

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) J. Lindsay Stradley, Jr., (404) 736-7889
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <input type="checkbox"/> J. Lindsay Stradley, Jr. DLA Piper LLP (US) 1201 West Peachtree Street, N.E., Suite 2800 Atlanta, GA 30309-3450

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THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME The Grand Reserve at Pelham, LLC				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS P.O. Box 518	CITY Phenix City	STATE AL	POSTAL CODE 36868	COUNTRY USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME				
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME Transamerica Financial Life Insurance Company				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS c/o AEGON USA Realty Advisors, LLC, 4333 Edgewood Road, NE	CITY Cedar Rapids	STATE IA	POSTAL CODE 52499-5443	COUNTRY USA

4. COLLATERAL: This financing statement covers the following collateral:

The collateral is described on Exhibit B hereto and pertains to the real estate described on Exhibit A hereto.

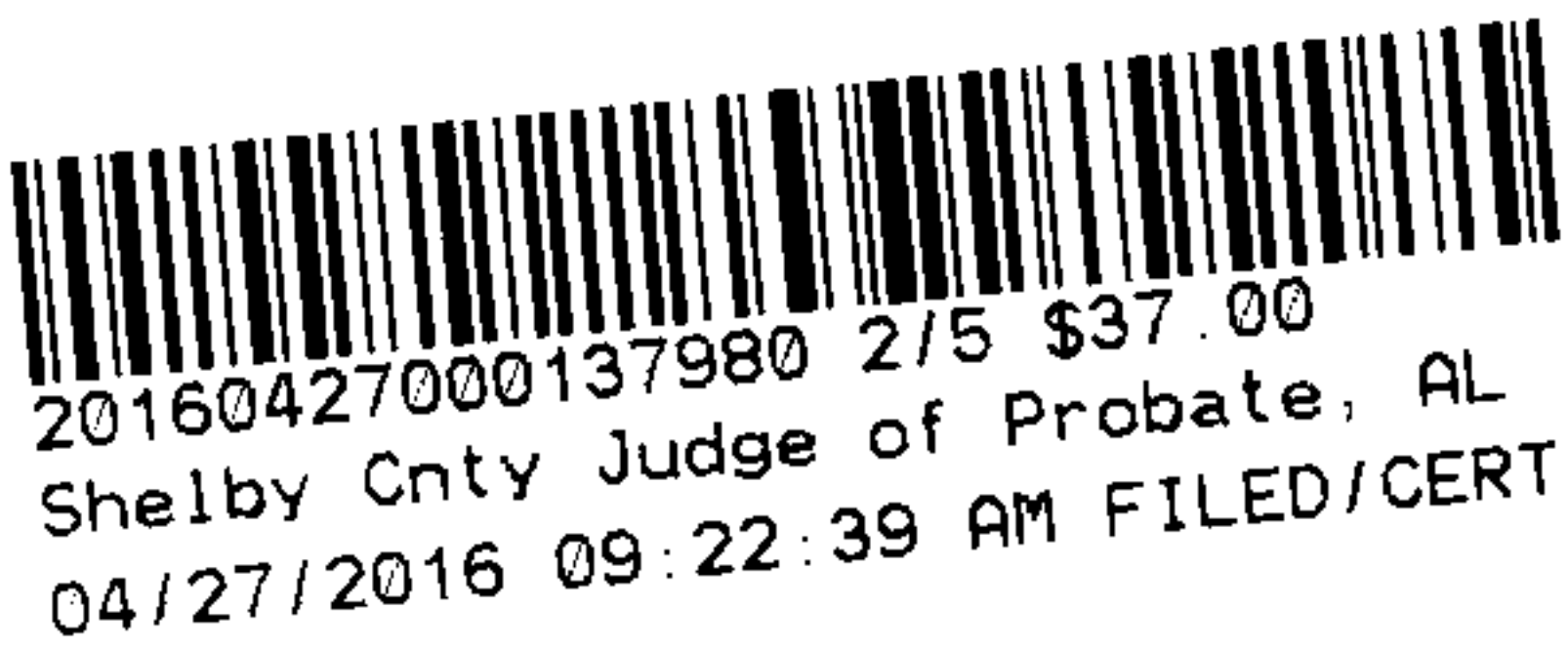
This instrument secures the same indebtedness secured by that certain Mortgage, Security Agreement and Fixture Filing filed of record in Mortgage Book *, beginning at Page , upon which mortgage tax has been collected, such that no additional mortgage tax is due in connection with the recordation of this instrument. The principal amount of the indebtedness is \$18,400,000.00. * Inst 20160427000137960

