

STATE OF ILLINOIS
UNIFORM COMMERCIAL CODE FINANCING STATEMENT FORM UCC-1

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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)
OSS, Inc.
2105 W. Belmont Avenue
Chicago, IL 60618

Secured Party(ies) and address(es)
Heller Financial, Inc., as Agent
500 West Monroe Street
Chicago, IL 60661

98390330

1 The financing statement covers the following types (or items) of property

All of Debtor's now owned and existing and hereafter acquired accounts, inventory, equipment, fixtures, chattel paper, general intangibles, instruments, documents, investment property and other personal property, wherever located, together with proceeds thereof, including without limitation, the property described in Exhibit A hereto. The above property is or may become fixtures on the real estate described on Exhibit B attached hereto. See Exhibit B for the name of the record owner of the real estate described on Exhibit B.
(Real Estate Records - Cook County- Fixture Filing)

742 / 0097 07 001 Page 1 of 1
1988-07-12-09
ASSIGNOR OF SECURED PARTY
Cook County Recorder 31.50

2 Products of Collateral are also covered

- Additional sheets presented
- Filed with Office of Secretary of state of Illinois
- Debtor is a transmitting utility as defined in UCC -9-105

IL-Cook County
OSS, Inc.
[Signature]
Signature of (Debtor)
Signature of (Secured Party)*
*Signature of Debtor Required in UCC Cases
Signature of Secured Party in Cases Covered By UCC 9-402.2.

FILING OFFICER-ALPHABETICAL

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

STANDARD FORM - UNIFORM COMMERCIAL CODE - FORM UCC-1 - REV. 1-75

The Chattel Mortgage
Reporter, Inc.
300 W. Washington St. #808
Chicago, IL 60606

RETURN TO

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**EXHIBIT A
TO UCC FINANCING STATEMENT
SHOWING OSS, INC. AS DEBTOR AND
HELLER FINANCIAL, INC. AS SECURED PARTY**

This financing statement covers all of the following property and interests in property, whether now owned or existing or hereafter acquired or arising, and wheresoever located:

(A) all accounts now owned or hereafter created or acquired by Debtor and all of the following now owned or hereafter created or acquired by Debtor: (i) accounts receivable, contract rights, book debts, notes, drafts and other obligations or indebtedness owing to Debtor arising from the sale, lease or exchange of goods or other property and/or the performance of services; (ii) Debtor's rights in, to and under all purchase orders for goods, services or other property; (iii) Debtor's rights to any goods, services or other property represented by any of the foregoing (including returned or repossessed goods and unpaid sellers' rights of rescission, replevin, reclamation and rights to stoppage in transit); (iv) monies due to or to become due to Debtor under all contracts for the sale, lease or exchange of goods or other property and/or the performance of services including the right to payment of any interest or finance charges with respect thereto (whether or not yet earned by performance on the part of Debtor), and (v) all collateral security and guaranties of any kind given by any person with respect to any of the foregoing;

(B) all inventory, now owned or hereafter acquired by Debtor, wherever located, including, without limitation, finished goods, raw materials, work in process and other materials and supplies (including packaging and shipping materials) used or consumed in the manufacture or production thereof and goods which are returned to or repossessed by Debtor;

(C) all general intangibles now owned or hereafter created or acquired by Debtor including, without limitation: (i) all agreements, leases, licenses and contracts to which Debtor is or may become a party; (ii) all obligations or indebtedness owing to Debtor (other than accounts) or other rights to receive payments of money from whatever source arising and all collateral security therefor; (iv) all tax refunds and tax refund claims; (v) all copyrights, rights and interests in copyrights, works protectable by copyright, copyright registrations and copyright applications (the "Copyrights"); all renewals of any of the Copyrights; all income, royalties, damages and payments now or hereafter due and/or payable under any of the Copyrights (including the renewals thereof) or with respect to any of the Copyrights (including the renewals thereof), including, without limitation, damages and payments for past, present and future infringements of any of the Copyrights; the right to sue

