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2005 000545

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

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B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Catherine A. O'Keefe  
Brownstein, Hyatt & Farber, P.C.  
410 Seventeenth Street  
Twenty-Second Floor  
Denver, Colorado 80202-4437

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 2004-001029 recorded 10/21/04

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the  REAL ESTATE RECORDS.

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: Please refer to the detailed instructions in regards to changing the name/address of a party.  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 7e-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
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7d. SEE INSTRUCTIONS

ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE
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8. AMENDMENT (COLLATERAL CHANGE): check only one box.  
Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

The description of the Collateral as previously described on Schedule 1 attached to the UCC-1 Financing Statement, is hereby amended and restated by the Collateral described on Schedule 1 attached hereto and by this reference incorporated herein; and

The description of the real property as previously described on Exhibit A attached to the UCC-1 Financing Statement, is hereby amended and restated by the Property described on Exhibit A attached hereto and by this reference incorporated herein.

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  
FALCON HOLDINGS LLC

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA  
Recorded in the Public Records of Lake County, Indiana

HOLD FOR MERIDIAN TITLE CORP

1023 LK05  
1024 LK05  
1024 LK05  
CR# 2933

Debtor: Falcon Holdings LLC

Secured Party: Wells Fargo Bank

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WICHITA, KANSAS

SCHEDULE 1

The Collateral, whether now owned and existing or hereafter acquired or arising, all additions and accessions thereto, substitutions therefore and replacements and improvements of or to any or all of the foregoing, and all products and Proceeds of the foregoing. For this purpose the following terms have the following meanings:

**"Business"** means the business of operating the Unit in accordance with the Principal Agreements.

**"Certificate of Title"** means any certificate or document evidencing title.

**"Collateral"** shall mean, collectively, all personal property, including, without limitation, Equipment, Inventory, Fixtures, Accessions, General Intangibles, Accounts, Certificates of Title, Money, Instruments, Investment Property, Documents, Chattel Paper, Deposit Accounts, Letters of Credit, Commodity Accounts, Commodity Contracts, Health-Care Insurance Receivables, Commercial Tort Claims, Promissory Notes, Certificated and Uncertificated Securities, Financial Assets, Securities Accounts, Securities Entitlements, Payment Intangibles and Software (as all of such terms are defined in the UCC or otherwise herein or in the Loan Documents), credit balances, deposits, bankers' acceptances, guaranties, supporting obligations, letter-of-credit-rights, credits, claims, choses in action, demands, liens, security interests, rights, insurance, awards, compensation, remedies, title and interest in, to and in respect of other collateral, and all Collateral Revenues and all other personal property, now or hereafter owned, acquired, existing, arising, held, sold, used or consumed in connection with the Business or any Property and any other property, rights, and interests which at any time relate to, arise out of or in connection with the foregoing or which come into the possession, custody or control of Beneficiary or any of its agents, representatives, associates or correspondents, for any purpose, and all products and Proceeds of the foregoing.

**"Collateral Revenues"** means with respect to any Collateral all interest, income, dividends, distributions and earnings thereon or other monies or revenues derived therefrom, including any such property received in connection with any disposition of any Principal Agreement and all moneys which may become payable or received under any policy insuring the Collateral or otherwise required to be maintained under the Amended and Restated Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement, and Fixture Filing (including return of unearned premium).

**"Lease"** means the lease covering all or a portion of the Property and any other leases to which Debtor is a party or in which Debtor owns an interest other any lease of Equipment or other personal property deemed an operating lease under the generally accepted accounting principles and practices in effect in the United States of America from time to time, consistently applied.

**"License"** means any license, permit, directive, authorization, approval or stipulation required to operate the Business at the Property.

**"Principal Agreements"** means any franchise agreement, License or Lease, or other agreement material to the operation and management of the Unit set forth on the Amended and Restated Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement, and Fixture Filing.

Debtor: Falcon Holdings LLC

Secured Party: Wells Fargo Bank

**"Property"** means the real property upon which the Business is operated as more particularly described above and on Exhibit A hereto.

**"UCC"** means the Uniform Commercial Code.

**"Unit"** means the Business, Collateral and Property and other property and assets related to the Business or located at the Property.

Terms used herein and not otherwise defined have the meaning accorded to such terms in the UCC.

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WELLS FARGO BANK  
COMMERCIAL BANKING  
1000 15TH AVE SW  
MINNEAPOLIS MN 55402

**EXHIBIT A**

**LEGAL DESCRIPTIONS FOR ALL LEASEHOLD PROPERTIES IN INDIANA**

**Collateral #18/(Unit #250) – Leasehold:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HEREWITH IN THE OFFICIAL RECORDS OF MARION COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 149, 150 AND 151 IN RITTER PARK REVISED, 4<sup>TH</sup> SECTION, AN ADDITION TO THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 28, PAGE 294 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

*Also known as 5443 East 21<sup>st</sup> Street, Indianapolis, Marion County, Indiana 46218*

**Collateral #19/(Unit #261) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HEREWITH IN THE OFFICIAL RECORDS OF MARION COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 177 AND 178 IN ARDMORE, AN ADDITION TO THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

*Also known as 3860 N. College Avenue, Marion County, Indiana 46205*

**Collateral #20/(Unit #265) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED

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MARION COUNTY  
CLERK OF COURTS  
RECORDS

