

**UCC FINANCING STATEMENT**  
FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) <b>J. Matthew Trent, Esq. 704.339.1731</b>
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address)  <b>J. Matthew Trent, Esq. Winstead PC 201 North Tryon Street Suite 2000 Charlotte, North Carolina 28202</b>



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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 <b>MONARCH AT LEE BRANCH, LLC</b>				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS	CITY		STATE	POSTAL CODE
<b>4828 Ashford Dunwoody Road, Suite 400</b>	<b>Atlanta</b>		<b>GA</b>	<b>30338</b>
				<b>USA</b>

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

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

3a. ORGANIZATION'S NAME <b>RIALTO MORTGAGE FINANCE, LLC</b>				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS	CITY		STATE	POSTAL CODE
<b>600 Madison Avenue, 12th Floor</b>	<b>New York</b>		<b>NY</b>	<b>10022</b>
				<b>USA</b>

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

All assets and all personal property now or hereafter owned by Debtor (the "Collateral"). Proceeds of the Collateral are also covered.

5. Check only if applicable and check only one box: Collateral is ☐ held in a Trust (see UCC1Ad, item 17 and Instructions) ☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

☐ Public-Finance Transaction ☐ Manufactured-Home Transaction ☐ A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:

☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable) ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:

County: **Shelby, Alabama**

**56396-348**

**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

**MONARCH AT LEE BRANCH, 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. ☒ 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☒ 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:

See Exhibit A attached hereto and incorporated herein by reference for all purposes.

17. MISCELLANEOUS:

**Item No. 16 continued:**

**EXHIBIT A**

**Legal Description**

The land referred to herein below is situated in the County of Shelby, State of Alabama, and is described as follows:

**PARCEL 1:**

Lot 1B, according to the survey of a Resubdivision of The Village at Lee Branch as recorded in Map Book 31, Page 130A and 130B, in the Probate Office of Shelby County, Alabama, being a Resubdivision of The Village at Lee Branch Sector 1-Revision 1.

**PARCEL 2:**

Lots 1A, 1B, 1C and 1D according to the Resurvey of Lot 1 of The Village at Lee Branch, Sector 1, Phase 2, as recorded in the Office of the Judge of Probate of Shelby County, Alabama in Map Book 43, Page 66.

Lots 7 and 8, according to the survey of The Village at Lee Branch Sector 1 – Phase 2, as recorded in Map Book 33, Page 58, in the Probate Office of Shelby County, Alabama, being a Resubdivision of Lot 5A of The Village at Lee Branch Sector 1-Revision 1.

Together with such appurtenant access, easement and other rights which arise or are reserved under and pursuant to the following instrument being more particularly described as follows:

Reciprocal Easement Agreement by and between AIG Baker Brookstone, L.L.C., and Compass Bank, dated August 26, 2003, filed for record August 27, 2003 at 10:47 a.m., recorded as Instrument Number: 20030827000569990 in the Probate Office of Shelby County, Alabama. Reciprocal Easement Agreement with Covenants, Conditions and Restrictions dated June 30, 2003 and recorded July 1, 2003 as Document Number 20030701000412990 made by and between AIG Baker Brookstone, LLC and Lee Branch, LLC.

Cost-Sharing Agreement dated as of January 1, 2014 and recorded September 17, 2014 as Document Number 20140917000291230 made by and between Pera Lee Branch, Inc. and Rushmore Lee Branch, LLC.

Declaration of Easement and Restrictions dated as of May 26, 2004 and recorded June 1, 2004 as Document Number 20040601000288850 made by AIG Baker East Village, LLC, as amended by Amendment No. 1 to Declaration of Easement and Restrictions was recorded June 24, 2004 as Document Number 20040624000345520 Amendment to Declaration of Easement and Restrictions was recorded May 11, 2012 as Document Number 20120511000165500 as amended by Amendment No. 3 to Declaration of Easement and Restrictions was recorded January 27, 2014 as Document Number 20140127000026530 as amended by Amendment No. 4 to Declaration of Easement and Restrictions was recorded October 14, 2014 as Document Number 20141014000323410.

Agreement of Covenants, Conditions and Restrictions and Grant of Easements dated June 21, 2004 and recorded June 24, 2004 as Document Number 20040624000345530 made by AIG Baker East Village, LLC, as amended by First Amendment to Agreement of Covenants,


Debtor Name:  
MONARCH AT LEE BRANCH, LLC

**Item No. 16 continued:**

Conditions and Restrictions and Grant of Easement dated September 3, 2013 and recorded September 13, 2013 as Document Number 20130913000372210.

To the extent that an interest in real property is created, Declaration of Limited Use Restrictions dated June 29, 2007 and recorded July 2, 2007 as Document Number 20070702000309430 made by and between AIG Brookstone, LLC and AIG Baker East Village, LLC. (Parcel 2)

To the extent and interest in Real Property is created, Agreement regarding maintenance obligation for PAD C – The Village at Lee Branch – Phase II dated as of June 21, 2004 and recorded June 24, 2004 as Document Number 20040624000345540 made by AIG Baker East Village, LLC.

  
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