

**UCC FINANCING STATEMENT**

State Form 50181 (5-01)

Approved by State Board of Accounts, 2001

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2005 JUL 29 AM 10:22

FOLLOW INSTRUCTIONS (FRONT AND BACK) CAREFULLY. 2005 000676

A. NAME AND PHONE OF CONTACT AT FILER (optional) Jennifer Leap; 816-292-7075
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Brown & Dunn, P.C. 911 Main Street, Suite 2300 Kansas City, Missouri 64105 <i>see Over size</i>

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 Chicago Petromarts, Inc.					
OR	1b. INDIVIDUAL'S LAST NAME				
	FIRST NAME	MIDDLE NAME	SUFFIX		
1c. MAILING ADDRESS 9739 West Irving Park Road		CITY Schiller Park	STATE IL	POSTAL CODE 60176	COUNTRY US
	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION Illinois	1g. ORGANIZATIONAL ID #, if any IL63264164 <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 SolutionsBank					
OR	3b. INDIVIDUAL'S LAST NAME				
	FIRST NAME	MIDDLE NAME	SUFFIX		
3c. MAILING ADDRESS 7401 W. 135th Street		CITY Overland Park	STATE KS	POSTAL CODE 66223	COUNTRY US

4. This FINANCING STATEMENT covers the following collateral:

All of Debtor's tangible and intangible personal property and fixtures described on EXHIBIT A that are now or hereafter attached to, located in or on, or used in connection with, the real property described on EXHIBIT B, together with all leases, rents, cash, security deposits, income, and revenue, of all kinds, that arise out of, or relate to, such personal property, fixtures, and real property.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE / LESSOR CONSIGNEE / CONSIGNOR BAILEE / BAILOR SELLER / BUYER AG. LIEN NON-UCC FILING6. 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

12533.002 - Lake County, IN

FILING OFFICE COPY - INDIANA UCC FINANCING STATEMENT

UCC FINANCING STATEMENT ADDENDUM

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

OR 9a. ORGANIZATION'S NAME
 Chicago Petromarts, Inc.

2005 000616

OR 9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

10. MISCELLANEOUS

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor (11a or 11b) - do not abbreviate or combine names

OR 11a. ORGANIZATION'S NAME

OR 11b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

11c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

ADDL. INFO RE ORGANIZATION DEBTOR 11e. TYPE OF ORGANIZATION 11f. JURISDICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID #, if any NONE

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

OR 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 as-extracted collateral, or as a fixture filing.

14. Description of real estate:
 See EXHIBIT B, attached hereto and incorporated herein by reference.

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

COLLATERAL DESCRIPTION

- a) all Accounts, Goods, Equipment, Inventory, Fixtures, Chattel Paper, Deposit Accounts, Documents, General Intangibles, Instruments, Investment Property, and Payment Intangibles, Supporting Obligations, and other personal property, tangible and intangible, relating to the ownership, development, improvement, or operation of the Premises;
- b) all contracts, plans, licenses, permits, certificates, contract rights and general intangibles relating to the ownership, entitlement, development, improvement, or operation of the Premises;
- c) any and all leases, rental agreements, contract rights, and instruments now or hereafter owned or used in connection with the Premises;
- d) all Borrower's property now or hereafter in the possession of Lender, including but not limited to deposit accounts, savings accounts, credits, certificates of deposit, promissory notes, instruments, certificates of title, documents of title, chattel paper, and the like;
- e) all proceeds and products of, all substitutions and replacements for, and all additions, attachments and accessions to, any and all of the foregoing Collateral and, to the extent not otherwise included, all payments under insurance payable by reason of loss or damage or otherwise with respect to any Collateral (whether or not Lender is the loss payee thereof) or under any indemnity, warranty or guaranty payable by reason of loss or damage to any of the foregoing Collateral; and all Borrower's books and records and other instruments and documents of title (now in existence or hereafter coming into existence) pertaining to any of the Collateral described above.

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REC. CLERK

Exhibit A

Munster, IN

EXHIBIT A

That part of Lot 5, Arle Jabaay's Subdivision of a part of the West Half of Section 13 and a part of the North Half of Section 24, Township 36 North, Range 10 West of the Second Principal Meridian, in the Town of Munster described as commencing at a point on the North line of Ridge Road 160 feet Southeasterly from the West line of said Lot 5, measured along the North line of Ridge Road; thence running southeasterly along the North line of Ridge Road 124.61 feet to the West line of Lyman Street; thence North along Lyman Street 107.3 feet; thence Northwesterly parallel with the North line of Ridge Road 124.15 feet; thence South parallel with the West line of said Lot 5, 107.25 feet to the place of beginning, in Lake County, Indiana.

Described By Survey As:

Part of Lot 5, Arle Jabaay's Subdivision of a part of the West half of Section 13 and a part of the North half of Section 24, Township 36 North, Range 10 West in the Town of Munster described as follows: Beginning at an iron pipe on the North line of Ridge Road 160 feet Southeasterly from the West line of Lot 5: thence North 00 degrees 00 minutes 00 seconds East, 106.74 feet to an iron pipe; thence South 80 degrees 12 minutes 40 seconds East, 124.62 feet to an iron pipe on the West line of Lymann Street; thence along said West line South 00 degrees 00 minutes 15 seconds West, 108.74 feet to the North line of Ridge Road; thence along said North line North 80 degrees 12 minutes 40 seconds West, 124.61 feet to the Point of Beginning.

18-28-0069-0016

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