

UNIFORM COMMERCIAL CODE-FINANCING STATEMENT-FORM UCC-1
IMPORTANT-Read instructions on back before filling out form

2863 92119
 Bank of Calif.
 P.O. Box 45000 San Francisco, CA

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

1. DEBTOR (LAST NAME FIRST) WHITE SANDS CABLE COMPANY, INC.		1A. SOCIAL SECURITY OR FEDERAL TAX NO.	
1B. MAILING ADDRESS P.O. Box 4181		1C. CITY, STATE YUMA ARIZONA	
1E. RESIDENCE ADDRESS (IF AN INDIVIDUAL AND DIFFERENT THAN 1B)		1F. CITY, STATE	
1D. ZIP CODE 85364		1G. ZIP CODE	
2. ADDITIONAL DEBTOR (IF ANY) (LAST NAME FIRST) HOMER HARMON and KATHRYNE HARMON		2A. SOCIAL SECURITY OR FEDERAL TAX NO.	
2B. MAILING ADDRESS P.O. Box 4181		2C. CITY, STATE YUMA ARIZONA	
2E. RESIDENCE ADDRESS (IF AN INDIVIDUAL AND DIFFERENT THAN 2B)		2F. CITY, STATE	
2D. ZIP CODE 85364		2G. ZIP CODE	
3. DEBTOR(S) TRADE NAME OR STYLE (IF ANY)		3A. FEDERAL TAX NO.	
4. ADDRESS OF DEBTOR(S) CHIEF PLACE OF BUSINESS (IF ANY)		4A. CITY, STATE	
4B. ZIP CODE		5. SECURED PARTY BLISS ELECTRONICS CORPORATION Post Office Box 1238	
5. NAME Gardnerville STATE Nevada ZIP CODE 89410		5A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	
6. ASSIGNEE OF SECURED PARTY (IF ANY)		6A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	
6. NAME		6. CITY, STATE, ZIP CODE	
6. MAILING ADDRESS		6. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	
6. CITY		6. STATE	
6. STATE		6. ZIP CODE	

7. This FINANCING STATEMENT covers the following types or items of property (if crops or timber, include description of real property on which growing or to be grown and name of record owner of such real estate, if fixtures, include description of real property to which affixed or to be affixed and name of record owner of such real estate; if oil, gas or minerals, include description of real property from which to be extracted.

All of accounts receivable and proceeds of the Cable System located in Douglas County, Nevada, together with all fixtures, equipment, and inventory of said business as described in exhibit "A" attached hereto and made a part hereof by this reference, together with any Certificates of Public Convenience and Necessity issued by the State of Nevada. The security interest herein is subordinate to the security interest of The Bank of California.

7A. _____ SIGNATURE OF RECORD OWNER

7B. _____ (TYPE) RECORD OWNER OF REAL PROPERTY

7C. \$ _____ MAXIMUM AMOUNT OF INDEBTEDNESS TO BE SECURED AT ANY ONE TIME (OPTIONAL)

8. Check if Applicable

A <input checked="" type="checkbox"/> Proceeds of collateral are also covered	B <input type="checkbox"/> Products of collateral are also covered	C <input type="checkbox"/> Proceeds of above described original collateral in which a security interest was perfected	D <input type="checkbox"/> Collateral was brought into this State subject to security interest in another jurisdiction
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9. Check if Applicable

DEBTOR IS A "TRANSMITTING UTILITY" IN ACCORDANCE WITH NRS 704.205 AND NRS 104.9403

10. (Date) 5/9 1984

WHITE SANDS CABLE COMPANY, INC.

