

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) L. Talking Wolf
B. E-MAIL CONTACT AT FILER (optional) ltalkingwolf@balch.com
C. SEND ACKNOWLEDGMENT TO: (Name and Address) J. Corbitt Tate BALCH & BINGHAM LLP P.O. Box 306 Birmingham, AL 35201



20200617000247480 1/9 \$53.00
Shelby Cnty Judge of Probate, AL
06/17/2020 01:21:10 PM FILED/CERT

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 Vulcan Holdings, L.L.C.				
OR 1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX
1c. MAILING ADDRESS 2042 Shannon Oxmoor Road	CITY Bessemer	STATE AL	POSTAL CODE 35022	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 Vulcan Oil Company, Inc.				
OR 2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX
2c. MAILING ADDRESS 2042 Shannon Oxmoor Road	CITY Bessemer	STATE AL	POSTAL CODE 35022	COUNTRY USA

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 BBVA USA				
OR 3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX
3c. MAILING ADDRESS 15 South 20th Street, Suite 201	CITY Birmingham	STATE AL	POSTAL CODE 35233	COUNTRY USA

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

Some or all of that personal property, more particularly described on Exhibit A, which is or may become fixtures on the real property described on Exhibit B, attached hereto and made a part hereof.

8 pages attached (Addendum, Exhibit A and Exhibit B)

Note: This financing statement is recorded as additional security for a mortgage recorded simultaneously herewith upon which recording taxes have been paid.

5. Check <u>only</u> if applicable and check <u>only</u> 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 ☐ A Debtor is a Transmitting Utility	
6b. Check <u>only</u> if applicable and check <u>only</u> one box: ☐ Agricultural Lien ☐ Non-UCC Filing	
7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licensor	
8. OPTIONAL FILER REFERENCE DATA: To be filed with the Judge of Probate of Jefferson, Shelby, Morgan and Limestone Counties, Alabama	

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

Vulcan Holdings, L.L.C.

OR

9b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX



20200617000247480 2/9 \$53.00
Shelby Cnty Judge of Probate, AL
06/17/2020 01:21:10 PM FILED/CERT

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

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:

Real property described on Exhibit B, attached hereto and made a part hereof.

17. MISCELLANEOUS:

EXHIBIT A

COLLATERAL DESCRIPTION

All, any portion, or any interest in, the Land, Improvements, Fixtures, Personal Property, Leases, and Rents, together with (a) all rights, privileges, tenements, hereditaments, rights of way, easements, appendages, and appurtenances in anywise appertaining thereto, and all of Debtor's right, title and interest in and to any streets, ways, alleys, strips, or gores of land adjoining the Land or any part therein, (b) all betterments, accessions, additions, appurtenances, substitutions, replacements, and revisions thereof and thereto and all reversions and remainders therein, (c) all other interest of every kind and character which Debtor now has or at any time hereafter acquires in and to the above described and all property which is used or useful in connection therewith, including rights of ingress and egress, easements, licenses, leasehold interest, and all reversionary rights or interests of Debtor with respect to such property. To the extent permitted by Applicable Law and the Legal Requirements, all of the Personal Property and Fixtures are to be deemed and held to be a part of and affixed to the Land. (collectively, the "**Collateral**")

