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UCC1 1/11

UCC FINANCING STATEMENT
FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) David Kinman, 205-254-1092	
B. E-MAIL CONTACT AT FILER (optional) dkinman@maynardcooper.com	
B. SEND ACKNOWLEDGEMENT TO: (Name and Address)	
┌	┐ David R. Kinman Maynard, Cooper & Gale, P.C. 1901 Sixth Avenue North 2400 Regions Harbert Plaza Birmingham, Alabama 35203 └

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)

OR	1a. ORGANIZATION'S NAME TCG Chelsea Acres, LLC			
	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S) INITIAL(S)	SUFFIX
1c. MAILING ADDRESS 100 Applegate Court		CITY Pelham	STATE AL	POSTAL CODE 35124
				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)

OR	2a. ORGANIZATION'S NAME			
	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)

OR	3a. ORGANIZATION'S NAME Green Rock 2019 Strategic Fund, LLC			
	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S) INITIAL(S)	SUFFIX
3c. MAILING ADDRESS 2015 3 rd Avenue North		CITY Birmingham	STATE AL	POSTAL CODE 35203
				COUNTRY USA

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

See Exhibit A and Exhibit B attached hereto and incorporated herein.

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 <u>only</u> if applicable and check <u>only</u> one box: ☐ Public Finance Transaction ☐ Manufactured Home Transaction ☐ Debtor is a Transmitting Utility	6b. Check <u>only</u> if applicable and check <u>only</u> one box: ☐ Agricultural Lien ☐ Non-UCC Filing
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7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA
TO BE FILED WITH: Judge of Probate of Shelby County, Alabama; MCG matter 24493-0004

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 ☐

OR

9a. ORGANIZATION'S NAME
TCG Chelsea Acres, LLC
9b. INDIVIDUAL'S SURNAME
FIRST PERSONAL NAME
ADDITIONAL NAME(S)/INITIALS(S)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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

OR

10a. ORGANIZATION'S NAME
10b. INDIVIDUAL'S SURNAME
INDIVIDUAL'S FIRST PERSONAL NAME
INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

10c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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11. ☐ ADDITIONAL SECURED PARTY'S OR ☐ ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

OR

11a. ORGANIZATION'S NAME			
11b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

11c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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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
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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.
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17. MISCELLANEOUS:

EXHIBIT "A"

Legal Description of Land

PARCEL I:

Tract of land situated in Section 35 and Section 36, Township 19 South, Range 1 West, Shelby County, Alabama, being more particularly described as follows:

