

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

State of Oregon, County of Klamath

Recorded 07/31/2002 9:43 a. m.Vol M02, Pg 43091-93

Linda Smith, County Clerk

Fee \$ 31.00 # of Pgs 1A. NAME & PHONE OF CONTACT AT FILER [optional]
Phone: (800) 331-3282 Fax: (818) 662-4141

B. SEND ACKNOWLEDGEMENT TO: (Name and Address)

UCC Direct Services

511149 IIRWIN1

P.O. Box 29071

5505267-40-1

Glendale, CA 91209-9071

File with: Klamath, OR

'02 JUL 91 AM 9:43

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME

SOUTHERN OREGON ELMER'S, L.L.C.

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

1c. MAILING ADDRESS

132 NE SAVAGE STREET

CITY

GRANTS PASS

STATE

OR

POSTAL CODE

97526

COUNTRY

1d. TAX ID #: SSN OR EIN

ADD'L INFO RE
ORGANIZATION
DEBTOR

1e. TYPE OF ORGANIZATION

Corporation

1f. JURISDICTION OF ORGANIZATION

OR

1g. ORGANIZATIONAL ID #, if any

057018-91

☐ NONE2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

2c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

2d. TAX ID #: SSN OR EIN

ADD'L INFO RE
ORGANIZATION
DEBTOR

2e. TYPE OF ORGANIZATION

2f. JURISDICTION OF ORGANIZATION

2g. ORGANIZATIONAL ID #, if any

☐ NONE3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME

Irwin Franchise Capital Corporation

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS

2700 Westchester Avenue

CITY

Purchase

STATE

NY

POSTAL CODE

10577

COUNTRY

4. This FINANCING STATEMENT covers the following collateral:

ALL FURNITURE, FIXTURES AND EQUIPMENT NOW OWNED OR HEREAFTER ACQUIRED, HELD OR USED BY DEBTOR IN THE OPERATION OF A ELMER'S RESTAURANT AT THE LOCATION SHOWN BELOW, TOGETHER WITH ALL ADDITIONS TO, SUBSTITUTIONS FOR AND REPLACEMENTS THEREFOR, AND ALL PROCEEDS OF THE FOREGOING, CASH AND NON-CASH, INCLUDING, WITHOUT LIMITATION, INSURANCE PROCEEDS AND GENERAL INTANGIBLES. COLLATERAL LOCATION: 3030 SOUTH 6TH STREET, KLAMATH FALLS, OR 97603 CONTRACT #16799-001 SOUTHERN OREGON ELME

5. ALTERNATIVE DESIGNATION [if applicable] ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAIOLR ☐ SELLER/BUYER ☐ AG. LIEN ☐ NON-UCC FILING6. ☒ This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable] 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) ☐ All Debtors ☐ Debtor 1 ☐ Debtor 2 [ADDITIONAL FEE] [optional]

8. OPTIONAL FILER REFERENCE DATA

5505267

16799-001

SOUTHERN OREGON ELME

FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

| | | |
|---|----------------------------|---------------------|
| 9a. ORGANIZATION'S NAME SOUTHERN OREGON ELMER'S, L.L.C. | | |
| OR | 9b. INDIVIDUAL'S LAST NAME | FIRST NAME |
| | | MIDDLE NAME, SUFFIX |

10. MISCELLANEOUS**5505267-40-1****511149 IIRWIN1****16799-001****SOUTHERN OREGON ELME**

File with: Klamath, OR

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

| | | | | | |
|--------------------------|-----------------------------------|---------------------------|-----------------------------------|-------------|----------------------------------|
| 11a. ORGANIZATION'S NAME | | | | | |
| OR | 11b. INDIVIDUAL'S LAST NAME | | FIRST NAME | MIDDLE NAME | SUFFIX |
| 11c. MAILING ADDRESS | | | CITY | STATE | POSTAL CODE |
| | | | | | COUNTRY |
| 11d. TAX ID#: SSN OR EIN | ADD'L INFO RE ORGANIZATION DEBTOR | 11e. TYPE OF ORGANIZATION | 11f. JURISDICTION OF ORGANIZATION | | 11g. ORGANIZATIONAL ID #, if any |
| | | | | | <input type="checkbox"/> NONE |

12. ☐ ADDITIONAL SECURED PARTY'S or ☐ ASSIGNOR S/P's NAME - insert only one name (12a or 12b)

| | | | | | |
|--------------------------|-----------------------------|--|------------|-------------|-------------|
| 12a. ORGANIZATION'S NAME | | | | | |
| OR | 12b. INDIVIDUAL'S LAST NAME | | FIRST NAME | MIDDLE NAME | SUFFIX |
| 12c. MAILING ADDRESS | | | CITY | STATE | POSTAL CODE |
| | | | | | COUNTRY |

13. This FINANCING STATEMENT covers ☐ timber to be cut or ☐ as-extracted collateral or is filed as a ☒ fixture filing.

16. Additional collateral description:

14. Description of real estate:

Description: SEE EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF.

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

Curt Baney, Inc.

17. Check only if applicable and check only one box.Debtor is a ☐ Trust or ☐ Trustee acting with respect to property held in trust or ☐ Decedent's Estate18. Check only if applicable and check only one box.☐ Debtor is a TRANSMITTING UTILITY☐ Filed in connection with a Manufactured-Home Transaction -- effective 30 years☐ Filed in connection with a Public-Finance Transaction -- effective 30 years

43093

EXHIBIT "A"

A piece or parcel of land in the NW 1/4 of Section 3, Twp. 39 S. R. 9 E. W.M., more particularly described as follows:

Starting at the Northwest corner of Section 3, Twp. 39 S.R. 9 E.W.M., and running thence S. 0° 00 1/4' E. along the Westerly boundary of Section 3, 977.8 feet, more or less, to its intersection with a line parallel with and fifty feet distant at right angles Southwesterly from the center line of the Dalles California State Highway, also known as South Sixth Street, as the same is now located and constructed; thence S. 55° 52 1/2' E. along said parallel line 1656.6 feet to a point from which the cross on a railroad spike embedded in the asphalt roadway bears N. 34° 07 1/2' E. 11. feet; thence at right angles to South Sixth Street S. 34° 07 1/2' W. fifty feet to the true point of beginning of this description; thence S. 55° 52 1/2' E. parallel to South Sixth Street 358.8 feet to a point from which a cross chiseled in the concrete sidewalk bears N. 34° 07 1/2' E. 61 feet; thence at right angles to South Sixth Street S. 34° 07 1/2' W. 206.3 feet, more or less, to an iron peg on the Northerly right of way line of the O.C. & E. RR; thence N. 66° 57 1/2' W. along said Northerly line 365.4 feet, more or less, to an iron peg which is S. 34° 07 1/2' W. from the true point of beginning; thence N. 34° 07 1/2' E. 276.6 feet, more or less, to the true point of beginning, but reserving the right of way and the right to replace and maintain the 8 inch sanitary sewer located approximately 106.5 foot at right angles Northerly from the Northerly right of way line of the O.C. & E. RR but granting joint use of this sewer subject to the rules of the South Suburban Sanitary District.

All situate in the county of Klamath, State of Oregon.

Jm4-P:\DATA\DRCT\11\NTSF-ENG\LP003.030

EXHIBIT "A"

Bryant Lavien ■ Jarvis

ATTORNEYS AT LAW

40 N.W. Greenwood • P.O. Box 1151 • Bend, Oregon 97709-1151 • (541) 382-4331 • Fax (541) 389-3386