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UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A NAME & PHONE OF CONTACT AT FILER [optional]	Trust Acct. #
B. SEND ACKNOWLEDGMENT TO: (Name and Address)	
✓ NEVADA STATE BANK ATTN: CLSD/NV CV01 3800 PO BOX 990 LAS VEGAS NV 89125-0990	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE# 0442995 BK0698 PG6268	1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. <input checked="" type="checkbox"/>
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2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.
3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.
4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c, and also give name of assignor in item 9.
5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.
 CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. DELETE name: Give record name to be deleted in item 6a or 6b. ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d -7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME
LAMPE CORNERS, LTD., A LIMITED LIABILITY COMPANY

OR 6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
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7d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 7e. TYPE OF ORGANIZATION 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box
 Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
NEVADA STATE BANK

OR 9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA
4872207-5001

FILING OFFICE COPY -NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 07/1/01)

0570909

BK0303PG10468

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)

0442995 BK0698 PG6268

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)

12a. ORGANIZATION'S NAME

NEVADA STATE BANK

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

13. Use this space for additional information

SEE ATTACHED EXHIBIT

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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EXHIBIT TO UCC-1 FINANCING STATEMENT

May 8, 1998

DEBTOR

Lampe Corners, LTD., a Limited Liability Company SSN / Tax ID # 88-0334731

MAILING ADDRESS:

2288 Main Street, Genoa, NV 89411

COLLATERAL DESCRIPTION:

All construction materials of any kind and nature, to be installed and used in connection with the project, the description and location of which are described below, including those items of construction materials which have been purchased or shall be hereafter purchased, in accordance with the terms of the Project Budget which is part of the Construction Loan Agreement between Nevada State Bank and Lampe Corners, LTD., a Limited Liability Company, together with all proceeds therefrom.

PROJECT: Construction of ARCO/AM-PM and KFC

LOCATION: 1338 N. Highway 395, Gardnerville, NV 89410.

All equipment, furniture & fixtures of Debtor now owned or hereafter acquired now or at any time located or installed on the land or in the improvements at 1338 N Highway 395, Gardnerville, NV 89410 more particularly described in that deed of trust dated May 8, 1998 and wherever located; 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).

This Financing Statement is to be recorded in the real estate records. Some or all of the collateral is located on the following described real estate: THE LAND REFERRED TO HEREIN IS SITUATED IN THE STATE OF NEVADA, COUNTY OF DOUGLAS, DESCRIBED AS FOLLOWS:

A PARCEL OF LAND LOCATED IN THE SOUTH 1/2 OF THE NORTHEAST 1/4 OF SECTION 4, TOWNSHIP 12 NORTH, RANGE 20 EAST, M.D.B.&M., DOUGLAS COUNTY, NEVADA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

PARCELS A, B, C, AND D OF PARCEL MAP NO. 2028 FOR LAMPE CORNERS, LTD., FILED FOR RECORD IN THE OFFICE OF THE DOUGLAS COUNTY RECORDER ON MARCH 27, 1998, IN BOOK 398, PAGE 6343, DOCUMENT NO. 435999, OFFICIAL RECORDS

This Exhibit is executed on the same date as the UCC-1 Financing Statement by NEVADA STATE BANK and the undersigned.

Signature(s) of Debtor(s): Roger A. Falcke, Walter H. Niemeyer, Gregory W. Painter

Signature(s) of Secured Party (ies): NEVADA STATE BANK, Tom Traficanti

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BK698 PG6268A

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REQUESTED BY
Nevada State Bank
IN OFFICIAL RECORDS OF
DOUGLAS COUNTY, NEVADA

2003 MAR 24 PM 12:10

W. F. CHRISTEN
RECORDER

\$40⁰⁰ PAID *KJ* DEPUTY