

7190



UCC FINANCING STATEMENT

UCC

LIEN NO. 90763376

HARSCH INVESTMENT PR

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGEMENT TO: Fairchild Record Search Ltd. c/o Charles Mathias P.O. Box 5040 Salem, OR 97304-0040

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME HARSCH INVESTMENT PROPERTIES, LLC			
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S) SUFFIX
1c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY
1121 Southwest Salmon Street, Suite 500	Portland	OR	97205 USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME			
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S) SUFFIX
2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME UNUM LIFE INSURANCE COMPANY OF AMERICA			
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S) SUFFIX
3c. MAILING ADDRESS	CITY	STATE	POSTAL CODE COUNTRY
2211 Congress Street - C244	Portland	ME	04122 USA

4. COLLATERAL: This financing statement covers the following collateral:

All items of personalty, equipment, fixtures and other property described in Exhibit A set forth below, which are now or hereafter located on or used in connection with the real property described in Exhibit B set forth below, together with all rents, profits and income now or hereafter derived from said real property.

5. Check <u>only</u> if applicable and check <u>only</u> one box: Collateral is <input type="checkbox"/> held in a Trust (see UCC1Ad, item 17 and Instructions) <input type="checkbox"/> being administered by a Decedent's Personal Representative	
6a. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Public-Finance Transaction <input type="checkbox"/> Manufactured-Home Transaction <input type="checkbox"/> A Debtor is a Transmitting Utility	
6b. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing	
7. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> Lessee/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licenser	
8. OPTIONAL FILER REFERENCE DATA: Loan No. 100012572 in Oregon	

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Secured Party: UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT A TO UCC-1 FINANCING STATEMENT

Paragraph 4, continued:

This financing statement covers the following types (or items) of property:

(a) All fixtures, fittings, furnishings, appliances, apparatus, goods, equipment, machinery and other personal property of whatever kind and nature (except artwork) at present contained in or hereafter placed in any Improvement, including, without limitation, all radiators, heaters, air-conditioners, solar panels, transformers, generators, engines, boilers, ranges, ovens, elevators and motors, escalators, bathtubs, sinks, toilets, basins, pipes, faucets and other ventilating, heating, cooling, plumbing, lighting, gas and electrical systems, controls and fixtures, mirrors, mantles, refrigerating equipment, refrigerators, freezers, dishwashers, carpeting, floor coverings, furniture, laundry equipment, cooking apparatus and appurtenances, washing machines, dryers, trash compactors, computers and computer systems, equipment and apparatus, telephone and telecommunication systems, antennas, satellite dishes, receivers, transmitters and related equipment, incinerators, trash receptacles, drop ceilings, brackets and appurtenances, sprinklers and fire extinguishing systems, smoke detectors and other fire alarm devices, door bell systems, alarm and security systems, screens, awnings, doors, storm and other detachable doors and windows, built-in cases, counters, sculptures, statuary, fountains, trees, hardy shrubs and perennial flowers, interior and exterior cleaning, plowing, lawn care, maintenance and repair machinery, vehicles or equipment, signs, pylons, monuments, and all building material, supplies, and equipment now or hereafter delivered to the Land or Improvements and installed or used or intended to be installed or used therein; such other goods, equipment, chattels and personal property as are usually furnished by landlords in leasing premises of the Real Property's character;

(b) All leases, conditional sale agreements, chattel mortgages and use agreements of machinery, equipment and other personal property of Debtor in the categories hereinabove set forth, under which Debtor is the lessee of, or entitled to use, such items, together with all deposits and payments made thereunder, and Debtor agrees to execute and deliver to Secured Party specific separate assignments to Secured Party of such instruments when requested by Secured Party; but nothing herein constitutes Secured Party's consent to any financing of any fixtures or personal property, and nothing herein shall obligate Secured Party to perform any obligations of Debtor under any such leases, or agreements unless it so chooses, which obligations Debtor hereby covenants and agrees to well and punctually perform;

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(c) All refunds, rebates, reimbursements, reserves, deferred payments, deposits, cost savings, governmental subsidy payments, governmentally-registered credits (such as emissions reductions credits), other credits, waivers and payments, whether in cash or in kind, due from or payable by (i) any federal, state, county or municipal government, or political subdivision thereof, any governmental or quasi-governmental agency, authority, board, bureau, commission, district, department, instrumentality, or public body, or any court, administrative tribunal, or public utility (each, a "Governmental Agency") for any taxes, special taxes, assessments, or similar governmental or quasi-governmental charges or levies imposed upon Debtor with respect to the Property or upon the Property, or (ii) any Governmental Agency or any insurance or utility company relating to the Property or arising out of the satisfaction of any conditions imposed upon or the obtaining of any approvals for the development or rehabilitation of the Property;

