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UCC1 1/5

UCC FINANCING STATEMENT
FOLLOW INSTRUCTIONS

| |
|---|
| A. NAME & PHONE OF CONTACT AT FILER (optional) Lee M. Russell, Jr. (334-241-8012) |
| B. E-MAIL CONTACT AT FILER (optional) lisa.losole@chlaw.com |
| C. SEND ACKNOWLEDGMENT TO: (Name and Address) <div>Capell & Howard, P.C. P.O. Box 2069 Montgomery, AL 36102-2069</div> |

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 AIM Helena Development, LLC | | | |
| | 1b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX |
| 1c. MAILING ADDRESS 5801 Tennyson Parkway, Suite 150 | | CITY Plano | STATE TX | POSTAL CODE 75024 |
| | | | | COUNTRY |

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 SmartBank | | | |
| | 3b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX |
| 3c. MAILING ADDRESS 337 Airport Road, Suite A | | CITY Auburn | STATE AL | POSTAL CODE 36830 |
| | | | | COUNTRY |

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

The items described on Exhibit A attached hereto and made a part hereof which are now or hereafter located on the land described on Exhibit B attached hereto and made a part hereof. Some of the property described in Exhibit A is now, or may in the future become, fixtures affixed to the Land.

*This financing statement is filed as additional security for the indebtedness secured by a certain mortgage executed by Debtor in favor of secured party recorded concurrently herewith.

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|---|--|
| 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/Licensor | |
| 8. OPTIONAL FILER REFERENCE DATA: FILED WITH JUDGE OF PROBATE | |

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 <input type="checkbox"/> | |
| 9a. ORGANIZATION'S NAME AIM Meridianville Development, LLC | |
| OR | 9b. INDIVIDUAL'S SURNAME |
| | FIRST PERSONAL NAME |
| | ADDITIONAL NAME(S)/INITIAL(S) SUFFIX |

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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|---|--|------|-------|-------------|---------|
| 10. DEBTOR'S NAME: Provide (10a or 10b) only <u>one</u> 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) | | | SUFFIX | |
| 10c. MAILING ADDRESS | | CITY | STATE | POSTAL CODE | COUNTRY |

| | | | | | |
|--|---------------------------|---------------------|-------------------------------|-------------|---------|
| 11. <input type="checkbox"/> ADDITIONAL SECURED PARTY'S NAME <u>or</u> <input type="checkbox"/> ASSIGNOR SECURED PARTY'S NAME: Provide only <u>one</u> 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 |

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

| | |
|---|---|
| 13. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable) | 14. This FINANCING STATEMENT: <input type="checkbox"/> covers timber to be cut <input type="checkbox"/> covers as-extracted collateral <input type="checkbox"/> 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 B attached hereto and made a part hereof. |

17. MISCELLANEOUS:

EXHIBIT A

The following described real and personal property and interests:

- (a) All that tract or parcel or parcels of land and estates more particularly identified and further described on **EXHIBIT B** attached hereto and made a part hereof (the "Land");
- (b) All buildings, structures, and improvements of every nature whatsoever now or hereafter situated on the Land, and all fixtures, fittings, building materials, machinery, equipment, furniture and furnishings and personal property of every nature whatsoever now or hereafter owned by the Debtor and used or intended to be used in connection with or with the operation of said property, buildings, structures or other improvements, including all extensions, additions, improvements, betterments, renewals, substitutions, replacements and accessions to any of the foregoing, whether such fixtures, fittings, building materials, machinery, equipment, furniture, furnishings and personal property actually are located on or adjacent to the Land or not, and whether in storage or otherwise, and wheresoever the same may be located (the "Improvements");
- (c) All accounts (as presently or hereafter defined in the UCC), general intangibles, goods, contracts and contract rights relating to the Land and Improvements, whether now owned or existing or hereafter created, acquired or arising, including without limitation, all construction contracts, architectural services contracts, management contracts, leasing agent contracts, purchase and sales contracts, put or other option contracts, and all other contracts and agreements relating to the construction of improvements on, or the operation, management and sale of all or any part of the Land and Improvements;
- (d) Together with all easements, rights of way, gores of land, streets, ways, alleys, passages, sewer rights, waters, water courses, water rights and powers, and all estates, leases, subleases, licenses, rights, titles, interests, privileges, liberties, tenements, hereditaments, and appurtenances whatsoever, in any way belonging, relating or appertaining to any of the property hereinabove described, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or hereafter acquired by the Debtor, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of the Debtor of, in and to the same, including but not limited to:
 - (i) All rents, royalties, profits, issues and revenues of the Land and Improvements from time to time accruing, whether under leases or tenancies now existing or hereafter created; and,
 - (ii) All judgments, awards of damages and settlements hereafter made resulting from condemnation proceedings or the taking of the Land and Improvements or any part thereof under the power of eminent domain, or for any damage (whether caused by such taking or otherwise) to the Land

and Improvements or any part thereof, or to any rights appurtenant thereto, including any award for change of grade or streets.

