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INSTRUCTIONS:

- PLEASE TYPE this form. Fold only along perforation for mailing.
- Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
- If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets. Preferably 5" x 8" or 8" x 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of the financing statement. Long schedules of collateral, indentures, etc., may be on any size paper that is convenient for the Secured Party.

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code.

Debtor(s) (Last Name First) and address(es)
 Jac Jacobsen Industries, Inc.
 67 Holly Hill Lane
 P. O. Box 4207
 Greenwich, CT 06830

Secured Party(ies) and address(es)
 Continental Bank N.A., as Agent
 231 South LaSalle Street
 Chicago, IL 60697

For Filing Officer
 (Date, Time, Number, and Filing Office)
 93174427

DEPT-1 RECORDING \$31.50
 TRANS TRAN 9964 03/09/93 10:10:00
 4566 \$ ** 93-174427
 COOK COUNTY RECORDER

- This financing statement covers the following types (or items) of property:
 All of Debtor's now owned and existing and hereafter acquired accounts, inventory, equipment, fixtures, chattel paper, general intangibles, instruments, documents and other personal property, wherever located.
- (Describe Real Estate)
 together with proceeds thereof, including without limitation, the property described on Exhibit A hereto. The above property is or may become fixtures on the real estate described on Exhibit B attached hereto.
- (If applicable) The above goods are to become fixtures on ~~(The above timber is standing on ...)~~ (Strike what is inapplicable) (Describe Real Estate)
 See Exhibit B for the name of the record owner of the real estate described on Exhibit B. Some of the collateral may from time to time, be located at places other than the address shown herein including, but not limited to, the locations listed on Schedule 1 attached hereto and made a part hereof.

ASSIGNEE OF SECURED PARTY

and this financing statement is to be filed in the real estate records. (If the debtor does not have an interest of record)
 The name of a record owner is

See Exhibit B

4. ~~ES~~ Products of Collateral are also covered.

Jac Jacobsen Industries, Inc.

By: *Charles Florio*
 (Signature of Debtor) (Secured Party)*

Additional sheets presented: _____
 Filed with Recorder's Office of _____ County, Illinois.

*Signature of Debtor Required in Most Cases;
 Signature of Secured Party in Cases Covered By UCC 59-402 (2).

Cook County Clerk's Office

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EXHIBIT A
TO UCC FINANCING STATEMENT SHOWING
JAC JACOBSEN INDUSTRIES, INC. AS DEBTOR AND
CONTINENTAL BANK N.A., AS AGENT, AS SECURED PARTY

This financing statement covers all of the following property of Debtor, whether now owned or existing, or hereafter acquired or coming into existence, wherever now or hereafter located (all such property is hereinafter referred to collectively as the "Collateral"):

(a) Any account of Debtor and any other right of Debtor to payment for goods sold or leased or for services rendered, whether or not evidenced by an instrument or chattel paper and whether or not yet earned by performance ("Accounts Receivable");

(b) All equipment of Debtor of every description, including without limitation fixtures, furniture, vehicles and trade fixtures, together with any and all accessions, parts and equipment attached thereto or used in connection therewith, and any substitutions therefor and replacements thereof ("Equipment");

(c) Any and all of Debtor's goods, (including without limitation goods in transit) wheresoever located which are or may at any time be leased by Debtor to a lessee, held for sale or lease, furnished under any contract of service, or held as raw materials, work in process, or supplies or materials used or consumed in Debtor's business, or which are held for use in connection with the manufacture, packing, shipping, advertising, selling or finishing of such goods, and all goods the sale or other disposition of which has given rise to an Account Receivable, "Contract Right" (as defined below) or "General Intangible" (as defined below) which are returned to and/or repossessed and/or stopped in transit by or at any time hereafter are in the possession or under the control of, Debtor or Secured Party or any agent or bailee of either of them, and all documents of title or other documents representing the same ("Inventory");

(d) All of Debtor's general intangibles, intangible personal property, including things in action, causes of action and all other personal property of Debtor of every kind and nature (other than Accounts Receivable, Inventory, Equipment, chattel paper, documents, instruments and money), including without limitation corporate, partnership or other business records, inventions, designs, patents, patent applications, trademarks, trademark applications, trade names, trade styles, trade secrets, goodwill, copyrights, registrations, licenses, franchises, customer lists, tax refund claims, claims against carriers and shippers, guarantee claims, security interests, security deposits or other security held by or granted to Debtor to secure any payment from an account debtor, and any rights to indemnification ("General Intangibles");

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135 South LaSalle, Suite 1162
Chicago, IL 60603

