

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.

F59751CA

1. DEBTOR (ONE NAME ONLY) Barton Memorial Nevada Medical Clinic, Inc., a Nevada <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) non-profit corporation		1A. SOCIAL SECURITY OR FEDERAL TAX NO. 94-2875451	
1B. MAILING ADDRESS P.O. Box 9578		1C. CITY, STATE South Lake Tahoe, CA	
1E. RESIDENCE ADDRESS 1107 Highway 395		1F. CITY, STATE Gardnerville, NV	
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	
2E. RESIDENCE ADDRESS		2F. CITY, STATE	
3. <input type="checkbox"/> ADDITIONAL DEBTOR(S) ON ATTACHED SHEET			
4. SECURED PARTY First Interstate Bank of Nevada, N.A., as Trustee under that certain NAME Indenture of Trust dated July 1, 1995 with respect to \$3.7 Million MAILING ADDRESS Industrial Revenue Development Bond. CITY P.O. Box 98588 Las Vegas STATE NV ZIP CODE 89193		4A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 88-0041996	
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 ATTACHED HERETO.

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 checked="" 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) July 13 1995

By: Margaret T. Lera (Signature) CFO (TITLE)
 Margaret T. Lera, Chief Financial Officer (TYPE NAME(S))

By: Rose Robb (Signature) VP (TITLE)
 Rose Robb, Vice President (TYPE NAME(S))

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

07959

10. Return Copy to

NAME First Interstate Bank of Nevada, N.A.
 ADDRESS CORPORATE REAL ESTATE DIVISION #855-RN
 CITY, STATE P.O. BOX 11007
 AND ZIP RENO, NEVADA 89520-0010

366106

THIS SPACE FOR USE OF FILING OFFICER

COLLATERAL DESCRIPTION

All machinery, equipment, tools, tooling, furniture, fixtures, (including, without limitation, all medical devices and appurtenances there to), goods, inventory, raw material, work in process, finished goods and materials used or consumed in debtor's business now owned or hereafter at any time acquired by debtor, and all accessories, parts, repossessions and returns thereto or therefor; all accounts, general intangibles, chattel paper, documents, instruments (whether negotiable or non-negotiable), deposit accounts, money contract rights, and rights to payment of every kind, now existing or hereafter arising; all proceeds (including proceeds or insurance policies on the collateral), products, additions, accessions, replacements and substitutions for all and of all such collateral, and all books and records of debtor with respect to all such collateral placed upon those certain premises known as:

LEGAL DESCRIPTION

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

Being a portion of Sections 3 and 10, Township 12 North, Range 20 East, M.D.B. & M. being further described as follows:

Parcel 4 as set forth on Parcel Map for JACOBSEN FAMILY TRUST, filed for record in the Office of the County recorder of Douglas County, State of Nevada, Recorded May 13, 1991, in Book 591, Page 1851, as Document No. 250593.

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366106

BK 0795 PG 1622

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DATE 02-18-1995
 ADJ. CONVENTION: N