Begin at a nail in a 3-inch post being the Southwest corner of the Northeast 1/4 of the Southwest 1/4 of Section 35, Township 19 South, Range 1 West, Shelby County, Alabama; thence run North 88 degrees 12 minutes 22 seconds East along the South line of said 1/4-1/4 line a distance of 1366.14 feet to the Southwest corner of the Northwest 1/4 of the Southeast 1/4 of said Section; thence run North 88 degrees 15 minutes 21 seconds East along the South line of said 1/4-1/4 Section a distance of 1356.20 feet to the Southwest corner of the Northeast 1/4 of the Southeast 1/4 of said Section; thence run North 88 degrees 33 minutes 02 seconds East along the South line of said 1/4-1/4 Section a distance of 1402.08 feet to the Southwest corner of the Northwest 1/4 of the Southwest 1/4 of Section 36, Township 19 South, Range 1 West; thence run North 89 degrees 39 minutes 09 seconds East along the South line of said 1/4-1/4 Section a distance of 665.69 feet to a point lying on the centerline of Little Creek; thence run along the centerline of Little Creek having a chord bearing of North 20 degrees 58 minutes 20 seconds East a distance of 1570.35 feet to a point lying 329.29 feet South of the Northwest corner of Lot 3, according to the survey of Mitchem Family Subdivision, as recorded in Map Book 27, Page 119, in the Probate Office of Shelby County, Alabama; thence leaving the centerline of Little Creek run North 00 degrees 42 minutes 59 seconds East along the West line of Lot 3 of said survey a distance of 329.29 feet to a found iron (capped "RYS") being the Southwest corner of Lot 1B, according to a Resurvey of Lots 1 & 2 of Mitchem Family Subdivision, as recorded in Map Book 44, Page 71, in the Probate Office of Shelby County, Alabama; thence run North 00 degrees 42 minutes 15 seconds East along the West line of Lot 1B and Lot 1A of said survey a distance of 1399.05 feet, more or less, to the South right of way line of Liberty Road being described in Instrument #2002-8616, in the Probate Office of Shelby County, Alabama; thence run along Liberty Road the following courses: thence run North 48 degrees 58 minutes 24 seconds West a distance of 236.13 feet to a curve to the left with a radius of 489.80 feet, with a delta angle of 09 degrees 39 minutes 07 seconds, a chord bearing of North 53 degrees 47 minutes 57 seconds West, and a chord length of 82.41 feet; thence run along said curve a distance of 82.51 feet to a point; thence run North 58 degrees 37 minutes 31 seconds West a distance of 561.70 feet to curve to the left with a radius of 113.31 feet, with a delta angle of 33 degrees 51 minutes 31 seconds, a chord bearing of North 75 degrees 33 minutes 16 seconds West, and a chord length of 65.99 feet; thence run along said curve a distance of 66.96 feet to a compound curve to the left with a radius of 1200.0 feet, with a delta angle of 06 degrees 59 minutes 07 seconds, a chord bearing of South 84 degrees 01 minutes 24 seconds West, and a chord length of 146.21 feet; thence run along said curve a distance of 146.30 feet to a point; thence run South 80 degrees 31 minutes 51 seconds West a distance of 153.42 feet to a curve to the right with a radius of 115.00 feet, with a delta angle of 45 degrees 25 minutes 05 seconds, a chord bearing of North 76 degrees 45 minutes 37 seconds West, and a chord length of 88.79 feet; thence run along said curve a distance of 91.16 feet to a point; thence run North 54 degrees 03 minutes 04 seconds West a

distance of 51.86 feet to curve to the left with a radius of 126.00 feet, with a delta angle of 48 degrees 39 minutes 21 seconds, a chord bearing of North 78 degrees 22 minutes 45 seconds West, and a chord length of 103.81 feet; thence run along said curve a distance of 107.00 feet to a point; thence run South 77 degrees 17 minutes 35 seconds West a distance of 32.49 feet to the Northeast corner of Lot 1, according to the survey of Chelsea Estates First Addition, as recorded in Map Book 5, Page 65, in the Probate Office of Shelby County, Alabama; thence leaving the South right of way of Liberty Road, run South 00 degrees 34 minutes 21 seconds West along the East line of Lots 1, 2, 3, 4, 6, 7, and 8, a distance of 1101.62 feet to the Southeast corner of Lot 8 of said survey and the Northeast corner of the Southeast 1/4 of the Northeast 1/4 of Section 35, Township 19 South, Range 1 West, Shelby County, Alabama; thence run South 88 degrees 31 minutes 22 seconds West along the North line of said 1/4-1/4 Section a distance of 1334.91 feet to the Northwest corner of the Southeast 1/4 of the Northeast 1/4 of said Section; thence run South 00 degrees 30 minutes 23 seconds West along the West line of said 1/4-1/4 Section a distance of 1327.81 feet to the Northeast corner of the Northwest 1/4 of the Southeast 1/4 of said Section; thence run South 88 degrees 32 minutes 24 seconds West along the North line of said 1/4-1/4 Section a distance of 1334.36 feet to the Northeast corner of the Northeast 1/4 of the Southwest 1/4 of said Section; thence run South 88 degrees 31 minutes 37 seconds West along the North line of said 1/4-1/4 Section a distance of 1208.18 feet to a non-tangent curve to the right with a radius of 375.00 feet, with a delta angle of 25 degrees 58 minutes 58 seconds, a chord bearing of North 57 degrees 26 minutes 32 seconds West, and a chord length of 168.60 feet; thence leaving the North line of said Section run along said curve a distance of 170.06 feet to a point; thence run North 44 degrees 27 minutes 02 seconds West a distance of 217.57 feet to a curve to the right with a radius of 325.00 feet, with a delta angle of 43 degrees 36 minutes 14 seconds, a chord bearing of North 22 degrees 38 minutes 56 seconds West, and a chord length of 241.41 feet; thence run along said curve a distance of 247.33 feet to a compound curve to the right with a radius of 25.00 feet, with a delta angle of 89 degrees 11 minutes 19 seconds, a chord bearing of North 43 degrees 44 minutes 51 seconds East, and a chord length of 35.10 feet; thence run along said curve a distance of 38.92 feet to a point on the South right of way line of Liberty Road; thence run South 88 degrees 20 minutes 30 seconds West along said road right of way a distance of 209.26 feet to a point; thence leaving the South right of way line of Liberty Road run South 00 degrees 22 minutes 45 seconds West a distance of 1167.37 feet to a point; thence run North 88 degrees 30 minutes 55 seconds East a distance of 450.17 feet to a point on the West line of the Northeast 1/4 of the Southwest 1/4 of Section 35, Township 19 South, Range 1 West; thence run South 00 degrees 20 minutes 24 seconds East along the West line of said 1/4-1/4 Section a distance of 658.42 feet to the point of beginning.

