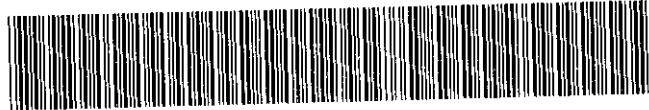




UCC 2009038760



APR 22 2009 14:00 P 4

FEE 1100 FR 01.60000  
B BKP 2:14:20 MB COMP  
DEL SCAN FV

Received - DIANE L. BATTIATO  
Register of Deeds, Douglas County, NE  
4/22/2009 14:00:30.87



2009038760

THE ABOVE SPACE IS FOR REGISTER OF DEEDS RECORDING DATA

U C C Recording Cover Sheet

UCC  
4 PGS  
2 ATTACHMENTS  
1 LOTS / SECTIONS

Legal Description:  
(If not contained in instrument)

Return To: 35  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Check Number

349795-

# UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

---

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Great Western Bank  
6015 N.W. Radial Hwy.  
P.O. Box 4070  
Omaha, NE 68104-0070

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  
**PEERLESS ENERGY SYSTEMS, LLC**

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**4601 SOUTH 76TH CIRCLE OMAHA NE 68127 USA**

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any  
**LLC NE**  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  
**Great Western Bank**

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**6015 N.W. Radial Hwy., P.O. Box 4070 Omaha NE 68104-0070 USA**

4. This FINANCING STATEMENT covers the following collateral:  
**All Inventory, Chattel Paper, Accounts, Equipment, General Intangibles and Fixtures; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and other accounts proceeds).**

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) [ADDITIONAL FEE] [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

35 392689

# 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 <b>PEERLESS ENERGY SYSTEMS, LLC</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

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. <u>SEE INSTRUCTIONS</u>	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	
					<input type="checkbox"/> 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 ATTACHED "EXHIBIT A"**

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

**AMAIRGEN HOLDINGS, L.L.C.  
15661 SHAMROCK CIRCLE  
OMAHA, NE 68118-2129**

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 for 30 years

“Exhibit A” attached to and made a part hereof a Financing Statement by and between Peerless Energy Systems, LLC (Borrower) and Great Western Bank (Lender) dated April 15, 2009.

**EXHIBIT A**

The land referred to in this document is situated in the State of **Nebraska**, County of **Douglas**, and is described as follows:

**A tract of land located in the Northeast Quarter of Section 2, Township 14 North, Range 12 East of the 6th P.M., in Douglas County, Nebraska, described as follows:**

**Commencing at the Northeast corner of the Northeast Quarter of said Section 2, which point is also the intersection of the centerlines of 72nd Street and "F" Street in Omaha, Nebraska; thence West 1578.00 feet along the North line of the Northeast Quarter of Section 2, which line is also the centerline of "F" Street; thence South 0°10' East 1615.00 feet to the point of beginning which point is on the East line of 76th Street and which point is also the Southwest corner of a tract of land owned by "General (Hot Point) Electric"; thence continuing South 0°10' East 229.91 feet along the East line of 76th; thence North 89°50' East 20.00 feet along the North line of the 76th Street Cul-De-Sac; thence South 0°10' East 100.00 feet along the East line of the 76th Street Cul-De-Sac; thence South 89°50' West 50.00 feet along the South line of the 76th Street Cul-De-Sac; thence South 0°10' East 98.43 feet along the East line of the Baxter Electric Company to a point on the North line of the property of the Union Pacific Railroad Company; thence North 82°06' East 80.44 feet along said North line; thence North 7°54' West 10.00 feet; thence North 74°04' East 94.67 feet along said North line; thence North 63°16' East 22.40 feet; thence North-Easterly along a circular arc which is concentric with and 9.5 feet from the center of a spur track of the Union Pacific Railroad Company, said arc having a chord whose length is 348.75 feet and whose bearing is North 31°52' East; thence North 0°28' East 75.60 feet, parallel to and 9.5 feet from aforementioned spur track, to a point on the South line of a tract owned by General Electric (Hot Point); thence due West along said South line for 345.56 feet to the point of beginning.**

NW  
NE  
SW  
SE

**Except a parcel of land described as follows:**

**commencing at the NE corner of the NE 1/4 of said Section 2, thence West 1578.00 feet along the North line of the NE 1/4 of Section 2; thence South 0°10' East, 1615.00 feet to the point of beginning which point is on the East line of 76th Street; thence continuing South 0°10' East, 229.91 feet along the East line of 76th St, thence North 89°50' East, 305.58 feet to a point on the West line of the Union Pacific Railroad Company property; thence Northeasterly along a circular arc which is concentric with and 9.5 feet from the center of a spur track of the Union Pacific Railroad Company, said arc having a chord whose length is 158.23 feet and whose bearing is North 14°09'27" East; thence North 0°28' East, 75.60 feet parallel to and 9.5 feet from the aforementioned spur track; thence due West 345.56 feet to the point of beginning. (The North line of Section 2, Township 14 North, Range 12, East assumed East-West in direction.)**

INITIALS \_\_\_\_\_