



STATE OF ILLINOIS
LAKE COUNTY
FILED FOR RECORD

UCC FINANCING STATEMENT

2005 000127

2005 FEB 16 AM 11:54

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Eileen O'Neil (414) 272-9768

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

M&I FIRST NATIONAL LEASING CORP.
250 E. WISCONSIN AVE. SUITE #1400
MILWAUKEE, WI 53202

see oversized attachments

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
Oberweis Dairy, Inc.

OR

1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
951 Ice Cream Drive North Aurora IL 60542 USA

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
36-2267516 DOMESTIC BCA ILLINOIS 34214956 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 FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

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
M&I First National Leasing Corp.

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
250 E. Wisconsin Ave. Milwaukee WI 53202 USA

4. This FINANCING STATEMENT covers the following collateral:

Store Fixtures, Lift Truck and Software all more particularly described on Schedule "A" attached hereto and made a part hereof.

The above goods are to become fixtures on the real estate as described on the attached Addendum and this financing statement is to be filed in the real estate records office.

Equipment Location: 725 Main Street, Schererville, IN, 46375 (Lake County, IN)

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) [if applicable] [ADDITIONAL FEE] All Debtors Debtor 1 Debtor 2 [optional]

8. OPTIONAL FILER REFERENCE DATA
#38(26223) Lake County, IN

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2005 FEB 16 AM 11:54

MICHAEL S. BROWN
16 FEB 2005

UCC FINANCING STATEMENT ADDENDUM 005 000127

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

9a. ORGANIZATION'S NAME Oberweis Dairy, 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
			<input type="checkbox"/> NONE

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

12a. ORGANIZATION'S NAME			
OR	12b. INDIVIDUAL'S LAST NAME		FIRST NAME
			MIDDLE NAME
			SUFFIX
12c. MAILING ADDRESS		CITY	STATE
			POSTAL CODE
		COUNTRY	

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:

Lot 1 of the Amended Replat of Main Street Addition to the Town of Schererville, Lake County, Lake County, Indiana as recorded in book 93 Page 44 in the Office of the Recorder of Lake County, Indiana.

Equipment Location:

725 Main Street
Schererville, IN 46375

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

16. Additional collateral description:

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 Lease # 26223
FILED FOR RECORD

SCHEDULE A

2005 000127

2005 FEB 16 AM 11:55

Attachment to a Lease of Personal Property Between
M&I First National Leasing Corp. ("Lessor") And MICHAEL A. BROWN
Oberweis Dairy, Inc. ("Lessee")

Dated Jan. 31, 2005

A.D.E. Restaurant Services, Inc. - Invoice #33175

- One (1) Metro Wall Shelf Assembly
- One (1) Advance Tabco Model DT-6R-21-X Slant Rack Shelf
- One (1) Advance Tabco Soilded Dishtable
- Two (2) Advance Tabco Stainless Steel Leg Sets
- One (1) Custom Fabricated Set of Legs
- One (1) T & S Brass Pre-Rinse Unit
- One (1) Vollrath Company Lot of Dishwasher Racks
- One (1) Metro Lot of Dry Storage Shelving
- One (1) Metro Shelf Unit
- One (1) Custom Fabricated Stainless Steel Top for Shelf Unit
- One (1) Metro Security Unit
- One (1) Metro Chemical Shelf Unit
- One (1) Advance Tabco Wall Shelf
- One (1) Advance Tabco Three Compartment Sink
- One (1) T & S Brass Faucet
- Three (3) Franklin Machine Lever Twist Wastes
- Two (2) Ex-cell Metal Mop Hangers
- One (1) True Food Service Tempering Cabinet/Freezer, S/N #1-3724962
- One (1) Refrigeration Enterprises Special Electronic Thermostat
- One (1) IMI Cornelius Soda Dispenser, S/N #63W0406KD065
- One (1) Hoshizaki Ice Bin for Existing Ice Maker, S/N #P56448F
- One (1) Custom Fabricated Cup Dispenser/Dipperwell Unit
- Two (2) Franklin Machine Dipperwells
- Two (2) Fisher Dipperwell Faucets
- One (1) Kelvinator/Carrier Refrigeration Ice Cream Dipping Cabinet, 8DF, S/N #6829398
- One (1) Kelvinator/Carrier Refrigeration Casters
- One (1) Franklin Machine Lot of Bumpers
- One (1) Katchall Cutting Board
- One (1) Server Products Lot of Fountain Jars & Pumps
- One (1) Server Products Warmer
- Two (2) Server Products Hot Fudge Warmers
- One (1) Custom Fabricated Worktable
- One (1) Franklin Machine Dipperwell
- One (1) Fisher Dipperwell Faucet
- One (1) Kelvinator/Carrier Refrigeration Ice Cream Dipping Cabinet, 4DF, S/N #6827943
- One (1) Kelvinator/Carrier Refrigeration Caster Set
- Three (3) Advance Tabco Hand Sink
- One (1) Custom Fabricated Cup Dispenser/Dipperwell Unit