PARCEL II:**WESTSIDE COMMERCIAL**

STATE OF ALABAMA
SHELBY COUNTY

Commence at a 3" solid iron in place accepted as the Southwest corner of the Northeast one-fourth of the Southeast one-fourth of Section 6, Township 22 South, Range 2 West, Shelby

County, Alabama; thence proceed North $00^{\circ} 23' 47''$ West along a fence line and along the West boundary of said quarter-quarter section for a distance of 1318.04 feet to a 2" metal fence post in place, said point being located on the Southerly right-of-way of Shelby County Highway 22; thence proceed South $87^{\circ} 38' 58''$ East along the Southerly right-of-way of said highway for a distance of 989.32 feet to a right-of-way monument in place; thence proceed South $88^{\circ} 16' 34''$ East along the Southerly right-of-way of said highway for a distance of 261.31 feet; thence proceed South $89^{\circ} 2' 58''$ East along the Southerly right-of-way of said road for a distance of 177.68 feet, said point being the point of beginning. From this beginning point proceed South $15^{\circ} 33' 22''$ West for a distance of 202.50 feet; thence proceed Southeasterly along the curvature of a concave curve right having a delta angle of $14^{\circ} 52' 04''$ and a radius of 1225.0 feet for a chord bearing and distance of South $67^{\circ} 00' 36''$ East, 316.98 feet to the P. T. of said curve; thence proceed South $59^{\circ} 34' 34''$ East for a distance of 79.74 feet to a point on the Westerly right-of-way of relocated Shelby County Highway No. 12; thence proceed Northeasterly along the Westerly right-of-way of said Highway 12 and along the curvature of a concave curve left having a delta angle of $23^{\circ} 24' 16''$ and a radius of 661.0 feet for a chord bearing and distance of North $14^{\circ} 67' 40''$ East, 268.13 feet to the P. T. of said curve; thence proceed North $52^{\circ} 47' 21''$ West along the Westerly right-of-way of said highway for a distance of 151.81 feet to its point of intersection with the Southerly right-of-way Shelby County Highway 22; thence proceed South $89^{\circ} 26' 22''$ West along the Southerly right-of-way of said Highway 22 for a distance of 200.47 feet; thence proceed North $54^{\circ} 09' 03''$ West along the Southerly right-of-way of said highway for a distance of 17.06 feet; thence proceed North $89^{\circ} 26' 58''$ West along the Southerly right-of-way of said highway for a distance of 40.29 feet to the point of beginning.

