



UCC 2005038489



APR 06 2005 14:23 P 6

Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
4/6/2005 14:23:57.15



2005038489

THE ABOVE SPACE IS FOR REGISTER OF DEEDS RECORDING DATA

U.C.C. Recording Cover Sheet

U.C.C. _____

FEE 12.00 FB _____

59-25000 - 61, Block 10

59-25020 - Replat

6 PGS.

BKPG _____ C/O _____ COMPS 8

4 ATTACHMENTS

DEL _____ SCAN _____ FV _____

LOTS / SECTIONS

Legal Description:
(If not contained in instrument)

Return to:

#36

Check Number
✓ 71117862

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Tom Weinandt

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**Commercial Federal Bank
 13220 California Street
 Omaha, NE 68154**

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
ComFed-Dodge Fund VII, a Nebraska limited partnership

OR 1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
8701 West Dodge Road Omaha NE 68114 USA

1d. TAX ID # SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
Ltd. Partnership Nebraska NONE

2. 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
 NONE

3. 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
Commercial Federal Bank

OR 3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
13220 California Street Omaha NE 68154 USA

4. This FINANCING STATEMENT covers the following collateral:

SEE EXHIBITS "A" AND "B"

5. ALTERNATIVE DESIGNATION (if applicable) LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOB SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum 7. Check to REQUEST SEARCH REPORT(S) on Debtor(S) (optional) (ADDITIONAL FEE)

8. OPTIONAL FILER REFERENCE DATA All Debtors Debtor 1 Debtor 2

OTW 94982

12.03

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

OR 9a. ORGANIZATION'S NAME
 Corn-Fed Dodge Fund VII, a Nebraska Limited Partnership

OR 9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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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

OR 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 NONE

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

OR 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.

14. Description of real estate:

SEE EXHIBITS "A" AND "B"

16. Additional collateral description:

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

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 Estate

18. 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

EXHIBIT "A"

LEGAL DESCRIPTION

Attached to and forming a part of file number: OTW94982

Parcel A:

Part of Lots 1, 2 and 3, in Replat of Part of Blocks 9 and 10, Meadow Lane Park, and part of Lot 1, in Block 10, in Meadow Lane Park (2nd Platting), both Additions to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska more particularly described as follows:

Beginning at the Southwest corner of Lot 2, in Replat of Part of Blocks 9 and 10, Meadow Lane Park; thence North $00^{\circ}52'40''$ East, 216.37 feet; thence North $19^{\circ}24'00''$ East, 138.70 feet, to a point of curve to the right; thence along a curve to the right (radius being 399.37 feet, chord bearing North $49^{\circ}53'54''$ East, a chord distance of 405.37 feet), an arc distance of 425.17 feet; thence South $00^{\circ}52'40''$ West, 126.28 feet; thence North $89^{\circ}56'40''$ East, 10.00 feet; thence South $00^{\circ}52'40''$ West, 395.00 feet; thence South $89^{\circ}56'40''$ West, 5.00 feet; thence South $00^{\circ}52'40''$ West, 87.00 feet, to a point on the South line of said Lot 3; thence South $89^{\circ}56'40''$ West, on the South line of said Lots 2 and 3, 355.14 feet to the point of beginning.

PARCEL B:

That part of Lots 1, 4 and 5 in Replat of Part of Blocks 9 and 10, Meadow Lane Park, an Addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska, described as follows:

The South 155.00 feet of the West 70.00 feet of Lot 4, and the East 180.00 feet of the South 270.00 feet of Lot 4; and all of Lot 5, EXCEPT the West 24.00 feet of the North 105.00 feet of said Lot 5; together with the East 131.00 feet of Lot 1, and the South 10.00 feet of the West 95.00 feet of the East 226.00 feet of Lot 1, EXCEPT that part taken for highway purposes, and EXCEPT that part of said Lot 5 described as follows: Beginning at the Southeast corner of said Lot 5; thence Westerly, a distance of 24.04 feet, along the Northerly existing Davenport Street right of way line; thence Northeasterly, deflecting $133^{\circ}59'$ right, a distance of 35.21 feet; thence South, deflecting right, a distance of 25.34 feet, along the Westerly existing 117th Street right of way line, to the point of beginning.

