

NUM PAGES 7
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RECD Down - Adams Land Title
RETURN Adams Land Title
Hastings NE 68901



20101698

ADAMS COUNTY, NE
FILED
INST. NO. **20101698**
Date 5-5-10 Time 4:01 PM
Jamies D Johnson
REGISTER OF DEEDS

NUM: Hastings Industrial Park West
RD COMP: x 4:10
COMPARE: ✓ RO
CADAS: — AO ✓

RESERVED FOR REGISTER OF DEEDS RECORDING SPACE
ADAMS COUNTY NE



ADAMS COUNTY, NE
FILED
INST. NO. **20101698**

Date 5-5-10 Time 4:01 PM

Jamie D Johnson
REGISTER OF DEEDS

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Schiff Hardin, LLP
1201 West Peachtree Street, Suite 2300
Atlanta, GA 30309
Attn: Amy E. Sullivan

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
Bubba Foods, LLC

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
4339 Roosevelt Boulevard, Suite 400 Jacksonville FL 32210 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
LLC Delaware 3259660 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
Wells Fargo Bank, National Association

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
225 Water Street, 2nd Floor (MAC Code: Z3055-022) Jacksonville FL 32202 USA

4. This FINANCING STATEMENT covers the following collateral:
SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED HEREIN BY THIS REFERENCE FOR A DESCRIPTION OF THE COLLATERAL.
SEE EXHIBIT "B" ATTACHED HERETO AND INCORPORATED HEREIN BY THIS REFERENCE FOR A DESCRIPTION OF THE REAL PROPERTY.

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. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (if applicable) [ADDITIONAL FEE] (optional) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA
ADAMS COUNTY, NEBRASKA REAL PROPERTY RECORDS

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

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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
Bubba Foods, LLC

OR

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

10. MISCELLANEOUS:
ADAMS COUNTY, NEBRASKA REAL PROPERTY RECORDS

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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.

14. Description of real estate:
SEE EXHIBIT "B" ATTACHED HERETO AND INCORPORATED HEREIN BY THIS REFERENCE.

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

16. Additional collateral description:

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

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ATTACHMENT TO UCC-1 FINANCING STATEMENT

Exhibit A

Debtor: **Bubba Foods, LLC**
4339 Roosevelt Boulevard, Suite 400
Jacksonville, Florida 32210
Attn: William H. Morris, President/CEO

Secured Party: **Wells Fargo Bank, National Association**
225 Water Street, 2nd Floor (MAC Code: Z3055-022)
Jacksonville, Florida 32202
Attn: Linda D. Coley, SVP

The Collateral

This Financing Statement covers the following collateral of Debtor to the extent owned by Debtor or in which Debtor has an interest (to the extent of such interest) (the "Property"):

(a) all Debtor's right, title and interest in and to those certain tracts, pieces or parcels of land in the Adams County, Nebraska more particularly described in Exhibit B attached hereto and made part hereof (the "Land");

(b) the Lease Agreement, dated April 1, 2010 between Debtor and the City of Hastings, Nebraska ("Issuer") ("Lease Agreement") and all of Debtor's rights and interests under the Lease Agreement, including the rights under any options (including options to purchase the Land) granted by the Issuer to Debtor therein;

(c) all of Debtor's right, title and interest in and to all buildings, structures and improvements of every nature whatsoever now or hereafter owned by Debtor and situated on the Land (collectively, the "Improvements"), and all gas and electric fixtures, radiators, heaters, engines and machinery, boilers, elevators and motors, plumbing and heating fixtures, carpeting and other floor coverings, fire extinguishers and any other safety equipment required by governmental regulation or law, water heaters, air conditioning apparatus, refrigerating plants, refrigerators, freezers, cooking apparatus and appurtenances, window screens, awnings and storm sashes, which are or shall be attached to said buildings, structures or improvements and all other furnishings, furniture, machinery, appliances, vehicles (excluding Debtor's personal automobiles, if any), building supplies and materials, warranties and other rights under construction service and other contracts, books and records, inventory, equipment, fixtures and accessions, chattels, chattel paper (whether tangible or electronic), instruments (including without limitation promissory notes), documents, accounts, deposit accounts, farm products, goods (including without limitation inventory, equipment, fixtures and accessions), consumer goods, and general intangibles (including without limitation payment