INCLUDING ALL ATTACHMENTS, ACCESSORIES, APPURTENANCES, ACCESSIONS & SUBSTITUTIONS

SCHEDULE A

2005 000127

STATE OF OHIO
Lease # 26223
FILED FOR RECORD
2005 FEB 11 AM 11:55
MICHAEL A. BROWN

- One (1) Franklin Machine Dipperwell
- One (1) Fisher Dipperwell Faucet
- One (1) Advance Tabco Wall Shelf
- One (1) Custom Fabricated P.O.S. Cabinet
- One (1) True Food Service Refrigerated Syrup Rail Table, S/N #1-3694855
- One (1) True Food Service Digital Exterior Mounted Thermometer
- One (1) Custom Fabricated Fountain Jar Rail
- One (1) Server Products Lot of Fountain Jars & Pumps
- One (1) True Food Service Undercounter Shake Glass Freezer, S/N #1-3814263
- One (1) True Food Service Digital Exterior Mounted Thermometer
- One (1) Custom Fabricated Beverage Counter
- One (1) Advance Tabco Worktable
- One (1) Everpure Water Filter Assembly
- One (1) Dispense-Rite Lot of Cup Dispensers
- One (1) Custom Fabricated Lot of Wall Panel
- One (1) Custom Fabricated Lot of Corner Guards
- One (1) Custom Fabricated Drain Cover
- One (1) OASIS Split Level Water Fountain, S/N #0411-400-482
- Three (3) SOLID Chess Top Table Tops
- Thirteen (13) SOLID Table Tops
- Sixteen (16) Waymar Industries Table Bases
- Sixty-Four (64) Tablecraft Products Leveling Glides
- Twenty (20) GRAND Lot of Seating
- One (1) BAKER Straight 9'-6" L Booth
- One (1) BAKER Straight 14'-0" L Booth
- One (1) BAKER Straight 6'-6" L Booth
- One (1) BAKER Straight 21'-9" L Booth
- One (1) Kolpak Walk-In Cooler/Freezer, S/N #04G1903
- One (1) Ardco Lot of Reach-in Display Doors
- Two (2) Curtron Strip Door Curtains
- One (1) Metro Lot of Walk-in Coated Shelving
- One (1) Refrigeration Enterprises Lot of Refrigeration
- Two (2) Kolpak Temperature Alarms
- Two (2) World Dryer Hand Dryers, S/N #43145 & #43146
- One (1) Vita-Mix Frost Bite Mixer
- Two (2) Ex-cell Metal Coat Racks
- One (1) Bunn-O-Matic Coffee Brewer for Airpots, S/N #23001.0007
- One (1) Amana Commercial Products Microwave, S/N #10575315EA
- One (1) Custom Three Sided Trim Piece
- One (1) Custom Lot of Stainless Steel Trim.Wall Panels
- One (1) Metro Lot of Shelving
- One (1) Custom Sneeze Guard
- Six (6) Server Products Fountain Jar Covers

Associated Material Handling Ind., Inc. - Invoice #8087301

- One (1) EASI PACER Fork Lift Truck, Model R50-C50TT, S/N #R50-04-07084
- One (1) Battery, Model 18-125G-19, S/N #MCH-770849

INCLUDING ALL ATTACHMENTS, ACCESSORIES, APPURTENANCES, ACCESSIONS & SUBSTITUTIONS

SCHEDULE A

Lease # 26223
STATE OF ILLINOIS
LAKE COUNTY
FILED FOR RECORD
Red

One (1) Charger, Model CH103797, S/N #CH103797 2005 000127

2005 FEB 16 AM 11:55

Awnings Plus - Invoice #2004186

Commercial Awnings with Steel Frame & Fabric

CoBatCo Inc. - Invoice #98060

Two (2) Waffle Cone Baker - SSE, S/N #B1422SSE & #B1423SSE

One (1) Brass Brush

One (1) Stainless Steel Mandrel

One (1) Stainless Steel Cone Base

One (1) Ladle - 2oz.

One (1) Waffle Off - 14oz.

K-TEC - Invoice #178813

Three (3) Smoother5 Blender Pkg, 120V, Sound Enclosure, 2 Jars, Hard Lid

Three (3) Jar Kit, 2 Qt. SM Blade, Hard Lid

Kool Technologies, Inc. - Invoice #670

Two (2) Stoelting Twin Twist Soft Serve Freezer, S/N #180240AB & #180220AB

Micros Systems, Inc. - Invoice #968308

Three (3) TM-T88III Thermal Autocut Printers

Two (2) TM-T88III Eclipse Printers

Two (2) Powervar, 66008-01

Three (3) Powervar, 66025-02

One (1) Paymentech Driver

One (1) 3700 Time & Attendance

Three (3) Dual Media Slot Cash Drawer

Two (2) Eclipse, PIII, S/N #I3004132117335 & #I3004132117334

One (1) 64MB, DOC, 128MB RAM, S/N #4160K27722

One (1) Compaq 15" Monitor

One (1) EVO D530 Bravo Server, S/N #SUSU426062S

Speedi-Sign - Invoice #15978

Three (3) Sets Internally Illuminated Channel Letters Flush Mounted to N, S & E

One (1) Internally Illuminated Monument Sign with Routed Copy

Two Hundred Fifty (250) Commercial Font 6" Black Zip Change Letters & Numbers

One (1) Storage Cabinet for Zip Letters

One (1) 4'x6' Internally Illuminated Outdoor Menu Board

Three (3) 2-Sided Non-Illuminated Blade Signs

One (1) 30" Dia. Circle Cow Logo Sign for Soffit

One (1) Set Dairy & Deli Menu Boards

INCLUDING ALL ATTACHMENTS, ACCESSORIES, APPURTENANCES, ACCESSIONS & SUBSTITUTIONS