

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

INSTRUCTIONS:

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
3. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" 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, 9685/0055 (Filing Officer (Date, Time, Number, and Filing Office)) 1999-02-16 11:56:25 Cook County Recorder 31.50

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

Gas City, Ltd.
160 S. LaGrange Road
Frankfort, IL 60423
36-2606149

Secured Party(ies) and address(es)

First National Bank
101 Dixie Highway
Chicago Heights, IL 60411

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

Per attached Schedule A

ASSIGNEE OF SECURED PARTY

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1999-02-16 11:56:25
Cook County Recorder 31.50



99151065

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.

5 Additional sheets presented

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

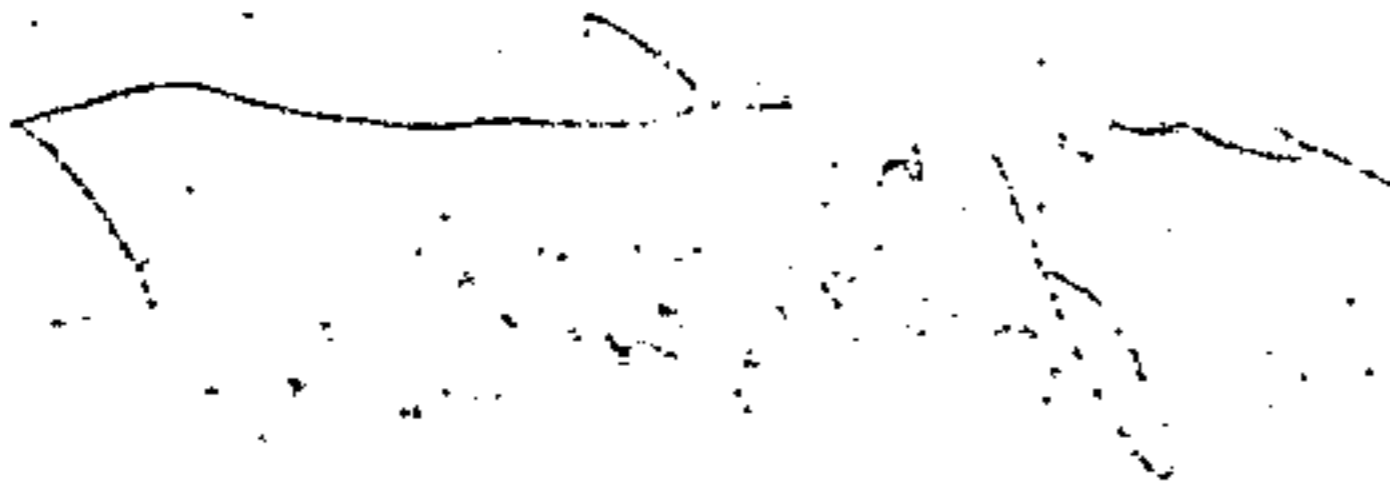
By: Signature of (Debtor)
By: (Secured Party)*

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

FILING OFFICER COPY — ALPHABETICAL

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

Property of Cook County Clerk's Office



SCHEDULE A (page 1)

DEBTOR: Gas City, Ltd.
160 S. LaGrange Road
Frankfort, IL 60423

COLLATERAL DESCRIPTION:

Certain Gasoline Station Equipment, as described on the following pages; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements and substitutions relating to any of the foregoing; records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and accounts proceeds).

LEGAL DESCRIPTION:

PARCEL 1: THAT PART OF THE EAST HALF OF THE NORTHWEST QUARTER OF SECTION 27, TOWNSHIP 36 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF THE EAST HALF OF THE NORTHWEST QUARTER OF AFORESAID SECTION 27, THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST ALONG THE WEST LINE OF THE EAST HALF OF THE NORTHWEST QUARTER OF SECTION 27, AFORESAID 124.48 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST 54.70 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 87 DEGREES 00 MINUTES 54 SECONDS EAST 4.50 FEET; THENCE SOUTH 02 DEGREE 59 MINUTES 06 SECONDS WEST 4.50 FEET; THENCE NORTH 87 DEGREES 00 MINUTES 54 SECONDS WEST 4.50 FEET; THENCE NORTH 02 DEGREES 59 MINUTES 06 SECONDS EAST 4.50 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PARCEL 2: THAT PART OF THE EAST HALF OF THE NORTHWEST QUARTER OF SECTION 27, TOWNSHIP 36 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF THE EAST HALF OF THE NORTHWEST QUARTER OF AFORESAID SECTION 27; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST ALONG THE WEST LINE OF THE EAST HALF OF THE NORTHWEST QUARTER OF SECTION 27, AFORESAID 141.94 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST 70.84 FEET OF THE POINT OF BEGINNING; THENCE NORTH 44 DEGREES 46 MINUTES 08 SECONDS EAST 38.64 FEET; THENCE SOUTH 44 DEGREES 36 MINUTES 29 SECONDS EAST 32.29 FEET THENCE SOUTH 44 DEGREES 46 MINUTES 08 SECONDS WEST 23.00 FEET; THENCE SOUTH 45 DEGREES 18 MINUTES 38 SECONDS EAST 46.30 FEET; THENCE SOUTH 45 DEGREES 12 MINUTES 58 SECONDS WEST 28.99 FEET; THENCE NORTH 45 DEGREES 18 MINUTES 38 SECONDS EAST 66.91 FEET; THENCE NORTH 04 DEGREES 55 MINUTES 14 SECONDS EAST 17.88 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

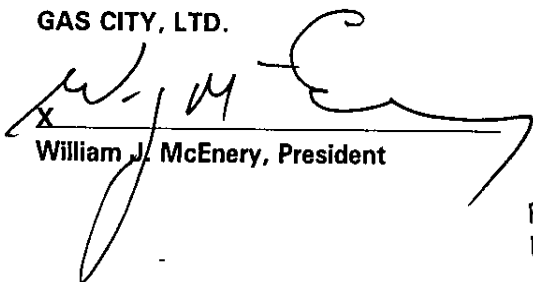
PIN #: 27-27-102-006

COMMONLY KNOWN AS: 9390 WEST 171ST STREET
ORLAND HILLS, IL 60477

This Exhibit is executed on the same day as the UCC Financing Statement by FIRST NATIONAL BANK and the undersigned;

DEBTOR: FIRST NATIONAL BANK

GAS CITY, LTD.


William J. McEnery, President



Return To: 1395459-6
Lexis Document Services
135 South LaSalle Street
Suite 2260
Chicago, IL 60603

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SCHEDULE A (page 2)

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J. E. MARTIN & ASSOCIATES, LTD.
MANUFACTURER'S AGENT



No A 3930

INVOICE DATE: 7/27/98

2045 S. ARLINGTON HEIGHTS ROAD, SUITE 119
ARLINGTON HEIGHTS, IL 60005
PHONE 847/228-1464
FAX 847/228-1467
1-800-462-8235

DATE ENTERED: 5/11/98
YOUR ORDER NO: Per signed contract attached

SOLD TO

SHIPPED TO

Mr. Len McEnery
GAS CITY
160 S. Rte. 45
Frankfort, IL 60423

ABD Tank & Pump
730 Industrial Drive
Elmhurst, IL 60126

FACTORY ORD. NO.	SALESMAN	TERMS	F.O.B.	DATE SHIPPED	SHIPPED VIA
989784	J. Martin	Net	On board	7/22/98	Gilbarco
QTY. ORDERED	QTY. SHIPPED	CATALOG NUMBER / DESCRIPTION		UNIT PRICE	AMOUNT
		Gilbarco dispensers, tank monitor and P.O.S. system, per signed contract attached * per ILL. E.P.A. Pollution (non taxable) Control/Regulation Sec. 130.335 Tag for: Gas City Clark St. & Belle Plaine Chicago, IL			\$71,624.97 29,867.78 * \$101,492.75

INVOICE

OK
Cook County Clerk's Office



J. E. MARTIN & ASSOCIATES, LTD.

MANUFACTURER'S AGENT

May 4, 1998

2045 S. ARLINGTON HEIGHTS ROAD, SUITE 119
 ARLINGTON HEIGHTS, IL 60005
 PHONE 847/228-1464
 FAX 847/228-1467
 1-800-462-8235

