



0149141

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) <b>John B. Lindsay</b>
B. E-MAIL CONTACT AT FILER (optional) <b>jblindsay@cnmlaw.com</b>
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <b>Callister Nebeker &amp; McCullough 10 E. South Temple, Suite 900 Salt Lake City, UT 84133 003-021-03 720251-UP</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact full name; do not omit, modify or abbreviate any part of the Debtor's name) if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME <b>Lincoln Senior Housing LLC, a limited liability company</b>				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
<b>234 Shelter Valley Drive</b>	<b>Kalispell</b>	<b>MT</b>	<b>59901</b>	<b>USA</b>

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact full name; do not omit, modify or abbreviate any part of the Debtor's name) if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME				
OR	2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY). Provide only one Secured Party name (3a or 3c)

3a. ORGANIZATION'S NAME <b>Bonneville Mortgage Company, a Utah corporation</b>				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
<b>111 East Broadway, Suite 200</b>	<b>Salt Lake City</b>	<b>UT</b>	<b>84111</b>	<b>USA</b>

4. COLLATERAL: This financing statement covers the following collateral:

See Attachment "A" attached hereto and by this reference made apart thereof.

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, Item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  
 Public Finance Transaction  Manufactured-Home Transaction  A Debtor's Transmitting Utility

6b. Check only if applicable and check only one box:  
 Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licensee

8. OPTIONAL FILER REFERENCE DATA:  
**14280.327 (Caliente)**



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### UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9 NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because individual Debtor name did not fit, check here

9a ORGANIZATION'S NAME Lincoln Senior Housing LLC, a limited liability company
OR
9b INDIVIDUAL'S SURNAME
FIRST PERSONAL NAME
ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement: (Form UCC1) (use exact, full name do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a ORGANIZATION'S NAME				
OR				
10b INDIVIDUAL'S SURNAME				
INDIVIDUAL'S FIRST PERSONAL NAME				
INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S) SUFFIX				
10c MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

11.  ADDITIONAL SECURED PARTY'S NAME or  ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a ORGANIZATION'S NAME				
OR				
11b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
11c MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13  This FINANCING STATEMENT is to be filed (or recorded) in the REAL ESTATE RECORDS (if applicable) 14. THIS FINANCING STATEMENT:  covers timber to be cut  covers as-extracted collateral  is filed as a fixture filing

15 Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest): 16. Description of real estate:

17. MISCELLANEOUS  
14280.327 (Caliente)



**DEBTOR: LINCOLN SENIOR HOUSING LLC.**  
(Organizational Number: E0111512015-6 State: Nevada)

## ATTACHMENT "A" TO UCC FINANCING STATEMENT

All right, title, interest and estate of Debtor, now owned or hereafter acquired, in and to, and all proceeds from:

- a) the real property located in Lincoln County, State of Nevada (the "Land") as more particularly described in Schedule 1 attached hereto and incorporated herein by this reference;
- b) the Mortgaged Property which means all of Debtor's present and future right, title and interest in and to all of the following:
  - (a) the Land;
  - (b) the Improvements (the term "Improvements" means the buildings, structures, improvements, and alterations now constructed or at any time in the future constructed or placed upon the Land, including any future replacements and additions;
  - (c) the Fixtures; (the term "Fixtures" means all property owned by Debtor which is so attached to the Land or the Improvements as to constitute a fixture under applicable law, including all fixtures related to the Mortgaged Property, including, without limitation, all machinery, equipment, engines, boilers, incinerators, installed building materials; systems and equipment for the purpose of supplying or distributing heating, cooling, electricity, gas, water, air, or light; antennas, cable, wiring and conduits used in connection with radio, television, security, fire prevention, or fire detection or otherwise used to carry electronic signals; telephone systems and equipment; elevators and related machinery and equipment; fire detection, prevention and extinguishing systems and apparatus; security and access control systems and apparatus; plumbing systems; water heaters, ranges, stoves, microwave ovens, refrigerators, dishwashers, garbage disposers, washers, dryers and other appliances; light fixtures, awnings, storm windows and storm doors; pictures, screens, blinds, shades, curtains and curtain rods; mirrors; cabinets, paneling, rugs and floor and wall coverings; fences, trees and plants; swimming pools; and exercise equipment.)
  - (d) the Personalty; (the term "Personalty" means all
    - (i) accounts (including deposit accounts) of Debtor related to the Mortgaged Property;
    - (ii) equipment and inventory owned by Debtor, which are used now or in the

