

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

STATE OF NEVADA

REORDER FROM
Registro, Inc.
 514 PIERCE ST.
 P.O. BOX 218
 ANOKA, MN. 55303
 (612) 421-1713

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

1. DEBTOR (LAST NAME FIRST) TOPAZ LODGE ENTERPRISES, a general partnership		1A. SOCIAL SECURITY OR FEDERAL TAX NO.	
1B. MAILING ADDRESS P.O. Box 1435		1C. CITY, STATE Gardnerville, NV	1D. ZIP CODE 89410
1E. RESIDENCE ADDRESS (IF AN INDIVIDUAL AND DIFFERENT THAN 1B)		1F. CITY, STATE	1G. ZIP CODE
2. ADDITIONAL DEBTOR (IF ANY) (LAST NAME FIRST)		2A. SOCIAL SECURITY OR FEDERAL TAX NO.	
2B. MAILING ADDRESS		2C. CITY, STATE	2D. ZIP CODE
2E. RESIDENCE ADDRESS (IF AN INDIVIDUAL AND DIFFERENT THAN 2B)		2F. CITY, STATE	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 NAME NEVADA NATIONAL BANK MAILING ADDRESS P.O. Box 11500 CITY Reno STATE Nevada ZIP CODE 89550		5A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 94-15	
6. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE		6A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	

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.

The collateral consists of all personal property and fixtures described in Exhibit "A" attached hereto, located or to be located upon the real property described in Exhibit "B" attached hereto and by this reference made a part hereof.

TO BE FILED FOR RECORD IN THE REAL PROPERTY RECORDS

7A. _____ SIGNATURE OF RECORD OWNER	7C. \$ <u>900,000.00</u> MAXIMUM AMOUNT OF INDEBTEDNESS TO BE SECURED AT ANY ONE TIME (OPTIONAL)
7B. _____ (TYPE) RECORD OWNER OF REAL PROPERTY	

8. Check <input checked="" type="checkbox"/> 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) December 17 1986

TOPAZ LODGE ENTERPRISES,
a general partnership

By: [Signature]
SIGNATURE(S) OF DEBTOR(S) ROGER ELTON (TITLE)

NEVADA NATIONAL BANK,
a national banking association

By: _____
SIGNATURE(S) OF SECURED PARTY (IES) (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 **Nevada National Bank**
ADDRESS **Construction Lending-North**
CITY, STATE AND ZIP **P.O. Box 11500**
Reno, NV 89550

THIS SPACE FOR USE OF FILING OFFICER

EXHIBIT "A"

The collateral consists of all personal property and improvements (collectively "Improvements"), now located or hereafter to be constructed upon the real property ("the Land") described in Exhibit "B", including, but not limited to:

1. All right, title and interest of Debtor in all equipment, machinery, fixtures, chattels, furniture, furnishings and other articles of tangible personal property, and any additions to, substitutions for, changes in or replacements of the whole or any part thereof now or at any time hereafter affixed to, attached to, placed upon or used in any way in connection with the use, enjoyment, occupancy or operation of the Land and Improvements or any portion thereof, including all building materials and equipment now or hereafter delivered to the Land and Improvements and intended to be installed in or about the same, and all inventory, accounts, accounts receivable, utility deposits, contract rights, development and use rights, governmental approvals, permits, licenses, applications, architectural and engineering plans, specifications and drawings, architectural, engineering and construction contracts, chattel paper, instruments, documents, notes, drafts and letters of credit arising from or related to the Land and Improvements and any business conducted thereon by Debtor and any other intangible personal property and rights relating to the Land and Improvements or any part thereof or to the operation thereof or used in connection therewith, including, without limitation, tradenames and trademarks, (collectively "Personal Property").

2. All of Debtor's right, title and interest to all proceeds (including claims or demands thereto) from the conversion, voluntary or involuntary, of any of the Land, Improvements or Personal Property into cash or liquidated claims, including, without limitation, proceeds of all present and future fire, hazard or casualty insurance policies and all condemnation awards or payments in lieu thereof made by any public body or decree by any court of competent jurisdiction for taking or for degradation of the value in any condemnation or eminent domain proceeding, and all causes of action and the proceeds thereof of all types for any damage or injury to the Land, Improvements or Personal Property or any part thereof, including, without limitation, causes of action arising in tort or contract and causes of action for fraud or concealment of a material fact, and all proceeds from the sale of the Land and/or Improvements.

