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# UNIFORM COMMERCIAL CODE — FINANCING STATEMENT CHANGE — FORM N-UCC-2

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

DOUGLAS COUNTY, NEVADA

**IMPORTANT:**

Read instructions on back before filling out form.

Receipt No. \_\_\_\_\_

1. File No. of Orig. Financing Statement 18134/89-14906*	1A. Date of Filing of Orig. Financing Statement December 26, 1989*	1B. Date of Orig. Financing Statement December 1989*	1C. Place of Filing Orig. Financing Statement Carson City, Secretary of State of Nevada*
2. DEBTOR (As Appears on Original Financing Statement) (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) <b>The Glenbrook Company</b>			2A. SOCIAL SECURITY OR FEDERAL TAX NO.
2B. MAILING ADDRESS (As Appears on Original Financing Statement) 20630 Patio Drive		2C. CITY, STATE Castro Valley, California	2D. ZIP CODE 94546
3. ADDITIONAL DEBTOR (If Any) (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) <b>R. T. Nahas Company</b>			3A. SOCIAL SECURITY OR FEDERAL TAX NO. 94-1564814
3B. MAILING ADDRESS 20630 Patio Drive		3C. CITY, STATE Castro Valley, California	3D. ZIP CODE 94546
4. ADDITIONAL DEBTOR (If Any) (ONE NAME ONLY) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)			4A. SOCIAL SECURITY OR FEDERAL TAX NO.
4B. MAILING ADDRESS		4C. CITY, STATE	4D. ZIP CODE
5. SECURED PARTY NAME <b>Citibank, N.A.</b> MAILING ADDRESS <b>One Citicorp Center, 153 East 53rd Street</b> CITY <b>New York</b> STATE <b>New York</b> ZIP CODE <b>10043</b>			5A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. <b>021-0000-89</b>
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. A.  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  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.  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.  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.  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.  AMENDMENT—The Financing Statement bearing the file number shown above is amended as set forth in Item 8 below. (Signature of Debtor(s) and Secured Party(ies) required on all amendments.)

8. See Item 8. attached hereto and incorporated herein by this reference.

\*Amendment to UCC-1 Financing Statement referenced under Item 1. above, was recorded with the Recorder's Office of Douglas County, Nevada, on 10/11/90, as file no. 236452 in Book 1090, Page 1781.

9. (Date) <u>2/24/93</u> 19 <u>93</u> See Schedule "2" attached hereto and incorporated herein by this reference. By _____ <small>SIGNATURE(S) OF DEBTOR(S) (TITLE)</small> <hr/> See Schedule "2" attached hereto and incorporated herein by this reference. By _____ <small>SIGNATURE(S) OF SECURED PARTY(IES) (TITLE)</small> <hr/> <small>TYPE NAME(S)</small>	10. This Space for Use of Filing Officer: (Date, Time, File Number and Filing Officer)
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11.  Return Copy to:  
 [Heller, Ehrman, White & McAuliffe  
 333 Bush Street  
 San Francisco, California 94104  
 Attn: Timothy G. Hoxie, Esq.]

Trust Account Number (If Applicable)

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YELLOW—Alphabetical; PINK—Acknowledgement; GREEN—Secured Party; BLUE—Debtor.

THIS SPACE FOR USE OF FILING OFFICER

FINANCING STATEMENT CHANGE - FORM N-UCC-2

Debtor: THE GLENBROOK COMPANY, a Nevada corporation  
Additional Debtor: R. T. NAHAS COMPANY, a California corporation  
Secured Party: CITIBANK, N.A., a national banking  
association

Item 8. (Cont'd):

The description of the real property contained in Exhibit "B" to the above-referenced Financing Statement bearing the file no. and date of filing shown above, and the description of the real property contained in Exhibit "A" to the Financing Statement Change executed by Debtor, Additional Debtor and Secured Party, which was recorded with the Recorder's Office of Douglas County, Nevada on October 11, 1990, as file no. 236452 in Book 1090, at Page 1781, are hereby deleted, and the description of the real property is hereby amended to read in its entirety as described on Schedule "1" attached hereto and incorporated herein by this reference.

