

UNIFORM COMMERCIAL CODE—FINANCING STATEMENT CHANGE—FORM N-UCC-2 STATE OF NEVADA
IMPORTANT—Read instructions on back before filling out form

FINANCIAL FORMS DEPARTMENT
DIAMOND INTERNATIONAL CORPORATION
P.O. BOX 4000 - RENO, NEVADA 89505

6501

This STATEMENT is presented for filing pursuant to the Nevada Uniform Commercial Code

1. FILE NO. OF ORIG. FINANCING STATEMENT # 081610	1A. DATE OF FILING OF ORIG. FINANCING STATEMENT June 16, 1983	1B. DATE OF ORIG. FINANCING STATEMENT June 7, 1983	1C. PLACE OF FILING ORIG. FINANCING STATEMENT Douglas County, Nv.
2. DEBTOR (LAST NAME FIRST) Overland, Inc.		2A. SOCIAL SECURITY OR FEDERAL TAX NO. 880074354	
2B. MAILING ADDRESS P. O. Box 2149		2C. CITY, STATE Reno, Nevada	2D. ZIP CODE 89505
3. ADDITIONAL DEBTOR (IF ANY) (LAST NAME FIRST)		3A. SOCIAL SECURITY OR FEDERAL TAX NO.	
3B. MAILING ADDRESS		3C. CITY STATE	3D. ZIP CODE
4. SECURED PARTY NAME Valley Bank of Nevada, Attn.: R. Browne S.V.P. MAILING ADDRESS P. O. Box 10927 CITY Reno STATE Nevada ZIP CODE 89510		4A. SOCIAL SECURITY NO., FED. TAX NO. OR BANK TRANSIT AND A.B.A. NO. 94-72/1224	
5. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE		5A. SOCIAL SECURITY NO., FED. TAX NO. OR BANK TRANSIT AND A.B.A. NO.	

6. CONTINUATION—The original Financing Statement between the foregoing Debtor and Secured Party bearing the file number and date shown above is continued. If collateral is crops or timber, fixtures, or oil, gas or minerals check here and insert description of real property on which growing or to be grown or to which affixed or to be affixed or from which to be extracted in Item 7 below. If crops or fixtures, also insert name of record owner of real estate. Effective if submitted within 6 months of expiration date.
- RELEASE—From the collateral described in the Financing Statement bearing the file number shown above, the Secured Party releases the collateral described in Item 7 below. Release does not terminate debt.
- ASSIGNMENT—The Secured Party certifies that the Secured Party has assigned to the Assignee above named, all the Secured Party's rights under the Financing Statement bearing the file number shown above in the collateral described in Item 7 below.
- TERMINATION—The Secured Party certifies that the Secured Party no longer claims a security interest under the Financing Statement bearing the file number shown above.
- AMENDMENT—The Financing Statement bearing the file number shown above is amended as set forth in Item 7 below. (Signature of Debtor and Secured Party required on all amendments.)
- OTHER (May be used for change of address.)

7. See Exhibit "A" attached

8. (Date) January 17 19 84

By: Overland, Inc.
R. H. Hobson President
R. H. Hobson (NAME OF DEBTOR(S)) (TITLE)

By: Valley Bank of Nevada
Russell Browne Senior Vice President
Russell Browne (NAME OF SECURED PARTY) (TITLE)

9. This Space for Use of Filing Officer
(Date, Time, Filing Office)

10. Return Copy to

NAME Valley Bank of Nevada
ADDRESS c/o Russell Browne, Sr. Vice President
CITY, STATE AND ZIP P. O. Box 10927
Reno, Nevada 89510

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BOOK 384 PAGE 836

THIS SPACE FOR USE OF FILING OFFICER

EXHIBIT "A"

A Financing Statement referring to a Deed of Trust and Security Agreement encumbering personal property described in Exhibit "B" attached hereto in and about real property in Douglas County described in Exhibit "C" attached, was signed by the parties and recorded and filed on June 16, 1983 as Document No. 81610, Douglas County, Nevada official records and on June 20, 1983 filed under file no. 83-04602 in the office of the Secretary of State of Nevada.