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for past, present and future infringements of any of the Copyrights; all rights corresponding to any of the Copyrights throughout the world; all goodwill associated with any of the Copyrights; and any oral or written agreement now or hereafter in existence granting to Debtor any right to use any Copyright; (vi) all patents and patent applications and the inventions and improvements described and claimed therein, and patentable inventions (the "Patents"); the reissues, divisions, continuations, renewals, extensions and continuations-in-part of any of the Patents; all income, royalties, damages and payments now or hereafter due and/or payable under any of the Patents (including the reissues, divisions, continuations, renewals, extensions and continuations-in-part thereof) or with respect to any of the Patents (including the reissues, divisions, continuations, renewals, extensions and continuations-in-part thereof), including, without limitation, damages and payments for past, present and future infringements of any of the Patents; the right to sue for past, present and future infringements of any of the Patents; all rights corresponding to any of the Patents throughout the world; all goodwill associated with any of the Patents; and any oral or written agreement now or hereafter in existence granting to Debtor any right to use any invention on which any patents is in existence; (vii) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos, other business identifiers, prints and labels on which any of such items have appeared or appear, all registrations and recordings thereof, and all applications in connection therewith (the "Trademarks"); all renewals of the Trademarks; all income, royalties, damages and payments now or hereafter due and/or payable under any of the Trademarks (including the renewals thereof) or with respect to any of the Trademarks (including the renewals thereof) including, without limitation, damages and payments for past, present and future infringements of any of the Trademarks; the right to sue for past, present and future infringements of any of the Trademarks; all rights corresponding to any of the Trademarks throughout the world; all goodwill associated with and symbolized by any of the Trademarks; and any oral or written agreement now or hereafter in existence granting to Debtor any right to use any trademark; (viii) all causes in action and causes of action; and (ix) all trade secrets and other confidential information relating to the business of Debtor including, without limitation, the names and addresses of, and credit and other business information concerning, Debtor's past, present or future customers; the prices which Debtor obtains for its services or at which it sells merchandise; policies and procedures pertaining to the sale and design of equipment, components, devices and services furnished by Debtor; information concerning suppliers of Debtor; and information concerning the manner of operation, business plans, projections, and all other information of any kind or character, whether or not reduced to writing, with respect to the conduct by Debtor of its business not generally known by the public;

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(D) all documents or other receipts covering, evidencing or representing goods now owned or hereafter acquired by Debtor including, without limitation, all bills of lading, dock warrants, dock receipts, warehouse receipts and orders for the delivery of goods, and any other document which in the regular course of business or financing is treated as adequately evidencing that the person in possession of it is entitled to receive, hold and dispose of the document and the goods it covers;

(E) all instruments, chattel paper and letters of credit, in which the Debtor now has or hereafter acquires any rights, including, without limitation, all checks, drafts, notes, bonds, debentures and certificates of deposit.

(F) all equipment now owned or hereafter acquired by Debtor including, without limitation, all machinery, motor vehicles, trucks, trailers, vessels, aircraft, rolling stock and all other tangible personal property (other than inventory) and all parts thereof and all additions and accessions thereto and replacements therefor;

(G) all of the following now owned or hereafter acquired by Debtor: plant fixtures; trade fixtures; business fixtures; other fixtures and storage office facilities, wherever located; and all additions and accessions thereto and replacements therefor;

(H) all now owned or hereafter acquired investment property including, without limitation, all securities (certificated and uncertificated), security entitlements, securities accounts, commodity contracts and commodity accounts;

(I) all deposit accounts of Debtor maintained with any bank or financial institution and the contents thereof;

(J) all books, records, ledger cards, files, correspondence, computer programs, tapes, disks and related data processing software that at any time evidence or contain information relating to any of the property described in subparts (A) - (I) above or are otherwise necessary or helpful in the collection thereof or realization thereon; and

(K) proceeds of, and all other profits, rentals or receipts, in whatever form, arising from the collection, sale, lease, exchange, assignment, licensing or other disposition of, or realization upon, all or any of the property described in subparts (A) - (J) above including, without limitation, all claims of Debtor against third parties for loss of, damage to or destruction of, or for proceeds payable under, or unearned premiums with respect to, policies of insurance with respect to any of the property described in subparts (A)-(J)

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above, and any condemnation or requisition payments with respect to any of the property described in subparts (A)-(J) above, in each case whether now existing or hereafter arising.

Except as otherwise defined herein, all terms used herein shall have the meanings provided in the Uniform Commercial Code.

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EXHIBIT B

RECORD OWNER: Aetna Bank , as Trustee under Trust Agreement dated
November 1, 1988 and known as Trust Number 10-4196

ADDRESS: 2105 W. Belmont, Chicago, Illinois

LOTS 2,3, AND 4 IN THE SUBDIVISION OF THE WEST 1/2 OF BLOCK 17 IN SNOW
ESTATES SUBDIVISION BY SUPERIOR COURT PARTITION OF THE NORTHWEST
1/4 OF SECTION 30, TOWNSHIP 40 NORTH, RANGE 14, EAST OF THE THIRD
PRINCIPAL MERIDIAN IN COOK COUNTY, ILLINOIS.

PIN# 14-30-103-047-0000

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