

(INSTRUCTIONS)

87940

UNIFORM COMMERCIAL CODE—FINANCING STATEMENT

STATE OF OREGON Vol 1 M 88

Page 8702

REORDER FROM
Register, Inc.
110 PIERCE ST.
1000000000
ANYWA, MN, 55201
16727431-1713

PLEASE TYPE THIS FORM

1. Enclose fee of \$3.75 per name listed.
2. This form is to be filed only with the Secretary of State.
3. The form is to be filed with the Secretary of State.
4. If this form is provided for any item, on the form is inoperative, the item should be continued on additional sheets, size 5" x 8". Only one copy of each additional sheet need be presented to the filing officer. Long schedules of collateral, in dentures, etc., may be on any size paper that is convenient for the secured party.
5. **DO NOT STAMP OR TAP ANYTHING TO LOWER PORTION OF THIS FORM.**
6. At the time of original filing, filing officer will return acknowledgment copy to the assignee if noted on form or secured party. If secured party requires acknowledgment of long schedules of collateral, two copies should be presented and one will be returned.
7. When a copy of the security agreement is used as a financing statement, it is requested that it be accompanied by a completed UCC-21 form. Enclose \$5.00 plus \$3.75 per debtor more than one and \$2.00 per trade name.
8. When filing is to be terminated the acknowledgment copy may be sent to the filing officer signed by the secured party or assignee or he may use Form UCC-3 as a Termination Statement.

REDWOOD THEATRES, INCORPORATED,
a Nevada corporation

18. Mailing Address(es):
544 Golden Gate Avenue
San Francisco, CA 94102

2A. Secured Party(ies):
PACIFIC CONCESSIONS, INC.

2B. Address of Secured Party from which security information obtainable:

467 Forbes Boulevard
So. San Francisco, CA 94080

Filing Officer Use Only

M88 page 8702

3. This financing statement covers the following types (or items) of collateral (ORS 79.4020):
This financing statement is to be recorded as a fixture filing in the Office of the County Recorder (real estate) in the County of Klamath. This financing statement covers all equipment, furniture and fixtures in which Debtor presently has or may acquire an interest, used or to be used in connection with the businesses which are or will be conducted by Debtor upon the premises known as Shasta Drive-in, Winter Avenue, Klamath Falls, Oregon, the legal description of which is attached hereto as Exhibit A. Without limiting the generality of the foregoing description, the equipment, furniture and fixtures covered by this financing statement include, without limitation, the items set forth on the attached Exhibit B. The name of the record owner of the real property on which the equipment, furniture and fixtures are located is

4A. Assignee of Secured Party(ies) if any:

4B. Address of Assignee from which security information obtainable:

Check box if products of collateral are also covered ☒

No. of additional sheets attached ☐

Dated: May 27, 1988

PACIFIC CONCESSIONS, INC.

By: *[Signature]*
Signature(s) of Debtor(s) required in cases covered by ORS 79.4020.
Signature(s) of Secured Party(ies) in cases covered by ORS 79.4020.

REDWOOD THEATRES, INCORPORATED

By: *[Signature]*
Signature(s) of Debtor(s)
Signature(s) of Secured Party(ies) or Assignee(s)

STANDARD FORM—UNIFORM COMMERCIAL CODE—FORM UCC-1
Revised 9-1-81

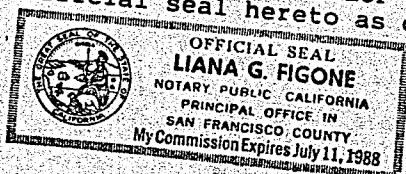
FILING OFFICER—ALPHABETICAL
FILING OFFICER—NUMERICAL

STATE OF CALIFORNIA)
COUNTY OF SAN FRANCISCO) SS.

8703

On this 27th day of May, in the year 1988, before me, the undersigned, a notary public in and for said State and County personally appeared Richard Mann, personally known to me (or proved to me on the basis of satisfactory evidence) to be the President of the corporation described in and that executed the within instrument, and also known to me to be the person 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 as of the date first hereinabove written.

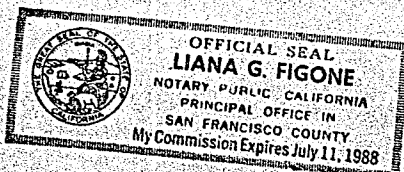


Liana G. Figone
Notary Public

STATE OF CALIFORNIA)
COUNTY OF SAN FRANCISCO) SS.