- (e) Any and all licenses, development permits, building permits, utility supply agreements, sewer and water discharge permits and agreements, and other licenses, permits and agreements relating to the use, development, construction, occupancy and operation of the Land and Improvements, whether now or hereafter issued or executed, and all modifications, amendments, replacements or re-issuances of the foregoing; and,
- (f) All cash and non-cash proceeds and all products of any of the foregoing items or types of property described in (a) - (e) above including, but not limited to, all insurance, contract and tort proceeds and claims, and including all inventory, accounts, chattel paper, documents, instruments, equipment, fixtures, consumer goods and general intangibles acquired with cash proceeds of any of the foregoing items or types of property described in (a) - (e) above.

EXHIBIT B**Legal Description of Real Property**

Commence at a 3" capped pipe in place being the Northeast corner of the Northeast one-fourth of the Northwest one-fourth of Section 21, Township 20 South, Range 3 West, Shelby County, Alabama; thence proceed North 88° 30' 28" West along the North boundary of said quarter-quarter section for a distance of 498.55 feet to a ½" rebar in place, said point being the point of beginning. From this beginning point proceed South 00° 14' 33" West along the West boundary of Tocoa Parc Subdivision as shown by map of said subdivision on record in the Office of the Judge of Probate of Shelby County, Alabama in Map Book 26 at page 65 for a distance 833.31 feet to a ½" rebar in place; thence proceed South 14° 17' 56" East along the West boundary of said subdivision for a distance of 87.89 feet to a ½" capped rebar in place (JAM III), said point being located on the flare back of Shelby County Road No. 52; thence proceed Northwesterly along the flare back of said highway along the curvature of a concave curve right having an arc length of 12.55 feet and a radius of 29.58 feet for a chord bearing and distance of North 80° 34' 40" West, 12.45 feet to a point on the Easterly right-of-way of said Shelby County Road No. 52; thence proceed North 38° 06' 12" West along the Easterly right-of-way of said road for a distance of 171.76 feet to the P. C. of a concave curve right having an arc distance of 398.64 feet and a radius of 2062.85 feet; thence proceed Northwesterly along the Easterly right-of-way of said road and along the curvature of said curve for a chord bearing and distance of North 33° 08' 19" West, 398.02 feet to a capped rebar in place (Arrington) which is also the Southeast corner of Lot No. 2 of the Mediterranean Express Survey #1 as shown by map of said subdivision on record in the Office of the Judge of Probate of Shelby County, Alabama in Map Book 49 at Page 49; thence proceed North 30° 58' 11" East along the Easterly boundary of said Lot No. 2 for a distance of 80.0 feet to a capped rebar in place (Arrington); thence proceed North 27° 07' 35" West along the boundary line of said Lot No. 2 for a distance of 10.94 feet to a magnetic nail in place; thence proceed North 30° 47' 44" East along the Easterly boundary of said Lot No. 2 for a distance of 137.12 feet to a magnetic nail in place being the Southeast corner of Lot No. 1 of said subdivision; thence continue North 30° 47' 44" East along the Easterly boundary of said Lot No. 1 for a distance of 295.03 feet to a ½" rebar in place being located on the North boundary of the Northeast one-fourth of the Northwest one-fourth; thence proceed South 88° 30' 28" East along the North boundary of said quarter-quarter section for a distance of 60.32 feet to the point of beginning.

The above described land is located in the Northeast one-fourth of the Northwest one-fourth of Section 21, Township 20 South, Range 3 West, Shelby County, Alabama and contains 3.77 acres.

LESS AND EXCEPT THEREFROM THE FOLLOWING PARCEL:**AIM ACADEMY HELENA LOT B 1.65 ACRE TRACT**

Commence at a 3" capped pipe in place being the Northeast corner of the Northeast one-fourth of the Northwest one-fourth of Section 21, Township 20 South, Range 3 West, Shelby County, Alabama; thence proceed North 88° 30' 28" West along the North boundary of said quarter-quarter section for a distance of 498.55 feet to a ½" rebar in place, said point being the point of beginning. From this beginning point proceed South 00° 14' 33" West along the West boundary of Tocoa Parc Subdivision as shown by map of said subdivision on record in the Office of the Judge of Probate of Shelby County, Alabama in Map Book 26 at page 65 for a distance 412.96 feet (set ½" rebar CA-0114-LS); thence proceed North 89° 33' 30" West for a distance of 172.33 feet (set ½" rebar CA-0114-LS); thence proceed North 58° 48' 02" West for a distance of 113.84 feet (set PK nail) to a point on the Easterly boundary Lot No. 2 of the Mediterranean Express Survey #1 as shown by map of said subdivision on record in the Office of the Judge of Probate of Shelby County, Alabama in Map Book 49 at Page 49; thence proceed North 30° 52' 15" East along the Easterly boundary of said Lot No. 2 and along the Easterly boundary of Lot No. 1 of said subdivision for a distance of 412.35 feet to a ½" rebar in place being located on the North boundary of the Northeast one-fourth of the Northwest one-fourth; thence proceed South 88° 30' 28" East along the North boundary of said quarter-quarter section for a distance of 60.32 feet to the point of beginning.

The above described land is located in the Northeast one-fourth of the Northwest one-fourth of Section 21, Township 20 South, Range 3 West, Shelby County, Alabama and contains 1.65 acres.



Filed and Recorded
 Official Public Records
 Judge of Probate, Shelby County Alabama, County
 Clerk
 Shelby County, AL
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 \$45.00 BRITTANI
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Allen S. Bayl