The above described land is located in the Northwest one-fourth of the Southwest one-fourth of Section 5, Township 22 South, Range 2 West, Shelby County.

WEST

STATE OF ALABAMA
SHELBY COUNTY

Commence at a 3" solid iron in place accepted as the Southwest corner of the Northeast one-fourth of the Southeast one-fourth of Section 6, Township 22 South, Range 2 West, Shelby County, Alabama, said point being the point of beginning. From this beginning point proceed North $00^{\circ} 23' 47''$ West along a fence line and along the West boundary of said quarter-quarter section for a distance of 1318.04 feet to a 2" metal fence post in place, said point being located on the Southerly right-of-way of Shelby County Highway 22; thence proceed South $87^{\circ} 38' 58''$ East along the Southerly right-of-way of said highway for a distance of 989.32 feet to a right-of-way monument in place; thence proceed South $88^{\circ} 16' 34''$ East along the Southerly right-of-way of said highway for a distance of 261.31 feet; thence proceed South $89^{\circ} 26' 58''$ East along the Southerly right-of-way of said highway for a distance of 177.68 feet; thence proceed South $15^{\circ} 33' 22''$ West for a distance of 202.50 feet; thence proceed Southeasterly along the curvature of a concave curve right having a delta angle of $14^{\circ} 52' 04''$ and a radius of 1225.0 feet for a chord bearing and distance of South $67^{\circ} 00' 36''$ East, 316.98 feet to the P. T. of said curve;

thence proceed South 59° 34' 34" East for a distance of 79.74 feet to a point on the Westerly right-of-way of relocated Shelby County Highway No. 12; thence proceed Southwesterly along the Westerly right-of-way of said Highway 12 and along the curvature of a concave curve right having a delta angle of 15° 24' 39" and a radius of 661.0 feet for a chord bearing and distance of South 34° 22' 07" West, 177.25 feet to the P. T. of said curve; thence proceed South 42° 04' 27" West along the Westerly right-of-way of said highway for a distance of 44.14 feet to the P. C. of a concave curve left having a delta angle of 36° 59' 58" and a radius of 850.0 feet; thence proceed Southwesterly along the Westerly right-of-way of said highway and along the curvature of said curve for a chord bearing and distance of South 23° 34' 28" West, 539.41 feet to the P. T. of said curve; thence proceed South 04° 15' 26" East along the Westerly right-of-way of said highway for a distance of 111.93 feet to a right-of-way monument in place, which is also the P. C. of a concave curve right having a delta angle of 12° 19' 55" and a radius of 778.51 feet; thence proceed Southwesterly along the Westerly right-of-way of said Highway 12 and along the curvature of said curve for a chord bearing and distance of South 01° 23' 29" West, 167.24 feet to a point on the South boundary of the Northwest one-fourth of the Southwest one-fourth of Section 5; thence proceed North 86° 27' 38" West along the South boundary of said quarter-quarter section for a distance of 47.20 feet to a 1 ½" crimp top pipe in place; thence proceed North 87° 33' 12" West along the South boundary of the Northeast one-fourth of the Southeast one-fourth of Section 6 for a distance of 1338.70 feet to the point of beginning.

The above described land is located in the Northeast one-fourth of the Southeast one-fourth of Section 6 and the Northwest one-fourth of the Southwest one-fourth of Section 5, Township 22 South, Range 2 West, Shelby County.