intangibles and software), investment property, letter of credit rights, letters of credit, money, supporting obligations, as extracted collateral, timber to be cut and all personal property of every kind and nature whatsoever now or hereafter owned or leased by Debtor and located in, on or about, or used or intended to be used with or in connection with the use, operation or enjoyment of the Property, including all extensions, additions, improvements, betterments, after acquired property, renewals, replacements and substitutions, or proceeds from a permitted sale of any of the foregoing, and all the right, title and interest of Debtor in any such furnishings, furniture, fixtures, machinery, equipment, appliances, vehicles and personal property subject to or covered by any prior security agreement, conditional sales contract, chattel mortgage or similar lien or claim, together with the benefit of any deposits or payments now or hereafter made by Debtor or on behalf of Debtor, all tradenames, trademarks, servicemarks, logos and goodwill related thereto which in any way now or hereafter belong to Debtor and relate or appertain to the Property or any part thereof or are now or hereafter acquired by Debtor; and all inventory, equipment, fixtures and accessions, chattels, chattel paper (whether tangible or electronic), instruments (including without limitation promissory notes), documents, accounts, deposit accounts, farm products, goods (including without limitation inventory, equipment, fixtures and accessions), consumer goods and general intangibles (including without limitation payment intangibles and software), investment property, letter of credit rights, letters of credit, money, supporting obligations, as extracted collateral, timber to be cut and all personal property of every kind and nature whatsoever constituting proceeds acquired with cash proceeds of any of the property described hereinabove, all of which are hereby declared and shall be deemed to be fixtures and accessions to the Land and a part of the Property as between the parties hereto and all persons claiming-by, through or under them, and which shall be deemed to be a portion of the security for the indebtedness described in the Leasehold Deed of Trust, Security Agreement and Fixture Financing Statement, dated April 1, 2010 between Debtor, as trustor, Wells Fargo Bank, National Association, as trustee, and Secured Party, as beneficiary ("Deed of Trust") and to be secured by the Deed of Trust. The location of the above described collateral is also the location of the Land;

(d) all of Debtor's right, title and interest in and to all easements, rights of way, strips and gores of land, vaults, streets, ways, alleys, passages, sewer rights, waters, water courses, water rights and powers, minerals, flowers, shrubs, crops, trees, timber and other emblements now or hereafter located on the Land or under or above the same or any part or parcel thereof, and all estates, rights, titles, interests, privileges, liberties, tenements, hereditaments and appurtenances, reversion and reversions, remainder and remainders, whatsoever, in any way belonging, relating or appertaining to the Property or any part thereof, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or leased or hereafter acquired by Debtor;

(e) all right, title and interest of Debtor in and to cash, if any from time to time on deposit in any project or sinking fund, created by any bond document created in connection with the City of Hastings, Nebraska Industrial Development Revenue Bonds (Bubba Foods, LLC Project), Series 2010 ("Bond Documents"), and investments, if any, from time to time held for credit of any project or sinking fund and investment income earned on such investments, subject to the rights of Debtor and the Issuer under the Lease

Agreement and the other Bond Documents to have amounts in the project funds applied as provided in the Lease Agreement and in the Bond Documents; and

(f) all income, rents, issues, profits and revenues of the Property from time to time accruing (including without limitation all payments under leases or tenancies, proceeds of insurance, condemnation payments, tenant security deposits whether held by Debtor or in a trust account, and escrow funds), and all the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of Debtor of, in and to the same; reserving only the right of Debtor to collect the same so long as no event of default has occurred and is continuing under the Deed of Trust.

Exhibit B

Legal Description

All of Lots Three (3), Four (4), Five (5), and Six (6), Ten (10), Eleven (11) and Twelve (12), all in block One (1), Hastings Industrial Park West, in the City of Hastings, Adams County, Nebraska, according to the recorded plat thereof.

AT8196844.1