BARTON MEM. NV. MEDICAL CENTER
 TRIAL DEPRECIATION EXPENSE REPORT
 AS OF 12/94 FY=12
 FOR ALL G/L ACCT USING F/A FIGURES

PAGE 1

ASSET NO.	ASSET DESCRIPTN	DATE ACQUIRED	ACQUISITION VALUE	DEPR METHD	LIFE YR	B/ NO	SALVAGE/ SECT 179	DEPRECIABLE BASIS	LAST DEPR	PRIOR TOTAL ACCUM	DEPR THIS RUN	CURRENT YTD DEPR	TOTAL ACCUM DEPR
00001	EMERGENCY	12/01/93	1347	S-SLn	10	00	N 0.00	1347	00/00	11	146	135	146
00002	CAST REMO	12/01/93	1592	S-SLn	08	00	N 0.00	1592	00/00	17	216	199	216
00003	PODIATRY	12/01/93	5172	S-SLn	15	00	N 0.00	5172	00/00	29	374	345	374
00004	PODIATRY	12/01/93	5172	S-SLn	15	00	N 0.00	5172	00/00	29	374	345	374
00005	BOOKCASE	12/01/93	1003	S-SLn	15	00	N 0.00	1003	00/00	6	72	67	72
00006	4 MOBILE	12/01/93	2820	S-SLn	15	00	N 0.00	2820	00/00	16	204	188	204
00007	4 FLEXUS	12/01/93	1620	S-SLn	15	00	N 0.00	1620	00/00	9	117	108	117
00008	5 TASK CH	12/01/93	1416	S-SLn	15	00	N 0.00	1416	00/00	8	102	94	102
00009	EXAM TABL	12/01/93	1106	S-SLn	15	00	N 0.00	1106	00/00	6	80	74	80
00010	TABLE TOP	12/01/93	4557	S-SLn	15	00	N 0.00	4557	00/00	25	329	304	329
00011	MINOR SUR	12/01/93	5798	S-SLn	15	00	N 0.00	5798	00/00	32	419	387	419
00012	EXAM TABL	12/01/93	3226	S-SLn	15	00	N 0.00	3226	00/00	18	233	215	233
00013	8 TASK CH	12/01/93	2289	S-SLn	15	00	N 0.00	2289	00/00	13	165	153	165
00014	EXAM TABL	12/01/93	1109	S-SLn	15	00	N 0.00	1109	00/00	6	80	74	80
00015	EXAM TABL	12/01/93	3226	S-SLn	15	00	N 0.00	3226	00/00	18	233	215	233
00016	POWER ENT	12/01/93	3408	S-SLn	15	00	N 0.00	3408	00/00	19	246	227	246
00017	ULTRIOD D	12/01/93	3158	S-SLn	08	00	N 0.00	3158	00/00	33	428	395	428
00018	TABLE TOP	12/01/93	4557	S-SLn	15	00	N 0.00	4557	00/00	25	329	304	329
00019	MINOR SUR	12/01/93	5798	S-SLn	15	00	N 0.00	5798	00/00	32	419	387	419
00020	MOBILE PE	12/01/93	2820	S-SLn	15	00	N 0.00	2820	00/00	16	204	188	204
00021	MICROSCOP	12/01/93	1711	S-SLn	10	00	N 0.00	1711	00/00	14	185	171	185
00022	4 MOBILE	12/01/93	2820	S-SLn	15	00	N 0.00	2820	00/00	16	204	188	204
00023	EXAM TABL	12/01/93	3226	S-SLn	15	00	N 0.00	3226	00/00	18	233	215	233
00024	PATIENT H	12/01/93	6673	S-SLn	07	00	N 0.00	6673	00/00	79	1033	953	1033
00025	EMERGENCY	12/01/93	1347	S-SLn	10	00	N 0.00	1347	00/00	11	146	135	146
00026	7 TASK CH	12/01/93	2003	S-SLn	15	00	N 0.00	2003	00/00	11	145	134	145
00027	EXAM TABL	12/01/93	1348	S-SLn	15	00	N 0.00	1348	00/00	7	97	90	97
00028	ULTRIOD D	12/01/93	3158	S-SLn	08	00	N 0.00	3158	00/00	33	428	395	428
00029	MINOR SUR	12/01/93	6656	S-SLn	15	00	N 0.00	6656	00/00	37	481	444	481
00030	EXAM TABL	12/01/93	3226	S-SLn	15	00	N 0.00	3226	00/00	18	233	215	233
00031	MICROSCOP	12/01/93	1711	S-SLn	10	00	N 0.00	1711	00/00	14	185	171	185
00032	EXAM TABL	12/01/93	3226	S-SLn	15	00	N 0.00	3226	00/00	18	233	215	233
00033	DESK W/ L	12/01/93	1200	S-SLn	15	00	N 0.00	1200	00/00	7	87	80	87
00034	BOOK CASE	12/01/93	1003	S-SLn	15	00	N 0.00	1003	00/00	6	72	67	72
00035	4 MOBILE	12/01/93	2820	S-SLn	15	00	N 0.00	2820	00/00	16	204	188	204
00036	STRESS EK	12/31/94	15015	S-SLn	08	00	N 0.00	15015	00/00	0	0	0	0
00037	EXAM TABL	12/01/93	1109	S-SLn	15	00	N 0.00	1109	00/00	6	80	74	80
00038	HINGED DO	12/01/93	1327	S-SLn	15	00	N 0.00	1327	00/00	7	96	88	96
00039	OP SURGER	12/01/93	1136	S-SLn	10	00	N 0.00	1136	00/00	9	123	114	123
00040	2 FIVE DR	12/01/93	1031	S-SLn	15	00	N 0.00	1031	00/00	6	74	69	74
00041	FILM ILLD	12/01/93	1883	S-SLn	15	00	N 0.00	1883	00/00	10	136	126	136
00042	VISUAL BO	12/01/93	1059	S-SLn	15	00	N 0.00	1059	00/00	6	76	71	76
00043	4 SHELVIN	12/01/93	5815	S-SLn	15	00	N 0.00	5815	00/00	32	420	388	420
00044	OP MINOR	12/01/93	1136	S-SLn	15	00	N 0.00	1136	00/00	6	82	76	82

