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### EXHIBIT A TO UCC FINANCING STATEMENT BETWEEN

DEBTOR: GOODMAN EQUIPMENT CORPORATION AND

### SECURED PARTY: MICHIGAN AVENUE NATIONAL BANK

This financing statement covers all of the Debtor's right, title and interest in, to and in respect of the following types (or items) of personal property, whether now owned or hereafter acquired by Debtor and wherever now or hereafter located:

- 1. All accounts, interests in goods represented by accounts returned, reclaimed or repossessed goods with respect thereto and rights as an unpaid vendor; contract rights; chattel paper; general intangibles (including, but not limited to, tax and duty refunds, registered and unregistered patents, trademarks, service marks, copyrights, trade names, applications for the foregoing, trade secrets, goodwill, processes, drawings, blueprints, customer lists licenses, whether as licensor or licensee, chooses in action and other claims, and existing and future leasehold interests in equipment, real estate and fixtures); documents; instruments; letters of credit, bankers' acceptances or quaranties; cash monies, deposits, securities, bank accounts, deposit accounts, credits and other property now or hereafter held in any capacity by Lender, its affiliates or any entity or at any other depository or other institution which, at any time, participates in Lender's financing of Grantor; agreements or property securing or relating to any of the items referred to above;
- 2. All inventory of whatever kind, nature or description, including all raw materials, work in-process, finished goods, and materials to be used or consumed in Pebtor's business; and all names or marks affixed to or to be affixed thereto for purposes of selling same by the seller, manufacturer, lessor or licensor thereof;
- 3. All equipment and fixtures, including, without limitation, all machinery, equipment, motor vehicles, furniture and fixtures and any and all additions, substitutions, replacements (including spare parts), and accessions thereof and thereto;
- 4. All interests of Debtor in, to and in respect of any real or other personal property in or upon which Secured Party has or any hereafter have a security interest, lien or right of setoff;
- 5. All of Debtor's books and records relating to any of the foregoing; and
- 6. All products and proceeds of the foregoing in whatever form, including, without limitation, all insurance



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proceeds and all claims against third-parties for loss or destruction of or damage to any of the foregoing.

All terms used above which are defined in the Uniform Commercial Code, shall have the meanings therein stated.

Property or Cook County Clerk's Office

5030741.01



#### EXHIBIT B TO UCC FINANCING STATEMENT BETWEEN

DEBTOR: GOODMAN EQUIPMENT CORPORATION

AND

SECURED PARTY: MICHIGAN AVENUE NATIONAL BANK

### Legal Description

Lot 12 (except the West 136.92 feet, as measured on the South line thereof) in Central 70, a subdivision in the South 1/2 of Section 21, Township 38 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois, according to the plat thereof recorded as document 23443478 in Cook County, Illinois.

Permanent Index Number: 19-21-301-017-0000

PLEASF. RETURN TO:
TRACY A. PATTERSON
HOLLEB & COFF
SUITE 4100, 55 EAST MONROE STREET
CHICAGO, ILLINOIS 60603