

20110502000130710 1/5 \$35.00
Shelby Cnty Judge of Probate, AL
05/02/2011 12:34:52 PM FILED/CERT

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

Terry L. Witcher (704) 343-2104

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Terry L. Witcher, Paralegal
McGuireWoods LLP
P.O. Box 31247
Charlotte, North Carolina 28231

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

OR	1a. ORGANIZATION'S NAME Georgia Crown Distributing Co.					
	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 100 Georgia Crown Drive		CITY McDonough		STATE GA	POSTAL CODE 30253	COUNTRY USA
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION Georgia	1g. ORGANIZATIONAL ID #, if any 0E01591 <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

OR	2a. ORGANIZATION'S NAME					
	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS		CITY		STATE	POSTAL CODE	COUNTRY
2d. TAX ID #: SSN OR EIN	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)

OR	3a. ORGANIZATION'S NAME Wells Fargo Bank, National Association, as Administrative Agent					
	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 1808 Aston Avenue, Suite 250		CITY Carlsbad		STATE CA	POSTAL CODE 92008	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

See SCHEDULE I attached hereto and incorporated herein by reference. Some or all of the property referred to on SCHEDULE I is or will become fixtures on the real property described on EXHIBIT A attached hereto and incorporated herein by reference.

Alabaster, AL

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 [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional] <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2

8. OPTIONAL FILER REFERENCE DATA

Filed with: Shelby County Judge of Probate

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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

OR	9a. ORGANIZATION'S NAME Georgia Crown Distributing Co.		
	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

OR	11a. ORGANIZATION'S NAME				
	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d.	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> 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 attached hereto and incorporated herein by reference.

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

The Debtor is the record owner of the real property.

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.

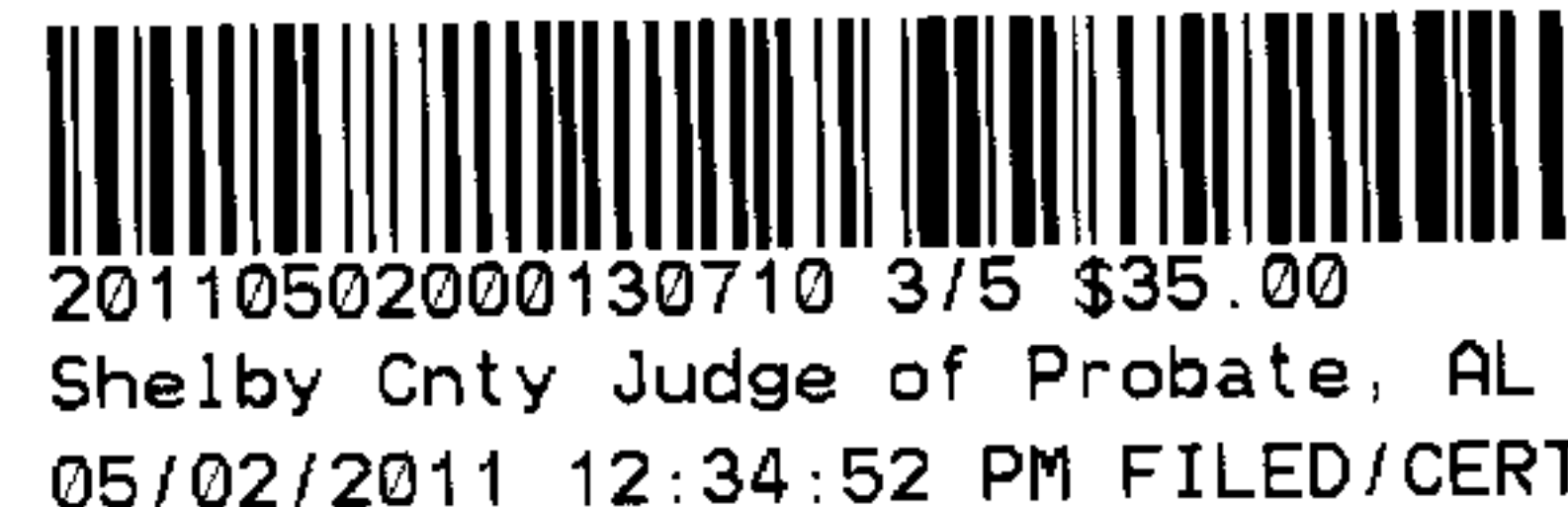
☐ Debtor is a TRANSMITTING UTILITY

☐ Filed in connection with a Manufactured-Home Transaction — effective 30 years

☐ Filed in connection with a Public-Finance Transaction — effective 30 years

SCHEDULE I to UCC-1 Financing Statement

[Item 4, continued]



Debtor: Georgia Crown Distributing Co.

