

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

| | | |
|---|--|---|
| 1. DEBTOR (ONE NAME ONLY) LEGAL BUSINESS NAME INDIVIDUAL (LAST NAME FIRST) OLIVER, RALPH A. | | 1 A. SOCIAL SECURITY OR FEDERAL TAX NO. ██████████-4613 |
| 1 B. MAILING ADDRESS OLIVER REALTY, 723 EAST LAKE AVENUE | 1 C. CITY STATE WATSONVILLE, CA | 1 D. ZIP CODE 95076 |
| 1 E. RESIDENCE ADDRESS SAME | 1 F. CITY STATE | 1 G. ZIP CODE |
| 2. ADDITIONAL DEBTOR (IF ANY - ONE NAME ONLY) LEGAL BUSINESS NAME INDIVIDUAL (LAST NAME FIRST) | | 2 A. SOCIAL SECURITY OR FEDERAL TAX NO. |
| 2 B. MAILING ADDRESS | 2 C. CITY STATE | 2 D. ZIP CODE |
| 2 E. RESIDENCE ADDRESS | 2 F. CITY STATE | 2 G. ZIP CODE |

3. ADDITIONAL DEBTORS ON ATTACHED SHEET **SEE EXHIBIT "C"**

| | | |
|---|--|---|
| 4. SECURED PARTY NAME FIRST NATIONWIDE BANK, A FEDERAL SAVINGS BANK MAILING ADDRESS 135 MAIN STREET CITY SAN FRANCISCO STATE CALIFORNIA ZIP CODE 94105 | | 4 A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 95-0734630 |
|---|--|---|

| | | |
|--|--|--|
| 5. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE | | 5 A. 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 EXHIBITS "A" AND "B" ATTACHED HERETO AND MADE A PART HEREOF BY REFERENCE.

**TO BE FILED FOR RECORD IN THE
REAL ESTATE RECORDS**

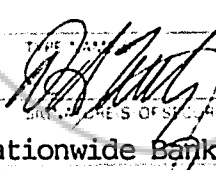
| | |
|---|---|
| 6 A. _____ SIGNATURE OF RECORD OWNER | 6 C S _____ MAXIMUM AMOUNT OF DEBTEDNESS TO BE SECURED AT ANY ONE TIME (OPTIONAL) |
| 6 B. _____ TYPE RECORD OWNER OF REAL PROPERTY | |

| | | | | |
|-------------------------------|---|---|--|---|
| 7. Check if Applicable | <input type="checkbox"/> A Proceeds of collateral are also covered | <input type="checkbox"/> B Products of collateral are also covered | <input type="checkbox"/> C Proceeds of above described original collateral in which a security interest was perfected | <input type="checkbox"/> D Collateral was brought into this State subject to security interest in another jurisdiction |
|-------------------------------|---|---|--|---|

8. Check if Applicable DEBTOR IS A TRANSMITTING UTILITY IN ACCORDANCE WITH NRS 704.3 AND NRS 704.423

9. (Date) _____ 19____

By: **SEE ATTACHED EXHIBIT "C" INCORPORATED**
HEREIN BY THIS REFERENCE.
SIGNATURE S OF DEBTOR S TITLE

By:  **D.S. LUTZ, FIRST VICE PRESIDENT**
SIGNATURE S OF SECURED PARTY S TITLE

First Nationwide Bank, A Federal Savings Bank
TYPE NAME S

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

07752

337006

10. Return Copy to **L#04-2256592**

First Nationwide Bank
NAME
ADDRESS **PO BOX 193928**
CITY, STATE AND ZIP **San Francisco, Ca 94119-3928**

LEGAL DESCRIPTION

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

Parcel 3, as set forth on the Parcel Map for HABENDUM, being a portion of of the East 1/2 of the East 1/2 of the Southwest 1/4 of Section 16, Township 12 North, Range 20 East, M.D.B & M., recorded May 14, 1984, in Book 584, Page 1107, Document No. 100747, Official Records of Douglas County, State of Nevada.

Together with a public access and roadway easement as shown in Document recorded March 31, 1989, in Book 389, Page 4428, Document No. 199342, Official Records of Douglas County, State of Nevada.

