

UNIFORM COMMERCIAL CODE - FINANCING STATEMENT - UCC-1

INSTRUCTIONS

- PLEASE TYPE this form. Fold only along perforation for mailing.
- Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
- When filing is to be with more than one office, Form OBA UCC-2 may be placed over this set to avoid double typing.
- 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.
- If collateral is crops or goods which are or are to become fixtures, describe generally the real estate and give name of record owner.
- 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.
- At the time of original filing, filing officer will return third copy as an acknowledgement. At a later date, secured party may date and sign the 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) Hi Speed Foods, Inc. 1325 Hwy. 395 South Gardnerville, NV 89410 91-302478-001	2 Secured Party(ies) and address(es) BANC ONE LEASING CORPORATION 2400 Corporate Exchange Dr. Suite 300 Columbus, OH 43231	For Filing Officer (Date, Time, Number, and Filing Office)
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4 This financing statement covers the following types (or items) of property:

As more fully described on Schedule A-1 which is attached hereto.

NAME OF RECORD HOLDER (OWNER OF PROPERTY): ROBERT M. & BETTY G. MILLINICH

This is a Fixture Financing Statement to be indexed in the real estate records in Douglas County, State of Nevada. A legal description of said real estate is attached hereto as Exhibit A.

ASSIGNED TO:

Filed with: County Recorder - Real Estate Division

This equipment is owned by the secured party and is leased to the debtor party;

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

Filed with: Douglas County County Recorder - NV

..... Hi Speed Foods, Inc.
 By: Robert Millinich, President
 Signature(s) of Debtor(s)
 Filing Office Copy - Alphabetical

..... BANC ONE LEASING CORPORATION
 By: Phyllis Traister
 Signature(s) of Secured Party(ies)

This form of financing statement is approved by the Secretary of State.

067-106-2930

07298

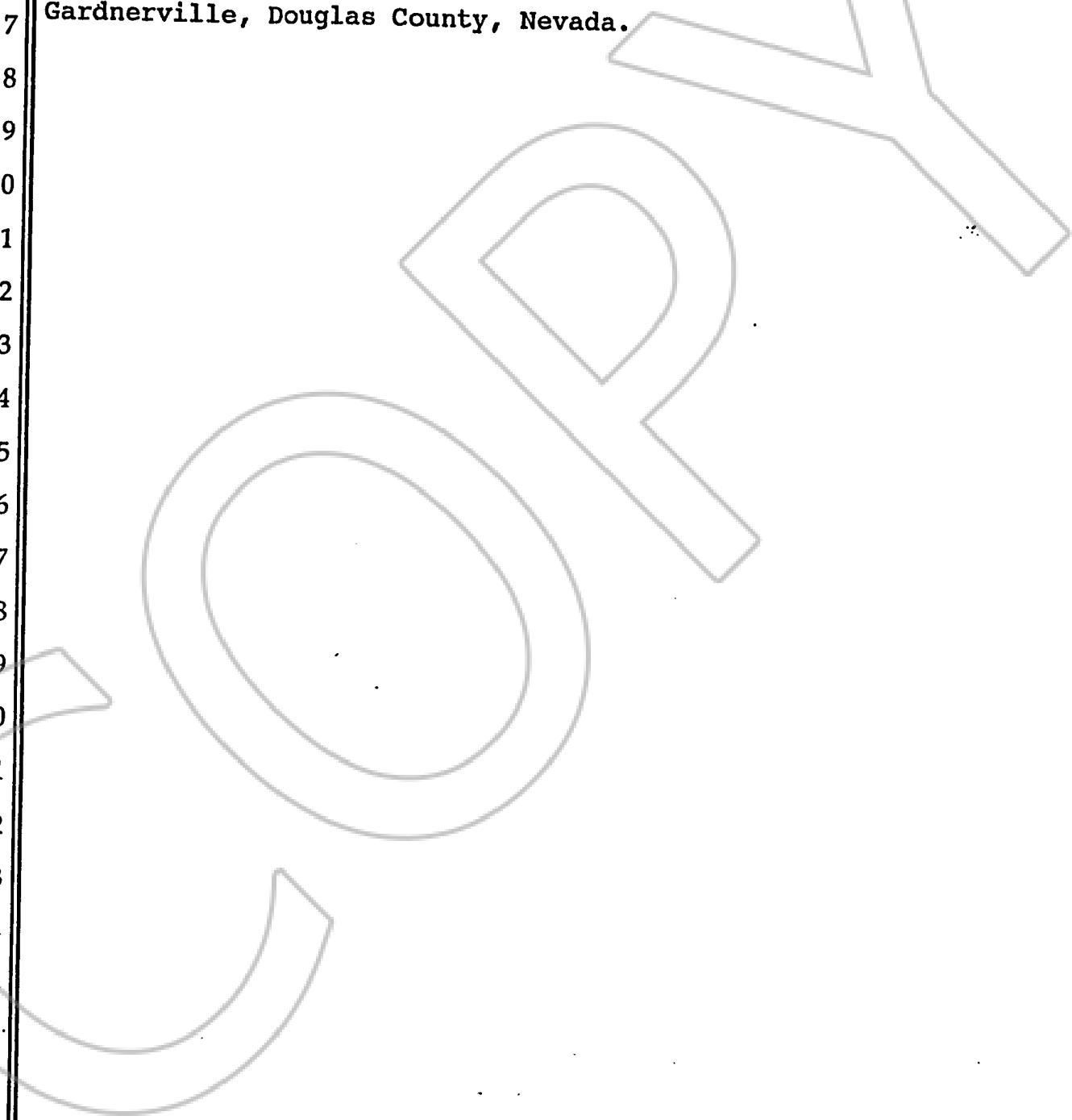
CARSON CITY OFFICE
VALLEY BANK BUILDING
600 E. WILLIAM STREET, SUITE 301
CARSON CITY, NEVADA 89701-4048
TELEPHONE (702) 882-4577

