

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

JULIUS BLUMBERG, INC. NYC, 10013

**INSTRUCTIONS:**

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
3. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 8" x 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of the financing statement. Long schedules of collateral, indentures, etc., may be on any size paper that is convenient for the secured party. Indicate the number of additional sheets attached.
4. If collateral is crops or goods which are or are to become fixtures, describe generally the real estate and give name of record owner.
5. When a copy of the security agreement is used as a financing statement, it is requested that it be accompanied by a completed but unsigned set of these forms, without extra fee.
6. At the time of original filing, filing officer should return third copy as an acknowledgement. At a later time, secured party may date and sign Termination Legend and use third copy as a Termination Statement.

This **FINANCING STATEMENT** is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es) Quintus Resorts LLC 1702 County Road Minden, NV 89423	2. Secured Party(ies) and address(es) BankBoston, N.A., individually and as Agent 15 Westminster Street Providence, RI 02903	For Filing Officer (Date, Time, Number, and Filing Office)
---	--	---

4. This financing statement covers the following types (or items) of property:

All of Debtor's ownership or membership interest in  
 Paradise Point Resort, LLC

5. Assignee(s) of Secured Party and  
 Address(es)

- This statement is filed without the debtor's signature to perfect a security interest in collateral. (check  if so)
- already subject to a security interest in another jurisdiction when it was brought into this state.  
 which is proceeds of the original collateral described above in which a security interest was perfected:

Filed with: Douglas County  
 Recorder's Office

Check  if covered:  Proceeds of Collateral are also covered.  Products of Collateral are also covered. No. of additional Sheets presented:

Quintus Resorts LLC

BankBoston, N.A., individually and as

By: [Signature] Signature(s) of Debtor(s)      Agent Title      [Signature] Signature(s) of Secured Party(ies)      Director Title

(1) Filing Officer Copy-Alphabetical

**STANDARD FORM - FORM UCC-1.**

(For Use In Most States)

✓ Allison MacKenzie et al  
 PO Box 646  
 Carson City NV 89702

**08511**

REQUESTED BY  
Allison et al  
 IN OFFICIAL RECORDS OF  
 DOUGLAS CO., NEVADA

'99 JUL -1 P2:05

0471699

BK0799PG0217

LINDA SLATER  
 RECORDER

\$20 PAID ke DEPUTY