



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 000737

2005 AUG 17 AM 9:49

MICHAEL A. BROWN

A. NAME AND PHONE OF CONTACT AT FILER (optional)
ROBERT N. SODIKOFF 312/755-3155

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**ROBERT N. SODIKOFF
 ARONBERG GOLDGEHN DAVIS & GARMISA
 ONE IBM PLAZA - SUITE 3000
 CHICAGO, ILLINOIS 60611**

See oversize attachments

cm620047427

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
RIDGE-FILLMORE LLC

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
19 SOUTH LASALLE STREET, SUITE 501 CHICAGO IL 60603 USA

ADDL INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
 [REDACTED] LLC INDIANA 2005020900075 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

ADDL INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any
 [REDACTED] [REDACTED] [REDACTED] 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
MIDWEST BANK AND TRUST COMPANY

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
1601 NORTH MILWAUKEE AVENUE CHICAGO IL 60647 USA

4. This FINANCING STATEMENT covers the following collateral:

SEE EXHIBIT B ATTACHED HERETO AND INCORPORATED BY REFERENCE WHICH RELATES TO THE REAL ESTATE LEGALLY DESCRIBED ON EXHIBIT A.

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

Chicago Title Insurance Company

EXHIBIT A

LEGAL DESCRIPTION

LOTS 1 AND 2 IN SHELDON'S HIGHLAND SUBDIVISION, AS PER PLAT THEREOF,
RECORDED IN PLAT BOOK 42 PAGE 12, IN THE OFFICE OF THE RECORDER OF
LAKE COUNTY, INDIANA.

COMMONLY KNOWN AS: 3915 EAST RIDGE ROAD, HIGHLAND, INDIANA

KEY NO.: 27-392-1 & 27-392-2

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MADE BY A. P. OWEN
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RIDGE-FILLMORE LLC

SECURED PARTY: MIDWEST BANK AND TRUST COMPANY

EXHIBIT B

ALL PERSONAL PROPERTY NOW OR HEREAFTER OWNED BY DEBTOR, INCLUDING BUT NOT LIMITED TO, THE FOLLOWING:

(A) ALL FURNITURE, FURNISHINGS, FIXTURES, GOODS, EQUIPMENT, INVENTORY OR PERSONAL PROPERTY OWNED BY SUCH BORROWER AND NOW OR HEREAFTER LOCATED ON, ATTACHED TO OR USED IN AND ABOUT THE IMPROVEMENTS (AS DEFINED BELOW), INCLUDING, BUT NOT LIMITED TO, ALL MACHINES, ENGINES, BOILERS, DYNAMOS, ELEVATORS, STOKERS, TANKS, CABINETS, AWNINGS, SCREENS, SHADES, BLINDS, CARPETS, DRAPERIES, LAWN MOWERS, AND ALL APPLIANCES, PLUMBING, HEATING, AIR CONDITIONING, LIGHTING, VENTILATING, REFRIGERATING, DISPOSALS AND INCINERATING EQUIPMENT, AND ALL FIXTURES AND APPURTENANCES THERETO, AND SUCH OTHER GOODS AND CHATTELS AND PERSONAL PROPERTY OWNED BY SUCH BORROWER AS ARE NOW OR HEREAFTER USED OR FURNISHED IN OPERATING THE IMPROVEMENTS, OR THE ACTIVITIES CONDUCTED THEREIN, AND ALL BUILDING MATERIALS AND EQUIPMENT HEREAFTER SITUATED ON OR ABOUT THE REAL PROPERTY DESCRIBED IN EXHIBIT "A" (THE "REAL ESTATE") OR ANY STRUCTURES OR IMPROVEMENTS LOCATED THEREON (THE "IMPROVEMENTS"), AND ALL WARRANTIES AND GUARANTIES RELATING THERETO, AND ALL ADDITIONS THERETO AND SUBSTITUTIONS AND REPLACEMENTS THEREFOR (EXCLUSIVE OF ANY OF THE FOREGOING OWNED OR LEASED BY TENANTS OF SPACE IN THE IMPROVEMENTS);

