

**UNIFORM COMMERCIAL CODE -- FINANCING STATEMENT -- FORM UCC-1**

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

**Douglas County**

**IMPORTANT:** Read instructions on back before filling out form.

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

1. DEBTOR (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) <b>Port of Sail, Inc., a Nevada Corporation</b>		1A. SOCIAL SECURITY OR FEDERAL TAX NO. <b>88-0318509</b>
1B. MAILING ADDRESS <b>1337 Highway #395</b>	1C. CITY, STATE <b>Gardnerville NV</b>	1D. ZIP CODE <b>89410</b>
1E. RESIDENCE ADDRESS	1F. CITY, STATE	1G. ZIP CODE
2. ADDITIONAL DEBTOR (IF ANY) (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) <b>Port of Subs of Gardnerville</b>		2A. SOCIAL SECURITY OR FEDERAL TAX NO.
2B. MAILING ADDRESS <b>1337 Highway #395</b>	2C. CITY, STATE <b>Gardnerville NV</b>	2D. ZIP CODE <b>89410</b>
2E. RESIDENCE ADDRESS	2F. CITY, STATE	2G. ZIP CODE

3.  ADDITIONAL DEBTOR(S) ON ATTACHED SHEET

4. SECURED PARTY NAME <b>U.S. Bank of Nevada</b> MAILING ADDRESS <b>2300 W. Sahara Avenue, 2nd Floor</b> CITY <b>Las Vegas</b> STATE <b>NV</b> ZIP CODE <b>89102</b>		4A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. <b>88-0196792</b>
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 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 if Applicable <input checked="" type="checkbox"/>	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 (Debtor's Signature Not Required)	D. <input type="checkbox"/> Collateral was brought into this State subject to security interest in another jurisdiction (Debtor's Signature Not Required)
--	--	--	--	---

8. Check if Applicable  DEBTOR IS A "TRANSMITTING UTILITY" IN ACCORDANCE WITH NRS 704.205 AND NRS 104.9403.

9. Port of Sail Inc., a Nevada Corporation dba Port of Subs of Gardnerville (Date) August 1 19 94

By: Frederick A. Lether / By: Scott A. Lether  
SIGNATURE(S) OF DEBTOR(S) (TITLE)  
**Frederick A. Lether, President / Scott A. Lether, Treasurer**

By: Laura L. Lether  
SIGNATURE(S) OF SECURED PARTY(IES) (TITLE)  
**Laura L. Lether, Secretary**

By: Larry Eisenzimer VP and Manager  
SIGNATURE(S) OF SECURED PARTY(IES) (TITLE)  
**U.S. Bank of Nevada, Larry Eisenzimer**  
(TYPE NAME(S))

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

**07858**

**353610**

**BK0195PG0068**

10. **Return Copy to:**

U.S. Bank of Washington, National Association  
 NAME ADDRESS CITY, STATE AND ZIP  
 1414 4th Avenue, WWH 470  
 Seattle WA 98101  
 Team 2 848 5433289-9001

Trust Account Number (If Applicable)

**#6846797888, 58452 / 848**

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

Port of Sail, Inc., a Nevada Corporation dba  
Port of Subs of Gardnerville  
August 1, 1994  
UCC -1 Filing

Exhibit "A"

The described collateral is as follows:

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 hereinafter acquired. All accounts receivable now outstanding or hereafter arising. All contract rights and general intangibles now in force or hereafter acquired. All Chattel paper, documents now existing or hereafter arising.

Collateral to be located as follows:

All that certain real property being a portion of the Northeast 1/4 of Section 4, Township 12 North, Range 20 East, M.D. B., & M., Douglas County, Nevada, more particularly described as follows:

Commencing at a point on the Easterly right-of-way line of Nevada State Highway 395, said point being the southwesterly corner of that certain parcel of land, shown on that Grant Deed to Thorobred Photo Service, Inc., file No. 29420, Douglas County, Records, from which point the Northeast corner of said Section 4, bears North 30 43'28" East, 2116.56 feet; thence along 166.00 feet to the TRUE POINT OF BEGINNING; thence continuing along said Easterly right-of-way line North 51 02'32" West, 634.00 feet to the Southerly right-of-way line of Waterloo Lane, being a 100 foot right-of-way; thence along said Southerly line North 44 54'36" East, 701.78 feet; thence leaving said Southerly right-of-way, South 29 39'15" East, 741.00 feet; thence South 60 20'45" West, 196.00 feet; thence North 89 39'15" West 44.24 feet; thence South 44 54'36" West, 218.83 feet to the True Point of Beginning.

More Commonly known as: 1337 Highway #395, Gardnerville NV 89410

Port of Sail, Inc., a Nevada Corporation dba Port of Subs of Gardnerville

By: Frederick A. Lether  
Frederick A. Lether, President

By: Scott A. Lether  
Scott A. Lether, Treasurer

By: Laura L. Lether  
Laura L. Lether, Secretary

353610  
BK0195PG0069

COPY

REQUESTED BY  
U.S. Bank of Washington  
IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

95 JAN -3 AM 1:30

Linda Slater

RECORDER

\$18.00 PAID Ko DEPUTY

353610

BK0195PG0070