CONCURRENTLY HERewith IN THE OFFICIAL RECORDS OF MARION COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

A PART OF THE SOUTHWEST QUARTER OF SECTION 17, TOWNSHIP 16 NORTH, RANGE 5 EAST IN MARION COUNTY, INDIANA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE WEST LINE OF SAID QUARTER SECTION A DISTANCE OF 570.00 FEET NORTH 00 DEGREES 27 MINUTES 15 SECONDS WEST OF THE SOUTHWEST CORNER OF SAID QUARTER SECTION; THENCE NORTH 00 DEGREES 27 MINUTES 15 SECONDS WEST UPON AND ALONG THE WEST LINE OF SAID QUARTER SECTION A DISTANCE OF 90.00 FEET TO A POINT; THENCE NORTH 89 DEGREES 34 MINUTES 47 SECONDS EAST AND PARALLEL WITH THE SOUTH LINE OF SAID QUARTER SECTION A DISTANCE 245.00 FEET TO A POINT; THENCE SOUTH 00 DEGREES 27 MINUTES 15 SECONDS EAST AND PARALLEL TO THE WEST LINE OF SAID QUARTER SECTION A DISTANCE OF 90.00 FEET TO A POINT; THENCE SOUTH 89 DEGREES 34 MINUTES 47 SECONDS WEST AND PARALLEL WITH THE SOUTH LINE OF SAID QUARTER SECTION A DISTANCE OF 245.00 FEET TO THE POINT OF BEGINNING.

**EXCEPT**, THAT PART CONVEYED TO THE CONSOLIDATED CITY OF INDIANAPOLIS BY DEED RECORDED FEBRUARY 15, 1974 AS INSTRUMENT NO. 74-8294, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A PART OF THE SOUTHWEST QUARTER OF SECTION 17, TOWNSHIP 16 NORTH, RANGE 5 EAST IN MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

BEGINNING NORTH 00 DEGREES 47 MINUTES 19 SECONDS WEST 660.00 FEET, ALONG THE WEST LINE OF SAID QUARTER SECTION AND NORTH 89 DEGREES 15 MINUTES 11 SECONDS EAST, 45.00 FEET FROM THE SOUTHWEST CORNER OF SAID QUARTER SECTION; THENCE CONTINUING NORTH 89 DEGREES 15 MINUTES 11 SECONDS EAST, PARALLEL TO THE SOUTH LINE OF SAID QUARTER SECTION 5 FEET; THENCE SOUTH 00 DEGREES 47 MINUTES 19 SECONDS EAST PARALLEL TO THE WEST LINE OF SAID QUARTER SECTION 90.00 FEET; THENCE SOUTH 89 DEGREES 15 MINUTES 11 SECONDS WEST PARALLEL TO THE SOUTH LINE OF SAID QUARTER SECTION 5 FEET; THENCE NORTH 00 DEGREES 47 MINUTES 19 SECONDS WEST PARALLEL TO THE WEST LINE OF SAID QUARTER SECTION 90.00 FEET TO THE POINT OF BEGINNING.

*Also known as 3863 N. Post Road, Indianapolis, Marion County, Indiana 46226*

**Collateral #21/(Unit #298) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS,

LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HEREWITH IN THE OFFICIAL RECORDS OF MARION COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

PART OF THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 16 AND PART OF THE NORTHEAST QUARTER OF SECTION 21, IN TOWNSHIP 16 NORTH, RANGE 4 EAST, MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT, SAID POINT BEING 519.05 FEET WEST OF THE EAST LINE AND 350.03 FEET NORTH OF THE SOUTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 16, TOWNSHIP 16 NORTH, RANGE 4 EAST; THENCE RUNNING EAST AND PARALLEL WITH THE NORTH LINE OF SAID QUARTER QUARTER SECTION A DISTANCE OF 110 FEET TO A POINT; THENCE SOUTH AND PARALLEL TO THE EAST LINE OF SAID QUARTER QUARTER SECTION, EXTENDED, A DISTANCE OF 393.60 FEET TO A POINT ON THE NORTH PROPERTY LINE OF EAST 38<sup>th</sup> STREET AS NOW LOCATED; THENCE WEST ON AND ALONG THE NORTH PROPERTY LINE OF EAST 38<sup>th</sup> STREET A DISTANCE OF 110 FEET TO A POINT; THENCE NORTH AND PARALLEL TO THE EAST LINE OF SAID QUARTER QUARTER SECTION, EXTENDED, A DISTANCE OF 393.15 FEET TO A POINT TO THE POINT OF BEGINNING.

*Also known as 5040 E. 38<sup>th</sup> Street, Indianapolis, Marion County, Indiana 46218*

**Collateral #22/(Unit #320) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HEREWITH IN THE OFFICIAL RECORDS OF LAKE COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

A PARCEL OF LAND LOCATED IN THE SOUTHWEST QUARTER OF SECTION 6, TOWNSHIP 36 NORTH, RANGE 8 WEST OF THE SECOND PRINCIPAL MERIDIAN IN GARY, LAKE COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE NORTH LINE OF FIFTH AVENUE (80 FEET WIDE) WITH THE EAST LINE OF CLARK STREET (66 FEET WIDE); THENCE EAST ALONG THE NORTH LINE OF FIFTH AVENUE (100 FEET); THENCE NORTH AND PARALLEL WITH THE EAST LINE OF CLARK STREET (125 FEET); THENCE WEST AND PARALLEL WITH THE NORTH LINE OF FIFTH AVENUE (100 FEET) TO

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LAKE COUNTY, INDIANA

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LAKE COUNTY, INDIANA

THE EAST LINE OF CLARK STREET; THENCE SOUTH ALONG THE EAST LINE OF CLARK STREET (125 FEET) TO THE PLACE OF BEGINNING.