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SCHEDULE "1"

FINANCING STATEMENT CHANGE - FORM N-UCC-2

Debtor: THE GLENBROOK COMPANY, a Nevada corporation  
Additional Debtor: R. T. NAHAS COMPANY, a California corporation  
Secured Party: CITIBANK, N.A., a national banking  
association

EXHIBIT B

All of that certain property located in Douglas County,  
Nevada, as more particularly described below:

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

PARCEL 1:

All that certain parcel of land situate in the Northwest 1/4 of the Southeast 1/4 of  
Section 3, Township 14 North, Range 18 East, M.D.B. & M., and a portion of the East 1/2  
of the Southwest 1/4 of said Section 3, more particularly described as follows:

COMMENCING at a point lying on the North line of the South 1/2 of Section 3, said point  
being Northeasterly corner of Parcel "A" as shown on a Parcel Map Recorded in the  
Official Records of Douglas County, Nevada, October 27, 1973, Document No. 69719 said  
point being the TRUE POINT OF BEGINNING; thence South 01° 27' 58" West, 1180.65 feet  
along the Easterly line of said Parcel "A" to a point marked by a 1 inch steel pipe;  
thence continuing along said Easterly line South 00° 46' 04" West, 164.70 feet to a point  
marked by a 1 inch steel pipe in concrete, said point being the Northwesterly corner of  
the Derby property; thence North 45° 12' 27" East, 687.54 feet along the Northerly line  
of said Derby property to a point; thence North 14° 16' 54" East, 257.15 feet to a point;  
thence North 27° 06' 13" East, 693.86 feet, more or less to a point on the North line  
South 1/2 of Section 3; thence South 89° 34' 00" West, 835.09 feet along said North line  
returning to the TRUE POINT OF BEGINNING.

A.P.N. 01-090-21

TOGETHER WITH a right-of-way over that certain road as now located or as it may be  
located hereafter, extending from the State Highway known as U.S. Route 50 to the  
hereinabove described property.

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**PARCEL 2:**

A portion of the Southeast 1/4 of the Northeast 1/4 of Section 10; and the Southwest 1/4 of the Northwest 1/4 of Section 11, Township 14 North, Range 18 East, M.D.B. & M., being more particularly described as follows:

BEGINNING at the Southeast corner of Parcel 3, as shown on that certain parcel Map Recorded June 25, 1980, as Document No. 45689; thence South 00° 34' 41" West, 86.50 feet; thence North 87° 50' 34" West, 185.00 feet; thence North 30° 39' 05" West, 197.06 feet; thence North 72° 32' 41" West, 240.00 feet; thence North 12° 01' 34" East, 56.25 feet; thence North 04° 26' 43" East, 187.89 feet; thence South 77° 41' 08" East, 368.05 feet; thence North 49° 05' 08" East, 176.99 feet; thence South 00° 34' 41" West, 441.82 feet to the POINT OF BEGINNING.

Said parcel being Parcel 3 of Parcel Map, Recorded June 25, 1980, as Document No. 45689 and a portion of Lot 'V' as set forth on the map of GLENBROOK UNIT NO. 2, Recorded May 26, 1978, as Document No. 21216 of Official Records of Douglas County, State of Nevada.

A.P.N. 01-050-28

**PARCEL 3:**

**Parcel 3A:**

Lot F, as shown on the map of GLENBROOK UNIT NO. 3, filed in the office of the County, Recorder, Douglas County, Nevada on June 13, 1980, File No. 45299, Official Records.

EXCEPTING THEREFROM that portion conveyed to MICHAEL F. MCAULIFFE, et al by Quitclaim Deed Recorded September 16, 1985, in Book 985 of Official Records, Page 1723, Douglas County, Nevada, as Document No. 123616 and Re-Recorded May 6, 1987, Book 587, Page 462, Document No. 154343 of Official Records.

BEGINNING at the most Northerly corner of Lot 12, Block E, as shown on that certain map entitled Glenbrook Links, filed September 27, 1911, in Book B, Page 326, thence from said corner North 56° 48' 00" East, 37.12 feet to a point on the Westerly line of Pray Meadow Road, 24 feet wide, and shown as Lot Q on the map of Glenbrook Unit No. 3, Recorded June 13, 1980, as Instrument No. 45299; thence along the Westerly line South 32° 08' 14" East, 75.05 feet; thence South 56° 48' 00" West, 35.73 feet to the most Easterly corner of said Lot 12; thence North 33° 12' West, 75.00 feet to the POINT OF BEGINNING.

