

STATE OF INDIANA
LAKE COUNTY
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MICHAEL A. BROWN

UCC FINANCING STATEMENT AMENDMENT

2005 000237

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

Sinusoidal LLC

A. NAME & PHONE OF CONTACT AT FILER [optional] Katie Suzelis (330) 872-0918 Ext. 3282
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Buckeye Retirement Properties of Indiana, L.L.C. 100 N Center Street Newton Falls, OH 44444

See Oversize

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 2000-002096, filed 07-26-2000 with Lake County, Indiana	1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. <input checked="" type="checkbox"/>
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2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor *or* Secured Party of record. Check only one of these two boxes.
Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.
 CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. DELETE name: Give record name to be deleted in item 6a or 6b. ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME				
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME				
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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7d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.
Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.
SEE EXHIBIT A AND B

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME Buckeye Retirement Properties of Indiana, L.L.C.				
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

10. OPTIONAL FILER REFERENCE DATA
Debtor: Sinusoidal LLC Our file no. 0E950002 3W03

TO
EXHIBIT "A"

LEGAL DESCRIPTION:

A part of the West 150 feet of the East half of the East Half of the Northeast Quarter of the Northwest Quarter of Section 25, Township 36 North, Range 9 West of the 2nd Principal Meridian lying North of the Northerly right-of-way line of Ridge Road (U.S. Highway 6), except the North 685 feet thereof more particularly described as: Commencing at a point on the North line of the Northeast Quarter of the Northwest Quarter, 329.16 feet West of the Northeast corner thereof, thence South 00 degrees 00 minutes 00 seconds West (Basis of bearings for this description is assumed South 00 degrees 00 minutes 00 seconds West for the West line of said East Half, East Half, Northeast Quarter, Northwest Quarter) along said West line, 685.0 feet to the point of beginning; thence continuing South 00 degrees 00 minutes 00 seconds West along said West line, 275.49 feet to the Northerly right-of-way line of said Ridge Road (40 feet half right-of-way); thence South 84 degrees 38 minutes 27 seconds East along said Northerly right-of-way line 150.6 feet, to the intersection with the East line of the West 150 feet of said East Half, East Half; thence North 00 degrees 00 minutes 00 seconds East along said East line of the West 150 feet, 125.8 feet, to the intersection with the South line of the North 848 feet of said East Half, East Half; thence from said point of intersection, North 52 degrees 17 minutes 12 seconds West, 63.2 feet to the intersection with the East line of the West 100 feet of said East Half, East Half; thence North 00 degrees 00 minutes 00 seconds East along said East line, 125.0 feet to the intersection with the South line of the North 685 feet of said East Half, East Half; thence North 89 degrees 00 minutes 38 seconds West along said South line, 100.0 feet, to the point of beginning.

Commonly known as: 5440 West Ridge Road, Gary IN

Key No. 49-57-11, Unit No. 41
Key No. 49-57-59, Unit No. 41

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EXHIBIT B

DESCRIPTION OF COLLATERAL

A. **Buildings and Fixtures:** Any and all structures and on-site improvements, and any and all additions, alternations, betterments and appurtenances thereto, now or at any time hereafter situated, placed or constructed upon the real estate described in Exhibit B hereto ("Real Estate") or any part thereof, together with all fixtures located on the Real Estate including, without limitation, all systems, fittings, structures, equipment, apparatus, fixtures and other improvements and items now or hereafter temporarily or permanently attached to, installed in or used in connection with any of the buildings or the Real Estate, including, but not limited to, any and all partitions, hardware, motors, engines, boilers, furnaces, pipes, plumbing, conduit, sprinkler systems, fire extinguishing equipment, elevator equipment, telephone and other communications equipment, security equipment, master antennas and cable television equipment, water tanks, heating, ventilating, air conditioning and refrigeration equipment, laundry facilities, and incinerating, gas and electric machinery and equipment; but specifically excluding any mobile homes or modular housing units which are not owned by Debtor and the fixtures attached thereto.

