

52271

This FINANCING STATEMENT is presented for filing pursuant to the California Uniform Commercial Code.

1. DEBTOR (LAST NAME FIRST - IF AN INDIVIDUAL) REDWOOD THEATRES, INC.		1A. SOCIAL SECURITY OR FEDERAL TAX NO. 94-0797390	
1B. MAILING ADDRESS 544 Golden Gate Avenue		1C. CITY, STATE San Francisco, CA	1D. ZIP CODE 94102
2. ADDITIONAL DEBTOR (IF ANY) (LAST NAME FIRST - IF AN INDIVIDUAL)		2A. SOCIAL SECURITY OR FEDERAL TAX NO.	
2B. MAILING ADDRESS		2C. CITY, STATE	2D. ZIP CODE
3. DEBTOR'S TRADE NAMES OR STYLES (IF ANY)		3A. FEDERAL TAX NUMBER	
4. SECURED PARTY NAME PACIFIC CONCESSIONS, INC. MAILING ADDRESS 467 Forbes Boulevard CITY So. San Francisco STATE CA ZIP CODE 94080		4A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 94-2539634	
5. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE		5A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	

6. This FINANCING STATEMENT covers the following types or items of property (include description of real property on which located and owner of record when required by instruction 4).

This financing statement is to be recorded as a fixture filing in the office of the county recorder (real estate) the County of Klamath, Oregon. This financing statement covers all furniture, fixtures, and equipment now owned or hereafter acquired by Debtor and located within the Pelican Cinemas, 2626 Biehn Street, Klamath Falls, Oregon and the Tower 1 & 2, 2607 South 6th Street, Klamath Falls, Oregon, the legal descriptions of which are attached hereto as Exhibits A and B, respectively. Without limiting the generality of the foregoing description, the furniture, fixtures and equipment covered by this financing statement includes, without limitation, the items set forth on the attached Exhibits C and D.

7. CHECK IF APPLICABLE <input checked="" type="checkbox"/>	7A. PRODUCTS OF COLLATERAL ARE ALSO COVERED <input type="checkbox"/>	7B. DEBTOR(S) SIGNATURE NOT REQUIRED IN ACCORDANCE WITH INSTRUCTION 5(A) ITEM: <input type="checkbox"/> (1) <input type="checkbox"/> (2) <input type="checkbox"/> (3) <input type="checkbox"/> (4)
8. CHECK IF APPLICABLE <input checked="" type="checkbox"/>	DEBTOR(S) IS/ARE "TRANSMITTING UTILITY" IN ACCORDANCE WITH UCC § 9105 (1) (N)	
9. By: <input checked="" type="checkbox"/> SIGNATURE(S) OF DEBTOR(S) Richard Mann, President Redwood Theatres, Inc. TYPE OR PRINT NAME(S) OF DEBTOR(S)		10. THIS SPACE FOR USE OF FILING OFFICER (DATE, TIME, FILE NUMBER AND FILING OFFICER)
By: <input checked="" type="checkbox"/> SIGNATURE(S) OF SECURED PARTY(IES) Alan Kates, President Pacific Concessions, Inc. TYPE OR PRINT NAME(S) OF SECURED PARTY(IES)		
11. Return copy to: NAME PACIFIC CONCESSIONS, INC. ADDRESS 467 Forbes Boulevard CITY So. San Francisco STATE California ZIP CODE 94080		

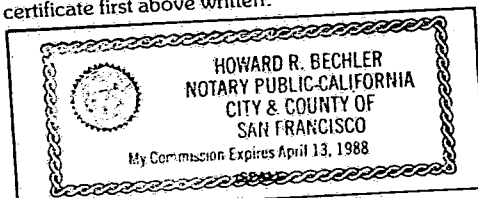
FORM UCC-1 - FILING FEE \$ 3.00
Approved by the Secretary of State

(1) FILING OFFICER COPY

STATE OF CALIFORNIA } ss.
COUNTY OF SAN FRANCISCO

On this 5th day of AUGUST, in the year 19 85, before me, the undersigned, a notary public in and for the State of California, with his principal office in the County of SAN FRANCISCO personally appeared Richard Mann personally known to me (or proved to me on the basis of satisfactory evidence to be the President (title) of Redwood Theatres, Inc. (name of company), the corporation described in and that executed the within instrument, and also known to me to be the person(s) who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF I have subscribed my name and affixed my official seal hereto on the date in this certificate first above written.