3. All right, title and interest of Debtor in and to (i) all leases, rental agreements and other contracts and agreements relating to use and possession (collectively "Leases") of any of the Land or Improvements, and (ii) the rents, issues, profits and proceeds therefrom together with all guarantees thereof and all deposits (to the full extent permitted by law) and other security therefor.

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Hale, Lane, Peek, Dennison and Howard
Attorneys and Counsellors at Law
Reno, Nevada

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EXHIBIT "B"

PARCEL 1

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

Lots 120, 121, 122, 123, 152, 153 and 154, as shown on the map of TOPAZ SUBDIVISION, filed in the office of the County Recorder of Douglas County, Nevada, on August 10, 1954, as File No. 9774.

TOGETHER WITH that real property lying and being in Section 29, Township 10 North, Range 22 East, M.D.B. & M., Douglas County, State of Nevada, and more particularly described as follows:

Commencing at a point on the Northwest corner of Lot 123 of the Topaz Subdivision as recorded August 10, 1954, in the Official Records of Douglas County, Nevada, said point being the TRUE POINT OF BEGINNING; thence West, a distance of 60.00 feet; thence South $00^{\circ}04'$ West, a distance of 420.00 feet thence East, a distance of 60.00 feet to the Southwest corner of Lot 120 of aforesaid subdivision; thence North $00^{\circ}04'$ East, a distance of 420.00 feet to the True Point of Beginning.

ALSO TOGETHER WITH all that certain piece or parcel of land situated in the Southwest Quarter of Section 29, Township 10, North, Range 22 East, M.D.B. & M., County of Douglas, State of Nevada, described as follows:

Beginning at the intersection of the West line of Genoa Street and the South line of Topaz Subdivision, as shown on the map thereof, filed in the office of the County Recorder of Douglas County, Nevada, on August 10, 1954; thence North $0^{\circ}04'$ East along said West line of Genoa Street, a distance of 154.86 feet to the true point of beginning; thence continuing North $0^{\circ}04'$ East 265.14 feet to the South line of Kit Carson Avenue, as shown on the map of Topaz Subdivision; thence West 385.87 feet to a point on the Easterly right of way curve of U.S. Highway 395 as described in the conveyance to the State of Nevada, recorded August 31, 1948, in Book Y of Deeds at Page 474, Douglas County, Nevada, records; thence Southeasterly along a curve having a radius of 4575 feet subtending a central angle of $3^{\circ}28'38''$ an arc distance of 277.71 feet to a point; thence leaving said right of way line, East a distance of 303.29 feet to the true point of beginning.

All that certain piece or parcel situate in the Southwest Quarter of Section 29, Township 10 North, Range 22, East, M.D.B. & M., described as follows:

Beginning at a 7/8 inch iron bar at the intersection of the West line of Genoa Street and the South line of Topaz Subdivision, as shown on the map of said subdivision, filed in the Office of the County Recorder of Douglas County, Nevada, on August 10, 1954, under Document No. 9774, Douglas County, Nevada,
(Continued)

Records; thence from the point of beginning North 0°04' East along the West line of Genoa Street a distance of 154.86 feet to a 7/8 inch iron bar, thence West 303.29 feet, to a point in the Easterly Right of Way line of U.S. Highway 395, as described in the conveyance to the State of Nevada, recorded August 31, 1948, in Book Y of Deeds at Page 473, Douglas County, Nevada records, thence along said highway right of way line along a curve to the right having a radius of 4575 feet, through an angle of 2°00'12", for an arc distance of 160.00 feet, to the intersection thereof, with the North line of the parcel conveyed to the M.K. & D. Company, recorded April 1, 1955 in Book B-1 of Deeds at Page 316, Douglas County, Nevada, Records; thence East along the line common to said M.K. & D. Company parcel a distance of 263.06 feet to the point of beginning.

