

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

|   |
|---|
| A. NAME & PHONE OF CONTACT AT FILER [optional]<br><b>UCC Filing Desk - (503) 443-1822</b>   |
| B. SEND ACKNOWLEDGMENT TO: (Name and Address)<br><br><input checked="" type="checkbox"/> <b>US Corporate Services</b><br><b>12750 SW Pacific Highway, Suite 201</b><br><b>Tigard, OR 97223</b><br><br><b>L P44520XS</b> |

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

**1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names**

|   |                                   |  |   |   |                       |
|---|-----------------------------------|--|---|---|-----------------------|
| 1a. ORGANIZATION'S NAME<br><b>LAKESIDE INN, INC.</b>    |                                   |  |   |   |                       |
| OR  | 1b. INDIVIDUAL'S LAST NAME        |  |   |   |                       |
|   | FIRST NAME                        | MIDDLE NAME                                    | SUFFIX  |   |                       |
| 1c. MAILING ADDRESS<br><b>HWY 50 AT KINGSBURY GRADE</b> |                                   | CITY<br><b>STATE LINE</b>                      | STATE<br><b>NV</b>                                | POSTAL CODE<br><b>89449</b>   | COUNTRY<br><b>USA</b> |
| 1d. TAX ID #: SSN OR EIN<br><b>88-0204498</b>           | ADD'L INFO RE ORGANIZATION DEBTOR | 1e. TYPE OF ORGANIZATION<br><b>CORPORATION</b> | 1f. JURISDICTION OF ORGANIZATION<br><b>NEVADA</b> | 1g. ORGANIZATIONAL ID #, if any<br><b>1984073590C</b> <input type="checkbox"/> NONE |                       |

**2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names**

|                          |                                   |                          |                                  |   |         |
|--------------------------|-----------------------------------|--------------------------|----------------------------------|---|---------|
| 2a. ORGANIZATION'S NAME  |                                   |                          |                                  |   |         |
| OR                       | 2b. INDIVIDUAL'S LAST NAME        |                          |                                  |   |         |
|                          | FIRST NAME                        | MIDDLE NAME              | SUFFIX                           |   |         |
| 2c. MAILING ADDRESS      |                                   | CITY                     | STATE                            | POSTAL CODE   | COUNTRY |
| 2d. TAX ID #: SSN OR EIN | ADD'L INFO RE ORGANIZATION DEBTOR | 2e. TYPE OF ORGANIZATION | 2f. JURISDICTION OF ORGANIZATION | 2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE |         |

**3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)**

|  |                            |                         |                    |                             |                       |
|--|----------------------------|-------------------------|--------------------|-----------------------------|-----------------------|
| 3a. ORGANIZATION'S NAME<br><b>US BANCORP EQUIPMENT FINANCE, INC.</b> |                            |                         |                    |                             |                       |
| OR   | 3b. INDIVIDUAL'S LAST NAME |                         |                    |                             |                       |
|  | FIRST NAME                 | MIDDLE NAME             | SUFFIX             |                             |                       |
| 3c. MAILING ADDRESS<br><b>7659 SW MOHAWK</b>                         |                            | CITY<br><b>TUALATIN</b> | STATE<br><b>OR</b> | POSTAL CODE<br><b>97062</b> | COUNTRY<br><b>USA</b> |

**4. This FINANCING STATEMENT covers the following collateral:**

See attached Exhibit "A" hereto and made a part hereof

TOGETHER WITH ALL REPLACEMENTS, PARTS, REPAIRS, ADDITIONS, ACCESSIONS AND ACCESSORIES INCORPORATED THEREIN OR AFFIXED OR ATTACHED THERETO AND ANY AND ALL PROCEEDS OF THE FOREGOING, INCLUDING, WITHOUT LIMITATION, INSURANCE RECOVERIES.

ANY RECEIPT OF PROCEEDS OF THE COLLATERAL BY ANOTHER SECURED PARTY VIOLATES THE RIGHTS OF SECURED PARTY

"THE ITEMS OF PROPERTY ARE TO BECOME FIXTURES ON REAL ESTATE LOCATED AT THE LOCATION DESCRIBED IN EXHIBIT "B" ATTACHED HERETO AND BY REFERENCE INCORPORATED HEREIN, ALSO KNOWN AS THE FOLLOWING;"