Howard R. Bechler
Notary Public, State of California

EXHIBIT A
DESCRIPTION

PARCEL 1

That portion of vacated Lakeview Addition to the City of Klamath Falls, Oregon, in the County of Klamath, State of Oregon, including streets, street intersections, alleys, lots and blocks, heretofore vacated by Ordinance No. 5531, and within the bounds of the following description:

Beginning at the Northwest corner of Lot 4, Block 36, Lakeview Addition to the city of Klamath Falls, Klamath County, Oregon; thence South along the East line of Biehn Avenue to the North line of Sacramento Street; thence East along the North line of Sacramento Street to the West line of Harriman Avenue; thence North along the West line of Harriman Avenue to the Northeasterly corner of Block 39 said Lakeview Addition; thence Northwesterly along the Northeast line of said Block 39, extended across Ohio Avenue; thence along the Northeast line of Block 38, extended across Holabird Avenue; thence along the Northeast line of Block 36 to the North line of Lot 4, said Block 36; and thence along the North line of said Lot 4, to the point of beginning, all in said Lakeview Addition to the City of Klamath Falls, Oregon.

EXCEPTING THEREFROM Block 44 now vacated and EXCEPTING that portion conveyed to Klamath County by Deed Volume 95 at page 518, for road purposes.

EXHIBIT B

13134

PARCEL 2

A parcel of land situate in the NW $\frac{1}{2}$ NW $\frac{1}{2}$, Section 3 Township 39 South Range 9 East of the Willamette Meridian, Klamath County, Oregon, more particularly described as follows:

Commencing at the section corner marking the NW corner of Section 3, Township 39 South, Range 9 East of the Willamette Meridian, Klamath County, Oregon, and running thence S.0°00'30"E along the Westerly boundary of said Section 3, 826.8 feet more or less, to its intersection with a line parallel with and 75 feet distant at right angles Northeasterly from the centerline of the Dalles-California Highway, also known as South Sixth Street, as the same is now located and constructed; thence S.55°52 $\frac{1}{2}$ 'E along said parallel line 36.2 feet, more or less, to a point in the line marking the Easterly boundary of Washburn Way, as the same is now located and constructed, which point is the true point of beginning of this discription, running thence S.55°52 $\frac{1}{2}$ 'E along said parallel line 296.92 feet, more or less to a point, thence N.34°07'30"E, 175 feet more or less to a point on the Southwesterly right of way line of Pershing Way, thence N.55°52'30"W along said right of way line a distance of 402.52' feet more or less to its intersection with the Easterly right of way line of Washburn Way, thence S.0°00'30"E along said right of way line 211.4 feet, more or less, to the true point of beginning.

MANAGERIAL OFFICE

1 9-drawer wooden rolltop desk (oak)
1 7-drawer wooden desk
1 electric adding machine
2 chrome flashlights
1 paper blotter (desktop)
1 tape dispenser
1 dymo label maker
1 chrome/vinyl (mustard) chair
1 brown plastic trash receptacle (5 gal)
1 pencil sharpener
3 black letter kits for marquee
1 rope for poles - lobby
1 letter press machine

INSIDE-LOBBY-AND-MAIN-FOYER

- 14 poles
- 10 rooms
- 8 water tray top square trash receptacles
- 2 water fountains (1 high, 1 low)
- 21 ceiling 3-section orn/gld light fixtures
- 1 one-sheet frame
- 4 mini marquees
- 2 brass antique outdoor lamps for front - outdoors - 4 lights
- 2 emergency light fixtures
- 1 chemical fire extinguisher