5. Check <u>only</u> if applicable and check <u>only</u> one box: Collateral is <input type="checkbox"/> held in a Trust (see UCC1Ad, item 17 and Instructions) <input type="checkbox"/> being administered by a Decedent's Personal Representative	
6a. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Public-Finance Transaction <input type="checkbox"/> Manufactured-Home Transaction <input type="checkbox"/> A Debtor is a Transmitting Utility	6b. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing
7. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> Lessee/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licenser	
8. OPTIONAL FILER REFERENCE DATA. Real estate records in office of Probate Judge of Shelby County Alabama; Loan # 10516108	

International Association of Commercial Administrators (IACA)

UCC FINANCING STATEMENT ADDENDUM
FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here []
9a. ORGANIZATION'S NAME
The Grand Reserve at Pelham, LLC
OR
9b. INDIVIDUAL'S SURNAME
FIRST PERSONAL NAME
ADDITIONAL NAME(S)/INITIAL(S) SUFFIX



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10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c
10a. ORGANIZATION'S NAME
OR
10b. INDIVIDUAL'S SURNAME
INDIVIDUAL'S FIRST PERSONAL NAME
INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S) SUFFIX
10c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

11. [] ADDITIONAL SECURED PARTY'S NAME or [] ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)
11a. ORGANIZATION'S NAME
OR
11b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX
11c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13. [X] This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS (if applicable)
14. This FINANCING STATEMENT: [] covers timber to be cut [] covers as-extracted collateral [X] is filed as a fixture filing
15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest)
16. Description of real estate: The real estate is described on Exhibit A hereto.
17. MISCELLANEOUS:

EXHIBIT A

THE FOLLOWING REAL PROPERTY LOCATED IN SHELBY COUNTY, ALABAMA:


LOT 1, ACCORDING TO THE SURVEY OF COLE & AWTREY RESURVEY, AS RECORDED IN MAP BOOK 44, PAGE 9, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE NORTHWEST CORNER OF SECTION 30, TOWNSHIP 20 SOUTH, RANGE 2 WEST AND THE SOUTHWEST CORNER OF SECTION 19, TOWNSHIP 20 SOUTH, RANGE 2 WEST, PELHAM, SHELBY COUNTY, ALABAMA, RUN NORTH 89 DEGREES 58 MINUTES 11 SECONDS EAST 646.41 FEET TO AN IRON PIN SET ON THE EAST RIGHT-OF-WAY OF HUNTLEY PARKWAY, ALSO BEING THE POINT OF BEGINNING; THENCE SOUTH 89 DEGREES 58 MINUTES 11 SECONDS EAST 661.52 FEET TO AN IRON PIN SET; THENCE NORTH 00 DEGREES 03 MINUTES 55 SECONDS WEST 384.15 FEET TO AN IRON PIN SET; THENCE SOUTH 89 DEGREES 45 MINUTES 50 SECONDS WEST 622.80 FEET TO AN IRON PIN SET ON THE EAST RIGHT-OF-WAY OF HUNTLEY PARKWAY; THENCE ALONG THE EAST RIGHT-OF-WAY OF HUNTLEY PARKWAY, NORTH 00 DEGREES 14 MINUTES 10 SECONDS WEST 206.44 FEET TO A REBAR & CAP IRON PIN FOUND; THENCE NORTH 89 DEGREES 45 MINUTES 50 SECONDS EAST 239.44 FEET TO A REBAR & CAP IRON PIN FOUND; THENCE SOUTH 00 DEGREES 14 MINUTES 10 SECONDS EAST 90.46 FEET TO A REBAR & CAP IRON PIN FOUND; THENCE NORTH 89 DEGREES 45 MINUTES 50 SECONDS EAST 515.54 FEET TO A REBAR & CAP IRON PIN FOUND; THENCE SOUTH 00 DEGREES 03 MINUTES 55 SECONDS EAST 500.65 FEET TO A REBAR & CAP IRON PIN FOUND; THENCE SOUTH 89 DEGREES 57 MINUTES 08 SECONDS WEST 74.57 FEET TO A REBAR & CAP IRON PIN FOUND; THENCE SOUTH 89 DEGREES 58 MINUTES 11 SECONDS WEST 32.26 FEET TO A NAIL FOUND IN A 15" OAK TREE; THENCE SOUTH 00 DEGREES 28 MINUTES 44 SECONDS WEST 1310.93 FEET TO A REBAR & CAP IRON PIN FOUND; THENCE NORTH 89 DEGREES 52 MINUTES 41 SECONDS WEST 296.33 FEET TO A REBAR & CAP IRON PIN FOUND ON THE EAST RIGHT-OF-WAY OF HUNTLEY PARKWAY; THENCE ALONG THE EAST RIGHT-OF-WAY OF HUNTLEY PARKWAY, THE FOLLOWING SEVEN (7) CALLS: 1) NORTH 01 DEGREE 09 MINUTES 05 SECONDS EAST 72.07 FEET TO AN IRON PIN SET; 2) AS IT CURVES, CONCAVE WESTERLY, HAVING A CHORD BEARING AND DISTANCE OF NORTH 08 DEGREES 47 MINUTES 53 SECONDS WEST 183.05 FEET, AN ARC LENGTH OF 183.97 FEET AND A RADIUS OF 530.00 FEET TO A REBAR & CAP IRON PIN FOUND; 3) THENCE NORTH 18 DEGREES 44 MINUTES 32 SECONDS WEST 329.31 FEET TO AN IRON PIN SET; 4) AS IT CURVES, CONCAVE SOUTHWESTERLY, HAVING A CHORD BEARING AND DISTANCE OF NORTH 25 DEGREES 57 MINUTES 06 SECONDS WEST 161.32 FEET, AN ARC LENGTH OF 161.75 FEET AND A RADIUS OF 642.74 FEET TO AN IRON PIN SET; 5) THENCE NORTH 33 DEGREES 09 MINUTES 40 SECONDS WEST 85.91 FEET TO AN IRON PIN SET; 6) THENCE AS IT CURVES, CONCAVE NORTHEASTERLY, HAVING A CHORD BEARING AND DISTANCE OF NORTH 26 DEGREES 22 MINUTES 46 SECONDS WEST 212.00 FEET, AN ARC LENGTH OF 212.50 FEET AND A RADIUS OF 897.56 FEET TO A REBAR & CAP IRON PIN