The present balance of the \$700,000.00 indebtedness secured by deed of trust and security agreement referred to in such financing statement is as of the date of this instrument, \$ 692,002.07. The Financing Statement Change is entered into and filed for the purpose of informing all interested persons that as of January 17, 1984 the remaining principal balance of the indebtedness above described and an additional advance in the sum of \$450,000.00 which additional advance is evidenced by a Note of even date herewith and an Amendment and Supplement to Deed of Trust and Security Agreement recorded on 1-20-84 as Document No. 94466, official records Douglas County, Nevada, is now secured by such deed of trust and security agreement, so that the total principal indebtedness so secured is as of the date of this Financing Statement Change, the principal sum of \$ 1,142,002.07.

EXHIBIT A

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ASSET NO.	DESCRIPTION	DATE ACQUIRED	LIFE	MTH	PERIOD ACQUIRED
110000	BAR	2/01/74	15	S.L.	8/74
110010	COMPRESSOR	10/01/74	10	S.L.	4/75
110020	BEDS	11/01/74	5	S.L.	5/75
110030	RUGS	11/01/74	5	S.L.	5/75
110040	END TABLES	11/01/74	5	S.L.	5/75
110050	GAME CHAIRS	11/01/74	5	S.L.	5/75
110060	ELECTROLUX VACUUM	10/01/74	3	S.L.	4/75
110070	GENERAL EQUIPMENT	10/01/74	5	S.L.	4/75
110080	BUN WARMER	10/01/74	3	S.L.	4/75
110090	TABLE AND CHAIRS	12/01/74	3	S.L.	6/75
110100	TABLE AND CHAIRS	12/01/74	3	S.L.	6/75
110110	TILE FOR KITCHEN	12/01/74	3	S.L.	6/75
110120	CARPETING	12/01/74	3	S.L.	6/75
110130	FURNITURE	12/01/74	3	S.L.	6/75
110140	BUFFET ITEMS	12/01/74	3	S.L.	6/75
110145	CARPET INSTALLED	12/01/74	3	S.L.	6/75
110150	5% BALLY LUCKY TWIN	12/11/74	8	S.L.	6/75
110170	5% BALLY BIG TIME	12/11/74	8	S.L.	6/75
110180	10% BALLY BIG TIME	12/11/74	8	S.L.	6/75
110190	5% BALLY 3 LINE PROG	12/12/74	8	S.L.	6/75
110200	5% BALLY 3 LINE PROG	12/12/74	8	S.L.	6/75
110220	DRAPERIES	1/01/75	3	S.L.	7/75
110230	ABBOTT COIN COUNTER	2/01/75	5	S.L.	8/75
110240	EDWARDS FREEZER BOX	4/01/75	5	S.L.	10/75
110250	8' CRAP TABLE	6/01/75	5	S.L.	12/75
110260	STEAM JACKET KETTLE	6/01/75	5	S.L.	12/75
110270	VACUUM	8/01/75	3	S.L.	2/76
110280	PATIO FURNITURE	8/01/75	3	S.L.	2/76
110290	DISHWASHER	7/01/75	5	S.L.	1/76
110300	TELEVISION SETS (21)	7/01/75	5	S.L.	1/76
110310	CARPETING	7/71/75	3	S.L.	2/76
110320	MUNTZ HOME THEATER	10/01/75	5	S.L.	4/76
110330	GE REFRIGERATOR	11/01/75	5	S.L.	5/76
110340	DRAPERIES	11/01/75	3	S.L.	5/76
110350	HOT WATER HEATER	11/01/75	5	S.L.	5/76
110360	BEDROOM FURNITURE	12/01/75	5	S.L.	6/76
110370	RECLINER	12/01/75	5	S.L.	6/76
110380	MICROPHONE SYSTEM	12/01/75	5	S.L.	6/76
110390	BALLY 5% SLOT W/LITE	5/19/75	8	S.L.	12/75
110400	BALLY LUCKY 7	5/31/75	8	S.L.	2/75
110410	FURNITURE - HOUSE	9/01/75	5	S.L.	3/76
110420	KENO MACHINE	6/30/75	8	S.L.	1/76
110440	FOLDING CHAIRS (40)	6/30/77	5	S.L.	1/78
110450	VULCAN GAS RANGE	6/30/77	5	S.L.	1/78
110460	ELECTRIC PANEL	6/30/77	5	S.L.	1/78
110470	CARPETING	6/30/77	3	S.L.	1/78
110480	SHADES	7/31/77	3	S.L.	2/78
110490	WALK-IN COOLER	9/30/77	5	S.L.	4/78
110500	BAR SINK	9/30/77	5	S.L.	4/78
110510	COKE MACHINE	9/30/77	5	S.L.	4/78