*Also known as 4590 W. 5<sup>th</sup> Avenue, Gary, Lake County, Indiana 46406*

**Collateral #23/(Unit #532) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HERewith IN THE OFFICIAL RECORDS OF LAKE COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 16, 17, 18, 19 AND 20 IN BLOCK 7 IN GARY LAND COMPANY'S TENTH SUBDIVISION IN THE CITY OF GARY, LAKE COUNTY, INDIANA, AS PER PLAT THEREOF, RECORDED IN PLAT BOOK 20, PAGE 33, IN THE OFFICE OF THE RECORDER OF LAKE COUNTY, INDIANA.

*Also known as 1409 South Broadway, Gary, Lake County, Indiana 46407*

**Collateral #24/(Unit #988) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HERewith IN THE OFFICIAL RECORDS OF LAKE COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 42, 43, 44, 45, 46, 47 AND 48, BLOCK 4, WOODROW WILSON'S ADDITION TO GARY, AS PER PLAT THEREOF, RECORDED IN PLAT BOOK 11, PAGE 10, IN THE OFFICE OF THE RECORDER OF LAKE COUNTY, INDIANA.

*Also known as 3701 Grant Street, Gary, Lake County, Indiana 46408*

**Collateral #25/(Unit #7392) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED

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STATE OF INDIANA  
LAKE COUNTY  
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MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HEREWITH IN THE OFFICIAL RECORDS OF MARION COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

A PART OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SECTION 18, TOWNSHIP 16 NORTH, RANGE 3 EAST, MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID HALF QUARTER SECTION; THENCE SOUTH 89 DEGREES 35 MINUTES 39 SECONDS WEST (ASSUMED AS BASIS OF BEARING) ALONG THE SOUTH LINE THEREOF 520.42 FEET; THENCE NORTH 00 DEGREES 24 MINUTES 21 SECONDS WEST PERPENDICULAR TO SAID SOUTH LINE 70.87 FEET TO THE NORTH RIGHT OF WAY LINE OF 38th STREET, AS TAKEN BY THE BOARD OF COMMISSIONERS OF MARION COUNTY PURSUANT TO CONDEMNATION ACTION, FILED IN MARION COUNTY CIRCUIT COURT AS CAUSE NO. C-61-880; THENCE NORTH 00 DEGREES 40 MINUTES 49 SECONDS EAST 185.84 FEET; THENCE NORTH 52 DEGREES 09 MINUTES 53 SECONDS EAST 299.98 FEET TO A POINT OF A CURVE AND THE SOUTHWESTERN RIGHT OF WAY LINE OF LAFAYETTE ROAD, AS PER PLANS ON FILE WITH THE INDIANA DEPARTMENT OF HIGHWAYS, PROJECT NO. 40-FY1934, DATED JUNE 7, 1934; THENCE NORTHWESTERLY ALONG SAID RIGHT OF WAY 140.138 FEET ALONG AN ARC TO THE RIGHT AND HAVING A RADIUS OF 34,327.47 FEET AND SUBTENDED BY A LONG CHORD HAVING A BEARING OF NORTH 37 DEGREES 57 MINUTES 08 SECONDS WEST AND A LENGTH OF 140.138 FEET; THENCE NORTH 38 DEGREES 04 MINUTES 09 SECONDS WEST 537.03 FEET ALONG SAID RIGHT OF WAY; THENCE SOUTH 51 DEGREES 55 MINUTES 51 SECONDS WEST 24.26 FEET TO THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE SOUTH 00 DEGREES 16 MINUTES 26 SECONDS EAST 130.00 FEET; THENCE SOUTH 89 DEGREES 43 MINUTES 34 SECONDS WEST 100.00 FEET; THENCE NORTH 00 DEGREES 16 MINUTES 26 SECONDS WEST 130.00 FEET; THENCE NORTH 89 DEGREES 43 MINUTES 34 SECONDS EAST 100.00 FEET TO THE POINT OF BEGINNING AND CONTAINING 0.2984 ACRES MORE OR LESS.

**TOGETHER WITH** THOSE NON-EXCLUSIVE EASEMENTS FOR PARKING, DRIVEWAYS, PEDESTRIAN WALKWAYS, VEHICULAR INGRESS AND EGRESS, STORM AND SANITARY SEWER UTILITY LINES AS SET OUT IN A WARRANTY DEED FROM LAFAYETTE ASSOCIATES TO HARDEE'S FOOD SYSTEMS, INC. DATED JULY 26, 1983 AND RECORDED JULY 27, 1983 AS INSTRUMENT NUMBER 83-52608 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

**AND TOGETHER** WITH THOSE NON EXCLUSIVE EASEMENTS FOR INGRESS AND EGRESS OVER THE AREAS MARKED DRIVEWAYS AS SET FORTH IN EXHIBIT C AND EXHIBIT D AS DESCRIBED IN MUTUAL EASEMENT AGREEMENT RECORDED AS DOCUMENT NUMBER 83-13142 IN THE OFFICE OF THE RECORDER OF MARION COUNTY INDIANA.



