

96 FEB -8 AM 1:40

STATE OF OREGON
STATEMENTS OF CONTINUATION, RELEASE, ASSIGNMENT, TERMINATIONS AND AMENDMENT
Real Property - Form UCC-3A
THIS FORM FOR COUNTY FILING OFFICER USE ONLY

This STATEMENT is presented to the county filing officer pursuant to the Uniform Commercial Code.

1A. Debtor Name(s): Applegate Restaurants, Inc. an Oregon corporation Rachor, John V. Rachor, Susan L. 1B. Debtor Mailing Address(es): 1881 Crater Lake Highway, Medford, OR 97501 2923 Wilkshire Drive Medford, OR	2A. Secured Party Name(s): Franchise Acceptance Corporation Limited 2B. Address of Secured Party from which security information is obtainable: LaTouche House International Financial Service Center Dublin 1 Ireland	4A. Assignee of Secured Party (if any): Citicorp North America Inc., as Investor Agent 4B. Address of Assignee: 2600 Michelson 11th Floor Irvine, CA 92715
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This statement refers to original Financing Statement number: 9117 Vol. 1195 Date filed: 11/15/95, 19 page 31146

<input type="checkbox"/> TERMINATION	The Secured Party no longer claims a security interest under the financing statement bearing the file number shown above.
<input type="checkbox"/> ASSIGNMENT	The Secured Party assigns to the Assignee whose name and address is shown, Secured Party's rights under the financing statement bearing the file number shown above in the following property. (Describe below)
<input type="checkbox"/> CONTINUATION	The original financing statement bearing the file number shown above is still effective. Effective only if submitted within six months prior to expiration date.
<input type="checkbox"/> RELEASE	From the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the following: (describe below). Choose one: _____ Release of all collateral _____ Partial release - RELEASE DOES NOT TERMINATE DEBT.
<input checked="" type="checkbox"/> AMENDMENT	Financing statement bearing the file number shown above is amended as described below:

Please see Exhibit "A" attached hereto and made a part hereof.

Debtor hereby authorizes the Secured Party to record a carbon, photographic or other reproduction of this form, financing statement or security agreement as a financing statement under ORS Chapter 79.

By: See Exhibit "B"

Required signature(s)

INSTRUCTIONS

- PLEASE TYPE THIS FORM.
- 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.
- This form (UCC-3A) 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.
- 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.
- The RECORDING FEE must accompany the document. The fee is \$5 per page.
- Be sure that the financing statement has been properly signed. Do not sign the termination statement (below) until this document is to be terminated.

Return to: (name and address)

Citicorp North America, Inc., as
 Investor Agent
 2600 Michelson Drive Ste 1200
 Irvine, CA 92715

Recording Party contact name: Christy Carter

Recording Party telephone number: 714-250-6427

Please do not type outside of bracketed area.

Please Amend Exhibit "A", Description of land to read as follows:

Lots 9 & 10 of Block 6 of Tract 1163, CAMPUS VIEW, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon.

More commonly known as: 2601 Campus Drive, Klamath Falls, OR. 97601

Unofficial
Copy

EXHIBIT B

Attached to UCC Filing

SIGNATURE PAGE

Signature of Debtor(s):

APPLEGATE RESTAURANTS, INC., an Oregon corporation

BY: John V. Rachor
Title: PRESIDENTBY: _____
Title: _____John V. RachorSusan L. Rachor

Signature of Secured Party:

CITICORP NORTH AMERICA, INC.,
as Investor AgentBy: Trish Hollen
Print Name: _____
Its: Documentation Officer
Citicorp North America, Inc.

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Mountain Title Co the 8th day
of Feb A.D., 19 96 at 11:40 o'clock A M., and duly recorded in Vol. M96
of Mortgages on Page 3715

FEE \$15.00

By Bernetha C. Letsch County Clerk