On this 27th day of May, in the year 1988, before me, the undersigned, a notary public in and for said State and County, personally appeared Richard Mann personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.

IN WITNESS WHEREOF I have subscribed my name and affixed my official seal hereto as of the date first hereinabove written.



Liana G. Figone
Notary Public

Return
CARR, MCCLELLAN, INGERSOLL THOMPSON & HORN
216 PARK ROAD
P.O. BOX 513
BURLINGAME, CALIFORNIA 94010-0513

DESCRIPTION OF PROPERTY

The following described real property situate in Klamath County, Oregon:

PARCEL 1 (Shasta Drive-In)

A tract of land situated in the S½SE¼NW¼ of Section 11, Twp. 39 S.R. 9 E.W.M., described as follows:

Beginning at the Southwest corner of said S½SE¼NW¼; thence North along the Westline of said S½SE¼NW¼ a distance of 301.4 feet to the South line of parcel described in deed from Klamath Theatres, Inc. to Klamath County, recorded in Volume 323 page 680, Deed Records of Klamath County, Oregon, said point being on the South line of Winter Avenue; thence N. 88°58' E. along said South line, a distance of 197.1 feet; thence N. 0°38' W. a distance of 361.2 feet to the North line of said S½SE¼NW¼; thence East along the North line of said S½SE¼NW¼ to the Northwest corner of Parcel conveyed to Samuel R. Warren, et ux, by deed recorded in Volume M69 page 7589, Records of Klamath County, Oregon; thence S. 0°06'30" W. a distance of 660.5 feet, more or less, to the Southwest corner of parcel described as Parcel 1, in Deed from Klamath Theatres, Inc. to James E. Gellatly, recorded in Volume M70 page 5573, Records of Klamath County, Oregon, said point being on the South line of said S½SE¼NW¼; thence S. 89°43' W., along said South line, a distance of 1013.23 feet, more or less, to the point of beginning, containing 13.7 acres, more or less.

8705

20200

INVENTORY
DRIVE-IN THEATRE

THEATRE SHASTA DRIVE-IN
ADDRESS WINTER AVENUE
TOWN KLAMATH FALLS
STATE OREGON

TAKEN BY W. G. Smith DATE 2/13/60

I hereby certify that the contents of this inventory
was taken in my presence and hold myself personally
responsible for its safekeeping.

SIGNED

Lona Row
Theatre Manager

EXHIBIT B

THEATRE

PHYSICAL INVENTORY

20201

ConditionMAIN BUILDINGType of structure REINFORCED BRICK

Dimensions _____

Lower Floor _____ sq. ft.

Upper Floor _____ sq. ft.

SCREEN TOWERStructure 1. WOODEN
2. NON REFLECT METAL Dimensions _____

Other details _____

1. PALE - 4' HIGHS1. LATER PALEST1. PERIM - 2 - SET X 1 AT SIGNS - DR PERIM
"MIMMISION" - 5' HIGHS BARFENCESFRONT - CORRUGATED METAL - WOOD FRAMEBACK - CYCLOPE ON WOOD SIGNSDIVIDER - WOOD POST + TOP1. 9' HIGHS - 4' IN HIGHS SIDESPEAKER POSTS

1 - 121

2 - 70

91 - MISC - SIDE - OUTSIDE

Number of Posts # 3 98

Number of Junction Boxes NONENumber of Speakers NONE

BOX OFFICE

8707

(3)

20202

Article	Make	Serial No.	Condition
2 Ticket Venders			
Coin Changers			
Safes	HEARING - HALL / MARVIN		
Model, No., etc.	22	228780	Good
Fans			
Heaters			
Chairs			
Other Equipment			

MANAGER'S OFFICE

1 - DISHWASHER			
1 - 6 DRAWER METAL DESK -	WOODING / YERGEN		Good
1 - 4 DRAWER FILE CABINET	WATSON		Good
1 SPACE HEATER	AVIN		FAIR
1 - WOOD / METAL CHAIR			FAIR
1 - STOVE - CRNE VINYL / METAL			FAIR
1 - DESKTOP FAN			POOR
1 - TAP DISPENSER			FAIR
1 - PENCIL SHARPENER	ADCO		Good
1 - CHIP BOARD U-100			Good
			Good

SNACK BAR

8708
20203

(4)

