

**BILL OF SALE
TO
INDUSTRIAL TRACTOR COMPANY, INC.**

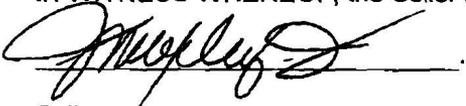
KNOW ALL MEN BY THESE PRESENTS THAT: The Undersigned, a corporation with a principal place of business at

416 Centre St., Fernandina Beach, FL 32034 (herein called the "Seller"), for and in consideration of the sum of five hundred and forty six thousand, seven hundred fifty-five 00/100 Dollar (\$546,755.00), receipt of which is hereby acknowledged, does hereby grant, sell, assign, transfer, and set over unto Industrial Tractor Company, Inc., a Florida corporation (herein called the "Buyer"), its successors and assigns, all right, title, and interest of the Seller in and to the personal property described below (and, if any additional page is annexed hereby as Exhibit A, listed and described in said Exhibit A) together with all parts and accessories attached thereto (all such personal property, parts, and accessories attached thereto (all such personal property, parts, and accessories being here collectively called the "Equipment"), TO HAVE AND TO HOLD for its and their own use and benefit forever.

<u>Quantity</u>	<u>Manufacturer</u>	<u>Model/Feature</u>	<u>Serial Number</u>	<u>Description</u>	<u>Cost Per Unit</u>
1	John Deere	670C	DW670CX577738	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576789	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576788	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576859	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576813	Motor Grader	109,351.00

The Seller hereby represents and warrants to the Buyer, its successors and assigns: (i) that the Equipment is used; (ii) that the Seller has full legal and beneficial title to the Equipment and the good and lawful right to sell the same; and (iii) that good and marketable title to the Equipment is hereby duly vested in the Buyer free and clear of all claims, liens, encumbrances, and rights of others of any nature. The Seller hereby covenants and agrees to defend such title forever against all claims and demands whatsoever.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed and delivered by its duly authorized officer on



Seller:

Nassau County, Florida

By J.M. "Chip" Oxley, Jr. Title Ex-Officio Clerk

(CORPORATE SEAL)

PANAFAX TRANSMITTAL SHEET



TO: Nassau Cty

ATTN: Ted Selby

FAX #: 904-548-4829

FROM: **BRUCE NELSON**

The CIT Group/Equipment Financing, Inc.

Mailing Address:

P.O. Box 27248

Tempe, AZ 85285-7248

(480) 784-2377 (PHONE#)

Physical Address:

1540 W. Fountainhead Pkwy.

Tempe, AZ 85282

(480) 858-1491 (FAX#)

NUMBER OF PAGES INCLUDING COVER PAGE: 14

COMMENTS: _____

**BILL OF SALE
TO
INDUSTRIAL TRACTOR COMPANY, INC.**

KNOW ALL MEN BY THESE PRESENTS THAT: The Undersigned, a corporation with a principal place of business at

416 Centre St., Fernandina Beach, FL 32034 (herein called the "Seller"), for and in consideration of the sum of five hundred and forty six thousand, seven hundred fifty-five 00/100 Dollar (\$546,755.00), receipt of which is hereby acknowledged, does hereby grant, sell, assign, transfer, and set over unto Industrial Tractor Company, Inc., a Florida corporation (herein called the "Buyer"), its successors and assigns, all right, title, and interest of the Seller in and to the personal property described below (and, if any additional page is annexed hereby as Exhibit A, listed and described in said Exhibit A) together with all parts and accessories attached thereto (all such personal property, parts, and accessories attached thereto (all such personal property, parts, and accessories being here collectively called the "Equipment"), TO HAVE AND TO HOLD for its and their own use and benefit forever.

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1	John Deere	670C	DW670CX576859	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576813	Motor Grader	109,351.00

The Seller hereby represents and warrants to the Buyer, its successors and assigns: (i) that the Equipment is used; (ii) that the Seller has full legal and beneficial title to the Equipment and the good and lawful right to sell the same; and (iii) that good and marketable title to the Equipment is hereby duly vested in the Buyer free and clear of all claims, liens, encumbrances, and rights of others of any nature. The Seller hereby covenants and agrees to defend such title forever against all claims and demands whatsoever.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed and delivered by its duly authorized officer on

Date

Seller:

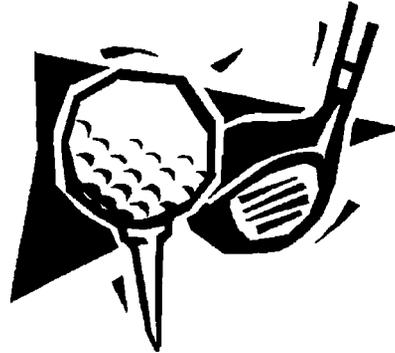
Nassau County, Florida

By X

Title

(CORPORATE SEAL)

PANAFAX TRANSMITTAL SHEET



TO: The Bank of New York

904-645-1991

ATTN: Ethel White

FAX #: 904-645-1998

FROM: **BRUCE NELSON**

The CIT Group/Equipment Financing, Inc.

