

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) LESSEE <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)		CARSON VALLEY INN, INC.		1A. SOCIAL SECURITY OR FEDERAL TAX NO. 88-0193365	
1B. MAILING ADDRESS 1627 HIGHWAY 395		1C. CITY, STATE MINDEN, NV		1D. ZIP CODE 89423	
1E. RESIDENCE ADDRESS		1F. CITY, STATE		1G. ZIP CODE	
2. DEBTOR (ONE NAME ONLY) LESSEE <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 LESSOR NAME BANK OF AMERICA NEVADA, A NEVADA BANKING CORPORATION MAILING ADDRESS P.O. BOX 98507 CITY LAS VEGAS STATE NEVADA 89193-8507 ZIP CODE				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 and name of record owner of such real estate; if oil, gas or minerals, include description of real property from which to be extracted).

LEASE # 3330029-4

SEE SCHEDULE "A" ATTACHED HERETO AND MADE A PART HEREOF

THIS FINANCING STATEMENT IS FILED AS A FIXTURE FILING. THE GOODS COVERED BY THIS FINANCING STATEMENT ARE OR ARE TO BECOME FIXTURES AND THIS FINANCING STATEMENT IS TO BE RECORDED IN THE REAL ESTATE RECORDS.

6A. _____
SIGNATURE OF RECORD OWNER

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

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

7. Check <input checked="" type="checkbox"/> if Applicable	A <input 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 if Applicable DEBTOR IS A "TRANSMITTING UTILITY" IN ACCORDANCE WITH NRS 704.205 AND NRS 104.9403

9. (Date) _____ 19____

By: Jean E. Mulvaney / VP/Sec
SIGNATURE(S) OF ~~DEBTOR~~ LESSEE (TITLE)
CARSON VALLEY INN, INC.
TYPE NAME(S)

By: Gerardo Colmenar / Manager
SIGNATURE(S) OF ~~SECURED~~ PARTY(IES) LESSOR (TITLE)
BANK OF AMERICA NEVADA, A NEVADA BANKING CORPORATION
TYPE NAME(S)

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

10. Return Copy to

NAME BANK OF AMERICA NEVADA,
ADDRESS A NEVADA BANKING CORPORATION
CITY, STATE AND ZIP P.O. BOX 98507
LAS VEGAS, NV 89193-8507

07580

308433

BK0693PG0085

THIS SPACE FOR USE OF FILING OFFICER

SCHEDULE "A" TO EQUIPMENT LEASE AGREEMENT

LEASE NUMBER 3330029-4

<u>QUANTITY</u>	<u>EQUIPMENT DESCRIPTION</u>	<u>EQUIPMENT LOCATED AT:</u>
VENDOR:	CASINO SIGNS NORTH, INC. 1215 ICEHOUSE AVENUE SPARKS, NV 89431	1627 HIGHWAY 395 MINDEN, NV 89423

1 EA.	SINGLE FACE SIGN, 5 CENT POKER S/N #00832
1 EA.	2X2 CHAMELEAN METER S/N #1740 & 1725

VENDOR:	ZENITH DISTRIBUTING CORPORATION 11945 EAST PIKE STREET SANTA FE SPRINGS, CA 90670	EQUIPMENT LOCATED AT: 1627 HIGHWAY 395 MINDEN, NV 89423
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155 EA.	H19116 TV WITH REMOTE SEE EXHIBIT "A" FOR SERIAL NUMBERS
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VENDOR:	IMAGINEERING SYSTEMS, INC. 690 SO. ROCK BLVD. RENO, NV 89502	EQUIPMENT LOCATED AT: 1627 HIGHWAY 395 MINDEN, NV 89423
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1 EA.	2 L360 DISPLAY BOARDS @ 4685/
1 EA.	3 L280 DISPLAY BOARDS & 4055/

This Schedule "A" is attached to and a part of Bank of America Nevada, A Nevada Banking Corporation Equipment Lease Agreement No. 3330029-4 and constitutes a true and accurate description of the equipment.

LESSEE: CARSON VALLEY INN, INC.

BY: Jean G. Mulreany
ITS: VP/Sec.

