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CC FINANCING STATEMENT		Karen A. Yarbrough Cook County Reco	
DLLOW INSTRUCTIONS (front and back) CAREFULLY NAME & PHONE OF CONTACT AT FILER (optional)			
PAMELA J. SANDBORG, ESQ. LEVENFELD PEARLSTEIN, LLC 400 SKOKIS PLVD. SUITE 700 NORTHBROOK JULINOIS 60062	THE ABO	/E SPACE IS FOR FILING OFFICE US	E ONLY
DEBTOR'S EXACT FULL LEGAL NAME - iner . only one debtor name fig. ORGANIZATION'S NAME	(1a or 1b) - do not abbreviate or combine names		
THE UPTON PROPERTIES, INC.			
R 16. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
, MAILING ADDRESS	CITY	STATE POSTAL CODE	COUNTRY
104 BAY ROAD	JOHNSBURG	IL 60051	USA
TAX ID #: SSN OR EIN ADD'L INFO RE 16. TYPE OF ORGANIZATION ORGANIZATION	1 /1. P. RISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any	——————————————————————————————————————
DEBTOR CORPORATION ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only gi		57905956	NONE
28. ORGANIZATION'S NAME	E GEOLOG HAITII	Minister Indition	
R 2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
	*/ // // // // // // // // // // // // /		
MAILING ADDRESS	CITY	STATE POSTAL CODE	COUNTRY
I. TAX ID #: SSN OR EIN ADDIL INFO RE 28. TYPE OF ORGANIZATION ORGANIZATION DEBTOR	2f. JURISDICTION OF ORGANIZATIC V	2g. ORGANIZATIONAL ID #, if any	
I DED LOIX	VOR S/P) - insert only <u>one</u> secured party name (3a	or 3b)	
SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGN			
SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGN		0,0	
SECURED PARTY'S NAME (or NAME OF TOTAL ASSIGNEE OF ASSIGNATION'S NAME STATE BANK OF THE LAKES	FIRST NAME	MIDDLE NAV 2	SUFFIX
SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGN 30. ORGANIZATION'S NAME STATE BANK OF THE LAKES 8 3b. INDIVIDUAL'S LAST NAME		$O_{x_{n}}$	
SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE OF ASSIGNATION S NAME STATE BANK OF THE LAKES	CITY ANTIOCH	STATE POSTA_CTUE IL 60002	SUFFIX COUNTRY USA

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SCHEDULE I TO UCC FINANCING STATEMENT

DEBTOR: THE UPTON PROPERTIES, INC.

SECURED PARTY: STATE BANK OF THE LAKES

All fixtures and personal property now or hereafter owned by Debtor and attached to or contained in and used or useful in connection with the real estate described on Exhibits A-1 through A-3 attached hereto (the "Premises") or the improvements thereon, including without limitation any and all air conditioners, antennae, appliances, apparatus, awnings, basins, bathtubs, boilers, bookcases, cabinets, carpets, coolers, curtains dehumidifiers, disposals, doors, drapes, dryers, ducts, dynamos, elevators, engines, equipment, fans, fittings, floor coverings, freezers, furnaces, furnishings, furniture, hardware, heaters, humidifiers, incinerators, lighting, machinery, motors, ovens, pipes, plumbing, pumps, radiators, ranges, recreational facilities, refrigerators, screens, security systems, shades, shelving, shipping dock load level, sinks, sprinklers, stokers, stoves, toilets, trash compactor systems, ventilators, wall coverings, washers, wastewater facilities, windows, window coverings, wiring, and all renewals or replacements thereof or articles in substitution therefor, whether or not the same be attached to such improvements, and any and all proceeds of any of the foregoing.

All leases, subleases, rents, issues, income, amounts due and payable to Debtor under any 2. lease or sublease of the Premises (whether now due and owing or due and owing in the future, including, but not limited to, rent, additional rent, percentage rent, tayes, insurance and reimbursable costs and expenses, whether due in one payment or amortized over a pence of time), condemnation proceeds and profits relating to the Premises and all proceeds thereof.

This document was prepared by and after filing should be mailed to:

Pamela J. Sandborg, Esq. Levenfeld Pearlstein, LLC 400 Skokie Boulevard Suite 700 Northbrook, Illinois 60062

LP 3775101.1\37194-91775

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EXHIBIT "A" LEGAL DESCRIPTION

PARCEL 1:

LOT 1 OF LEVY'S PLAT OF CONSOLIDATION OF LOTS 12 TO 15 IN BLOCK 77 IN NORTHWESTERN UNIVERSITY SUBDIVISION OF THE NORTH ½ OF THE NORTH ½ (EAST OF CHICAGO AS ENUE) OF SECTION 19, TOWNSHIP 41 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN (EXCEPT THE 15 ½ ACRES IN THE NORTH EAST CORNER OF SAID TRACT), IN COCK COUNTY, ILLINOIS.

PARCEL 2:

PLAT OF CONSOLIDATION OF LOTS 16, 17, 18, 19, 20 AND PART OF LOT 21 IN BLOCK 77 IN NORTHWESTERN UNIVERSITY IN THE NORTH ½ OF THE NORTH ½ OF SECTION 19, TOWNSHIP 41 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING EAST OF CHICAGO AVENUE (EXCEPT 15 ½ ACRES IN THE NORTHEAST CORNER THEREOF), IN COOK COUNTY, ILLINOIS.

COMMONLY KNOWN AS: 1111 CHICAGO AVENUE, EVANSTON, ILLINOIS

PIN: 11-19-207-030-0000; 11-19-207-031-0000; 11-19-207-032-0000