

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

1. DEBTOR (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) MSW Entertainment Company, Inc. dba: Meadowdale Theater 88-0319710		1A. SOCIAL SECURITY OR FEDERAL TAX NO.	
1B. MAILING ADDRESS 3133 Shriver Drive		1C. CITY, STATE Carson City, NV.	1D. ZIP CODE 89701
1E. RESIDENCE ADDRESS		1F. CITY, STATE	1G. ZIP CODE
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	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 NAME: Nevada Banking Company MAILING ADDRESS: 1374 Hwy 395, North CITY: Gardnerville STATE: NV ZIP CODE: 89410		4A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 88-0170659	
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). All Equipment; together with the following specifically described property: DTS DIGITAL PROCESSOR, SERIAL NO. SERIAL NO. 15025 - READER; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing, all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and accounts proceeds). 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 <input checked="" type="checkbox"/> if Applicable	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 (Debtors Signature Not Required)
8. Check <input checked="" type="checkbox"/> if Applicable	<input type="checkbox"/> DEBTOR IS A "TRANSMITTING UTILITY" IN ACCORDANCE WITH NRS 704.205 AND NRS 104.9403		

THIS SPACE FOR USE OF FILING OFFICER

9. (Date) April 24, 1997

By: [Signature] Owner (TITLE)

Michael S. Wiley (TYPE NAME(S))

By: [Signature] Assistant Branch Manager (TITLE)

Susan C. Potter (TYPE NAME(S))

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

08257

REQUESTED BY
Nevada Banking Co
 IN OFFICIAL RECORDS OF
 DOUGLAS CO., NEVADA

10. **Return Copy to**

NAME: Nevada Banking Company
 ADDRESS: 1374 Hwy 395, North
 CITY, STATE AND ZIP: Gardnerville, NV. 89410

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LINDA SLATER
 RECORDER
 s/16 ¹⁰ PAID ^{K2} DEPUTY
 SEE INSTRUCTIONS