

# UNIFORM COMMERCIAL CODE — FINANCING STATEMENT CHANGE — FORM N-UCC-2

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

**IMPORTANT:**

Read instructions on back before filling out form.

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

1. File No. of Orig. Financing Statement	1A. Date of Filing of Orig. Financing Statement	1B. Date of Orig. Financing Statement	1C. Place of Filing Orig. Financing Statement
2. DEBTOR (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)		2A. SOCIAL SECURITY OR FEDERAL TAX NO.	
Heavenly Valley Limited Partnership		88-0266125	
2B. MAILING ADDRESS		2C. CITY, STATE	2D. ZIP CODE
c/o American Skiing Company, P.O. Box 450		Bathal, Maine	04217
3. ADDITIONAL DEBTOR (If Any) (ONE NAME ONLY) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)		3A. SOCIAL SECURITY OR FEDERAL TAX NO.	
3B. MAILING ADDRESS		3C. CITY, STATE	3D. ZIP CODE
4. <input type="checkbox"/> ADDITIONAL DEBTOR(S) ON ATTACHED SHEET			
5. SECURED PARTY NAME		5A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	
BankBoston, N.A., as Agent			
MAILING ADDRESS			
100 Federal Street			
CITY		STATE	ZIP CODE
Boston		MA	02210
6. ASSIGNEE OF SECURED PARTY (If Any) NAME		6A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	
MAILING ADDRESS			
CITY		STATE	ZIP CODE
7. A. <input type="checkbox"/> CONTINUATION—The original Financing Statement between the foregoing Debtor and Secured Party bearing the file number and date shown above is continued. If collateral is crops or timber, fixtures, or oil, gas or minerals check here <input type="checkbox"/> and insert description of real property on which growing or to be grown or to which affixed or to be affixed or from which to be extracted in Item 8 below. If crops or fixtures, also insert name of record owner of real estate. Effective only if submitted within 6 months prior to expiration date.			
B. <input checked="" type="checkbox"/> RELEASE—From the collateral described in the Financing Statement bearing the file number shown above, the Secured Party releases the collateral described in Item 8 below. Release does not terminate debt.			
C. <input type="checkbox"/> ASSIGNMENT—The Secured Party certifies that the Secured Party has assigned to the Assignee above named, all or part of the Secured Party's rights under the Financing Statement bearing the file number shown above in the collateral described in Item 8 below.			
D. <input type="checkbox"/> TERMINATION—The Secured Party certifies that the Secured Party no longer claims a security interest under the Financing Statement bearing the file number shown above.			
E. <input type="checkbox"/> AMENDMENT—The Financing Statement bearing the file number shown above is amended as set forth in Item 8 below. Any changes made to Items 2 thru 6 above must be made in Item 8 below. (Signature of Debtor(s) and Secured Party(ies) required on all amendments.)			
8. All of Debtor's right, title and interest in and to the property in Douglas County, Nevada, more particularly described in Exhibit "A" attached hereto and made a part hereof.			

THIS SPACE FOR USE OF FILING OFFICER

9. \_\_\_\_\_ (Date) July \_\_\_\_\_ 1999

By [Signature] \_\_\_\_\_  
SIGNATURE(S) OF DEBTOR(S) Gen. Vice president PSC  
(TITLE)

Heavenly Valley, Limited Partnership  
(TYPE NAME(S))

By [Signature] \_\_\_\_\_  
SIGNATURE(S) OF SECURED PARTY(IES) Director  
(TITLE)

BankBoston, N.A. as Agent  
(TYPE NAME(S))

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

11. **Return Copy to:**

NAME ADDRESS CITY, STATE AND ZIP	Kenneth R. Jillson, Esq. SCARPELLO & ALLING, LTD. P.O. Box 3390 Lake Tahoe, Nevada 89449
	Trust Account Number (If Applicable)

08469

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09/16/98  
98147

**DESCRIPTION**  
Portion APN 42:010:09  
Multi-Family Residential

All that real property situate in the County of Douglas, State of Nevada, described as follows:

All that portion of that certain Parcel 1 as described in Book 1290, Page 2129, Document No. 241194 more particularly described as follows:

Beginning at the Southeast corner of the above referenced Parcel 1;  
thence South 89 51'46" West 635.6 feet, more or less to the Tahoe Basin Ridge line;  
thence Northerly along the Ridge Line 485.3 feet, more or less;  
thence North 89 51'46" East 610.51 feet;  
thence South 00 11'42" West 463.79 feet to the Point of Beginning.

Containing 7.02 acres, more or less.

The Basis of Bearing for this description is that certain Record of Survey filed for record on August 15, 1985 as Document No. 121585.

The above described parcel represents a portion of APN 42:010:09. This description is not intended for inclusion in a document conveying fee ownership. To do so is a violation of state law and/or local ordinance.

Note: Refer this description to your title company before incorporating into any legal document.

Prepared by: Turner & Associates, Inc.  
Land Surveying  
P.O. Box 5067  
Stateline, NV 89449



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COPY

REQUESTED BY  
**WESTERN TITLE COMPANY, INC.**

IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

1999 SEP 24 PM 12: 16

LINDA SLATER  
RECORDER

*s/8.02*  
PAID *Kd* DEPUTY

0477431

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