

**STANDARD FORM
UNIFORM COMMERCIAL CODE—FINANCING STATEMENT — FORM UCC-1**

JULIUS BLUMBERG, INC. NYC, 10013

INSTRUCTIONS:

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
3. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 8" x 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of the financing statement. Long schedules of collateral, indentures, etc., may be on any size paper that is convenient for the secured party. Indicate the number of additional sheets attached.
4. If collateral is crops or goods which are or are to become fixtures, describe generally the real estate and give name of record owner.
5. When a copy of the security agreement is used as a financing statement, it is requested that it be accompanied by a completed but unsigned set of these forms, without extra fee.
6. At the time of original filing, filing officer should return third copy as an acknowledgement. At a later time, secured party may date and sign Termination Legend and use third copy as a Termination Statement.

This **FINANCING STATEMENT** is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es) Eleanor F. Killebrew Revocable Trust Box 127 Zephyr Cove, NV 89448	2. Secured Party(ies) and address(es) Davies Pacific Center Limited Partnership c/o VMS Realty, Inc. 8700 W. Bryn Mawr Chicago, IL 60631 Attention: Partnership Administration Department	For Filing Officer (Date, Time, Number, and Filing Office)
---	--	--

4. This financing statement covers the following types (or items) of property:

Debtor's limited partnership interest in Davies Pacific Center Limited Partnership, a Hawaii partnership, including all of Debtor's rights and interest in said limited partnership and any successor limited partnership and under the limited partnership agreement relating thereto.

5. Assignee(s) of Secured Party and Address(es)

Mellon Bank, N.A.
 Mellon Square
 Pittsburgh, PA 15230
 Attn: National Dept.

05 00.75

RETO ACKNOWLEDGEMENTS TO
 NATIONWIDE INFORMATION
 488 BROADWAY
 ALBANY, N.Y. 12207

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check if so)

already subject to a security interest in another jurisdiction when it was brought into this state.

which is proceeds of the original collateral described above in which a security interest was perfected:

Filed with:
 Douglas Co., NV

Check if covered: Proceeds of Collateral are also covered. Products of Collateral are also covered. No. of additional Sheets presented:

Diana C. Eward authorized signatory for
 VMS Realty Partners, attorney-in-fact for
 By: *Eleanor F. Killebrew (tee)*
 Signature(s) of Debtor(s)

Davies Pacific Center Limited Partnership
 By: VMS Realty Partners, Managing General Partner
 By: *Nancy B. Camilleri*
 Signature(s) of Secured Party(ies) Authorized Signatory

(1) Filing Officer Copy-Alphabetical **STANDARD FORM - FORM UCC-1.** (For Use in Most States)

05650

REQUESTED BY
Diana C. Eward
 IN OFFICIAL RECORDS OF
 DOUGLAS COUNTY, NEVADA
 \$6.00 pd
 1983 DEC 19 AM 11:38

SUZANNE BEAUDREAU
 RECORDER

Suzanne Beaudreau
 092886
 BOOK 1283 PAGE 2185