**DEBTOR: LINCOLN SENIOR HOUSING LLC.**

(Organizational Number: E0111512015-6 State: Nevada)

future in connection with the ownership, management or operation of the Land or Improvements or are located on the Land or Improvements, including furniture, furnishings, machinery, building materials, goods, supplies, tools, books, records (whether in written or electronic form), and computer equipment (hardware and software);

(iii) other tangible personal property owned by Debtor which is used now or in the future in connection with the ownership, management or operation of the Land or Improvements or is located on the Land or in the Improvements, including ranges, stoves, microwave ovens, refrigerators, dishwashers, garbage disposers, washers, dryers and other appliances (other than Fixtures);

(iv) any operating agreements relating to the Land or the Improvements;

(v) any surveys, plans and specifications and contracts for architectural, engineering and construction services relating to the Land or the Improvements;

(vi) all other intangible property, general intangibles and rights relating to the operation of, or used in connection with, the Land or the Improvements, including all governmental permits relating to any activities on the Land and including subsidy or similar payments received from any sources, including a governmental authority, including, without limitation, all housing assistance payments contracts made pursuant to Section 8 of the United States Housing Act of 1937 (42 USC §1437f) or in connection with any USDA program;

(vii) any rights of Debtor in or under letters of credit; and

(e) all rents and proceeds of all of the foregoing property and all additions and accessions to all of the foregoing property;



**DEBTOR: LINCOLN SENIOR HOUSING LLC.**  
(Organizational Number: E0111512015-6 State: Nevada)

Schedule 1

Real Property Description

The real property located in Lincoln County, State of Nevada, and more particularly described as follows:

(See Attached)

