



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
 John B. Lindsay (801) 530-7454

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Callister Nebeker & McCullough
 10 E. South Temple, Suite 900
 Salt Lake City, UT 84133

LAPN 1420-07-701-002

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
 Douglas Pacific Associates, a Nevada limited partnership

OR

1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 430 East State Street, Suite 100 Eagle ID 83616 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION limited partnership 1f. JURISDICTION OF ORGANIZATION Idaho 1g. ORGANIZATIONAL ID #, if any E0325242006-0 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. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any 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
 Lewiston State Bank c/o Bonneville Mortgage Company

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 111 East Broadway, Suite 310 Salt Lake City UT 84111 USA

4. This FINANCING STATEMENT covers the following collateral:
 See Attachment "A" attached hereto and by this reference made apart thereof.

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5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. 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

DEBTOR: DOUGLAS PACIFIC ASSOCIATES, A NEVADA LIMITED PARTNERSHIP (E0325242006-0)

ATTACHMENT "A" TO UCC FIXTURE FILING

All right, title, interest and estate of Debtor, now owned or hereafter acquired, in and to, and all proceeds from:

- (1) the real property located in Douglas County, State of Nevada (the "Land") as more particularly described in Schedule 1 attached hereto and incorporated herein by this reference;
- (2) accounts (including deposit accounts) of Debtor;
- (3) equipment and inventory owned by Debtor, which are used now or in the future in connection with the ownership, management or operation of the Land or the buildings, structures, improvements, and alterations now constructed or at any time in the future constructed or placed upon the Land, including any future replacements and additions ("Improvements"), including furniture, furnishings, machinery, building materials, goods, supplies, tools, books, records (whether in written or electronic form), and computer equipment (hardware and software);
- (4) other tangible personal property owned by Debtor which is used now or in the future in connection with the ownership, management or operation of the Land or Improvements or is located on the Land or in the Improvements, including ranges, stoves, microwave ovens, refrigerators, dishwashers, garbage disposers, washers, dryers and other appliances (other than fixtures);
- (5) any operating agreements relating to the Land or the Improvements;
- (6) any surveys, plans and specifications and contracts for architectural, engineering and construction services relating to the Land or the Improvements currently located or to be located on the Land;
- (7) all other intangible property, general intangibles and rights relating to the operation of, or used in connection with, the Land or the Improvements, including all governmental permits relating to any activities on the Land and including subsidy or similar payments received from any sources, including a governmental authority, including, without limitation, all housing assistance payments contracts made pursuant to Section 8 of the United States Housing Act of 1937 (42 USC §1437f) or in connection with any USDA program;



DEBTOR: DOUGLAS PACIFIC ASSOCIATES, A NEVADA LIMITED PARTNERSHIP (E0325242006-0)

- (8) any rights of Borrower in or under letters of credit; and
- (9) all rents and proceeds of all of the foregoing property and all additions and accessions to all of the foregoing property.

COPY



Schedule I

Real Property Description

The land referred to herein below is situated in the City of Indian Hills, County of Douglas, State of Nevada and is described as follows:

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

A portion of the Northwest 1/4 of the Southeast 1/4 of Section 7, Township 14 North, Range 20 East, M.D.B. & M., Douglas County, Nevada, being further described as follows:

Commencing at the intersection of the centerline of Quartz Drive and the Westerly right-of-way line of U.S. Highway 395, as shown on the Map of Vista Grande Subdivision, Unit No. 1, as filed in the Office of the County Recorder of Douglas County, Nevada, on November 9, 1964, as File No. 26518. Thence North 1°05'54" East, 30.01 feet; thence South 89°38'07" West, 382.79 feet to the TRUE POINT OF BEGINNING; thence South 89°38'07" West, 440.36 feet, to the beginning of a curve; thence on a curve to the right through a delta angle of 90°30'33", whose radius is 20 feet and having an arc length of 31.59 feet to the end of the curve; thence North 0°08'40" East, 149.82 feet; thence North 89°38'07" East 480.00 feet; thence South 0°08'40" West, 150.18 feet to the beginning of a curve; thence on a curve to the right through a delta angle of 89°29'27", whose radius is 20 feet and having an arc length of 31.24 feet to the end of the curve and the TRUE POINT OF BEGINNING.

EXCEPTING THEREFROM: All that real property situate in the Northwest Quarter of the Southeast Quarter of Section 7, Township 14 North, Range 20 East, M.D.B. & M., Douglas County, Nevada, described as follows:

Beginning at the Southwest corner of Lot 2, Block B, as said Lot is shown on the plat of Highland Estates Unit 4, recorded on May 2, 1978, file No. 20214; thence North 89°38'07" East, 480.00 feet along the South line of said Lot 2; thence South 00°08'40" West, 20.00 feet; thence South 89°38'07" West, 480.00 feet; thence North 00°08'40" East, 20.00 feet to the POINT OF BEGINNING.

Assessor Parcel No.: 1420-07-701-002

"In compliance with Nevada Revised Statute 111.312, the herein above legal description was taken from Instrument recorded May 11, 1999 in Book 599, Page 2042, as File No. 467769, recorded in the Official Records of Douglas County, State of Nevada".