110520	COIN WRAPPING MACHIN	10/31/77	3	S.L.	5/78
110530	COPIER	10/31/77	3	S.L.	5/78
110540	BALLY 6 HOLE \$1.00 C	10/31/77	8	2 DB	5/78
110550	FREEZER	11/30/77	5	S.L.	6/78
110560	CANON CALCULATOR	6/30/78	5	S.L.	1/79
110580	DISHWASHER - INSTALL	7/01/75	5	S.L.	1/76
110590	COMPRESSOR (USED)	5/15/75	5	S.L.	11/75
110600	FREEZER BOX FREIGHT	4/01/75	5	S.L.	10/75
110610	CABLE TV - INSTALL	7/01/75	5	S.L.	1/76
110620	APPLIANCES - HOUSE	12/01/75	7	S.L.	6/76
110630	COCKTAIL TABLE	1/01/76	3	S.L.	7/76
110640	FRY KETTLE COUNTER	1/01/76	5	S.L.	7/76
110650	PATIO TABLES.	3/01/76	3	S.L.	9/76
110660	COOLER	3/01/76	3	S.L.	9/76
110670	CHAIR W/CASTERS	4/01/76	3	S.L.	10/76
110680	ICE MACHINE	5/01/76	5	S.L.	11/76
110690	KITCHEN SHELVES	6/01/76	5	S.L.	12/76
110700	DISHES, GLASSWARE	0/00/00		S.L.	12/76
110710	MICROWAVE OVEN	7/31/76	5	S.L.	2/77
110720	GE WASHER & DRYER	10/31/76	5	S.L.	5/77
110730	BUFFET TABLES (5)	3/31/77	5	S.L.	10/77
110740	OUTDOOR FURNITURE	9/30/76	5	S.L.	4/77
110750	ROLLAWAY BEDS	4/30/77	5	S.L.	11/77
110760	CARPETING	5/31/77	5	S.L.	12/77
110770	VOGT ICE MACHINE/BIN	7/31/76	10	S.L.	2/77
110780	SATTLEY COIN COUNTER	8/31/76	5	S.L.	3/77
110790	CAGE GRILL	10/31/76	5	S.L.	5/77
110800	TOASTMASTER FRYER	10/31/76	5	S.L.	5/77
110810	CARPET-BUFFET	7/19/78	3	S.L.	2/79
110820	BEDDING	7/31/78	5	S.L.	2/79
110830	BEDDING	7/31/78	5	S.L.	2/79
110840	HOT WATER TANK	10/06/78	5	S.L.	4/79
110850	OVEN	10/23/78	5	S.L.	5/79
110860	CARPET	10/16/78	3	S.L.	5/79
110870	DRAPES	10/30/78	3	S.L.	5/79
110880	CO2 FIRE SYSTEM	12/12/78	5	S.L.	6/79
110890	COIN ELEV.	12/01/78	7	S.L.	6/79
110900	VACUUM CLEANER	2/24/79	3	S.L.	9/79
110910	MOTEL ROOM CARPET	3/08/79	3	S.L.	9/79
110920	WATER METERS (2)	3/31/79	5	S.L.	10/79
110930	CHAIRS (50)	3/20/79	5	S.L.	10/79
110940	\$1.00 GAMING TOKENS	3/19/79	3	S.L.	10/79
110950	WELL/POOL MATERIAL	4/30/79	10	S.L.	11/79
110960	CANDY MACHINE	5/22/79	5	S.L.	12/79
110970	BOAT STORAGE COVER	5/17/79	3	S.L.	12/79
110980	CHAR BROILER	5/11/79	5	S.L.	11/79
110990	DOUBLE DRAIN BOARD	7/24/79	5	S.L.	2/80
110992	FURNITURE	7/31/79	5	S.L.	2/80
110994	SWIMMING POOL PUMP	8/02/79	5	S.L.	2/80
110996	LIGHTING FIXTURES	9/04/79	5	S.L.	3/80