KITCHEN -

Article	Make	Serial No.	Condition
1 SLIDE TOP FREEZER	SWANER		GOOD
1- 3 HOLE FREEZER	RANCO	47F5760D	FAIR
1- 2 HOLE FREEZER	SCHNEIDER		FAIR
1 TWO DOOR FREEZER	FRIGIDAIRE		FAIR
1- BUTTER SERVER	SERVE ADD. INC	B99615	POOR
1 COFFEE WARMER	J.H. MCKIE	8318	POOR
1 CHILI WARMER (TIVIN)	DAIRY HEAT		POOR
1- HOT CHOCOLATE MACHINE			POOR
2- CREAM SERVERS			FAIR
1 BUTTER SERVER			GOOD
1 HOT WATER HEATER	PRESIDENT	679204891	GOOD
3 SALT SHAKERS			
1 3 SECTION RELISH			
1 SPINLESS COFFEE HOLDER			
4 PLATE TRAYS			
2 ICE SCOOPS			
5- 2 GT STAINLESS ROUND CONTAINERS			
1- SCOTSMAN ICEMACHINE	SRWSE-1	124907	
1- 3 COMPARTMENT STAINLESS SINK			
1- SEARS CONDENSAT FREEZER	8116	531054888	
1- 25 GALLON TRASH CAN	GREEN PLASTIC		
1- 16 " " "	" "		
1- 25 GALLON GALVANIZED TRASH CAN			

SNACK BAR
(continued)

8709

(5)

20204

Article	Make	Serial No.	Condition
1- REFRIGERATOR	GLANCE # 40	C#552	Good
1- BUN WARMER - 3 DRAWER	TOASTMASTER		
1- FOOD STEAMER FRESH-O-MATIC	WEAR-EVER		
1- STAINLESS HOOD + COUNTER			
2- FRENCH FRYER - 2 BUCKET	WELLS	R3316	
2- PIZZA OVENS	BAKER'S PRIDE		
1- COFFEE BREWER 1- BLEN 3 POT	COPY		
1 HOT DOG WARMER	FREZE EASY	108W2	FIN 72
1 POPCORN MACHINE	CREATOR'S "CLYMAK"		
1- BUN WARMER 2 DRAWER	TOASTMASTER		
1 FRY			
1- 30' 4 LIGHT NEON FIXTURE			
2- POPCORN WARMER	STAR	47393	
	LITTLE VENDOR	47406	
2- FOOD WARMER (WET)	STAR	49057	
	LITTLE VENDOR	49058	
2- FOOD WARMER - DRY	STAR	48850	
	LITTLE VENDOR	48994	
1- COFFEE WARMER	J.W. MCKIE	SN 8300	
2- ICE CREAM DISPLAY FREEZER	BALAY	T1030-49362	
		T1030-49365	
2- { SALT CONTAINERS 3 HEAD	POLAR KING	392	
{ BEVERAGE DISPENSER		386	
2- 3 SHELL WARMER CANDY RACKS			
2 ELECTRIC CASH REGISTER	K214-1-4-1R(B)1	5324768	
	21-3-1-5-2(B)1	4534273	
2- CARRY TRAY HOLDERS -			
2- 10 x 18 FREE STANDING DIRECTOR SIGNS			Good

8710

20205

KITCHEN
Snack bar

Article	Make	Serial No.	Condition
3- BRN METAL SWINE TOP	MIPRO		GOOD
4- SAND URN ASH TRAYS			
15- 3' SINGLE BULB NEON LIGHTS - HANGING			
6- POPA COLA MENU BOARDS 2 FT X 5 FT LIGHTED			
2- PLASTIC INSTRUCTION SIGNS - "THIS SIDE CLOSED"			
2- 12' BLACK VENEER COUNTERS - "ENTER HERE"			
	14"		
5- CHROME NAPKIN DISPENSER			
1- 1115 CHOCOLATE DISPENSER			
1 HAMBURGER GRILL	WELLS		
2- PIZZA RADDLES			
1- 25' EXTENSION CORD			GOOD

STOREROOMS

8711

20206

Article	Make	Serial No.	Condition
1 - DUST ROOM			Good
1 - MOP BUCKET - CRANES PLASTIC IN RINGER			FAIR
1 - 1 GALLON GRANITIZED BUCKET			POOR
1 - DUST BROOM			"
1 - PLUNGER			FAIR
1 - STAND UP DUSTPAN			Good
3 - FANS - FLOER -	K. MART		Good
1 6" ALUM LADDER			}
1 PR HEDGE CUTTERS			
1 LANE MOWER	SEARS		
1 " " "	MURRAY		POOR
1 - TRANSFER RHOSEAL			?
2 - HEATERS - WALL -		(STOVE)	POOR
1 - DUST MOP			FAIR
REST ROOMS			
3 - TISSUE DISPENSER			FAIR
8 - TISSUE DISPENSER			}
1 MIRROR			
2 - TRASH RECLINER			
2 - 16" H. MIRROR	HARRARD		
1 MIRROR - 12"			
9 MIRROR			
5 MIRROR			
1 MIRROR 3x5			