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(e) Any right of Debtor to payment under a contract, which right is not yet earned by performance and not evidenced by an instrument or chattel paper ("Contract Rights"), documents and documents of title;

(f) All chattel paper and instruments evidencing, arising out of or relating to any obligation to Debtor for goods sold or leased or services rendered, or otherwise arising out of or relating to any property described in clauses (a) through (e) above;

(g) Any and all balances, credits, deposits (general or special, time or demand, provisional or final), accounts or monies of or in the name of Debtor now or hereafter with Secured Party and any and all property of every kind or description of or in the name of Debtor now or hereafter, for any reason or purpose whatsoever, in the possession or control of, or in transit to, or standing to Debtor's credit on the books of, Secured Party, any agent or bailee for Secured Party, or any party now or at any time hereafter participating with Secured Party in making loans to Debtor;

(h) All interest of Debtor in any goods the sale or lease of which shall have given or shall give rise to, and in all guaranties and other property securing the payment of or performance under, any Accounts Receivable, Contract Rights, General Intangibles, or any chattel paper or instruments referred to in clause (f) above;

(i) All interests of Debtor as lessor, sublessor, lessee or sublessee of any real or personal property;

(j) Any and all other property of Debtor, of any kind or description (including but not limited to real property of Debtor), subject to a separate mortgage, pledge or security interest in favor of Secured Party or in which Secured Party now or hereafter has or acquires a security interest securing any liabilities, obligations and indebtedness owing by Debtor to Secured Party, whether pursuant to a written agreement or instrument or otherwise;

(k) All replacements, substitutions, additions or accessions to or for any of the foregoing;

(l) To the extent related to the property described in clauses (a) through (k) above, all books, correspondence, credit files, records, invoices and other papers and documents, including without limitation, to the extent so related, all tapes, cards, computer runs, computer programs and other papers and documents in the possession or control of Debtor or any computer bureau from time to time acting for Debtor, and, to the extent so related, all rights in, to and under all policies of insurance, including claims of rights to payments thereunder and proceeds therefrom, including any credit insurance; and

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(m) All products and proceeds (including but not limited to any Accounts Receivable or other proceeds arising from the sale or other disposition of any Collateral, any returns of any Equipment or Inventory sold by Debtor, and the proceeds of any insurance covering any of the Collateral) of any of the foregoing.

Property of Cook County Clerk's Office

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EXHIBIT B
TO UCC FINANCING STATEMENT SHOWING
JAC JACOBSEN INDUSTRIES, INC. AS DEBTOR AND
CONTINENTAL BANK N.A., AS AGENT, AS SECURED PARTY

NAME OF RECORD OWNER: American National Bank and Trust Company of Chicago,
not personally, but as Trustee under Trust Agreement
dated November 2, 1984 and known as Trust No. 111954-01

LEGAL DESCRIPTION:

That part of the South East 1/4 of Section 19, Township
10 North, Range 12 East of the Third Principal Meridian,
described as follows:

Beginning at a point on the South line of the South
East 1/4 of Section 19, aforesaid, 1932.28 feet West
of the South East corner thereof; thence North at right
angles thereto, a distance of 429.76 feet to the
Southernly right of way line of the Northern Illinois
Toll Highway; thence Southwesterly along said right of
way line a distance of 755.95 feet to a point in the
West line of the South East 1/4 of Section 19, aforesaid,
178.45 feet North of the South West corner of said South
East 1/4; thence South along the West line of said South
East 1/4 for a distance of 178.45 feet to the South West
corner thereof; thence East along the South line of
said South East 1/4, a distance of 712.58 feet to the
point of beginning.

PIN 12194001110000

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SCHEDULE 1

ADDITIONAL ADDRESSES

11500 West Melrose Avenue
P. O. Box 1389
Franklin Park, IL 60131-8389

10870 Kalama River Road
Fountain Valley, CA 92708

2615 Washington Boulevard
P. O. Box 7079
St. Louis, MO 63177

2742 Thomaston Avenue
Waterbury, CT 06704

2701 Industrial Avenue, #3
Fort Pierce, FL 34946

5 Kronprindsens Gade
Charlotte Amalie
St. Thomas, U.S. Virgin Islands 00801

2200 South Anne Street
Santa Ana, CA 92704

2220 South Anne Street
Santa Ana, CA 92704

11530 West Melrose Avenue
P. O. Box 309
Franklin Park, IL 60131

420 Railroad Way
Mamaroneck, NY 10543

Washburn Switch Road
P. O. Box 1680
Shelby, NC 28151

14625 East Clark Avenue
City of Industry, CA 91746

979 Third Avenue
Studio Showroom 9-A
New York City, NY 10022

Space #3250
The Dallas Trade Mart
Dallas, Texas

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