*Also known as 3970 Lafayette Road, Indianapolis, Marion County, Indiana 46254*

**Collateral #88/(Unit #608) – Leasehold Estate:**

THE LEASEHOLD ESTATE CREATED BY THAT MASTER LAND AND BUILDING LEASE AGREEMENT, EXECUTED BY SPIRIT SPE PORTFOLIO 2004-6, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSOR, AND FALCON HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS LESSEE, DATED MAY \_\_, 2005, AS DISCLOSED BY THAT CERTAIN MEMORANDUM OF MASTER LAND AND BUILDING LEASE AGREEMENT, WHICH IS BEING RECORDED CONCURRENTLY HEREWITH IN THE OFFICIAL RECORDS OF MARION COUNTY, INDIANA, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

PART OF BLOCK 1 IN BUTLER K. SMITH’S HEIRS’ SUBDIVISION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SECTION 31, TOWNSHIP 16 NORTH, RANGE 3 EAST, THE PLAT OF WHICH IS RECORDED IN PLAT BOOK 7, PAGE 97 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS, TO-WIT:

BEGINNING AT A POINT WHERE THE CENTERLINE OF THE CRAWFORDSVILLE GRAVEL ROAD INTERSECTS THE SOUTH LINE OF THE RIGHT-OF-WAY OF THE RAILROAD COMPANY, FORMERLY KNOWN AS THE INDIANAPOLIS, DANVILLE AND CRAWFORDSVILLE RAILROAD; THENCE WEST WITH THE CENTERLINE OF SAID GRAVEL ROAD 273.50 FEET; THENCE DUE NORTH 134.38 FEET, MORE OR LESS TO THE SOUTH LINE OF SAID RAILROAD COMPANY'S RIGHT-OF-WAY; THENCE IN A SOUTHEASTERLY DIRECTION ALONG THE SOUTH LINE OF SAID RIGHT-OF-WAY TO THE PLACE OF BEGINNING.

*Also known as 4850 W. 16<sup>th</sup> Street, Indianapolis, Marion County, Indiana 46224*

**Collateral #81/(Unit #633) – Sublease Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, SUCCESSOR BY MERGER WITH ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC., A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT (SUBLEASE) DATED MARCH 24, 1997 BETWEEN ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TENANT, AND AFC ENTERPRISES, INC., A MINNESOTA CORPORATION, AS LANDLORD, AS DISCLOSED BY A MEMORANDUM OF LEASE BY AND BETWEEN AFC ENTERPRISES, INC., AS LESSOR AND ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS LESSEE, RECORDED APRIL 4, 1997 AS INSTRUMENT NO. 97-49236 AND FURTHER AMENDED BY AN AFFIDAVIT FOR PROOF OF FIRST AMENDMENT TO LEASE DATED MAY 9, 2001 AND RECORDED MAY 10, 2001 AS INSTRUMENT NO. 2001-76317; AND PURSUANT TO THAT CERTAIN LEASE AGREEMENT DATED NOVEMBER 15, 1996 BETWEEN THOMAS COTTON, AS

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MARION COUNTY, INDIANA  
OFFICE OF THE RECORDER OF DEEDS

LANDLORD, AND AFC ENTERPRISES, INC., SUCCESSOR TO AMERICA'S FAVORITE CHICKEN COMPANY, AS TENANT, AS DISCLOSED BY MEMORANDUM OF LEASE BY AND BETWEEN THOMAS COTTON, AS LESSOR AND AMERICA'S FAVORITE CHICKEN COMPANY, AS LESSEE DATED NOVEMBER 15, 1996 AND RECORDED JANUARY 29, 1997 AS INSTRUMENT NO. 97-17811 WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

PARCEL 1:

PART OF THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 29, TOWNSHIP 17 NORTH, RANGE 3 EAST OF THE SECOND PRINCIPAL MERIDIAN, MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID HALF QUARTER SECTION; THENCE SOUTH 89 DEGREES 50 MINUTES 38 SECONDS EAST (ASSUMED BEARING) ALONG THE SOUTH LINE OF SAID HALF QUARTER SECTION 1070.48 FEET TO THE CENTERLINE OF U.S. HIGHWAY 421 (MICHIGAN ROAD); THENCE NORTH 19 DEGREES 22 MINUTES 30 SECONDS WEST ALONG LAST SAID CENTERLINE 850.71 FEET TO THE CENTERLINE OF WESTLANE ROAD; THENCE SOUTH 73 DEGREES 05 MINUTES 00 SECONDS WEST ALONG LAST SAID CENTERLINE 237.28 FEET TO THE POINT OF BEGINNING OF THIS DESCRIBED TRACT; THENCE CONTINUING ALONG SAID CENTERLINE SOUTH 73 DEGREES 05 MINUTES 00 SECONDS WEST 92.71 FEET; THENCE NORTH 19 DEGREES 22 MINUTES 30 SECONDS WEST 217.16 FEET; THENCE NORTH 73 DEGREES 05 MINUTES 00 SECONDS EAST 90.03 FEET; THENCE SOUTH 16 DEGREES 55 MINUTES 00 SECONDS EAST 16.00 FEET; THENCE SOUTH 32 DEGREES 42 MINUTES 13 SECONDS EAST 44.11 FEET; THENCE SOUTH 16 DEGREES 55 MINUTES 00 SECONDS EAST 158.52 FEET TO THE POINT OF BEGINNING.

