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STATE OF OREGON

UNIFORM COMMERCIAL CODE

FINANCING STATEMENT

Signature of Secured Party(ies) or Assignee(s)

Real Property - Form UCC-1A			
THIS FORM FOR COUNTY FILING OFFICER USE ONLY CLAMATH COUNTY, OREGON			
This FINANCING STATEMENT is presented to the county tiling officer pursuant to the Uniform Commercial Code.			
1A.DebtorName(s): AQUA FARMS, INC., an Oregon corporation	2A, Secured Party Name(s): KENN ARNECKE	4A. Assignee of Secured Party (if any):	
1B.Debtor Mailing Address(es): c/o James Julian 11661 San Vincente Blvd., #220 Los Angeles, CA 90049	2B. Address of Secured Party from which security information is obtainable: P.O. Box 652 Chiloquin, Oregon 97624 SEE ATTACHED FOR ADDITIONAL SEC	4B. Address of Assignee: URED PARTIES	
This financing statement covers the following types			
X The goods are to become fixtures on: See Exhibit A The above timber is standing on:			
The above minerals or the like (including gas and oil) or accounts will be financed at the wellhead or minehead of the well or mine located on: (describe real estate)			
•			
and the financing statement is to be filed for record in the real estate records. (If the debtor does not have an interest of record) The name of a record owner is:			
X Check box if products of collateral are also covered Number of attached additional sheets:			
Debtor hereby authorizes the Secured Party to record financing statement under ORS Chapter 79. Signature of the debtor required in most cases. Signature(s) of Secured Party in cases covered by ORS 79.4020	By: AQUA FARMS, INC. A	on corporation	
1. PLEASE TYPE THIS FORM.			
2. If the space provided for any item(s) on this form is inadequate, the item(s) should be continued on additional sheets. Only one copy of such additional sheets need to be presented to the county filing officer. DO NOT STAPLE OR TAPE ANYTHING TO THIS FORM.			
3. This form (UCC-1A) should be recorded with the county filing officers who record real estate mortgages. This form cannot be filed with the Secretary of State. Send the Original to the county filing officer.			
4. After the recording process is completed the county filing officer will return the document to the party indicated. The printed termination statement below may be used to terminate this document.			
5. The RECORDING FEE must accompany the document. The fee is \$5 per page.			
6. Be sure that the financing statement has been properly signed. Do not sign the termination statement (below) until this document is to be terminated.			
Recording Party contact name: Mark A. von	Bergen	TEDMINATION STATEMENT	
Recording Party telephone number: (800) 736 Return to: (name and address) Mark A. von Bergen Weiss, Jensen, Ellis & Bot 2300 U.S. Bancorp Tower 111 S.W. Fifth Avenue Portland, Oregon 97204	pursuant to the U	TERMINATION STATEMENT I termination of financing is presented for filing Iniform Commercial code. The Secured Party a security Interest in the the financing statement ding number shown above.	

FORM No. UCC-1A July 1992 Stevens-Ness Law Publishing Co. Portland, Oregon 97204

Please do not type outside of bracketed area.

Revised 7/92

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STATE OF OREGON

FINANCING STATEMENT STANDARD FORM UCC-1A

Exhibit A

2A. ADDITIONAL SECURED PARTIES:

TED HAMILTON 251 Hampton Drive Venice, California 90291

JAMES JULIAN 11661 San Vincente Boulevard, Suite 220 Los Angeles, California 90049

ROBERT NICHOLAS 11661 San Vincente Boulevard, Suite 220 Los Angeles, California 90049

3. THE GOODS ARE TO BECOME FIXTURES ON:

Legal Description

Government Lot 30, Section 15, Township 36 South, Range 7 Ease of the Willamette Meridian, Klamath County, Oregon.

f:\mavb\julian\ucc1A.exA

STATE OF OREGON: COUNTY OF KLAMATH: ss.	
Filed for record at request of	the 2nd day o'clock A.M., and duly recorded in Vol. M93
of Aug. A.D., 19 93 at 10:01	on Page
	Evelyn Biehn County Clerk By Daniel Diniel County
FEE \$10.00	·