LAKE TAHOE OFFICE
KINGSBURY SQUARE
P. O. BOX 3390
STATELINE, NEVADA 89449-3390
TELEPHONE (702) 588-6676

EXHIBIT "A"

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That certain portion of the Shopping Center as depicted on the map attached hereto and incorporated herein by reference, said premises located at the corner of Waterloo Lane and Highway 395 South and more commonly known as 1325 Highway 395 South, Gardnerville, Douglas County, Nevada.



BANC ONE LEASING CORPORATION

CHECK APPLICABLE SCHEDULE:

Hi Speed Foods, Inc.

 SCHEDULE A-1 EQUIPMENT LEASED HEREUNDERInitials *LS* SCHEDULE A-2 EQUIPMENT SOLD HEREUNDER

QUANTITY	DESCRIPTION	
<u>Heath and Company</u>		
1	3'X3' Interior Logo Neon Sign S/F	\$ 1,065.00
1	5'X5' S/F Wall Sign	815.00
1	Set 19" BK Bldg. Ltrs. on a Raceway	1,620.00
2	1'6"X3' D/F Directionals @ \$464.00 ea.	928.00
1	1'6"X3' S/F Directional	464.00
-	Tax	322.98
-	Shipping/Installation	725.00
		<u>\$ 5,939.98</u>
<u>Dynamic Sound</u>		
1 Lot	S1 Sound, Video & Drive-Thru Equipment	\$ 3,337.50
-	Installation	1,311.00
-	Tax	191.91
		<u>\$ 4,840.41</u>
<u>J. N. Blair & Co., Inc.</u>		
1	Neico Broiler, 208/60/1, Flow Thru, Natural Gas, w/Auto Temp Control, S/N 111-5015	\$ 8,850.00
1	Tubular Stand	400.00
1	Patty Belt Ext. w/Chicken Shield	300.00
1	Qucik disconnect Gasline 3/4"X36"	189.00
1	Restraining Cable	14.33
1	Spare Parts Kit	482.63
-	Freight	185.00
-	Tax	599.23
		<u>\$ 11,020.19</u>
<u>American Sign</u>		
1	BK100-BL Interior Menuboard	\$ 1,809.00
1	BK200P DT W/Speaker Post	2,901.00
-	Freight	600.10
		<u>\$ 5,310.10</u>

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BANC ONE LEASING CORPORATION

CHECK APPLICABLE SCHEDULE:

Hi Speed Foods, Inc.

