# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY A. NAME & PHONE OF CONTACT AT FILER [optional] Corporation Service Company 1-800-858-5294

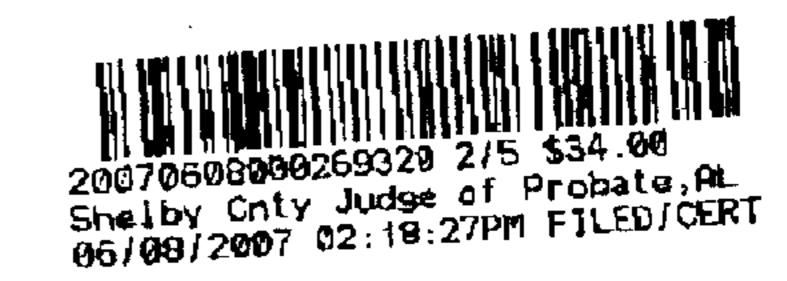
Shelby Cnty Judge of Probate, AL 07/22/2011 02:50:41 PM FILED/CERT

B. SEND ACKNOWLEDG	MENT TO: (Name and Address)			
59667047 - 352	2440			
Corporation	Service Company			
•	tevenson Drive			
Springfield,				
Opinigheia,				
<u> </u>	Filed In: Alabam	<u>-</u>	PACE IS EOD EII ING OEE!	CE USE ON! V
1a. INITIAL FINANCING STAT	EMENT FILE#	THE ABOVE S	1b. This FINANCING STA	ATEMENT AMENDMENT is
20070103000001460			to be filed [for record]  REAL ESTATE RECO	
2. TERMINATION: Eff	ectiveness of the Financing Statement identified above i	is terminated with respect to security interest(s) of		
	ffectiveness of the Financing Statement identified about onal period provided by applicable law.	ove with respect to security interest(s) of the Secu	red Party authorizing this Contin	uation Statement is
4. ASSIGNMENT (full o	or partial): Give name of assignee in item 7a or 7b and	address of assignee in item 7c; and also give name	e of assignor in item 9.	
5. AMENDMENT (PARTY	INFORMATION): This Amendment affects De	ebtor or Secured Party of record. Check onl	y <u>one</u> of these two boxes.	
	ving three boxes <u>and</u> provide appropriate information in	items 6 and/or 7.		
CHANGE name and/or a in regards to changing th	ddress: Please refer to the detailed instructions e name/address of a party.	DELETE name: Give record name to be deleted in item 6a or 6b.	ADD name: Complete ite also complete items 7e-7	em 7a or 7b, and also item 7c; 'g (if applicable).
6. CURRENT RECORD INF				
6a, ORGANIZATION'S N	AME General Electric Capital Corpo	oration, as Agent		
OR CL. INDIVIDUALICATION				
66. INDIVIDUAL'S LAST	NAME	FIRST NAME	MIDDLE NAME	SUFFIX
			<u></u>	
7. CHANGED (NEW) OR A			· · · · · · · · · · · · · · · · · · ·	- · - · - · - ·
7a. ORGANIZATION S N	AME General Electric Capital Corpo	oration, as Agent		
7b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
			TANDEL TANGE	
7c. MAIL!NG ADDRESS 20	1 Merritt 7	CITY	STATE POSTAL CODE	COUNTRY
20	I IVICITILL !	Norwalk	CT 06851	U.S.A.
7d. SEE INSTRUCTIONS	ADD'L INFO RE 7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID	#, if any
	ORGANIZATION DEBTOR			NONE
8. AMENDMENT (COLLA	TERAL CHANGE): check only <u>one</u> box.	1		
`	eted or added, or give entire restated collate	ral description, or describe collateral assign	ed.	
			<b>-</b>	
	PARTY OF RECORD AUTHORIZING THIS AN authorizing Debtor, or if this is a Termination authorized			
	AME General Electric Capital Corpo			
OR 96. INDIVIDUAL'S LAST	NAME	FIRST NAME	MIDDLE NAME	SUFFIX
10.OPTIONAL FILER REFERE	NCE DATA Debtor: RAVE MOTION	PICTURES BIRMINGHAM III, I	L.L.C.	
				59667047

