

Debtor(s) (Last Name) and address(es)
ERICKSON COSMETICS COMPANY
1920 North Clybourn Avenue
Chicago, Illinois 60614

Secured Party(ies) and address(es)
HARRIS TRUST AND SAVINGS BANK
P.O. Box 755
111 West Monroe Street
Chicago, Illinois 60690

File Number, and Filing Office

94577918

1. This financing statement covers the following types (or items) of property:
All of Debtor's intangibles, machinery and equipment and certain other rights, properties, interests and privileges as further described on Exhibit A attached hereto and made a part hereof.

ASSIGNEE OF SECURED PARTY
- DEPT-01 RECORDING \$29.50
- T52222 TRAN 4830 07/01/94 11:52:00
- #4861 # KE #--94-577918
- COOK COUNTY RECORDER

2. (If collateral is crops) The above described crops are growing or are to be grown on. (Describe Real Estate)
~~See Schedule I attached hereto and made a part hereof.~~

3. (If applicable) The above goods are to become fixtures on ~~(The above timber is standing on)~~ ~~(The above minerals or the like (including oil and gas) accounts will be financed at the wellhead or minehead of the well or mine located on)~~ ~~(Strike what is inapplicable)~~ (Describe Real Estate)
See Schedule I attached hereto and made a part hereof.

4. Products of Collateral are also covered. Agreement known as Trust No. 25-5798.
The name of a record owner is American National Bank and Trust Company of Chicago, not personally but solely as trustee under Trust

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

ERICKSON COSMETICS COMPANY
By: *[Signature]*
Signature of (Debtor)
By: _____
(Secured Party)

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*Signature of Debtor Required in Most Cases;
Signature of Secured Party in Cases Covered By U.C. 49-402 (2)

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

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EXHIBIT A

Debtor: ERICKSON COSMETICS COMPANY

Secured Party: HARRIS TRUST AND SAVINGS BANK

This financing statement covers all right, title and interest of the Debtor, whether now owned or existing or hereafter created, acquired or arising, in and to the following:

(a) *Receivables.* Receivables, whether now owned or existing or hereafter created, acquired or arising, and however evidenced or acquired, or in which the Debtor now has or hereafter acquires any rights (the term "*Receivables*" means and includes all accounts, accounts receivable, contract rights, instruments, notes, drafts, acceptances, documents, chattel paper, any right of the Debtor to payment for goods sold or leased or for services rendered, whether arising out of the sale of Inventory (as hereinafter defined) or otherwise and whether or not earned by performance, and all other forms of obligations owing to the Debtor, and all of the Debtor's rights to any merchandise and other goods (including, without limitation, any returned or repossessed goods and the right of stoppage in transit) which is represented by, arises from or is related to any of the foregoing);

(b) *General Intangibles.* All general intangibles, whether now owned or existing or hereafter created, acquired or arising, or in which the Debtor now has or hereafter acquires any rights, including, without limitation, all patents, patent applications, patent licenses, trademarks, trademark registrations, trademark licenses, trade styles, trade names, copyrights, copyright registrations, copyright licenses and other licenses and similar intangibles, all customer, client and supplier lists (in whatever form maintained), all rights in leases and other agreements relating to real or personal property, all causes of action and tax refunds of every kind and nature, all privileges, franchises, immunities, licenses, permits and similar intangibles, all rights to receive payments in connection with the termination of any pension plan or employee stock ownership plan or trust established for the benefit of employees of the Debtor and all other personal property (including things in action) not otherwise covered by this financing statement;

(c) *Inventory.* Inventory, whether now owned or existing or hereafter created, acquired or arising, or in which the Debtor now has or hereafter acquires any rights, and all documents of title at any time evidencing or representing any part thereof (the term "*Inventory*" means and includes all goods which are held for sale or lease or are to be furnished under contracts of service or consumed in the Debtor's business, all goods which are raw materials, work-in-process, finished goods, materials or supplies of every kind and nature, in each case used or usable in connection with the acquisition, manufacture, processing, supply, servicing, storing, packing, shipping, advertising, selling, leasing or furnishing of such goods, and any

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constituents or ingredients thereof, and all goods which are returned or repossessed goods), including, without limitation, Inventory consisting of: chemicals and components used in manufacturing of personal care products, liquid and powder and all finished goods derived thereof;

(d) *Equipment.* Equipment, whether now owned or existing or hereafter created, acquired or arising, or in which the Debtor now has or hereafter acquires any rights (the term "*Equipment*" means and includes all equipment, machinery, tools, trade fixtures, furniture, furnishings, office equipment, vehicles (including vehicles subject to a certificate of title law) and all other goods now or hereafter used or usable in connection with the Debtor's business, together with all parts, accessories and attachments relating to any of the foregoing), including, without limitation, Equipment consisting of: compounding, filling and packaging equipment for manufacturing of personal care items, liquids and powders;

(e) *Deposits.* All deposit accounts (whether general, special or otherwise) maintained with the Secured Party and all sums now or hereafter on deposit therein or payable thereon;

(f) *Records.* Supporting evidence and documents relating to any of the above-described property, including, without limitation, computer programs, disks, tapes and related electronic data processing media, and all rights of the Debtor to retrieve the same from third parties, written applications, credit information, account cards, payment records, correspondence, delivery and installation certificates, invoice copies, delivery receipts, notes and other evidences of indebtedness, insurance certificates and the like, together with all books of account, ledgers and cabinets in which the same are reflected or maintained, all whether now existing or hereafter arising;

(g) *Accessions and Additions.* All accessions and additions to and substitutions and replacements of any and all of the foregoing, whether now existing or hereafter arising; and

(h) *Proceeds and Products.* All proceeds and products of the foregoing and all insurance of the foregoing and proceeds thereof, whether now existing or hereafter arising.

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SCHEDULE I

Legal Description

Lots 7 to 22, both inclusive, in Block 5 and that part of Lots 6 and 23 lying North of a line drawn from a point on the Easterly line of Lot 23, said point being 4 feet Southeasterly of the Northeasterly corner of said Lot 23 to a point on the Westerly line of Lot 6, said point being 4 feet Southeasterly of the Northwesterly corner of said Lot 6, in the Subdivision of Lots 1 and 2 in Block 5 in Sheffield's Addition to Chicago in Section 32, Township 40 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois.

Street address: 1920 North Clybourn Avenue
Chicago, Illinois 60614

P.I.N. 14-32-406-012
14-32-406-002
14-32-406-003
14-32-406-001
14-32-406-008
14-32-406-014
14-32-419-017

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Cashyn Gillies
c/o Chapman and Cutler
111 West Monroe St
Chicago, IL 60602

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