SCHEDULE A-1 EQUIPMENT LEASED HEREUNDER

Initials JK

SCHEDULE A-2 EQUIPMENT SOLD HEREUNDER

QUANTITY	DESCRIPTION	
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SMASH Enterprises

1	Trash Compactor TRASHPACKER 4500	\$ 7,910.00
1	Ozone Generator	425.00
1	Trash Ligt	899.00
1	Trash Cube/Split	204.00
1	Cube Base	70.00
1	Bag Dispenser	54.70
1	Poly Bags/100	65.00
1	Tape Dispenser	15.95
1	Tape (Case)	70.20
-	Freight	347.00
-	Installation and Delivery	350.00
-	Tax	624.65
		\$ 11,035.50

FASFAX Corporation

8	DWR-CASH-MS Complete w/Tail @ \$215.00 ea.	\$ 1,720.00
5	Cord-PWR-Rangle 15A Twist	N/C
1	Kit-Instl-Sys. Cable Tie	N/C
-	Volume Discount	(4,489.00)
1	DISK PRO-600 Hamburger	N/C
3	CBL-EXT-MK6 15' Network	N/C
1	CBL-EXT-MK6 50' Network	80.00
8	CBL-DUAL-NK6 COMP CASH DWR	N/C
1	MDL-YSY-MK6 Floppy Disk Dr.	495.00
1	MDL-YSY-MK6 1 MEG CPU PCB	1,795.00
1	PROD-Finished-MK6 TRP S/N AB38	1,395.00
4	FNL-PS600 SYS Terminals w/CRT @ \$4,240.00 S/N's FA2033, FA2034, FA2035, FA2036	16,960.00
4	Menu -BK Gardnerville, NV	N/C
-	Installation	400.00
-	Training	995.00
-	Freight	334.35
-	Tax	1,112.68
		\$ 20,798.03

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LANC ONE LEASING CORPORATION

CHECK APPLICABLE SCHEDULE:

Hi Speed Foods, Inc.

SCHEDULE A-1 EQUIPMENT LEASED HEREUNDER

Initials JK

SCHEDULE A-2 EQUIPMENT SOLD HEREUNDER

QUANTITY	DESCRIPTION	
<u>Armstrong Fabricators, Inc.</u>		
6	43" Single Booth	
7	43" Double Booth	
2	6'8" Settee	\$ 8,953.00
8	22"X24" Table Top	
11	24"X42" Table Top	
1	24"X42" table Top	
2	22"X24" Table Top	
2	24"X30" Table Top w/rounded ends	
1	30" 4-Prong Freestanding Base	
10	22" 4-Prong Freestanding Base	
15	10 Grout-In Support Table Base	
2	24"X42" Table Top w/cut corner	
-	Spare	4,264.00
34	2000 Elite AOK Chair w/Oak Slat Back	
3	Oak High Chair	
4	Extra Chair Seat Pads	
-	3 YD Vinyl for Chairs	3,920.00
-	AWMR-L Waste Receptacles (2 Single, 1 Double, Spare)	1,542.00
2	Planter 3'3"X1'9"X12"X3'6"X39"H w/silk-like plants	
1	Planter Wall 43"LX39"H w/silk-like plants	
1	Divider Wall 7'X39"X3'6"X39"W w/(2) 3'6" Planter Boxes and 4'L Floor Planter w/silk-like plants	
2	Colored Rail 6'6"	
1	Planter 45'X12" w/silk-like plants	5,028.00
1	Sit-Down Counter 6'10"X3'4"X6'5" w/Planter Section w/(2) Top & Splash Oak Edge on Shelf, Shelf 36"H on Divider Wall, w/Planter Section w/(2) Stepped Planter Boxes 4'L w/silk-like plants	
5	2000 Counter Seat,	
5	26 FRJT Grout-In Supports, w/Foot Rest 24" H	4,065.00
1 Lot	Wall Decor: Main Wallcovering; Accent Wallcover; (10) Pictures, Contemporary Mountains, Scenes; (1) 42" Wall Planter Box w/silk-like plants; (1 ea.) "Women", "Men" signs w/international symbol; (1) "Kitchen" sign	2,268.00
1	Service Counter Top 19'4"L, Flat	1,296.00
1	Condiment Cabinet 4'X2'6"X3'H w/wraparound splash, w/Hi-Chair & Booster Storage	650.00
-	Uph'd Valance 60'	2,640.00
-	Tax	2,077.56
-	Freight	1,800.00
-	Installation	3,500.00
		<u>\$ 42,003.56</u>

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BANC ONE LEASING CORPORATION

CHECK APPLICABLE SCHEDULE:

Hi Speed Foods, Inc.

