

This STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.
Debtor(s) (Last Name) and address(es):

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

UNOFFICIAL COPY

IMPERIAL OF HAZEL CREST, INC.
3300 WEST 175TH STREET
HAZEL CREST, ILLINOIS 60429

CAREPLUS MANAGEMENT, INC.
5940 W. TOUHY AVENUE
SUITE 350
NILES, ILLINOIS 60714

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

FOR COLLATERAL, SEE EXHIBIT "A" ATTACHED HERETO.
FOR LEGAL DESCRIPTION, SEE EXHIBIT "B" ATTACHED HERETO.

ASSIGNER OF SECURED PARTY

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 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)

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

4. Products of Collateral are also covered.

3 Additional sheets presented.
X Filled with Recorder's Office of COOK County, Illinois.

By: _____
Signature of (Debtor)
By: _____
(Secured Party)*

FILING OFFICER COPY — ALPHABETICAL

Rev. 3/75

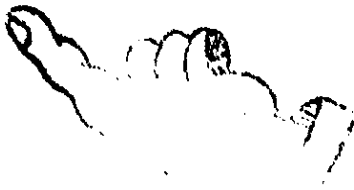
*Signature of Debtor Required in Most Cases;
Signature of Secured Party in Cases Covered By UCC 1B-402(2)

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

98869519

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1998-09-29 11:33:09
Cook County Recorder 35.50

BOX 242



Property of Cook County Clerk's Office

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

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

Secured Party (Last Name) and address(es)

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

IMPERIAL OF HAZEL CREST, INC.
3300 WEST 175TH STREET
HAZEL CREST, ILLINOIS 60429

CAREPLUS MANAGEMENT, INC.
5940 W. TOUHY AVENUE
SUITE 350
NILES, ILLINOIS 60714

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

FOR COLLATERAL, SEE EXHIBIT "A" ATTACHED HERETO.
FOR LEGAL DESCRIPTION, SEE EXHIBIT "B" ATTACHED HERETO.

ASSIGNEE OF SECURED PARTY

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 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)

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

4. Products of Collateral are also covered.

3 Additional sheets presented.
8 Filed with Recorder's Office of COOK County, Illinois.

By:
Signature of (Debtor)
By: _____
(Secured Party)*

FILING OFFICER COPY — NUMERICAL

Rev. 3/75

*Signature of Debtor Required in Most Cases;
Signature of Secured Party in Cases Covered By UCC 9B-402(2)

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

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1998-09-29 11:33:09
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EXHIBIT A

All of the following property of the Borrower, whether now owned or existing, or hereafter acquired or coming into existence, wherever now or hereafter located (all such property being hereinafter referred to as the "Collateral"):

- (a) Accounts Receivable;
- (b) Equipment;
- (c) Inventory;
- (d) General Intangibles;
- (e) Contract Rights and documents of title;
- (f) All chattel paper and instruments evidencing, arising out of or relating to any obligation to the Debtor for goods sold or leased or services rendered, or otherwise arising out of or relating to any property described in subsections (a) through (e) above;
- (g) Intentionally Omitted;
- (h) All interest of the Debtor in any goods the sale or lease of which shall have given or shall give rise to, and in all guaranties securing the payment or performance under, any Accounts Receivable, Contract Rights, General Intangibles or any chattel paper or instruments referred to in subsection (f) above;
- (i) Any and all other property of the Debtor, of any kind or description (including, but not limited to, real estate of the Debtor), subject to a separate mortgage, pledge or other security interest in favor of the Secured Party or in which the Secured Party now or hereafter has or acquires a security interest securing any of the Obligations, pursuant to any written agreement or instrument other than this Security Agreement;
- (j) All attachments, accessions, accessories, tools, parts, supplies, increases and additions to, and all replacements of and substitutions for any property described herein;
- (k) All products of any of the property described herein;
- (l) All rents, monies, payments and all other rights, arising out of a sale, lease or other disposition of any of the property described herein;
- (m) All proceeds (including insurance proceeds) from the sale, destruction, loss or other disposition of any of the property described herein; and

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(n) All records and data relating to any of the property described herein, whether in the form of a writing, photograph, microfilm, microfiche or electronic media, together with all of the Debtor's right, title and interest in and to all computer software required to utilize, create, maintain and process any such records or data on electronic media.

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44-466-1000

UNITS

MUNICIPAL INFORMATION

IMPERIAL

EXHIBIT B

Legal Description:

THE NORTH 418 FEET OF THE SOUTH 468 FEET OF THE EAST 804.05 FEET (EXCEPT THE EAST 6 ACRES THEREOF) OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 26 TOWNSHIP 36 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

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(m) All proceeds (including insurance proceeds) from the sale, destruction, loss or other disposition of any of the property described herein; and

(l) All rents, monies, payments and all other rights, arising out of a sale, lease or other disposition of any of the property described herein;

(k) All products of any of the property described herein;

(j) All attachments, accessions, accessories, tools, parts, supplies, increases and additions to, and all replacements of and substitutions for any property described herein;

(i) Any and all other property of the Debtor, of any kind or description (including but not limited to, real estate of the Debtor), subject to a separate mortgage, pledge or other security interest in favor of the Secured Party or in which the Secured Party now has or acquires a security interest securing any of the Obligations, pursuant to any written agreement or instrument other than this Security Agreement;

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

(g) Intentionally Omitted;

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

(e) Contract Rights and documents of title;

(d) General Intangibles;

(c) Inventory;

(b) Equipment;

(a) Accounts Receivable;

All of the following property of the Borrower, whether now owned or existing, or hereafter acquired or coming into existence, wherever now or hereafter located (all such property being hereinafter referred to as the "Collateral"):

EXHIBIT A

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(n) All records and data relating to any of the property described herein, whether in the form of a writing, photograph, microfilm, microfiche or electronic media, together with all of the Debtor's right, title and interest in and to all computer software required to utilize, create, maintain and process any such records or data on electronic media.

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Property of Cook County Clerk's Office

11-DEC-1998

09:23

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EXHIBIT B

98-00000000

Legal Description:

THE NORTH 416 FEET OF THE SOUTH 466 FEET OF THE EAST 964.06 FEET (EXCEPT THE EAST 6 ACRES THEREOF) OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 26 TOWNSHIP 36 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

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