EASTSIDE COMMERCIAL

STATE OF ALABAMA
SHELBY COUNTY

Commence at a 1" iron in place accepted as the Northeast corner of the Northwest one-fourth of the Southwest one-fourth of Section 5, Township 22 South, Range 2 West, Shelby County Alabama; thence proceed North 88° 51' 01" West along the North boundary of said quarter-quarter section for a distance of 335.34 feet to the point of beginning. From this beginning proceed South 06° 37' 11" West for a distance of 218.94 feet; thence proceed South 16° 52' 58" East for a distance of 46.44 feet; thence proceed South 31° 32' 35" East for a distance of 46.44 feet; thence proceed South 01° 41' 22" East for a distance of 67.74 feet; thence proceed South 88° 18' 38" West for a distance of 282.46 feet; thence proceed North 75° 37' 58" West for a distance of 58.08 feet; thence proceed North 59° 34' 34" West for a distance of 90.68 feet to a point on the Easterly right-of-way of relocated Shelby County Highway No. 12; thence proceed Northeasterly along the Easterly right-of-way of said road and along the curvature of a concave curve left having a delta angle of 15° 10' 11" and a radius of 786.0 feet for a chord bearing and distance of North 10° 50' 38" East, 207.50 feet to the P. T. of said curve; thence proceed North 38° 21' 01" East along the right-of-way of said road for a distance of 139.99 feet to a point on the Southerly right-of-way of Shelby County Highway No. 22; thence proceed North 87° 30' 33" East along the Southerly right-of-way of said Highway No. 22 for a distance of 144.49 feet;

thence proceed South $88^{\circ} 51' 03''$ East along the Southerly right-of-way of said highway for a distance of 132.03 feet to the point of beginning.

The above described land is located in the Northwest one-fourth of the Southwest one-fourth of Section 5, Township 22 South, Range 2 West, Shelby County Alabama.

EAST

STATE OF ALABAMA SHELBY COUNTY

Commence at a 1" iron in place accepted as the Northeast corner of the Northwest one-fourth of the Southwest one-fourth of Section 5, Township 22 South, Range 2 West, Shelby County Alabama, said point being the point of beginning. From this beginning proceed North $88^{\circ} 51' 01''$ West along the North boundary of said quarter-quarter section for a distance of 335.34 feet proceed South $06^{\circ} 37' 11''$ West for a distance of 218.94 feet; thence proceed South $16^{\circ} 52' 58''$ East for a distance of 46.44 feet; thence proceed South $31^{\circ} 32' 35''$ East for a distance of 46.44 feet; thence proceed South $01^{\circ} 41' 22''$ East for a distance of 67.74 feet; thence proceed South $88^{\circ} 18' 38''$ West for a distance of 282.46 feet; thence proceed North $75^{\circ} 37' 58''$ West for a distance of 58.08 feet; thence proceed North $59^{\circ} 34' 34''$ West for a distance of 90.68 feet to a point on the Easterly right-of-way of relocated Shelby County Highway No. 12; thence proceed Southwesterly along the Easterly right-of-way of said road and along the curvature of a concave curve right having a delta angle of $13^{\circ} 02' 06''$ and a radius of 786.0 feet for a chord bearing and distance of South $24^{\circ} 56' 46''$ West, 178.43 feet to the P. T. of said curve; thence proceed South $58^{\circ} 09' 10''$ West along the right-of-way of said road for a distance of 59.85 feet to the P. C. of a concave curve left having a delta angle of $41^{\circ} 07' 25''$ and a radius of 750.0 feet; thence proceed Southwesterly along the Easterly right-of-way of said highway and along the curvature of said curve for a chord bearing and distance of South $21^{\circ} 30' 44''$ West, 526.83 feet to the P. T. of said curve; thence proceed South $12^{\circ} 24' 49''$ West along the Easterly right-of-way of said highway for a distance of 50.96 feet to the P. C. of a concave curve right having a delta angle of $11^{\circ} 31' 07''$ and a radius of 858.51 feet; thence proceed Southwesterly along the Easterly right-of-way of said relocated Shelby County Highway No. 12 and along the curvature of said curve for a chord bearing and distance of South $01^{\circ} 15' 58''$ West, 172.30 feet to a $\frac{1}{2}$ " rebar in place being located on the South boundary of the Northwest one-fourth of the Southwest one-fourth; thence proceed South $88^{\circ} 56' 17''$ East along the South boundary of said quarter-quarter section for a distance of 1197.23 feet to a 1" open top pipe in place accepted as the Southeast corner of said Northwest one-fourth of the Southwest one-fourth; thence proceed North $01^{\circ} 46' 26''$ West along the East boundary of said quarter-quarter section for a distance of 1349.84 feet to the point of beginning.

