

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

SPALTER FINANCE CO.
8707 SKOKIE BLVD.
SKOKIE, ILLINOIS 60077

#5120

2034366 [Signature]

0021436127

9830/0045 83 003 Page 1 of 3

2002-12-26 13:26:03

Cook County Recorder 28.50



0021436127

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
KIMBALL-DAWSON, L.L.C.

OR 1b. INDIVIDUAL'S LAST NAME

1c. MAILING ADDRESS
2816 N. KIMBALL
CHICAGO
IL. 60618
USA

1d. TAX ID #: SSN OR EIN
ADD'L INFO RE ORGANIZATION DEBTOR

1e. TYPE OF ORGANIZATION
L.L.C.

1f. JURISDICTION OF ORGANIZATION
ILLINOIS

1g. ORGANIZATIONAL ID #, if any 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

2c. MAILING ADDRESS

2d. TAX ID #: SSN OR EIN
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
SPALTER FINANCE CO.

OR 3b. INDIVIDUAL'S LAST NAME

3c. MAILING ADDRESS
8707 SKOKIE BLVD., #202
SKOKIE
IL. 60077
USA

4. This FINANCING STATEMENT covers the following collateral:

ALL FIXTURES, EQUIPMENT, INVENTORY AND SUPPLIES PRESENTLY OWNED AND HEREAFTER ACQUIRED BY THE DEBTOR(S). ALL PRESENT AND FUTURE ACCOUNTS RECEIVABLE, CONTRACT RIGHTS, COMMISSIONS, PURCHASE ORDERS, DOCUMENTS OF TITLE, INSTRUMENTS, CHATTEL PAPER, DEPOSIT ACCOUNTS AND GENERAL INTANGIBLES. ASSIGNMENT OF LEASEHOLD INTEREST, AND INVESTMENT PROPERTY.

THE SECURITY INTEREST IN THE ABOVE COLLATERAL SECURES PRESENT AND FUTURE ADVANCES TO DEBTOR(S).

THIS SECURITY INTEREST APPLIES TO THE ABOVE DESCRIBED COLLATERAL WHEREVER IT MAY NOW OR HEREAFTER BE LOCATED.

SEE EXHIBIT A TO UCC-1 ATTACHED AND MADE A PART OF THIS FINANCING STATEMENT

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 (or recorded) in the REAL ESTATE RECORDS Attach Addendum (if applicable)

7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

UNOFFICIAL COPY

Instructions for National UCC Financing Statement (Form UCC1)

Please type or laser-print this form. Be sure it is completely legible. Read all instructions, especially instruction 1; correct Debtor name is crucial. Follow instructions completely.

Fill in form very carefully; mistakes may have important legal consequences. If you have questions, consult your attorney. Filing office cannot give legal advice. Do not insert anything in the open space in the upper portion of this form; it is reserved for filing office use.

When properly completed, send Filing Office Copy, with required fee, to filing office. If you want an acknowledgment, complete item B and, if filing in a filing office that returns an acknowledgment copy furnished by filer, you may also send Acknowledgment Copy; otherwise detach. If you want to make a search request, complete item 7 (after reading instruction 7 below) and send Search Report Copy, otherwise detach. Always detach Debtor and Secured Party Copies.

If you need to use attachments, use 8-1/2 X 11 inch sheets and put at the top of each sheet the name of the first Debtor, formatted exactly as it appears in item 1 of this form; you are encouraged to use Addendum (Form UCC1Ad).

A. To assist filing offices that might wish to communicate with filer, filer may provide information in item A. This item is optional.

B. Complete item B if you want an acknowledgment sent to you. If filing in a filing office that returns an acknowledgment copy furnished by filer, present simultaneously with this form a carbon or other copy of this form for use as an acknowledgment copy.