**EXCEPT**, THAT PART CONVEYED TO THE CITY OF INDIANAPOLIS BY FINDING AND JUDGMENT UNDER CAUSE NO. S582-1298 AND RECORDED MAY 17, 1985 AS INSTRUMENT NO. 85-39523, DESCRIBED AS FOLLOWS:

A PART OF THE SOUTHEAST QUARTER OF SECTION 29, TOWNSHIP 17 NORTH, RANGE 3 EAST OF THE SECOND PRINCIPAL MERIDIAN, MARION COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID QUARTER SECTION; THENCE EAST ON AND ALONG THE SOUTH LINE OF SAID QUARTER SECTION A DISTANCE OF 1071.40 FEET TO A POINT IN THE CENTERLINE OF MICHIGAN ROAD; THENCE NORTHWESTERLY ALONG SAID CENTERLINE A DISTANCE OF 851.40 FEET TO ITS INTERSECTION WITH 73<sup>RD</sup> STREET (WESTLANE ROAD); THENCE SOUTH 72 DEGREES 13 MINUTES 00 SECONDS WEST ALONG THE CENTERLINE OF 73<sup>RD</sup> STREET (WESTLANE ROAD) A DISTANCE OF 331.08 FEET; THENCE NORTH 17 DEGREES 47 MINUTES 00 SECONDS WEST A DISTANCE OF 25.00 FEET TO THE POINT OF BEGINNING, SAID POINT BEING THE SOUTHWEST CORNER OF THE OWNER'S LAND, SAID POINT ALSO BEING THE NORTHERN RIGHT-OF-WAY LINE

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OF 73<sup>RD</sup> STREET (WESTLANE ROAD), THENCE NORTH 20 DEGREES 14 MINUTES 30 SECONDS WEST ALONG THE WEST LINE OF THE OWNER'S LAND A DISTANCE OF 10.00 FEET TO A POINT; THENCE NORTH 72 DEGREES 13 MINUTES EAST ALONG A LINE BEING PARALLEL TO THE NORTHERLY RIGHT-OF-WAY LINE OF 73<sup>RD</sup> STREET (WESTLANE ROAD) A DISTANCE OF 266.72 FEET TO A POINT; THENCE NORTH 22 DEGREES 21 MINUTES 17 SECONDS EAST A DISTANCE OF 19.60 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF MICHIGAN ROAD; THENCE SOUTH 20 DEGREES 14 MINUTES 30 SECONDS EAST ALONG SAID RIGHT-OF-WAY LINE A DISTANCE OF 25.00 FEET TO A POINT; THENCE SOUTH 72 DEGREES 13 MINUTES 00 SECONDS WEST ON AND ALONG SAID RIGHT-OF-WAY A DISTANCE OF 280.00 FEET TO THE POINT OF BEGINNING.

PARCEL 2:

EASEMENT FOR INGRESS AND EGRESS THE BENEFIT OF PARCEL 1 AS CREATED BY MUTUAL EASEMENT AGREEMENT DATED MAY 9, 2001 AND RECORDED AS DOCUMENT NUMBER 2001 0076320 OVER PORTIONS OF THE LAND AS DESCRIBED THEREIN.

*Also known as 2910 Westlane Road, Indianapolis, Marion County, Indiana 46268*

**Collateral #82/(Unit #238) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, SUCCESSOR BY MERGER WITH ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC., A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT DATED MARCH 24, 1997 BETWEEN AFC ENTERPRISES, INC., AS LANDLORD, AND ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TENANT, AS DISCLOSED BY MEMORANDUM OF LEASE FILED APRIL 4, 1997 AS INSTRUMENT NO. 97-49233 WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 1, 2 AND 3 IN BLOCK 1 IN ELMWOOD ADDITION TO THE CITY OF INDIANAPOLIS, INDIANA, RECORDED IN PLAT BOOK 13, PAGE 180 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

**TOGETHER WITH** THE WEST 7 FEET OF A VACATED ALLEY EAST OF AND ADJACENT TO THE EAST LINE OF LOT 3 HERETOFORE VACATED BY PROCEEDINGS UNDER DECLARATORY RESOLUTION 73-VAC-30/30A AS SET OUT IN A TRANSCRIPT RECORDED AUGUST 31, 1973 AS INSTRUMENT NO. 73-56513, AS CORRECTED BY A CERTAIN INTER-DEPARTMENT COMMUNICATION RECORDED SEPTEMBER 19, 1973 AS INSTRUMENT NO. 73-60711.