By: Homer Harmon Sec. President (TITLE)

BLISS ELECTRONICS CORPORATION

By: John S. Bliss President (TITLE)

12. This Space for Use of Filing Officer (Date, Time, File Number and Filing Officer)

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11. Return Copy to

NAME: **CHARTER COLLECTIONS**
 ADDRESS: **1202 N. Fall Street**
 CITY, STATE AND ZIP: **Carson City, NV. 89701**

100700
BOOK 584 PAGE 981

THIS SPACE FOR USE OF FILING OFFICER

EXHIBIT "A"

BLISS CABLE SYSTEMS

INVENTORY

SUMMARY

ITEM	TOTAL COST
JOHNSON LAND HEAD END	\$39,550.00
GARDNERVILLE HEAD END	60,875.00
VEHICLES, TOOLS, EQUIPMENT	51,840.00
OFFICE AND GARAGE BUILDINGS (INVENTORY)	15,485.00
OUTSIDE PLANT (TRUNK & DISTRIBUTION)	504,000.00
TOTAL	\$707,750.00

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EXHIBIT "A" CONTINUED

BLISS CABLE SYSTEMS
INVENTORY
JOHNSON LANE HEAD END

QUANTITY	ITEM	UNIT COST	TOTAL COST
1	RACK	\$250.00	\$250.00
6	SATELLITE RECEIVERS	2500.00	15000.00
6	MODULATORS	500.00	3000.00
2	MODULATORS	850.00	1700.00
4	CONVERTERS	350.00	1500.00
1	COMBINING NETWORK	250.00	250.00
1	HUGHES AML INTERFACE AMP	1000.00	1000.00
1	A/C POWER SUPPLY	350.00	350.00
1	AIR CONDITIONER	400.00	400.00
1	12' X 12' BUILDING	3500.00	3500.00
1	50 FOOT TOWER	500.00	500.00
1	FM EQUALIZER	250.00	250.00
4	PRE AMP POWER SUPPLIES	125.00	500.00
4	PRE AMPS	250.00	1000.00
1	SIGNAL PROCESSORS	300.00	1200.00
1	JERROLD FIELD STR METER	450.00	450.00
1	4.5 METER EARTH STATION	6000.00	6000.00
2	LOW NOISE AMPS (LNA'S)	1100.00	2200.00
1	TRUCK SERVICE PIT	500.00	500.00

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TOTAL \$39,550.00

EXHIBIT "A" CONTINUED

BLISS CABLE SYSTEMS
INVENTORY
GARDNERVILLE HEAD END

QUANTITY	ITEM	UNIT COST	TOTAL COST
1	WEATHER SCAN UNIT	\$3,500.00	\$3,500.00
6	PROCESSORS	300.00	1,800.00
2	EQUIPMENT RACKS	125.00	250.00
5	SATELLITE RECIEVERS	2,500.00	12,500.00
5	MODULATORS	850.00	4,200.00
3	CONVERTERS	500.00	1,500.00
7	BAND PASS FILTERS	250.00	1,750.00
1	COMBINER	300.00	300.00
2	ENCODERS	250.00	500.00
1	LNA POWER SUPPLY	350.00	350.00
5	PRE AMP POWER SUPPLIES	125.00	125.00
5	PRE AMPLIFIERS	250.00	1,250.00
1	VIDEO MONITOR	200.00	200.00
1	T.V. MONITOR	250.00	250.00
1	FM EQUALIZER	250.00	250.00
1	A.C. LINE FILTER	150.00	150.00
2	AIR CONDITIONERS	400.00	800.00
1	HEATER, 220 VAC	125.00	125.00
1	HEAD END BUILDING	3,000.00	3,000.00
1	MICRO-WAVE BLDG.	1,000.00	1,000.00
1	50 FOOT TOWER	500.00	500.00
1	100 FOOT TOWER	5,000.00	5,000.00
1	20 FOOT TOWER	300.00	300.00
5	ANTENNAS	200.00	1,000.00
3	ANTENNAS, SCALA	500.00	1,500.00
1	RHOMBIC ANTENNA	500.00	500.00
1	6 FOOT MICROWAVE DISH	1,200.00	1,200.00
1	HUGHES AML MICROWAVE RCVR.	6,500.00	6,500.00
1	5 METER EARTH STATION	7,500.00	7,500.00
1	A/C POWER SUPPLY	375.00	375.00
2	LNA (LOW NOISE AMPS)	1,100.00	2,200.00