MAIN--ADDITIONAL--AND--STAGE

2	4-head beverage dispensers	Glacier	28793618	good
1	popcorn warmer	Model 0658	27793610	good
2	butler, servers	Karstedt P05S-36		good
1	popcorn machine	Serven Products		good
	with auto seasoner & stirrer	Gold Medal 2012		good
1	ice cream freezer		APBN 1187	good
	w/ display and closed freezer	Bally		good
2	cash registers	Tec Ma 140	TI43-37898	good
2	built in candy display		100865	
	glass front, 3 shelves		102818	
1	complete carbonator with low			
	pressure gauge, reg. gauge & section			
2	hot dog cookers (rotisserie)	Star		
2	gun warmers	Star		

```
#3
emergency lighting system
screen
230 chairs
13 backstage
1 speaker system
96 TiVo! lights

#4
emergency lighting
screen
238 chairs
14 backstage
1 speaker system
96 TiVo! lights
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MEN'S RESTROOM

- 1 wall trash receptacle/towel disp. (brushed chrome)
- 3 soap dispensers
- 1 counter, 3 sinks
- 3 urinals
- 4 stalls w/ commode
- 4 tissue dispensers
- 4 attached 3' neon lights

WOMEN'S RESTROOM

- 1 Modess dispenser
- 3 soap dispensers
- 1 trash receptacle/towel dispenser (wall type)
- 1 counter, 3 sinks
- 5 stalls w/ commodes
- 5 tissue dispensers
- 4 3' neon lights (attached)

SEATING

- #1 294 Heywood/Makelield
- #2 394 Heywood/Makelield
- #3 238 Heywood/Makelield
- #4 238 Heywood/Makelield

PROJECTION ROOM

- 4 projector mechanisms
- 4 doublers
- 2 consoles
- 4 upper & lower magazines
- 2 rectifiers console
- change over switches
- arc lamps (see consoles)
- 1 rewinding cabinet - table
- 1 hand rewinds
- film cabinet () sections

Kelner 7500
Neuade

- 12 reels (5000')
- 2 film replicators
- Guillotine 1 yellow, 1 white
- spare reflectors
- spare intermittents
- 1 work bench
- lens - regular (flat picture)
- lens (scope)
- lense (spare)
- Anamorphic
- 4 house consoles

Luxatrol

4 sound heads

SOUND SYSTEM

- 4 amplifiers (6 of banks)
- 4 tape player
- record player
- 4 monitor
- 1 microphone
- Xeno Sound
- Acoustic

MISCELLANEOUS ITEMS AND PARTS

- 4 fire extinguishers
- 1 wall clock
- 8 projector work lights
- (ceiling)
- 1 metal locker (gray 2-door)
- 1 plastic trash receptacle (swivel top)
- 1 wooden arm chair
- 1 neon desk lamp
- 1 theatre chair
- 1 stool
- 1 high chair
- 1 towel dispenser
- 1 mirror
- 1 2-section mini marguerite
- 1 50' roll carpet pad, 3' wide
- 1 8' wide roll carpet pad, 30'
- 1 hot water heater, 40 gal
- 2 stand
- 1 RABOD 3 compartment sink
- 1 roll grey/brn wall carpet

\$1088900MS

AO Smith PEN 40

7601-F-77-36032

893

13137

JANITOR EQUIPMENT

- 1 vacuum cleaner
- 2 stand up dust pans
- 1 snow shovel

Clarke

576A-44681

- 2 yellow plastic mop buckets w/ wringers
- 2 pushbrooms
- 3 mops

- 6 boxes light rings (5/box)

Hubbell 1648

MISCELLANEOUS

- 1 dictaphone
- 1 calculator
- 1 statuary bronze sign stand
w/ red felt board

Ausafone #520

Victor 820

Lawrence

- 1 bulb changer (8' long)
- 4 large oak & vinyl benches

Rite-o-Lite

- 3 office chairs
- 1 lettering machine

650 yds. carpet

Leteron LE30

Axminister 80% wool/20% nylon

EXHIBIT D

TOWER 1 & 2 INVENTORY

ARTICLE-----MAKE-----SERIAL NO.-----CONDITION

BOX OFFICE

ticket venders, 4 section Automaticraft AS459
coin changers
1 stapler
safes Herman 31912
fans
heaters
chairs, white vinyl swivel
1 fire extinguisher
2 clipboards
2 reader boards

good

MANAGER'S OFFICE

1 adding machine Victor
1 wooden wall locker (4 shelves)
1 4 drawer file cabinet (metal) Watson
1 typewriter Royal
1 typewriter table
1 27-drawer organizer cabinet Hobart
1 dictaphone
1 card file (metal)

good

INSIDE LOBBY AND MAIN Foyer

