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\$ 37.00 F

- Products of Collateral are also covered.
- Additional details presented.
- Filed with Office of Secretary of State of Illinois.
- Debtor is a transmitting utility as defined in UCC 9-105.

FILING OFFICER ALPHABETICAL
 STANDARD FORM UNIFORM COMMERCIAL CODE FORM UCC

DEPT-1 RECORDINGS
 TRM 99
 #288
 COOK COUNTY RECORDER
 ARRANGE OR SECURED PARTY

(Date, Time, Number, and Fee)

TRM 9456 07/07/92
 # 902-549

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Clerk's

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352-10283

352-10283



Faint, illegible text located below the rectangular box, possibly a date or a reference number.

FILING OFFICER - ALPHABETICAL
 Filed with Office of Secretary of State of Illinois
 Debtor is a domestic entity as defined in UCC §9-105
 Additional items presented
 2 Products of California are also covered.

ALABAMA METAL INDUSTRIES CORPORATION
 1766 1/2
 1981

TO BE FILED IN REAL ESTATE RECORDS
 92549583
 \$ 37.00 E

All of the types (or items) of property set forth on
 Exhibit A and Schedule I attached hereto and made a
 part hereof,
 92549583
 TO BE FILED IN REAL ESTATE RECORDS

DEPT-1 RECORDING 1#9999 FROM 956 07/27/92 11:39:00
 92549583
 COOK COUNTY RECORDER
 AMOUNT OF RECORDED PARTY

Alabama Metal Industries Corporation
 Post Office Box 3928
 Birmingham, Alabama 35208
 Ansoath Bank N.A.
 Collateral Department
 Post Office Box 11007
 Birmingham, Alabama 35288

DEPT-1 RECORDING 1#9999 FROM 956 07/27/92 11:39:00
 92549583
 COOK COUNTY RECORDER
 AMOUNT OF RECORDED PARTY

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4 2 5 4 7 5 8

DEBTOR'S SIGNATURE (continued)

ALABAMA METAL INDUSTRIES CORPORATION

By: [Signature]

Its: President

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EXHIBIT A TO UCC FINANCING STATEMENT

As used in this Exhibit the following terms shall have the respective meanings assigned to them as follows:

"Accounts" shall mean all Accounts Receivable, Contract Rights, Chattel Paper, Instruments and Documents.

"Account Receivable" shall mean a right to payment for goods sold or leased or for services rendered by the Borrower, whether or not evidenced by an Instrument or Chattel Paper, and shall include a right to payment that has been earned under a Contract Right.

"Borrower" shall mean the debtor identified on the face of this financing statement.

"Chattel Paper" shall have the meaning attributed to that term under the Alabama Uniform Commercial Code.

"Contract Right" shall mean any right to payment under a contract not yet earned by performance, whether or not evidenced by an Instrument or Chattel Paper.

"Documents" shall have the meaning attributed to those terms under the Alabama Uniform Commercial Code.

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"General Intangibles" shall mean all general intangibles as defined in the Alabama Uniform Commercial Code and all choses in action, causes of action and other intangible personal property of the Borrower of every kind and nature (other than Accounts) including, without limitation, corporate, partnership or other business records, inventions, designs, patents, patent applications, trademarks, trade names, trade secrets, goodwill, copyrights, registrations, licenses, franchises, tax refund claims and any security now or hereafter held by or granted to the Borrower to secure payment of any of the Accounts.

"Instruments" shall have the meaning attributed to that term under the Alabama Uniform Commercial Code.

"Inventory" shall mean goods, merchandise and other personal property now or hereafter held by the Borrower for sale or lease or furnished or to be furnished under contracts of service or otherwise, raw materials, parts, finished goods, work-in-process and supplies and materials used or consumed, or to be used or consumed, in the Borrower's present or any future business, and all such property the sale, lease or other disposition of which has given rise to Accounts and which has been returned to or repossessed or stopped in transit by the Borrower.

"Lender" shall mean the secured party identified on the face of this financing statement.

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"Purchaser" shall include any buyer or lessee of Inventory from the Borrower, any customer for whom services have been rendered or materials furnished by the Borrower and any other person or organization that is now or may become obligated to the Borrower on an Account.