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BK 0795PG 1623

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DATE: -18-1995
 ADJ. CONVENTION: N

BARTON MEM. NV. MEDICAL CENTER
 TRIAL DEPRECIATION EXPENSE REPORT
 AS OF 12/94 FY=12
 FOR ALL G/L ACCT USING F/A FIGURES

ASSET NO.	ASSET DESCRIPTN	DATE ACQUIRED	ACQUISITION VALUE	DEPR METHD	LIFE YR	B/ NO	SALVAGE/ SECT 179	DEPRECIABLE BASIS	LAST DEPR	PRIOR TOTAL ACCUM	DEPR THIS RUN	CURRENT YTD DEPR	TOTAL ACCUM DEPR
00045	GLAZED PA	12/01/93	1372	S-SLn	15	00	N 0.00	1372	00/00	8	99	91	99
00046	OP PROCKD	12/01/93	1136	S-SLn	10	00	N 0.00	1136	00/00	9	123	114	123
00047	OP SURGER	12/01/93	1136	S-SLn	10	00	N 0.00	1136	00/00	9	123	114	123
00048	OP SURGER	12/01/93	1136	S-SLn	10	00	N 0.00	1136	00/00	9	123	114	123
00049	4 GLAZED	12/01/93	2258	S-SLn	15	00	N 0.00	2258	00/00	13	163	151	163
00050	OP MINOR	12/01/93	1136	S-SLn	10	00	N 0.00	1136	00/00	9	123	114	123
00051	FILM ILLU	12/01/93	2841	S-SLn	15	00	N 0.00	2841	00/00	16	205	189	205
00052	OP SURGER	12/01/93	1136	S-SLn	10	00	N 0.00	1136	00/00	9	123	114	123
00053	SIDEWALK	11/19/93	11846	S-SLn	15	00	N 0.00	11846	00/00	66	856	790	856
00054	LASERJET	12/07/93	1518	S-SLn	05	00	N 0.00	1518	00/00	25	329	304	329
00055	FAX MACHI	12/24/93	1389	S-SLn	05	00	N 0.00	1389	00/00	0	278	278	278
00056	WHIRLPOOL	12/15/93	1900	S-SLn	10	00	N 0.00	1900	00/00	16	206	190	206
00057	5 DRAWER	01/01/94	1200	H-SLn	15	00	N 0.00	1200	00/00	0	40	40	40
00058	STORAGE C	01/01/94	1279	H-SLn	15	00	N 0.00	1279	00/00	0	43	43	43
00059	BORDERS	01/01/94	1700	H-SLn	15	00	N 0.00	1700	00/00	0	57	57	57
00060	COMM REFR	01/01/94	2118	H-SLn	10	00	N 0.00	2118	00/00	0	106	106	106
00061	5 DRAWER	01/01/94	2316	H-SLn	15	00	N 0.00	2316	00/00	0	77	77	77
00062	TREATMENT	01/01/94	3879	H-SLn	15	00	N 0.00	3879	00/00	0	129	129	129
