UNOFFICIAL COP

			13	09510049	
UCC FINANCING STATEMENT		RHS Kare Cool	SP Fee:S in A.Yai k Count	309510049 F 510.00 Affidavit I brough y Recorder of D 72013 03:02 PM	Fee: eeds
FOLLOW INSTRUCTIONS (front and back) CAREFULLY					
A. NAME & PHONE OF CONTACT AT FILER [optional]					
B. SEND ACKNOWLEDGMENT TO: (Name and Address)	٦				
JAMES P. KOUSOULAS, ESQ	•				
BRYAN CAVE LLP					
3161 MICHELSON DRIVE, SUITE 1500)				
IR'√IN'E, CALIFORNIA 92612 L					
	_	HE ABOVE SPACE	IS FOR F	ILING OFFICE USE	ONLY
DEBTOR'S EXACT FL' . L.L. EGAL NAMÉ - insert only one debtor name				12.11.0 01 11.02 00.	
18. ORGANIZATION'S NAME WAM HOLDINGS, INC.	<u>(</u>				
OR 1b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE I	NAME	SUFFIX
1c. Mailing Address	СПУ		STATE	POSTAL CODE	COUNTRY
389 William Latham Drive, Suite 2	Bourbonnais 1f. JURISDICTION OF	ORGANIZATION	60914	USA	
ORGANIZATION corporation	Illinois		IL632		NONE
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - ins. to iv on	ie debtor name (2a or 2b) - do not	abbreviate or combine r	ames		
2a. ORGANIZATION'S NAME ALL-STAR, INC.					
OR 2b. INDIVIDUAL'S LAST NAME	RST NAME		MIDDLE N	JAME	SUFFIX
2c. MAILING ADDRESS	CYTY		STATE	POSTAL CODE	COUNTRY
389 William Latham Drive, Suite 2	Bourbor, jais	ORCANIZATION	1 <u>L</u>	60914	USA
ORGANIZATION COrporation	Illinois	- I	IL555(NIZATIONAL ID #, if an 07821	NONE
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of A	SSIGNOR S/P) - insert only on.	ser ared party name (3a	or 3b)	7- W-4-1-W	
3a. ORGANIZATION'S NAME CITY NATIONAL BANK		(C)			
OR 3b. INDIVIDUAL'S LAST NAME	FIRST NAME	<u> </u>	MIDDLE N	AME	SUFFIX
		()			
3c. MAILING ADDRESS 555 South Flower Street, 24th Floor	Los Angeles		CA	POSTAL CODE 90071	COUNTRY
This FINANCING STATEMENT covers the following collateral:	Los Aligeles			CO	USA
SEE ATTACHED EXHIBIT "A"		first Americ			'n
		ORDER#_5 L White	van	<u>546-02</u>	- Hegon
5. ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR [] CONSIG	NEE/CONSIGNOR BAILEE/B	AILOR SELLER/BU	YER 🔲 A	G. LIEN 🗌 NON-UCC	FILING
6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the I	D'	ST SEARCH REPOR		`'	
ESTATE RECORDS. Attach Addendum [if applicable] 8. OPTIONAL FILER REFERENCE DATA	[ADDITIONAL FEE]	[optional] [] A	II Debtors	Debtor 1	Debtor 2

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 01/01/08)

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	FINANCING STATEMEN OW INSTRUCTIONS (front and back)							
9. NAN	ME OF FIRST DEBTOR (1A OR 1B) ON 9a. ORGANIZATION'S NAME	RELATED FINANCING STA	TEMENT					
OR	WAM HOLDINGS, INC.							
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
10. MIS	SCELLANEOUS:		<u> </u>					
							: FILING OFFICE US	SE ONLY
	DDITIONAL DEBTOR'S EXACT. UL	L LEGAL NAME - insert only	one name	e (11a or 11b) - do	not abbreviate or con	nbine names	1	
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN	TNO 1 INC						
⊢	11b. INDIVIDUAL'S LAST NAME	7		FIRST NAME		MIDDLE NA	ME	SUFFIX
11c. MA	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suit			Bourbonnai		IL	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e, TYPE OF OR SAN, Z', (10 corporation	ON	11f. JURISDICTION Illinois	NOF ORGANIZATION	11g. ORGA IL5542	NIZATIONAL ID#, if any 3865	NONE
12. AL	ODITIONAL SECURED PARTY	''S or ASSIGNOR S/	'S NAME	- insert only one o	name (12a or 12b)	·		
	12a. ORGANIZATION'S NAME		O	16				
OR	12b. INDIVIDUAL'S LAST NAME			HIRS', N',ME		MIDDLE NA	ME	SUFFIX
12c. MA	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
extract	is FINANCING STATEMENT covers [led collateral or as filed as a fixture is fixture is fixed fix		s	16. Additional co	ilat erol description:			
	me and address of a RECORD OWNE does not have a record interest):	ER of above-described real e	estate (if	Trustee actir 18. Check only if Debtor is a 1	applicable and checking with respect to programming applicable and check FRANSMITTING UTIL nection with a Manufanection with a Public-	perty held in conly one bo	trust or Decede	ent's Estate

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	FINANCING STATEMEN' DW INSTRUCTIONS (front and back)							
9. NA1	ME OF FIRST DEBTOR (1A OR 1B) ON I	RELATED FINANCING STAT	FEMENT					
	9a. ORGANIZATION'S NAME							
OR	WAM HOLDINGS, INC.	LEIDET NAME	MIDDLE	NAME, SUFFIX				
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
10. MI	SCELLANEOUS:	<u> </u>						
	1000 PM						FILING OFFICE U	SE ONLY
11. Al	DDITIONAL DEBTOR'S EXACT FUL	L LEGAL NAME - insert only	one name	e (11a or 11b) - do	not abbreviate or com	bine names		
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN	T NO 3 INC.						
OR	11b. INDIVIDUAL'S LAST NAME	C		FIRST NAME		MIDDLE NA	ME	SUFFIX
	AILING ADDRESS	- 0/		CITY		STATE	POSTAL CODE	COUNTRY
389	389 William Latham Drive, Suite 2 ADD'L INFO RE 11e, TYPE OF ORGANIZATIO			Bourbonnai	S N OF ORGANIZATION	IL 110 ORGAI	60914 NIZATIONAL ID #, if any	USA
	ORGANIZATION DEBTOR			Illinois	TO OROMINE MOR	IL55555	· _	NONE
12. Al	DDITIONAL SECURED PARTY	"S <u>or</u> ASSIGNOR S/I	P'S NAM'	- insert only one	name (12a or 12b)			
	12a. ORGANIZATION'S NAME			7%				
OR	12b. INDIVIDUAL'S LAST NAME			FIRST),	MIDDLE NA	ME	SUFFIX
12c. M/	AILING ADDRESS			CITY	0	STATE	POSTAL CODE	COUNTRY
extrac	is FINANCING STATEMENT covers ted collateral or as filed as a fixture escription of real estate.	imber to be cut or as	S	16. Additional co	ollateral des priptión:			
	nme and address of a RECORD OWNE r does not have a record interest):	FR of above-described real e	state (if	Trustee acti 18. Check only i Debtor is a Filed in cont	f applicable and chect ng with respect to pro f applicable and chect TRANSMITTING UTII nection with a Manufa nection with a Public-I	perty held in conly one bo LITY ctured-Home	trust or Decede	-