*Also known as 2501 N. Keystone Avenue, Indianapolis, Marion County, Indiana 46218*

**Collateral #83/(Unit #247) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, SUCCESSOR BY MERGER WITH ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC., A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT BY AND BETWEEN AFC ENTERPRISES INC., AS LANDLORD, AND ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TENANT, DATED MARCH 24, 1997, AS DISCLOSED BY MEMORANDUM OF LEASE RECORDED APRIL 4, 1997 AS INSTRUMENT NO. 97-49233 WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

A PART OF LOT 1 AND ALL OF LOT 2 IN MARTINDALE'S LINCOLN PARK, 1<sup>ST</sup> SECTION, BLOCK 4, AN ADDITION TO THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 8, PAGE 189, AS AMENDED BY AMENDED PLAT THEREOF RECORDED IN PLAT BOOK 9, PAGE 116 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SAID LOT 1, SAID POINT BEING THE INTERSECTION OF THE WEST PROPERTY LINE OF ALABAMA STREET WITH THE NORTH PROPERTY LINE OF E. 22<sup>ND</sup> STREET; RUNNING THENCE NORTH AND ALONG THE EAST LINE OF LOTS 1 AND 2 AND THE WEST PROPERTY LINE OF ALABAMA STREET, A DISTANCE OF 80 FEET TO A POINT, SAID POINT BEING THE NORTHEAST CORNER OF SAID LOT 2; RUNNING THENCE WEST ON AND ALONG THE NORTH LINE OF LOT 2, A DISTANCE OF 144.64 FEET TO THE NORTHWEST CORNER OF SAID LOT 2; RUNNING THENCE SOUTH ON AND ALONG THE WEST LINE OF SAID LOT 2, A DISTANCE OF 40 FEET TO THE SOUTHWEST CORNER OF SAID LOT 2 AND ALSO THE NORTHWEST CORNER OF SAID LOT 1; RUNNING THENCE EAST ON THE SOUTH LINE OF LOT 2 AND THE NORTH LINE OF LOT 1 A DISTANCE OF 31.16 FEET TO A POINT; THENCE SOUTH AND PARALLEL TO THE WEST LINE OF SAID LOT 1 A DISTANCE OF 40 FEET TO A POINT, SAID POINT BEING 31.16 FEET EAST OF THE SOUTHWEST CORNER OF LOT 1 AND ON THE NORTH PROPERTY LINE OF E. 22<sup>ND</sup> STREET; RUNNING THENCE EAST AND ALONG THE SOUTH LINE OF SAID LOT 1 AND THE NORTH PROPERTY LINE OF EAST 22<sup>ND</sup> STREET A DISTANCE OF 114 FEET TO THE POINT OR PLACE OF BEGINNING.

ALSO:

31.165 FEET BY PARALLEL LINES OFF THE ENTIRE WEST END OF LOT 1 IN MARTINDALE'S LINCOLN PARK, 1ST SECTION, BLOCK 4, AN ADDITION TO THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 8, PAGE 189, AS AMENDED BY AMENDED PLAT THEREOF RECORDED IN PLAT BOOK 9, PAGE 116 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

*Also known as 240 E. 22<sup>nd</sup> Street, Indianapolis, Marion County, Indiana 46202*

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**Collateral #84/(Unit #260) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, SUCCESSOR BY MERGER WITH ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC., A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT DATED MARCH 24, 1997 BY AND BETWEEN AFC ENTERPRISES, INC., AS LANDLORD, AND ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TENANT, AS DISCLOSED BY MEMORANDUM OF LEASE RECORDED APRIL 4, 1997 AS INSTRUMENT NO. 97-49233 WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 194 AND 195 IN E.T.S.K. AND A.E. FLETCHER'S WOODLAWN SUBURB TO THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 3, PAGE 156 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

*Also known as 1404 East Prospect Street, Indianapolis, Marion County, Indiana 46203*

**Collateral #85/(Unit #262) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, SUCCESSOR BY MERGER WITH ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC., A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT DATED MARCH 24, 1997 BY AND BETWEEN AFC ENTERPRISES, INC., AS LANDLORD, AND ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TENANT, AS DISCLOSED BY MEMORANDUM OF LEASE RECORDED APRIL 4, 1997 AS INSTRUMENT NO. 97-49234 WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 1, 2, 3, 4 AND 5 IN LIEBER'S ADDITION TO NORTH INDIANAPOLIS, NOW IN THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 10, PAGE 122 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

**EXCEPT**, THAT PORTION OF SAID LOTS TAKEN FOR THE WIDENING OF NORTHWESTERN AVENUE, AS SHOWN IN TOWN LOT RECORD 318, PAGE 514 AND PLAT BOOK 12, PAGES 27 AND 28.

*Also known as 2502 MLK Drive, Indianapolis, Marion County, Indiana 46208*

**Collateral #86/(Unit 266) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, SUCCESSOR BY MERGER WITH ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC., A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT DATED MARCH 24, 1997 BY AND BETWEEN AFC ENTERPRISES, INC., AS LANDLORD, AND ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TENANT, AS DISCLOSED BY

MEMORANDUM OF LEASE RECORDED APRIL 4, 1997 AS INSTRUMENT NO. 97-49233 WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

PART OF LOT 59 AND ALL OF LOT 60 IN PATTISON'S UNIVERSITY ADDITION TO IRVINGTON, NOW A PART OF THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 10, PAGE 59 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF WASHINGTON STREET AND THE SOUTHEASTERLY LINE OF SPENCER AVENUE AT A CROSS CUT IN THE SIDEWALK; THENCE EAST ALONG WASHINGTON STREET 136.07 FEET, MORE OR LESS TO THE EAST LINE OF LOT 59; THENCE SOUTH ALONG SAID LOT LINE 93 FEET; THENCE WESTERLY PARALLEL WITH WASHINGTON STREET 10 FEET; THENCE SOUTHWESTERLY APPROXIMATELY 40 FEET TO THE SOUTHEASTERLY LINE OF SPENCER AVENUE AT A POINT 144.22 FEET SOUTHEASTERLY FROM THE POINT OF BEGINNING; THENCE NORTHWESTERLY ALONG SPENCER AVENUE TO THE POINT OF BEGINNING.