Mailing Address:

Physical Address:

P.O. Box 27248

1540 W. Fountainhead Pkwy.

Tempe, AZ 85285-7248

Tempe, AZ 85282

(480) 784-2377 (PHONE#)

(480) 858-1491 (FAX#)

NUMBER OF PAGES INCLUDING COVER PAGE: //

COMMENTS: Please sign & fax back this subordination or Partial release letters as soon as possible as to not delay the funding of this deal. Please put original in the mail to the PO Box above to my attention.

Bruce Nelson



To: The Bank of New York Date: August 10, 2004

Re: Nassau County Florida
Original Filing Number: 930000120293; 980000044445
Original Filing Date: 06/08/93; 02/27/98
Original Filing Office: FL SOS; FL SOS

TO WHOM IT MAY CONCERN:

We have requested, and you have agreed, that you release your security interest in certain collateral that we are financing. We have prepared an amendment to your UCC filing to effectuate this release, a copy of which is attached hereto. Please indicate your consent to the filing of this amendment, and your authorization for us to file it on your behalf, by signing in the space provided.

Collateral Description:

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX577738
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576789
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576788
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576859
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576813

Verbiage (Check all that apply):

- And all attachments, replacements, substitutions, additions and accessions thereof, plus the proceeds of all the foregoing.
- And all tires, wheels, attachments, replacements, substitutions, additions and accessions thereof, plus the proceeds of all the foregoing.
- And all leases, other chattel paper, rentals, accounts, general intangibles and other income relating thereto and arising therefrom and all cash and non-cash proceeds thereof.

Sincerely,

Bruce Nelson

READ AND AGREED TO THIS
____ DAY OF August 2004

The Bank of New York

By: X Title: _____

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Chris Vischer 480-784-9623
B. SEND ACKNOWLEDGMENT TO: (Name and Address) The CIT Group/Equipment Financing, Inc. P.O. Box 27248 Tempe, AZ 85285-7248

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **930000120293** Filed **06/08/93** 1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2. **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. **ASSIGNMENT (full or partial):** Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Please refer to the detailed instructions in regards to changing the name/address of a party.

DELETE name: Give record name to be deleted in item 6a or 6b.

ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7e-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME Nassau County, Florida				
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME				
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS 416 Centre St.	CITY Fernandina Beach	STATE FL	POSTAL CODE 32034	COUNTRY
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7d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION Municipality	7f. JURISDICTION OF ORGANIZATION FL	7g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE
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8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.

Describe collateral deleted or added, or give entire restricted collateral description, or describe collateral assigned.

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX577738

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576789

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576788

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576859

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576813

And all additions, substitutions, attachments, replacements, and accessions thereto plus the proceeds of all the foregoing.

And all leases, other chattel paper, rentals, accounts, general intangibles and other income relating thereto and arising therefrom and all cash and non-cash proceeds thereof.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME The Bank of New York				
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

10. **OPTIONAL FILER REFERENCE DATA**

90122154 SOS FL 701 Bruce Nelson

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Chris Vischer 460-784-9623
B. SEND ACKNOWLEDGMENT TO: (Name and Address) The CIT Group/Equipment Financing, Inc. P.O. Box 27248 Tempe, AZ 85285-7248

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **980000044445** Filed **02/27/98** 1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c, and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Please refer to the detailed instructions in regards to changing the name/address of a party.

DELETE name: Give record name to be deleted in item 6a or 6b.

ADD name: Complete item 7a or 7b, and also item 7c, also complete items 7e-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR **Nassau County, Florida Board of County Commissioners**

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS

416 Centre St.

CITY

Fernandina Beach

STATE

FL

POSTAL CODE

32034

COUNTRY

7d. SEE INSTRUCTIONS

ADD'L INFO RE ORGANIZATION DEBTOR

7e. TYPE OF ORGANIZATION

Municipality

7f. JURISDICTION OF ORGANIZATION

FL

7g. ORGANIZATIONAL ID #, if any

NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box

Describe collateral: deleted or added, or give entire restated collateral description, or describe collateral assigned.