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	C FINANCING STATEMEN' OW INSTRUCTIONS (front and back) (
9, N A	ME OF FIRST DEBTOR (1A OR 1B) ON F	RELATED FINANCING STA	TEMENT					
ŀ	9a. ORGANIZATION'S NAME							
OR								
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
10. M	ISCELLANEOUS:							
	000				THE ABOVE SP.	ACE IS FOR	R FILING OFFICE US	SE ONLY
11. <i>P</i>	ADDITIONAL DEBTOR'S EXACT TULL	LEGAL NAME - insert only	one name	e (11a or 11b) - do	not abbreviate or con	nbine names		, , , , , , , , , , , , , , , , , , , ,
··· /	11a. ORGANIZATION'S NAME	<u> </u>						
	ALL-STAR MANAGEMEN	TNO. 4, INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	ME	SUFFIX
11c. N	IAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	99 William Latham Drive, Suite 2			Bourbonnai		IL	60914	USA
	ADD'L INFO RE ORGANIZATION CORPORATION CORPORATION			11f. JURISDICTION	ISDICTION OF ORGANIZATION 11g ORGANIZATIONAL ID #, if any 1L55559155 N			
12. <i>A</i>	ODITIONAL SECURED PARTY	'S or ASSIGNOR S	2'S NAME	E - insert only one	name (12a or 12b)	<u> </u>		
	12a. ORGANIZATION'S NAME		0	1/2				
OR	12b. INDIVIDUAL'S LAST NAME			FIRST ITAME		MIDDLE NA	ME	SUFFIX
12c. N	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
extra	his FINANCING STATEMENT covers cted collateral or as filed as a fixture escription of real estate.	—	s	16. Additional co	illa ei⊲ description:			
15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):			18. Check only if	f applicable and checking with respect to pro f applicable and check TRANSMITTING UTI nection with a Manufa	perty held in k only one bo	trust or Decede	Frust or nt's Estate	
				nection with a Public-I				

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	C FINANCING STATEMEN OW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING STA	TEMENT					
	9a, ORGANIZATION'S NAME							
OF	0.1							
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
			l					
10. %	IISCELLANEOUS:							
	D-000				THE ADOLE OF	* OF 10 FOR		
L							R FILING OFFICE U	SE UNLY
11. 4	ADDITIONAL DEBTOR'S EXACT, ULI	L LEGAL NAME - insert only	one name	e (11a or 11b) - do	not abbreviate or con	nbine names	3	
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN	TAIO 5 INC						
0.0		1 NO. 5, INC.		Legarinia				T
OR 	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	AME	SUFFIX
	MAILING ADDRESS			CITY	_	STATE	POSTAL CODE	COUNTRY
388	William Latham Drive, Suite	11e. TYPE OF ORGANIZATIO	261	Bourbonnai	S N OF ORGANIZATION	IL	60914	USA
	ORGANIZATION DEBTOR	corporation		Illinois	N OF ORGANIZATION	1L5697	NIZATIONAL ID #, if any	NONE
12. /	ADDITIONAL SECURED PARTY	'S or ASSIGNOR S	S NAME	E - insert only <u>one</u> i	name (12a or 12b)			
	12a. ORGANIZATION'S NAME		0	1/2				
OR	12b. INDIVIDUAL'S LAST NAME	·		FIRSTINAME		MIDDLE NA	ME	SUFFIX
12c. N	MAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
extra	his FINANCING STATEMENT covers cted collateral or as filed as a fixture escription of real estate.		S	16. Additional co	lla er⊲ description:			
	ame and address of a RECORD OWNE or does not have a record interest):	R of above-described real e	state (if	18. Check only if Debtor is a 1	applicable and checking with respect to proper applicable and checking applicable and checking with a Manufacection with a Public-F	oerty held in only one bo ITY ctured-Home	trust or Decede Decede Decede	

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	C FINANCING STATEMEN LOW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING	STATEMENT					
	9a. ORGANIZATION'S NAME							
OF	WAM HOLDINGS, INC. 9b. INDIVIDUAL'S LAST NAME	FIRST NAME	I MIDDLE	NAME, SUFFIX				
	3D. HEDWIDOAL O LAGY HAINL	TIKOTTEAME	MILDELL	THANE, DOLLIN				
10. M	IISCELLANEOUS:	<u>.</u>	<u> </u>					
	D 1000				THE ABOVE SP	ACE IS FOR	t FILING OFFICE U	SE ONLY
11. /	ADDITIONAL DEBTOR'S EXACT JULI	L LEGAL NAME - insert	only <u>one</u> nam	e (11a or 11b) - do	not abbreviate or con	nbine names	\$	
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN'	TNO. 6. INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	\ME	SUFFIX
	AAILING ADDRESS William Latham Drive, Suite 2			Bourbonnai	ic.	STATE IL	POSTAL CODE 60914	COUNTRY
	ADD'L INFO RE 11e. TYPE OF ON GANIZATION CORPORATION			11f. JURISDICTIO	N OF ORGANIZATION	11g. ORGAI	NIZATIONAL ID#, if any	
	DEBTOR COIPORATION			Illinois		IL5948	0995	NONE
12. /	ADDITIONAL SECURED PARTY 12a. ORGANIZATION'S NAME	"S or LASSIGNOF	R S, P'S NAM	E - insert only one	name (12a or 12b)			·
	iza. on on the tribing to the			1_				
OR	125. INDIVIDUAL'S LAST NAME			FIRST AME		MIDDLE NA	ME	SUFFIX
12c. N	MAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
extra	his FINANCING STATEMENT covers cted collateral or as filed as a fixture escription of real estate.		as	16. Additional co	llé le 3 description:		0	
15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):			Trustee actin 18. Check only if Debtor is a Filed in conr	applicable and checking with respect to pro applicable and checking and checking the standard and checking and checking with a Manufa and the standard and the	only one bootty	trust or Decede		

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UCC	C FINANCING STATEMEN DW INSTRUCTIONS (front and back)	T ADDENDUM						
	ME OF FIRST DEBTOR (1A OR 1B) ON		ATEMENT					
	9a. ORGANIZATION'S NAME							
OR	WAM HOLDINGS, INC.							
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
10. MI	SCELLANEOUS:							
	000						FILING OFFICE U	SE ONLY
11. A	DDITIONAL DEBTOR'S EXACT FUL 11a. ORGANIZATION'S NAME	L LEGAL NAME - insert on	ily <u>one</u> name	(11a or 11b) - do	not abbreviate or con	nbine names	· · · · · · · · · · · · · · · · · · ·	
	ALL-STAR MANAGEMEN	T#7. INC						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	ME	SUFFIX
	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	89 William Latham Drive, Suite 2 ADDI INFO RE 116 TYPE OF ORCANITATION			Bourbonnai	S OF ORGANIZATION	1L 11a, ORGA	60914 NIZATIONAL ID#, if any	USA
	ORGANIZATION DEBTOR COrporation			Illinois		IL5948		NONE
12. A	DDITIONAL SECURED PARTY	('S or ☐ ASSIGNOR S	S/2'S NAME	- insert only <u>one</u> i	name (12a or 12b)			
	12a. ORGANIZATION'S NAME		Q					
OR	12b. INDIVIDUAL'S LAST NAME			FIRSTOAME		MIDDLE NA	AME	SUFFIX
12c. M	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
extrac	nis FINANCING STATEMENT covers [cted collateral or as filed as a fixtur escription of real estate.	timber to be cut or e filing.	as	16. Additional co	lle en a description:			
	ame and address of a RECORD OWN or does not have a record interest):	ER of above-described rea	al estate (if	18. Check only if Debtor is a Filed in cont	f applicable and checing with respect to profiger and checifans and checifans with a Manufatection with a Publication with a Pu	k only one b LITY	ox. e Transaction – effe	ent's Estate

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	C FINANCING STATEMEN OW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING STA	TEMENT					
	9a. ORGANIZATION'S NAME							
OR	WAM HOLDINGS, INC.	<u></u>						
	9b, INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
10. M	SCELLANEOUS:							
					· · · · · · · · · · · · · · · · · · ·		FILING OFFICE US	SE ONLY
11. A	DDITIONAL DEBTOR'S EXACY FUL	L LEGAL NAME - insert only	one name	(11a or 11b) - do	not abbreviate or con	nbine names		
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN	T.#8, INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	ME	SUFFIX
11c, M	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suite	e 2		Bourbonnai	S	IL	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF O.PGANPATIO corporation	ON	11f, JURISDICTION	N OF ORGANIZATION	11g. ORGAI IL6319	NIZATIONAL ID #, if any	NONE
12. A	DDITIONAL SECURED PARTY	"S or ASSIGNOR S	P'S NAME	- insert only one	name (12a or 12b)			
	12a ORGANIZATION'S NAME		0,	, <u> </u>	, , , , , , , , , , , , , , , , , , , ,			
OR	12b INDIVIDUAL'S LAST NAME			FIRST* AME		MIDDLE NA	ME	SUFFIX
12c. M.	AILING ADDRESS			CITY),	STATE	POSTAL CODE	COUNTRY
extrac	nis FINANCING STATEMENT covers ted collateral or as filed as a fixture escription of real estate.	timber to be cut or a e filing.	as	16. Additional co	∜ te-re, description:			
	15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):				applicable and checking with respect to programmer applicable and check TRANSMITTING UTIL nection with a Manufa	perty held in conly one bo	trust or Decede	nt's Estate
				nection with a Public-F			•	