DB 2 C COR TAMP *Hed*
DB 2 C COR EXT *Hed*

TOTAL \$60,875.00

EXHIBIT "A" CONTINUED

BLISS CABLE SYSTEMS
INVENTORY
VEHICLES / TOOLS / EQUIPMENT

QUANTITY	ITEM	UNIT COST	TOTAL COST
1	1971 DATSUN PICKUP	\$2000.00	\$2000.00
1	1971 FORD 3/4 TON	2000.00	2000.00
1	1968 FORD 3/4 TON	2000.00	2000.00
1	1969 CHEV 1/2 TON	1000.00	1000.00
1	R-65 COMBO DITCHWITCH	18000.00	18000.00
1	VP-12 DITCHWITCH	6600.00	6600.00
1	BORING ATTACHMENT	1100.00	1100.00
1	HYDRUALIC AIRIAL LIFT	7200.00	7200.00
1	1700 WATT GENERATOR	450.00	450.00
1	CABLE LASHER	1200.00	1200.00
1	PRE LASHER	125.00	125.00
1	24 FOOT TRAILER	1500.00	1500.00
1	10 FOOT TRAILER	550.00	550.00
1	1/2" DRILL MOTOR	250.00	250.00
2	3/8" DRILL MOTORS, CORDLESS	125.00	250.00
2	CLIMBING BELTS	175.00	350.00
2	CLIMBING HOOKS	75.00	150.00
3	SETS, SHIRTS, JACKETS	110.00	330.00
1	BATTERY CHARGER/W JUMPERS	100.00	100.00
4	LADDERS	100.00	400.00
3	SIGNAL LEVEL METERS	250.00, 900.00, 1400	2550.00
1	PORTA-BRIDGE (SADELCO)	295.00	295.00
1	CABLE LOCATOR	225.00	225.00
1	PORTABLE AIR COMPRESSOR	75.00	75.00
1	2 TON HOIST	375.00	375.00
2	1/2 TON HOISTS	50.00	100.00
3	KLIEN CABLE GRIPS	35.00	105.00
2	2 TON HYDRAULIC JACKS	30.00	60.00
4	2-WAY FM MOBILE RADIOS/W ANT	500.00	2000.00
	MISC. HAND TOOLS, POUCHES, STAPPLE GUNS, ETC.		500.00
		TOTAL	\$51,840.00