 SCHEDULE A-1 EQUIPMENT LEASED HEREUNDERInitials KL SCHEDULE A-2 EQUIPMENT SOLD HEREUNDER

QUANTITY	DESCRIPTION	
<u>Stainless Incorporated</u>		
1	Station, 2'10"X4'4", Db1. Tier (120V/1PH) w/components M6762 & M6763 S/N #S-2859-1290	\$ 3,695.00
1	Section, 3'5"X6'8" Sandwich Prep W/Load CTR (120V/208V/240V/3PH) S/N #S2616-0990	3,710.00
1	Steamer, 3'5"X3'5" (120/208V/1PH) S/N S2641-0990	2,995.00
5	Amana Microwave Oven RC-14SE (208V/240V/1PH) @ \$913.00 ea. S/N 9011006080, 9011006066, 9011006063, 9011006064, 9011006065	4,565.00
1	Gaylord Broiler Hood 42" Wode Pre-Piped F/Ansul R-102	3,090.00
1	Galv. Roof Curb 28"H F/Gaylord Broiler Hood	315.00
2	Mobile Freezer w/Digital Term. (120V/1PH) @ \$1,355.00 ea. S/N #S-2710-0990, S-2706-0990	2,710.00
1	Table, 7'8" Rev Spec Sand w/MBL Frzr OpenToEnd S/N #S-2789-0990	1,395.00
1	Chase, 3"x7" S/S Service F/M6679 Spec Sand Table W/(2) Duplex Teceptacle Outlets	125.00
1	12"X42" Cutting Board	60.00
1	Collectrama Warming Cabinet (120V/1PH) S/N 15917	1,671.00
1	Silver King Reachin Freezer (120V/1PH) S/N SEC6893	755.00
1	Silver King Reachin Refer (120V/1PH) S/N 357696	677.00
1	Prince Castle Bun Toaster (120V/1PH) S/N HH12094	801.00
1	Prince Castle Teflon Sheet Kit (2 Sheets)	17.00
1	Frymaster Fryer 4 Bank (120V/1PH) W/Multi-Prod Comp, S/N 9008IG0042, 0083, 0084, 0079, 0080	11,250.00
4	Fryermaster Fryer W/Cover @ \$60.00 ea.	240.00
2	Disconnect, 1"X36" Flexible Gas w/Quick @ \$126.00 ea.	252.00
1	Multi-Prod Module Computer S/N 9011RF0164	190.00
2	Fry Thaw Rack 16"W Two Basket Wide @ \$385.00 ea.	770.00
36	American Fry Wire Basket @ \$18.00 ea.	648.00
1	Gaylord Rev 5 Bank Fryer Hood S/N #S-GESID-5-12866-0191	5,325.00
1	3'0"H Duct Enclosure F/Gaylord Fryer Hood	N/C
1	Mica Laminated Lower Panel F/Gaylord Hood	110.00
1	REV 3'0"W Fry Holding Station S/N #S-2662-0990	1,795.00
1	17"X26" Fry Station Heat Lamp Assembly S/N #S-2775-0990	395.00
1	REV 12"X18" Triangular Tray Slide	60.00
1	REV Main Ice & Bev Station S/N #S-2871-0191	4,765.00
1	Counter Top Holding Well Rack	125.00
1	Condiment S/S Full SZ Pan X 4"	30.00
1	Wire S/S 18"X10" Wire Grid	32.00

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BANC ONE LEASING CORPORATION

CHECK APPLICABLE SCHEDULE:

Hi Speed Foods, Inc.