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	C FINANCING STATEMEN OW INSTRUCTIONS (front and back)						
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING STA	TEMENT]			
	9a. ORGANIZATION'S NAME						
OR	WAM HOLDINGS, INC. 9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX				
	95. INDIVIDUAL S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX	1			
10. M	ISCELLANEOUS:			İ			
				-		R FILING OFFICE US	SE ONLY
11. A	ODDITIONAL DEBTOR'S EXACT FULL	L LEGAL NAME - insert only	one name (11a or 11b) - do	not abbreviate or com	bine names		
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN	T #9 INC					
OR	11b. INDIVIDUAL'S LAST NAME	30,110.	FIRST NAME		MIDDLE NA	AME	SUFFIX
11c. M	AILING ADDRESS		CITY	1	STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suite		Bourbonna		IL	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF OUGANITATIO corporation	11f. JURISDICTIO	N OF ORGANIZATION	11g. ORGA IL6321	NIZATIONAL ID#, if any	NONE
12. A	DDITIONAL 🗌 SECURED PARTY	'S <u>or</u> ASSIGNOR S.	P'S NAME - insert only one	name (12a or 12b)			
	12a. ORGANIZATION'S NAME		0/2				-
OR	12b. INDIVIDUAL'S LAST NAME		FIRST AME		MIDDLE NA	MÉ	SUFFIX
12c. M	AILING ADDRESS		CITY		STATE	POSTAL CODE	COUNTRY
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	ame and address of a RECORD OWNE r does not have a record interest):	17. Check <u>only</u> in Trustee acti	f applicable and checking with respect to proper fapplicable and checking the transmitting utility to the transmit	only one bo	trust or Decede	Frust or nt's Estate	
			I —	nection with a Public-F			

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	C FINANCING STATEMEN OW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON 9a. ORGANIZATION'S NAME	RELATED FINANCING STA	TEMENT					
OR	WAM HOLDINGS, INC.							
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
40.14	IDOSELIANIS QUID							
10. M	ISCELLANEOUS:				THE ABOVE SP.	ACE IS FOR	: FILING OFFICE U:	SE ONLY
11 A	DDITIONAL DEBTOR'S EYAC' FUL	LEGAL NAME - insert only	one name	e (11a or 11h) - do				JE ONE!
11. /	11a. ORGANIZATION'S NAME		One name	2 (114 OF 115) GO	not approvide or con	nome mames	· · · · · · · · · · · · · · · · · · ·	
	ALL-STAR MANAGEMEN	T #10, INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	ME	SUFFIX
	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suite	€ 2 11e. TYPE OF OL GANIZATIO	N	Bourbonnai	S N OF ORGANIZATION	IL	60914 NIZATIONAL ID#, if any	USA
	ORGANIZATION DEBTOR	corporation		Illinois	OF ORGANIZATION	1L6348		NONE
12. A	DDITIONAL SECURED PARTY	"S <u>or</u> ASSIGNOR S.	P'S NAME	- insert only <u>one</u> i	name (12a or 12b)			
	12a. ORGANIZATION'S NAME		0	1				:
OR	12b. INDIVIDUAL'S LAST NAME			FIRSTNAME		MIDDLE NA	ME	SUFFIX
12c. M	AILING ADDRESS	,		CITY		STATE	POSTAL CODE	COUNTRY
extrac	nis FINANCING STATEMENT covers ted collateral or as filed as a fixture escription of real estate.		s	16. Additional co	lla (e) a description:			
4E NJ							Ö	
	15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):			_	applicable and check			Frust or
				18. Check only if	applicable and check	only one bo)X.	
				_	TRANSMITTING UTIL	•	····	
					ection with a Manufa		e Transaction - effec	tive 30 yrs
			Filed in conn	ection with a Public-F	inance Tran	saction - effective 3	0 yrs	

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	C FINANCING STATEMEN LOW INSTRUCTIONS (front and back)							
9. NA	AME OF FIRST DEBTOR (1A OR 1B) ON 9a. ORGANIZATION'S NAME	RELATED FINANCING STA	ATEMENT					
OF	MAM HOLDINGS ING							
	9b, INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLI	ENAME, SUFFIX				
<u> </u>								
10. N	MISCELLANEOUS:							
	D				THE ABOVE SP	ACE IS FOR	R FILING OFFICE US	SE ONLY
11, /	ADDITIONAL DEBTOR'S EYAC1 ULI	L LEGAL NAME - insert only	y <u>one</u> nam	e (11a or 11b) - do	not abbreviate or cor	nbine names	3	
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN'	TAIO 11 INC						
OR	11b. INDIVIDUAL'S LAST NAME	7. O. 11, INC.		FIRST NAME		MIDDLE NA	ME.	Leuren
				TINOTINA		MIDDLEINA	NVIC	SUFFIX
	railing address William Latham Drive, Suite	2		спу Bourbonnai	s	STATE L	POSTAL CODE 60914	COUNTRY
	ADD'L INFO RE ORGANIZATION CORPORATION CORPORATION			11f. JURISDICTION	DICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID #, framy 1L64053701			NONE
12. <i>A</i>	ADDITIONAL SECURED PARTY	"S <u>or</u> ASSIGNOR S	P'S NAM	E - insert only <u>one</u> i	name (12a or 12b)	<u> </u>		',
	12a, ORGANIZATION'S NAME			16				
OR	12b. INDIVIDUAL'S LAST NAME			FIRSTUSME	****	MIDDLE NA	ME	SUFFIX
12c. N	IAILING ADDRESS		,	CITY		STATE	POSTAL CODE	COUNTRY
extra	his FINANCING STATEMENT covers sted collateral or as filed as a fixture escription of real estate.	timber to be cut or a	is	16. Additional co	lla era' description:			
	ame and address of a RECORD OWNE r does not have a record interest):	R of above-described real e	estate (if	18. Check only if Debtor is a T Filed in conne	applicable and check g with respect to prop applicable and check RANSMITTING UTIL ection with a Manufac ection with a Public-F	oerty held in only one bo ITY ctured-Home	trust or Deceder x. Transaction – effect	tive 30 yrs

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	C FINANCING LOW INSTRUCTIONS		T ADDENDUM						
			RELATED FINANCING ST	ATEMENT		1			
l	9a. ORGANIZATI								
OF	: Wam Hold	INGS, INC.							
	9b. INDIVIDUAL'S	S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
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10. N	IISCELLANEOUS:								
	D	200							
	DESTINATION DESTINATION							R FILING OFFICE U	SE ONLY
11. /			LEGAL NAME - insert on	ly <u>one</u> nam	e (11a or 11b) - do	not abbreviate or cor	nbine name:	5	
	11a. ORGANIZATIONS		EMO 40 INO						
0.5	ALL-STAR MA		1 NO. 12, INC.						
OR	11b. INDIVIDUAL'S LA	ST NAME			FIRST NAME		MIDDLE NA	AME	SUFFIX
	IAILING ADDRESS				CITY	*#	STATE	POSTAL CODE	COUNTRY
389	William Lathan				Bourbonnai		IL	60914	USA
		ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF OR 341,17 (f)	ION	11f. JURISDICTION Illinois	OF ORGANIZATION	11g. ORGA IL6545	NIZATIONAL ID#, if any	NONE
12. A	DDITIONAL 🔲 SE	CURED PARTY	S or ASSIGNOR S	/ 'S NAME	- insert only <u>one</u> r	name (12a or 12b)	·		
	12a. ORGANIZATION'S	NAME							
OR	12b. INDIVIDUAL'S LAS	ST NAME		11111	FIRS IN ME	N	MIDDLE NA	ME	SUFFIX
12c. M	AILING ADDRESS		• • • • • • • • • • • • • • • • • • • •		CITY		STATE	POSTAL CODE	COUNTRY
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	C FINANCING STATEMEN OW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON 9a. ORGANIZATION'S NAME	RELATED FINANCING STA	TEMENT					
OR	WANTIOLDINGS ING							
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
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11. A	DDITIONAL DEBTOR'S EX.CT_UL	LEGAL NAME - insert only	one name	(11a or 11b) - do				
	11a. ORGANIZATION'S NAME	•		<u> </u>		monio (tarries	,	
	ALL-STAR MANAGEMEN	T NO. 14, INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	ME	SUFFIX
	AILING ADDRESS	^		CITY	***	STATE	POSTAL CODE	COUNTRY
309	William Latham Drive, Suite	11e. TYPE OF ORGAN Z7 (IO		Bourbonnais		IL.	60914	USA
	ORGANIZATION DEBTOR	corporation		Illinois	OF ORGANIZATION	11g. ORGAI IL6545	NIZATIONAL ID#, if any	NONE
12. AI	DDITIONAL SECURED PARTY	'S <u>or</u> ASSIGNOR S/I	"S NAME	- insert only one n	name (12a or 12b)			
	12a. ORGANIZATION'S NAME			46				
OR	12b. INDIVIDUAL'S LAST NAME			FIRST N'ME		MIDDLE NA	ME	SUFFIX
12c. M/	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
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					ection with a Public-F			-