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX577738

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576789

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576788

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576859

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576813

And all additions, substitutions, attachments, replacements, and accessions thereto plus the proceeds of all the foregoing.

And all leases, other chattel paper, rentals, accounts, general intangibles and other income relating thereto and arising therefrom and all cash and non-cash proceeds thereof.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment. If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

OR **The Bank of New York**

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA

90122154 SOS FL 701 Bruce Nelson

UNIFORM COMMERCIAL CODE - FINANCING STATEMENT - FORM UCC-1 REV. 1997
 THIS FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code.

DEBTOR (Last Name First if a Person)
 Nassau County, Florida

MAILING ADDRESS 416 Centre Street

CITY Fernandina Beach **STATE** FL **32034**

MULTIPLE DEBTOR (IF ANY) (Last Name First if a Person)

NAME

MAILING ADDRESS

CITY **STATE**

MULTIPLE DEBTOR (IF ANY) (Last Name First if a Person)

NAME

MAILING ADDRESS

CITY **STATE**

SECURED PARTY (Last Name First if a Person)
 Barnett Banks Trust Company, N.A.

MAILING ADDRESS 9000 Southside Blvd.,
 Bldg. 100

CITY Jacksonville **STATE** FL **32256**

MULTIPLE SECURED PARTY (IF ANY) (Last Name First if a Person)

NAME

MAILING ADDRESS

CITY **STATE**

ASSIGNEE OF SECURED PARTY (IF ANY) (Last Name First if a Person)

NAME

MAILING ADDRESS

CITY **STATE**

THIS SPACE FOR USE OF FILING OFFICER
 Date, Time, Number & Filing Office

930000120293
 -06/09/93-01127-011
 *****25.00

3 PM 2 05
 SEP 1 2004

AUDIT **UPDATE**

JR 6/10

VALIDATION INFORMATION

FINANCING STATEMENT covers the following types of items of property (include description of real property or which interest is of record when required). If more space is required attach additional sheets 8 1/2" x 11".

See Exhibit A

NAME AND ADDRESS OF PREPARER
 Liversmore & Klein, P.A.
 1750 Gulf Life Tower
 Jacksonville, Florida 32207

6. No. of additional sheets presented:
 One (1)

7. No. of additional sheets presented:
 One (1)

10. (Check if so)
 Debtor is a transmitting utility
 Products of collateral are covered

11. SIGNATURE(S) OF DEBTOR(S)
 Nassau County, Florida

James E. Testee

12. SIGNATURE(S) OF SECURED PARTY(IES) OR ASSIGNEE
 Barnett Banks Trust Company, N.A.

Paula R. Williams

NAME Richard E. Klein
ADDRESS Liversmore & Klein, P.A.
CITY 1750 Gulf Life Tower
STATE Jacksonville
ZIP CODE Florida 32207

EXHIBIT A

The Trust Estate as set forth in the Trust Indenture by and between Nassau County, Florida (the "Issuer") and Barnett Banks Trust Company, N.A. (the "Trustee") dated as of June 1, 1993 (the "Indenture"), securing \$10,680,000 Pollution Control Refunding Revenue Bonds, Series 1993 (ITT Rayonier Incorporated Project) (the "Series 1993 Bonds"), consisting of the following, with all capitalized terms having the meaning given in the Indenture:

I.

All rights and interests of the Issuer under and pursuant to the Note and the Loan Agreement, and all revenues derived therefrom, except only the Unassigned Rights.

II.

All right, title and interest of the Issuer in all funds and accounts established under the Indenture, subject to the provisions of the Indenture and the Loan Agreement permitting the application thereof for the purposes and on the terms and conditions set forth therein.

III.

Any and all other real and personal property of every kind and nature from time to time hereafter by delivery or by writing of any kind conveyed, assigned or transferred, as and for additional security hereunder by the Issuer or by anyone in its behalf, or with its written consent, to the Trustee which is hereby authorized to receive any and all such property at any and all times and to hold and apply the same subject to the terms hereof.

A copy of the Indenture is on file in the office of the Secured Party.