SCHEDULE "A" TO EQUIPMENT LEASE AGREEMENT

LEASE NUMBER 3330029-4

<u>QUANTITY</u>	<u>EQUIPMENT DESCRIPTION</u>	<u>EQUIPMENT LOCATED AT:</u>
VENDOR:	VOLCANO TELECOM P.O. BOX 890 PINE GROVE, CA 95665	1645 HIGHWAY 395 MINDEN, NV 89423
2 EA.	REFURBISHED DIGIT DISPLAY SL-1 TELEPHONES	
1 EA.	REFURBISHED SL-1 TELEPHONE	
1 EA.	NEW SL-1 WALL MOUNT BRACKET	
3 EA.	NEW ANALOG WALL TELEPHONES WITH TAP (ASH)	
1 EA.	NEW ANALOG WALL TELEPHONES (WHITE)	
39 EA.	NEW ANALOG 2500 MSG. WAITING DESK PHONES (BROWN)	
1 EA.	NEW ANALOG 2500 DESK TELEPHONES (WHITE)	
5 EA.	REFURBISHED ANALOG MSG WAIT LINE CARDS (16 PORTS EA)	
1 EA.	REFURBISHED SL-1 LINE CARDS (8 PORTS EACH)	

VENDOR:	NEVADA RESTAURANT SUPPLY CO., INC. 580 SUNSHINE LANE RENO, NV 89502	EQUIPMENT LOCATED AT: 1627 HIGHWAY 395 MINDEN, NV 89423
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24 EA.	SELF RETURN SWIVEL
30 EA.	SLOT STOOL
1 EA.	CONVECTION OVEN
1 EA.	RADIANT BROILER, 24"

AND ALL STANDARD EQUIPMENT TOGETHER WITH ALL ATTACHMENTS, REPLACEMENTS, SUBSTITUTIONS AND ADDITIONS.

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LESSEE: CARSON VALLEY INN, INC.

BY: ✓ *Jean E. Mulreany*
ITS: ✓ *VP/Sec.*

SCHEDULE "A" TO EQUIPMENT LEASE AGREEMENT

LEASE NUMBER 3330029-4

QUANTITY EQUIPMENT DESCRIPTION

THE ABOVE PERSONAL PROPERTY IS AFFIXED TO REAL PROPERTY LOCATED AT: 1627 HIGHWAY 395, MINDEN, NV 89423 AND IS MORE FULLY DESCRIBED AS FOLLOWS:

PARCEL 2

A PARCEL OF LAND SITUATE IN THE TOWN OF MINDEN, NEVADA, AND BEING A PORTION OF THE SOUTHWEST 1/4 OF SECTION 29, TOWNSHIP 13 NORTH, RANGE 20 EAST, M.D.B. & M., DOUGLAS COUNTY, NEVADA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT LYING ON THE NORTHERLY RIGHT OF WAY OF U.S. HIGHWAY 395 BEING THE SOUTHWEST CORNER OF A 3.40 ACRE PARCEL AS SHOWN ON THE RECORD OF SURVEY MAP FILED AS BOOK 980, PAGE 057, DOCUMENT NO. 48058, WITHIN THE OFFICIAL RECORDS OF DOUGLAS COUNTY, NEVADA; THENCE NORTH 26°35'00" EAST, 120 FEET TO THE TRUE POINT OF BEGINNING; THENCE NORTH 26°35'00" EAST, 187.77 FEET; THENCE SOUTH 63°25'00" EAST 585.96 FEET; THENCE SOUTH 79°00'00" WEST, 307.86 FEET, THENCE NORTH 63°25'00" WEST, 342.00 FEET TO THE TRUE POINT OF BEGINNING.

TOGETHER WITH A PARCEL OF LAND AS DEEDED TO PATRICK A. MULREANY AND JEAN E. MULREANY, IN DEED RECORDED AUGUST 17, 1984 AS DOCUMENT NO. 105270 MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A PARCEL OF LAND LOCATED WITHIN A PORTION OF THE SOUTHWEST ONE-QUARTER OF SECTION 29, TOWNSHIP 13 NORTH, RANGE 20 EAST, M.D.B. & M., DOUGLAS COUNTY, NEVADA BEING FURTHER DESCRIBED AS AREA "B" AS SHOWN ON THE MAP FILED WITHIN THE OFFICIAL RECORDS OF DOUGLAS COUNTY, NEVADA AS DOCUMENT NO. 86414 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

This Schedule "A" is attached to and a part of Bank of America Nevada, A Nevada Banking Corporation Equipment Lease Agreement No. 3330029-4 and constitutes a true and accurate description of the equipment.