FILING OFFICE COPY -- UCC FINANCING STATEMENT ADDENDUM (FORM UCC1Ad)

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	C FINANCING STATEMEN LOW INSTRUCTIONS (front and back)		1					
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING	STATEMENT					
OF	WAM LIOLDINGS INC							
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLI	ENAME, SUFFIX				
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	0000							
41.0	DOITIONAL DEPTORIS EVICATION	LLECAL NAME Count		- (44			FILING OFFICE US	SE ONLY
31. A	ADDITIONAL DEBTOR'S EX ACT : UL 11a, ORGANIZATION'S NAME	L LEGAL NAME - Insert	only <u>one</u> nam	e (11a or 11b) - do	not abbreviate or cor	nbine names		
	ALL-STAR MANAGEMEN	T.NO. 15, INC.						
OR	11b. INDIVIDUAL'S LAST NAME	0,	1	FIRST NAME		MIDDLE NA	ME	SUFFIX
11c. N	IAILING ADDRESS			CITY	····	STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suite			Bourbonnai		IL	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF OR GAN, 2 corporation	Z/(TION	11f. JURISDICTION Illinois	N OF ORGANIZATION	11g. ORGAI	NIZATIONAL ID#, if any	NONE
12. A	DDITIONAL SECURED PARTY	"S or ASSIGNOF	R S/ 2'S NAMI	E - insert only <u>one</u> i	name (12a or 12b)	<u> </u>		-
	12a. ORGANIZATION'S NAME		0					7-711
OR	12b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	ME	SUFFIX
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	C FINANCING STATEMEN LOW INSTRUCTIONS (front and back)		1					
9. N	AME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING	STATEMENT					
l	9a. ORGANIZATION'S NAME							
OF		T ===						
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLI	ENAME, SUFFIX				
10.1	IISCELLANEOUS:		l .					
	NO CONTRACTOR OF THE PARTY OF T							
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11. /	ADDITIONAL DEBTOR'S EYACT JULI	L LEGAL NAME - inser	t only <u>one</u> nam	e (11a or 11b) - do	not abbreviate or cor	nbine names	3	
	11a. ORGANIZATION'S NAME							
	ALL-STAR MANAGEMEN	T NO. 16, INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	AME	SUFFIX
	MAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suite	11e. TYPE OF OR GAP.	7/ 5/01/	Bourbonnai		IL	60914	USA
	ORGANIZATION DEBTOR	corporation	ZATION	Illinois	OF ORGANIZATION	11g. ORGA IL.6776	NIZATIONAL ID#, if any	NONE
12. /	ADDITIONAL SECURED PARTY	"S <u>or</u> 🔲 ASSIGNO	R S/ P'S NAM	E - insert only <u>one</u> r	name (12a or 12b)			
	12a. ORGANIZATION'S NAME			12				
OR	12b. INDIVIDUAL'S LAST NAME			FIRST NAME	,,,,,	MIDDLE NA	ME	SUFFIX
12c. N	Alling address	41.72.	· · · · · · · · · · · · · · · · · · ·	CITY		STATE	POSTAL CODE	COUNTRY
extrac	nis FINANCING STATEMENT covers cted collateral or as filed as a fixture escription of real estate.	imber to be cut or {	as	16. Additional col	la erel description:			
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	FINANCING STATEMEN DW INSTRUCTIONS (front and back)							
9. NAI	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING S	STATEMENT		1			
	9a. ORGANIZATION'S NAME	· · · · · · · · · · · · · · · · · · ·]			
OR	WAM HOLDINGS, INC.							
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLI	E NAME, SUFFIX				
10 MI	ISCELLANEOUS:							
					THE ABOVE SP	ACE IS FOR	R FILING OFFICE U	CE ONLY
11. AD	DITIONAL DEBTOR'S EX ACT TULL	LEGAL NAME - insert o	niv one nam	e /11a or 11b) do				SE ONLY
Γ	11a. ORGANIZATION'S NAME	LEGAL NAME - INSERT O	niy <u>one</u> nam	e (11a or 11b) - do	not abbreviate or cor	nbine names	3	
	ALL-STAR MANAGEMENT	NO. 17, INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	ME	SUFFIX
	LING ADDRESS		*	CITY		STATE	POSTAL CODE	COUNTRY
389 V	Villiam Latham Drive, Suite			Bourbonnais		<u>I</u> L	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF OR GANIZ', Corporation	TION	11f. JURISDICTION Illinois	OF ORGANIZATION	11g. ORGA IL67942	NIZATIONAL ID#, if any	NONE
12. AD	DITIONAL SECURED PARTY	Sor ASSIGNOR	S/.ºS NAMI	E - insert only <u>one</u> r	name (12a or 12b)			
	2a. ORGANIZATION'S NAME			46				
	2b. INDIVIDUAL'S LAST NAME		- 1	FIRST NUME		MIDDLE NA	ME	SUFFIX
12c. MAI	LING ADDRESS			СІТУ		STATE	POSTAL CODE	COUNTRY
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	C FINANCING STATEMEN OW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING ST	ATEMENT					
	9a. ORGANIZATION'S NAME							
OF		T EIROT HAME	T					
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
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	A)				-			
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11. <i>A</i>	DDITIONAL DEBTOR'S EXACT OUL	L LEGAL NAME - insert on	ly one name	e (11a or 11b) - do	поt abbreviate or con	nbine names		
	11a. ORGANIZATION'S NAME	•	<u> </u>	· · · · · · · · · · · · · · · · · · ·			·	
	ALL-STAR MANAGEMEN	T NO. 18, INC.						
OR	11b. INDIVIDUAL'S LAST NAME		,,	FIRST NAME		MIDDLE NA	ME	SUFFIX
	IAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suite			Bourbonnai		I IL	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZAT corporation	ION	Illinois	OF ORGANIZATION	11g. ORGAI	NIZATIONAL ID #, if any	NONE
12. A	DDITIONAL SECURED PARTY	"S or ASSIGNOR S	N.2'S NAME	E - insert only <u>one</u> r	name (12a or 12b)			
	12a. ORGANIZATION'S NAME			10				
OR	12b. INDIVIDUAL'S LAST NAME			FIRST NUME		MIDDLE NA	ME	SUFFIX
12c. M	AILING ADDRESS		*****	CITY		STATE	POSTAL CODE	COUNTRY
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	ame and address of a RECORD OWNE r does not have a record interest):	r, or above-described (63)	estate (If		applicable and check g with respect to prop			rust or nt's Estate
				18. Check only if	applicable and check	only one bo	x .	
				_	RANSMITTING UTIL	-		
					ection with a Manufac		Transaction – effect	tive 30 vrs
					ection with a Public-F			