(d) All permits, licenses, orders and approvals of whatever nature from any Governmental Agency, related in any way to the Property, whether received by Debtor or applied for and not yet received or not yet applied for;

(e) To the extent not included in the foregoing, all tangible or intangible personal property of any kind or nature whatsoever that is or will be used in the construction of, placed upon, or is or will be derived from, related to or used in connection with the ownership, management, use, maintenance, or enjoyment of the Property, including without limitation: (i) choses in action, all causes of action, judgments, awards of damages and settlements hereafter made including, but not limited to, those resulting from or in lieu of any taking of the Property or any part thereof under the power of eminent domain, or for any damage to the Property; (ii) all insurance policies and proceeds thereof covering the Property; (iii) all blueprints, plans, maps, documents, books and records relating to the Property; (iv) all contracts for utilities, services or materials relating to the Property, but nothing herein shall obligate Secured Party to perform the obligations of Debtor under such contracts; (v) all deposits, letters of credit, performance bonds or other security given to any Governmental Agency in connection with any permit or approval relating to the Property; (vi) all monies now or hereafter on deposit with or held by Secured Party or any agent of Secured Party for the payment of governmental impositions or insurance premiums relating to the Property or for subsequent disbursement for any purpose until expended or applied as provided in the Deed of Trust encumbering the Real Property; (vii) all trade names, trademarks and good will; (viii) all existing and future records with respect to environmental matters, whether located at the Land or elsewhere, whether in the possession of Debtor or some third party (including any Governmental Agency), and whether written, photographic, or computerized; (ix) any other equitable or contract rights pertaining to the Property; and (x) deposit accounts, letter of credit rights, supporting obligations, instruments, chattel paper, investment property, and general intangibles, as each of these terms is defined in the Uniform

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Commercial Code of California, but provided that this shall not include any original paintings or other artwork owned by Debtor or an affiliate of Borrower and located at the property; and

(f) All additions or accessions to, renewals, amendments, extensions, and replacements of, substitutions for and the products of all of the above, and all cash and non-cash proceeds thereof, received when any such property (or the proceeds thereof) is sold, exchanged, leased, licensed, or otherwise disposed of, whether voluntarily or involuntarily.

The term "Real Property" as used herein shall refer to the real estate described in Exhibit B attached hereto together with all buildings structures, and other improvements now or hereafter situated, placed or constructed thereon. The granting of a security interest in proceeds shall not be deemed evidence of consent by Secured Party to the sale, encumbrance, transfer or other disposition of collateral, and Debtor shall not sell, encumber, transfer or otherwise dispose of the same except to the extent, if any, permitted under the Deed of Trust encumbering the Real Property, executed by Debtor in favor of Secured Party on or about the date hereof.

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Secured Party: UNUM LIFE INSURANCE COMPANY OF AMERICA

EXHIBIT B TO UCC-1 FINANCING STATEMENT

LEGAL DESCRIPTION

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE UNINCORPORATED AREA IN COUNTY OF SACRAMENTO, STATE OF CALIFORNIA AND IS DESCRIBED AS FOLLOWS:

A PORTION OF SECTION 12, TOWNSHIP 9 NORTH, RANGE 4 EAST AND SECTION 7, TOWNSHIP 9 NORTH, RANGE 5 EAST, MOUNT DIABLO MERIDIAN, COUNTY OF SACRAMENTO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

PARCEL ONE:

A PORTION OF PARCELS 1, 2 AND 4, AS SAID PARCELS ARE DESCRIBED IN THAT CERTIFICATE OF COMPLIANCE RECORDED IN BOOK 20010130 PAGE, 1109, OF THE OFFICIAL RECORDS OF SACRAMENTO COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SAID PARCEL 1; THENCE SOUTH 00° 50' 45" EAST 496.17 FEET ALONG THE WESTERLY LINE OF SAID PARCELS 1 AND 4 TO A POINT ON THE WESTERLY LINE OF SAID PARCEL 4 LOCATED NORTH 00° 50' 45" WEST 504.93 FEET FROM THE SOUTHWEST CORNER OF SAID PARCEL 4; THENCE NORTH 89° 10' 01" EAST 617.41 FEET; THENCE NORTH 84° 36' 24" EAST 174.26 FEET TO A POINT ON THE EASTERLY LINE OF SAID PARCEL 2 LOCATED SOUTH 05° 23' 44" EAST 113.75 FEET FROM THE NORTHERLY TERMINUS OF THAT LINE CITED AS "NORTH 05° 23' 44" WEST 188.66" IN SAID CERTIFICATE OF COMPLIANCE; THENCE ALONG THE EASTERLY LINE OF SAID PARCEL 2 THE FOLLOWING THREE CONSECUTIVE COURSES: 1.) NORTH 05° 23' 44" WEST 113.75 FEET, 2.) NORTH 89° 04' 49" EAST 25.81 FEET, AND 3.) NORTH 05° 23' 44" WEST 358.68 FEET TO THE NORTHEAST CORNER OF SAID PARCEL 2; THENCE WEST 779.54 FEET ALONG THE NORTHERLY LINES OF SAID PARCELS 2 AND 1 TO THE POINT OF BEGINNING, SAID DESCRIPTION IS REFERENCED AS PARCEL A IN THE LOT-LINE ADJUSTMENT RECORDED December 28, 2001, IN BOOK 20011228 PAGE 2239.

