

20111229000396450 1/8 \$42.00
Shelby Cnty Judge of Probate, AL
12/29/2011 03:40:45 PM FILED/CERT

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

REBECCA L. RAMSTROM (404) 581-8253

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**JONES DAY, Attn: A. Michael Lee, Esq.
1420 Peachtree Street N.E., Suite 800
Atlanta, Georgia 30309-3053**

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

Vulcan Construction Materials, LP

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

1c. MAILING ADDRESS

1200 Urban Center Drive

CITY

Birmingham

STATE

AL

POSTAL CODE

35242

COUNTRY

USA

1d. **SEE INSTRUCTIONS**

ADD'L INFO RE
ORGANIZATION
DEBTOR

1e. TYPE OF ORGANIZATION

LP

1f. JURISDICTION OF ORGANIZATION

Delaware

1g. ORGANIZATIONAL ID #, if any

2961982

☐ 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

☐ 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

SunTrust Bank, as Administrative Agent

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS

303 Peachtree Street, 23rd Floor

CITY

Atlanta

STATE

GA

POSTAL CODE

30308

COUNTRY

USA

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto and made a part hereof for a description of the collateral.

The maximum principal amount of indebtedness secured by this financing statement is \$600,000,000 subject to an Alabama Department of Revenue mortgage tax allocation order.

This is an as-extracted collateral filing to be filed in the real property records of Shelby County, Alabama.

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) (optional) ☐ All Debtors ☐ Debtor 1 ☐ Debtor 2
8. OPTIONAL FILER REFERENCE DATA

To be filed in the Real Estate Records of Shelby County, Alabama (Helena Quarry) 566957-640035

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

DEUCC1PNAT - 12/17/2002 C T System Online

040393-2

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY



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

OR	9a. ORGANIZATION'S NAME		
	Vulcan Construction Materials, LP		
OR	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				
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. <u>SEE INSTRUCTIONS</u>	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				
OR	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 B attached hereto and made a part hereof

16. Additional collateral description:

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

Vulcan Construction Materials, L.P.
1200 Urban Center Drive
Birmingham, Alabama 35242

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

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDENDUM (FORM UCC1Ad) (REV. 05/22/02)

EXHIBIT A

DEBTOR/GRANTOR:	SECURED PARTY:
As listed on the UCC financing statement	SunTrust Bank, in its capacity as Administrative Agent on behalf of the Lender Group (together with its successors and assigns, the " <u>Administrative Agent</u> ") 303 Peachtree Street, N.E., 23rd Floor Atlanta, Georgia 30308

Description of Collateral:

All of Grantor's right, title and interest in and to the following to the extent located on, relating to, extracted from or otherwise pertaining to the real property described in Exhibit B attached hereto and made a part hereof, whether now or hereafter existing and whether now owned or hereafter acquired or arising (collectively, the "Collateral"):

(a) all Accounts (as defined in the Uniform Commercial Code, the "UCC"), including, without limitation, As-Extracted Collateral (as defined in the UCC) which constitutes Accounts;

(b) all Inventory (as defined in the UCC), including, without limitation, As-Extracted Collateral which constitutes Inventory; and

(c) all of the products and Proceeds (as defined in the UCC) of any of the foregoing.

RL 11802



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EXHIBIT "B"

All of the limestone and dolomite lying in,
on or under the NW 1/4 of Section 11, the
East 1/2 of the SE 1/4 of Section 10, and
the NE 1/4 of the NE 1/4 of Section 15, in
Township 20 South, Range 3 West, together
with the right to mine and remove all such
limestone and dolomite.



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A parcel of land containing 111.567 acres, more or less, being all that portion of North Half of the North Half of Section 11 lying West of State Highway 261 and the Northeast Quarter of the Northeast Quarter of Section 10, both in Township 20 South, Range 3 West, Shelby County, Alabama; being more particularly described as follows with a bearing basis being an assumed bearing for the North line of Section 11;

