

This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code:

No. of Additional Sheets Presented:

Maturity Date 3. (Optional):

12

1. Debtor(s) (Last Name First) and Address(es):
C. JAMES FABIAN, TRUSTEE UNDER
DECLARATION OF TRUST DATED APRIL
5, 1989.

550 S. STATE COLLEGE BLVD.
FULLERTON, CA 92631
Social Security No. 567-32-1199

2. Secured Party(ies): Name(s) and Address(es):
DOUGLAS COUNTY BANK & TRUST CO.
6015 N.W. RADIAL HWY.
OMAHA, NE 68104

Federal I.D. No. 47-0145390

4. For Filing Officer: Time, Date,
No., Filing Office

131-74A

5. The Financing Statement Covers the Following Types (or Items) of Property:

SEE ATTACHED EXHIBIT "A"

BOOK 131 PAGE 74

Proceeds—

Products of the Collateral are Also Covered:

6. To be Recorded in Real Estate Mortgage Records

7. Description of Real Estate:

SEE ATTACHED LEGAL DESCRIPTION

8. Name(s) of Record Owner(s):

9. Assignee(s) of Secured Party and Address(es)

10. This statement is filed without the debtor's signature to perfect a security interest in collateral (check if so)

- already subject to a security interest in another jurisdiction when it was brought into this state, or
- which is proceeds of the following described original collateral which was perfected:

C. JAMES FABIAN, TRUSTEE UNDER DECLARATION OF TRUST DATED
APRIL 5, 1989

DOUGLAS COUNTY BANK & TRUST CO.

By C. James Fabian, Trustee
C. JAMES FABIAN, TRUSTEE or(s)

By Paul T. Friesen
PAUL T. FRIESEN, ASST. VICE PRESIDENT

FORM 891

(1) FILING OFFICER COPY

9 56-42460

CASE 206 BK 131 NO 35-15-12 FE 01-60000

TYPE UCC PG 14 C/O COMP 12 SCAN ---

FEE 9.00 OF UCC LEGAL PG 15 MC --- PV ---

RECEIVED

SEP 1 2 19 PM '93

GEORGE J. BUGLE, JR.
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

Exhibit "A"

131-74 B

This financing statement covers the following types (or items) of property (herein called the Collateral)

(a) INVENTORY:

- All inventory of Debtor, whether now owned or hereafter acquired and wherever located;

(b) EQUIPMENT, and FARM PRODUCTS:

- All equipment of Debtor, whether now owned or hereafter acquired, including but not limited to all present and future machinery, vehicles, furniture, fixtures, manufacturing equipment, farm machinery and equipment, shop equipment, office and recordkeeping equipment, parts and tools, and the goods described in any equipment schedule or list herewith or hereafter furnished to Secured Party by Debtor.

- All farm products of Debtor, whether now owned or hereafter acquired, including but not limited to (i) all poultry and livestock and their young, products thereof and produce thereof, (ii) all crops, whether annual or perennial, and the products thereof, and (iii) all feed, seed, fertilizer, medicines and other supplies used or produced by Debtor in farming operations.

(c) ACCOUNTS AND OTHER RIGHTS TO PAYMENT:

- Each and every right of Debtor to the payment of money, whether such right to payment now exists or hereafter arises, whether such right to payment arises out of a sale, lease or other disposition of goods or other property by Debtor, out of a rendering of services by Debtor, out of a loan by Debtor, out of the overpayment of taxes or other liabilities of Debtor, or otherwise arises under any contract or agreement, whether such right to payment is or is not already earned by performance, and howsoever such right to payment may be evidenced, together with all other rights and interest (including all liens and security interests) which Debtor may at any time have by law or agreement against any account debtor or other obligor obligated to make any such payment or against any of the property of such account debtor or other obligor; all including but not limited to all present and future debt instruments, chattel papers, accounts, loans and obligations receivable and tax refunds.

(d) GENERAL INTANGIBLES:

- All general intangibles of Debtor, whether now owned or hereafter acquired, including, but not limited to, applications for patents, copyrights, trademarks, trade secrets, good will, tradenames, customers lists, permits and franchises, and the right to use Debtor's name.

together with all substitutions and replacements for and products of any of the foregoing property not constituting consumer goods and together with proceeds of any and all of the foregoing property, and in the case of all tangible Collateral, together with all accessions and, except in the case of consumer goods, together with (i) all accessories, attachments, parts, equipment and repairs now or hereafter attached or affixed to or used in connection with any such goods, and (ii) all warehouse receipts, bills of lading and other documents of title now or hereafter covering such goods; and the books and records pertaining to all of the foregoing property.

Any separate clause or sentence on this Addendum preceded by a is an option to be selected and marked, and any option not marked is not applicable.

131-74 C

State of California

County of San Bernardino

} SS.

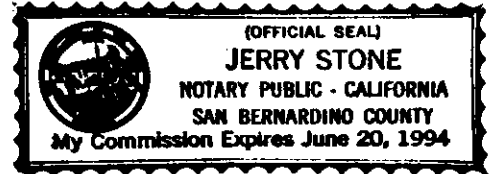
Title or Type of Document: Financing Statement
Number of Pages 6 Date of Document Re: 4-5-89
Signer(s) Other than named below _____

On August 12, 1993 before me, Jerry Stone,
Notary Public, personally appeared C. James Fabian, Trustee *****,
personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose
name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the
same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

NOTARIAL SEAL AFFIXED
REGISTER OF DEEDS

Signature *Jerry Stone* (Seal)



1 (Revised 11/92)

131-74 D
B

LEGAL DESCRIPTION

NEAR

Lots One, Two and Three (1, 2, and 3) of Westgate Addition, together with part of the East 633.0 feet of the North 525.00 feet of the Northeast Quarter (NE 1/4) of Section Thirty-five, Township Fifteen North, Range Twelve (35-15-12) East of the 6th p.m., Douglas County, Nebraska, together with vacated Oak Street, abutting on the South, all more particularly described as follows: Referring to the Northeast corner of the Northeast Quarter (NE 1/4) of Section Thirty-five, Township Fifteen North, Range Twelve (35-15-12) East of the 6th p.m.; thence south along the center line of 72nd Street a distance of 525.00 feet; thence West a distance of 50.00 feet to the West Right-of-Way line of 72nd Street and Point of Beginning; thence, in a Northerly direction with an angle of 87 Degrees 08 Minutes 13 Seconds right from the last described course a distance of 157.43 feet to a point; thence in a Northwesterly direction along a curve to the left, said curve having radius of 340.00 feet, a distance of 464.47 feet to a point, said point being 461.16 feet North and 327.57 feet West of Point of Beginning; thence in a Northwesterly direction a distance of 59.82 feet to a point, said point being 468.02 feet North, and 370.00 feet West of the Point of Beginning; thence South a distance of 468.02 feet to a point on the North line of Lot 5; thence East a distance of 130.00 feet to the Northeast corner of Lot Four (4); thence South along the East line of Lot 4, a distance of 125.04 feet; thence East along the North Right-of-Way line of Oak Street a distance of 90.0 feet; thence South a distance of 60.0 feet to Northwest corner of Lot Two Hundred Twenty-three (223), Westgate Addition, thence East 150 feet to the Northeast corner of said Lot Two Hundred Twenty-three (223) and West Right-of-Way line of 72nd Street, thence North 185.0 feet to Northeast corner of Lot 1, Westgate Addition and Point of beginning.

MARY F. NOLTE
DOUGLAS COUNTY BANK & TRUST CO.
6015 N.W. RADIAL HWY.
OMAHA, NE 68104