The above described land is located in the Northwest one-fourth of the Southwest one-fourth of Section 5, Township 22 South, Range 2 West, Shelby County Alabama.

All lying and being situated in Shelby County, Alabama.

EXHIBIT "B"

Collateral Description

1.0 DEFINED TERMS. As used in this Financing Statement, the following terms shall have the following meanings unless the context hereof shall otherwise indicate (capitalized terms not defined herein shall have the meaning ascribed to them in the Mortgage):

Accounts has the meaning given such term in the UCC.

Appurtenant Rights means air rights, development rights, zoning rights, easements, rights-of-way, strips and gores of land, vaults, streets, roads, alleys, tenements, passages, sewer rights, waters, water courses, water rights and powers, minerals, flowers, shrubs, crops, trees, timber, and other emblements now or hereafter appurtenant to, or used or useful in connection with, or located on, under or above the Land, or any part or parcel thereof, and all ground leases, estates, rights, titles, interests, privileges, liberties, tenements, hereditaments, and appurtenances, reversions, and remainders whatsoever, in any way belonging, relating, or appertaining to the Land, or any part thereof, now or hereafter.

Deposit Accounts has the meaning given such term in the UCC.

Equipment has the meaning given such term in the UCC.

Fixtures means all property which is now or hereafter so attached to the Land or the Improvements as to constitute a fixture under applicable law and all renewals and replacements thereof and substitutions therefor, including, without limitation: machinery, equipment, engines, boilers, incinerators, installed building materials; systems and equipment for the purpose of supplying or distributing heating, cooling, electricity, gas, water, air, or light; antennas, cable, wiring, and conduits used in connection with radio, television, security, fire prevention, or fire detection or otherwise used to carry electronic signals; telephone systems and equipment; elevators and related machinery and equipment; fire detection, prevention, and extinguishing systems and apparatus; security and access control systems and apparatus; plumbing systems; water heaters, ranges, stoves, microwave ovens, refrigerators, dishwashers, garbage disposers, washers, dryers, and other appliances; light fixtures, awnings, storm windows, and storm doors; pictures, screens, blinds, shades, curtains, and curtain rods; mirrors; cabinets, paneling, rugs, and floor and wall coverings; fences, trees and plants; and exercise equipment.

General Intangibles has the meaning given such term in the UCC.

Imposition Deposits means the additional deposits to be made by Debtor, if any, for (i) the premiums for fire and other hazard insurance, business interruption insurance and such other insurance as Secured Party may reasonably require under the Loan Documents and (ii) the yearly property Taxes.

Impositions means the obligations of Debtor for which the Imposition Deposits are required.

Improvements means all buildings, structures, and improvements of every nature whatsoever now or hereafter situated on the Land, including but not limited to, the Mortgaged Property, all gas and electric fixtures, radiators, heaters, engines and machinery, boilers, ranges, elevators and motors, plumbing and heating fixtures, carpeting and other floor coverings, water heaters, awnings and storm sashes, and cleaning apparatuses which are or shall be attached to the Land or said buildings, structures or improvements.

Inventory has the meaning given such term in the UCC.

Land means that certain real property situated in Shelby County, Alabama, as more particularly described in Exhibit "A" attached hereto and made a part hereof as amended from time to time.