LR-06/01/93-3310-UCC

STATE OF FLORIDA
UNIFORM COMMERCIAL CODE STATEMENT OF CHANGE FORM UCC-3 (REV. 1993)

This Statement of Change is presented to a filing officer pursuant to the Uniform Commercial Code:

1. Debtor (Last Name First if an individual) Nassau County, Florida		1a. Date of Birth or FEI#
7b. Mailing Address 416 Centre Street		1b. City, State Fernandina Beach, Florida
		1c. Zip Code 32034
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FEI#
2b. Mailing Address		2c. City, State
		2d. Zip Code
3. Secured Party (Last Name First if an individual) Barnett Banks Trust Company, N. A.		
3a. Mailing Address 9000 Southside Blvd., Bldg. 100		3b. City, State Jacksonville, Florida
		3c. Zip Code 32256
4. Secured Party Assignee to The Bank of New York		
4a. Mailing Address 101 Barclay Street		4b. City, State New York, New York
		4c. Zip Code 10286

5. This Statement refers to original Financing Statement bearing file number: 930000120293 filed on 6/9/93
Secretary of State, State of Florida
6. A. Continuation - The original Financing Statement between the Debtor and Secured Party bearing the file number shown above is continued.
 B. Release - The Secured Party releases the collateral described in Block 7 below from the Financing Statement bearing the file number shown above. RELEASE DOES NOT TERMINATE LIEN AGAINST DEBTOR.
 C. Full Assignment - All of the Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7 below.
 D. Partial Assignment - Some of Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7. A description of the collateral subject to the assignment is also shown in Block 7.
 E. Amendment - The Financing Statement bearing the file number shown above is amended as set forth in Block 7. (See instructions for signature requirements.)
 F. Termination - The Secured Party no longer claims an interest under the Financing Statement bearing the file number shown above.
 G. Other -

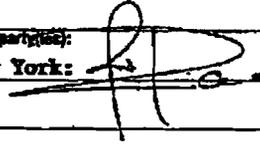
7. Description of collateral released or assigned, Assignee name and address, or amendment. Use additional sheet(s) if necessary.
 Assignee: The Bank of New York
 101 Barclay Street
 New York, New York 10286

This space for use of Filing Officer

980000003591 -- 9
 -12/22/97-01139-002
 *****12.00

FILED
 JAN 07, 1998 08:00 AM
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 980000003591 MT

8. Signature(s) of Debtor(s): (only if amendment - see instructions)

9. Signature(s) of Secured party(ies):
 The Bank of New York: 

10. Number of Additional Sheets Presented

11. Return Copy to:
 Name: The Bank of New York
 Address: Corporate Trust Division
 Address: 10161 Centurion Parkway
 City, State, Zip: Jacksonville, Florida 32256
 Attn: Brian Clark ✓

FILING OFFICER COPY

STANDARD FORM - FORM UCC-3

Approved by Secretary of State, State of Florida

STATE OF FLORIDA UNIFORM COMMERCIAL CODE
FINANCING STATEMENT AMENDMENT FORM

FLORIDA SECURED TRANSACTION REGISTRY

FILED

2003 May 09 AM 12:00

***** 200303935411 *****

1. NAME & INITIAL FROM NUMBER OF CONTACT PERSON
CAROLYN SNIKER (904) 359-4762 ✓

2. SEND AGENT'S ADDRESS TO:
Name CAROLYN SNIKER
Address POLBY & LARDNER
200 LAJUNA STREET
Jacksonville, Florida 32202

THIS AGENT SPEAKS FOR THE FILING OFFICE LINE ONLY

10. INITIAL FINANCING STATEMENT FILE # 920000172293

11. THIS FINANCING STATEMENT AMENDMENT IS TO BE FILED (for recording) IN THE ESAL ESTATE RECORDS.

1. CURRENT SECURED TRANSACTION - DEBTOR NAME - INSERT ONLY NEW DEBTOR NAME (A OR B)

2. ORGANIZATION'S NAME
NASSAU COUNTY, FLORIDA

3. INDIVIDUAL'S LAST NAME
FIRST NAME
MIDDLE NAME
SUFFIX

2. CURRENT SECURED TRANSACTION - SECURED PARTY NAME - INSERT ONLY ONE SECURED PARTY NAME (A OR B)

3A. ORGANIZATION'S NAME
THE BANK OF NEW YORK

3B. INDIVIDUAL'S LAST NAME
FIRST NAME
MIDDLE NAME
SUFFIX

4. IDENTIFICATION: If financing of the Financing Agreement (identified above) is perfected with respect to security interests of the Secured Party, so indicate the jurisdiction governing the perfection.