SCHEDULE A-1 EQUIPMENT LEASED HEREUNDER

Initials *LS*

SCHEDULE A-2 EQUIPMENT SOLD HEREUNDER

QUANTITY	DESCRIPTION	
1	Divider F/12"X20" Bev. Holding Well Bar	\$ 75.00
1	Ice-O-Matic C126HASC Air Cooled S/S Cuber (208-230V/60HZ/1PH) S/N W015-0149W	2,911.00
2	Wilbur Curtis TC-5 S/S 5 Gal. Ice Tea Dispenser @ \$93.00 ea.	186.00
1	Taylor Shake Machine #5454A (208V/240V 3PH) S/N J0125260	8,044.00
1	Taylor Spare Parts Kit F/Model 5454	71.00
1	Unit, Post Mix Ref. on Multiplex 44A 208/240V/1PH A/N 9JO-001292	2,881.00
1	Multiplex Extended Warranty F/Complete 44 System	1,083.00
1	Multiplex Model 1 Stand w/Shelf & Access S/N 9KO-00677	1,543.00
1	Multiplex Calibration Kit F/SSD Towers	24.00
1	Multiplex Installation Tee KitF/44A	83.00
1	Multiplex 72' Shake Line Kit	72.00
1	Seco HS-11-1-H-P Hand Sink w/Mounting Brackets	395.00
1	Three Comp.. Sink W/Db1 24" Drainboards	1,350.00
1	10" Swing Spout-T&S Faucet w/61X Spout	82.00
1	Pre-Rinse, T&S B-134 W/Model B-108 Bracket	316.00
1	One Compartment Sink s/Sgl. 24" LH Drainboard	875.00
1	10" Swing Spout-T&S Faucet w/61X Spout	82.00
1	Sink Cover F/18"X22" Bowl	35.00
1	Perforated Strainer Basket F/18"X22" S.B.	275.00
1	Bally Indoor Rev Walkin Box 9'8"x19'3"X8'6"H	14,701.00
1	Bally 25' Pre-Charged Ref Line Kit	224.00
1	Bally 25' Pre-Charged Ref Line Kit	224.00
1	Interior Floor Ramp F/Bally	403.00
1 PKG	Cooler/Freezer Shelving	1,739.00
1 PKG	Dry Storage Shelving	5,492.00
1	S/S Drive-Thru Top w/Wood Sub Top	350.00
1	Metro Chrome Post W/O Hardware	56.00
4	Metro Footplate @ \$5.00 ea.	20.00
3	Intermetro Wire Shelf @ \$48.00 ea.	144.00
1	S/S DT Reverse 34"X60" Top w/Wood Sub Top	390.00
6	Metro Chrome Post WO Hardware @ \$14.00 ea.	84.00
6	Metro Footplate @ \$5.00 ea.	30.00
3	Intermetro Wire Shelf @ \$41.00 ea.	123.00
1	Metro (Cross Brace) Flush Handle	13.00
2	Intermetro Wire Shelf F/Serving Counter @ \$35.00 ea.	70.00
8	Intermetro Wire Shelf F/Serving Counter @ \$48.00 ea.	384.00
12	Metro Chrose Post WO Hardware F/S Cntr @ \$14.00 ea.	168.00
12	Metro Footplate F/Serving Cntr @ \$5.00 ea.	60.00

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BANC ONE LEASING CORPORATION

CHECK APPLICABLE SCHEDULE:

Hi Speed Foods, Inc.