As used herein,

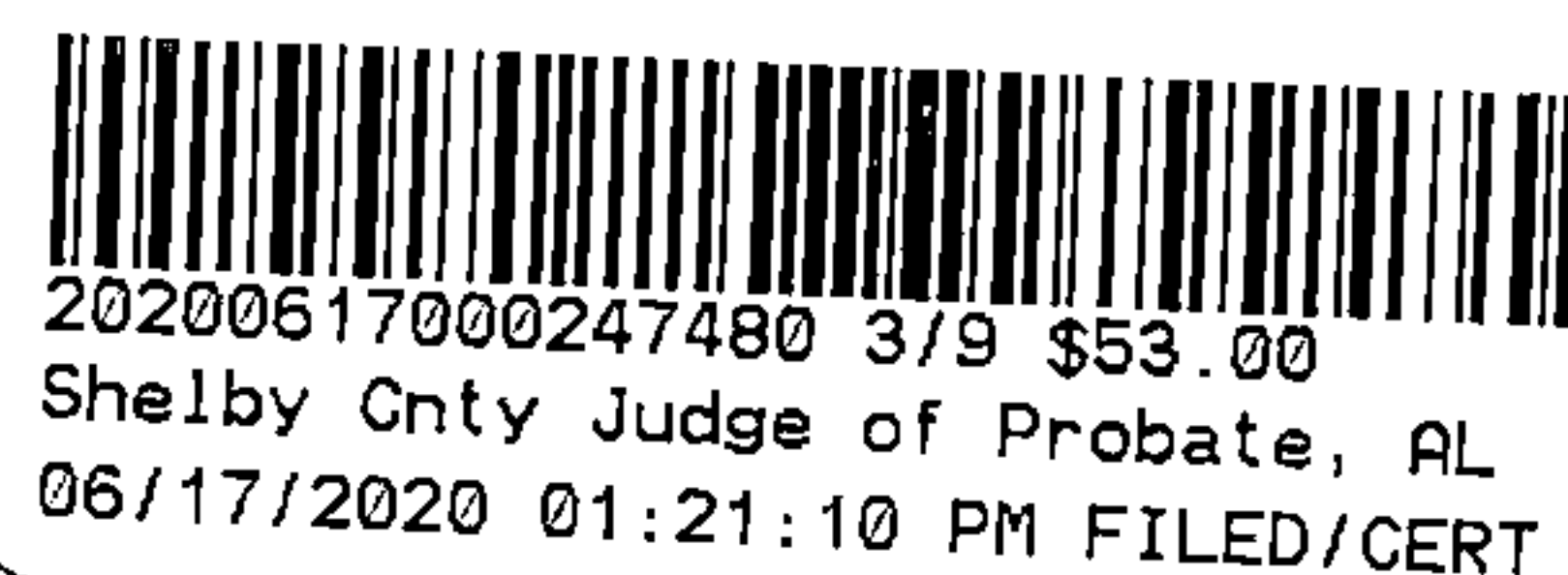
"Land" means the real estate or any interest therein described in Exhibit B attached hereto and made a part hereof, together with all Improvements and Fixtures and all rights, titles, and interests appurtenant thereto.

"Improvements" means all buildings, structures, open parking areas, and other improvements, and any and all accessions, additions, replacements, substitutions, or alterations thereof or appurtenances thereto, now or at any time hereafter situated, placed, constructed, or renovated upon the Land or any part of the Land.

"Fixtures" means (a) all materials, supplies, equipment, apparatus, and other items now or hereafter attached to, installed on or in the Land or the Improvements, or which in some fashion are deemed to be fixtures to the Land or Improvements under Applicable Law, other than those owned by tenants under any Lease, and (b) all items of Personal Property to the extent that the same may be deemed fixtures under Applicable Law.

"Personal Property" means all of Debtor's right, title, and interest in and to all tangible and intangible personal property, whether or not Fixtures, including all equipment, inventory, goods, consumer goods, accounts, chattel paper, instruments, money, general intangibles, documents, minerals, crops, and timber which are attached to, installed, placed, or used on or in connection with, or is acquired for such attachment, installation, placement, or use, or which arises out of the improvement, financing, leasing, operation, or use of, the Land, the Improvements, Fixtures, or other goods located on the Land or Improvements, together with all additions, accessions, accessories, amendments, and modifications thereto, extensions, renewals, enlargements, and proceeds thereof, substitutions therefor, and income and profits therefrom.

"Leases" means (a) any lease, sublease, license, concession, or other agreement (written or oral, now or hereafter in effect) which grants a possessory interest in and to, or the right to extract from, mine, occupy, sell or use the Collateral, and (b) all other



agreements, including, but not limited to, utility contracts, maintenance agreements, and service contracts which in any way relate to the use, occupancy, operations, maintenance, enjoyment, or ownership of the Collateral, save and except any and all leases, subleases, or other agreements pursuant to which Debtor is granted a possessory interest in the Land.

“Rents” means all of the rents, revenues, income, proceeds, royalties, profits, and other benefits paid or payable for using, leasing, licensing, possessing, operating from or in, residing in, selling, mining, extracting, or otherwise enjoying or using the Collateral.

All capitalized terms not defined herein shall have the definitions assigned to them in that certain Mortgage, Security Agreement, Fixture Filing and Assignment of Leases and Rents executed by and between Debtor and Secured Party dated May 1, 2020.