5. CONTINUATION: If continuation of the Financing Agreement identified above with respect to security interests of the Secured Party and whether Collateral Assignment is indicated on the additional grid provided by applicable law.

6. ASSIGNMENT: (All or partial). Give name of assignor in item 6a or 6b and address of assignor in item 6c and also give name of assignee in item 11.

7. ASSIGNMENT: (PARTY INFORMATION) THE ASSIGNOR(S):
Debtor or Assignor Name of record. Check only one of them two boxes.

Also check one of the following three boxes and provide appropriate indication in items 8 and/or 9.
 CHANGE NUMBER: Assignor's name and address remain the same as listed in item 6a or 6b.
 ASSIGNOR'S NAME (or name change) is listed in 6a or 6b and address is listed in 6c or 6d.
 ASSIGNOR'S NAME (or name change) is listed in 6a or 6b and address is listed in 6c or 6d.

8. CURRENT SECURED TRANSACTION - INSERT ONLY ONE NAME (A OR B) - DO NOT ASSIGNOR or COLLATERAL DEBTOR

8A. ORGANIZATION'S NAME
FIRST NAME
MIDDLE NAME
SUFFIX

8B. INDIVIDUAL'S LAST NAME
FIRST NAME
MIDDLE NAME
SUFFIX

9. CHANGED OR NEW OR ADDED INFORMATION - INSERT ONLY ONE NAME (A OR B) - DO NOT ASSIGNOR or COLLATERAL DEBTOR

9A. ORGANIZATION'S NAME
FIRST NAME
MIDDLE NAME
SUFFIX

9B. INDIVIDUAL'S LAST NAME
FIRST NAME
MIDDLE NAME
SUFFIX

9C. MAILING ADDRESS
CITY
STATE
POSTAL CODE
COUNTRY

9D. TAX ID#
9E. REQUIRED ADD'L INFO RE ORGANIZATION
9F. TYPE OF ORGANIZATION
9G. JURISDICTION OF ORGANIZATION
9H. ORGANIZATIONAL OR INDIVIDUAL IDENTIFICATION
9I. ORGANIZATIONAL OR INDIVIDUAL ID#
 NONE

10. ASSIGNMENT COLLATERAL CHANGE: Special use only.
 Debtor collection partial or total, or for entire named collateral description, or describe collateral assigned

11. NAME OF SECURED PARTY OR RECORD AUTHORIZING THIS ASSIGNMENT (name of assignor, if this is an Assignment). If this is an Assignment authorized by a Debtor, which shall be indicated or add the identifying token, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Assignment.

11A. ORGANIZATION'S NAME
FIRST NAME
MIDDLE NAME
SUFFIX

11B. INDIVIDUAL'S LAST NAME
FIRST NAME
MIDDLE NAME
SUFFIX

12. OPTIONAL FILE IN REFERENCE DATA FILE FLORIDA SECURED TRANSACTION REGISTRY 07044540376

FINANCED POLBY - BOOK 0003 (REV. 12/2001) Filing Office Only Approved by the Secretary of State, State of Florida

28

STATE OF FLORIDA
UNIFORM COMMERCIAL CODE FINANCING STATEMENT FORM UCC-1 (REV. 1993)

This Financing Statement is presented to a filing officer for filing pursuant to the Uniform Commercial Code