COLLATERAL LOCATION; HIGHWAY 50 AT KINGSBURY GRADE, STATE LINE, NV 89449 COUNTY:DOUGLAS

|   |   |                     |               |              |          |                |
|---|---|---------------------|---------------|--------------|----------|----------------|
| 5. ALTERNATIVE DESIGNATION [if applicable]:   | LESSEE/LESSOR   | CONSIGNEE/CONSIGNOR | BAILEE/BAILOR | SELLER/BUYER | AG. LIEN | NON-UCC FILING |
| 6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable] | 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional] |                     | All Debtors   |              | Debtor 1 | Debtor 2       |
| 8. OPTIONAL FILER REFERENCE DATA<br><b>001-0012864-005</b>  |   |                     |               |              |          |                |

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

|  |            |                     |
|--|------------|---------------------|
| 9a. ORGANIZATION'S NAME<br><b>LAKESIDE INN, INC.</b> |            |                     |
| OR   |            |                     |
| 9b. INDIVIDUAL'S LAST NAME                           | FIRST NAME | MIDDLE NAME, SUFFIX |

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

|                             |                                   |                           |                                   |             |  |
|-----------------------------|-----------------------------------|---------------------------|-----------------------------------|-------------|--|
| 11a. ORGANIZATION'S NAME    |                                   |                           |                                   |             |  |
| OR                          |                                   |                           |                                   |             |  |
| 11b. INDIVIDUAL'S LAST NAME | FIRST NAME                        | MIDDLE NAME               | SUFFIX                            |             |  |
| 11c. MAILING ADDRESS        |                                   | CITY                      | STATE                             | POSTAL CODE | COUNTRY  |
| 11d. TAX ID #: SSN OR EIN   | ADD'L INFO RE ORGANIZATION DEBTOR | 11e. TYPE OF ORGANIZATION | 11f. JURISDICTION OF ORGANIZATION |             | 11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE |

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

|                             |            |             |        |             |                       |
|-----------------------------|------------|-------------|--------|-------------|-----------------------|
| 12a. ORGANIZATION'S NAME    |            |             |        |             |                       |
| OR                          |            |             |        |             |                       |
| 12b. INDIVIDUAL'S LAST NAME | FIRST NAME | MIDDLE NAME | SUFFIX |             |                       |
| 12c. MAILING ADDRESS        |            | CITY        | STATE  | POSTAL CODE | COUNTRY<br><b>USA</b> |

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

**SEE EXHIBIT "B" ATTACHED HERETO AND MADE A PART HEREOF**

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

16. Additional collateral description:

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

- Debtor is a TRANSMITTING UTILITY
- Filed in connection with a Manufactured-Home Transaction — effective 30 years
- Filed in connection with a Public-Finance Transaction — effective 30 years

**Legal Description**

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

Those portions of the Southeast Quarter of Section 22, and of the Southwest Quarter of Section 23, Township 13 North, Range 18 East, M.D.B. & M., particularly described as follows:

**PARCEL 1**

COMMENCING at a point on the West side of the Highway right-of-way line created by Deed recorded in Book U of Deeds, Page 110, Douglas County, Nevada Records, said point being described as bearing South 60°13'00" West 127.20 feet from the Section corner common to Sections 22, 23, 26 and 27, Township 13 North, Range 18 East, M.D.B. & M.;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 349.98 feet (of Record 350.00 feet);  
thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 299.11 feet to the TRUE POINT OF BEGINNING;

thence continuing North 18°23'35" East (of Record North 18°24'08" East), a distance of 75.45 feet (of Record 75.43 feet);  
thence South 60°56'54" East (of Record South 61°00'00" East), a distance of 382.78 feet (of Record 385.40 feet) to a point on the West side of said Highway right-of-way line;  
thence from a tangent bearing South 19°29'03" West curving to the right along the Westerly side of said Highway right-of-way line with a radius of 2,460.00 feet through an angle of 01°44'49", a distance of 75.00 feet to a point;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 382.78 feet to the POINT OF BEGINNING.

A.P.N.: A Portion of 07-120-02

**PARCEL 2**

COMMENCING at a point on the West side of the Highway right-of-way line created by Deed recorded in Book U of Deeds, at Page 110, Douglas County, Nevada Records, said point being described as bearing South 60°13'00" West 127.20 feet from the Section corner common to Sections 22, 23, 26 and 27, Township 13 North, Range 18 East, M.D.B. & M.;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 349.98 feet (of Record 350.00 feet);  
thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 198.04 feet to the TRUE POINT OF BEGINNING;

thence continuing North 18°23'35" East (of Record North 18°24'08" East), a distance of 101.07 feet to a point;  
thence South 60°56'54" East (of Record South 61°00'00" East), a distance of 382.78 feet to a point on the West side of said Highway right-of-way line;  
thence from a tangent bearing South 21°14'21" West curving to the right along the Westerly side of said Highway right-of-way line with a radius of 2,460 feet through an angle of 02°19'45", a distance of 100.00 feet (of record 100.01 feet), to a point;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 375.67 feet (of Record 375.68 feet) to the TRUE POINT OF BEGINNING.

