



UCC FINANCING STATEMENT

State Form 50181 (5-01)

Approved by State Board of Accounts, 2001

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

FOLLOW INSTRUCTIONS (FRONT AND BACK) CAREFULLY.

2005 000073

2005 JAN 28 AM 8:43

MICHAEL A. BROWN
RECORDER

A. NAME AND PHONE OF CONTACT AT FILER (optional)
KRISTIN BUSCH 219-764-2700

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

RDC
5997 Carlson Ave. Ste. B
Portage, IN 46368

see on size attachment

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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

1a. ORGANIZATION'S NAME KARL Properties LLC					
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 419 N. Grant St.		CITY Crown Point	STATE IN	POSTAL CODE 46307	COUNTRY USA
	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LLC	1f. JURISDICTION OF ORGANIZATION Indiana	1g. ORGANIZATIONAL ID #, if any 2004012100375	<input type="checkbox"/> NONE

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

2a. ORGANIZATION'S NAME					
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> 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 U.S. Small Business Administration					
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 429 N. Pennsylvania Ave. Ste. 100		CITY Indianapolis	STATE IN	POSTAL CODE 46304	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

See attached Exhibit "B"

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

6. This FINANCIAL STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)

7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE) (optional)

All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

To be filed with the Recorder of Lake County

FILING OFFICE COPY - INDIANA UCC FINANCING STATEMENT

TICOR TITLE INSURANCE

920049521

UCC FINANCING STATEMENT ADDENDUM

State Form 50181 (5-01)
 Approved by State Board of Accounts, 2001

FOLLOW INSTRUCTIONS (FRONT AND BACK) CAREFULLY.

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

2005 000073

9a. ORGANIZATION'S NAME KARL Properties LLC			
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 debtor (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
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ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
			<input type="checkbox"/> NONE

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

12a. ORGANIZATION'S NAME Regional Development Company f/k/a Northwest Indiana Regional Development Company				
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

12c. MAILING ADDRESS 5997 Carlson Ave. Ste. B	CITY Portage	STATE IN	POSTAL CODE 46368	COUNTRY USA
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13. This FINANCING STATEMENT covers timber to be cut as-extracted collateral, or as a fixture filing.

14. Description of real estate:
See attached Exhibit "A"

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

STATE OF INDIANA
 LAKE COUNTY
 FILED FOR RECORD
 2005 JAN 28 AM 8:4
 MICHAEL BROWN
 REC'D

Exhibit "A"

Lot 5 in Block 16 in Railroad Addition, to the Town now City of Crown Point, as per plat thereof, recorded in Miscellaneous Record 'A' page 508, in the Office of the Recorder of Lake County, Indiana.

2005 000073

FILED FOR RECORDS
LAKE COUNTY
INDIANA
2005 MAR 28 AM 8:43
MICHAEL S. GORRIN
RECORDER OF DEEDS

EXHIBIT "B"

Debtor: KARL Properties LLC
419 N. Grant St.
Crown Point, IN 46307

Secured Party: Regional Development Company f/k/a Northwest Indiana Regional Development Company
5997 Carlson Ave. Ste. B
Portage, Indiana 46368

Assignee of Secured Party: U.S. Small Business Administration
429 N. Pennsylvania Street
Suite 100
Indianapolis, IN 46204

2005 000073

2005 JAN 28 AM 8:31

STATE OF INDIANA
CLERK OF SUPERIOR COURT
FILED FOR RECORD

DESCRIPTION OF COLLATERAL

The Loan secured by this lien was made under a SBA nationwide program which uses tax dollars to assist small business owners. If the United States is seeking to enforce this document, then under SBA regulations:

- a) When SBA is the holder of the Note, this document and all documents evidencing or securing this Loan will be construed in accordance with federal law.
- b) Lender of SBA may use local or state procedures for purposes of filing papers, recording documents, giving notice, foreclosing liens, and other purposes. By using these procedures, SBA does not waive any federal immunity from local or state control, penalty, tax or liability. No Borrower or Guarantor may claim or assert against SBA any local or state law to deny any obligation of Borrower, or defeat any claim of SBA with respect to this loan.

Any clause in this document requiring arbitration is not enforceable when SBA is the holder of the Note secured by this instrument.

All of the following property now or at any time hereafter owned by Debtor or in which the Debtor may now or at any time hereafter have any interest or rights, together with all of Debtor's rights, title and interest therein an thereto:

- 1. All machinery, apparatus, equipment, fixtures, appliances, furnishings, supplies and articles of personal property of every kind and nature whatsoever, inventory, accounts receivable, contract rights, instruments, chattel paper and general intangibles, now existent or hereafter acquired, utilized by the Debtor in the Debtor's business and related activities.
- 2. All equipment and machinery (excluding automotive), furniture and fixtures wherever located and whether in the possession of Debtor or any third party, intended or prepared for use in connection with the construction of, incorporation into or affixment to the Debtor's property or any building or improvement now or hereafter located on the Real Property.
- 3. All and any proceeds or rights to proceeds arising out of any condemnation or exercise of right of eminent domain pertaining to the Debtor's property or any building or improvement now or hereafter located on the Real Property.
- 4. All proceeds of, substitutions and replacement for accessions to and products of any of the foregoing in whatever form, including, without limitations, cash, checks, drafts and other instruments for the payment of money (whether intended as payment or credit items), chattel paper, security agreements and documents of title.