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EXHIBIT A TO UCC-2 FINANCING STATEMENT

To be filed with the Recorder of Deeds
of Cook County, Illinois

Debtor

Villa Fantasma, Inc.
d/b/a Woody's Roadhouse
450 Skokie Boulevard
Suite 200
Northbrook, IL 60062

Secured Party

James S. Errant
1893 Crescent Court
Highland Park, IL 60035

COLLATERAL DESCRIPTION

All of the following property of Debtor, whether now owned or hereafter acquired property, including but not limited to the following:

(a) All equipment, machinery, furniture, fixtures and goods other than equipment machinery, furniture and fixtures now or hereafter located at the Debtor's facilities and all of Debtor's vehicles (hereinafter collectively referred to as the "Tangible Property"); and

(b) All accounts, accounts receivable, other receivables, contract rights, instruments, documents, chattel paper, notes and general intangibles (hereinafter collectively referred to as "Intangible Property"); and

(c) All inventory of whatever kind or nature, wherever located, including without limitation all goods, merchandise, raw materials, goods in process, finished goods, findings or component materials, and all supplies, incidentals, office supplies, packaging materials, and any and all goods or items used or consumed in the operation of the business of the Debtor, or which contribute to the finished products or to the sale, promotion, and shipment thereof, or which are held for sale, lease, or resale or furnished or to be furnished under contracts of service, or used or consumed in the Debtor's business (hereinafter referred to as the "Inventory"); and

(d) All documents of title evidencing any part of said Tangible Property, Intangible Property or Inventory; and

(e) All returned or repossessed goods arising from, or relating to, any sale or other disposition of said Tangible Property, Intangible Property or Inventory; and

(f) All components, accessories, additions, attachments and appurtenances pertaining or attached to any of the foregoing; and



VPIK-002/32267.V1 11/09/94

Return to:
Gina Nuzzo
Vedder, Price
222 N. LaSalle, #2600
Chicago, IL 60601 3/150

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(g) All substitutions, renewals, replacements of and improvements to any of the foregoing; and

(h) All cash and non-cash proceeds and products, whether immediate or remote, and all books, records, computer software, disks or tapes, of or relating to all of the foregoing.

VILLA FANTASMA, INC.
d/b/a WOODY'S ROADHOUSE

By: _____



Name: Thomas A. McFall

Title: Chairman

Property of Cook County Clerk's Office

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Exhibit 3

PARCEL 1

That part of the Northwest quarter of Section 3, Township 42 North, range 12, East of the third principal meridian, described as follows: Commencing at a point in the Westerly extension of the North line of the Northeast quarter of Section 3 aforesaid 2750.00 feet west of the Northeast corner thereof; thence South along a line (hereinafter referred to as line "2750.00 West" perpendicular to said Westerly extension a distance of 105.00 feet to the point of beginning of land herein described; thence West parallel with the Westerly extension of the North line of the Northeast quarter of Section 3 aforesaid 453.16 feet to its intersection with an arc of a circle convex Northwesterly, having a radius of 47.00 feet and which is tangent to a line (hereinafter referred to as line "3227.00 West") perpendicular to the Westerly extension of the North line of the Northeast quarter of Section 3 aforesaid and passing through a point therein 3227.00 feet West of the Northeast corner of the Northeast quarter of Section 3 aforesaid; thence Southwesterly along said arc a distance of 49.62 feet to the point of tangency with said "3227.00 West" perpendicular line; thence South along said line "3227.00 West" for a distance of 118.45 feet to a point of curve with an arc of a circle convex Southwesterly, having a radius of 72.0 feet, a tangent distance of 112.076 feet and a central angle of $114^{\circ} 35' 53''$; thence Southeasterly and Northeasterly along said arc a distance of 143.97 feet to the point of tangency; thence Northeasterly along the line tangent to last described arc a distance of 412.39 feet to a point in line "2750 West" hereinbefore described; thence North along said line 53.39 feet to the point of beginning, except that part described as beginning at the intersection of the Northwesterly line of parcel described and a line 2.25 feet East of and parallel with the West line of said parcel; thence South $00^{\circ} 03' 13''$ West along said parallel line 132.82 feet to a point of curvature of an arc convex Southwesterly and having a radius of 85.00 feet; thence Southeasterly along said arc 42.61 feet to its intersection with the Southwesterly line of said parcel; thence Northwesterly along said Southwesterly line being the arc convex Southwesterly and having a radius of 72.0 feet for a distance of 43.43 feet to a point of tangency in the West line of

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said parcel; thence North $00^{\circ} 07' 14''$ East along said West line 118.45 feet to a point of curvature; thence Northeasterly along the arc convex Northwesterly and having a radius of 47.0 feet for a distance of 14.61 feet to the point of beginning and except therefrom that part lying Easterly of a line described as follows: beginning at a point in the North line of land hereinabove described said point being 227.30 feet West of the Northeast corner thereof; thence South at right angles thereto a distance of 157.29 feet to a point in the Southeasterly line thereof, in Cook County, Illinois.

PARCEL 1-A

That part of the Northwest quarter of Section 3, Township 42 North, Range 12, East of the third principal meridian, described as follows: commencing at a point in the Westerly extension of the North line of the Northeast quarter of section 3 aforesaid 2750.00 feet west of the Northeast corner thereof; thence South along a line (hereinafter referred to as line "2750.00 West") perpendicular to said Westerly extension a distance of 105.00 feet to the point of beginning of land herein described; thence West parallel with the Westerly extension of the North line of the Northeast quarter of Section 3 aforesaid 453.16 feet to its intersection with an arc of a circle convex Northwesterly, having a radius of 47.00 feet and which is tangent to a line (hereinafter referred to as line "3227.00 West") perpendicular to the Westerly extension of the North line of the Northeast quarter of Section 3 aforesaid and passing through a point therein 3227.00 feet West of the Northeast corner of the Northeast quarter of Section 3 aforesaid; thence North 0.09 feet to a point in the South line of property described in Deed recorded in the Recorder's Office of Cook County, Illinois as document No. 23 033 339; thence Easterly along said South line 453.16 feet; thence South 0.02 feet to the point of beginning. (except therefrom the East 227.30 feet) in Cook County, Illinois.

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