20200617000247480 4/9 \$53.00
Shelby Cnty Judge of Probate, AL
06/17/2020 01:21:10 PM FILED/CERT

EXHIBIT B

LEGAL DESCRIPTION

Jefferson County, Alabama Property

The following real property situated in Jefferson County, Alabama:

Parcel I:

Part of Lots 19, 20, 21, 22, 23 and 24, Block 1, of Gardendale Manor, as recorded in Map Book 17, page 10, in the Probate Office of Jefferson County, Alabama, and part of the SW $\frac{1}{4}$ of SW $\frac{1}{4}$ of Section 12, Township 16 South, Range 3 West, all of which is more particularly described as follows:

Begin at the intersection of the Westerly right of way line of U. S. Highway 31 as presently located and the Northerly right of way line of Fieldstown Road, said right of way line of Fieldstown Road being also the South line of said Lot 24, thence run South $89^{\circ}21'$ West along said right of way line of Fieldstown Road for 83.39 feet; thence to the left with an interior angle of $270^{\circ}27'$ and run South $1^{\circ}06'$ East for 28.73 feet to a point on the South line of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence to the right with an interior angle of $89^{\circ}33'$ and run South $89^{\circ}21'$ West along the South line of said $\frac{1}{4}$ - $\frac{1}{4}$ section for 69.07 feet; thence to the right with an interior angle of $90^{\circ}21'$ and run North $1^{\circ}00'$ West for 28.73 feet to the Southeast corner of that property presently leased to Phillips Petroleum Company; thence continue North $1^{\circ}00'$ West along the East line of said property for 150.00 feet to the Northeast corner of said property; thence to the right with an interior angle of $89^{\circ}33'$ and run North $89^{\circ}21'$ East for 68.82 feet to a point on the West line of said Lot 22; thence to the left with an interior angle of $270^{\circ}27'$ and run North $1^{\circ}06'$ West along the West line of said Lots 22, 21, 20 and 19 for 133.37 feet to the Northwest corner of said Lot 19; thence to the right with an interior angle of $89^{\circ}33'$ and run North $89^{\circ}21'$ East for 7.32 feet to a point on the Westerly right of way line of U.S. Highway No. 31; thence to the right with an interior angle of $106^{\circ}02'30''$ and run South $16^{\circ}14'30''$ East along said right of way line for 283.02 feet to the point of beginning.

LESS AND EXCEPT THE FOLLOWING:

Tract No. 34, of Project No. M-7252(1), of the State of Alabama Highway Department, being more particularly described as follows:

Commencing at the Southeast corner of the SW $\frac{1}{4}$ of SW $\frac{1}{4}$, Section 12, Township 16 South, Range 3 West, thence Westerly along the South line of said SW $\frac{1}{4}$ of SW $\frac{1}{4}$ a distance of 472 feet, more or less, to the present Southwest right of way line of U.S. Highway No. 31; thence Northwesterly along said present Southwest right of way line a distance of 65 feet, more or less, to the present Northernmost right of way line of Fieldstown Road and the point of beginning of the property herein to be described; thence turn an angle of $73^{\circ}57'30''$ to the left and run a distance of 83.39 feet, thence turn an angle of $90^{\circ}27'$ to the left and run a distance of 11.37 feet; thence turn an angle of $90^{\circ}27'$ to the right and run distance of 69.05 feet to the West property line; thence turn an angle of $89^{\circ}39'$ to the right and run along said West property line a distance of 19.13 feet to a point that is 44 feet Northerly of and at right angles to the centerline of Project No. M-7252(1); thence turn an angle of $87^{\circ}51'$ to the right and run a distance of 148.49 feet to the present Southwest


20200617000247480 5/9 \$53.00
Shelby Cnty Judge of Probate, AL
06/17/2020 01:21:10 PM FILED/CERT

right of way line of U.S. Highway No. 31; thence turn an angle of 76°27'30" to the right and run along said present Southwest right of way line a distance of 14.82 feet to the point of beginning.

Said strip of land lying in the SW ¼ of SW ¼, Section 12, Township 16 South, Range 3 West, situated in Jefferson County, Alabama, Birmingham Division.

For Informational Purposes Only: Commonly known as 1008 Decatur Highway, Gardendale, AL

Parcel II:

Lot 4, according to the Survey of Bluff Park Village, as recorded in Map Book 171, page 42, in the Probate Office of Jefferson County, Alabama.

For Informational Purposes Only: Commonly known as 2156 Tyler Road, Hoover, AL

Parcel III:

Lot 29-A, according to the Amended Record Map of Vulcan Oil Resurvey of Bessemer North Highlands, as recorded in Map Book 40, page 38, in the Probate Office of Jefferson County, Alabama, Bessemer Division.