B. **Personal Property:** All right, title and interest of Debtor in and to all furniture, furnishings, equipment, machinery, goods, inventory and all other tangible personal property and any intangibles of any kind or character as defined in the provisions of the Indiana Uniform Commercial Code now or hereafter located upon, within or about the Real Estate and the buildings, or used or useful in connection therewith, together with all existing or future accessories, replacements and substitutions thereto or therefor and the proceeds therefrom, including, but not limited to: (i) all furniture, furnishings and equipment; (ii) all building materials and equipment intended to be incorporated in the improvements now or hereafter to be constructed on the Real Estate, whether or not yet incorporated in such improvements; (iii) all machinery, apparatus, systems, equipment or articles used in supplying heating, gas, electricity, ventilation, air conditioning, water, light, power, refrigeration, fire protection, elevator service, telephone and other communication service, master antennas and cable television service, waste removal and all fire sprinklers, smoke detectors, alarm systems, security systems, electronic monitoring equipment and devices; (iv) all window or structural cleaning and maintenance equipment; (v) all indoor and outdoor furniture, including tables, chairs, planters, desks, sofas, shelves, lockers, cabinets, wall safes and other furnishings; (vi) all rugs, carpets and other floor coverings, draperies, drapery rods and brackets, awnings, window shades, blinds and curtains; (vii) all lamps, chandeliers and other lighting fixtures; (viii) all recreational equipment and materials; (ix) all office furniture, equipment and supplies; (x) all kitchen equipment and appliances, including refrigerators, ovens, dishwashers, range hoods and exhaust systems and disposal units; (xi) all laundry equipment, including washers and dryers; (xii) all tractors, mowers, sweepers, snow removal equipment and other equipment used in maintenance of interior and exterior portions of the Real Estate or the buildings; and (xiii) all other maintenance supplies and inventories; provided that, the enumeration of any specific articles of personalty set forth above shall in no way exclude or be held to exclude any items of property not specifically enumerated, and that any of the foregoing items that do not constitute personal property but constitute fixtures under applicable law shall be included in the definition of the term "fixtures" as used herein; but specifically excluding for the foregoing any mobile homes or modular housing units which are not owned by Debtor and any personal property associated therewith which is not owned by Debtor.

C. **Leases and Rents:** Any and all leases, subleases, licenses, concessions or grants of other possessory interests, whether written or oral, now or hereafter in force, covering or affecting the Real Estate, or any part thereof or interest therein, together with all rights, powers, privileges, options and other benefits of Debtor (but under no circumstances any liabilities, obligations or responsibilities

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thereunder) and all of the rents, revenues, income, profits, deposits and other benefits payable under any leases and/or otherwise arising from or out of the Real Estate or out of the ownership, use, enjoyment or disposition of all or any portion of the Real Estate or interest therein.

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D. Contracts: Any and all contracts, documents or agreements pertaining to the ownership, use, occupancy, development, design, construction, financing, operation, management, alteration, repair, marketing, sale, lease or enjoyment of the Real Estate and all rights, privileges, authority and benefits thereunder (but under no circumstances any liabilities, obligations or responsibilities thereunder).

E. Awards: All awards and payments heretofore or hereafter made by any municipal, state or federal agency or authority to Debtor, including any awards or payments for any taking of the Real Estate as a result of the exercise of the right of condemnation or eminent domain and any and all proceeds and payments heretofore or hereafter made by any insurance company as a result of any casualty or other event in connection with the Real Estate.

F. Accounts: All certificates of deposit which have been or are being established by Debtor with Secured Party and all monies, reserves, deposits, deposit accounts, securities, cash, cash equivalents and other property now or any time or times hereafter in the possession of or under the control of Secured Party or its bailee, together with any interest thereon, and all substitutions, renewals, accessions or additions to the foregoing.

G. Other Property. All other property or rights of the Debtor of any kind or character related to the Real Estate or the improvements thereto, and all proceeds and products of any of the foregoing. It is specifically understood that the enumeration of any specific articles of property shall not exclude or be deemed to exclude any items of property not specifically mentioned. All of the premises hereinabove described, real, personal and mixed, whether affixed or annexed or not, and all rights hereby conveyed and pledged are intended to be as a unit and are hereby understood and agreed and declared to be appropriated to the use of the Real Estate, and shall for the purposes hereof, be deemed to be conveyed and pledged hereby.

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