8712

(8)

20207

PROJECTION ROOM

Quantity		Make	Serial No.	Condition
3	Projector Mechanisms	2-XL SIMPLEX 7 35	XL 204 XL 298 15443	
3	Dousers	2-XL SIMPLEX 1 35	926 922 41	
2	Projector Bases	2- SIMPLEX	HEAVY DUTY	
3	Upper & Lower Magazines	CHRISTIE AW3	3603 3602 3601	362403 362402 None
-	Generator			
2	Rectifiers	2-400L CHRISTIE MED 40	2098	XM 6913
	Rheostats	WITH CONSOLE	2099	XM 6972
1	Change-Over Switches	CONSOLE H-40	2100	CONSOLE
	Arc Lamps			
1	Rewind Cabinet	TABLE KELMAR	7500	
	Hand Rewinds			
1	Film Cabinet	(5) Sections		
10	Reels	2000'		
8	Reels	6000'		
	Film Splicer			
1	PROJECTOR OIL PUMP			
	Spare Reflectors			
	Spare Intermittents			
	Work Bench			
	Lens - Regular (Flat Picture)	KALMAR		
	Lens - (Scope)			
2	Lens - (Spare)	1 - 8.5 7.53 1 - 8.5 4.0	MAXI-8 KALMAR	NEW CRACKED
3	Anamorphics			
3	AUTOMATION CONTROL		MAXI-8 KETRON	
3	RADIO TRANSMITTER UNITS	1 AR16C 2 CINEMARADIO	2 SECTION - 3 SECTION	

PROJECTION ROOM
(continued)

8713

20208

SOUND SYSTEM

Quantity		Make	Serial No.	Condition
	Sound Heads <i>SIMPLEX</i>	2 - XL 1 - 35	11264 X11264	11264- 11257 3832
	Amplifiers (Number of banks)			
2	Tape Player	<i>PIONEER</i>		GOOD
	Record Player			
	Monitor			
1	LENS CABINET Microphone			GOOD
1	FILM CABINET <i>GOOD</i>	<i>6 ROLL</i>	3 SECTION	GOOD
2	PARTS CABINETS	1 - 2 DOOR BLACK METAL 1 - SINGLE DOOR GRAY METAL		GOOD

MISCELLANEOUS ITEMS AND PARTS

1	10" 20" LASH REEL			POOR
1	15' AID KIT			FAIR
1	CARBON AIR WATER PUMP			?
1	WATER CABINET - PLASTIC			GOOD
2	WASHING VEIL WORK LAIDS			FAIR
3	CEILING FLOODS - BRUSHED CHROME			GOOD
1	3 STATION MUSIC + TALK PAGINE SYSTEM - <i>PERMANENT</i>			FAIR
1	6 DRAISER WOODEN ROLL DEX			POOR
3	THEATRE RADIOS			GOOD
2	WASHING VEIL			
1	METAL STEEL			POOR
1	WIPER			FAIR
1	PENCIL SHARPENER			FAIR

SEE PG 10

20209

Filed for record at request of _____
of _____ December _____ A.D., 19 _____ 85 at _____ 1:32 o'clock _____ P. M., and duly recorded in Vol. _____ 385
_____ of _____ Mortgages _____
_____ on Page _____ 20198

8715

(1)

INVENTORY

Theatre STATE 1, 2, 3
Street _____
Town _____
State _____

Taken by Randall Beck Date 1/28/80

I hereby certify that the contents of this inventory was taken in my presence and hold myself personally responsible for its safekeeping.