J. ARVIN

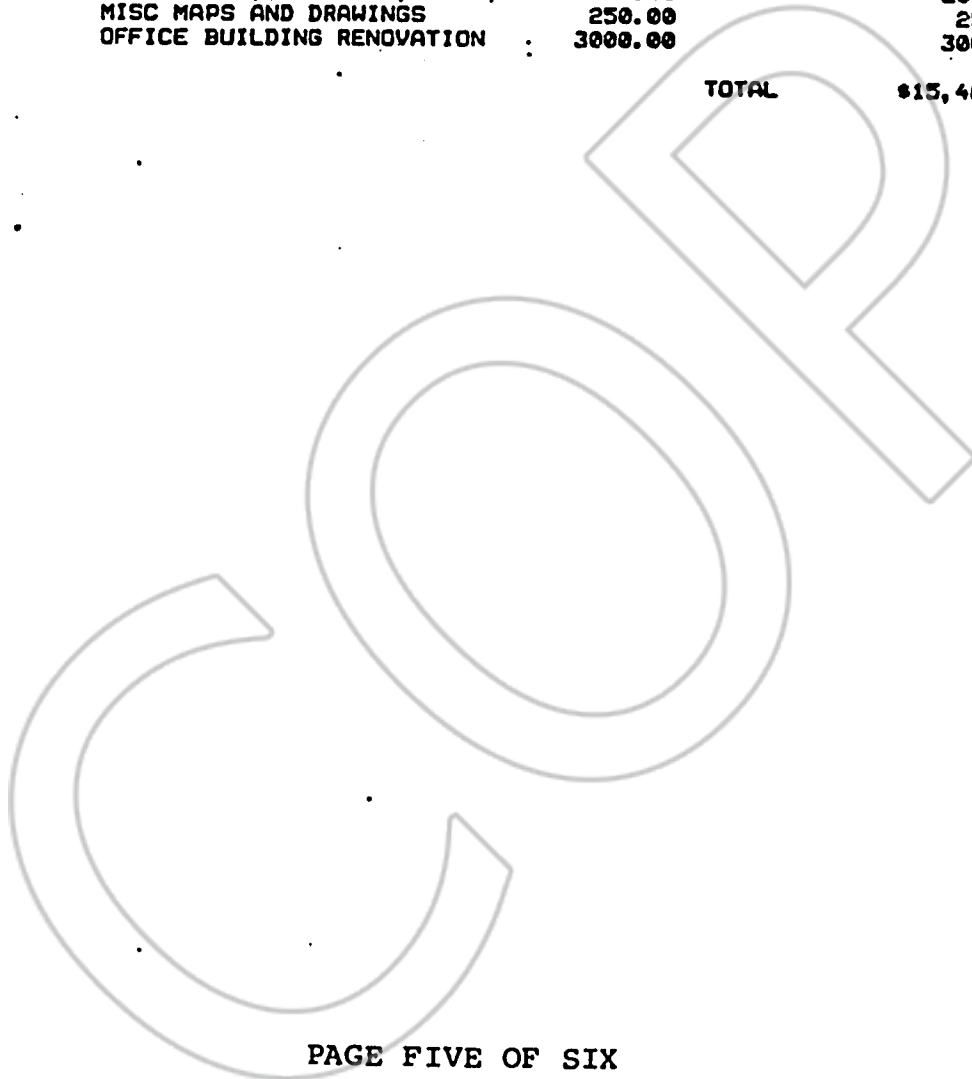
EXHIBIT "A" CONTINUED

BLISS CABLE SYSTEMS
INVENTORY
OFFICE AND GARAGE BUILDINGS

QUANTITY	ITEM	UNIT COST	TOTAL COST
3	DESKS	\$150.00	\$450.00
2	FILE CABINETS	200.00	400.00
3	METAL SHELVES	150.00	450.00
2	DRAFTING TABLES	100.00	200.00
5	STORAGE SHELVES	100.00	500.00
2	WORK BENCHES WITH VISE	125.00	250.00
1	REFRIGERATOR/FREEZER	350.00	350.00
1	FURNANCE WITH DUCTING	550.00	550.00
1	HOT WATER HEATER	200.00	200.00
1	SHOWER	185.00	185.00
1	BEDS	100.00	200.00
12	CHAIRS	50.00	600.00
2	TELEVISION SETS	500.00	1000.00
3	ADDING MACHINES	150.00	450.00
2	TYPEWRITERS	125.00	245.00
1	2-WAY FM BASE RADIO/ANT	950.00	950.00
1	FISH AQUARIUM WITH FISH	150.00	150.00
1	BIRDS WITH CAGE	150.00	150.00
1	FM STEREO RADIO/SPKRS	400.00	400.00
1	B/T CONVERTER	350.00	350.00
1	3/4" SONY VIDEO PLAYER	1600.00	1600.00
1	VACUUM CLEANER	150.00	150.00
1	CODE-A-PHONE	250.00	250.00
5	STATION PHONES	200.00	400.00
	MISC PARTS, HARDWARE, WIRE, ETC.	2000.00	2000.00
	MISC MAPS AND DRAWINGS	250.00	250.00
	OFFICE BUILDING RENOVATION	3000.00	3000.00
	TOTAL		\$15,485.00

OB 1 2740

OB 3 2740



BLISS CABLE SYSTEMS
INVENTORY
GARDNERVILLE / MINDEN / JOHNSON LANE
TRUNK & DISTRIBUTION

APPROX MILES	OVERHEAD	UNDERGROUND	COST PER MILE	TOTAL
27.25	<i>JB 7600</i> x		\$10,000	\$270,000
+0.25	<i>JB 7600</i>	x	\$15,000	\$270,000
			TOTAL	\$540,000

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