

**IMPORTANT — Read instructions on back before filling out form**

This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.

No. of Additional Sheets Presented: **2**

Maturity Date 3. (optional):

1. Debtor(s) (Last Name First and Address(es)):

WORLD CLASS RESORTS, INC.  
195 Highway 50  
Roundhill-Suite 102  
Zephyr Cove, Nevada 89448

2. Secured Party(ies): Name(s) and Address(es):

The Oxford Finance Companies, Inc.  
6701 North Broad Street  
Philadelphia, PA 19126

4. For Filing Officer: Date, Time, No. Filing Office

05151

5. This Financing Statement covers the following types (or items) of property: All instruments, accounts, contract rights, chattel paper and general intangibles sold and assigned to Secured Party pursuant to a certain Agreement dated April 28, 1982 by and between Secured Party and World Class Resorts, Inc. and W.C.R. Developments (TVL), Inc., as such property is more fully described in the attached

6. Assignee(s) of Secured Party and Address(es)  
Philadelphia National Bank  
Broad & Chestnut Streets  
Philadelphia, PA 19101

Proceeds addendum.

Products of the Collateral are also covered.

7.  The described crops are growing or to be grown on.  
 The described goods are or are to be affixed to.  
\* (Describe Real Estate Below).

8. Describe Real Estate Here:

9. Name(s) of Record Owner(s):

No. & Street	Town or City	County	Section	Block	Lot
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10. This statement is filed without the debtor's signature to perfect a security interest in collateral (check appropriate box)

- already subject to a security interest in another jurisdiction when it was brought into this state, or
- which is proceeds of the original collateral described above in which a security interest was perfected:

WORLD CLASS RESORTS, INC.

THE OXFORD FINANCE COMPANIES, INC.

By *[Signature]*  
Signature(s) of Debtor(s)

By *[Signature]*  
Signature(s) of Secured Party(ies)

(1) FILING OFFICER COPY - NUMERICAL

383-1285

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Important: Read Instructions on Back Before Filling Out Form.

2. Debtor(s) (Last Name, First, and Address(es))	3. Secured Party (Last Name(s) and Address(es))	4. For Filing Officer
WORLD CLASS RESORTS, INC. 195 Highway 50 Roundhill-Suite 102 Zepher Cove, Nevada 89448	The Oxford Finance Companies, Inc. 6701 North Broad Street Philadelphia, PA 19126	

5. This additional sheet covers the following additional types of property:

Property sold

and assigned to Secured Party pursuant to that certain Agreement dated April 28, 1982 by and between Secured Party and World Class Resorts, Inc. and W.C.R. Developments (WLD), Inc.: all accounts, contracts, rights, chattel paper, contracts, membership agreements, notes and further instruments, documents and business records related thereto, arising from sales of, or representing the sale proceeds of, memberships in World Class Resorts, Inc., a non-profit corporation which owns certain units of real estate in Tahoe Village, Douglas County, Nevada, which are subject to the World Class Timesharing Club, as such accounts are more fully described in Exhibit "A" attached hereto; all of Debtor's right, title and interest in and to the memberships and the appurtenant timesharing Use Periods underlying any of the foregoing property; and all monies and obligations due and to become due under or pursuant to any of the foregoing property; all amendments, replacements, substitutions, renewals and additions to any of the foregoing property pursuant to the Agreement or otherwise; and all proceeds and products of any of the foregoing property.

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*Handwritten initials/signature*



EXHIBIT "A"

NAME	ACCOUNT NO.	MONTHLY PAYMENTS	PRINCIPLE BALANCE	GROSS BALANCE
TOLIVER, J.D.	42318	126.81	5,560.00	9,130.32
SABA, M.F.&B.J.	42319	108.57	4,760.00	7,717.04
FIGURELLI, V.F.	42321	108.57	4,760.00	7,817.04
RIDDELL, W.F. & P.	42323	108.57	4,760.00	7,817.04
RUZIC, R.J. & K.J.	42336	108.57	4,760.00	7,817.04
NEKOLL, J.E. & C.E.	42337	108.57	4,760.00	7,817.04
THOMPSON, J. & T.	42339	108.57	4,760.00	7,817.04
SHEPPARD, M.A. & M.	42340	52.36	2,975.00	3,769.92
PETERS, N.J.	42342	126.81	5,560.00	9,130.32
STONE, I. J.	42345	108.57	4,760.00	7,817.04

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*Handwritten initials and marks*

COPY

REQUESTED BY

*Cyprus Fin. Co. Inc*

UNOFFICIAL RECORDS OF

CLERK OF SUPERIOR COURT

*\$5.00 pd.*

1983 MAR 14 AM 11:37

SUZANNE BEAUDREAU  
RECORDER

*Betty Nelson*  

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*Dep.*

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