Commence and begin at a three inch capped pipe found at the Northwest Corner of the Northwest Quarter of the Northwest Quarter of Section 11, Township 20 South, Range 3 West, Shelby County, Alabama; thence run an assumed bearing of North 90°00'00" East 1322.19 feet to a three inch capped pipe found; thence continue North 90°00'00" East 1373.73 feet to a 1/2 inch rebar set (all set with a "CAE 00010" imprinted on a yellow cap) on the Westerly right-of-way line of Alabama Highway 261; thence South 24°03'41" West 397.44 feet along said West right-of-way line to a 1/2 inch rebar set at the PC of a curve to the right, concave Westerly with a radius of 2824.79 feet, a central angle of 9°02'00", a chord bearing of South 28°34'40" West and a chord length of 444.87 feet; thence continue Southerly, then Southwesterly along the arc of the said curve 445.33 feet, being along said West right-of-way line to a 1/2 inch rebar set; thence continue South 33°28'16" West along said West right-of-way line 520.10 feet to a 1/2 inch rebar set at the PC of a curve to the left, concave Easterly with a radius of 2904.79 feet, a central angle of 3°14'46", a chord bearing of South 31°28'16" West and a chord length of 164.55 feet; thence continue Southwesterly, then Southerly along the arc of said curve 164.57 feet, being along said West right-of-way line to a 1/2 inch rebar set; thence leaving said right-of-way line, South 89°55'57" West 592.34 feet to a 5/8 inch rebar found; thence South 89°58'05" West 1320.44 feet to a 1 1/2 inch open pipe found; thence South 89°46'37" West 1318.68 feet to a 5/8 inch rebar found; thence North 1°33'06" West 1331.61 feet to a three inch capped pipe found; thence North 89°47'28" East 1316.35 feet to the Point of Beginning.

RL11802



20111229000396450 6/8 \$42.00
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That part of the Excluded Land lying west of
Highway 261 is cross-hatched in yellow.

2011 6081
Recorded in the Above
UCC Book & Page
12-27-2011 01:59:05 PM
W. Hardy McCollum - Probate Judge
Tuscaloosa County, Alabama

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional) REBECCA L. RAMSTROM (404) 581-8253	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) JONES DAY, Attn: A. Michael Lee, Esq. 1420 Peachtree Street N.E., Suite 800 Atlanta, Georgia 30309-3053	



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1. DEBTOR'S EXACT FULL LEGAL NAME - insert only ggg debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME Vulcan Construction Materials, LP				
OR 1b. INDIVIDUAL'S LAST NAME				
1c. MAILING ADDRESS 1200 Urban Center Drive		CITY Birmingham	STATE AL	POSTAL CODE 35242
1d. SEE INSTRUCTIONS		1e. TYPE OF ORGANIZATION DEBTOR LP	1f. JURISDICTION OF ORGANIZATION Delaware	
		1g. ORGANIZATIONAL ID #, if any 2961982		<input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only ggg debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME				
OR 2b. INDIVIDUAL'S LAST NAME				
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2d. SEE INSTRUCTIONS		2e. TYPE OF ORGANIZATION DEBTOR	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 ggg secured party name (3a or 3b)

3a. ORGANIZATION'S NAME SunTrust Bank, as Administrative Agent				
OR 3b. INDIVIDUAL'S LAST NAME				
3c. MAILING ADDRESS 303 Peachtree Street, 23rd Floor		CITY Atlanta	STATE GA	POSTAL CODE 30308

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto and made a part hereof for a description of the collateral.

The maximum principal amount of indebtedness secured by this financing statement is \$600,000,000 subject to an Alabama Department of Revenue mortgage tax allocation order.

This is an as-extracted collateral filing to be filed in the real property records of Tuscaloosa County, Alabama.

% of property located in Tuscaloosa County 90%

% of property located in Blbb County 10%

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) (optional)		All Debtors Debtor 1 Debtor 2			
8. OPTIONAL FILER REFERENCE DATA						

To be filed in the Real Estate Records of Tuscaloosa County, Alabama (Tuscaloosa Quarry) 566957-640035

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

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Tuscaloosa County Probate Office

Instrument Recording Receipt

Book: UCC

Inst: UCC-1 Financing Statement

Book/Page: 2011 / 6081

Mortgage Tax	45720.00
Probate Judge Fee	2.00
Recording Fee	22.00
Recording Fee	6.00
Total Fees :	\$ 45750.00
<hr/>	
Total Due :	\$ 45750.00
Cash Paid :	\$ 30.00
Checks Paid:	\$ 45720.00
Total Paid :	\$ 45750.00
<hr/>	
Change Due :	\$ 0.00

Have a Nice Day

W. Hardy McCollum - Probate Judge

Term/Cashier: SCAN1 / Klatner

Tran: 10378.650901.823400

Printed: 12-27-2011 01:59:10 PM

Other County Tax

Book: UCC

Book/Page: 2011 / 6081

MTG - Mortgage Tax	\$45720.00
PCT COUNTY	
1.50 Calhoun County	
15.35 Colbert County	
3.43 DeKalb County	
2.40 Escambia County	
1.70 Etowah County	
4.77 Franklin County	
2.56 Jackson County	
10.74 Jefferson County	
17.21 Lee County	
4.38 Madison County	
6.20 Morgan County	
19.13 Shelby County	
3.43 Talladega County	
7.37 Tuscaloosa County	
0.93 Bibb County	

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