

90-



UCC FINANCING STATEMENT AMENDMENT
FOLLOW INSTRUCTIONS



KAREN ELLISON, RECORDER

A. NAME & PHONE OF CONTACT AT FILER (optional) Phone: (800) 331-3282 Fax: (818) 662-4141	
B. E-MAIL CONTACT AT FILER (optional) CLS-CTLS_Glendale_Customer_Service@wolterskluwer.com	
C. SEND ACKNOWLEDGMENT TO: (Name and Address) 25696 - HEARTLAND	
<input checked="" type="checkbox"/> CT Lien Solutions P.O. Box 29071 Glendale, CA 91209-9071	46657529 NVNV FIXTURE

File with: Douglas, NV

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER *
DOCUMENT 0614970, BOOK 0604, PAGE 01064 6/2/2004 CC NV

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS
Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9
For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. PARTY INFORMATION CHANGE:
Check one of these two boxes: Debtor or Secured Party of record
AND Check one of these three boxes to: CHANGE name and/or address: Complete item 6a or 6b; and item 7a or 7b and item 7c ADD name: Complete item 7a or 7b, and item 7c DELETE name: Give record name to be deleted in item 6a or 6b

6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only one name (6a or 6b)

6a. ORGANIZATION'S NAME				
OR	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME LOVE FUNDING CORPORATION				
OR	7b. INDIVIDUAL'S SURNAME			
	INDIVIDUAL'S FIRST PERSONAL NAME			
	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)			SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
1250 Connecticut Avenue, NW, Suite 310	WASHINGTON	DC	20036	USA

8. COLLATERAL CHANGE: Also check one of these four boxes: ADD collateral DELETE collateral RESTATE covered collateral ASSIGN collateral
Indicate collateral:

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)
If this is an Amendment authorized by a DEBTOR, check here and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME Heartland Bank				
OR	9b. INDIVIDUAL'S SURNAME			
	FIRST PERSONAL NAME			
	ADDITIONAL NAME(S)/INITIAL(S)			SUFFIX

10. OPTIONAL FILER REFERENCE DATA: Debtor Name: THE BADGER GROUP, LLC
46657529 RC/258050217 258050217

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS

11. INITIAL FINANCING STATEMENT FILE NUMBER: Same as item 1a on Amendment form
DOCUMENT 0614970, BOOK 0604, PAGE 01064 6/2/2004 CC NV Douglas

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT: Same as item 9 on Amendment form

12a. ORGANIZATION'S NAME Heartland Bank	
OR	
12b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

13. Name of DEBTOR on related financing statement (Name of a current Debtor of record required for indexing purposes only in some filing offices - see Instruction item 13): Provide only one Debtor name (13a or 13b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); see Instructions if name does not fit

13a. ORGANIZATION'S NAME THE BADGER GROUP, LLC				
OR	13b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

14. ADDITIONAL SPACE FOR ITEM 8 (Collateral):

Debtor Name and Address:

THE BADGER GROUP, LLC - P.O. BOX 1813 , ZEPHYR COVE, NV 89448

Secured Party Name and Address:

Heartland Bank - 14125 Clayton Rd , Chesterfield, MO 63017

LOVE FUNDING CORPORATION - 1250 Connecticut Avenue, NW, Suite 310 , WASHINGTON, DC 20036

15. This FINANCING STATEMENT AMENDMENT:

covers timber to be cut covers as-extracted collateral is filed as a fixture filing

16. Name and address of a RECORD OWNER of real estate described in item 17
(if Debtor does not have a record interest):

17. Description of real estate:

PLEASE SEE ATTACHED EXHIBIT "A" FOR DESCRIPTION OF REAL PROPERTY.

18. MISCELLANEOUS: 46657529-NV-5 25696 - HEARTLAND BANK

Heartland Bank

File with: Douglas, NV

RC/258050217 258050217

EXHIBIT A
LEGAL DESCRIPTION

Order No.: 030502891

The land referred to herein is situated in the State of Nevada,
County of Douglas, described as follows:

All that real property situate in the Southwest Quarter of
the Northeast Quarter and 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 Northwest corner of Lot 2, Block "B",
Highland Estates Unit 4, as shown on the map thereof filed
in the office of the County Recorder, Douglas County,
Nevada on May 2, 1978, thence along the North line of said
Lot 2, North 89°38'07" East 530.00 feet to the Northeast
corner of said Lot 2; thence North 89°38'07" East 11.00
feet; thence South 00°08'40" West 549.82 feet to the
beginning of a tangent curve concave to the Northeast with a
radius of 20.00 feet and a central angle of 90°30'33";
thence along said curve an arc length of 31.59 feet; thence
South 89°38'07" West 101.00 feet to the beginning of a
tangent curve concave to the Northwest with a radius of
20.00 feet and a central angle of 89°29'27"; thence along
said curve an arc length of 31.24 feet; thence North
00°08'40" East 150.18 feet; thence South 89°38'07" West
480.00 feet; thence North 00°08'40" East 20.00 feet to the
Southwest corner of said Lot 2; thence along the West line
of said Lot 2, North 00°08'40" East 380.00 feet to the
Point of Beginning.

ASSESSOR'S PARCEL NO. 1420-07-618-002

"IN COMPLIANCE WITH NEVADA REVISED STATUTE 111.312, THE
HEREIN ABOVE LEGAL DESCRIPTION WAS TAKEN FROM INSTRUMENT
RECORDED FEBRUARY 26, 1991, BOOK 291, PAGE 3027, AS FILE
NO. 245546, RECORDED IN THE OFFICIAL RECORDS OF DOUGLAS
COUNTY, STATE OF NEVADA."

0614970

BK0604PG01068