ASSESSOR'S PARCEL NOS.: 225-0944-099, 100, 091-0000

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PARCEL TWO:

A PORTION OF PARCEL 3, AS SAID PARCEL IS DESCRIBED IN THAT CERTIFICATE OF COMPLIANCE RECORDED IN BOOK 20010130 PAGE 1109, OF THE OFFICIAL RECORDS OF SACRAMENTO COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF SAID PARCEL 3; THENCE SOUTH 00°27'22" EAST 461.21 FEET ALONG THE EASTERLY SIDE OF PARCEL 3 TO A POINT LOCATED NORTH 00°27'22" WEST 353.04 FEET FROM THE SOUTHEAST CORNER OF SAID PARCEL 3; THENCE NORTH 89°59'52" WEST 283.55 FEET TO AN INTERIOR ANGLE POINT IN THE WESTERLY LINE OF SAID PARCEL 3; THENCE ALONG THE WESTERLY AND NORTHERLY LINES OF SAID PARCEL 3 THE FOLLOWING FOUR (4) CONSECUTIVE COURSES; (1) WEST 27.42 FEET, (2) NORTH 454.62 FEET, (3) 83.47 FEET ALONG THE ARC OF A 1960.00 FOOT RADIUS CURVE RIGHT THROUGH A CENTRAL ANGLE OF 02°26'24" (CHORD: NORTH 87°53'16" EAST 83.46 FEET), AND (4) NORTH 89°06'28" EAST 223.93 FEET TO THE POINT OF BEGINNING, SAID DESCRIPTION IS REFERENCED AS PARCEL D IN THE LOT-LINE ADJUSTMENT RECORDED DECEMBER 28, 2001, IN BOOK 20011228 PAGE 2239.

ASSESSOR'S PARCEL NUMBER: 225-0944-096, 097 AND 098-0000

PARCEL THREE:

THE PARCEL OF LAND AS DESCRIBED IN THE GRANT DEED TO HARSCH INVESTMENT PROPERTIES RECORDED AUGUST 17, 2001, IN BOOK 20010817 OF OFFICIAL RECORDS AT PAGE 1453, HEREINAFTER REFERRED TO AS HARSCH PROPERTY AND PARCEL 6 AS DESCRIBED IN THE GRANT DEED TO HARSCH INVESTMENT PROPERTIES RECORDED AUGUST 17, 2001, IN BOOK 20010817 OF OFFICIAL RECORDS, AT PAGE 1452, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SAID HARSCH PROPERTY; THENCE LEAVING SAID POINT OF BEGINNING AND ALONG THE NORTH LINE OF SAID HARSCH PROPERTY NORTH 89° 32' 28" EAST 497.09 FEET TO THE NORTHEAST CORNER OF SAID HARSCH PROPERTY; THENCE ALONG THE EAST LINE OF SAID HARSCH PROPERTY THE FOLLOWING THREE (3) COURSES: (1) SOUTH 23° 18' 41" WEST 10.93 FEET, (2) SOUTH 89° 32' 28" WEST 166.69 FEET AND (3) SOUTH 00° 27' 22" EAST 311.08 FEET TO THE SOUTHEAST CORNER OF SAID HARSCH PROPERTY, SAID SOUTHEAST CORNER LOCATED ON THE NORTH LINE OF SAID PARCEL 6; THENCE ALONG SAID NORTH LINE OF SAID PARCEL 6 NORTH 89° 32' 38" EAST 75.00 FEET TO THE NORTHEAST CORNER OF SAID PARCEL 6; THENCE ALONG THE EAST LINE OF SAID PARCEL 6 SOUTH 00° 27' 22" EAST 221.36 FEET TO THE SOUTHEAST CORNER OF SAID PARCEL 6; THENCE ALONG THE SOUTHERLY LINE OF SAID PARCEL 6 THE FOLLOWING TWO (2) COURSES: (1) SOUTH 88° 24' 30"