The property covered by this financing statement consists of the following: (1) all of the Accounts, Inventory and General Intangibles of the Borrower, now existing and acquired, created or arising from time to time hereafter, whether in transit or in the constructive, actual or exclusive possession of the Borrower or of the Lender or held by the Borrower or others for the Lender's account and wherever the same may be located, including, without limiting the generality of the foregoing, all Inventory that may be located on the premises of the Borrower or upon the premises of any carriers, forwarding agents, warehousemen, vendors, selling agents, processors or other third parties; (2) all goods represented by Accounts, Inventory and General Intangibles; (3) all such goods that may be reclaimed or repossessed from or returned by Purchasers; (4) all of the Borrower's rights as an unpaid vendor or lienor, including stoppage in transit, replevin, detinue and reclamation; (5) any other property of the Borrower now or hereafter held by the Lender or by others for the Lender's account; (6) all proceeds and products of, and additions and accessions to, any of the items described in (1) through (5) above; and (7) all books, documents and records related to any of the items described in (1) through (6) above.

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SCHEDULE I TO THE UCC FINANCING STATEMENT

The property covered by this Financing Statement is described as follows:

- (a) all equipment and other goods described in Exhibit A attached hereto and made a part hereof, including all additions to and substitutions for Exhibit A that may be made in the future;
- (b) any and all accessions and additions now or hereafter made or added to any of the property described in (a) above, any repair parts, substitutions and replacements therefor, and all attachments and improvements now or hereafter placed upon or used in connection therewith, or any part thereof;
- (c) any of the property described in (a) and (b) above that is now or may in the future become affixed to the real estate described in Exhibit B attached hereto and made a part hereof; and
- (d) all proceeds of any of the foregoing.

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EXHIBIT A TO UCC FINANCING STATEMENT

Item # **Equipment located at: 3245 Fayette Avenue, Birmingham, Alabama 35208**

- 1 Newcor Heavy Duty Bar Grating Welder #1, placed in service April 1976
- 2 Newcor Heavy Duty Bar Grating Welder #2, placed in service December 1978
- 3 Minster Heavy Duty Bar Serrator, placed in service April 1976
- 4 Heavy Duty Bar Edger and Straightener #1, placed in service April 1976
- 5 Heavy Duty Bar Edger and Straightener #2, placed in service April 1976
- 6 Zinc Control Joint Production Line, placed in service November 1988
- 7 Gear Reducer for Flattening Mill, placed in service October 1988
- 8 Joyco 54-Inch Slitter for 42-Inch Steel Coil, placed in service January 1981
- 9 40,000 Pound Overhead Crane, placed in service December 1980
- 10 12-Foot Heavy Duty Expander Press SN#001, placed in service March 1964
- 11 12-Foot Light Duty Expander Press SN#002, placed in service February 1966
- 12 12-Foot Heavy Duty Expander Press SN#003, placed in service December 1970
- 13 Delta Cut-to-Length Line, placed in service December 1983
- 14 Mesta Flattening Mill, placed in service May, 1962
- 15 Arrasate Steel Coil Slitter and Tooling, placed in service July 1988
- 16 Metal Lath Line SN#001, placed in service January 1946
- 17 Metal Lath Line SN#002, placed in service January 1946
- 18 Rib Lath 3/8 Line SN#001, placed in service December 1982
- 19 Stay-Form Line SN#001, placed in service March 1983

Equipment located at: 220 Dixon Road, Jackson, Mississippi 39209

- 1 Newcor Heavy Duty Bar Grating Welder Line and Attendant Equipment #1, placed in service February 1988

Equipment located at: 2101 Gardner Road, Broadview, Illinois 60153

- 1 E.V.G. Bar Grating Welder #1
- 2 Oscillating Coil Winder
- 3 Zip Welder
- 4 Shear and End Welder
- 5 95 Spools
- 6 Electrical Transformer
- 7 Cooling Tower
- 8 Edger
- 9 Coil Slitter
- 10 Heavy Duty Bar Edger and Straightener #3, placed in service April 1976

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EXHIBIT B TO UCC FINANCING STATEMENT

