 35205
- e. Pelham Industrial Enterprises Eight, L.L.C.
c/o Marc A. Eason, Registered Agent
2101 Highland Avenue, STE 700
Birmingham AL 35205
- f. Pelham Office Enterprises, L.L.C.
c/o Marc A. Eason, Registered Agent
2101 Highland Avenue, STE 700
Birmingham AL 35205
- g. CHS Family DF Group, L.L.C.
c/o Charles H. Stephens, Registered Agent
4363 1st Avenue North
Birmingham, AL 35222

The Plaintiff further requested that the Court enter an order proscribing Charles Stephens from assigning or transferring his interests in the LLCs pending the satisfaction of FCB's Judgment. Based upon the Court's review of the Motion and its consideration of the pleadings and the record, the Court finds that the Motion is due to be, and is hereby, **GRANTED**.

Therefore, it is **ORDERED** and **DIRECTED** as follows:

1. the membership interest of Charles Stephens, also known as Charles H. Stephens, in the LLCs is **CHARGED** with payment of the Plaintiff's Judgment against the Defendant;
2. Defendant is **PROSCRIBED** from assigning or transferring any of his membership interests in Pelham Industrial Enterprises, L.L.C., Pelham Industrial Enterprises VII, L.L.C., Pelham Industrial Enterprises Ten, L.L.C., Pelham Industrial Enterprises Nine, L.L.C., Pelham Industrial Enterprises Eight, L.L.C., Pelham Office Enterprises, L.L.C., and CHS Family DF Group, L.L.C., pending the satisfaction of FCB's Judgment.
3. The Clerk of Court is **DIRECTED** to serve a copy of this Order on each of the above listed LLCs;
4. Each of the LLCs shall **ACKNOWLEDGE** receipt of this Order in writing to Daniel D. Sparks as Counsel for First Commercial Bank;
5. Each of the LLCs shall **REMIT** to FCB, c/o Daniel D. Sparks, Christian & Small LLP, 505

20th Street North, Suite 1800, Birmingham AL 35203 any and all monetary or non-monetary distributions, dividends, bonuses, income, monies, or payments of any kind and other items that Charles Stephens may now or ever become entitled to receive pursuant to his membership interests in any of the LLCs, until such time as the aforesaid judgment shall be paid in full by Charles Stephens and FCB shall have also marked same as fully satisfied in the court records;

6. If the any of the aforesaid LLC's shall, in violation of this Order, remit any such monetary or non-monetary distributions, dividends, bonuses, income, monies, or payments of any kind to Charles Stephens, or to anyone else rather than to the Plaintiff as directed by this Order, then such respective LLC shall be **LIABLE** to the Plaintiff for payment of such monetary or non-monetary distributions, dividends, bonuses, income, monies, or payments, and the Plaintiff shall be entitled to **COLLECT** its judgment, plus interest thereon, directly from any assets of the respective LLCs., and without regard to any membership interest of Charles Stephens.

DONE and ORDERED on this, the 9th day of March, 2009.

S/Michael G. Graffeo

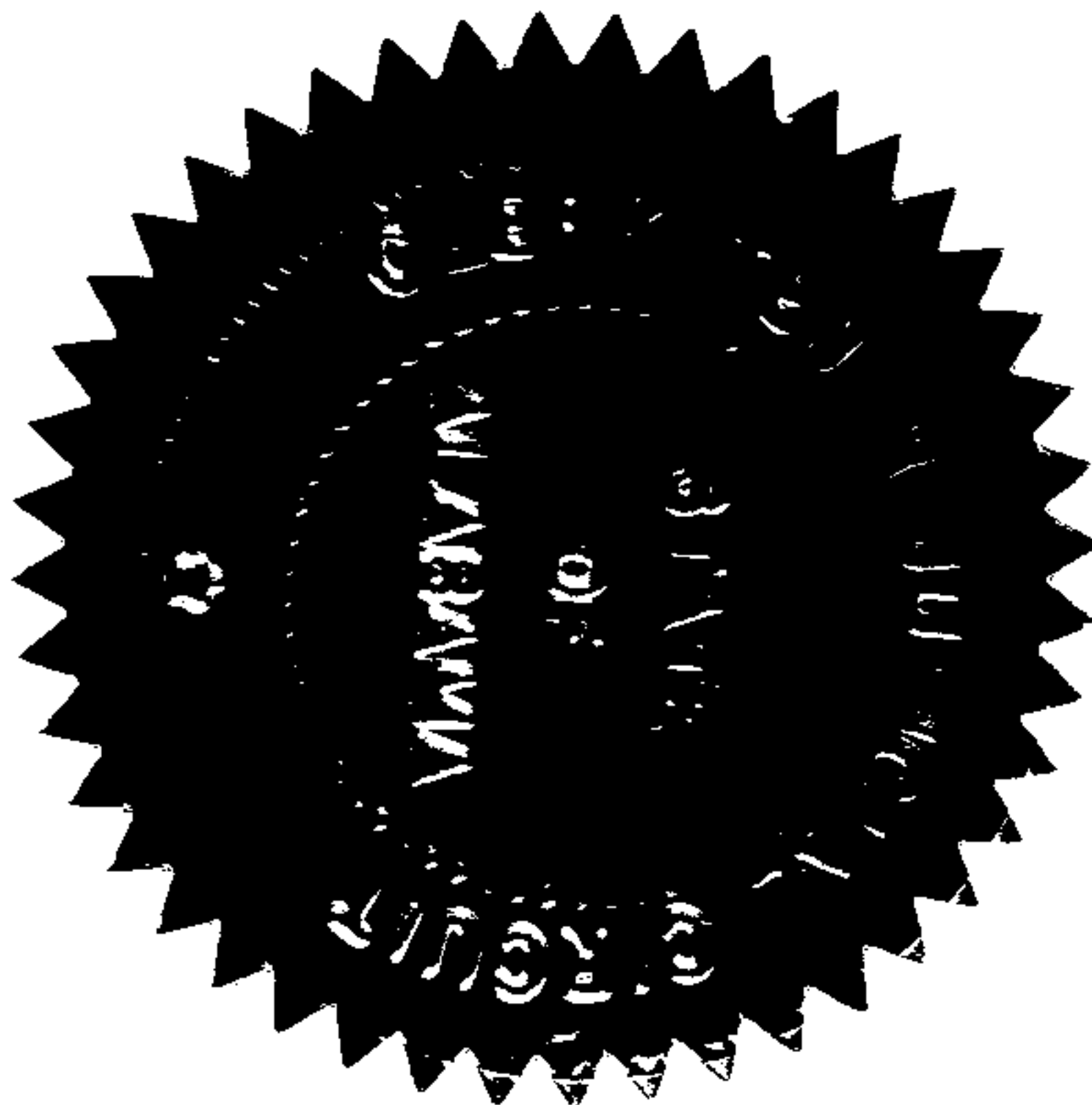
MICHAEL G. GRAFFEO

Circuit Judge

Cc: All Counsel of Record



20100517000153080 4/4 \$20.00
Shelby Cnty Judge of Probate, AL
05/17/2010 10:45:40 AM FILED/CERT



I, Anne-Marie Adams, Clerk of the Circuit Court, of
Jefferson County, do hereby certify that the
foregoing is a true, correct and full copy of
the instrument herewith set out as appears of
record in said Court.

WITNESS my hand and the seal of said Court,
this MAY 07, 2010

the day of May 2010
Anne-Marie Adams
CLERK

3 pages