#### EXHIBIT A

# LEGAL DESCRIPTION

Lee Branch, AL - Birmingham III



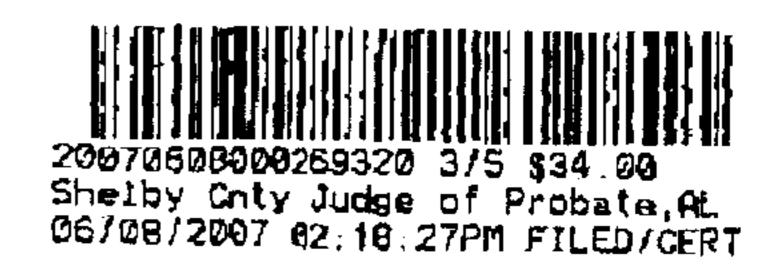


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## Tract 1

A parcel of land being a portion of that certain Lot 1, according to the Survey of The Village at Lee Branch Sector 1 Phase Two, as recorded in Map Book 33, page 58, in the Probate Office of Shelby County, Alabama lying in the SW ¼ of Section 5, Township 19 South, Range 1 West and being more particularly described as follows:

Commence at a 2" capped pipe found in place at the Southwest corner of the NE 1/4 of the SW 1/4 of said Section; thence, run N 88°55'19" E for a distance of 284.08 fect to a capped rebar found (CA00250LS) at the Southwest corner of said Lot 1; thence N 81°11'30" E for a distance of 227.52 feet to a point; thence N 38°20'37" E for a distance of 318.24 feet to a building corner and the Point of Beginning; thence S 89°55'05" E a distance of 10.50 feet to a building corner; thence N 00°04'55" E a distance of 1.74 feet to a building corner; thence S 89°55'05" E a distance of 59.56 feet to a building corner; thence S 00°04'55" W a distance of 16.54 feet to a building corner; thence S 89°55'05" E a distance of 12.08 feet to a building corner; thence N 00°04'55" E a distance of 16.54 feet to a building comer; thence S 89°55'05"E a distance of 139.55 feet to a building corner; thence S 00°04'55" W a distance of 18.90 feet to a building corner; thence S 89°55'05" E a distance of 57.52 feet to a building comer; thence N 00°04'55 E a distance of 2.59 feet to a building corner; thence N 73°49'21" E a distance of 12.23 feet to a building corner; thence S 70°13'45" E a distance of 16.50 feet to a building corner; thence N 85°07'16" E a distance of 16.62 feet to a building corner; thence N 00°04'55." E a distance of 17.33 feet to a building corner; thence S 89°55'05" E a distance of 73.11 feet to a building corner; thence S 00°04'55" W a distance of 38.03 feet to a building corner, thence S 89°55'05" E a distance of 10.13 feet to a building corner, thence S 00°04'55" W a distance of 79.92 feet to a building corner; thence N 89°55'05" W a distance of 5.42 feet to a building corner; thence S 00°04'55" W a distance of 38.02 feet to a building corner; thence N 89°55'05" W a distance of 76.76 feet to a building corner; thence S 00°04'55" W a distance of 18.13 feet to a building corner; thence N 89°55'05" W a distance of 102.56 feet to a building corner; thence S 00°04'55" W a distance of 13:31 feet to a building corner, thence N 89°55'05" W a distance of 139.33 feet to a building corner; thence N 00°04'55" E a distance of 14.14 feet to a building corner; thence N 89°55'05" W a distance of 10.00 feet to a building corner, thence S 00°04'55" W a distance of 21.90 feet to a building corner; thence N 89°55'05" W a distance of 62.57 feet to a building corner; thence N 00°03'28" W a distance of 32.09 feet to a building corner; thence N 89°56'32" E a distance of 4.88 feet to a building corner; thence\_\_ N 00°03'28" W a distance of 6.58 feet to a building corner, thence S 89°56'32" W a distance of 10.27 feet to a building corner; thence N 00°3'28" W a distance of 32.15 feet to a building corner; thence S 89°56'32"W a distance of 3.87 feet to a building corner; thence N 00°03'28" W a distance of 5.75 feet to a building corner, thence N 89°56'32" E a distance of 5.33 feet to a building corner; thence N 00°04'55" E a distance of 80.32 feet to a building corner; thence N 89°55'05" W a distance of 5.53 fect to a building corner;