For Informational Purposes Only: Commonly known as 2516 19th Street N., Hueytown, AL

Parcel IV:

TRACT A

A parcel being part of fractional Block D, which lies immediately North of Block 3, according to the survey of Idaburg, a map of which is recorded in Map Book 1, Page 17 in the Office of the Judge of Probate of Jefferson County, Alabama and being situated in the North 1/2 of the Northwest Quarter of Section 21, Township 17 South, Range 1 East and in the Southwest Quarter of Section 16, Township 17 South, Range 1 East and being more particularly described as follows:

Commence at an existing concrete monument at the Southeast corner of Block D being at the intersection of the Northeasterly right of way of U.S. Highway 78 (Parkway Drive) and the Northwesterly right of way of Ashville Road (Highway 119), said point being the Point of Beginning and run North 60°57'00" West along the Northeasterly right of way of U.S. Highway 78 for 328.08 feet to an existing 5/8" reference rebar; thence continue North 60°57'00" West along said right of way for 29.79 feet to a point in the centerline of the Little Cahaba River; thence (leaving right of way) run North 48°07'55" East along the centerline of the little Cahaba River for 148.63 feet; thence (leaving centerline) run South 60°57'55" East for 28.97 feet to an existing 5/8" reference rebar; thence continue South 60°57'55" East for 181.05 feet to an existing 5/8" rebar; thence South 29°24'55" West for 52.00 feet; thence South 60°36'55" East for 100.00 feet to an existing 5/8" rebar on the Northwesterly right of way of Ashville Road; thence, South 29°19'10" West along said right of way for 87.93 feet to the Point of Beginning.

TRACT B:

A parcel in the North 1/2 of the Northwest Quarter of Section 21, Township 17 South, Range 1 East in Jefferson County, Alabama and being more particularly described as follows:



20200617000247480 6/9 \$53.00
Shelby Cnty Judge of Probate, AL
06/17/2020 01:21:10 PM FILED/CERT

Commence at an existing concrete monument at the Southeast corner of Block D of the Survey of Idaburg, as recorded in the Office of the Judge of Probate of Jefferson County Alabama in Map Book 1, Page 17 and being at the intersection of the Northeasterly right of way of U.S. Highway 78 (Parkway Drive) and the Northwesterly right of way of Ashville Road (Highway 119); thence run North 29°19'10" East along the Northwesterly right of way of Ashville Road for 87.93 feet to an existing 5/8" rebar at the Point of Beginning; thence North 28°27'05" East along said right of way for 52.33 feet to an existing 1" crimped pipe; thence (leaving right of way) run North 60°47'40" West for 99.12 feet to an existing 5/8" rebar; thence South 29°24'55" West for 52.00 feet; thence South 60°36'35" East for 100.00 feet to the Point of Beginning.

For Informational Purposes Only: Commonly known as 7680 Parkway Drive, Leeds, AL

Shelby County, Alabama Property

The following real property situated in Shelby County, Alabama:

Parcel V:

Lot 1A, according to a Resurvey of Lots 1 through 5, Marlywood, as recorded in Map Book 37, page 71, in the Probate Office of Shelby County, Alabama.

For Informational Purposes Only: Commonly known as 1919 County Rd. 58, Helena, AL

Morgan County, Alabama Property

The following real property situated in Morgan County, Alabama:

Parcel VI:

The following described real estate, situated within Section 12, Township 6 South, Range 4 West, Decatur, Morgan County, Alabama, and more particularly described as follows, to-wit:

Unit Three of certificate to subdivide No. 3094-10, as recorded in the Morgan County Probate Judge's Office in Misc Book 2010, starting at Page 9718, and more particularly described as follows:

Begin at an iron pin on the Northeast corner of the NW 1/4 of the SW 1/4 of Section 12, Township 6 South, Range 4 West, Decatur, Morgan County, Alabama; thence South 00°59'52" West a distance of 224.39 feet to an iron pin; thence North 89°00'08" West a distance of 180.00 feet to an iron pin on the East right of way margin for Dublou Drive, se; thence North 00°59'52" East along the East right of way margin for Dublou Drive, SE, a distance of 50.00 feet to an iron pin; thence North 89°00'08" West along the North right of way margin for Dublou Drive, SE, a distance of 62.12 feet to the true point of beginning of the tract herein described; thence from the true point of beginning along a curve to the right having a radius of 150.00 feet (chord bearing North 08°19'52" West, chord distance 48.62) an arc distance of 48.83 feet to an iron pin; thence North 48°18'29" West a distance of 120.76 feet to an iron pin; thence South 40°05'39" West a distance of 191.25 feet to an iron pin on the Northerly right of way margin of Alabama Highway