A.P.N. 07-120-03

**PARCEL 3**

COMMENCING at a point on the West side of the Highway right-of-way line created by Deed recorded in Book U of Deeds, at Page 110, Douglas County, Nevada Records, said point being described as bearing South 60°13'00" West 127.70 feet from the Section corner common to Sections 22, 23, 26 and 27, Township 13 North, Range 18 East, M.D.B. & M.;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 349.98 feet (of Record 350.00 feet);  
thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 121.97 feet to the POINT OF BEGINNING;  
thence continuing North 18°23'35" East (of Record North 18°24'08" East), a distance of 76.07 feet;  
thence South 60°56'54" East (of Record South 61°00'00" East), a distance of 175.68 feet;  
thence South 24°25'47" West, a distance of 75.00 feet;

**EXHIBIT B**

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**Legal Description - Continued**

thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 167.64 feet to the POINT OF BEGINNING.

A.P.N.: A Portion of 07-120-14

**PARCEL 4**

**COMMENCING** at a point on the West side of the Highway right-of-way line created by Deed recorded in Book U of Deeds, Page 110, Douglas County, Nevada Records, said point being described as bearing South 60°13'00" West 127.20 feet from the Section corner common to Sections 22, 23, 26 and 27, Township 13 North, Range 18 East, M.D.B. & M.;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 219.99 feet (of Record 220.00 feet), to the POINT OF BEGINNING;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 129.99 feet (of Record 130.00 feet);  
thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 121.97 feet;  
thence South 61°00'00" East, along the Westerly boundary of Parcel 3 above, a distance of 130.00 feet;  
thence South 18°23'35" West (of Record South 18°24'08" West), a distance of 121.97 feet to the TRUE POINT OF BEGINNING.

A.P.N.: A Portion of 07-120-14

**PARCEL 5**

**COMMENCING** at the Section corner common to Section 22, 23, 26 and 27, Township 13 North, Range 18 East, M.D.B. & M.;  
thence South 60°13' West, a distance of 127.20 feet to a point of the Westerly 80 foot right-of-way line of Nevada State Route #3;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 349.98 feet (of Record 350.00 feet) to a point;  
thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 374.56 feet (of Record 374.54 feet) to the TRUE POINT OF BEGINNING;  
thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 291.45 feet (of Record 291.82 feet) to a point;  
thence South 61°52'31" East, a distance of 371.50 feet (of Record 371.52 feet) to a point on the Westerly right-of-way line of Nevada State Route #3;  
thence from a tangent that bears South 12°29'45" West curving to the right along the Westerly 80 foot right-of-way line of Nevada State Route #3, with a radius of 2,460 feet through an angle of 06°59'48", an arc distance of 300.41 feet to a point;  
thence North 60°56'54" West (of Record 61°00'00" West), a distance of 385.40 feet to the POINT OF BEGINNING.

A.P.N.: A Portion of 07-120-02

**PARCEL 6**

All that portion of the Southeast Quarter of the Southeast Quarter (SE 1/4 SE 1/4) of Section 22, Township 13 North, Range 18 East, M.D.B. & M., that is described as follows:

**COMMENCING** at a point on the West side of the Highway right-of-way line created by Deed recorded in Book U of Deeds, Page 110, Douglas County, Nevada Records, said point being described as bearing South 60°13' West 127.20 feet from the Section corner common to Sections 22, 23, 26 and 27, Township 13 North, Range 18 East, M.D.B. & M.;  
thence North 60°56'54" West (of Record North 61°00'00" West), a distance of 349.98 feet (of Record 350.00 feet);  
thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 685.94 feet (of Record 686.36 feet), to the TRUE POINT OF BEGINNING;  
thence South 61°00'22" West (of Record North 61°00' West), a distance of 100.06 feet (of Record 100.00 feet);  
thence North 18°23'35" East (of Record North 18°25'47" East), a distance of 100.60 feet (of Record 141.26 feet);  
thence North 61°11'11" West (of Record North 61°11' West), a distance of 100.00 feet;

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**Legal Description - Continued**

thence South 18°23'35" East, 90.11 feet (of Record 140.95 feet), to the POINT OF BEGINNING.

Prior recorded documents except any portion of said Parcel lying within the right-of-way line of Kahle Drive, as follows:

RESERVING THEREFROM that certain 40 foot wide strip of land along the North line of the above described Parcel as reserved in the Deed recorded April 13, 1954, in Book B-1 of Deeds, at Page 74.