00063	BASE CAB	01/01/94	7664	H-SLn	15	00	N 0.00	7664	00/00	0	255	255	255
00064	NINIBLIND	01/01/94	9798	H-SLn	15	00	N 0.00	9798	00/00	0	327	327	327
00065	INSTALLIN	01/01/94	20407	H-SLn	15	00	N 0.00	20407	00/00	0	680	680	680
00066	3 SEAT UN	01/01/94	1117	H-SLn	15	00	N 0.00	1117	00/00	0	37	37	37
00067	3SEAT UNI	01/01/94	1117	H-SLn	15	00	N 0.00	1117	00/00	0	37	37	37
00068	TABLE TOP	01/01/94	1221	H-SLn	15	00	N 0.00	1221	00/00	0	41	41	41
00069	DOOR	01/01/94	1256	H-SLn	15	00	N 0.00	1256	00/00	0	42	42	42
00070	3 SEAT UR	01/01/94	1272	H-SLn	15	00	N 0.00	1272	00/00	0	42	42	42
00071	MOBILE PE	01/01/94	1295	H-SLn	15	00	N 0.00	1295	00/00	0	43	43	43
00072	EMER CART	01/01/94	1358	H-SLn	10	00	N 0.00	1358	00/00	0	68	68	68
00073	2 SEAT U	01/01/94	1491	H-SLn	15	00	N 0.00	1491	00/00	0	50	50	50
00074	2 SEAT UN	01/01/94	1491	H-SLn	15	00	N 0.00	1491	00/00	0	50	50	50
00075	2 SEAT UN	01/01/94	1491	H-SLn	15	00	N 0.00	1491	00/00	0	50	50	50
00076	2 SEAT UN	01/01/94	1491	H-SLn	15	00	N 0.00	1491	00/00	0	50	50	50
00077	FOLD TABL	01/01/94	1559	H-SLn	15	00	N 0.00	1559	00/00	0	52	52	52
00078	2 SEAT UN	01/01/94	1755	H-SLn	15	00	N 0.00	1755	00/00	0	59	59	59
00079	CURTAINS	01/01/94	1869	H-SLn	10	00	N 0.00	1869	00/00	0	93	93	93
00080	37 AUTO T	01/01/94	1937	H-SLn	10	00	N 0.00	1937	00/00	0	97	97	97
00081	ACST PANA	01/01/94	1963	H-SLn	15	00	N 0.00	1963	00/00	0	65	65	65
00082	MOBIL CAS	01/01/94	2232	H-SLn	10	00	N 0.00	2232	00/00	0	112	112	112
00083	2 SEAT UN	01/01/94	2237	H-SLn	10	00	N 0.00	2237	00/00	0	112	112	112
00084	2 SEAT UN	01/01/94	2237	H-SLn	10	00	N 0.00	2237	00/00	0	112	112	112
00085	2 SEAT UN	01/01/94	2237	H-SLn	10	00	N 0.00	2237	00/00	0	112	112	112
00086	ELESTROSU	01/01/94	2396	H-SLn	07	00	N 0.00	2396	00/00	0	171	171	171
00087	DOOR	01/01/94	2528	H-SLn	15	00	N 0.00	2528	00/00	0	84	84	84
00088	2 SEAT UN	01/01/94	2633	H-SLn	15	00	N 0.00	2633	00/00	0	88	88	88