1. **Debtor name:** Enter only one Debtor name in item 1, an organization's name (1a) or an individual's name (1b). Enter Debtor's exact full legal name. Don't abbreviate.
 - 1a. **Organization Debtor.** "Organization" means an entity having a legal identity separate from its owner. A partnership is an organization; a sole proprietorship is not an organization, even if it does business under a trade name. If Debtor is a partnership, enter exact full legal name of partnership; you need not enter names of partners as additional Debtors. If Debtor is a registered organization (e.g., corporation, limited partnership, limited liability company), it is advisable to examine Debtor's current filed charter documents to determine Debtor's correct name, organization type, and jurisdiction of organization.
 - 1b. **Individual Debtor.** "Individual" means a natural person; it includes a sole proprietorship, whether or not operating under a trade name. Don't use prefixes (Mr., Mrs., Ms.). Use suffix box only for titles of lineage (Jr., Sr., III) and not for other suffixes or titles (e.g., M.D.). Use married woman's personal name (Mary Smith, not Mrs. John Smith). Enter individual Debtor's family name (surname) in Last Name box, first given name in First Name box, and all additional given names in Middle Name box.

For both organization and Individual Debtors: Don't use Debtor's trade name, DBA, AKA, FKA, Division name, etc. in place of or combined with Debtor's legal name; you may add such other names as additional Debtors if you wish (but this is neither required nor recommended).
 - 1c. An address is always required for the Debtor named in 1a or 1b.
 - 1d. Debtor's taxpayer identification number (tax ID #) – social security number or employer identification number – may be required in some states.
 - 1e, f, g. "Additional information reorganization Debtor" is always required. Type of organization and jurisdiction of organization as well as Debtor's exact legal name can be determined from Debtor's current filed charter document. Organizational ID #, if any, is assigned by the agency where the charter document was filed; this is different from tax ID #; this should be entered preceded by the 2-character U.S. Postal identification of state of organization if one of the United States (e.g., CA12345, for a California corporation whose organizational ID # is 12345); if agency does not assign organizational ID #, check box in item 1g indicating "none."
- Note:* If Debtor is a trust or a trustee acting with respect to property held in trust, enter Debtor's name in item 1 and attach Addendum (Form UCC1Ad) and check appropriate box in item 17. If Debtor is a decedent's estate, enter name of deceased individual in item 1 b and attach Addendum (Form UCC1Ad) and check appropriate box in item 17. If Debtor is a transmitting utility or this Financing Statement is filed in connection with a Manufactured-Home Transaction or a Public-Finance Transaction as defined in applicable Commercial Code, attach Addendum (Form UCC1Ad) and check appropriate box in item 18.
2. If an additional Debtor is included, complete item 2, determined and formatted per instruction 1. To include further additional Debtors, or one or more additional Secured Parties, attach either Addendum (Form UCC1Ad) or other additional page(s), using correct name format. Follow Instruction 1 for determining and formatting additional names.
 3. Enter information for Secured Party or Total Assignee, determined and formatted per Instruction 1. If there is more than one Secured Party, see Instruction 2. If there has been a total assignment of the Secured Party's interest prior to filing this form, you may either (1) enter Assignor S/P's name and address in item 3 and file an Amendment (Form UCC3) [see item 5 of that form]; or (2) enter Total Assignee's name and address in item 3 and, if you wish, also attaching Addendum (Form UCC1Ad) giving Assignor S/P's name and address in item 12.
 4. Use item 4 to indicate the collateral covered by this Financing Statement. If space in item 4 is insufficient, put the entire collateral description or continuation of the collateral description on either Addendum (Form UCC1Ad) or other attached additional page(s).
 5. If filer desires (at filer's option) to use titles of lessee and lessor, or consignee and consignor, or seller and buyer (in the case of accounts or chattel paper), or bailee and bailor instead of Debtor and Secured Party, check the appropriate box in item 5. If this is an agricultural lien (as defined in applicable Commercial Code) filing or is otherwise not a UCC security interest filing (e.g., a tax lien, judgment lien, etc.), check the appropriate box in item 5, complete items 1-7 as applicable and attach any other items required under other law.
 6. If this Financing Statement is filed as a fixture filing or if the collateral consists of timber to be cut or is extracted collateral, complete items 1 - 5, check the box in item 6, and complete the required information (items 13, 14 and/or 15) on Addendum (Form UCC1Ad).
 7. This item is optional. Check a appropriate box in item 7 to request Search Report(s) on all or some of the Debtors named in this Financing Statement. The Report will list all Financing Statements on file against the designated Debtor on the date of the Report, including this Financing Statement. There is an additional fee for each Report. If you have checked a box in item 7, file Search Report Copy together with Filing Officer Copy (and Acknowledgment Copy). Note: Not all states do searches and not all states will honor a search request made via this form; some states require a separate request form.
 8. This item is optional and is for filer's use only. For filer's convenience of reference, filer may enter in item 8 any identifying information (e.g., Secured Party's loan number, law firm file number, Debtor's name or other identification, state in which form is being filed, etc.) that filer may find useful.