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WEST 461.09 FEET AND (2) SOUTH 88° 24' 34" WEST 97.88 FEET TO THE SOUTHWESTERLY CORNER OF SAID PARCEL 6; THENCE ALONG THE WESTERLY LINE OF SAID PARCEL 6 THE FOLLOWING THREE (3) COURSES: (1) NORTH 10° 27' 11" WEST 13.19 FEET, (2) SOUTH 89° 20' 33" WEST 14.33 FEET AND (3) NORTH 00° 50' 45" WEST 210.39 FEET TO THE NORTHWEST CORNER OF SAID PARCEL 6; THENCE ALONG SAID NORTH LINE OF PARCEL 6 NORTH 89° 32' 38" EAST 175.91 FEET TO AN ANGLE POINT IN SAID NORTH LINE OF PARCEL 6; THENCE CONTINUING ALONG SAID NORTH LINE AND THE WEST LINE OF SAID HARSCH PROPERTY NORTH 00° 27' 22" WEST 330.17 FEET TO THE POINT OF BEGINNING, SAID DESCRIPTION WAS CONSOLIDATED BY CERTIFICATE OF COMPLIANCE RECORDED December 20, 2002, IN BOOK 20021220 PAGE 1222.

ASSESSOR'S PARCEL NUMBER: 225-0944-080, 081 AND 082-0000
ASSESSOR'S PARCEL NUMBER: 237-0410-042-0000

PARCEL FOUR:

PARCEL 6, AS SHOWN ON THAT CERTAIN PARCEL MAP FILED IN BOOK 67 OF PARCEL MAPS AT PAGE 32, AND A PORTION OF PARCEL B, AS SHOWN ON THAT CERTAIN PARCEL MAP FILED IN BOOK 50 OF PARCEL MAPS, AT PAGE 3, SACRAMENTO COUNTY RECORDS AND PARCEL 3 OF CERTIFICATE OF COMPLIANCE RECORDED IN BOOK 80-09-18, AT PAGE 933, OFFICIAL RECORDS OF SACRAMENTO COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWESTERLY CORNER OF SAID PARCEL 6: THENCE FROM SAID POINT OF BEGINNING ALONG THE NORTHERLY LINE OF SAID PARCEL 6 NORTH 89 DEGREES 06°08" EAST 278.48 FEET TO THE NORTHWESTERLY CORNER OF AFORESAID PARCEL 3 OF CERTIFICATE OF COMPLIANCE; THENCE ALONG THE NORTHERLY, EASTERLY AND SOUTHERLY LINES OF SAID PARCEL 3 THE FOLLOWING 6 (6) COURSES AND DISTANCES: (1) NORTH 89 DEGREES 06°08" EAST 552.45 FEET, (2) SOUTH 00 DEGREES 53'52" EAST 248.06 FEET, (3) SOUTHWESTERLY ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT, CONCAVE NORTHWESTERLY HAVING A RADIUS OF 55.00 FEET AND BEING SUBTENDED BY A CHORD BEARING SOUTH 26 DEGREES 09'29" WEST 50.03 FEET; (4) SOUTHERLY ALONG THE ARC OF A TANGENT CURVE TO THE LEFT, CONCAVE EASTERLY, HAVING A RADIUS OF 90.00 FEET AND BEING SUBTENDED BY A CHORD BEARING SOUTH 00 DEGREES 37'42" WEST 142.96 FEET, (5) SOUTH 23 DEGREES 20'00" WEST 80.17 FEET, AND (6) SOUTH 89 DEGREES 33'57" WEST 497.08 FEET TO THE SOUTHEASTERLY CORNER OF AFORESAID PARCEL 6: THENCE ALONG THE SOUTHERLY AND WESTERLY LINES OF SAID PARCEL 6 THE FOLLOWING TWO (2) COURSES: SOUTH 89 DEGREES 33' 57" WEST 235.06 FEET, AND (2) NORTH 05 DEGREES 22'26" WEST 504.25 FEET TO THE POINT OF BEGINNING.

APN'S: 237-0410-027-0000, 225-0944-042-0000, 225-0944-043-0000 & 225-0944-002-0000

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Secured Party: UNUM LIFE INSURANCE COMPANY OF AMERICA

PARCEL FIVE:

NON-EXCLUSIVE EASEMENTS AS CONTAINED IN THAT CERTAIN DOCUMENT ENTITLED "DECLARATION AND GRANT OF RECIPROCAL EASEMENTS," RECORDED JANUARY 3, 2001, IN BOOK 20010103, PAGE 1105, OF OFFICIAL RECORDS AND AS CORRECTED BY THAT CERTAIN DOCUMENT RECORDED FEBRUARY 8, 2001, IN BOOK 20010208, PAGE 884, OF OFFICIAL RECORDS.

PARCEL SIX:

NON-EXCLUSIVE EASEMENTS AS CONTAINED IN THAT CERTAIN DOCUMENT ENTITLED "DECLARATION AND GRANT OF RECIPROCAL EASEMENTS," RECORDED DECEMBER 28, 2001, IN BOOK 20011228, PAGE 2240, OF OFFICIAL RECORDS.