LESSEE: CARSON VALLEY INN, INC.

BY: Jean E. Mulreany
ITS: VP/Sec.

SCHEDULE "A" TO EQUIPMENT LEASE AGREEMENT

LEASE NUMBER 3330029-4

QUANTITY EQUIPMENT DESCRIPTION

COMMENCING AT A POINT LYING AT THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY 395 AND THE WESTERLY RIGHT-OF-WAY LINE OF 8TH STREET; THENCE N. 26°35'00" E., 154.05 FEET ALONG THE WESTERLY RIGHT-OF-WAY LINE OF 8TH STREET; THENCE N. 79°00'00" E., 58.44 FEET TO THE POINT OF BEGINNING; THENCE N. 79°00'00" E., 96.79 FEET; THENCE S. 26°35'00" W., 59.04 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF 8TH STREET; THENCE N. 63°25'00" W., 76.70 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM A PARCEL OF LAND LOCATED WITHIN A PORTION OF THE SOUTHWEST ONE-QUARTER OF SECTION 29, TOWNSHIP 13 NORTH, RANGE 20 EAST, M.D.B. & M., DOUGLAS COUNTY, NEVADA, BEING FURTHER DESCRIBED AS AREA "A" AS SHOWN ON THE MAP FILED WITHIN THE OFFICIAL RECORDS OF DOUGLAS COUNTY, NEVADA AS DOCUMENT NO. 86414 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT LYING AT THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY 395 AND THE WESTERLY RIGHT-OF-WAY LINE OF 8TH STREET; THENCE N. 26°35'00" E., 154.05 FEET ALONG THE WESTERLY RIGHT-OF-WAY LINE OF 8TH STREET; THENCE N. 79°00'00" E., 155.23 FEET TO THE POINT OF BEGINNING; THENCE N. 26°35'00" E., 59.03 FEET; THENCE S. 63°25'00" E., 76.71 FEET; THENCE S. 79°00'00" W., 96.80 FEET TO THE POINT OF BEGINNING.

ASSESSMENT PARCEL NO. 25-170-21

PARCEL 3

A PARCEL OF LAND SITUATE IN THE TOWN OF MINDEN, NEVADA, AND BEING A PORTION OF THE SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 29, TOWNSHIP 13 NORTH, RANGE 20 EAST, M.D.B. & M., AND BEING FURTHER DESCRIBED AS FOLLOWS:

This Schedule "A" is attached to and a part of Bank of America Nevada, A Nevada Banking Corporation Equipment Lease Agreement No. 3330029-4 and constitutes a true and accurate description of the equipment.

LESSEE: CARSON VALLEY INN, INC.

BY: *Jean E. Mubreany*
ITS: *VP/Sec.*

SCHEDULE "A" TO EQUIPMENT LEASE AGREEMENT

LEASE NUMBER 3330029-4

QUANTITY EQUIPMENT DESCRIPTION

COMMENCING AT A POINT IN THE NORTHERLY RIGHT-OF-WAY LINE OF RAILROAD AVENUE, MORE COMMONLY KNOWN AS U.S. HIGHWAY 395, AND THE INTERSECTION OF THE CENTERLINE OF NINTH STREET, PROJECTED; THENCE ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF RAILROAD AVENUE, NORTH 63°25'00" WEST, 57.00 FEET TO THE TRUE POINT OF BEGINNING; THENCE NORTH 26°35'00" EAST, 120.00 FEET, THENCE PARALLEL TO SAID RIGHT-OF-WAY LINE, SOUTH 63°25'00" EAST, 342 FEET; THENCE NORTH 79°00" EAST, 55 FEET MORE OR LESS TO THE INTERSECTION OF THE WESTERLY RIGHT-OF-WAY LINE OF EIGHTH STREET AS SAID RIGHT-OF-WAY LINE IS DESCRIBED IN DEED RECORDED JANUARY 1, 1981, BOOK 181, PAGE 508, DOCUMENT NO. 52451, OFFICIAL RECORDS OF DOUGLAS COUNTY, STATE OF NEVADA; THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE, SOUTH 26°35' EAST 154.35 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF RAILROAD AVENUE; THENCE ALONG SAID RIGHT-OF-WAY LINE NORTH 63°25" WEST, 385 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