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	C FINANCING STATEMEN LOW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (14 OR 18) ON 9a. ORGANIZATION'S NAME	RELATED FINANCING ST	ATEMENT					
OF	MANA LIGEDINIGO INIO							
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLI	E NAME, SUFFIX				
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11. <i>A</i>	ADDITIONAL DEBTOR'S EX (CT. ULI	LEGAL NAME - insert only	v one nam	e (11a or 11b) - do				SE UNLT
	11a. ORGANIZATION'S NAME ALL-STAR MANAGEMEN		<u> </u>	C (114 dt 110) - do	not abbreviate of cor	nome name	s	
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	AME	SUFFIX
11c. N	IAILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suite			Bourbonnais		IL	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF OR SAM, Z', (1) corporation	ON	11f. JURISDICTION Illinois	OF ORGANIZATION	11g. ORGA 1L6861	NIZATIONAL ID#, if any	NONE
12. A	DDITIONAL SECURED PARTY	'S <u>or</u> ASSIGNOR S	/i'S NAM	E - insert only <u>one</u> r	name (12a or 12b)			
	12a. ORGANIZATION'S NAME		O	4				
OR	12b. INDIVIDUAL'S LAST NAME		114	FIRST NYME	100	MIDDLE NA	AME	SUFFIX
12c. M	AILING ADDRESS		· · · · · · · · · · · · · · · · · · ·	СПҮ		STATE	POSTAL CODE	COUNTRY
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	C FINANCING STATEMEN OW INSTRUCTIONS (front and back)							
9. NA	ME OF FIRST DEBTOR (1A OR 1B) ON	RELATED FINANCING STA	TEMENT					
	9a. ORGANIZATION'S NAME							
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	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE	NAME, SUFFIX				
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11. A	DDITIONAL DEBTOR'S EXACT OF	L LEGAL NAME - insert only	one name	(11a or 11b) - do				·
	11a. ORGANIZATION'S NAME	**************************************				Tome name.		
	ALL-STAR MANAGEMEN	T NO. 20, INC.						
OR	11b. INDIVIDUAL'S LAST NAME			FIRST NAME		MIDDLE NA	AME	SUFFIX
	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
389	William Latham Drive, Suit			Bourbonnais	S	IL	60914	USA
	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF OR SAM 27, 110 corporation	Ň	11f. JURISDICTION	OF ORGANIZATION	11g. ORGA IL6872	NIZATIONAL ID#, if an	NONE
12. A	DDITIONAL SECURED PARTY	"S or ASSIGNOR S/I	'S NAME	- insert only one r	name (12a or 12b)			
	12a. ORGANIZATION'S NAME		0	4				
OR	12b. INDIVIDUAL'S LAST NAME			FIRST N'ME	, , , , , , , , , , , , , , , , , , , ,	MIDDLE NA	AME	SUFFIX
12c. M	AILING ADDRESS			CITY		STATE	POSTAL CODE	COUNTRY
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OW INSTRUCTIONS (front and back) (CAREFULLY					
ME OF FIRST DEBTOR (1A OR 1B) ON I		TEMENT]			
	I FIRST NAME	MIDDLE NAME SUFFIX	-			
90. INDIVIDUAL 3 CAST NAME	TIKOT WARE	initial in the part of the par	1			
SCFLANEOUS:		ļ	1			
000						SE ONLY
DDITIONAL DEBTOR'S EXACT TUL	L LEGAL NAME - insert only	one name (11a or 11b) - do	not abbreviate or cor	nbine names	5	
11a. ORGANIZATION'S NAME	•					
11b. INDIVIDUAL'S LAST NAME ALLEGRO	0,	FIRST NAME MARIO		MIDDLE NA	AME	SUFFIX
AILING ADDRESS		CITY	-	STATE	POSTAL CODE	COUNTRY
				l	L	USA
ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF OK 34/1/ ATR	ON 111. JURISDICTIO	ON OF ORGANIZATION	Tig. OKGA	INIZATIONAL ID #, II ain	NONE
DDITIONAL SECURED PARTY	′'S <u>or</u> ☐ ASSIGNOR S.	P'S NAME - insert only one	name (12a or 12b)			
12a. ORGANIZATION'S NAME		0/4				
12b. INDIVIDUAL'S LAST NAME		FIRSTINAME		MIDDLE N	AME	SUFFIX
IAILING ADDRESS	***	CITY		STATE	POSTAL CODE	COUNTRY
his FINANCING STATEMENT covers [cted collateral or as filed as a		as 16. Additional o	45			
ame and address of a RECORD OWN or does not have a record interest):	ER of above-described real	17. Check only Trustee ac 18. Check only Debtor is a	ting with respect to pro if applicable and chec a TRANSMITTING UT	operty held in the only one building	n trust or Deced	ent's Estate
	9a. ORGANIZATION'S NAME WAM HOLDINGS, INC. 9b. INDIVIDUAL'S LAST NAME SCELLANEOUS: DDITIONAL DEBTOR'S EXACT FUL 11a. ORGANIZATION'S NAME 11b. INDIVIDUAL'S LAST NAME ALLEGRO AILING ADDRESS William Latham Drive, Suite ORGANIZATION DEBTOR DDITIONAL SECURED PARTY 12a. ORGANIZATION'S NAME 12b. INDIVIDUAL'S LAST NAME AILING ADDRESS 9a. ORGANIZATION'S NAME WAM HOLDINGS, INC. 9b. INDIVIDUAL'S LAST NAME FIRST NAME SCELLANEOUS: DDITIONAL DEBTOR'S EXACT (ULL LEGAL NAME - insert only 11a. ORGANIZATION'S NAME 11b. INDIVIDUAL'S LAST NAME ALLEGRO AILING ADDRESS William Latham Drive, Suite 2 ADDILINFO RE ORGANIZATION DEBTOR DDITIONAL SECURED PARTY'S or ASSIGNOR S. 12a. ORGANIZATION'S NAME 12b. INDIVIDUAL'S LAST NAME AILING ADDRESS ais FINANCING STATEMENT covers timber to be cut or acted collateral or as filed as a fixture filing. ascription of real estate.	WAM HOLDINGS, INC. 9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX SCELLANEOUS DDITIONAL DEBTOR'S EXACTIFULL LEGAL NAME - insert only one name (11a or 11b) - dx 11a. ORGANIZATION'S NAME FIRST NAME MARIO 11b. INDIVIDUAL'S LAST NAME MARIO ALLEGRO MARIO AULING ADDRESS CITY BOURDONNA MARIO DEBTOR DOTINIONE The TYPE OF ORGANIZATION The JURISDICTIC ORGANIZATION DEBTOR DOTINIONE The TYPE OF ORGANIZATION The JURISDICTIC ORGANIZATION DEBTOR ASSIGNOR SI-2'S NAME - insert only one 12a. ORGANIZATION'S NAME FIRST NAME FIRST NAME 12b. INDIVIDUAL'S LAST NAME FIRST NAME FIRST NAME 12c. INDIVIDUAL'S LAST NAME FIRST NAME FIRST NAME 12d. INDIVIDUAL'S LAST NAME FIRST NAME The STANE 12d. INDIVIDUAL'S LAST NAME FIRST NAME THE STANE 12d. ORGANIZATION'S NAME THE STANE THE STANE 12d. ORGANIZATION S NAME THE	SCELLANEOUS THE ABOVE SP TH	Ba ORGANIZATION'S NAME WAM HOLDINGS, INC. Bb. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX SCELLANEOUS THE ABOVE SPACE IS FOR	BASIGNOR SIZE AND	

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EXHIBIT "A"

UNIFORM COMMERCIAL CODE FINANCING STATEMENT FORM UCC-1 (continuation pages)

(California Secretary of State)

Debtor:

WAM HOLDINGS, INC., an Illinois corporation, ALL-STAR, NC., an Illinois corporation, ALL-STAR MANAGEMENT NO. 1, INC., an Illinois corporation, ALL-STAR NANGEMENT NO. 3, INC., an Illinois corporation, ALL-STAR MANAGEMENT NO. 4, INC., an Illinois corporation. ALL-STAR MANAGEMENT NO. 5, INC., an Illinois corporation, ALL-STAR MANAGEMENT NO. 6, INC., an Illinois corporation, ALL-STAR MANAGEMENT #7, INC., an Illinois corporation. ALL-STAR MANAGEMENT #2, 1/1C., an Illinois corporation, ALL-STAR MANAGEMENT #9, INC., an Illinois corporation, ALL-STAR MANAGEMENT #10, INC. an Illinois corporation, ALL-STAR MANAGEMENT NO. 11, INC., an Illinois corporation, ALL-STAR MANAGEMENT NO. 12, INC., a: !!linois corporation, ALL-STAR MANAGEMENT NO. 14, INC., an Illinois corporation, ALL-STAR MANAGEMENT NO. 15, INC., an Illipois corporation, ALL-STAR MANAGEMENT NO. 16, INC., an Illinois corporation. ALL-STAR MANAGEMENT NO. 17, INC., an Illinois corporation. ALL-STAR MANAGEMENT NO. 18, INC., an Illinois corporation, ALL-STAR MANAGEMENT NO. 19, INC., an Illinois corporation, d) OFFICE ALL-STAR MANAGEMENT NO. 20, INC., an Illinois corporation, and MARIO A. ALLEGRO 389 William Latham Drive, Suite 2 Bourbonnais, Illinois 60914

Secured Party:

City National Bank 555 S. Flower Street, 8th Floor Los Angeles, California 90071

Continuation of Item 4

Debtor hereby grants to Secured Party a security interest in the Collateral.

For the purposes of this UCC-1 Financing Statement, the following terms shall have the meanings ascribed to such terms.

"Chattel Paper" means anything that constitutes "chattel paper" under the Code.

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<u>"Code"</u> means the Uniform Commercial Code as adopted and in effect in the State of California from time to time.

"Collateral" means all of Debtor's interest in the following which relate to the Lender Restaurants, whether now owned or hereafter acquired, and wherever located: (i) all Receivables, (ii) all Inventory, (iii) all Equipment, (iv) all General Intangibles, (v) all instruments, (vi) all Investment Property, (vii) all Chattel Paper, (viii) all Documents, (ix) all Fixtures, (x) all Deposit Accounts and all moneys, securities and instruments deposited or held from time to time therein, (xi) all other Goods of whatever nature, (xii) all Payment Intangibles, (xiii) all supporting obligations, (xiv) all Money, and (xv) all Proceeds and products of and accessions to any and all of the foregoing, together with all other property in which Secured Party may now or in the future be granted a lien or security interest. The Collateral does not include a security interest in the Franchise Agreements, but does include a security interest in the proceeds of the Franchise Agreements and any claims (including commercial tort claims) arising under the Franchise Agreements.

"Deposit Account" has the meaning set forth in the Code.

"Documents" means anything that constitutes "documents" under the Code.

"Equipment" has the meaning set forth in the Code.

"Fixtures" means anything that constitutes "fixtures" as defined in the Code.

"<u>Franchise Agreements</u>" means any franchise, license, or related agreements or arrangements entered into by Debtor with respect to any of the Lender Restaurants.

"General Intangibles" means anything that constitutes "general intangibles" under the Code, including without limitation all obligations owing to Debtor of any kind, now or hereafter existing, whether or not arising out of or in connection with the sale, lease, lease, lease, or other disposition of Goods or the rendering of services or the sale, lease, license or other disposition of any other asset (including, without limitation, all obligations arising from loans or advances to any other reason) and all tax refunds, licenses, consents, authorizations and permits required in conjunction with the purchase, possession or sale, lease, license or other disposition of any of the Inventory or the conduct of the business of Debtor (to the extent permitted by law), the right to receive any assets distributed upon or in connection with the termination of any employee benefit plan, and all income, royalties, damages and payments now or hereafter due and/or payable with respect to any of the foregoing and the right to prepare for sale, lease, license or other disposition, to sell, lease, license or otherwise dispose of and to advertise for sale, lease, license or other disposition, all Inventory now or hereafter owned by Debtor and/or now or hereafter covered by such licenses.

"Goods" means anything that constitutes "goods" under the Code, and including in any event without limitation all consumer goods and farm products, all goods in which Debtor has an interest in mass or a joint or other interest or right of any kind (including, without limitation, goods in which Debtor has an interest or right as consignee or consignor), and all goods that are returned to or repossessed by Debtor, and all accessions thereto and products thereof and Documents therefore.

"Inventory" means all raw materials, paper products, work-in-process, and finished inventory of Debtor of every type or description and all documents of title covering such inventory, and all goods in which Debtor has an interest-in-mass or a joint or other interest or right of any kind (including, without limitation, Goods in which Debtor has an interest or right as consignee or consignor), and all Goods that

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are returned to or repossessed by Debtor, and all accessions thereto and products thereof and Documents therefore and shall specifically include in any event anything that constitutes "inventory" under the Code.

"Investment Property" means all of Debtor's now owned or hereafter acquired right, title, and interest with respect to "investment property" as that term is defined in the Code, and any and all supporting obligations in respect thereof.

"<u>Lender Restaurants</u>" means the following Taco Bell franchise restaurants: (a) each of the restaurants listed on the table below; and more particularly described on the attached Exhibit "B" (b) any replacement or substitution of any of the foregoing restaurants; and (c) any other restaurant now owned or hereafter acquired by Debtor.

-		report.	
#1	495 iv Kinzie Avenue	Bradley, Kankakee County	Illinois
#3	1740 W. Court Street	Kankakee, Kankakee County	Illinois
#4	634 W. 14 th Street	Chicago Heights, Cook County	Illinois
#5	599 William Latham Drive	Bourbonnais, Kankakee County	Illinois
#6	110 S. Larkin Avenue	Joliet, Will County	Illinois
#7	18257 S. Halsted Stre et	Glenwood, Cook County	Illinois
#8	280 E. Army Trail Road	Glendale Heights, Dupage County	Illinois
#9	424 S. Schmale	Carol Stream, Dupage County	Illinois
#10	19175 La Grange Road	Mokena, Will County	Illinois
#11	2430 E. Lincoln Highway	New Lenox, Will County	Illinois
#12	12723 S. Ashland Avenue	Calurnet Park, Cook County	Illinois
#14	129 Cypress Drive	Manten J, Kankakee County	Illinois
#15	21420 S. Cicero Avenue	Matteson, Crok County	Illinois
#16	525 E. North Avenue	Glendale Heights, Dupage County	Illinois
#17	2900 Plainfield Road	Joliet, Will County	Illinois
#18	104 Center Street	Joliet, Will County	Illinois
#19	608 Sixth Street	Champaign, Champaign County	Illinois

[&]quot;Money" means anything that constitutes "money" as defined in the Ccos.

"Payment Intangibles" means anything that constitutes a "payment intangible," as defined in the Code.

"Person" means any individual, sole proprietorship, general partnership, limited partnership, limited partnership, limited liability partnership, limited liability company, joint venture, trust, unincorporated organization, association, corporation, government, or any agency or political division thereof, or any other entity.

"Proceeds" means anything that constitutes "proceeds" under the Code (whether cash or non-cash) and in any event shall include but not be limited to (a) any and all proceeds of any insurance, indemnity, warranty or guaranty payable to Secured Party or Debtor from time to time with respect to any of the Collateral whether for insufficiency thereof or loss or damage thereto or for any other reason, (b) any and all payments (in any form whatsoever) made or due and payable to Debtor from time to time in connection with any requisition, confiscation, condemnation, seizure or forfeiture of all or any part of the Collateral by any governmental authority (or any Person acting under color of governmental authority), (c) all dividends, distributions, interest, cash, instruments, securities and other property, of

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whatever character from time to time received, receivable or otherwise distributed in respect of or in exchange for any or all of the Collateral and (d) any and all other property and amounts from time to time paid or payable under or in connection with any of the Collateral.

"Receivables": anything that constitutes an "account" under the Code and in any event shall include but not be limited to all of Debtor's rights to payment for Goods sold or leased or services performed by Debtor, whether now in existence or arising from time to time hereafter, including, without limitation, rights evidenced by an account, note, contract, security agreement, Chattel Paper, or other evidence of indebtedness or security or Instrument or Security, together with (a) all security or other supporting obligation pledged, assigned, hypothecated or granted to or held by Debtor to secure any of the foregoing, (b) all of Debtor's right, title and interest in and to any Goods the sale or lease of which gave rise thereto, (c) all guarantees, endorsements and indemnifications on, or of, any of the foregoing, (d) all powers of attorney for the execution of any evidence of indebtedness or security or other writing in connection therewith, (e) all books, records, ledger cards, and invoices relating thereto, (f) all evidences of the filing or time cing statements and other statements and the registration of other instruments in connection therewith and amendments thereto, notices to other creditors or secured parties, and certificates from filing of other registration officers, (g) all credit information, reports and memoranda vriting.
COOHON CONTROL relating thereto, and (h) all other writings related in any way to the foregoing.