(AFC ENTERPRISES, INC., AS TO THE LAND ONLY; FALCON HOLDINGS, L.L.C., SUCCESSOR BY MERGER TO ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TO THE IMPROVEMENTS ONLY).

*Also known as 5129 E. Washington Street, Indianapolis, Marion County, Indiana 46219*

**Collateral #87/(Unit #274) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, SUCCESSOR BY MERGER WITH ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC., A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT DATED MARCH 24, 1997 BY AND BETWEEN AFC ENTERPRISES, INC., AS LANDLORD, AND ATLANTA FRANCHISE DEVELOPMENT COMPANY, LLC, AS TENANT, AS DISCLOSED BY MEMORANDUM OF LEASE RECORDED AS DISCLOSED BY MEMORANDUM OF LEASE RECORDED APRIL 4, 1997 AS INSTRUMENT NO. 97-49233 WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS 1, 2 AND 3 IN BERKELEY, AN ADDITION TO THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 12, PAGE 158 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

*Also known as 2964 S. Shelby Street, Indianapolis, Marion County, Indiana 46203*

**Collateral #89/(Unit #632) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN LEASE AGREEMENT DATED

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JANUARY 28, 2002 BY AND BETWEEN AFC ENTERPRISES, INC., AS LANDLORD, AND FALCON HOLDINGS, LLC, AS TENANT, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

LOTS NUMBERED 2 AND 3 IN NATIONAL HEIGHTS, AN ADDITION TO THE CITY OF INDIANAPOLIS, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 10, PAGE 190 IN THE OFFICE OF THE RECORDER OF MARION COUNTY, INDIANA.

*Also known as 5170 West Washington Street, Indianapolis, Marion County, Indiana 46241*

**Collateral #90/(Unit #8817) – Leasehold Estate:**

LEASEHOLD ESTATE HELD BY FALCON HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, PURSUANT TO THAT CERTAIN INDENTURE OF LEASE DATED AUGUST 8, 2003 BY AND BETWEEN LOR CORPORATION, AS LANDLORD, AND FALCON HOLDINGS, LLC, AS TENANT, WITH RESPECT TO THE FOLLOWING DESCRIBED LAND:

PARCEL 1:

PART OF THE EAST QUARTER OF THE SOUTHEAST QUARTER, SECTION 6, TOWNSHIP 15 NORTH, RANGE 5 EAST OF THE SECOND PRINCIPAL MERIDIAN IN MARION COUNTY, INDIANA, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE EAST LINE OF THE SAID SOUTHEAST QUARTER SECTION 1374.57 FEET NORTH OF THE SOUTHEAST CORNER THEREOF AND RUNNING THENCE NORTH ON AND ALONG THE EAST LINE 50 FEET TO A POINT; THENCE DEFLECT 92 DEGREES 57 MINUTES TO THE LEFT IN A WESTERLY DIRECTION AND PARALLEL TO THE CENTER LINE OF U.S. 40, AS NOW LOCATED AND ESTABLISHED 200 FEET TO A POINT; THENCE NORTH AND PARALLEL TO THE EAST LINE OF THE SAID SOUTHEAST QUARTER SECTION 200 FEET TO THE CENTER LINE OF U.S. 40, AS NOW LOCATED AND ESTABLISHED; THENCE DEFLECT 92 DEGREES 57 MINUTES TO THE LEFT IN A WESTERLY DIRECTION AND ALONG THE CENTER LINE OF U.S. 40 AFORESAID 150 FEET TO A POINT; THENCE SOUTH AND PARALLEL TO THE EAST LINE OF SAID SOUTHEAST QUARTER SECTION 250 FEET TO A POINT; THENCE EASTERLY AND PARALLEL TO THE CENTER LINE OF U.S. 40, AS NOW LOCATED AND ESTABLISHED AS THE POINT OF BEGINNING.

**EXCEPTING THEREFROM** A PART OF THE SOUTHEAST QUARTER OF SECTION 6, TOWNSHIP 15 NORTH, RANGE 5 EAST IN MARION COUNTY, INDIANA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID QUARTER SECTION; RUNNING THENCE NORTH ON AND ALONG THE EAST LINE OF SAID

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QUARTER SECTION 1424.57 FEET; THENCE DEFLECTING 92 DEGREES 57 MINUTES TO THE LEFT IN A WESTERLY DIRECTION 25.03 FEET TO THE WEST BOUNDARY LINE OF POST ROAD AND THE POINT OF BEGINNING; THENCE SOUTH PARALLEL TO THE EAST LINE OF SAID QUARTER SECTION AND ALONG THE WEST BOUNDARY LINE OF POST ROAD 50.00 FEET; THENCE DEFLECTING 87 DEGREES 03 MINUTES TO THE RIGHT IN A WESTERLY DIRECTION AND PARALLEL TO THE CENTER LINE OF WASHINGTON STREET, 25.03 FEET; THENCE NORTH PARALLEL TO THE EAST LINE OF SAID QUARTER SECTION 50.00 FEET; THENCE DEFLECTING 87 DEGREES 03 MINUTES TO THE RIGHT IN AN EASTERLY DIRECTION AND PARALLEL TO THE CENTER LINE OF WASHINGTON STREET, 25.03 FEET TO THE POINT OF BEGINNING.

