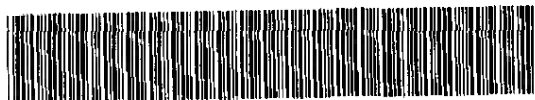


00016491



UCC 2006012368



FEB 03 2006 08:54 P 7

Affects lot 60

Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
2/3/2006 08:54:05.93



2006012368

UCC

7 pgs
4 attach.

FEE	<u>12.00</u>	FB	<u>01-00000</u>
BHP	<u>24-16-11</u>	C/O	<u>✓</u> COMP
DEL		SCAN	FV

NT-com

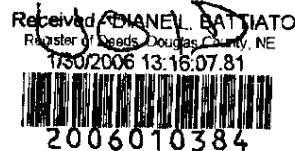
33

#1200

Diane L. Battiato
 Douglas County Register of Deeds
 1819 Farnam Street, Rm. H-09
 Omaha, Nebraska 68183-0009
 (402) 444-7457

NOTICE OF REFUSAL TO ACCEPT RECORD PRESENTED FOR FILING

The instrument could not be filed because:



- It must be recorded in County, _____
- It must be recorded with Secretary of State, because:
 - The debtor is a "transmitting utility."
 - The collateral is not "as extracted" collateral or "timber to be cut."
 - It does not indicate that it is a "fixture filing."
- The debtor information is incomplete because:
 - The name(s) is/are:
 - missing
 - incomplete incorrect
 - illegible indecipherable
 - The mailing address is:
 - incomplete missing
 - It does not indicate whether the debtor is:
 - an individual or an organization
 - is an organization and fails to state:
 - the type of organization
 - the jurisdiction where organized
 - it's I.D. number or that it has none
 - The second party or secured party's representative information is incomplete because:
 - The name(s) is/are:
 - missing
 - incomplete incorrect
 - illegible indecipherable

- The mailing address is:
 - incomplete
 - missing
- The legal description is:
 - incomplete missing
 - incorrect vacated
- The book or page number is:
 - missing incorrect
- The initial financing statement has lapsed.
- The assignee's information is incomplete because:
 - The name(s) is/are:
 - missing incomplete
 - incorrect illegible
 - indecipherable
 - The mailing address is:
 - incomplete missing
- Continuation Statements may only be recorded within the 6-month period prior to the initial financing statement lapsing.
- Cannot perform 2 actions on one document.
- The recording fee is insufficient.
- The correct recording fee for this instrument is:

\$10.00 for the first page	10.00
\$0.50 for each attached page	\$ _____
Total	\$ _____

Examiner: *SA*
 Supervisor:

REMARKS: *(2nd reject) -*
Rejected with document # 2006010382

PLEASE LEAVE THIS REJECTION NOTICE ATTACHED IF YOU RESUBMIT THIS INSTRUMENT FOR RECORDING IF YOU ATTACH ADDITIONAL PAGES PLEASE INCLUDE 50¢ FOR EACH ADDITIONAL PAGE

#33

3

Diane L. Battiato
Douglas County Register of Deeds
1819 Farnam Street, Rm. H-09
Omaha, Nebraska 68183-0009
(402) 444-7457

NOTICE OF REFUSAL TO ACCEPT RECORD PRESENTED FOR FILING

The instrument could not be filed because:

Received: DIANE L. BATTIATO
 Register of Deeds, Douglas County, NE
 1/28/2006 12:30:52 AM
 200609227

- It must be recorded in County, _____
- It must be recorded with Secretary of State, because:
 - The debtor is a "transmitting utility."
 - The collateral is not "as extracted" collateral or "timber to be cut."
 - It does not indicate that it is a "fixture filing."
- The debtor information is incomplete because:
 - The name(s) is/are:
 - missing
 - incomplete incorrect
 - illegible indecipherable
 - The mailing address is:
 - incomplete missing
 - It does not indicate whether the debtor is:
 - an individual or an organization
 - is an organization and fails to state:
 - the type of organization
 - the jurisdiction where organized
 - it's I.D. number or that it has none
- The second party or secured party's representative information is incomplete because:
 - The name(s) is/are:
 - missing
 - incomplete incorrect
 - illegible indecipherable

- The mailing address is:
 - incomplete
 - missing
- The legal description is:
 - incomplete missing
 - incorrect vacated
- The book or page number is:
 - missing incorrect
- The initial financing statement has lapsed.
- The assignee's information is incomplete because:
 - The name(s) is/are:
 - missing incomplete
 - incorrect illegible
 - indecipherable
 - The mailing address is:
 - incomplete missing
- Continuation Statements may only be recorded within the 6-month period prior to the initial financing statement lapsing.
- Cannot perform 2 actions on one document.
- The recording fee is insufficient.
- The correct recording fee for this instrument is:

