

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Shari L. Sixbery (800) 522-7832

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Return To
 CT Corporation Systems
 UCC Division
 17 South High St. #1100
 Columbus, OH 43215

PROPERLY FILED IN COOK COUNTY CLERK'S OFFICE

Box 170



THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **97958759 pg 1-3 recorded 12/22/97**

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b and give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. DELETE name: Give record name to be deleted in item 6a or 6b. ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME
Wells Fargo Bank Minnesota, N.A. as Indentured Trustee of Captec Franchise Loan Trust 1998-1

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS 11000 Broken Land Parkway	CITY Columbia	STATE MD	POSTAL CODE 21044-3562	COUNTRY USA
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7d. TAX ID #, SSN OR EIN 51-6509943	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION Business Trust	7f. JURISDICTION OF ORGANIZATION Delaware	7g. ORGANIZATIONAL ID #, if any 2942914	<input type="checkbox"/> NONE
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8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

Total Assignment: All property described in original financing statement is assigned to: **Wells Fargo Bank Minnesota, N.A. as Indentured Trustee of Captec Franchise Loan Trust 1998-1, 11000 Broken Land Parkway, Columbia, MD 21044-3562.**

Original filing with Cook County, IL

See Exhibit A attached hereto.

See Exhibit B attached hereto.

CH-4778702-20 9/10

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
Credit Suisse First Boston Mortgage Capital

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA
Contract #6489

UNOFFICIAL COPY

Property of Cook County Clerk's Office

UNOFFICIAL COPY

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2001-09-17 15:53:51
Cook County Recorder 25.00

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6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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Wells Fargo Bank Minnesota, N.A. as Indentured Trustee of Captec Franchise Loan Trust 1998-1

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS

11000 Broken Land Parkway	CITY Columbia	STATE MD	POSTAL CODE 21044-3562	COUNTRY USA
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7d. TAX ID #: SSN OR EIN: 51-6509943

ADD'L INFO RE ORGANIZATION DEBTOR

7e. TYPE OF ORGANIZATION: Business Trust

7f. JURISDICTION OF ORGANIZATION: Delaware

7g. ORGANIZATIONAL ID #, if any: 2942914 NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

Total Assignment: All property described in original financing statement is assigned to: Wells Fargo Bank, Minnesota, N.A. as Indentured Trustee of Captec Franchise Loan Trust 1998-1, 11000 Broken Land Parkway, Columbia, MD 21044-3562.

Original filing with Cook County, IL

See Exhibit A attached hereto.

See Exhibit B attached hereto.

CH-4778702-20 9/10

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
Credit Suisse First Boston Mortgage Capital

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA
Contract #6489

DEBTOR: CHI-CO, INC.

LOAN NO.: 06489

EXHIBIT A

DESCRIPTION OF REAL PROPERTY

That part of Lot 6 in Carl Lagershausen Estate Division (hereinafter described) which lies north of the north line of Oakton Street as per document no. 10627381, west of the west line of Lee Street, east of the east line of the west 1052.58 feet of lot 6 (excepting therefrom the south 140.0 feet of the east 140.0 feet; and except the north 130.0 feet; and except that part of the south 200.00 feet which lies west of the west line of the east 140.0 feet thereof); and excepting therefrom that part thereof bounded and described as follows: commencing at the intersection of the north line of Oakton Street (as per plat recorded April 3, 1939 as document 10627381) and the west line of Lee Street (as per Carl Lagershausen Estate Division aforesaid); thence north on said west line to its intersection with a line 140 feet (as measured on the east line of said lot 6) north of and parallel with the north line of Oakton Street aforesaid for a place of beginning; thence continuing north on said west line to the south line of the north 130 feet of said lot 6 (as measured on the east line of said lot) thence west on said south line to its intersection with a line 17 feet west of and parallel with the west line of Lee Street as widened by Document 9171743 recorded February 5, 1926; thence south on said parallel line to its intersection with the afore-described 140 foot parallel line; thence east to the place of beginning, in Carl Lagershausen Estate Division of the south west 1/4 of Section 20, Township 41 north, range 12 east of the Third Principal Meridian, in Cook County, Illinois.

Street Address: 1560 Lee Street, Des Plaines, IL 60018

Permanent Index No.: 09.20.305.050.0000

Prepared By:

Diane B. Cabbell, Esq.
Miller, Canfield, Paddock & Stone, P.L.C.
101 North Main Street, Seventh Floor
Ann Arbor, Michigan 48104-1400

When Recorded Return To:

Captec Financial Group Funding Corporation
24 Frank Lloyd Wright Drive
Lobby L, Fourth Floor
P.O. Box 544
Ann Arbor, Michigan 48106-0544
Attention: Liggie V. Perkins

DEBTOR: CHI-CO, INC.

EXHIBIT B

DESCRIPTION OF PERSONAL PROPERTY

All of Debtor's Instruments, Accounts and General Intangibles, each as defined below, whether now owned or hereafter acquired, together with all replacements, substitutions, and additions thereto which are related to the operation of the Arby's restaurant operated by Debtor and located at the locations listed on Exhibit B attached hereto (each a "Franchised Operation" and collectively the "Franchised Operations"), and located at the principal business office of Debtor located at 1240 South Parker Road Denver, Colorado 80231 (collectively, "Collateral"). Also included as part of the Collateral are all proceeds and products thereof, including, without limit, insurance proceeds, stock rights, subscription rights, dividends, stock dividends, stock splits or liquidating dividends, and all cash, accounts, chattel paper and general intangibles arising from the sale, rent, lease, casualty loss or other disposition of the Collateral, and including any records or documents of title relating to the Collateral.

The following terms shall be defined as follows:

- i) "Inventory" shall consist of all property held at any location by or for Debtor for sale, rent, or lease, or furnished or to be furnished by Debtor under any contract of service, or raw materials or work in process and their products, or materials used or consumed in Debtor's business.
- ii) "Equipment" shall consist of any goods at any time acquired, owned or held by Debtor at any location primarily for use in Debtor's business, including, without limit, machinery, fixtures, furniture, furnishings and vehicles, and any accessions, parts, attachments, accessories, tools, dies, additions, substitutions, replacements and appurtenances and their related rights.
- iii) "Instruments" shall consist of Debtor's interest of any kind in any negotiable instrument or security as those terms are defined in the Illinois Uniform Commercial Code ("UCC"), or any other writing which evidences a right to payment of money and is of a type which is, in the ordinary course of business, transferred by delivery alone or by delivery with any necessary endorsement or assignment.
- iv) "General Intangibles" shall consist of any personal property (including things in action) other than goods, accounts, chattel paper, documents, instruments and money.
- v) "Accounts" shall consist of any right to payment for goods sold or leased or for services rendered which is not evidenced by an instrument or chattel paper whether or not it has been earned by performance.