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DAT. -18-1995
 ADJ. CONVENTION: N

BARTON MEM. NV. MEDICAL CENTER
 TRIAL DEPRECIATION EXPENSE REPORT
 AS OF 12/94 FY=12
 FOR ALL G/L ACCT USING F/A FIGURES

PAGE 3

ASSET NO.	ASSET DESCRIPTN	DATE ACQUIRED	ACQUISITION VALUE	DEPR METHD	LIFE YR	B/ SALVAGE/ SECT 179	DEPRECIABLE BASIS	LAST DEPR	PRIOR TOTAL ACCUM	DEPR THIS RUN	CURRENT YTD DEPR	TOTAL ACCUM DEPR
00089	ACOS PANA	01/01/94	3129	H-SLn	15 00	N 0.00	3129	00/00	0	104	104	104
00090	WASTE REC	01/01/94	3246	H-SLn	15 00	N 0.00	3246	00/00	0	108	108	108
00091	2 SEAT UN	01/01/94	3463	H-SLn	15 00	N 0.00	3463	00/00	0	115	115	115
00092	DRAWER PE	01/01/94	3498	H-SLn	15 00	N 0.00	3498	00/00	0	117	117	117
00093	5 HIGH LA	01/01/94	4004	H-SLn	15 00	N 0.00	4004	00/00	0	133	133	133
00094	CHAIR	01/01/94	4030	H-SLn	15 00	N 0.00	4030	00/00	0	134	134	134
00095	SIGN SCOP	01/01/94	4775	H-SLn	05 00	N 0.00	4775	00/00	0	478	478	478
00096	2 SEAT UN	01/01/94	5249	H-SLn	10 00	N 0.00	5249	00/00	0	262	262	262
00097	16 AUDIOM	01/01/94	6073	H-SLn	10 00	N 0.00	6073	00/00	0	304	304	304
00098	WASTE REC	01/01/94	7872	H-SLn	15 00	N 0.00	7872	00/00	0	262	262	262
00099	SIGN	02/22/94	3000	H-SLn	15 00	N 0.00	3000	00/00	0	100	100	100
00100	ADDITIONS	01/01/94	11957	H-SLn	15 00	N 0.00	11957	00/00	0	399	399	399
00101	SIGN	01/31/94	1694	H-SLn	15 00	N 0.00	1694	00/00	0	56	56	56
00102	WATER SYS	01/31/94	1455	H-SLn	10 00	N 0.00	1455	00/00	0	73	73	73
00103	SIGN INST	03/22/94	3073	H-SLn	15 00	N 0.00	3073	00/00	0	102	102	102
00104	CARPET	01/01/94	1184	H-SLn	07 00	N 0.00	1184	00/00	0	85	85	85
00105	CURTAIN H	02/28/94	212	H-SLn	05 00	N 0.00	212	00/00	0	21	21	21
00106	TURTAIN H	01/28/94	200	H-SLn	05 00	N 0.00	200	00/00	0	20	20	20
00107	SHELVES	01/28/94	342	H-SLn	10 00	N 0.00	342	00/00	0	17	17	17
00108	SIGN	03/31/94	1685	H-SLn	15 00	N 0.00	1685	00/00	0	56	56	56
00109	ULTRASOUN	12/01/93	56550	S-SLn	07 00	N 0.00	56550	00/00	673	8752	8079	8752
00110	BLOOD ANA	12/01/93	28350	S-SLn	07 00	N 0.00	28350	00/00	338	4388	4050	4388
00111	COMPUTER	03/31/94	2097	H-SLn	05 00	N 0.00	2097	00/00	0	210	210	210
00112	DIAG MEDI	03/02/94	34236	H-SLn	07 00	N 0.00	34236	00/00	0	2445	2445	2445
00113	COMPUTER	03/07/94	2728	H-SLn	05 00	N 0.00	2728	00/00	0	273	273	273
00114	PARTISIAN	05/31/94	12021	H-SLn	10 00	N 0.00	12021	00/00	0	601	601	601
00115	PHOTO'S	12/31/94	6011	H-SLn	01 00	N 6011.00	0	00/00	0	0	0	0
00116	CHAIR	06/02/94	1483	H-SLn	15 00	N 0.00	1483	00/00	0	49	49	49
00117	MOBILE P	05/25/94	7867	H-SLn	15 00	N 0.00	7867	00/00	0	262	262	262
00118	TABLE	05/24/94	4283	H-SLn	15 00	N 0.00	4283	00/00	0	143	143	143
00119	PHOTO	11/30/94	6000	H-SLn	01 00	N 6000.00	0	00/00	0	0	0	0

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DATE 02-18-1995
ADJ. CONVENTION: N

BARTON MEM. NV. MEDICAL CENTER
TRIAL DEPRECIATION EXPENSE REPORT
AS OF 12/94 FY-12
FOR ALL G/L ACCT USING F/A FIGURES

PAGE 4

SUBTOTALS

G/L ACCT	QTY	ACQUISITION VALUE	CURRENT YTD 179 EXPENSE	TOTAL ACCUM 179 EXPENSE	DEPRECIABLE BASIS	PRIOR TOTAL ACCUM	DEPR THIS RUN	CURRENT YTD DEPR	TOTAL ACCUM DEPR
1225010	35	112547	0	0	112547	224	5588	5366	5588
1241410	84	371401	0	0	359390	1731	30436	28707	30436

GRAND TOTALS:	119	483948	0	0	471937	1955	36024	34073	36024
LESS DISP:	0	0	0	0	0	0			0
NET TOTALS:	119	483948	0	0	471937	1955	36024	34073	36024

/ - BY DEPRECIABLE BASIS INDICATES ASSET BASIS HAS BEEN REDUCED.

REQUESTED BY
WESTERN TITLE COMPANY, INC.
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'95 JUL 14 AM 11:53

366106
BK0795PG1626

LINDA SLATER
RECORDER
20 PAID *ke* DEPUTY