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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9830/0045 83 003 Page 1 of 3
2002-12-26 13:26:03
Cook County Recorder 28.50

A. NAME & PHONE OF CONTACT AT FILER (optional)
B. SEND ACKNOWLEDGMENT TO: (Name and Address)
SPALTER FINANCE CO.
8707 SKOKIE BLVD.
SKOKIE, ILLINOIS 60077
#5120
2034366127

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: KIMBALL-DAWSON, L.L.C.
1b. INDIVIDUAL'S LAST NAME:
1c. MAILING ADDRESS: 2816 N. KIMBALL, CHICAGO, IL. 60618, USA
1d. TAX ID #: SSN OR EIN, ADD'L INFO RE ORGANIZATION DEBTOR, 1e. TYPE OF ORGANIZATION: L.L.C., 1f. JURISDICTION OF ORGANIZATION: ILLINOIS, 1g. ORGANIZATIONAL ID #, if any: 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:
2b. INDIVIDUAL'S LAST NAME:
2c. MAILING ADDRESS:
2d. TAX ID #: SSN OR EIN, 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: SPALTER FINANCE CO.
3b. INDIVIDUAL'S LAST NAME:
3c. MAILING ADDRESS: 8707 SKOKIE BLVD., #202, SKOKIE, IL. 60077, USA

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THE SECURITY INTEREST IN THE ABOVE COLLATERAL SECURES PRESENT AND FUTURE ADVANCES TO DEBTOR(S).
THIS SECURITY INTEREST APPLIES TO THE ABOVE DESCRIBED COLLATERAL WHEREVER IT MAY NOW OR HEREAFTER BE LOCATED.
SEE EXHIBIT A TO UCC-1 ATTACHED AND MADE A PART OF THIS FINANCING STATEMENT

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) (OPTIONAL FEE)
All Debtors, Debtor 1, Debtor 2
8. OPTIONAL FILER REFERENCE DATA

UNOFFICIAL COPY

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8. This item is optional and is for filer's use only. For filer's convenience of reference, filer may enter in item 8 any identifying information (e.g., Secured Party's loan number, law firm file number, Debtor's name or other identification, state in which form is being filed, etc.) that filer may find useful.

Note: If Debtor is a trust or a trustee acting with respect to property held in trust, enter Debtor's name in item 1 and attach Addendum (Form UCC1Ad) and check appropriate box in item 17. If Debtor is a decedent's estate, enter name of deceased individual in item 1 b and attach Addendum (Form UCC1Ad) and check appropriate box in item 17. If Debtor is a transmitting utility or this Financing Statement is filed in connection with a Manufactured-Home Transaction or a Public-Finance Transaction as defined in applicable Commercial Code, attach Addendum (Form UCC1Ad) and check appropriate box in item 18.

