

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

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

✓ First American Title
Box 531
Rena No 89504

1. FILE NO OF ORIG FINANCING STATEMENT 153323	1A. DATE OF FILING OF ORIG FINANCING STATEMENT April 17, 1987	1B. DATE OF ORIG FINANCING STATEMENT March 8, 1987	1C. PLACE OF FILING ORIG FINANCING STATEMENT DOUGLAS COUNTY
2. DEBTOR (AS APPEARS ON ORIGINAL FINANCING STATEMENT) (NAME AND TYPE) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) HOLIDAY INNS, INC.		2A. COUNTY OF FILING ORIGINALLY TO FILE 62-0524913	
2B. MAILING ADDRESS (AS APPEARS ON ORIGINAL FINANCING STATEMENT) 3796 Lamar Avenue		2C. CITY STATE Memphis, TN	2D. ZIP CODE 38195
3. ADDITIONAL DEBTOR (IF ANY) (NAME AND TYPE) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)		3A. COUNTY OF FILING ORIGINALLY TO FILE	
3B. MAILING ADDRESS		3C. CITY STATE	3D. ZIP CODE
4. ADDITIONAL DEBTOR (IF ANY) (NAME AND TYPE) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)		4A. COUNTY OF FILING ORIGINALLY TO FILE	
4B. MAILING ADDRESS		4C. CITY STATE	4D. ZIP CODE
5. SECURED PARTY NAME MAILING ADDRESS CITY WILMINGTON TRUST COMPANY AND WILLIAM J. WADE, COLLATERAL TRUSTEE Rodney Square North Wilmington STATE Delaware ZIP CODE 19890		5A. SOCIAL SECURITY NO. (SEE TAX NO. OR BANK TRANSIT AND A.B.A. NO.) 51-6165144	
6. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE		6A. SOCIAL SECURITY NO. (SEE TAX NO. OR BANK TRANSIT AND A.B.A. NO.)	
7. A <input type="checkbox"/> 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 <input type="checkbox"/> 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 8 below. If crops or fixtures, also insert name of record owner of real estate. Effective only if submitted within 6 months prior to expiration date.			
B <input type="checkbox"/> RELEASE—From the collateral described in the Financing Statement bearing the file number shown above, the Secured Party releases the collateral described in Item 8 below. Release does not terminate debt.			
C <input type="checkbox"/> ASSIGNMENT—The Secured Party certifies that the Secured Party has assigned to the Assignee above named, all or part of the Secured Party's rights under the Financing Statement bearing the file number shown above in the collateral described in Item 8 below.			
D <input checked="" type="checkbox"/> 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.			
E <input type="checkbox"/> AMENDMENT—The Financing Statement bearing the file number shown above is amended as set forth in Item 8 below. (Signature(s) of Debtor and Secured Party(ies) required on all amendments)			
8.			

THIS SPACE FOR USE OF FILING OFFICER

9. (Date) FEBRUARY 7, 19 90

By: _____ (SIGNATURE(S) OF DEBTOR(S)) _____ (TITLE)

By: Donna Mclellan-Moran _____ (SIGNATURE(S) OF SECURED PARTY(S))
WILMINGTON TRUST COMPANY AND WILLIAM J. WADE, COLLATERAL TRUSTEES
DONNA MCLELLAN-MORAN _____ (TITLE)

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

REQUESTED BY
1st American Title
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

11. Return Copy to
NAME [Latham & Watkins]
ADDRESS [633 West Fifth Street, Ste 4000]
CITY, STATE [Los Angeles, CA 90071]
AND ZIP [Attn: Deborah Scofield]

90 FEB 21 P1:30
SUZANNE BEAUDREAU
RECORDER
\$10.00
K12 DEPUTY FILING FEE SEE INSTRUCTIONS

220484
BOOK 290 PAGE 2902