20200617000247480 7/9 \$53.00
Shelby Cnty Judge of Probate, AL
06/17/2020 01:21:10 PM FILED/CERT

No. 67 (point mallard parkway) (right of way varies); thence South 48°18'29" East along the Northerly right of way margin of said Alabama Highway No. 67 a distance of 266.63 feet to an iron pin on the West right of way margin for Dublou Drive, SE; thence along the West right of way margin for Dublou Drive, SE and along a curve to the left having a radius of 60.50 (chord bearing North 30°51'53" East, chord distance 60.26 feet) an arc distance of 63.07 feet to an iron pin; thence North 00°59'52" East along the West right of way margin for Dublou Drive, SE, a distance of 93.32 feet to an iron pin; thence along the West right of way margin for Dublou Drive, SE, and along a curve to the left having a radius of 100.00 feet (chord bearing North 10°32'21" West chord distance 40.00 feet) an arc distance of 40.27 feet to an iron pin; thence along the West right of way margin for Dublou Drive, SE, and along a curve to the right having a radius of 150.00 feet (chord bearing North 19°51'59" West, chord distance of 11.57 feet) an arc distance of 11.57 feet to the true point of beginning, lying and being within Section 12, Township 6 South, Range 4 West, Decatur, Morgan County, Alabama and subject to a 15 foot wide drainage, utility, and telecommunications easement as shown on plat.

For Informational Purposes Only: Commonly known as 3339 Highway 67, Decatur, AL

Parcel VII:

The following described real estate, situated, lying and being within Section 17, Township 6 South, Range 4 West, City of Decatur, State of Alabama, and described as follows, to wit:

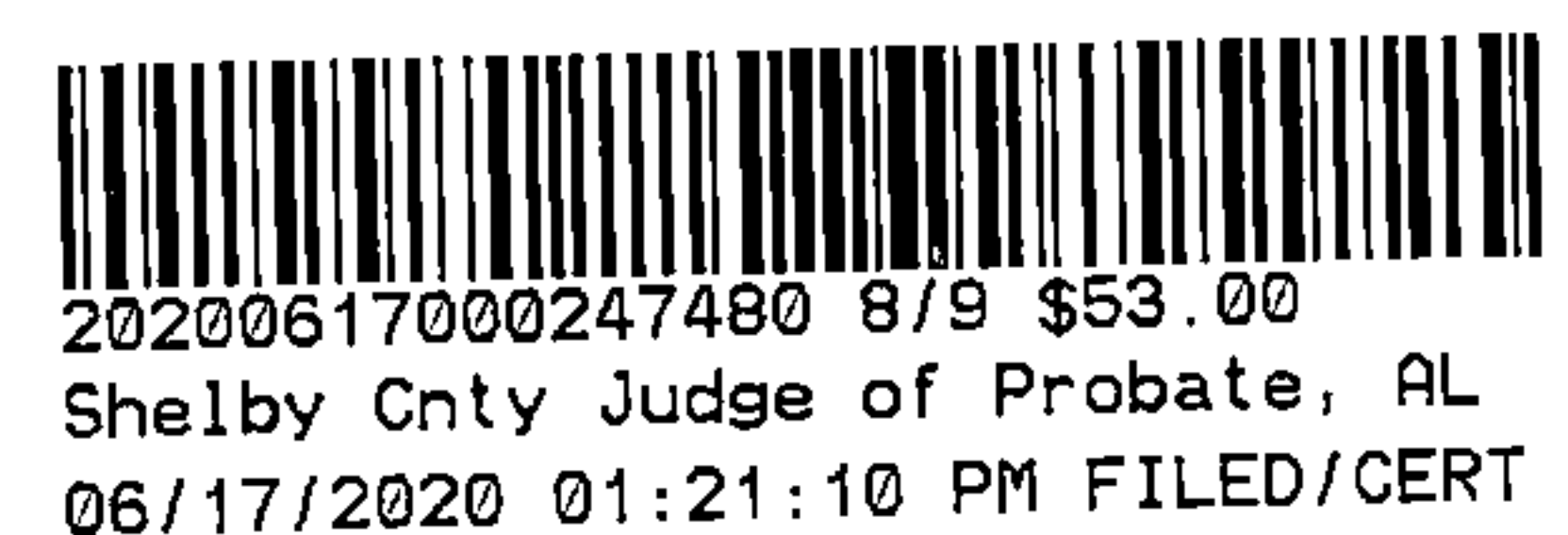
Tract "C" according to a plat of Church Street - 8th Avenue Area (Project UR-ALA-11-1) by The Housing Authority of the City of Decatur and the City of Decatur, Alabama and recorded in the Morgan County Probate Office in Plat Book 4, at Page 4, LESS AND EXCEPT additional right of way acquired for U.S. Highway No. 31, with the remaining tract described as beginning at an iron pin on the Southwest corner of said Tract "C", which point is also on the Northerly right of way margin of Church Street, N.E. and the true point of beginning of the tract herein described; thence from the true point of beginning run North 47°02'03" West along the Northerly right of way margin of Church Street, N.E. a distance of 127.00 feet to a point on the Easterly right of way margin of U.S. Highway No. 31; thence North 56°41'10" East along the Easterly right of way margin of U.S. Highway No. 31 a distance of 135.88 feet to a point Easterly boundary of said Tract "C"; thence South 47°02'00" East along the Easterly boundary of said Tract "C" a distance of 94.58 feet to an iron pin on the Northeasterly corner of said Tract "C"; thence South 42°53'00" West along the Southerly boundary of said Tract "C" a distance of 132.00 feet to the true point of beginning, lying and being within the SW 1/4 of Section 17, Township 6 South, Range 4 West, Decatur, Morgan County, Alabama.