Leases means any and all oral or written leases and other agreements for the use or occupancy of the Mortgaged Property made or agreed to by any person or entity (including, without limitation of the foregoing, Debtor and Secured Party under the Loan Documents) and any and all amendments, extensions, renewals, modifications, replacements, and guaranties thereof pertaining to all or any part of the Mortgaged Property, whether such leases or other agreements have been heretofore or are hereafter made or agreed to.

Loan Agreement means that certain Loan Agreement dated as of February 21, 2020, by and between Debtor and Secured Party, together with all amendments and supplements thereto.

Loan Documents has the meaning set forth in the Loan Agreement.

Loan Obligations has the meaning set forth in the Loan Agreement.

Money means all monies, cash, rights to Deposit Accounts, or other items of legal tender obtained from or for use in connection with the operation of the Mortgaged Property.

Mortgage means that certain Future Advance Mortgage, Assignment of Rents and Leases, and Security Agreement of even date with the Loan Agreement, executed by Debtor in favor of Secured Party creating a first priority mortgage on the Mortgaged Property and a security interest in all of the personal property located thereon and described therein, together with all amendments and supplements thereto.

Mortgaged Property means all of each Debtor's present and future right, title, and interest in and to all of the following that in any way arise out of or relate to the Land, provided that if any of the following capitalized terms are defined in the UCC, each such term shall have the meaning given such term in the UCC and shall include, without limitation, the additional items set forth in the Mortgage with respect to such term:

- (a) the Land;
- (b) all Appurtenant Rights;

- (c) all Equipment;
- (d) all Improvements;
- (e) all Fixtures;
- (f) all Accounts;
- (g) all Deposit Accounts;
- (h) all Contracts;
- (i) all General Intangibles;
- (j) all Permits (to the extent assignable);
- (k) all Money;
- (l) all Inventory;
- (m) all Rents;
- (n) all Personalty;
- (o) all Leases;
- (p) all Proceeds;
- (q) all contracts, options, and other agreements for the sale of the Land, the Improvements, the Fixtures, the Personalty, or any other part of the Mortgaged Property entered into by any Debtor now or in the future, including cash or securities deposited to secure performance by parties of their obligations;
- (r) all Imposition Deposits;
- (s) all refunds or rebates of Impositions by any municipal, state, or federal authority or insurance company (other than refunds applicable to periods before the real property tax year in which this Mortgage is dated); and
- (t) all renewals, replacements, and Proceeds of any of the foregoing and any substitutions therefor.

Permits means all licenses, permits, and certificates used or necessary in connection with the construction, ownership, operation, use, or occupancy of the Mortgaged Property and/or the

Mortgaged Property.

Personalty means all Equipment, Inventory, or General Intangibles which are used now or in the future in connection with the ownership, management, or operation of the Land or the Improvements or are located on the Land or in the Improvements.

Proceeds means all awards, payments, earnings, royalties, issues, profits, liquidated claims, and proceeds (including proceeds of insurance and condemnation and any conveyance in lieu thereof), whether cash or noncash, moveable or immoveable, tangible or intangible, from the sale, conversion (whether voluntary or involuntary), exchange, transfer, collection, loss, damage, condemnation, disposition, substitution, or replacement of any of the Mortgaged Property.

Rents means all rent and other payments of whatever nature from time to time payable pursuant to the Leases.

Taxes means all taxes, assessments, vault rentals, and other charges, if any, general, special or otherwise, including all assessments for schools, public betterments and general or local improvements, which are levied, assessed or imposed by any public authority or quasi-public authority, and which, if not paid, will become a lien, on the Land or the Improvements.

UCC means the Uniform Commercial Code as in effect from time to time in the State of Alabama.

2.0 COLLATERAL COVERED. This Financing Statement covers all of Debtor's right, title, and interest in and to the Mortgaged Property.



Filed and Recorded
Official Public Records
Judge of Probate, Shelby County Alabama, County
Clerk
Shelby County, AL
02/24/2020 01:55:09 PM
\$57.00 CHARITY
20200224000072260

Alicia S. Bayl