3245 Fayette Avenue, Birmingham, Alabama:

Begin at the southeast corner of Lot 1, in Block 6 of the survey of Mid-Birmingham, a map of which is recorded in Map Book 14, at Page 41, of the records in the office of the Judge of Probate of Jefferson County, Alabama, run thence south along the westerly line of Border Street, if said Street were extended, a distance of 1030 feet, more or less, to the right of way of Atlanta Birmingham & Coast Railroad Company, run thence in a southwesterly direction along the northerly boundary line of said right of way a distance of 350 feet, more or less, to the easterly line of Fayette Street of the foregoing survey, if extended, run thence in a northerly direction along the easterly line of said Fayette Street, if extended, a distance of 1180 feet, more or less, to the southwesterly corner of Lot 6, in Block 6, of said survey of Mid-Birmingham Land Company, run thence in an easterly direction along the southerly line of said lot 6 and also along the southerly ends of Lots 1, 2 and 3 in said Block 6, a distance of 285 feet, more or less, to the point of beginning, including any and all rights in and to any street or other public ways abutting the said tract of land; also together with all rights and privileges to use and connect with the sanitary sewer on said property reserved under that certain deed from W.A. Sandefur, et al to Jefferson County, recorded in Volume 444, at page 591, of the Deed Records in the Office of the Judge of Probate of Jefferson County, Alabama. Except herefrom sewer rights over, on or across the above described property heretofore conveyed to Jefferson County, Alabama.

Corner of Fayette Avenue and Lomb Boulevard, Birmingham, Alabama:

Lots 1 through 6, Block 6, according to the survey of Mid-Birmingham, as recorded in Map Book 14, Page 41, in the Probate Office of Jefferson County, Alabama.

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2101 Gardner Road, Broadview, Illinois:

Parcel 1: That part of Lot 16 lying west of the west right-of-way line of Indiana Harbor Belt Railroad Company (except the south 646.07 feet thereof) in School Trustee's Subdivision of Section 16, Township 39 North, Range 12 East of the Third Principal Meridian, in Cook County, Illinois.

The south 646.07 feet of that part of Lot 16 lying west of the west right-of-way line of Indiana Harbor Belt Railroad Company (except that part taken for Roosevelt Road) in the School Trustee's Subdivision of Section 16, Township 39 North, Range 12 East of the Third Principal Meridian, in Cook County, Illinois.

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220 Dixon Road, Jackson, Mississippi:

Approximately 15 acres of the O.S. Rees property located in the NE quarter of Section 36, Township 6 North, Range 1 West, Hinds County, Mississippi.

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COPY

DEBTOR'S SIGNATURE (continued)

ALABAMA METAL INDUSTRIES CORPORATION

By: *Robert D. Hunt*
Its: *Executive Vice President*

Property of Cook County Clerk's Office 92549583

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"Borrower" shall mean the debtor identified on the face of this financing statement.

"Chattel Paper" shall have the meaning attributed to that term under the Alabama Uniform Commercial Code.

"Contract Right" shall mean any right to payment under a contract not yet earned by performance, whether or not evidenced by an Instrument or Chattel Paper.

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"General Intangibles" shall mean all general intangibles as defined in the Alabama Uniform Commercial Code and all choses in action, causes of action and other intangible personal property of the Borrower of every kind and nature (other than Accounts) including, without limitation, corporate, partnership or other business records, inventions, designs, patents, patent applications, trademarks, trade names, trade secrets, good will, copyrights, registrations, licenses, franchises, tax refund claims and any security now or hereafter held by or granted to the Borrower to secure payment of any of the Accounts.

"Instruments" shall have the meaning attributed to that term under the Alabama Uniform Commercial Code.

"Inventory" shall mean goods, merchandise and other personal property now or hereafter held by the Borrower for sale or lease or furnished or to be furnished under contracts of service or otherwise, raw materials, parts, finished goods, work-in-process and supplies and materials used or consumed, or to be used or consumed, in the Borrower's present or any future business, and all such property the sale, lease or other disposition of which has given rise to Accounts and which has been returned to or repossessed or stopped in transit by the Borrower.

"Lender" shall mean the secured party identified on the face of this financing statement.

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The property covered by this financing statement consists of the following: (1) all of the Accounts, Inventory and General Intangibles of the Borrower, now existing and acquired, created or arising from time to time hereafter, whether in transit or in the constructive, actual or exclusive possession of the Borrower or of the Lender or held by the Borrower or others for the Lender's account and wherever the same may be located, including, without limiting the generality of the foregoing, all Inventory that may be located on the premises of the Borrower or upon the premises of any carriers, forwarding agents, warehousemen, vendors, selling agents, processors or other third parties; (2) all goods represented by Accounts, Inventory and General Intangibles; (3) all such goods that may be reclaimed or repossessed from or returned by Purchasers; (4) all of the Borrower's rights as an unpaid vendor or lienor, including stoppage in transit, replevin, detinue and reclamation; (5) any other property of the Borrower now or hereafter held by the Lender or by others for the Lender's account; (6) all proceeds and products of, and additions and accessions to, any of the items described in (1) through (5) above; and (7) all books, documents and records related to any of the items described in (1) through (6) above.

Cook County Clerk's Office 92549583

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