

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

1. DEBTOR (ONE NAME ONLY) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)		GENOA LAKES VENTURE, a Nevada joint venture between ("Contd.")		1A. SOCIAL SECURITY OR FEDERAL TAX NO	
1B. MAILING ADDRESS		1C. CITY, STATE		1D. ZIP CODE	
1E. RESIDENCE ADDRESS		1F. CITY, STATE		1G. ZIP CODE	
2. ADDITIONAL DEBTOR (IF ANY) (ONE NAME ONLY) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)				2A. SOCIAL SECURITY OR FEDERAL TAX NO	
2B. MAILING ADDRESS		2C. CITY, STATE		2D. ZIP CODE	
2E. RESIDENCE ADDRESS		2F. CITY, STATE		2G. ZIP CODE	
3. <input type="checkbox"/> ADDITIONAL DEBTOR(S) ON ATTACHED SHEET					
4. SECURED PARTY NAME: Sierra Creek Ranch, Inc. MAILING ADDRESS: Post Office Box 218 CITY: Genoa STATE: Nevada ZIP CODE: 89411				4A. SOCIAL SECURITY NO / FEDERAL TAX NO OR BANK TRANSIT AND A.B.A. NO	
5. ASSIGNEE OF SECURED PARTY (IF ANY) NAME: MAILING ADDRESS: CITY: STATE: ZIP CODE:				5A. SOCIAL SECURITY NO / FEDERAL TAX NO OR BANK TRANSIT AND A.B.A. NO	

6. 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 growing 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).

See Exhibit "A" attached hereto and by this reference made a part hereof.

6A. _____
 SIGNATURE OF RECORD OWNER

6B. _____
 (TYPE) RECORD OWNER OF REAL PROPERTY

6C. \$ _____
 MAXIMUM AMOUNT OF INDEBTEDNESS TO BE SECURED AT ANY ONE TIME (OPTIONAL)

7. Check <input checked="" type="checkbox"/>	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 (Debtors Signature Not Required)	D <input type="checkbox"/> Collateral was brought into this State subject to security interest in another jurisdiction (Debtors Signature Not Required)
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8. Check DEBTOR IS A TRANSMITTING UTILITY IN ACCORDANCE WITH NRS 704.205 AND NRS 104.9403

9. _____ (Date) _____ 19____

By: See attached signature page
 SIGNATURE(S) OF DEBTOR(S) (TITLE)
 Genoa Lakes Venture, a Nevada joint venture
 TYPE NAME(S)

By: See attached signature page
 SIGNATURE(S) OF SECURED PARTY(IES) (TITLE)
 Sierra Creek Ranch, Inc., a Nevada corporation
 TYPE NAME(S)

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

07316

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BOOK 991 PAGE 1097

10. **Return Copy to**

NAME: Sierra Creek Ranch, Inc.
 ADDRESS: Attention: F.Graham Hollister
 CITY, STATE: P.O. Box 218
 AND ZIP: Genoa, Nevada 89411

THIS SPACE FOR USE OF FILING OFFICER

ATTACHMENT TO UCC-1 FINANCING STATEMENT

1. **DEBTOR:** Genoa Lakes Venture, a Nevada joint venture between DINGMAN, LTD., a Nevada limited partnership, JEFFREY DINGMAN, individually, general partner, and CALVO DEVELOPMENT, LTD., a Nevada corporation.
6. **EXHIBIT "A":** All personal property existing or used by Grantor in connection with Sierra Creek Ranch, in Carson Valley, Nevada, and the development, construction, operation and maintenance thereon of a golf course and residential project, including:
- maps;
 - plans;
 - designs, and architectural studies;
 - engineering studies and data;
 - government consents and permits;
 - furniture, fixtures and equipment situate about any improvement situate on such lands;
 - golf course memberships and equipment, including flags, mowers, rollers, and the like;
 - and all other documents of all types relating to such development, construction, operation and maintenance.

The above described personal property is classified as equipment, contract rights, and general intangibles.

ATTACHMENT TO UCC-1 FINANCING STATEMENT "CONTD."

9. Signature(s) of Debtor:

GENOA LAKES VENTURE, a Nevada joint venture

BY: DINGMAN, LTD., a Nevada limited partnership

By: Jeff Dingman
DINGMAN INVESTMENTS, INC. A NEVADA CORPORATION
GENERAL PARTNER, BY: JEFF DINGMAN

BY: Jeff Dingman
JEFFREY DINGMAN, individually a general partner

BY: CALVO DEVELOPMENT, LTD, a Nevada corporation

By: Eduardo Calvo
Eduardo Calvo, President

9. Signature(s) of Secured Party:

SIERRA CREEK RANCH, INC., a Nevada corporation

By: F. Graham Hollister, Jr.
F. Graham Hollister, Jr.

Its: President

By: Joyce A. Hollister
Joyce A. Hollister

Its: Secretary

REQUESTED BY
WESTERN TITLE COMPANY, INC.
IN OFFICIAL RECORDS OF
GOVERNMENT OF NEVADA

'91 SEP -9 P4:18

SIERRA CREEK RANCH, INC.
\$15.00
K2 DEPUTY

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