ALSO TOGETHER WITH all that certain piece or parcel of land situate in the County of Douglas, State of Nevada, described as follows:

A parcel of land being a portion of the Northwest 1/4 of the Southwest 1/4 of Section 29, Township 10 North, Range 22 East, M.D.B. & M., Douglas County, Nevada and more particularly described as follows:

COMMENCING at the Southwest corner of Lot 152, TOPAZ SUBDIVISION, filed in the Douglas County Recorder's Office on August 10, 1954, thence West a distance of 60 feet to the true point of beginning;

Thence continuing West a distance of 406.39 feet more or less, to a point in the curve of the Easterly right of way line of U.S. Highway 395, and thence a Radial bearing South 70°20'59" West, thence Northerly along said right of way line through a curve whose central angle is 3°45'26" having a radius of 4574.00 feet, an arc length of 300.00 feet to a point; thence South 89°57'00" East, a distance of 516.88 feet to a point in the Westerly line of Genoa Street. (60 feet in width) thence South 0°04'00" West along said Westerly line, a distance of 288.50 feet to the TRUE POINT OF BEGINNING.

ALSO TOGETHER WITH all that real property lying and being in the Southwest 1/4 of Section 29, Township 10 North, Range 22 East, M.D.B. & M., Douglas County, State of Nevada, and more particularly described as follows:

Commencing at the Southwest corner of Lot 152 of the Topaz Subdivision (as recorded August 10, 1954) thence West 60.00 feet to the TRUE POINT OF BEGINNING; thence West, a distance of 406.39 feet more or less to a point on the Easterly right-of-way of U.S. Highway 395; thence in a generally Southerly direction along the Easterly right-of-way of U.S. Highway 395 to the Northwest corner of that certain parcel of land as defined on page 4 of Exhibit A as recorded in Book 784 at page 138 of County Records, said point being further defined as lying on the South right-of-way line of Kit Carson Avenue per aforesaid Subdivision; thence East, a distance of 385.87 feet more or less to the Southwest corner of Kit Carson Avenue with Genoa Street per aforesaid Subdivision; thence North 00°04' East, a distance of 60.00 feet to the TRUE POINT OF BEGINNING.

ALSO TOGETHER WITH commencing at a point on the Northeast corner of that certain parcel of land as defined in Book 1084 at page 2650 of County Records, said point being the TRUE POINT OF BEGINNING; thence East, 60.00 feet, to the Easterly right-of-way line of Genoa Street as shown on the

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Topaz Subdivision (as recorded August 10, 1954): thence South 00°04' West along the Easterly right-of-way line of Genoa Street to the Southwest corner of Lot 152 of the aforesaid Topaz Subdivision; thence East 200 feet to the Southeast corner of aforesaid Lot 152; thence South 00°04' West, 60 feet to the Northeast corner of Lot 123 of the aforesaid Topaz Subdivision; thence West along the Southerly right-of-way line of Kit Carson Avenue to the Southwest corner at the intersection of Kit Carson Avenue with Genoa Street; thence North 00°04' East along the Westerly right-of-way of Genoa Street to the TRUE POINT OF BEGINNING.

EXCEPTING THEREFROM a general Public Utility Easement being a strip of land, ten (10) feet in width, (measured at right angles) lying five (5) feet on both sides of the following described centerline being in portions of the former Kit Carson Avenue right-of-way as shown on the Topaz Subdivision (as recorded August 10, 1954); and being more particularly described as follows:

SECTION 1:

Beginning at the Northeast corner of Lot 123 of said Topaz Subdivision; thence North 0°04'00" East, 5.00 feet to the TRUE POINT OF BEGINNING; thence North 89°59'04" West, 524.00 feet to an angle point in said centerline; thence South 55°14'05" West, 5 feet to the end thereof.

SECTION 2:

Beginning at the angle point in the above-described Section 1; thence North 89°59'04" West, 22.00 feet to the end thereof.

A.P.N. 39-121-08

PARCEL 2

All that certain piece or parcel of land situate in the County of Douglas, State of Nevada, and being a portion of the South 1/2 of the Southwest 1/4 of Section 29, Township 10 North, Range 22 East, M.D.B. & M., more particularly 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 of 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.

Excepting therefrom that portion conveyed to the State of Nevada for Highway purposes.

TOGETHER WITH 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

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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 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 to the left with a radius of 4,575 feet from a tangent East 519.13 feet; thence South 600 feet to the Point of Beginning.

EXCEPTING THEREFROM all that certain lot, piece of 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 Subdivison 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; thence Northwesterly along the Easterly right of way line of Highway 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.

A.P.N. 39-142-11

REQUESTED BY
LAWYERS TITLE
IN OFFICIAL RECORDS OF
DOUGLAS COUNTY, NEVADA

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SUZANNE BEAUDREAU
RECORDER

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