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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

SPALTER FINANCE CO.
8707 SKOKIE BLVD.
SKOKIE, ILLINOIS 60077

#5120

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 KIMBALL-DAWSON, L.L.C.		FIRST NAME		MIDDLE NAME		SUFFIX	
OR 1b. INDIVIDUAL'S LAST NAME		CITY CHICAGO		STATE IL.	POSTAL CODE 60618	COUNTRY USA	
1c. MAILING ADDRESS 2816 N. KIMBALL		11. JURISDICTION OF ORGANIZATION ILLINOIS		1g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE			
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION L.L.C.					

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		FIRST NAME		MIDDLE NAME		SUFFIX	
OR 2b. INDIVIDUAL'S LAST NAME		CITY		STATE	POSTAL CODE	COUNTRY	
2c. MAILING ADDRESS		2f. JURISDICTION OF ORGANIZATION		2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE			
2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION					

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 SPALTER FINANCE CO.		FIRST NAME		MIDDLE NAME		SUFFIX	
OR 3b. INDIVIDUAL'S LAST NAME		CITY SKOKIE		STATE IL.	POSTAL CODE 60077	COUNTRY USA	
3c. MAILING ADDRESS 8707 SKOKIE BLVD., #202							

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5. ALTERNATIVE DESIGNATION (if applicable)	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
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Reorder from ILLIANA FINANCIAL, INC. 708-598-9000

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FOLLOW INSTRUCTIONS (front and back) CAREFULLY

0021436127

9330,009, US 013 Page 1 of 1
2002-12-26 13:26:03
Cook County, Records 2374

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**SPALTER FINANCE CO.
8707 SKOKIE BLVD.
SKOKIE, ILLINOIS 60077**

#5120

Dec 26

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 KIMBALL-DAWSON, L.L.C.				FIRST NAME	MIDDLE NAME	SUFFIX
OR 1b. INDIVIDUAL'S LAST NAME						
1c. MAILING ADDRESS 2816 N. KIMBALL				CITY CHICAGO	STATE IL.	POSTAL CODE 60618
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION L.L.C.	1f. JURISDICTION OF ORGANIZATION ILLINOIS	1g. ORGANIZATIONAL ID #, if any <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				FIRST NAME	MIDDLE NAME	SUFFIX
OR 2b. INDIVIDUAL'S LAST NAME						
2c. MAILING ADDRESS				CITY	STATE	POSTAL CODE
2d. TAX ID #: SSN OR EIN	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 SPALTER FINANCE CO.				FIRST NAME	MIDDLE NAME	SUFFIX
OR 3b. INDIVIDUAL'S LAST NAME						
3c. MAILING ADDRESS 8707 SKOKIE BLVD., #202				CITY SKOKIE	STATE IL.	POSTAL CODE 60077
						COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

ALL FIXTURES, EQUIPMENT, INVENTORY AND SUPPLIES PRESENTLY OWNED AND HEREAFTER ACQUIRED BY THE DEBTOR(S). ALL PRESENT AND FUTURE ACCOUNTS RECEIVABLE, CONTRACT RIGHTS, COMMISSIONS, PURCHASE ORDERS, DOCUMENTS OF TITLE, INSTRUMENTS, CHATTEL PAPER, DEPOSIT ACCOUNTS AND GENERAL INTANGIBLES. ASSIGNMENT OF LEASEHOLD INTEREST, AND INVESTMENT PROPERTY.

THE SECURITY INTEREST IN THE ABOVE COLLATERAL SECURES PRESENT AND FUTURE ADVANCES TO DEBTOR(S).

THIS SECURITY INTEREST APPLIES TO THE ABOVE DESCRIBED COLLATERAL WHEREVER IT MAY NOW OR HEREAFTER BE LOCATED.

SEE EXHIBIT A TO UCC-1 ATTACHED AND MADE A PART OF THIS FINANCING STATEMENT

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						

UNOFFICIAL COPY

Instructions for National UCC Financing Statement (Form UCC1)

Please type or laser-print this form. Be sure it is completely legible. Read all instructions, especially instruction 1; correct Debtor name is crucial. Follow Instructions completely.

