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Doc#: 0331404014  
Eugene "Gene" Moore Fee: \$32.00  
Cook County Recorder of Deeds  
Date: 11/10/2003 11:18 AM Pg: 1 of 5

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

PHILIP V. MARTINO  
PIPER RUDNICK, LLP  
101 E. KENNEDY BLVD., STE. 2000  
TAMPA, FL 33602

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  
THE RESTAURANT GROUP, LLC, DBA POPEYE'S RESTAURANT #351

OR

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

1c. MAILING ADDRESS  
6855 JIMMY CARTER BLVD. CITY NORCROSS STATE GA POSTAL CODE 30071 COUNTRY USA

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION LIM. LIAB. CO. 1f. JURISDICTION OF ORGANIZATION GEORGIA 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 FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

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  
U.S. BANK NATIONAL ASSOCIATION

OR

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

3c. MAILING ADDRESS  
180 EAST FIFTH STREET CITY ST. PAUL STATE MN POSTAL CODE 55101 COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

SEE RIDER A ATTACHED.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILLEE/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****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

**THG RESTAURANT GROUP, LLC, DBA POPEYE'S STORE #351**

OR

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

**10. MISCELLANEOUS:**

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**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. **SEE INSTRUCTIONS**ADD'L INFO RE  
ORGANIZATION  
DEBTOR

11e. TYPE OF ORGANIZATION

11f. JURISDICTION OF ORGANIZATION

11g. ORGANIZATIONAL ID #, if any

 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 RIDER A ATTACHED.**

16. Additional collateral description:

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

**DIVALL INSURED INCOME FUND LIMITED  
PARTNERSHIP  
101 W. 11TH ST., STE. 1110  
KANSAS CITY, MO 64105**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 Estate18. 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 30 years

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDENDUM (FORM UCC1Ad) (REV. 05/22/02)

**UNOFFICIAL COPY****RIDER A TO FINANCING STATEMENT ON FORM UCC-1****DEBTOR**

THG Restaurant Group, LLC

d/b/a Popeye's Store No. 351

6855 Jimmy Carter Blvd.

Norcross, Georgia 30071

Tax Identification Number: 58-2375851

**SECURED PARTY**

FRANCHISE MORTGAGE ACCEPTANCE COMPANY

Five Greenwich Office Park, 4th Floor

Greenwich, CT 06831

**COLLATERAL**

All goods (including inventory and equipment), general intangibles (other than the Debtor's Franchise Agreement with America's Favorite Chicken Company ("Popeye's"), if prohibited by Popeye's, and license thereunder), accounts, certificates of title, fixtures, money, instruments, securities, documents, chattel paper, deposits, credits, claims, demands and other personal property, now or hereafter owned, acquired, held, used, sold or consumed in connection with the Debtor's business of operating Popeye's Number 351 and any other property, rights and interests of Debtor which at any time relate to, arise out of or in connection with the foregoing or which shall come into the possession or custody or under the control of the Secured Party or any of its agents, representatives, associates or correspondents, for any purpose; all additions thereto, substitutions therefor and replacements thereof, all interest, income, dividends, distributions and earnings thereon or other monies or revenues derived therefrom, including any such property received in connection with any disposition of the Franchise Agreement and all moneys which may become payable under any policy insuring the Collateral or otherwise required to be maintained under a Pledge and Security Agreement between Debtor and Secured Party (including return of unearned premium) relating to the Collateral; and all products and proceeds of the foregoing. In addition to granting a security interest in the Collateral, Debtor has entered into a "negative pledge" pursuant to which, among other things, the Debtor has agreed not to transfer, grant any security interest in, or otherwise encumber or dispose of the Franchise Agreement or, except with the Secured Party's consent or as expressly permitted in its Pledge and Security Agreement, any of the Collateral.

**PROPERTY**

Location: 818 E. 47th St., Chicago, Illinois 60653

Record Owner: DiVall Insured Income Fund Limited Partnership, a Wisconsin limited partnership

Legal Description: See attached Exhibit A

86245.1

Popeyes #351-E.47th St., Chicago, IL (THG)

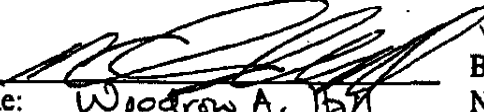
# UNOFFICIAL COPY

DEBTOR:

SECURED PARTY:

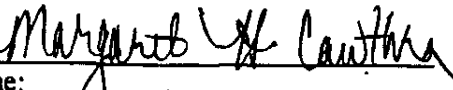
THG RESTAURANT GROUP, LLC

FRANCHISE MORTGAGE ACCEPTANCE COMPANY

By: 

Name: Woodrow A. [unclear]

Title: Manager

By: 

Name: Margaret Cawthra

Title: Senior Loan Closer

Property of Cook County Clerk's Office

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# UNOFFICIAL COPY

## EXHIBIT A

Property of Cook County Clerk's Office

LOTS 13, 14, 15, 16, AND 17, IN BLOCK 7 IN WALKER AND OTHERS' RESUBDIVISION OF BLOCK 7 IN WALKER AND STINSON'S SUBDIVISION OF THE WEST 1/2 OF THE SOUTH WEST 1/4 OF SECTION 2, TOWNSHIP 38 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS, EXCEPTING THEREFROM THAT PORTION OF SAID LOTS 13 TO 17 INCLUSIVE DESCRIBED AS FOLLOWS TO WIT: COMMENCING AT THE NORTH EAST CORNER OF LOT 13, THENCE SOUTH 81 FEET 1 1/2 INCHES ALONG THE EAST LOT LINE OF LOT 13, THENCE WEST APPROXIMATELY 125 FEET TO A POINT ON THE WEST LINE OF LOT 17, WHICH SAID POINT IS 81 FEET 2 1/2 INCHES SOUTH OF THE NORTH WEST CORNER OF LOT 17, THENCE NORTH ALONG SAID WEST LOT LINE 81 FEET 2 1/2 INCHES, THENCE EAST 125 FEET 3/8 INCHES ALONG THE NORTH LOT LINES OF SAID LOTS TO THE POINT OF BEGINNING

PIN# 20-02-315-021

Store No.: 351  
 818 East 47th  
 Chicago, Illinois