\$10.00 for the first page	10.00
\$0.50 for each attached page	\$ 2.00
Total	\$ 12.00

Examiner: *LM*
 Supervisor:

REMARKS:

PLEASE LEAVE THIS REJECTION NOTICE ATTACHED IF YOU RESUBMIT THIS INSTRUMENT FOR RECORDING
IF YOU ATTACH ADDITIONAL PAGES PLEASE INCLUDE 50¢ FOR EACH ADDITIONAL PAGE



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Boris Belkin
Legal Assistant
Cahill Gordon & Reindel LLP
80 Pine Street
New York, NY 10005

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 HARLAN SPRAGUE DAWLEY, INC.						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 298 South Carroll Road			CITY Indianapolis	STATE IN	POSTAL CODE 46229	COUNTRY USA
1d. SEE INSTRUCTIONS 35-1071009	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION Indiana	1g. ORGANIZATIONAL ID #, if any 194344-051 <input type="checkbox"/> 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 <input type="checkbox"/> 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 UBS AG, STAMFORD BRANCH, as Collateral Agent						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 677 Washington Boulevard			CITY Stamford	STATE CT	POSTAL CODE 06901	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto and by this reference incorporated herein for a description of the collateral located at the real property described on SCHEDULE A attached hereto.

[Fixtures relating to the DEED OF TRUST]

Property Address:

6056 N. 156th Street
Omaha, NE 68116

5. ALTERNATIVE DESIGNATION (if applicable)	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. <input checked="" type="checkbox"/> 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 FEE)		All Debtors		Debtor 1	Debtor 2

8. OPTIONAL FILER REFERENCE DATA
To be filed with the Nebraska Secretary of State. Deed of Trust (08). [15370.344]

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
HARLAN SPRAGUE DAWLEY, INC.

OR

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

10. MISCELLANEOUS:
To be filed with the Nebraska Secretary of State.

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:

The above collateral includes items which are or are to become fixtures on the real property described on Schedule A attached hereto.

Property Address:

6056 N. 156th Street
Omaha, NE 68116

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

[Nebraska Secretary of State. Deed of Trust.]

Exhibit A to UCC-1 Financing Statement
made by HARLAN SPRAGUE DAWLEY, INC., as Grantor, in favor of
UBS AG, STAMFORD BRANCH, as Collateral Agent, as Beneficiary.

Description of Collateral.

A. Trust Property. The property covered by this financing statement is all of Debtor's estate, right, title and interest in, to and under the following property, whether now owned or held or hereafter acquired from time to time (collectively, the "Trust Property"):

- (i) Land;
- (ii) Improvements, including, without limitations Fixtures;
- (iii) Leases;
- (iv) Rents;
- (v) Permits;
- (vi) Contracts;
- (vii) Records; and
- (viii) Proceeds.

B. Operative Document. This Financing statement relates to that certain Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing (as it may be amended, supplemented or modified from time to time, the "Deed of Trust"), made by Debtor, as Grantor, in favor of Secured Party, as Beneficiary and Collateral Agent, dated as of even date herewith.

C. Definitions. Capitalized terms used and otherwise not defined herein shall have the meaning assigned thereto in the Deed of Trust.

The Deed of Trust is of record or will be placed of record with the Nebraska Secretary of State.

Property Address:

6056 N. 156th Street
Omaha, NE 68116

SCHEDULE A. LEGAL DESCRIPTION

A parcel of land in the East Half of the Southeast Quarter of Section 34, Township 16 North, Range 11 East of the 6th P.M., Douglas County, Nebraska, said parcel being more particularly described as follows: Commencing at the East Quarter corner of said Section 34; thence along the Northerly line of said Southeast Quarter, South 87 degrees 37 minutes 15 seconds West, 45.00 feet to the point of beginning; thence continuing along said Northerly line, South 87 degrees 37 minutes 15 seconds West, 285.00 feet; thence parallel with the Easterly line of said Southeast Quarter, South 02 degrees 47 minutes 56 seconds East, 454.50 feet; thence parallel with the Northerly line of said Southeast Quarter, North 87 degrees 37 minutes 15 seconds East, 285.00 feet to a point on the Westerly right of way line of 156th Street, as now established; thence along said Westerly right of way line, North 02 degrees 47 minutes 56 seconds West, 454.50 feet to the point of beginning.