Signed Paul Silverman
Theatre Manager

EXHIBIT B

BOX OFFICE

Article	Make	Serial No.	Condition
3 Ticket Venders	AUTOMATIC	MGM 34134-5-1	
3 9X11 READER BOARDS FELT			
Coin Changers			
Safes	HERMAN	50-385	
Model, No., etc.			
Fans			
Heaters			
Chairs			
Other Equipment			

MANAGER'S OFFICE

1 TAPE DISPENSER			
1 STAPLER			
1 TRASH RECEPT			
1 NIGHT DESK 2 DRAINAGE			
1-METAL DESK 6 DRAINAGE			
3 FILE CABINET - METAL (BLUE)			
2-FLIP MATCHING CABINET			
2 DICTAPHONES			
1 4 SHELL DESK FILE			
3 BENCH W/VE CIVIL CHAIRS & BASTERS			
1 4 SHELL DESK DIVIDER 10 FILE			
1 VICTOR ADDING MACHINE			
1 SMITH CORSON TYPEWRITER			

INSIDE LOBBY AND MAIN FOYER

[illegible]

SNACK BAR

8718

(4)

[illegible]

SNACK BAR
(continued)

8745

5

[illegible]

8720

(13)

Main Floor	Quantity	Make	Style	Upholstered or Vender	Condition
#1	516	HAYWOOD/WORWORTHFIELD			
#2	414				
#3	288				
Balcony					
Loges					
Total Seating					

PROJECTION ROOM

8721

(9)

Quantity		Make	Serial No.	Condition
6	Projector Mechanisms	PRO 35 BALLANTINE		
	Dousers			
6	Projector Bases	BALLANTINE		
	Upper & Lower Magazines			
	Generator			
6	Rectifiers 1 FXM2500-025	CHRISTIE	XM1785 XM1784	XM1937 XM19 XM1958 XM196
	Rheostats			
	Change-Over Switches			
6	Arc Lamps BDP16E BED30E	CHRISTIE	1005A 1003A BE983A	1005A 1004A BE986
	Rewind Cabinet			
1	Hand Rewinds			
3	Film Cabinet (3) Sections	NEWMARK W WORKBENCH		
22	Reels 6,000			
	Film Splicer			
	Spare Reflectors			
	Spare Intermittents			
3	Work Bench w 6000 REWIND	DYNAMIC		
6	Lens - Regular (Flat Picture)	1 KELLNBERG 2.25 2 " " 2.25 3 " " 2.25		
6	Lens - (Scope)	1 KELLNBERG 2 " " 2.25 3 " " 2.25		
6	Lens - (Spare)	1 KELLNBERG 3.5 2 " " 3.5 3 " " 4.0		
6	Anamorphics	KELLNBERG		
3	LENS CABINETS			

PROJECTION ROOM
(continued)

8722

SOUND SYSTEM

Quantity		Make	Serial No.	Condition
6	Sound Heads VII	BALLANTINE	268 271 269 270	267
3	Amplifiers (Number of banks)	TEAC - 2 BANKS		
3	Tape Player 8 TRK	1 PANASONIC 2 REALIST C	2 L. RECORD	PLAYER
	Record Player			
3	Monitor SPEAKERS			
	Microphone			
1	DOLBY	CP50		
3	SEQUENCERS	EPRAD		

MISCELLANEOUS ITEMS AND PARTS

3	REEL WORK LIGHTS			
3	WALL CLOCKS			
3	WALL DESK LAMP			
3	FIRE EXTINGUISHERS	DRY CHEMICAL		
1	2 DOOR LOCKER			
3	DIMMERS W CURTAIN	LUXTRON		
4	TRASH RECIPT			
1	HIGH CHAIR			
1	6' FOOT WOODEN LADDER			

STOREROOMS

8723

(11)

Article	Make	Serial No.	Condition
1 PORTER FAN - 40X60			
1 ROLL CARPET - NEW -	90 FT X 4		A SLE
12 CONIMODES - NEW			
DRESSING ROOM - WOMENS -			
3 BLACK ARM CHAIRS VINYL			
1 " COUCH "			
1 SPACE HEATER			
1 WOODEN CHAIR			
1 VACUUM CLEANER			
2 - HANDTRUCK			
2 LIGHT BULB CHANGING EXTENSION POLES			
1 - 12' WOODEN STEP LADDER			
1 - TRASH SCOOP			
2 MOP BUCKETS W/WRINGERS			
2 PLASTIC 40 GALL TRASH RECEPT			
2 MOPS			
1 PUSH BROOM			
4 REG BROOMS			
3 FOOT LADDER ALUM XTN.			
1 BRIGGS + STRATTON GENERATOR			

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Carr, McClellan, Ingersoll, Thompson & Horne 6th day
of June A.D. 19 88 at 12:47 o'clock P M., and duly recorded in Vol. M88
of Mortgages on Page 8702
Evelyn Biehn
By Mary Moran County Clerk

FEE \$113.00