1. Debtor (Last Name First if an individual) Nassau County, Florida Board of County Commissioners		1a. Date of Birth or FEM	
1b. Mailing Address P.O. Box 456, 416 Center Street		1c. City, State Fernandina Beach, Florida	1d. Zip Code 32034
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FEM	
2b. Mailing Address		2c. City, State	2d. Zip Code
3. Secured Party (Last Name First if an individual) NationsBank of Florida, N.A.			
3a. Mailing Address One Financial Plaza, 13th Floor		3b. City, State Ft. Lauderdale, Florida	3c. Zip Code 33394
4. Assignee of Secured Party (Last Name First if an individual)			
4a. Mailing Address		4b. City, State	4c. Zip Code
5. This Financing Statement covers the following types or items of property (include description of real property on which located and owner of record when required. If more space is required, attach additional sheet(s).)			
<p>920000044415-9 -02/27/98-01080-002 *****16.00</p> <p>02/09/98 - 01037-018 x25</p>			
6. Check only if Applicable: <input type="checkbox"/> Proceeds of collateral are also covered. <input type="checkbox"/> Proceeds of collateral are also covered. <input type="checkbox"/> Debtor is transmitting utility.			
7. Check appropriate box: (One box must be marked) <input type="checkbox"/> All documentary stamp taxes due and payable or to become due and payable pursuant to s. 201.22 F.S., have been paid. <input checked="" type="checkbox"/> Florida Documentary Stamp Tax is not required.			
8. In accordance with s. 679.402(4), F.S., this statement is filed without the Debtor's signature to perfect a security interest in collateral:		9. Number of additional sheets presented: _____	
<input type="checkbox"/> already subject to a security interest in another jurisdiction when it was brought into this state or debtor's location changed to this state. <input type="checkbox"/> which is proceeds of the original collateral described above in which a security interest was perfected. State of Florida, Secretary of State <input checked="" type="checkbox"/> as to which the filing has lapsed. Date filed <u>2/23/93</u> and previous UCC-1 file number <u>920000039395</u> <input type="checkbox"/> acquired after a change of name, identity, or corporate structure of the debtor.		This Space for Use of Filing Officer <div style="text-align: center;"> <p>FILED</p> <p>98 FEB 27 AM 8:00</p> <p>SECRETARY OF STATE</p> <p>TALLAHASSEE, FLORIDA</p> </div>	
10. Signature(s) of Debtor(s) <i>SP Switzer</i>			
11. Signature(s) of Secured Party or If Assigned, by Assignee(s)			
12. Return Copy to:			
Name	The Bank of New York		
Address	10161 Centurion Parkway		
Address	Jacksonville, Florida 32256		
Address	Attn: Jose Paredes		
City, State, Zip			

FILING OFFICER COPY

STANDARD FORM - FORM UCC-1

Approved by Secretary of State, State of Florida

984-645-1900

9800004445

**SCHEDULE 3
TO FCC FINANCING STATEMENT
FROM NAHARRI COUNTY, FLORIDA, AS DEBTOR,
TO NATIONALBANK OF FLORIDA, NATIONAL ASSOCIATION, AS SECURED PARTY**

Naarra County, Florida (the "Debtor") assigns and pledges to NationalBank of Florida, National Association, as trustee for "Trustee") under the Indenture of Trust dated as of January 1, 1972 between the Debtor and the Trustee (the "Indenture"), its successors in the trust and its assigns hereon, to the extent provided in the Indenture:

All right, title and interest of the Debtor in, to and under the Loan Agreement dated as of January 1, 1978 (the "Agreement") between the Debtor and (CFL)Florida Island Properties, Inc. (the "Company"), the Mortgage and Security Agreement from the Company in favor of the Debtor dated as of January 1, 1978 (the "Mortgage") (except certain rights to indemnification and payment of fees and expenses under the Agreement), including, without limitation, all revenues (as defined in the Indenture), income, reserves and receipts, fees, proceeds and payments received or receivable by the Debtor under and pursuant to the Agreement and the present and future right to make claims for, collect, receive and receipt for any of the fees, reserves and receipts and other sums of money payable or receivable thereunder, whether payable in cash or otherwise, as being assets and proceeds of the Debtor or the Indenture thereof, and in so far as all things in which the Debtor is or may become vested under the Agreement.

All revenues and all moneys and benefits from time to time held by the Trustee under the terms of the Indenture and the Agreement and any and all other property of every type and nature from time to time hereafter by delivery or by writing of any kind conveyed, pledged, assigned or committed, and for additional security thereunder by the Debtor or by anyone in its behalf, or with its release-consent to the Trustee.

A security interest in all of its right, title and interest in all fixtures and other property belonging to the Debtor, real and personal, which may hereafter, belong to, be or become inventor or integral part of, the real estate described in the Mortgage, whether attached or detached, including the equipment and personal property located thereon.

Curd

~~FILED
FEB 27 11 50 AM '04~~

FILED
98 FEB 27 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA UNIFORM COMMERCIAL CODE
FINANCING STATEMENT AMENDMENT FORM

HP OfficeJet T Series
Personal Printer/Fax/Copier/Scanner

Fax History Report for
J. M. Oxley, Jr. Clerk
904-548-4829
Aug 11 2004 2:28pm

Last Fax

<u>Date</u>	<u>Time</u>	<u>Type</u>	<u>Identification</u>	<u>Duration</u>	<u>Pages</u>	<u>Result</u>
Aug 11	2:13pm	Received	4808581491	5:17	13	Memory full
