

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

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

1. DEBTOR (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) VM Designs, Inc., a Nevada corporation		1A. SOCIAL SECURITY OR FEDERAL TAX NO. 88-0269105
1B. MAILING ADDRESS 1432 Industrial Way	1C. CITY, STATE Gardnerville, Nevada	1D. ZIP CODE 89410
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: Valley Bank of Nevada MAILING ADDRESS: Small Business Lending Center PO Box 20000 Reno Nevada CITY: Reno STATE: Nevada ZIP CODE: 89520-0025		4A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 94-72/1224
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).

All equipment and machinery, including power-driven machinery and equipment, furniture and fixtures now owned or hereafter acquired, wherever located, together with all replacements thereof, all attachments, accessories, parts and tools belonging thereto or for use in connection therewith. All inventory, raw materials, work in process and supplies now owned or hereafter acquired, wherever located. All accounts receivable now outstanding or hereafter arising. All contract rights and general intangibles now in force or hereafter acquired. A portion of the collateral may be affixed to the real property legally described on Exhibit "A" attached hereto and made a part hereof by this reference.

6A. \_\_\_\_\_  
SIGNATURE OF RECORD OWNER  
6B. See Exhibit "A" attached hereto  
(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"/> if Applicable	A <input checked="" type="checkbox"/> Proceeds of collateral are also covered	B <input checked="" 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)
8. Check <input checked="" type="checkbox"/> if Applicable	<input type="checkbox"/> DEBTOR IS A "TRANSMITTING UTILITY" IN ACCORDANCE WITH NRS 704.205 AND NRS 104.9403			

9. VM Designs, Inc., a Nevada corporation  
(Date) August 21 19 92

By: *Dennis B. Buckley* President  
Dennis B. Buckley (TITLE)

By: *Susan T. Buckley* Secretary  
Susan T. Buckley (TITLE)

By: \_\_\_\_\_ Valley Bank of Nevada  
(TITLE)

By: *Lonnie Thomas* Commercial Loan Officer  
Lonnie Thomas (TITLE)

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

07478

10. Return Copy to

NAME	Valley Bank of Nevada
ADDRESS	Small Business Lending #815
CITY, STATE AND ZIP	PO Box 20000 Reno, Nevada 89520-0025 Attn: Lonnie Thomas CLP 494731 30 10LV

BOOK 287249  
892 PAGE 5354

THIS SPACE FOR USE OF FILING OFFICER

Date: August 21, 1992

Debtor: VM Designs, Inc., a Nevada corporation

Tax I.D. #88-0269105

Item No. 6: A portion of the collateral may be affixed to the following real property:

Exhibit "A"

All that certain lot, piece or parcel of land situated, lying and being within Section 3, Township 12 North, Range 30 East, M.D.B.&M., Douglas County, Nevada and being more particularly described as follows:

All that certain portion of Parcel D, as shown on that certain map entitled CARSON VALLEY INDUSTRIAL PARK, recorded as Document No. 47572 on March 30, 1970 in the office of the Recorder of Douglas County, Nevada and more particularly described as follows:

COMMENCING at the Northwesterly corner of aforesaid Parcel D, thence along the Easterly boundary of said Parcel D South 18°42'00" East a distance of 99.51 feet to the TRUE POINT OF BEGINNING; thence continuing along said line South 18°42'00" East a distance of 156.06 feet; thence leaving said Easterly line South 71°18'00" West a distance of 298.23 feet to the Easterly right-of-way line of Industrial Way; thence along said line North 18°42'00" West a distance of 146.06 feet; thence leaving said line North 71°18'00" East a distance of 128.23 feet; thence North 18°42'00" West a distance of 10.00 feet; thence North 71°18'00" East a distance of 170.00 feet; to the TRUE POINT OF BEGINNING.

APN #25-151-51

Address more commonly known as: 1432 Industrial Way, Gardnerville, Nevada 89410

Record Owner: VM Designs, Inc., a Nevada corporation

VM Designs, Inc., a Nevada corporation

By: Dennis R. Buckley  
Dennis R. Buckley, President

By: Susan T. Buckley  
Susan T. Buckley, Secretary

REQUESTED BY  
Waller Bank of NV  
IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

92 AUG 31 PM 12:35

SUZANNE BEAUREAU  
RECORDER  
287249  
\$100 PAID SD DEPUTY  
BOOK 892 PAGE 5355