TOGETHER WITH ALL THAT PORTION LYING AND BEING IN THE SW QUARTER OF SECTION 29 T 13 NORTH, R 20 EAST, M.D.B. & M., DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY 395, ALSO KNOWN AS RAILROAD AVENUE, AND THE WESTERLY RIGHT-OF-WAY LINE OF EIGHT STREET, ALSO BEING THE SOUTHEASTERLY CORNER OF THE MULREANY PARCEL AS SHOWN ON THAT CERTAIN RECORD OF SURVEY FOR PATRICK A. AND JEAN E. MULREANY, RECORDED ON SEPTEMBER 2, 1983, BOOK 983, PAGE 101, DOCUMENT NUMBER 86414, IN THE OFFICIAL RECORDS OF DOUGLAS COUNTY, NEVADA; BEING THE TRUE POINT OF BEGINNING; THENCE NORTH 26°35' EAST A DISTANCE OF 154.05 FEET; THENCE NORTH 79°00' EAST, A DISTANCE OF 58.44 FEET; THENCE SOUTH 63°25' EAST, A DISTANCE OF 32.79 FEET; THENCE SOUTH 79°00' WEST A DISTANCE OF 33.04 FEET; THENCE ALONG A TANGENT CURVE TO THE LEFT, HAVING A RADIUS OF 110.00 FEET, THROUGHOUT A CENTRAL ANGLE OF 52°25', AN ARC LENGTH OF 100.63 FEET; THENCE SOUTH 26°35' WEST, A DISTANCE OF 72.36 FEET; THENCE ALONG A TANGENT CURVE TO THE RIGHT, HAVING A RADIUS OF 10.00 FEET, THROUGHOUT A CENTRAL ANGLE OF 90°, AN ARC LENGTH OF 15.71 FEET TO THE TRUE POINT OF BEGINNING.

ASSESSMENT PARCEL NO. 25-170-22

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LESSEE: CARSON VALLEY INN, INC.

BY: Jean E. Mulreany
ITS: VP/Sec.

SCHEDULE "A" TO EQUIPMENT LEASE AGREEMENT

LEASE NUMBER 3330029-4

QUANTITY EQUIPMENT DESCRIPTION

THE OWNER OF RECORD FOR THE ABOVE REAL PROPERTY IS: CARSON VALLEY INN, INC.
A NEVADA CORPORATION

FINANCING STATEMENT TO BE RECORDED IN THE DOUGLAS COUNTY RECORDER'S OFFICE,
DOUGLAS COUNTY, NEVADA

This Schedule "A" is attached to and a part of Bank of America Nevada, A Nevada Banking Corporation
Equipment Lease Agreement No. 3330029-4 and constitutes a true and accurate description of the
equipment.

LESSEE: CARSON VALLEY INN, INC.

BY: ✓ Juan C. Mubray
ITS: ✓ VP/Sec.

EXHIBIT "A"

VENDOR: ZENITH DISTRIBUTING CORPORATION
11945 EAST PIKE STREET
SANTA FE SPRINGS, CA 90670

SERIAL NUMBERS

322-03190103	321-03190147	321-03190144	321-03190126
322-03190043	322-03190050	321-03190118	321-03190071
322-03190053	322-03190063	321-03190088	321-03190110
322-03190010	322-03190045	321-03190134	321-03190089
322-03190055	322-03190049	322-03190017	321-03190102
322-03190029	322-03190052	321-03190108	321-03190086
321-03190154	322-03190004	322-03190013	321-03190106
321-03190161	322-03190025	322-03190016	321-03190103
321-03190100	322-03190019	321-03190112	321-03190111
322-03190011	322-03190028	321-03190107	321-03190109
322-03190012	322-03190027	322-03190014	321-03190108
322-03190075	321-03190152	321-03190071	321-03190070
322-03190030	321-03190116	321-03190087	321-03190081
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321-03190098	322-03190032	321-03190082	321-03190056
322-03190002	322-03190006	321-03190104	321-03190074
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321-03190162	321-03190070	321-03190119	321-03190058
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321-03190091	321-03190062	321-03190044	321-03190162
321-03190066	321-03190087	321-03190080	

REQUESTED BY
B of A
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

93 JUN -1 AM 1:00

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308433

SUZANNE BEAUDREAU
RECORDER
\$17⁰⁰ PAID *K2* DEPUTY

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