**ALSO EXCEPTING** THE REAL ESTATE CONVEYED TO THE STATE OF INDIANA IN A WARRANTY DEED RECORDED AS INSTRUMENT NO. 2003-218638, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A PART OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SECTION 6, TOWNSHIP 15 NORTH, RANGE 5 EAST, MARION COUNTY, INDIANA, AND BEING THAT PART OF THE GRANTOR'S LAND LYING WITHIN THE RIGHT-OF-WAY LINES DEPICTED ON THE ATTACHED RIGHT-OF-WAY PARCEL PLAT MARKED EXHIBIT "B", DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHEAST CORNER OF SAID SECTION, DESIGNATED AS POINT "22" ON THE LOCATION CONTROL ROUTE SURVEY PLAT RECORDED IN INSTRUMENT 99-70287 IN THE OFFICE OF THE RECORDER OF SAID COUNTY; THENCE NORTH 0 DEGREES 41 MINUTES 30 SECONDS WEST 418.635 METERS (1,373.48 FEET) (1,374.57 FEET BY INSTRUMENT 2002-0135710) ALONG THE EAST LINE OF SAID SECTION TO THE PROLONGED SOUTHERN LINE OF THE GRANTOR'S LAND; THENCE SOUTH 86 DEGREES 22 MINUTES 02 SECONDS WEST 15 260 METERS (50.07 FEET) ALONG SAID PROLONGED LINE TO THE WEST BOUNDARY OF POST ROAD AND THE POINT OF BEGINNING OF THIS DESCRIPTION, WHICH POINT OF BEGINNING IS THE SOUTHEAST CORNER OF THE GRANTOR'S LAND: THENCE CONTINUING SOUTH 86 DEGREES 22 MINUTES 02 SECONDS WEST 1.762 METERS (5.78 FEET) ALONG THE SOUTHERN LINE OF THE GRANTOR'S LAND; THENCE NORTH 0 DEGREES 41 MINUTES 30 SECONDS WEST 13.482 METERS (44.23 FEET) TO POINT "908" DESIGNATED ON SAID PARCEL PLAT; THENCE SOUTH 89 DEGREES 18 MINUTES 30 SECONDS WEST 0.500 METERS (1.64 FEET) TO POINT "907" DESIGNATED ON SAID PARCEL PLAT; THENCE NORTH 0 DEGREES 41 MINUTES 30 SECONDS WEST 33.500 METERS (109.91 FEET) TO POINT "903" DESIGNATED ON SAID PARCEL PLAT; THENCE NORTH 47 DEGREES 11 MINUTES 05 SECONDS WEST 12.630 METERS (41.44 FEET) TO POINT "901" DESIGNATED ON SAID PARCEL PLAT; THENCE NORTH 89 DEGREES 49 MINUTES 07 SECONDS WEST 15.033 METERS (49.32 FEET) TO POINT "900" DESIGNATED ON SAID PARCEL PLAT; THENCE SOUTH 86 DEGREES 22 MINUTES 02 SECONDS



WEST 64.933 METERS (213.04 FEET) TO THE WEST LINE OF THE GRANT'S LAND; THENCE NORTH 0 DEGREES 41 MINUTES 30 SECONDS WEST 3.765 METERS (12.35 FEET) ALONG SAID WEST LINE TO THE SOUTHERN BOUNDARY OF U.S.R. 40 (EAST WASHINGTON STREET); THENCE NORTH 86 DEGREES 22 MINUTES 02 SECONDS EAST 90.124 METERS (295.68 FEET) ALONG THE BOUNDARY OF SAID U.S.R. 40 TO THE SOUTHWESTERN BOUNDARY OF THE INTERSECTION OF SAID U.S.R. 40 AND SAID POST ROAD; THENCE SOUTH 51 DEGREES 52 MINUTES 22 SECONDS EAST 1.661 METERS (5.45 FEET) ALONG THE BOUNDARY OF THE INTERSECTION OF SAID U.S.R. 40 AND SAID POST ROAD TO THE WEST BOUNDARY OF SAID POST ROAD; THENCE SOUTH 0 DEGREES 41 MINUTES 30 SECONDS EAST 59.832 METERS (196.30 FEET) ALONG THE BOUNDARY OF SAID POST ROAD TO THE POINT OF BEGINNING AND CONTAINING 0.0524 HECTARES (0.130 ACRES), MORE OR LESS.

PARCEL 2:

EASEMENT FOR PURPOSES OF MOTOR VEHICLE AND PEDESTRIAN INGRESS AND EGRESS THE BENEFIT OF PARCEL 1 AS CREATED BY AGREEMENT FOR CROSSED DRIVEWAY EASEMENTS DATED MARCH 16, 1972 AND RECORDED AS DOCUMENT NUMBER 72 29186 OVER PORTIONS OF THE LAND AS DESCRIBED THEREIN.

*Also known as 8975 East Washington Street, Indianapolis, Marion County, Indiana 46219*

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