For Informational Purposes Only: Commonly known as 904 6th Avenue NE, Decatur, AL

Parcel VIII

A parcel of land located within the SE 1/4 of Section 26, Township 5 South, Range 5 West, Morgan County, Alabama, and more particularly described as follows:

A Lot or parcel of land situated in the Northwesterly corner of Lot 15, in Block 6, of a re-plat of Block 6, Westmead subdivision addition No. 2 to Decatur, Alabama, as shown by map or plat of



said re-plat on file and of record in the Office of the Judge of Probate of Morgan County, Alabama, more particularly described as beginning at the Northwest corner of said Lot 15 at the intersection of the Easterly margin of Decatur, belt line Highway with the Southerly margin of Westmead Street, S.W.; thence Southerly along Decatur belt line Highway a distance of 150 feet to an iron pin; thence Easterly, parallel with Westmead Street, S.W., a distance of 200 feet to an iron pin; thence Northerly, parallel with Decatur belt line Highway, a distance of 150 feet to Westmead Street, S.W.; thence Westerly along Westmead Street, S.W., a distance of 200 feet to the point of beginning.

For Informational Purposes Only: Commonly known as 2021 Westmead Street SW, Decatur, AL

Limestone County, Alabama Property

The following real property situated in Limestone County, Alabama:

Parcel IX

Beginning at the Northwest corner of Section 3, Township 3 South, Range 4 West, said point being a "x" cut in the bridge over Swan Creek; thence South 87°03'44" East along the North boundary of Section 3, Township 3 South, Range 4 West, also being in the centerline of Elm Street, a distance of 53.00 feet to a point where the centerline of Swan Creek crosses the North boundary of Section 3, Township 3 South, Range 4 West; thence South 08°40'01" West along the centerline of Swan Creek a distance of 55.28 feet to a point on the South boundary of Elm Street; thence South 87°03'44" East along the South boundary of said Elm Street, also being 55.00 feet South of the North boundary of said Section 3 a distance of 644.75 feet to the true point of beginning; thence from the true point of beginning continue East along the South boundary of said Elm Street a distance of 63.05 feet to a point; thence South 32°56'23" East along the Southwestern right of way of the intersection of U.S. Highway No. 31 and Elm Street a distance of 122.32 feet to an iron pin; thence South 21°10'59" West along the Western right of way of U.S. Highway No.31, being parallel and 90.00 feet from its centerline, a distance of 85.64 feet to a point; thence North 68°49'01" West a distance of 166.70 feet to an iron pin, thence North 42°14'07" East a distance of 21.43 feet to an iron pin; thence North 21°10'59" East a distance of 117.59 feet to the true point of beginning.

Situated in Limestone County, Alabama.

For Informational Purposes Only: Commonly known as 1514 Elm Street, Athens, AL


20200617000247480 9/9 \$53.00
Shelby Cnty Judge of Probate, AL
06/17/2020 01:21:10 PM FILED/CERT