Mr. Len McEnry
 GAS CITY
 160 S. Rte. 45
 Frankfort, IL 60423

Re: Gas City
 Clark & Belle Plaine
 Chicago, IL

PROPOSAL

Dear Mr. McEnry:

We propose the following equipment:

A. GILBARCO (48" Frame)

- 3 - MPD-3-2 Sides - 6 hose B05XXX
 Regular U/L - MidGrade U/L-Premium U/L
- 3 - Stainless steel canopies
- 3 - Speakers upper housing
- 3 - Front lit brand panels
- 3 - Mono Chrome Crinds (2 sides)
- 3 - Crind reader, heater - Monochrome
- 3 - Mechanical Totalizers 50.00/prod.
- * 3 - Vapor vac systems
- * 3 - Sets (6 each) hoses, nozzles, b/a, pigtails

* tax exempt

GAS CITY PRICE... \$52,250.40

B. GILBARCO (36" frame) "RACING GAS" (K1)

- 1 - MPD (Quad) 1 grade - 2 hoses - 2 sides B21XXX
- 1 - Stainless Steel Canopy
- 1 - Speakers upper housing
- 1 - Front lit brand panels
- 1 - Mechanical Totalizer
- *1 - Vapor vac system
- *1 - Vapor nozzies, hoses, b/a, pigtails, swivels

* tax exempt

GAS CITY PRICE...\$ 8,923.20

C GILBARCO (36"Frame) "DIESEL"

- 2 - MPD (Quad) 1 grade - 2 hoses B21XXX
- 2 - Stainless steel canopies
- 2 - Front lit brand panels
- 2 - Mechanical Totalizers
- 4 - nozzles, hose, spacers, b/a, swivels

GAS CITY PRICE....\$11,116.80

D "G" SITE - P.O.S. SYSTEM

- 1 - "G" Site - Main work station - Complete
- 1 - 14" Color Monitor (adder)
- 1 - Customer Display
- 2 - Journal Slip Printers - (DH)
- 1 - Citizen Serial - Parallel Line Printers
- 1 - Pin Pad
- 1 - Modem Pull Ring Cable (150')
- 1 - Modem Cable (100')
- 1 - Money till / for cash drawer

GAS CITY PRICE....\$ 9,327.05

E GILBARCO EMC TANK MONITORING SYSTEM

- 1 - EMC Console w/printer (english)
- 1 - CSLD / software modual
- 2 - 4 input tank moduals PA263000104
- 2 - 8 input sensor moduals PA026-300000301
- 1 - RS-232 Serial Com. interface PA026-300000301
- 1 - Expansion board
- 4 - 96" mag probe (gas)
- 1 - 64" mag probe (gas)
- 1 - 64" mag probe (race gas) (also K1)
- 6 - 4" float / for mag probes (gas)
- * 1 - 4" float / for mag probe (K1-diesel)
- 6 - 4" Probe cap & ring kits Q12598-05
- 12 - Universal sensor mount kits Q13316-01
- 12 - Sump sensors / 6' cables

(* for change to K1)

tax exempt

GAS CITY PRICE.....\$13,856.70

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SCHEDULE A (Page 5)

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TOTAL: A. \$15,451.20 *

\$36,799.20

B. \$ 8,923.20

C. \$11,116.80

D. \$ 9,327.05

E. \$13,856.70 *

\$95,474.15 (freight incl.)

IL Tax \$ 5,458.72

\$100,932.87 + \$559.88 = \$ 101,492.75

TERMS: Freight included

* Tax exempt per ILL. EPA pollution control/regulation section 130.335

Plus applicable taxes

Full payment Net 15 days, upon invoice

Thank you for allowing us to bid your equipment requirements.

Sincerely,

John Martin

John Martin

J.E. MARTIN & ASSOCIATES. LTD.

ADD: 4-STAGE II PIPING KITS
PER M. ROBERTI CABO TANK.

\$559.88 *

ACCEPTED: *Len McEnergy*

TITLE: *G.M.*

DATE: *5/11/98*