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EXHIBIT "B" Legal Description

Store #3 · 1740 W. Court Street, Kankakee, IL

LOT 1 OF DEARBORN SUBDIVISION BEING A SUBDIVISION OF A PART OF LOT 5 OF J.K. CROSWELL'S SUBDIVISION OF THE SOUTH 109.61 ACRES OF THAT PART OF THE WASHINGTON-BOURBONNAIS RESERVATION LYING WEST OF THE KANKAKEE RIVER AND THE SOUTH 32 ACRES OF FRACTIONAL SECTION 31, ALL IN TOWNSHIP 31 NORTH, RANGE 12 EAST OF THIS THIRD PRINCIPAL MERIDIAN IN KANKAKEE COUNTY, ILLINOIS.

APN: 16-09 31 203-020

Store #5 · 599 William Latham Dr. Bourbonnais, IL

TRACT 1:

A PART OF LOT 7 OF BOULBONNAIS TOWNE CENTRE SUBDIVISION, AS PLATTED MARCH 18, 1988, BEING A PART OF THE NORT'I HALF OF ORIGINAL LOT 1, AND PART OF ORIGINAL LOTS 4, 5, AND 6 OF BELA T. CLARK'S SUBDIVISION OF THE MESHEKETENO RESERVATION IN TOWNSHIP 31 NORTH, RANGE 12 EAST OF THE THIRL' FRINCIPAL MERIDIAN, IN KANKAKEE COUNTY, ILLINOIS, DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHEAST CORNER OF SAID LOT 7; THENCE SOUTH 89 DEGREES 27 MINUTES 00 SECONDS WEST ALONG THE NORTH LINE OF SAID LOT 7 A DISTANCE OF 227.86 FEET TO A POINT; THENCE SOUTH 00 DEGREES 09 MINUTES 00 SECONDS EAST 192.22 FEET TO A POINT, SAID POINT BEING KNOWN AS THE POINT OF BEGINNING. FROM SAID POINT OF BEGINNING THENCE CONTINUING SOUTH 00 DEGREES 09 MINUTES 00 SECONDS EAST A DISTANCE OF 230.0 FEET TO A POINT ON THE SOUTH LINE OF SAID LOT 7; THENCE SOUTH 89 DEGREES 51 MINUTES 00 SECONDS WEST A DISTANCE OF 230.0 FEET TO A POINT; THENCE 00 DEGREES 09 MINUTES 00 SECONDS WEST A DISTANCE OF 230.0 FEET TO A POINT; THENCE NORTH 89 DEGREES 51 MINUTES 00 SECONDS EAST A DISTANCE OF 230.0 FEET TO THE POINT OF BEGINNING.

TRACT 2:

EASEMENT FOR THE BENEFIT OF TRACT 1 AS CREATED BY DEED FROM FIR T OF AMERICA TRUST COMPANY AS TRUSTEE UNDER TRUST #761 TO MUNICIPAL TRUST AND SAVINGE BANK UNDER TRUST AGREEMENT DATED JUNE 4, 1992, AND KNOWN AS TRUST #0614 FOR FUBLIC UTILITY PURPOSES ACROSS THE EASTERN MOST 12 FEET OF THE FOLLOWING DESCRIBED LAND:

A PART OF LOT 7 OF BOURBONNAIS TOWNE CENTRE SUBDIVISION, AS PLATTED MARCH 18, 1988, BEING A PART OF THE NORTH HALF OF ORIGINAL LOT 1, AND PART OF ORIGINAL LOTS 4, 5, AND 6 OF BELA T. CLARK'S SUBDIVISION OF THE MESHEKETENO RESERVATION IN TOWNSHIP 31 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN KANKAKEE COUNTY, ILLINOIS, DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHEAST CORNER OF SAID LOT 7; THENCE SOUTH 89 DEGREES 27 MINUTES 00 SECONDS WEST ALONG THE NORTH LINE OF SAID LOT 7 A DISTANCE OF 227.86 FEET TO A POINT, SAID POINT TO BE KNOWN AS THE POINT OF BEGINNING, FROM SAID POINT OF BEGINNING THENCE SOUTH 00 DEGREES 09 MINUTES 00 SECONDS EAST A DISTANCE OF 192.22 FEET TO A POINT; THENCE SOUTH 89 DEGREES 51 MINUTES 00 SECONDS WEST A DISTANCE OF 180.00 FEET TO A POINT; THENCE SOUTH 89 DEGREES 09 MINUTES 00 SECONDS SECONDS EAST A DISTANCE OF 230.00 FEET TO A POINT; THENCE SOUTH 89 DEGREES 51 MINUTES

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00 SECONDS WEST ALONG THE SOUTH LINE OF SAID LOT 7 A DISTANCE OF 100.00 FEET TO A POINT; THENCE NORTH 00 DEGREES 09 MINUTES 00 SECONDS WEST A DISTANCE OF 420.27 FEET TO A POINT ON THE NORTH LINE OF SAID LOT 7; THENCE NORTH 89 DEGREES 27 MINUTES 00 SECONDS EAST A DISTANCE OF 280.00 FEET TO THE POINT OF BEGINNING.

PARCEL ONE:

LOT 1 OF DEARBORN SUBDIVISION BEING A SUBDIVISION OF A PART OF LOT 5 OF J.K. CROSWELL'S SUBDIVISION OF THE SOUTH 109.61 ACRES OF THAT PART OF THE WASHINGTON-BOURBONNAIS RESERVATION LYING WEST OF THE KANKAKEE RIVER AND THE SOUTH 32 ACRES OF FRACTIONAL SECTION 31, ALL IN TOWNSHIP 31 NORTH, RANGE 12 EAST OF THIS THIRD PRINCIPAL MERIDIAN IN KANKAKEE COUNTY, ILLINOIS.

PARCEL TWO:

EASEMENT FOR VEHICULAR AND PEDESTRIAN TRAFFIC AS CONTAINED IN EASEMENT AGREEMENT RECORDED OCTOBER 12, 2005 AS DOCUMENT 200522624.

APN: 17-09-18-409-003

Store #6 - 110 S. Larkin Avenue, Joliet, IL

THAT PART OF THE SOUTH 600 FEET CF THE NORTH 1267 FEET OF THE WEST 20 ACRES OF THE EAST ½ OF THE NORTHEAST ¼ (EXCLUDING THE NORTH 120 FEET THEREOF AND EXCLUDING THE SOUTH 320 FEET THEREOF) OF SECTION 18, TOWNSHIP 35 NORTH, RANGE 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN WILL COUNTY, ILLIN 11, LYING EASTERLY OF THE EASTERLY RIGHT OF WAY LINE OF LARKIN AVENUE, EXCEPT THE NOR THE 80.00 FEET OF THE EAST 115.00 THEREOF.