3 water pressure extinguishers Mipro
3 chrome trash receptacles
6 poles
7 ropes
4 sand urns
6 lobby chairs (gray/chrome) Haws
1 water fountain
1 1-sheet frame
2 standing dust pans
1 emergency light system
1 10x18 chrome standee

SNACK BAR

1 popcorn machine Star 95
1 butter server Glacier
2 4 head beverage dispenser
w/ ice

9500604
84134633

2 cash registers

NCR 126(4)X

4645777
4645778

1 25 gal trash can (green plastic)
1 ice cream freezer Bailly
1 bun warmer Star
1 single compartment sink
1 3 hole freezer
1 5 ft. alum ladder
1 hot water heater
1 refrigerator Rheem
1 refrigerator GE
1 30 gal. galvanized trash can (popcorn)

RESISTORS

3 soap dispensers
2 trash receptacles
1 modess dispenser
4 towel dispensers
8 tissue dispensers

Mipro
Paul Koss

FRONT

10 1-sheet frames
4 hanging ceiling lights
3 foyer chandeliers

SEALING

#1 410
#2 410

Heywood/Makefield Bodiform
Heywood/Makefield Bodiform

PROJECTOR ROOM

2 projector mechanisms Simplex XL 1004 XL7407
2 doublers Simplex XL 1004 XL7409
2 projector bases Simplex XL 4134
2 upper & lower magazines Simplex 1955
generator w/ auto control units Christie AN2 1956
rectifiers Christie CC20 XM4951
2 house control lights/curtain DEC 200 XM4958
change-over switches H-20
2 arc lamps
1 rewind cabinet table w/ lamp Kelmar 7500
1 head rewind
1 film cabinet (1) sections Neumade
8 reels 2000'

HFD1301
HFD1302

13139

2 film splicer tape
2 spare reflectors
1 film counter
work bench regular EF (flat pic)
2 lens EF (scope)
lens (spare)
2 anamorphics
1 elec - 2000 ft rewind

Gullotine
Neumade
Kollmorgen
Kollmorgen
Bausch & Lomb
Golds

SOUND SYSTEM

2144

2 sound heads
1 amplifier (4 of banks)
w/ monitor
2 tape player
record player
monitor speakers
microphone
1 amplifier rack w/ 3 amps
1 surround & Dolby w/ wall amp
1 safety suit w/ mask

Simplex
Simplex 35
Panasonic T-8
Dolby CP50
Xenon
CP50-1-1040

MISCELLANEOUS ITEMS AND PARTS

2 parts cabinet (wood)
1 chemical fire extinguisher
1 1st aid kit
1 pencil sharpener
1 tissue dispenser
1 paper towel dispenser
1 round high swivel chair
1 4 drawer wooden desk
1 desk lamp
1 wooden arm chair
1 work bench - electrical
1 high work chair
2 heater space

poor
poor
poor

MANAGER'S OFFICE

broken

1 coin-operated
1 1st aid cot
1 two hole punch
1 wooden 5x7 card file
1 7 drawer wooden desk
1 stapler
1 round black cloth swivel chair w/ metal frame
1 wooden chair
1 flashlight - heavy duty
1 coos clock

2 8x10 pictures & frames
1 stool (metal/cloth)
1 10 gal. green plastic trash receptacle
1 45" mirror
2 pencil sharpeners
1 intercom wooden file boxes
2 desktop wooden swivel chair
1 blue round swivel chair
1 glass top for desk
1 butter dispenser
1 petty cash file box
1 sign kit

indec.
broken

JANITOR EQUIPMENT

1 2' step ladder
1 garden hose
1 mop bucket w/ wringer
1 push broom
1 snow shovel

MISCELLANEOUS

Clark

poor
defective

1 super service vacuum
1 shampooer
2 hot dog rotisserie
1 amp rack w/ pre amp
1 generator
1 pushbroom
1 cash register
1 popcorn machine
329 10" red marquee letters
1 floor safe
1 700 yds carpet
80% wool/20% nylon
1 calculator

TEC 140
Creston XL-100
Beullite-Adler
Herman
Aminster
Victor 820

223698

LADIES DRESSING ROOM

fair

2 chairs
1 1st aid kit
1 tape dispenser

Ad.
CARR, MCCLELLAN, INGERSOLL, THOMPSON & HORN
216 PARK ROAD
P.O. BOX 513
BURLINGAME, CALIFORNIA 94011-0513

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of _____ the _____ 20th day
of _____ August _____ A.D., 19 85 at 12:33 o'clock P M., and duly recorded in Vol. M85
of _____ of _____ Mortgages on Page 13132

Evelyn Biehn
By _____

County Clerk

FEE

\$33.00