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ASSET NO.	DESCRIPTION	DATE ACQUIRED	LIFE	PERIOD MTH ACQUIRE
110998	LIGHTING FIXTURES .	2/12/80	5	S.L. 8/80.
111000	KENO MACHINE	12/28/79	7	S.L. 7/80
111002	CRAPS LAYOUT	1/31/80	3	S.L. 8/80
111004	LOUNGE CHAIRS (28)	2/28/80	5	S.L. 9/80
111006	RESTAURANT CHAIRS-12	6/20/80	5	S.L. 1/81
111008	MULTI-CLEAN VACUUM	2/11/80	5	S.L. 8/80
111010	PACIFIC FLOOR MACHIN	2/11/80	5	S.L. 8/80
111012	3-SHELF CARTS (3)	3/11/80	5	S.L. 9/80
111014	STEAM TABLE	6/11/80	5	S.L. 12/80
111016	2-DOOR SANDWICH STD	6/11/80	5	S.L. 12/80
111018	JOCKEY BOX	3/17/80	5	S.L. 10/80
111020	ACME WATER STATION	4/01/80	5	S.L. 10/80
111022	HOT/CLD FOOD STATION	4/07/80	5	S.L. 10/80
111024	GE TOASTERS - 2	6/20/80	5	S.L. 11/81
111026	DOLL FLYN DISHWASHER	3/13/80	5	S.L. 9/80
111028	RAILING - RESTAURANT	4/08/80	7	S.L. 10/80
111030	25¢ KENO MACHINE	1/30/80	7	S.L. 9/80
111032	25¢ POKER MACHINES-2	4/14/80	7	S.L. 10/80
111034	AWNING- RESTAURANT	6/30/80	5	S.L. 1/81
111036	DRAPES	8/06/79	3	S.L. 2/80
111038	CAMERA	11/30/79	3	S.L. 6/80
111040	FURNITURE	3/11/80	5	S.L. 9/80
111042	FENCING FOR TRAILER	4/26/80	5	S.L. 1/80
111044	CARPET	9/01/79	3	S.L. 3/80
111046	COMPRESSOR	8/28/79	5	S.L. 3/80
111048	FACIT CALCULATOR	6/05/80	3	S.L. 12/80
111050	FURNITURE	3/11/80	5	S.L. 9/80
111055	STACKING CHAIRS	7/07/80	5	S.L. 1/81
111060	CRAP TABLE COVER	9/08/80	5	S.L. 3/81
111065	SEWING MACHINE	9/04/80	3	S.L. 3/81
111070	KENO MACHINE	4/23/81	5	S.L. 11/81
111075	LAWN MOWER	6/12/81	3	S.L. 12/81
111080	SERVING CART	6/04/81	5	S.L. 12/81
111085	REF SANDWICH TABLE	4/28/81	5	S.L. 11/81
111090	STOCK POT RANGE	5/28/81	5	S.L. 12/81
111095	25¢ MACHINES (2)	7/07/80	7	S.L. 1/81
111100	25¢ MACHINES (2)	7/07/80	7	S.L. 1/81
111105	25¢ MACHINES (2)	7/07/80	7	S.L. 1/81
111110	1.00 MACHINE	7/07/80	7	S.L. 1/81
111115	1.00 MACHINES (2)	7/07/80	7	S.L. 1/81
111120	5¢ MACHINE	12/05/80	7	S.L. 6/81
111125	5¢ MACHINE	12/05/80	7	S.L. 6/81
111130	25¢ MACHINE	2/27/81	7	S.L. 9/81
111135	DRAPES	10/13/80	3	S.L. 4/81
111140	CARPET	10/22/80	3	S.L. 5/81
111145	CAMERA	12/30/80	3	S.L. 7/81
111150	CARPET	5/17/81	3	S.L. 12/81
111155	WEED TRIMMER	6/15/81	3	S.L. 12/81
111160	RECT TABLES (6)	4/30/81	5	S.L. 11/81

