



KAREN ELLISON, RECORDER

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

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 - MIDLAND	
CT Lien Solutions P.O. Box 29071 Glendale, CA 91209-9071	52904116 NVNV FIXTURE
File with: Douglas, NV	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER
0614970 6/2/2004 CC NV Douglas

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 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 THE BADGER GROUP, LLC				
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		
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
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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 LOVE FUNDING CORPORATION				
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
52904116 258050217 258050217/KM

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS

11. INITIAL FINANCING STATEMENT FILE NUMBER: Same as item 1a on Amendment form

0614970 6/2/2004 CC NV Douglas

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

12a. ORGANIZATION'S NAME

LOVE FUNDING CORPORATION

OR

12b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

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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:

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 exhibit A attached for legal description of real property

18. MISCELLANEOUS: 52904116-NV-5 25696 - MIDLAND STATES BANK LOVE FUNDING CORPORATION File with: Douglas, NV 258050217 258050217/KM

EXHIBIT A
LEGAL DESCRIPTION

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, N.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 $89^{\circ}38'07''$ East 530.00 feet to the Northeast corner of said Lot 2; thence North $89^{\circ}38'07''$ East 11.00 feet; thence South $00^{\circ}08'40''$ 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 $90^{\circ}20'33''$; thence along said curve an arc length of 31.59 feet; thence South $89^{\circ}38'07''$ West 102.00 feet to the beginning of a tangent curve concave to the Northwest with a radius of 20.00 feet and a central angle of $89^{\circ}29'27''$; thence along said curve an arc length of 31.24 feet; thence North $00^{\circ}08'40''$ East 150.18 feet; thence South $89^{\circ}38'07''$ West 430.00 feet; thence North $00^{\circ}08'40''$ East 20.00 feet to the Southwest corner of said Lot 2; thence along the West line of said Lot 2, North $00^{\circ}08'40''$ East 380.00 feet to the Point of Beginning.

ASSESSOR'S PARCEL NO. 1420-07-618-003

"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."