

18263

Doc. No. WOODBURY COUNTY, IOWA
Filed for Record

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

MAR 16 2004

10:45 AM
PATRICK BILL, Auditor & Recorder
By: [Signature]

A. NAME & PHONE OF CONTACT AT FILER [optional]
ChoicePoint2 (720) 747-0904

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

ChoicePoint2
3000 S. Jamaica Court
Suite 150
Aurora, CO 80014

Fed
EX

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
Northern Rental Corp.

OR

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

1c. MAILING ADDRESS
3538 South Western Ave CITY **Sioux Falls** STATE **SD** POSTAL CODE **57105** COUNTRY **USA**

1d. SEE INSTRUCTIONS **46-0450493** ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION **Corporation** 1f. JURISDICTION OF ORGANIZATION **SD** 1g. ORGANIZATIONAL ID #, if any **DB040707** 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. SEE INSTRUCTIONS 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
SunTrust Bank

OR

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

3c. MAILING ADDRESS
303 Peachtree Street N.E. CITY **Atlanta** STATE **GA** POSTAL CODE **30308** COUNTRY **USA**
2nd Floor, MC 1923

4. This FINANCING STATEMENT covers the following collateral:
All accounts, inventory, equipment, general intangibles, chattel paper, instruments, and other personal property and fixtures of the Debtor, whether now existing or hereafter acquired, and including all products and proceeds thereof, all as more particularly described on Exhibit A attached hereto and incorporated herein by this reference. Collateral is located at 3253 Gordon Drive, Sioux City, IA 51106.

Fixture Filing cross-indexed in the Real Estate Records. See Exhibit "B" for Legal Description. Record Owner is Gordon Plaza, LLC.

5. ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR 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 [if applicable] 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA
Northern Rental Corp

UCC 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
Northern Rental Corp.

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

11a. ORGANIZATION'S NAME

OR
 11b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

11c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

11d. **SEE INSTRUCTIONS** 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)

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:
Please see legal description attached hereto as Exhibit B.

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

**Commerce Building
 520 Nebraska Street
 Sioux City, IA 51101**

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"
TO UCC-1 FINANCING STATEMENT

All of the Debtor's right, title and interest in and to all Accounts, Merchandise, Inventory, Equipment, General Intangibles, Documents, Instruments, Chattel Paper (including but not limited to the Rental/Purchase Contract), Balances and Books and Record (collectively the "Collateral"), and all products and proceeds of the foregoing (including insurance proceeds):

As used herein, the following terms shall have the definitions set forth below:

- (I) **Accounts** mean any right of Debtor to payment for goods sold or leased or for services rendered which is not evidenced by an Instrument of Chattel Paper, whether or not earned by performance;
- (II) **Balances** mean all monies and funds of Debtor at any time on deposit with Secured Party;
- (III) **Books and Record** means the books and records of Debtor evidencing or relating to its businesses, financial conditions or the Collateral, including, but not limited to, all customer lists, ledgers, invoices, purchase orders, financial statements, computer tapes or disks;
- (IV) **Chattel Paper** shall have the meaning ascribed to it in the Code;
- (V) **Code** means the Uniform Commercial Code as adopted and in force in the State of Georgia;
- (VI) **Documents** shall have the meaning ascribed to it in the code;
- (VII) **Equipment** means all machinery, equipment, furniture, fixtures, motor vehicles and other tangible personal property (other than Inventory) of Debtor, including but not limited to, all items described on the Equipment Schedule (if attached) and all substitutions and replacements thereof;
- (VIII) **General Intangibles** shall have the meaning ascribed to it in the code and shall include, without limitation, all of Debtor's tax refund claims, patents, copyrights, licences, trademarks, trade names, service marks, patent application chooses and in action;
- (IX) **Instruments** shall have the meaning ascribed to it the code;
- (X) **Inventory** means all raw materials, work-in-process, finished goods, goods being leased pursuant to Rental/Purchase contracts, and other goods held by Debtor for sale or lease or furnished under contracts of service;
- (XI) **Merchandise** means goods distributed or sold to Debtor through Aaron Rents, Inc. and
- (XII) **Rental/Purchase contracts** means a contract between Debtor and a customer to rent Merchandise in the form approved by Aaron Rents, Inc. (and which may include purchase options).

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Exhibit B

Legal Description of the Center

Lots 1, 2, 3, 4, 5, 6, 7, 8 and that part of Lot 15 lying westerly of the lot line between lots 8 and 9 extended northeasterly, Gordon Plaza Addition to Sioux City, Woodbury County, Iowa