A.P.N. 27-100-20

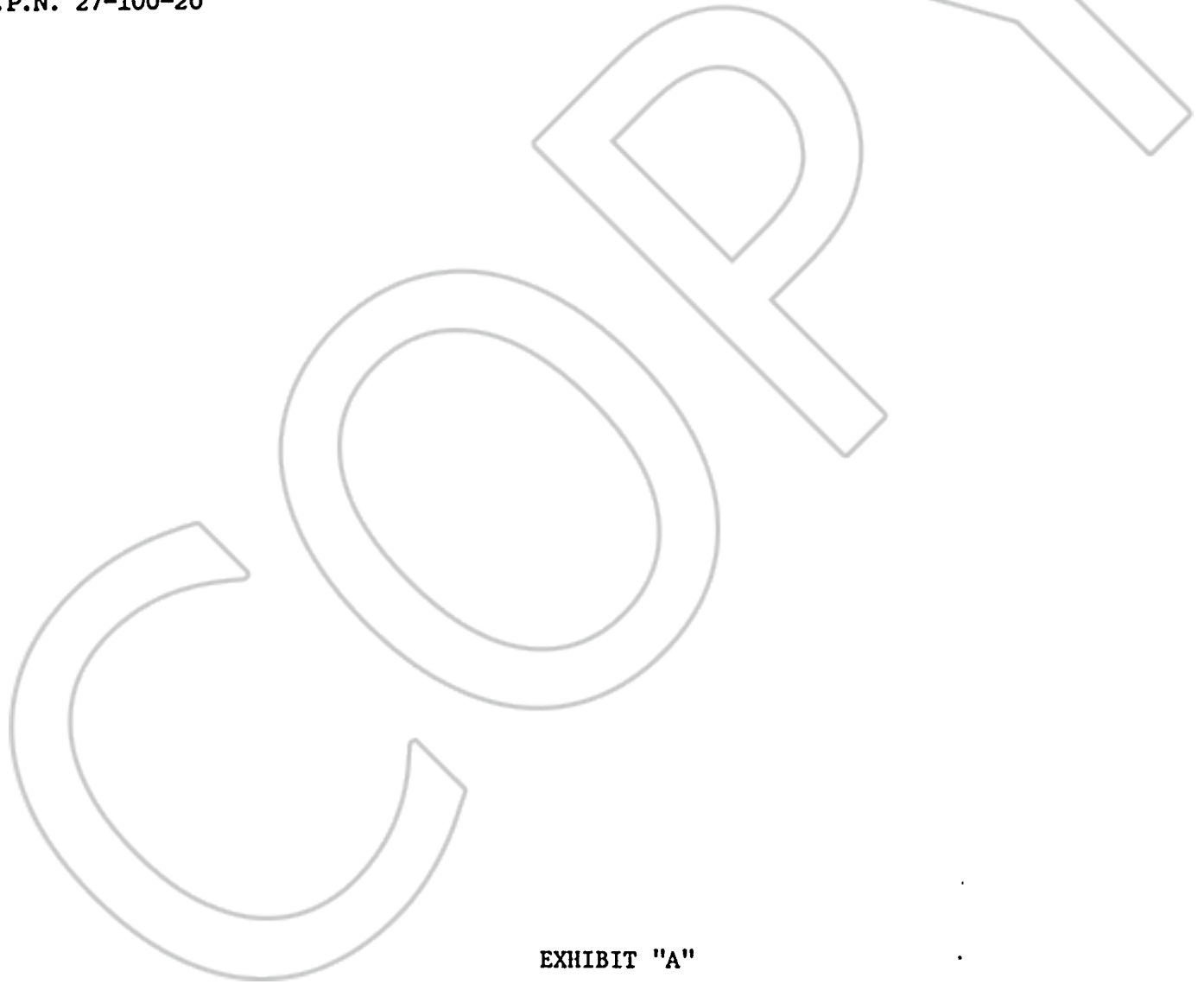


EXHIBIT "A"

LOAN NO. 0045178140

337006

BK 0594 PG 1173

PY

COLLATERAL DESCRIPTION

All personal property, relating to, or connected with that certain real property described on Exhibit "A", as follows:

(a) all buildings, structures, improvements, fixtures, appliances, machinery, equipment, building materials, supplies, and other articles of personal property of every kind and nature (other than consumable goods), whether or not physically attached or affixed to said property and now or hereafter installed or placed thereon, and used in connection with any future operation thereof (including, but not limited to, all apparatus and equipment used to provide or supply air-cooling, air-conditioning, heat, gas, water, light, power, laundry, garbage disposal; and fire prevention and extinguishing equipment, elevators, antennae, pool equipment, window coverings, floor coverings, ranges, ovens, dishwashers, and water heaters);

(b) all claims, demands, and causes of actions of every kind (including proceeds of settlements of any such claim, demand or cause of action of any kind) which Debtor now has or may hereafter acquire arising out of acquisition or ownership of such personal or real property, including insurance proceeds and any award of damages or compensation for injury to or in connection with any condemnation for public use of the property or any part thereof (whether or not eminent domain proceedings have been instituted).

(c) all right, title and interest of Debtor in any construction contract entered into with a contractor or contractors for construction on the real property, and all amendments thereto, and all right, title and interest of Debtor in any architect's agreement entered into with an architect or architects for construction on the real property and all amendments thereto and any and all plans and specifications pertaining thereto.

(d) all permits, licenses, management contracts and other contracts and agreements in which Debtor now has or may hereafter have an interest arising out of acquisition or ownership of the above described property, and all other general intangibles relating to the development or use of the property including all names, trademarks and goodwill in any way relating to such personal or real property.

EXHIBIT "B"

337006

BK 0594 PG 1174

LOAN NO. 0045178140

EXHIBIT "C" TO THAT CERTAIN UCC-1 FINANCING STATEMENT DATED DECEMBER 28, 1989, AND EXECUTED BY RALPH A. OLIVER, LORRAINE M. OLIVER AND CARLA M. HANDLEY.

ADDITIONAL DEBTOR, MAILING ADDRESS & SOCIAL SECURITY NO.:

LORRAINE M. OLIVER
81 CASSERLY RD.
WATSONVILLE, CA. 95076
[REDACTED]-8238

CARLA M. HANDLEY
OLIVER REALTY
723 EAST LAKE AVE.
WATSONVILLE, CA. 95076
[REDACTED]-4105

DEBTOR(S) SIGNATURE(S):

Ralph A. Oliver
RALPH A. OLIVER

Lorraine M. Oliver
By Ralph A. Oliver *legally infact*
LORRAINE M. OLIVER

Carla M. Handley
CARLA M. HANDLEY

SECURED PARTIES SIGNATURE(S):

James V. Harbison
JAMES V. HARBISON, SR. VICE PRESIDENT

Robert Fitzgerald
ROBERT FITZGERALD, VICE PRESIDENT

REQUESTED BY
1st Nationwide Bank
IN OFFICIAL RECORDS OF
DOUGLAS COUNTY, NEVADA

'94 MAY -9 A11 :01

LOAN NO. 0045178140

SUZANNE DE ANDREAU
RECORDED
\$ 21.00 PAID k2 DEPUTY

337006
BK 0594 PG 1175