Reference is hereby made to Record of Survey Recorded September 16, 1985, in Book 985, Official Records, Page 1730, Douglas County, Nevada, as Document No. 123619.

ALSO EXCEPTING THEREFROM that portion conveyed to GEORGE W. GILLEMOT, Trustee under Declaration of Trust for the GEORGE W. GILLEMOT FAMILY, Dated December 14, 1984 by Grant Deed Recorded May 28, 1987, in Book 587 of Official Records, at Page 2881, Douglas County, Nevada as Document No. 155471.

Reference is made to Record of Survey Recorded May 28, 1987, in Book 587 of Official Records at Page 2880, Douglas County, Nevada as Document No. 155470.

**Parcel 3B:**

Those portions of Lots 1, 2, 32, 33, 34, 35, 36 and 37, Block C, as shown on the map of GLENBROOK UNIT NO. 3, filed in the office of the County Recorder of Douglas County, Nevada on June 13, 1980, File No. 45299, Official Records, described in Deed Recorded December 28, 1983, in Book 1283, Official Records as Document Nos. 93496, 93497, 93498, 93499, 93500, 93501, 93502 and 93503.

Reference is made to Record of Survey filed December 28, 1983, File No. 93495, Official Records of Douglas County, Nevada.

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**Parcel 3C:**

**TOGETHER WITH** the following described parcel as set forth in the Deed Recorded December 2, 1988, in Book 1288, Page 375 as Document No. 191945 of Official Records.

All that portion of Parcel 1 as shown on Record of Survey Recorded December 6, 1983, as Document No. 91967, more particularly described as follows:

**BEGINNING** at the Northwest corner of said Parcel 1; thence North 49° 05' 08" East 220.00 feet; thence East 53.30 feet; thence South 04° 45' 16" West 39.17 feet; thence South 29° 27' 42" West 76.86 feet; thence South 17° 28' 40" West 59.95 feet; thence South 48° 11' 40" West 92.54 feet; thence South 68° 14' 31" West 99.82 feet; thence North 00° 34' 41" East 117.75 feet to the **POINT OF BEGINNING**.

Reference is hereby made to Record of Survey/Lot Line Adjustment Recorded December 2, 1988, in Book 1288, Page 378, as Document No. 191946 of Official Records.

**A.P.N. 01-090-31**

**PARCEL 4:**

**NEW PARCEL 3 AMENDED** as set forth on Record of Survey/Lot Line Adjustment, Recorded September 6, 1991, in Book 991, Page 519, as Document No. 259616 Official Records of Douglas County, Nevada and Certificate of Amendment Recorded January 23, 1992, in Book 192, Page 2850, as Document No. 269443 Official Records of Douglas County, Nevada.

**A.P.N. 01-190-11**

Excepting therefrom any portion of said land lying below the ordinary high water line of Lake Tahoe.

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SCHEDULE "2"

FINANCING STATEMENT CHANGE - FORM N-UCC-2

Debtor: THE GLENBROOK COMPANY, a Nevada corporation  
Additional Debtor: R. T. NAHAS COMPANY, a California corporation  
Secured Party: CITIBANK, N.A., a national banking association

Item 9. Signature(s) of Debtor(s):

THE GLENBROOK COMPANY, a Nevada corporation

By: [Signature]  
Name: Randall E Nahas  
Title: VP

Signature of Additional Debtor:

R. T. NAHAS COMPANY, a California corporation

By: [Signature]  
Name: Randall E Nahas  
Title: VP

Signature(s) of Secured Party(ies):

Dated: 2/24/93, 1993

CITIBANK, N.A., a national banking association

By: [Signature]  
Name: J.M. ADDYINO  
Title: V.P.

REQUESTED BY  
Heller, Ehrman, White & McAuliffe  
IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

'93 MAR 10 10:08

SUZANNE BEAUDREAU  
RECORDER 301615  
\$16 PAID K2 DEPUTY

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