Fill in form very carefully; mistakes may have important legal consequences. If you have questions, consult your attorney. Filing office cannot give legal advice. Do not insert anything in the open space in the upper portion of this form; it is reserved for filing office use.

When properly completed, send Filing Office Copy, with required fee, to filing office. If you want an acknowledgment, complete item B and, if filing in a filing office that returns an acknowledgment copy furnished by filer, you may also send Acknowledgment Copy; otherwise detach. If you want to make a search request, complete item 7 (after reading instruction 7 below) and send Search Report Copy, otherwise detach. Always detach Debtor and Secured Party Copies.

If you need to use attachments, use 8-1/2 X 11 inch sheets and put at the top of each sheet the name of the first Debtor, formatted exactly as it appears in item 1 of this form; you are encouraged to use Addendum (Form UCC1Ad).

A. To assist filing offices that might wish to communicate with filer, filer may provide information in item A. This item is optional.

B. Complete item B if you want an acknowledgment sent to you. If filing in a filing office that returns an acknowledgment copy furnished by filer, present simultaneously with this form a carbon or other copy of this form for use as an acknowledgment copy.

1. **Debtor name:** Enter only one Debtor name in item 1, an organization's name (1a) or an individual's name (1b). Enter Debtor's exact full legal name. Don't abbreviate.
 - 1a. **Organization Debtor.** "Organization" means an entity having a legal identity separate from its owner. A partnership is an organization; a sole proprietorship is not an organization, even if it does business under a trade name. If Debtor is a partnership, enter exact full legal name of partnership; you need not enter names of partners as additional Debtors. If Debtor is a registered organization (e.g., corporation, limited partnership, limited liability company), it is advisable to examine Debtor's current filed charter documents to determine Debtor's correct name, organization type, and jurisdiction of organization.
 - 1b. **Individual Debtor.** "Individual" means a natural person; this includes a sole proprietorship, whether or not operating under a trade name. Don't use prefixes (Mr., Mrs., Ms.). Use suffix box only for titles of lineage (Jr., Sr., III) and not for other suffixes or titles (e.g., M.D.). Use married woman's personal name (Mary Smith, not Mrs. John Smith). Enter individual Debtor's family name (surname) in Last Name box, first given name in First Name box, and all additional given names in Middle Name box.