APN: 30-07-18-201-046-0000

STORE #7 - 18257 S. Halsted, Glenwood, IL

A TRACT OF LAND COMPRISING PART OF THE SOUTHWEST 1/4 OF SECTION 33, TOWNSHIP 36 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS: BEGINNING AT A POINT ON A LINE DRAWN PERPENDICULAR TO THE SOUTH LINE OF SAID SECTION 33, SAID PERPENDICULAR LINE PASSING THROUGH A POINT ON SAID SOUTH LINE, 345 FEET EAST OF THE SOUTHWEST CORNER OF SAID SECTION AND SAID POINT OF BEGINNING BEING 40 FEET NORTH OF SAID SOUTH LINE OF SECTION 33; THENCE NORTH ALONG SAID PERPENDICULAR LINE, A DISTANCE OF 250 FEET; THENCE WEST PARALLEL WITH SAID SOUTH LINE OF SECTION 33, A DISTANCE OF 241.71 FEET TO THE EAST LINE OF HALSTED STREET, AS HERETOFORE DEDICATED BY FORD AIRPLANE SUBDIVISION, THENCE SOUTH ALONG SAID EAST LINE OF HALSTED STREET, A DISTANCE OF 184.15 FEET; THENCE SOUTHEASTERLY ALONG A CURVED LINE, CONVEXED SOUTHWESTERLY, TANGENT TO THE LAST DESCRIBED COURSE AND HAVING A RADIUS OF 65 FEET, A DISTANCE OF 102.97 FEET TO A POINT OF TANGENCY WITH A LINE DRAWN PARALLEL WITH AND 40 FEET NORTH OF SAID LINE OF SECTION 33. THENCE EAST ALONG LAST DESCRIBED PARALLEL LINE (BEING THE NORTH LINE OF ARQUILLA DRIVE), A DISTANCE OF 179.15 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

APN: 29-33-301-107-0000

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Store #10 - 19175 LaGrange Road, Mokena, Illinois

LOT 12 IN LAGRANGE RIDGE BUSINESS PARK, BEING A SUBDIVISION OF PART OF THE NORTH WEST ¼ OF SECTION 10, TOWNSHIP 35 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED OCTOBER 10, 1989 AS DOCUMENT NO. R89·52022, THE CERTIFICATE OF CORRECTION RECORDED NOVEMBER 22, 1989 AS DOCUMENT NO. R89·60944, THE CERTIFICATE OF CORRECTION RECORDED JANUARY 11, 1990 AS DOCUMENT R90·02407 AND CERTIFICATE OF CORRECTION RECORDED JANUARY 22, 1990 AS DOCUMENT R90·04065, AND THE CERTIFICATE OF CORRECTION RECORDED OCTOBER 15, 1991 AS DOCUMENT R91·59160, IN WILL COUNTY, ILLINOIS.

EXCEPT THAT PORTION CONVEYED AS DOCUMENT R2001-070689 RECORDED MAY 8, 2001 AS FOLLOWS

THE WESTERLY? 303 FEET OF LOT 12 IN LAGRANGE RIDGE BUSINESS PARK, BEING A SUBDIVISION OF PART OF THE NORTHWEST QUARTER OF SECTION 10, TOWNSHIP 35 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED OCTOBER 10, 1989, AS DOCUMENT NO. RS3-52022, AND CERTIFICATE OF CORRECTION RECORDED NOVEMBER 22, 1989, AS DOCUMENT NO. RS3-50944, AND CERTIFICATE OF CORRECTION RECORDED JANUARY 11, 1990 AS DOCUMENT NO. R90-2/J7, AND CERTIFICATE OF CORRECTION RECORDED JANUARY 22, 1990, AS DOCUMENT NO. R90-4035 AND CERTIFICATE OF CORRECTION RECORDED OCTOBER 15, 1991, AS DOCUMENT NO. R91-59160, IN WILL COUNTY, ILLINOIS.

APN: 19-09-10-110-003-0000

Store #15 - 21420 S. Cicero Ave., Matteson, IL

PARCEL 1

LOT 2 IN WAL-MART SUBDIVISION, BEING A SUBDIVISION OF PART OF THE SOUTHEAST ¼ OF SECTION 21, TOWNSHIP 35 NORTH, RANGE 13, EAST OF 1".F THIRD PRINCIPAL MERIDIAN, TOGETHER WITH PART OF LOTS 21, 22, 23, 24, AND 25 IN LAY CORPORATE PARK, BEING A SUBDIVISION OF PART OF THE SOUTHEAST ¼ OF SECTION 21 AFORL SAID, TOGETHER WITH PART OF LOT 35 IN S/W CORPORATE PARK AFORESAID, IN COOK COUNTY, ILLINGIS.

PARCEL 2

EASEMENT FOR INGRESS & EGRESS FOR THE BENEFIT OF PARCEL 1 DEPICTED AND DESCRIBED ON THE PLAT OF RESUBDIVISION RECORDED MARCH 14, 1990 AS DOCUMENT NUMBER 90113662, AND AS CREATED BY DEED DATED OCTOBER 12, 1992 AND RECORDED OCTOBER 14, 1992 AS DOCUMENT NUMBER 92-763618 FROM WAL-MART PROPERTIES, INC., A DELAWARE CORPORATION, TO DELAWEST, INC., A DELAWARE CORPORATION.

APN: 31-21-401-015-0000

Store #17 - 2900 Plainfield Road, Joliet, IL

LOT 1 IN LOUIS JOLIET EAST UNIT 1, BEING A SUBDIVISION OF PART OF THE NORTHWEST QUARTER OF SECTION 25, TOWNSHIP 36 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL

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MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED AUGUST 23, 1984, AS DOCUMENT NO. R84-25862.

SAID PROPERTY BEING ALSO DESCRIBED AS FOLLOWS:

THAT PART OF THE NORTHWEST ¼ OF SECTION 25 TOWNSHIP 36 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST 1/4 OF SECTION 25; THENCE SOUTH 88° 51' 41" WEST ALONG THE NORTH LINE OF THE NORTHEAST 1/4 OF SECTION 26 A DISTANCE OF 8.73 FEET TO AN INTERSECTION WITH THE CENTER LINE OF U.S. ROUTE 30 [PLAINFIELD ROAD]; THENCE SOUTH 46°32' 29" EAST ALONG SAID CENTER LINE A DISTANCE OF 1,019.87 FEET TO A POINT; THENCE SOUTH 42°27' 31" WEST A DISTANCE OF 90.00 FEET TO A POINT OF INTERSECTION WITH THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF SAID U.S. ROUTE 30 [PLAINFIELD ROAD], BEING ALSO THE POINT OF BEGINNING; THENCE SOUTH 46° 32' 29" EAST ALONG SOUTHWESTERLY RIGHT-OF-WAY LINE A DISTANCE OF 156.17 FEET TO A POINT; THENCE SOUTH 35° 13' 53" EAST A DISTANCE OF 50.99 FEET TO A 2C'NT; THENCE SOUTH 1°32' 29" EAST A DISTANCE OF 56.57 FEET TO A POINT; THENCE SOUTH 32°03′ 55" WEST A DISTANCE OF 50.99 FEET TO A POINT OF INTERSECTION WITH THE NORTHWESTERLY RICHT-OF-WAY LINE OF VOYAGER DRIVE; THENCE SOUTH 43°27' 31" WEST ALONG SAID NORTHWESTLPLY RIGHT-OF-WAY LINE A DISTANCE OF 65.00 FEET TO A POINT; THENCE NORTH 46°32′ 29" WEST A DISTANCE OF 256.17 FEET TO A POINT; THENCE NORTH 43°27′ 31" EAST A DISTANCE OF 165.30 FEET TO THE POINT OF BEGINNING, CONTAINING 40,068.1 SQUARE FEET OR 0.919 ACRES, MORE OR LESS ALL IN WILL COUNTY, ILLINOIS.

APN: 06-03-25-102-002-0000

STORE #18 - 104 N. CENTER STREET, JOLIET, IL

PARCEL 1: LOT 4, EXCEPT THE NORTH 21 FEET THE LEOF AND ALL OF LOT 5 IN BLOCK 13 IN WEST JOLIET, IN SECTION 9, TOWNSHIP 35 NORTH, RANG & 10 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN WILL COUNTY, ILLINOIS.

PARCEL 2: LOTS 3 & 4 IN BLOCK 23 IN DEMMOND'S ADDITION TO VEST JOLIET LYING EAST OF THE EASTERLY LINE OF CENTER STREET AND THAT PART OF OAK STREET LYING EASTERLY OF AND ADJOINING LOTS 3 AND 4 IN BLOCK 23, AFORESAID, IN WILL COUNTY, LLIIVOIS.

PARCEL 3: LOT 5 IN BLOCK 23 IN DEMMOND'S ADDITION TO WEST JOLIET AND THAT PART OF OAK STREET LYING EASTERLY OF AND ADJOINING LOT 5 IN BLOCK 23, AFOR AS ALD, IN WILL COUNTY, ILLINOIS.

APN: 30-07-09-413-003-0000