

Official Record

Recording requested By
FIRST AMERICAN TITLE

Lincoln County - NV
Leslie Boucher - Recorder

Fee: \$90.00

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RPTT:

Recorded By: AE

Book- 302 Page-

0240



0149142

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

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

B. E-MAIL CONTACT AT FILER (optional)
jblindsay@cnmlaw.com

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

Callister Nebeker & McCullough
10 E. South Temple, Suite 900
Salt Lake City, UT 84133
002-212-001
720251-NP

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
Lincoln Senior Housing LLC, a limited liability company

OR

1b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

1c MAILING ADDRESS

234 Shelter Valley Drive	Kalispell	MT	59901	USA
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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 3b)

3a ORGANIZATION'S NAME
Bonneville Mortgage Company, a Utah corporation

OR

3b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

3c MAILING ADDRESS

111 East Broadway, Suite 200	Salt Lake City	UT	84111	USA
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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 is a 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 Bailor/Bailor Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:
14280.327 (Panaca)



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
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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
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12. ADDITIONAL SPACE FOR ITEM 4 (Collateral)

13. This FINANCING STATEMENT is to be filed (for record) (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 (Panaca)



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

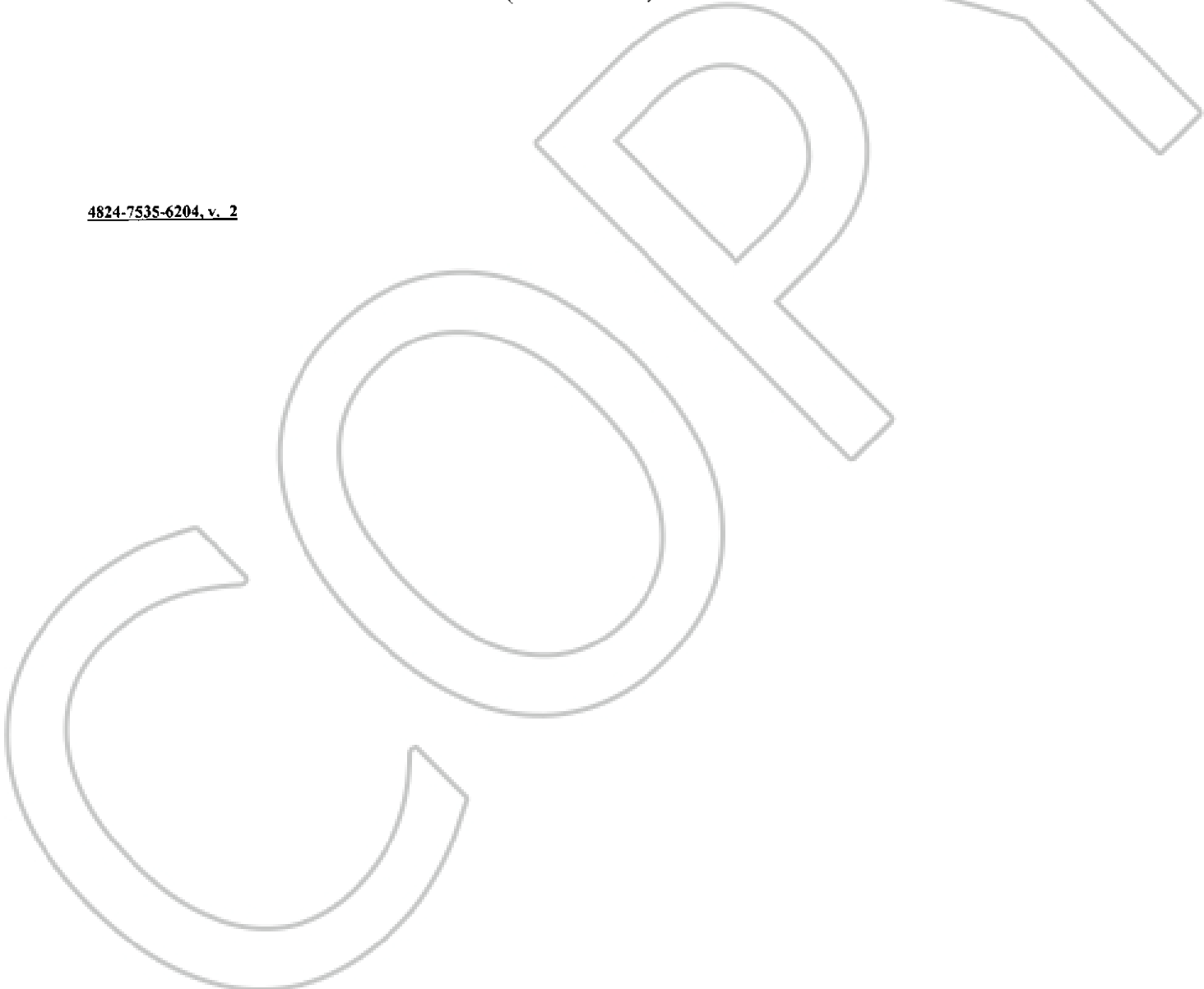




Exhibit "A"

LOT ONE (1) IN BLOCK THIRTY-THREE (33) IN THE TOWN OF PANACA, AS SHOWN BY MAP THEREOF ON FILE IN THE OFFICE OF THE COUNTY RECORDER OF LINCOLN COUNTY, NEVADA.