thence N 00°04'55" E a distance of 36.23 feet to the Point of Beginning. Said above described parcel contains 1.58 acres, more or less.

Being depicted as the "Lease Parcel", consisting of 1.58 acres more or less, on that certain ALTA/ACSM Land Title Survey for Rave Reviews Cinemas prepared by SMW Engineering Group, Inc., William H. Sommerville, III, Alabama Registration No. 19753, dated December 20, 2006, last revised January 17, 2007, Project No. 06-953.

TOGETHER with those certain easements as stated in that certain Reciprocal Easement Agreement by and between AIG Baker Brookstone, L.L.C. and Compass Bank, filed for record August 27, 2003, and recorded as Instrument No. 20030827000569990, in the Probate Office of Shelby County, Alabama.

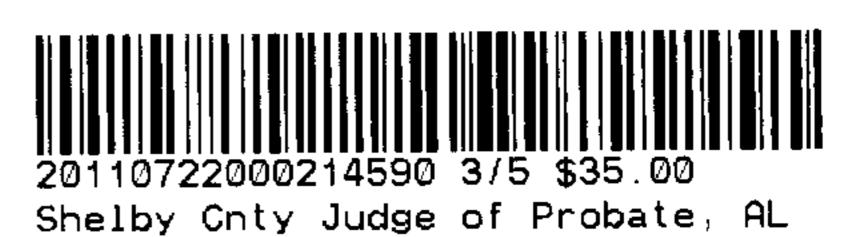
TOGETHER with those certain easements as stated in that certain Declaration of Easements and Restrictions by AlG Baker East Village, L.L.C., dated May 26, 2004, and filed for record June 1, 2004, recorded in Instrument No. 20040601000288850 and Amendment No. 1 to Declaration of Easement and Restrictions recorded in Instrument No. 20040624000345520, in the Probate Office of Shelby County, Alabama.

TOGETHER with non-exclusive rights and easements granted in the Memorandum of Lease by and between AlG Baker East Village, L.L.C., as landlord, and Rave Motion Pictures Birmingham III, LLC, as tenant, dated February 3, 2004, recorded as Instrument No. 20040422000207060, in the Probate Office of Shelby County, Alabama, including, but not limited to, the following:

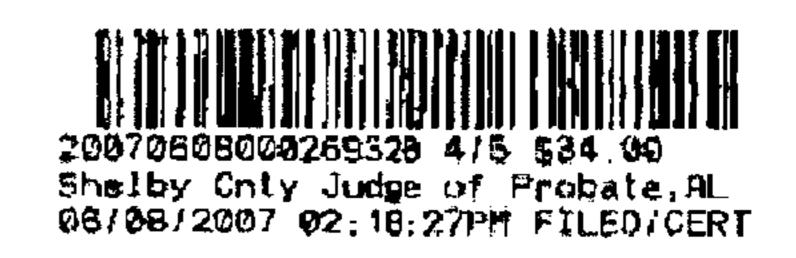
## Tract 2 - Critical Parking Area

A parcel of land being a portion of that certain Lot 1, according to the Survey of The Village at Lee Branch Sector 1 Phase Two, as recorded in Map Book 33, page 58, in the Probate Office of Shelby County, Alabama lying in the SW ¼ of Section 5, Township 19 South, Range 1 West and being more particularly described as follows:

Commence at a 2" capped pipe found in place at the Southwest corner of the NE 1/4 of the SW 1/4 of said Section; thence run N 88°55'19" E for a distance of 284.08 feet to a capped rebar found (CA00250LS) at the Southwest corner of said certain tract of land; thence N 81°11'30" E for a distance of 227.52 feet to the Point of Beginning; thence N 00°00'00" W for a distance of 301.32 feet to a point; thence N 87°33'41" W for a distance of 21.46 feet to a point; thence N 00°00'46" E for a distance of 302.88 feet to a point; thence S 89°57'42" E for a distance of 19.06 feet to a point; thence N 00°33'53" E for a distance of 286.97 feet to a point; thence S 89°57'47" E for a distance of 503.07 feet to a point; thence S 00°00'38" E for a distance of 233.84 feet to a point; thence with a curve to the right with a radius of 50.03 feet, an arc length of 71.73 feet, with a chord bearing of S 30°37'48" E and a chord length of 65.74 feet to a point; thence S 41°11'20" E for a distance of 5.70 feet to a point; thence N 89°11'27" E for a distance of 14.57 feet to a point; thence S 00°03'26" E for a distance of 188.63 feet to a point; thence N 89°51'35" E for a distance of 1.72 feet to a point; thence S 00°10'02" E for a distance of 77.51 feet to a point; thence N 89°55'01" E for a distance of 86.60 feet to a point; thence N 00°16'59" E for a distance of 242.91 feet to a point; thence N 89°59'09" E for a distance..... of 19.39 feet to a point; thence with a curve to the right with a radius of 48.05 feet, an arc length of 67.04 feet, with a chord bearing of N 51°07'06" E and a chord length of 61.73 feet; thence N 04°43'17" E for a distance of 19.38 feet to a point; thence with a curve to the right with a radius of 69.93 feet, an arc length of 86.34 feet, with a chord bearing of S 48°55'38" E and a chord length of 80.96 feet to a point; thence \$ 00°02'42" E for a distance of 241.24 feet to a point; thence \$ 35°19'14" W for a distance of 69.03 feet to a point; thence S 00°28'29" E for a distance of 266.54 feet to a point; thence S 88°55'10" W for a distance of 738.07 feet to the Point of Beginning. Said above described parcel contains 13.32 acres, more or less, as depicted on that certain ALTA/ACSM Land Title



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Survey for Rave Reviews Cinemas prepared by SMW Engineering Group, Inc., William H. Sommerville, III, Alabama Registration No. 19753, dated December 20, 2006, last revised January 17, 2007, Project No. 06-953.

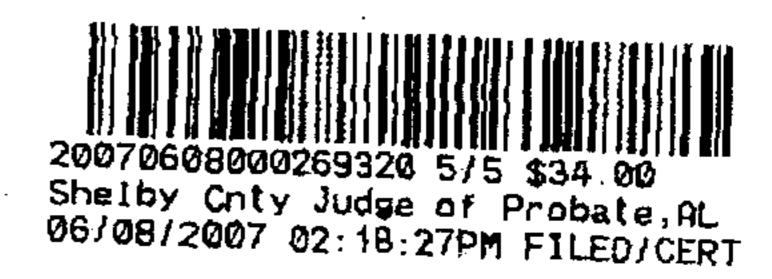
LESS AND EXCEPT the following Lease Parcel:

A parcel of land being a portion of that certain Lot 1, according to the Survey of The Village at Lee Branch Sector 1 Phase Two, as recorded in Map Book 33, page 58, in the Probate Office of Shelby County, Alabama lying in the SW ¼ of Section 5, Township 19 South, Range 1 West and being more particularly described as follows:

Commence at a 2" capped pipe found in place at the Southwest corner of the NE 1/4 of the SW 1/4 of said Section; thence, run N 88°55'19" E for a distance of 284.08 feet to a capped rebar found (CA00250LS) at the Southwest corner of said Lot 1; thence N 81°11'30" E for a distance of 227.52 feet to a point; thence N 38°20'37" E for a distance of 318.24 feet to a building corner and the Point of Beginning; thence S 89°55'05" E a distance of 10.50 feet to a building comer; thence N 00°04'55" E a distance of 1.74 feet to a building corner, thence S 89°55'05" E a distance of 59.56 feet to a building corner; thence S 00°04'55" W a distance of 16.54 feet to a building corner; thence S 89°55'05" E a distance of 12.08 feet to a building corner; thence N 00°04'55" E a distance of 16.54 feet to a building corner; thence S 89°55'05"E a distance of 139.55 feet to a building corner; thence S 00°04'55" W a distance of 18.90 feet to a building corner; thence S 89°55'05" E a distance of 57.52 feet to a building corner; thence N 00°04'55 E a distance of 2.59 feet to a building corner, thence N 73°49'21" E a distance of 12.23 feet to a building corner; thence S 70°13'45" E a distance of 16.50 feet to a building corner; thence N 85°07'16" E a distance of 16.62 feet to a building corner; thence N 00°04'55." E a distance of 17.33 feet to a building corner, thence S 89°55'05" E a distance of 73.11 feet to a building corner; thence S 00°04'55" W a distance of 38.03 feet to a building comer; thence S 89°55'05" E a distance of 10.13 feet to a building corner; thence S 00°04'55" W a distance of 79.92 feet to a building corner; thence N 89°55'05" W a distance of 5.42 feet to a building corner; thence \$ 00°04'55" W a distance of 38.02 feet to a building corner; thence N 89°55'05" W a distance of 76.76 feet to a building corner; thence S 00°04'55" W a distance of 18.13 feet to a building corner; thence N 89°55'05" W a distance of 102.56 feet to a building corner; thence S 00°04'55" W a distance of 13.31 feet to a building corner; thence N 89°55'05" W a distance of 139.33 feet to a building corner; thence N 00°04'55" E a distance of 14.14 feet to a building corner; thence N 89°55'05" W a distance of 10.00 feet to a building corner; thence S 00°04'55" W a distance of 21.90 feet to a building corner; thence N 89°55'05" W a distance of 62.57 feet to a building corner; thence N 00°03'28" W a distance of 32.09 feet to a building corner; thence N 89°56'32" E a distance of 4.88 feet to a building corner; thence N 00°03'28" W a distance of 6.58 feet to a building corner; thence S 89°56'32" W a distance of 10.27 feet to a building corner; thence N-00°3°28° Wa distance of 32.15 feet to a building corner; thence S 89°56'32"W a distance of 3.87 feet to a building corner; thence N 00°03'28" W a distance of 5.75 feet to a building corner; thence N 89°56'32" E a distance of 5.33 feet to a building corner; thence N 00°04'55" E a distance of 80.32 feet to a building corner, thence N 89°55'05" W a distance of 5.53 feet to a building corner, thence N 00°04'55" E a distance of 36.23 feet to the Point of Beginning. Said above described parcel contains 1.58 acres, more or less.



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Being depicted as the "Lease Parcel", consisting of 1.58 acres more or less, on that certain ALTA/ACSM Land Title Survey for Rave Reviews Cinemas prepared by SMW Engineering Group, Inc., William H. Sommerville, III, Alabama Registration No. 19753, dated December 20, 2006, last revised January 17, 2007, Project No. 06-953.

### **ALSO**

LESS AND EXCEPT that certain tract of land as recorded in Instrument No. 2004105001000288860 in the Office of the Judge of Probate of Shelby County, said certain tract of land containing 0.45 acres more or less.



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