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INSTRUCTIONS:

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

FIXTURE FILING

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

For Filing Officer
(Date, Time, Location, and Filing Office)

Debtor(s) (Last Name First) and address(es)
PARCO FOODS, INC.
 2200 W. 138th Street
 Blue Island, IL 60406

Secured Party(ies) and address(es)
MID-STATES FINANCIAL CORP.
 880 Algonquin Rd., Ste. 103
 Schaumburg, IL 60173-3808

DEPT. OF SEC. & TRANS. 10/10/100
31243494 125.38
 COOK COUNTY RECORDER

- 1. This financing statement covers the following type(s) of property:
Cookie Production Equipment - See Schedule "A" attached hereto and made a part hereof.
- 2. (If collateral is crops) The above described crops are growing or are to be grown on:
 (Describe Real Estate)

ASSISTANCE OF SECURED PARTY

- 3. (If applicable) The above goods are to become fixtures on:
"The above goods are to become fixtures on: See Schedule "B" attached hereto and made a part hereof."

1040970-9

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

~~1040970-9~~ 532

(REF: 0002-6077-08)

4. Products of Collateral are also covered.

BY: *[Signature]*
 Signature of (Debtor) (Secured Party)

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

*Signature of Debtor Required in Most Cases;
 Signature of Secured Party in Cases Covered by UCC 9-409 (2).

1 FILING OFFICER COPY - ALPHABETICAL

STANDARD FORM-UNIFORM COMMERCIAL CODE-FORM UCC-9-REV. 4-73

This form of financing statement is approved by the Secretary of State.

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SCHEDULE "A"

This Schedule "A" is hereby affixed to and becomes part of a certain UCC- 1 form wherein the (Debtor/Lessee) acknowledge that MID-STATES FINANCIAL CORP. (Secured Party/Lessor) has an interest in or owns certain equipment.

This Schedule "A" further defines, or adds to, the equipment being referred to by the UCC- 1

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EQUIPMENT

- TWO (2) GRASSO RC411 WITH 100 H.P. MOTORS
 - ONE (1) 30" X 15' LIQUID RECEIVER WITH THE CAPACITY OF 2000' WITH DUAL RELIEF AND GAUGE GLASS
 - ONE (1) CONTROL PANEL WITH CIRCUIT BREAKERS AND STARTERS FOR ALL COMPRESSORS, PUMPS AND CONDENSER FANS
 - ONE (1) 7 & G 7-1/2 H.P. ABC SERIES 1531 CLOSE-COUPLED CONDENSER PUMP
 - ONE (1) B & G 7-1/2 H.P. ABC SERIES 1531 CLOSE-COUPLED GLYCOL PUMP FOR KING A/G
 - ONE (1) B & G 12 H.P. 3E SERIES 1531 CLOSE-COUPLED GLYCOL PUMP FOR COOLING TUNNELS
 - ONE (1) GLYCOL CHILLER FLOODED AMMONIA CAP WITH 20% PROF. GLYCOL 949.3 G.P.M. 34 DEGREE GLYCOL
 - ONE (1) IMECO KLMGL 195 PROPELLER FAN EVAPORATIVE CONDENSER WITH TWO (2) 7-1/2 H.P. MOTORS WITH FAN PARTITION
 - ONE (1) RS-96 IMECO SUMP TANK
 - ONE (1) KING/NATIONL 95 TON COOLING COIL AND STEAM HEATING COIL WITH CONTROL VALVES FOR COOLING AND HEATING
 - GLYCOL PUMPS TO BE CROSS CONNECTED SO THEY CAN PUMP TO EITHER SYSTEM
 - AMMONIA AND GLYCOL
- INSTALL APPROXIMATELY 1000' OF 4" PIPE
 INSTALL FIVE (5) TEES WITH 2" VALVES ON SUPPLY AND FIVE (5) TEES WITH 2" VALVES ON RETURN OF 4" GLYCOL PIPING TO COOLING TUNNEL

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FIBERGLASS CONDENSATE STORAGE TANK

- 7' DIAMETER X 7' HIGH
- TWO (2) 4" FLO.
- ONE (1) 2" TERRAZED OVERFLOW

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IN WITNESS THIS 19TH day of JANUARY, 19 93 the Debtor/Lessee attests the above equipment is to be included in the UCC- 1 unto which this is attached.

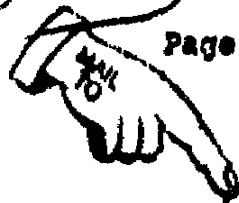
reference

Lessor: MID-STATES FINANCIAL CORP.

Lessee: PARCO FOODS, INC.

By: Kimberly [Signature]

By: [Signature]



RETURN TO:
LEXIS Document Services
135 South LaSalle, Suite 1100
Chicago, IL 60603

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SCHEDULE B NO 2 4 3 1 9 4

Attached to and made part of UCC-2 Financing Statement between PARCO FOOD, INC., Debtor, and MID-STATES FINANCIAL CORP., Secured Party.

Legal Description

LOT 34 (EXCEPT THE WEST 194.00 FEET THEREOF) AND (EXCEPT THE RIGHT OF WAY) OF THE BALTIMORE AND OHIO CHICAGO TERMINAL RAILROAD COMPANY ACROSS AND SAID LOT) IN THE SUBDIVISION BY PETER ENGLAND OF THE NORTHWEST 1/4 OF SECTION 6, TOWNSHIP 36 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, WITH PART OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF SECTION 1, TOWNSHIP 36 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, ALL IN COOK COUNTY, ILLINOIS.

PIN #29-06-110-001

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