A.P.N.: 07-120-17

**PARCEL 7**

COMMENCING at a point on the West side of the Highway right-of-way line created by a Deed recorded in Book U of Deeds, Page 110, Douglas County, Nevada Records, said point being described as bearing South 60°13' West, a distance of 127.20 feet from the Section corner common to Section 22, 23, 26 and 27, Township 13 North, Range 18 East, M.D.B. & M.;

thence North 60°56'54" West (of Record North 61°00' West), a distance of 169.99 feet (of Record 170.00 feet), to the TRUE POINT OF BEGINNING;

thence North 60°56'54" West (of Record North 61°00' West), a distance of 50 feet;

thence North 18°23'35" East (of Record North 18°24'08" East), a distance of 121.97 feet to the Southwesterly line of the Parcel conveyed to H.L. HAYNES and BERTHA E. HAYNES, by Deed recorded January 9, 1958, under File No. 12864, Douglas County, Nevada Records;

thence South 60°56'54" East (of Record South 61°00' East), a distance of 50 feet;

thence South 18°23'35" West (of Record South 18°24'08" West) a distance of 121.97 feet to the TRUE POINT OF BEGINNING.

A.P.N.: 07-120-15

**PARCEL 8**

Lots 1 through 12 inclusive, in Block 1, as shown on the map of OLIVER PARK, filed in the office of the County Recorder of Douglas County, Nevada, on February 4, 1959, as Document No. 14030.

A.P.N.: 07-120-16

"Per NRS 111.312, this legal description was prepared by Western Title Co., whose mailing address is 241 Ridge Street, Reno, NV 80501.

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

1999 NOV 15 AM 10:00

LINDA SLATER  
RECORDER

\$41<sup>00</sup> PAID *[Signature]* DEPUTY

TOTAL P.04

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BK 0202PG5668

Per NRS 111.312, the attached legal description was previously recorded at Document Number 169517, Book 1287, Page 3653, on December 28, 1987.

COPY

0534937

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Equipment Finance

EXHIBIT A

- ONE (1) DOUBLE FACED WEDGE BASE ELECTRONIC MESSAGE CENTER W/SIMULATED WOOD BEAMS AS SHOWN IN YESCO DESIGN #001636
- ONE (1) COMPRESSOR 180-195CFM DIESEL MODEL #Q185DJE S/N#3515X137
- ONE (1) JOHN DEERE BACKHOE/LOADER 4WD 60HP EXTE GV2473 MODEL # 340E S/N# TO310EX842025
- ONE (1) BACKHOE BUCKET 24IN
- ONE (1) BOMAG RAMMER MD 24-2800 LBS/BLOW MODEL BT65 S/N# 101540441015
- ONE (1) P/1G/6/3/2/0G/C/F/N/K/N
- ONE (1) MMU, 128MB SDRAM REG
- ONE (1) RAID, EX200 1CH V2
- FOUR (4) HDD, 18GB/10K U3 T2
- ONE (1) P/S, RED H/S
- ONE (1) RED FAN ASSY, SS3 S/N# 81190351A
- ONE (1) M510DP3/1000/128SCSI/ONIC
- ONE (1) SDRAMMEMMODKIT, 128MBUNBUF
- ONE (1) HHD, 18GB/7K US T0
- ONE (1) P/1G/6/3/2/0G/C/F/N/K/N
- ONE (1) MMU, 128MB SDRAM REG
- ONE (1) MMU, 256MB SDRAM REG
- ONE (1) RAID, EX200 1CH V2
- FOUR (4) HDD, 18GB/10K U3 T2
- ONE (1) P/S, RED H/S
- ONE (1) RED FAN ASSY, SS3 S/N# 81190360A

U.S. Bancorp Equipment Finance, Inc., formerly known as  
 U.S. Bancorp Leasing & Financial  
 By: \_\_\_\_\_  
 An Authorized Officer Thereof

Lakeside Inn, Inc.  
 By: Lesley Gray  
 Lesley Gray  
 Finance Manager  
 By: Michael Bradford  
 Michael Bradford  
 President

ADDRESS FOR ALL NOTICES:  
 PO Box 3177, 7659 S.W. Mohawk Street  
 Tualatin, OR 97062

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C O R P O R A T E

REQUESTED BY  
U.S. Corporate Services  
IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

2002 FEB 19 AM 9:45

LINDA SLATER  
RECORDER

\$40<sup>00</sup> PAID KQ DEPUTY

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