Secured Party: Wells Fargo Bank, National Association, as Administrative Agent

The Financing Statement covers the following types or items of property of the Debtor whether now existing or hereafter arising:

(a) all real property located in Shelby County, Alabama, and described on Exhibit A attached hereto (the "Real Property");

(b) all easements, rights-of-way and rights used in connection with or as a means of access to any portion of the Real Property;

(c) all tenements, hereditaments and appurtenances thereof and thereto;

(d) all right, title and interest of the Debtor, now owned or hereafter acquired, in and to any land lying within the right-of-way of any street, open or proposed, adjoining the Real Property, and any and all sidewalks, alleys and strips and gores of land adjacent to or used in connection with the Real Property;

(e) all buildings, improvements, fixtures, equipment, and property now or hereafter built on or in, or affixed to, the Real Property, including but not limited to boilers, engines, motors, dynamos and generating equipment; computers, computer workstations and terminals used in the operation of building systems; telephone and other communications systems; piping and plumbing fixtures; stoves, ranges, cooking apparatus and mechanical kitchen equipment; dishwashers, clothes-dryers, refrigerators and freezers; cooling, heating, ventilating, sprinkling and vacuum cleaning systems; fire extinguishing apparatus and equipment; gas and electric fixtures; irrigation systems and equipment; carpeting and underpadding; fire alarm, security and access control systems; elevators, escalators, partitions, mantels, built-in mirrors, window shades, blinds, screens, storm sash and awnings; furniture and furnishings of public spaces, halls and lobbies; incinerating systems and equipment; and landscaping now or hereafter erected or located on the Real Property;

(f) to the extent assignable, all development rights, governmental or quasi-governmental licenses, permits or approvals, zoning rights and other similar rights or interests which relate to the development, use or operation of, or that benefit or are appurtenant to, the Real Property;

(g) to the extent assignable, all mineral rights, oil and gas rights, air rights, water or water rights, including without limitation, all wells, canals, ditches and reservoirs of any nature and all rights thereto, appurtenant to or associated with the Real Property, whether decreed or undeclared, tributary or non-tributary, surface or underground, appropriated or unappropriated, and all shares of stock in any water, canal, ditch or reservoir company, and all well permits, water service contracts, drainage rights and other evidences of any such rights;

(h) all leases, licenses, rental agreements and other agreements of any kind relating to the use or occupancy of any the Real Property, whether existing as of the date hereof or at any time hereafter entered into, together with all guarantees of and security for any tenant's or lessee's performance thereunder, and all amendments, extensions, renewals and modifications thereto (each, a "Lease" and collectively, the "Leases"), together with any and all other rents,

income, receipts, revenues, issues, profits and other income of any nature now or hereafter due (including any income of any nature coming due during any redemption period) under the Leases or from or arising out of the Real Property including minimum rents, additional rents, percentage rents, parking or common area maintenance contributions, tax and insurance contributions, deficiency rents, forfeitures or liquidated damages following default in any Lease, all proceeds payable as a result of exercise of any option to purchase the Real Property, all proceeds derived from the termination or rejection of any Lease in a bankruptcy or other insolvency proceeding, and all proceeds from any rights and claims of any kind that Debtor may have against any tenant under the Leases or any occupants of the Real Property (all of the above are hereafter collectively referred to as the "Rents");

(i) all interest or estate which the Debtor now has or may hereafter acquire in the Real Property and all additions and accretions thereto; and

(j) to the extent assignable, all awards or payments made for the taking of all or any portion of the Real Property by eminent domain or any proceeding or purchase in lieu thereof, or any damage to any portion of the Real Property, and all proceeds of any of the foregoing.



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EXHIBIT A TO UCC-1 FINANCING STATEMENT
Legal Description of Real Property

A parcel of land known as Site 26-A, according to "A Resurvey of Site 26 of Sites 26 & 28, Shelby West Corporate Park and Acreage", as recorded in Map Book 41, Page 40, in the Records of Probate in Shelby County, Alabama, and being more particularly described as follows:

Begin at the Southeast corner of said Site 26A; thence South 65°42'43" West on the South line of said Site 26A, a distance of 1184.71 feet to a rebar found, being the Southwest corner of said Site 26A; thence North 24°07'31" West on the West line of said Site 26A, a distance of 682.72 feet to a curve to the right having a radius of 560.00 feet and a delta angle of 89°20'; thence on said curve North 20°33'05" East a chord distance of 787.29 feet to a rebar found, being a point on the North line of said Site 26A; thence North 65°13'38" East on said North line a distance of 101.01 feet to a curve to the right having a radius of 490.00 feet and a delta angle of 87°11'; thence on said curve South 71°11'42" East a chord distance of 675.68 feet to a rebar found, being a point on the East line of said Site 26A; thence South 27°36'27" East on said East line a distance of 362.67 feet to a curve to the right having a radius of 7219.25 feet and a delta angle of 3°19'; thence on said curve South 25°56'25" East a chord distance of 418.63 feet to the point of beginning. Situated in Shelby County, Alabama.

Street Address of Real Property

None at time of recording