LEGAL DESCRIPTION

PARCEL 1.

All that certain lot, piece or parcel of land situate in the County of Douglas, State of Nevada, described as follows:

A parcel of land on the East side of U. S. Highway 395, occupied by the Topaz Lodge and being in the South 1/2 of the Southwest 1/4 of Section 29, Township 10 North, Range 22 East, M.D.B. & M. in Douglas County, Nevada, more fully described as follows:

BEGINNING at a point from which the 1/4 corner on the South boundary of said Section 29 lies East 1070.00 feet and South 225 feet; thence West parallel to the South line of Section 29, 416.84 feet to a point on the East right of way line of Highway 395; thence following the said right of way line Northerly on a curve to the left with a radius of 4,575 feet from a tangent bearing North 5°23'40" West for a distance of 608.90 feet; thence East 519.13 feet; thence South 600 feet to the Point of Beginning.

EXCEPTING THEREFROM all that certain lot, piece or parcel of land situate in the County of Douglas, State of Nevada, bounded and described as follows:

COMMENCING at the Northwest corner of Lot 20, as shown on the amended map of Topaz Lodge Subdivision filed in the Office of the County Recorder, Douglas County, Nevada, on September 16, 1958, and whose file number is 13594; thence West a distance of 579.13 feet to a point on the Easterly right of way line of Highway No. 395, said point being the true point of beginning; thence East a distance of 519.13 feet to a point on the Westerly right of way line of Eureka Street; thence South a distance of 300.00 feet along the Westerly right of way line of Eureka Street to a point; thence West to a point on the Easterly right of way line of Highway No. 395 to a point; thence Northwesterly along the Easterly right of way line of Highway No. 395 to the true point of beginning.

The above excepted parcel was conveyed to Harold L. Roberts and Lois Roberts, his wife, by Topaz Lodge, Inc., a Nevada corporation, in Deed dated November 8, 1966, recorded January 17, 1967, in Book 47, Page 218 as File No. 35177, Official Records of Douglas County, Nevada.

SUBJECT HOWEVER to that certain lease dated July 1, 1976 in which R. H. Hobson is lessor and Overland, Inc. is lessee.

PARCEL 2.

All the right, title and interest of Overland, Inc. in and to the real property described as Parcel 1 above arising out of that certain lease dated July 1, 1976, in which R. H. Hobson is lessor and Overland, Inc. is lessee.

REQUESTED BY
DOUGLAS COUNTY TITLE
IN OFFICIAL RECORDS OF
DOUGLAS CO. NEVADA
*6.00pl
1984 MAR 12 PM 12:10

EXHIBIT C

SUZANNE BEAUDREAU
RECORDER

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Betty Henderson
Dy.

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