

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Bedford Capital Funding, LLC
 116 South River Road, Building E
 Bedford, NH 03110

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
 SDK Caliente, Inc.

OR 1b. INDIVIDUAL'S LAST NAME

1c. MAILING ADDRESS
 545000 Ema-Lu Lane

CITY: McArthur STATE: CA POSTAL CODE: 96056-8643 COUNTRY: USA

1d. TAX ID #: SSN OR EIN: 36-4491814 ADD'L INFO RE ORGANIZATION DEBTOR: 1e. TYPE OF ORGANIZATION: corporation 1f. JURISDICTION OF ORGANIZATION: Nevada 1g. ORGANIZATIONAL ID #, if any: NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR 2b. INDIVIDUAL'S LAST NAME

2c. MAILING ADDRESS

2d. TAX ID #: SSN OR EIN: ADD'L INFO RE ORGANIZATION DEBTOR: 2e. TYPE OF ORGANIZATION: 2f. JURISDICTION OF ORGANIZATION: 2g. ORGANIZATIONAL ID #, if any: NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
 BCF Depositor LLC

OR 3b. INDIVIDUAL'S LAST NAME

3c. MAILING ADDRESS
 116 South River Road, Building E

CITY: Bedford STATE: NH POSTAL CODE: 03110 COUNTRY: USA

4. This FINANCING STATEMENT covers the following collateral:

All personal property of the debtor, now owned or hereafter acquired, and all fixtures of the debtor, now owned or hereafter acquired.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum. 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (OPTIONAL FEE) All Debtors Debtor 1 Debtor 2

caliente/nevada lincoln county

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME
SDK Caliente, Inc.

OR

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME

OR

11b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

11c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

11d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 11e. TYPE OF ORGANIZATION 11f. JURISDICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID #, if any NONE

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME
Bedford Capital Funding, LLC

OR

12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

12c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
116 South River Road, Building E Bedford NH 03110 USA

13. This FINANCING STATEMENT covers timber to be cut or as-extracted collateral, or is filed as a fixture filing.

14. Description of real estate:

Debtor's real estate located at 700 Front Street, Caliente, Nevada, as more particularly described on Exhibit "A" attached hereto.

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.
 Debtor is a Trust or Trustee acting with respect to property held in trust or Decedent's Estate

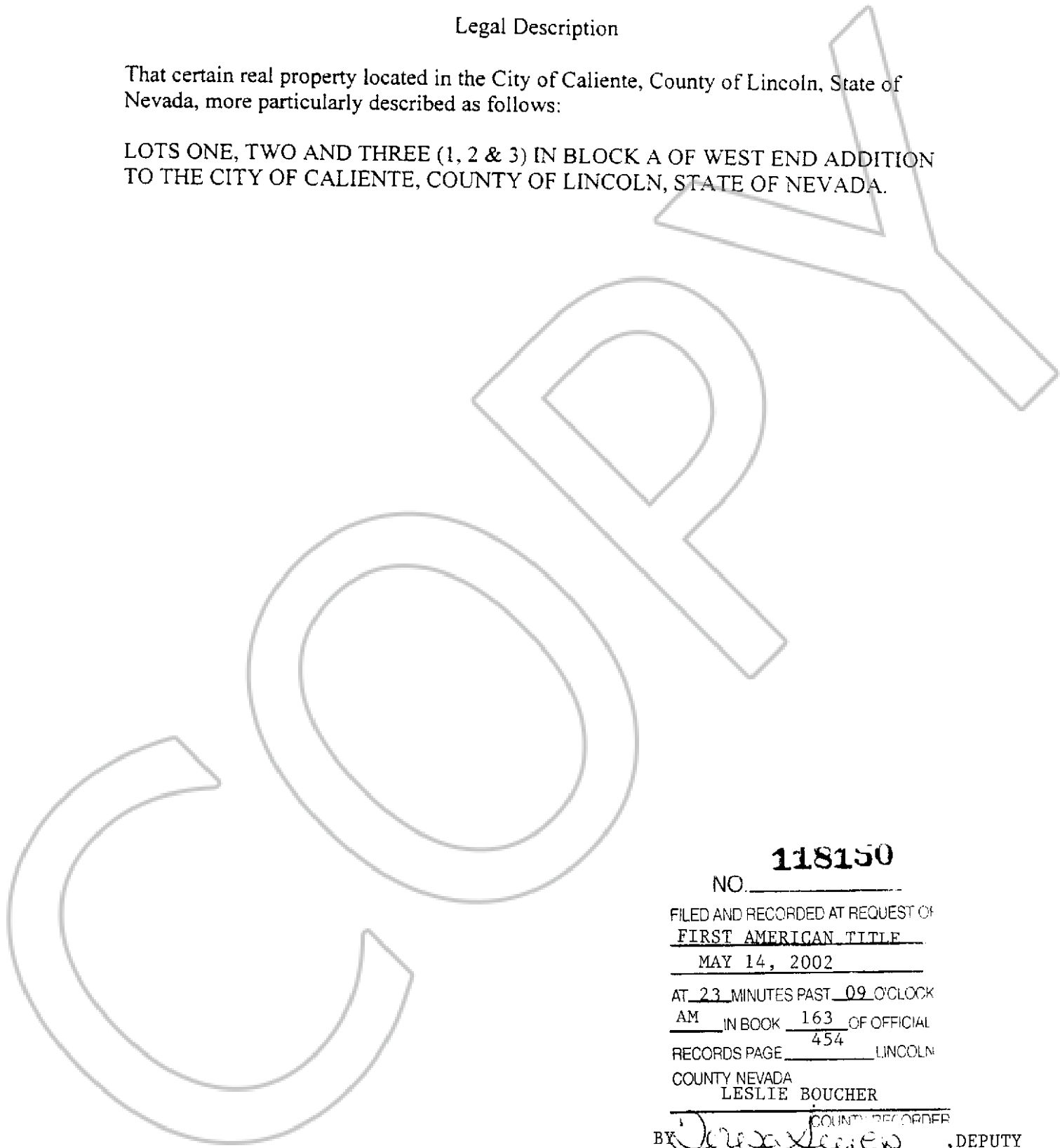
18. Check only if applicable and check only one box.
 Debtor is a TRANSMITTING UTILITY
 Filed in connection with a Manufactured-Home Transaction -- effective 30 years
 Filed in connection with a Public-Finance Transaction -- effective 30 years

EXHIBIT A

Legal Description

That certain real property located in the City of Caliente, County of Lincoln, State of Nevada, more particularly described as follows:

LOTS ONE, TWO AND THREE (1, 2 & 3) IN BLOCK A OF WEST END ADDITION TO THE CITY OF CALIENTE, COUNTY OF LINCOLN, STATE OF NEVADA.



118150

NO. _____

FILED AND RECORDED AT REQUEST OF

FIRST AMERICAN TITLE

MAY 14, 2002

AT 23 MINUTES PAST 09 O'CLOCK

AM IN BOOK 163 OF OFFICIAL
RECORDS PAGE 454 LINCOLN

COUNTY NEVADA

LESLIE BOUCHER

COUNTY RECORDER

BY *Doreen Jensen*, DEPUTY