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REORDER FROM  
Register, Inc.  
114 PIERCE ST.  
P.O. BOX 211  
ANOKA, MN 55303  
(612) 421-1713

15284

**UCC-1**

STATE OF OREGON  
Corporation Division - UCC  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327  
(503) 986-2200 Facsimile (503) 373-1166

Vol M99 Page 20905

**STATE FINANCING STATEMENT STANDARD FORM**

PLEASE TYPE OR WRITE LEGIBLY. READ INSTRUCTIONS BEFORE FILLING OUT FORM.

This Financing Statement is presented to filing officer pursuant to the Uniform Commercial Code. This financing statement remains effective for a period of five years from the date of filing, unless extended for additional periods as provided for by ORS Chapter 79. A carbon, photographic, or other reproduction of this form, financing statement, or security agreement may be filed as a financing statement under ORS Chapter 79.

**A. DEBTOR NAME(S)** (If individual, list last name first.)

1. ~~XUSON INCORPORATED~~ S and H Incorporated

2. TDJ Management, L.L.C.

3. \_\_\_\_\_

**DEBTOR MAILING ADDRESS:**

5214 Sturdivant  
Klamath Falls, OR 97603

**B. SECURED PARTY(IES) NAME AND ADDRESS**

Franchise Mortgage Acceptance Company  
Three American Lane  
Greenwich, CT 06831

Contact Name: \_\_\_\_\_ Phone No.: \_\_\_\_\_

**C. ASSIGNEE(S) NAME AND ADDRESS** (If any)

Contact Name: \_\_\_\_\_ Phone No.: \_\_\_\_\_

**D. DEBTOR SIGNATURE(S) REQUIRED**

By: ~~XUSON INCORPORATED~~ S and H Incorporated

By: TDJ Management, L.L.C.

By: [Signature] Vice Pres.

By: [Signature] Genl. Manager

**E. DEBTOR SIGNATURE(S) NOT REQUIRED** . If applicable, check the appropriate box below to file without debtor signature(s). This statement is filed without the debtor signature(s) to perfect a security interest in collateral. **Secured Party must sign**, when debtor signature(s) is not required. See instructions for further information.

- ☐ Collateral already subject to a security interest in another jurisdiction.
- ☐ Which is proceeds of the described original collateral which was perfected.
- ☐ Collateral as to which the filing has lapsed.
- ☐ Collateral acquired after a change of name, identity, or corporate structure of debtor.

Franchise Mortgage Acceptance Company

By: [Signature] Secured Party Signature

By: \_\_\_\_\_ Secured Party Signature

Fixture Filing

RETURN ACKNOWLEDGMENT LETTER TO: (Include name, address, and identifier for the debtor listed above. Limit the identifier to eight characters. REFER TO INSTRUCTION, NUMBER 5.) Please do not type or print outside of bracketed area.

Franchise Mortgage Acceptance Company  
Three American Lane  
Greenwich, CT 06831

**FEES**

Make check for \$10.00 payable to "Corporation Division."

NOTE: Filing fees may be paid with VISA or MasterCard. The card number and expiration date should be submitted on a separate sheet of paper for your protection.

DO NOT SUBMIT DUPLICATES OF THIS FILING AND/OR ATTACHMENTS.

Store No. 523008

**RIDER A TO FINANCING STATEMENT ON FORM UCC-1****DEBTORS:**

1. Name/Address: S and H INCORPORATED  
5214 Sturdivant  
Klamath Falls, Oregon 97603

Tax Identification Number: 93-1143105

2. Name/Address: TDJ Management, L.L.C.  
5214 Sturdivant  
Klamath Falls, Oregon 97603

Tax Identification Number:

**SECURED PARTY:**

Franchise Mortgage Acceptance Company  
Three American Lane  
Greenwich, Connecticut 06831  
Attn: Chief Operating Officer

**FRANCHISE INFORMATION:**

Franchisor: KFC Corporation  
Franchise Concept: KFC  
Franchise Store Number: 523008  
Franchise Store Address: 2240 Grand Ave.  
Billings, MT 59102  
Legal Description: See Attached Exhibit "A"  
Record Owner: S and H Incorporated, an Oregon corporation

**COLLATERAL:**

All goods (including inventory and equipment), general intangibles (other than the Debtor's Franchise Agreement with Franchisor for the Franchise Store Number (the "Franchise Agreement") and license thereunder, if prohibited by Franchisor), accounts, certificates of title, fixtures, money, instruments, securities, documents, chattel paper, deposits, credits, claims, demands and other personal property, now or hereafter owned, acquired, held, used, sold or

consumed in connection with the Debtor's business of operating the Franchise Concept at the Franchise Store Address and any other property, rights and interests of Debtor which at any time relate to, arise out of or in connection with the foregoing or which shall come into the possession or custody or under the control of the Secured Party or any of its agents, representatives, associates or correspondents, for any purpose; all additions thereto, substitutions therefor and replacements thereof, all interest, income, dividends, distributions and earnings thereon or other monies or revenues derived therefrom, including any such property received in connection with any disposition of the Franchise Agreement and all moneys which may become payable under any policy insuring the Collateral or otherwise required to be maintained under the Pledge and Security Agreement entered into by and between Debtor and Secured Party (the "Security Agreement") (including return of unearned premium); and all products and proceeds of the foregoing. In addition to granting a security interest in the Collateral, the Debtor has agreed not to transfer, grant any security interest in, or otherwise encumber or dispose of the Franchise Agreement or, except with the Secured Party's consent or as expressly permitted in the Security Agreement, any of the Collateral.

## DEBTOR:

S and H INCORPORATED, an Oregon  
corporation

By: 

Name: *Todd Stewart*  
Title: *Vice Pres*

TDJ MANAGEMENT, L.L.C., an Oregon  
limited liability company

By: 

Name: *Todd Stewart*  
Title: *Operating Mgr*

20908

SECURED PARTY:

FRANCHISE MORTGAGE ACCEPTANCE  
COMPANY, a Delaware corporation

By: Margaret H. Cawthra  
Name: \_\_\_\_\_  
Title: MARGARET CAWTHRA  
Senior Loan Closer

20909

Lot 7, in Block 2, of AMENDED PLAT OF LOTS 10, 11, 12, AND A PART OF LOT 9, ARNOLD SUBDIVISION, FIRST FILING, in the City of Billings, Yellowstone County, Montana, according to the official plat thereof on file and of record in the office of the Clerk and Recorder of said County, under Document No. 547323.

State of Oregon, County of Klamath  
Recorded 5/26/99, at 11:38 a.m.  
In Vol. M99 Page 20905  
Linda Smith, County Clerk  
Fee \$ 25

*Linda Smith*

*Store 523008*