For both organization and Individual Debtors: Don't use Debtor's trade name, DBA, AKA, FKA, Division name, etc. in place of or combined with Debtor's legal name; you may add such other names as additional Debtors if you wish (but this is neither required nor recommended).
 2. If an additional Debtor is included, complete item 2, determined and formatted per instruction 1. To include further additional Debtors, or one or more additional Secured Parties, attach either Addendum (Form UCC1Ad) or other additional page(s), using correct name format. Follow instruction 1 for determining and formatting additional names.
 3. Enter information for Secured Party or Total Assignee, determined and formatted per instruction 1. If there is more than one Secured Party, see instruction 2. If there has been a total assignment of the Secured Party's interest prior to filing this form, you may either (1) enter Assignor S/P's name and address in item 3 and file an Amendment (Form UCC3) [see item 5 of that form]; or (2) enter Total Assignee's name and address in item 3 and, if you wish, also attaching Addendum (Form UCC1Ad) giving Assignor S/P's name and address in item 12.
 4. Use item 4 to indicate the collateral covered by this Financing Statement. If space in item 4 is insufficient, put the entire collateral description or continuation of the collateral description on either Addendum (Form UCC1Ad) or other attached additional page(s).
 5. If filer desires (at filer's option) to use titles of lessee and lessor, or consignee and consignor, or seller and buyer (in the case of accounts or chattel paper), or bailee and bailor instead of Debtor and Secured Party, check the appropriate box in item 5. If this is an agricultural lien (as defined in applicable Commercial Code) filing or is otherwise not a UCC security interest filing (e.g., a tax lien, judgment lien, etc.), check the appropriate box in item 5, complete items 1-7 as applicable and attach any other items required under other law.
 6. If this Financing Statement is filed as a fixture filing or if the collateral consists of timber to be cut or an extracted collateral, complete items 1 - 5, check the box in item 6, and complete the required information (items 13, 14 and/or 15) on Addendum (Form UCC1Ad).
 7. This item is optional. Check a appropriate box in item 7 to request Search Report(s) on all or some of the Debtors named in this Financing Statement. The Report will list all Financing Statements on file against the designated Debtor on the date of the Report, including this Financing Statement. There is an additional fee for each Report. If you have checked a box in item 7, file Search Report Copy together with Filing Officer Copy (and Acknowledgment Copy). Note: Not all states do searches and not all states will honor a search request made via this form; some states require a separate request form.
 8. This item is optional and is for filer's use only. For filer's convenience of reference, filer may enter in item 8 any identifying information (e.g., Secured Party's loan number, law firm file number, Debtor's name or other identification, state in which form is being filed, etc.) that filer may find useful.
- 1e, f, g. "Additional information reorganization Debtor" is always required. Type of organization and jurisdiction of organization as well as Debtor's exact legal name can be determined from Debtor's current filed charter document. Organizational ID #, if any, is assigned by the agency where the charter document was filed; this is different from tax ID #: this should be entered preceded by the 2-character U.S. Postal identification of state of organization if one of the United States (e.g., CA12345, for a California corporation whose organizational ID # is 12345); if agency does not assign organizational ID #, check box in item 1g indicating "none."
- Note:** If Debtor is a trust or a trustee acting with respect to property held in trust, enter Debtor's name in item 1 and attach Addendum (Form UCC1Ad) and check appropriate box in item 17. If Debtor is a decedent's estate, enter name of deceased individual in item 1 b and attach Addendum (Form UCC1Ad) and check appropriate box in item 17. If Debtor is a transmitting utility or this Financing Statement is filed in connection with a Manufactured-Home Transaction or a Public-Finance Transaction as defined in applicable Commercial Code, attach Addendum (Form UCC1Ad) and check appropriate box in item 18.

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

0021436127

2010/0045 05 100 Page 1 of
2002-12-26 13:27:6017
Cook County Records

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**SPALTER FINANCE CO.
3707 SKOKIE BLVD.
SKOKIE, ILLINOIS 60077**

05120

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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 KIMBALL-DAUSON, L.L.C.		FIRST NAME		MIDDLE NAME	SUFFIX
OR 1b. INDIVIDUAL'S LAST NAME		CITY CHICAGO		STATE IL.	POSTAL CODE 60618
1c. MAILING ADDRESS 2816 N. KIMBALL		CITY CHICAGO		STATE IL.	POSTAL CODE 60618
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION L.L.C.	1f. JURISDICTION OF ORGANIZATION ILLINOIS	1g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	

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2c. MAILING ADDRESS		CITY		STATE	POSTAL CODE
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EXHIBIT A TO UCC-1 FINANCING STATEMENT BETWEEN KIMBALL-DAWSON, L.L.C.

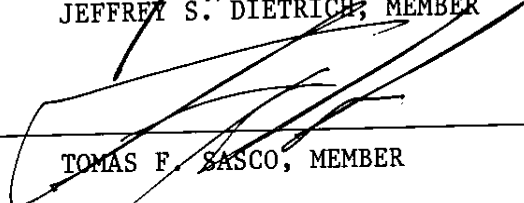
AS DEBTOR AND SPALTER FINANCE CO.