 SCHEDULE A-1 EQUIPMENT LEASED HEREUNDERInitials K SCHEDULE A-2 EQUIPMENT SOLD HEREUNDER

QUANTITY	DESCRIPTION	
16	Metro S-Hook F/Serv Counter @ \$1.00 ea.	16.00
1	Cleaning Equipment Pkg.	493.00
1	Polycarbonate Pan Package	538.00
1	Minor Kitchen Equipment Package	840.00
1	Savory Bun Toaster S/N 0001847	807.00
3	Scrambled Egg Pan F/Frymaster @ \$180.00 ea.	540.00
1	Croissant Package	25.00
2	Mobile Breakfast Table @ \$350.00 ea.	700.00
1	Bun Rack	250.00
1	Mobile Work Table 2'6"X4'0"	480.00
16	Cambro Condiment Bin @ \$4.00 ea.	64.00
4	Undercounter Condiment Bin Bracket @ \$35.00 ea.	140.00
2	Change-O-Matic 10 Compartment Locker @ \$292.00 ea.	584.00
1	Coat Rack & Base 5'6" (L)	180.00
1	Under Counter Bag Rack	95.00
1	Solid Shortening Container	225.00
3	Wausau Outdoor Waste Container @ \$168.00 ea.	504.00
3	Wausau Outdoor Waste Container Lid @ \$66.00 ea.	198.00
4	Bollrath Booster Seat @ \$10.00 ea.	40.00
1	Silent Butler S/S Dust Pan	62.00
1	Lincoln/Redco Tomato Slicer	139.00
1	Lincoln/Redco Spare Blades	16.00
1	Major Safe	1,555.00
1	Modular Med/Lg Cup Dispenser	18.00
1	Modular Small Hot Cup Dispenser	18.00
1	Shortening Test Bunge Kit	9.00
1	6' Keller Alum Ref Ladder	44.00
1	Milwaukee Gleason Hand Truck	63.00
4	Wood High Chair @ \$70.00 ea.	280.00
1	Installation Hardward Kit	N/C
2	Decal, Store Hours w/No Solicitation @ \$8.00 ea.	16.00
2	Decal, "No Solicitation" Scrrren Art @ \$2.00 ea.	4.00
1	Mundial 10" Bread Knife	8.00
1	Vegetable Peeler	2.00
1	Rubbermaid Full-SZ Colander	22.00
1	Rubbermaid Full SZ X 6" Food Box	14.00
1	Rubbermaid Lid for Full SZ Food Box	8.00
8	Rubbermaid Storage Container 3-1/2 Qt. @ \$2.00 ea.	16.00

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BANC ONE LEASING CORPORATION

CHECK APPLICABLE SCHEDULE:

Hi Speed Foods, Inc.

SCHEDULE A-1 EQUIPMENT LEASED HEREUNDER

Initials JS

SCHEDULE A-2 EQUIPMENT SOLD HEREUNDER

QUANTITY	DESCRIPTION	
8	Rubbermaid 7Qt. Crock/3.5 Qt. Cont. Lid @ \$1.00 ea.	8.00
1	Rubbermaid Bus Box	9.00
1	S/S 12"X5" 5 Qt. Colander	7.00
1	Admiral 3" Paring Knife	4.00
1	Slicechief 900 Slicer	158.00
1	Slicechief 3/16" Shredder Place	80.00
1 PR	Bettcher Whizard Safety Gloves	46.00
1	Franke DC-30 Refrigerated Display Case S/N P12743-0990	1,875.00
1	Progressive Point of Purchase Ext Kit	209.25
1	Progressive Salad Merchandiser Lense	36.00
1	Spooners Frozen Treat Utensil Package	35.00
40	Alum. Chicken Tray	N/C
1	Silver King Thaw Refer S/N SEA5322	-0-
1	Beverage Air Dispensing Refer S/N 1512554	-0-
1	Broiled Chicken Equipment Package	2,450.00
-	Engineering Rough In Fee	150.00
1	100' Insulated Conduit	698.00
2	Multiplex (6) Valve PC Faucet Plate @ \$1,527.00 ea. S/N 000100, 000103	3,054.00
1	Hatco Multi-Product Holding Cabinet	-0-
1 Lot	Formica Mica Pieces	-0-
-	Tax	6,630.23
-	Shipping Charges	4,921.00
-	Set In Place	3,300.00
		<u>\$130,309.48</u>

This Schedule A-1 is attached to and made a part of Lease No. 302478, Schedule No. 1 and constitutes a true and accurate description of the equipment.

John P. Gittel, President
(Lessee)

3/18/91
(Date)

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COPY

REQUESTED BY
Banc One Leasing Corp
IN OFFICIAL RECORDS OF
DOUGLAS COUNTY, NEVADA

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SUZANNE DE ALFARAU
RECORDED

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25⁰⁰ PAID *Bh* DEPUTY BOOK 891 PAGE 205