4824-7535-6204, v. 2

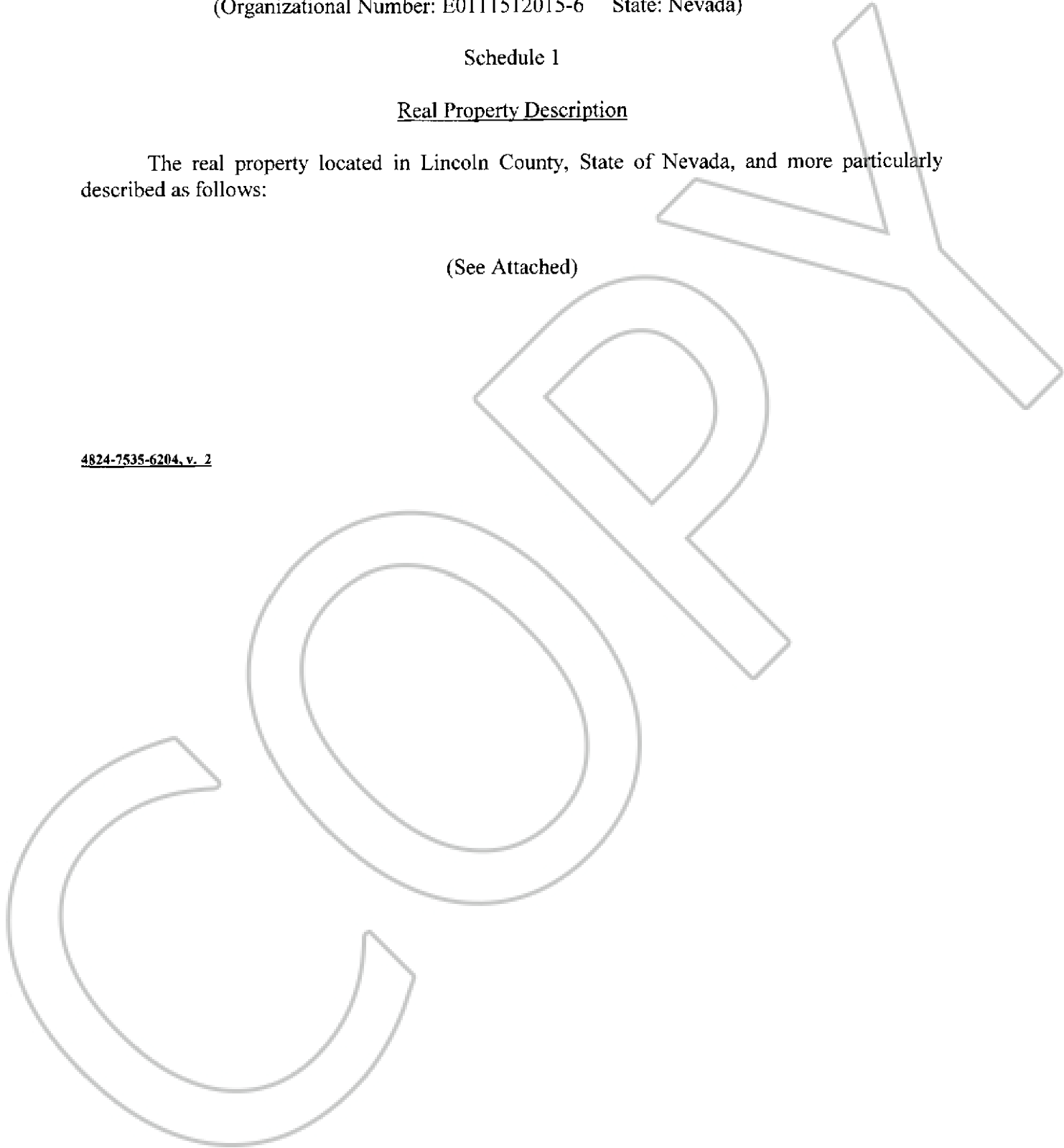




Exhibit "A"

A PORTION OF THE SOUTHWEST QUARTER (SW ¼) OF THE SOUTHWEST QUARTER (SW ¼) OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 67 EAST, M.D.B.&M., IN THE COUNTY OF LINCOLN, STATE OF NEVADA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW ¼) OF THE SOUTHWEST QUARTER (SW ¼) OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 67 EAST, M.D.B.&M.; THENCE NORTH 20°03' EAST A DISTANCE OF 454.2 FEET TO THE SOUTHEAST CORNER OF THAT CERTAIN PARCEL DESCRIBED IN DOCUMENT NO. 51656, BOOK 4, PAGE 305, OF THE LINCOLN COUNTY OFFICIAL RECORDS; THENCE NORTH 75°15' WEST ALONG THE SOUTH BOUNDARY OF SAID PARCEL, A DISTANCE OF 154.0 FEET TO A POINT BEING THE TRUE POINT OF BEGINNING; THENCE CONTINUING NORTH 75°15' WEST A DISTANCE OF 468.00 FEET TO THE SOUTHWEST CORNER OF SAID PARCEL DESCRIBED IN DOCUMENT NO. 51656, BOOK 4, PAGE 305, LINCOLN COUNTY RECORDS; THENCE NORTH 18°06' EAST ALONG THE WEST BOUNDARY OF SAID PARCEL, A DISTANCE 205.00 FEET; THENCE SOUTH 75°15' EAST, A DISTANCE OF 468.00 FEET; THENCE SOUTH 18°06' WEST A DISTANCE OF 205.00 FEET TO THE TRUE POINT OF BEGINNING.

NOTE: THE ABOVE METES AND BOUNDS LEGAL DESCRIPTION APPEARED PREVIOUSLY IN THAT CERTAIN DOCUMENT RECORDED JUNE 19, 1981 IN BOOK 44, PAGE 465 AS INSTRUMENT NO. 72462.