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FUTURE FILING

STATE OF ILLINOIS
UNIFORM COMMERCIAL CODE — FINANCING STATEMENT — FORM UCC-2

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 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 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.

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

Debtor(s) (Last Name First) and address(es)

Secured Party(ies) and address(es)

Empire Plastics, Inc.
1430 E. Davis Street
Arlington Heights, IL 60005

LaSalle National Bank
120 S. LaSalle Street
Chicago, IL 60603

95045721
DEPT-11 RECORDING \$31.50
TRAN 4367 01/20/95 11:58:06
\$1012 LC # - 95 - 045721

1. This financing statement covers the following types (or items) of property:

The types of property covered by this Financing Statement are described on Schedule 1 attached hereto and incorporated herein by this reference.

COOK COUNTY RECORDER
ASSIGNEE OF SECURED PARTY

1099316-1

2. (If collateral is crops) The above described crops are growing or are to be grown on:
(Describe Real Estate)

3. (If applicable) The above goods are to become fixtures on ~~the above described real estate~~ ~~and gas, oil, or accounts will be financed or the wellhead or mineral of the well or mine located on~~ ~~the above described real estate~~ (Strike what is inapplicable)
(Describe Real Estate)

See Exhibit A attached hereto and incorporated herein by this reference.

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

D.S. IL Limited Partnership

4. Products of Collateral are also covered.

Empire Plastics, Inc.

By: 
Signature of (Debtor)

By: _____
(Secured Party)*

*Signature of Debtor Required in Most Cases;
Signature of Secured Party in Cases Covered By UCC 9-402 (7)

FILING OFFICER COPY—ALPHABETICAL

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

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SCHEDULE 1

- (a) all buildings and improvements of every kind and description now or hereafter erected or placed thereon and all materials intended for construction, reconstruction, alteration, and repairs of such improvements now or hereafter erected thereon, all of which materials shall be deemed to be included within the real property legally described on Exhibit A attached to and made a part of this Financing Statement (the "Real Estate") immediately upon the delivery thereof to the Real Estate, and all fixtures and personal property now or hereafter owned by Debtor and attached to or contained in and used in connection with the Real Estate, including all heating, air-conditioning, sprinklers, freezing, lighting, laundry, incinerating and dynamo and generating equipment; engines, pipes, pumps, tanks, motors, conduits, switchboards, plumbing and plumbing fixtures; lifting, cleaning, fire prevention, fire extinguishing, refrigerating, ventilating and communications apparatus; alarm systems; boilers, ranges, furnaces, oil burners or units thereof; appliances, air cooling and air-conditioning apparatus; vacuum cleaning systems; elevators, escalators; shades; awnings, screens; storm doors and windows; stoves, wall beds, refrigerators, cooking apparatus and mechanical equipment, gas and electrical fixtures; partitions, mantels, built-in mirrors, window shades, blinds, furniture of public spaces, halls and lobbies; attached cabinets, ducts and compressors; rugs and carpets; draperies; furniture and furnishings used in the operations of the Real Estate; and all additions thereto and renewals or replacements thereof or articles in substitution therefor, whether or not the same are or shall be attached to said building or buildings in any manner (the property described in this clause (a) is referred to as the "Improvements");
- (b) all of Debtor's interest and rights as lessor in and to all leases now or hereafter affecting the Real Estate and/or the Improvements or any part thereof, whether written or verbal, and all rents, issues, proceeds and profits accruing and to accrue from the Real Estate and/or the Improvements, whether payable pursuant to any present or future leases or otherwise arising out of any, letting of or any agreement for the sale, occupancy or use of the Real Estate and/or the Improvements or any portion thereof which may have been heretofore or hereafter made or agreed to by Debtor, together with any and all deposits and profits now due and/or which may become due thereunder by virtue thereof and any guaranties executed in connection therewith;

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LEXIS Document Services
135 S. LaSalle, Ste 2054
Chicago, IL 60603

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- (c) all proceeds or sums payable in lieu of or as compensation for the loss of or damage to the Real Estate and Improvements, all rights in and to all present and future fire and other insurance policies pertaining to the Real Estate and Improvements, any and all sums at any time on deposit for the benefit of Secured Party or the Debtor or held by Secured Party (whether deposited by or on behalf of Debtor or anyone else) pursuant to any of the provisions of the Mortgage and Security Agreement dated as of December 1, 1994 made by Debtor, as mortgagor, in favor of Secured Party, as mortgagee, and all awards paid or to be paid in connection with or in lieu of any condemnation, eminent domain change of grade or similar proceeding for the taking or for the degradation in the value of all or any part of the Real Estate and Improvements; and
- (d) all contracts, documents, agreements, contract rights and general intangibles relating to design, development, operation, construction upon, management, leasing, sale and use of the Real Estate and Improvements, including (i) all names under which or by which the Real Estate and/or Improvements may at any time be owned and operated, or any variation thereof, and all goodwill in any way relating to the Real Estate and Improvements and all service marks and logo types used in connection therewith, (ii) all permits, licenses, authorizations, variances, land use entitlements, approvals, consents, clearances and rights obtained from governmental agencies or other governmental authorities issued or obtained in connection with the Real Estate and/or Improvements, (iii) all permits, licenses, approvals, consents, authorizations, franchises and agreements issued or obtained in connection with the development, construction upon, use, occupation, leasing, sale or operation of the Real Estate and/or Improvements, (iv) all materials prepared for filing or filed with any governmental agency or other governmental authority, (v) all plans, specifications, drawings, maps, surveys, studies, architectural, engineering and construction contracts, management and leasing contracts and other agreements and documents, of whatever kind or character, relating to the use, construction upon, occupation, leasing, sale or operation of the Real Estate and/or the Improvements, whether now existing or hereafter entered into, and in, to and under any amendments, supplements, modifications and additions thereto, extensions and renewals thereof and substitutions therefor and (vi) the books and records of Debtor relating to design,

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development, construction, operation or management of the
Real Estate and/or Improvements;

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Exhibit A

LEGAL DESCRIPTION

LOTS 1 AND 4 IN BERGER SUBDIVISION, BEING A SUBDIVISION OF PART OF LOT "A" IN KIRCHOFF'S SUBDIVISION OF PART OF SECTIONS 10 AND 11, TOWNSHIP 41 NORTH, RANGE 11, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS. *2^d pt of sec 33 42-11*

Premises Address: 1430 EAST DAVIS STREET
ARLINGTON HEIGHTS, ILLINOIS 60005

Permanent Index Numbers: 03-33-300-071
03-33-300-070
03-33-300-067

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