PARCEL C:

Part of Lots 1, 3, 4 and 5 in Replat of part of Blocks 9 and 10, Meadow Lane Park, (EXCEPT that part of Lot 1 taken for State Highway right of way), together with that part of Lot 1, in Block 10, in Meadow Lane Park (2nd Platting), both additions to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska, more particularly

described as follows:

Beginning at the Southeast corner of Lot 3, in Replat of part of Blocks 9 and 10, Meadow Lane Park; thence South $89^{\circ}56'40''$ West, on the South line of said Lot 3, 170.00 feet; thence North $00^{\circ}52'40''$ East, 87.00 feet; thence North $89^{\circ}56'40''$ East, 5.00 feet; thence North $00^{\circ}52'40''$ East, 395.00 feet; thence South $89^{\circ}56'40''$ West, 10.00 feet; thence North $00^{\circ}52'40''$ East, 126.28 feet, to a point on the South curved right of way line of West Dodge Road; thence on a curve to the right (radius being 399.37 feet) and on the South right of way line of West Dodge Road, chord bearing North $83^{\circ}21'24''$ East, chord distance of 35.44 feet, for an arc distance of 35.45 feet; thence North $85^{\circ}29'00''$ East, on the South right of way line of West Dodge Road; 511.09 feet; thence South $00^{\circ}52'40''$ West, 267.10 feet thence South $89^{\circ}56'40''$ West, 95.00 feet; thence South $00^{\circ}52'40''$ West, 115.00 feet; thence South $89^{\circ}56'40''$ West, 204.00 feet; thence South $00^{\circ}52'40''$ West, 115.00 feet; thence South $89^{\circ}56'40''$ West, 70.00 feet; thence South $00^{\circ}52'40''$ West, 155.00 feet, to the point of beginning.

AND EXCEPT That portion of Parcels A, B and C set forth above which was taken for road right of way by the State of Nebraska Department of Roads pursuant to the Return of Appraisers filed October 18, 2004 as instrument number 2004136057 of the Records of Douglas County, Nebraska.

EXHIBIT "B"

DESCRIPTION OF COLLATERAL

Debtor hereby grants to Secured Party a security interest in the Collateral referred to in this Security Agreement, which consists of the following described property, together with all other personal property and equipment, of whatever nature or kind, now owned or subsequently acquired by Debtor, including all substitutions, accessions, repairs, replacements, and additions thereto (including the proceeds of sales thereof), and all products thereof, whether installed, affixed, attached, kept, or situated on, to or at the Real Property ("Property") described in this Security Agreement and used, acquired, or produced in connection with the operation of the improvements, and such Collateral includes, but is not limited to:

1. All buildings, structures, tenements, improvements, fixtures, and appurtenances now or hereafter placed thereon, including, but not limited to, all fixtures, apparatus, machinery, equipment, engines, boilers, incinerators, building materials, appliances and goods of every nature whatsoever now or hereafter located in, or on, or used, or intended to be used in connection with said Property, including, but not limited to, those for the purposes of supplying or distributing air cooling, air conditioning, gas, electricity, water, air, refrigeration, ventilation, laundry, drying, dishwashing, garbage disposal and other services; and all related machinery and equipment, fire prevention and extinguishing apparatus, security and access control apparatus, plumbing, bathtubs, water heaters, water closets, sinks, ranges, stoves, refrigerators, dishwashers, disposals, washers, dryers, awnings, storm windows, storm doors, screens, blinds, shades, curtains and curtain rods, mirrors, cabinets, paneling, rugs, attached floor coverings, furniture, pictures, and pool equipment.
2. All cabinets, shelving, furniture, displays, lights, machinery, and other trade fixtures attached or otherwise installed on said Property used for a trade or business.
3. All royalties, minerals, oil and gas rights and profits, water and water rights (whether or not appurtenant) owned by Debtor and shares of stock pertaining to such water or water rights, ownership of which affects said Property.
4. Any and all awards, including interest, previously and hereafter made to Debtor for taking by condemnation or eminent domain of the whole or any part of the Property or any easements therein.
5. All of Debtor's interest in the following as owned by Debtor and used in connection with the Property:
 - a. All existing and future leases, rents, issues and profits and all security deposits from tenants, lessees, or other space-occupiers;
 - b. All policies of insurance and all proceeds, loss payable clauses, and premium refunds, and all claims relating thereto;
 - c. All operating or management or supervision agreements; and
 - d. All income, rents, issues, profits, and proceeds from the Property, subject, however, to the right, power, and authority conferred upon Debtor and/or Secured Party to collect and apply such income, rents, issues, profits and proceeds as set forth in the Deed of Trust between Debtor and Secured Party of even date therewith.