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FOUND; AND 7) THENCE AS IT CURVES, CONCAVE EASTERLY, HAVING A CHORD BEARING AND DISTANCE OF NORTH 05 DEGREES 54 MINUTES 37 SECONDS WEST 340.72 FEET, AN ARC LENGTH OF 343.98 FEET AND A RADIUS OF 720.00 FEET TO THE POINT OF BEGINNING. PARCEL CONTAINS 18.5 ACRES.

TOGETHER WITH THE NON-EXCLUSIVE RIGHT TO THE USE AND BENEFIT OF THE RETENTION AREA EASEMENT RESERVED IN THAT CERTAIN STATUTORY WARRANTY DEED RECORDED IN INSTRUMENT 20040610000314510, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

FURTHER TOGETHER WITH THE RIGHTS AND EASEMENTS GRANTED IN THAT CERTAIN EASEMENT AGREEMENT DATED EFFECTIVE FEBRUARY 4, 2015, BY AND BETWEEN COLE INVESTMENT REALTY, LLC, AN ALABAMA LIMITED LIABILITY COMPANY, AND THE GRAND RESERVE AT PELHAM, LLC, AN ALABAMA LIMITED LIABILITY COMPANY, AND RECORDED IN INSTRUMENT 20150205000039130, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA.



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Exhibit B to Financing Statement

Debtor: The Grand Reserve at Pelham, LLC

Secured Party: Transamerica Financial Life Insurance Company

This Financing Statement covers all assets of the Debtor, including in particular those assets that relate to the multi-family residential apartment complex known as The Grand Reserve at Pelham, on the parcel of real property which is legally described on Exhibit A to this Financing Statement (the "Property"). The scope of the Lender's security interest is more particularly described in that certain Mortgage, Security Agreement and Fixture Filing made by Debtor in favor of the Secured Party covering the Property, and recorded in the land title records of Shelby County, Alabama.

The covered assets include Accounts, Chattel Paper, Deposit Accounts, Documents, Equipment, Goods, Instruments, General Intangibles, Investment Property, and Letter-of-Credit Rights, as such terms are defined in the Uniform Commercial Code as adopted in Alabama.


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