AS SECURED PARTY

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

All of the following property, or interests in property, of Debtor, whether now owned or existing or hereafter acquired or arising and wheresoever located: present and future accounts, accounts receivable, contract rights, chattel paper, documents, instruments, notes, general intangibles (including, without limitation, goodwill, inventions, designs, patents, patent applications, trademarks, trademark registrations and applications thereof, trade names, trade processes, copyrights, trade secrets, intellectual property, licenses, leasehold interest in real and personal property, tax refund claims, guarantee claims, corporate name, goodwill of Debtor's business, security interests or other security held by or granted to Debtor to secure payment of Debtor's account), claims, bank deposits, letters of credit documents, documents of title, securities, guarantees, inventory, goods, furniture, furnishings, supplies, machinery, motor vehicles, office machines, computer and electronic equipment, equipment, fixtures, tax refunds, returned, reconsigned and repossessed goods and all other personal property; together with all accessions to, substitutions for, and all replacements, products and proceeds of the foregoing, all books and record (including, without limitation, customer lists, credit files, software and computer programs, printouts and other computer materials and records), and all insurance policies insuring any of the foregoing and in addition thereto, all tools and dies, deposits, return insurance premiums, raw materials, work in process, finished goods, products of goods, now owned or hereafter acquired by Debtor; and the proceeds of any sale, exchange, collection or other disposition of all inventory, raw materials, work in process, finished goods, returned and repossessed goods, accounts receivable, contract rights and chattel paper and all products and proceeds of all of the above-described collateral of every kind and description, including insurance proceeds; all other personal property and fixtures of Debtor not listed above together with all proceeds and products thereof, and all renewals, substitutions, replacements, additions, accessions, proceeds and products of all of the foregoing, including without limitation, proceeds of policies of fire or other insurance.

KIMBALL-DAWSON, L.L.C.
BY: 
JEFFREY S. DIETRICH, MEMBER


TOMAS F. SISCO, MEMBER

LEGAL DESCRIPTION

LOTS 63 TO 67 INCLUSIVE, AND THAT PART OF LOTS 48 TO 52 INCLUSIVE AND LOTS 68 TO 72 INCLUSIVE, LYING WESTERLY OF KIMBALL AVENUE, AS OPENED BY CONDEMNATION PROCEEDINGS, ORDINANCE PASSED BY THE CITY COUNCIL DECEMBER 10, 1924, ORDER OF POSSESSION JUNE 13, 1932 COUNTY COURT GENERAL NUMBER 53146, TOGETHER WITH THE VACATED PUBLIC ALLEY, VACATED BY ORDINANCE PASSED SEPTEMBER 25, 1958 AND RECORDED IN THE RECORDERS OFFICE OF COOK COUNTY, ILLINOIS, NOVEMBER 4, 1958 AS DOCUMENT NUMBER 17368258 IN STORY AND ALLEN'S SUBDIVISION OF LOT 10 OF BRAND'S SUBDIVISION OF THE NORTHEAST 1/4 OF SECTION 26, TOWNSHIP 40 NORTH, RANGE 15, EAST OF THE THIRD PRINCIPAL MERIDIAN, TAKEN AS A TRACT AND BOUNDED AND DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHWESTERLY CORNER OF LOT 63 AND SAID LINE EXTENDED ACROSS VACATED ALLEY TO THE NORTHWESTERLY CORNER OF LOT 52 AND ALONG THE SOUTHWESTERLY LINE OF LOT 52 TO THE WEST LINE OF KIMBALL AVENUE AS OPENED AS AFOREMENTIONED; THENCE NORTH ALONG THE WEST LINE OF KIMBALL AVENUE, A DISTANCE OF 308 FEET 8 AND 3/4 INCHES; THENCE NORTHWESTERLY ALONG A STRAIGHT LINE TO A POINT ON THE NORTHWESTERLY LINE OF LOT 72, 228 FEET 5 AND 5/8 INCHES NORTHEASTERLY OF THE POINT OF BEGINNING; THENCE SOUTHWESTERLY ALONG THE NORTHWESTERLY LINE OF LOTS 63 TO 72, A DISTANCE OF 228 FEET 5 AND 5/8 INCHES TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS

Cook County Clerk's Office