(B) ALL EASEMENTS, RIGHTS-OF-WAY, STRIPS AND GORES OF LAND, VAULTS, STREETS, WAYS, ALLEYS, PASSAGES, SEWER RIGHTS, AND OTHER EMBLEMENTS NOW OR HEREAFTER LOCATED ON THE REAL ESTATE OR UNDER OR ABOVE THE SAME OR ANY PART OR PARCEL THEREOF, AND ALL ESTATES, RIGHTS, TITLES, INTERESTS, TENEMENTS, HEREDITAMENTS AND APPURTENANCES, REVERSIONS AND REMAINDERS WHATSOEVER, IN ANY WAY BELONGING, RELATING OR APPERTAINING TO THE PROPERTY OR ANY PART THEREOF, OR WHICH HEREAFTER SHALL IN ANY WAY BELONG, RELATE OR BE APPURTENANT THERETO, WHETHER NOW OWNED OR HEREAFTER ACQUIRED BY SUCH BORROWER;

(C) ALL WATER, DITCHES, WELLS, RESERVOIRS AND DRAINS AND ALL WATER, DITCH, WELL, RESERVOIR AND DRAINAGE RIGHTS WHICH ARE APPURTENANT TO, LOCATED ON, UNDER OR ABOVE OR USED IN

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CONNECTION WITH THE REAL ESTATE OR THE IMPROVEMENTS, OR ANY PART THEREOF, WHETHER NOW EXISTING OR HEREAFTER CREATED OR ACQUIRED;

(D) ALL MINERALS, CROPS, TIMBER, TREES, SHRUBS, FLOWERS AND LANDSCAPING FEATURES NOW OR HEREAFTER LOCATED ON, UNDER OR ABOVE THE REAL ESTATE;

(E) ALL CASH FUNDS, DEPOSIT ACCOUNTS AND OTHER RIGHTS AND EVIDENCE OF RIGHTS TO CASH, NOW OR HEREAFTER CREATED OR HELD BY THE LENDER PURSUANT TO THE MORTGAGE, SECURITY AGREEMENT AND FIXTURE FINANCING STATEMENT OF EVEN DATE HEREWITH FROM THE BORROWER IN FAVOR OF THE LENDER (THE "MORTGAGE") OR ANY OTHER OF THE LOAN DOCUMENTS EXECUTED IN CONNECTION THEREWITH INCLUDING, WITHOUT LIMITATION, ALL FUNDS NOW OR HEREAFTER ON DEPOSIT IN THE IMPOUND ACCOUNT (AS DEFINED IN THE MORTGAGE);

(F) ALL LEASES, LICENSES, CONCESSIONS AND OCCUPANCY AGREEMENTS OF THE REAL ESTATE OR THE IMPROVEMENTS NOW OR HEREAFTER ENTERED INTO AND ALL RENTS, ROYALTIES, ISSUES, PROFITS, REVENUE, INCOME AND OTHER BENEFITS (COLLECTIVELY, THE "RENTS AND PROFITS") OF THE REAL ESTATE OR THE IMPROVEMENTS, NOW OR HEREAFTER ARISING FROM THE USE OR ENJOYMENT OF ALL OR ANY PORTION THEREOF OR FROM ANY LEASE, LICENSE, CONCESSION, OCCUPANCY AGREEMENT OR OTHER AGREEMENT PERTAINING THERETO OR ARISING FROM ANY OF THE CONTRACTS (AS DEFINED IN THE MORTGAGE) OR ANY OF THE GENERAL INTANGIBLES (AS DEFINED IN THE MORTGAGE) AND ALL CASH OR SECURITIES DEPOSITED TO SECURE PERFORMANCE BY THE TENANTS, LESSEES OR LICENSEES, AS APPLICABLE, OF THEIR OBLIGATIONS UNDER ANY SUCH LEASES, LICENSES, CONCESSIONS OR OCCUPANCY AGREEMENTS, WHETHER SAID CASH OR SECURITIES ARE TO BE HELD UNTIL THE EXPIRATION OF THE TERMS OF SAID LEASES, LICENSES, CONCESSIONS OR OCCUPANCY AGREEMENTS OR APPLIED TO ONE OR MORE OF THE INSTALLMENTS OF RENT COMING DUE PRIOR TO THE EXPIRATION OF SAID TERMS, SUBJECT TO, HOWEVER, THE PROVISIONS CONTAINED IN SECTION 1.11 OF THE MORTGAGE;

(G) ALL CONTRACTS AND AGREEMENTS NOW OR HEREAFTER ENTERED INTO COVERING ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS (COLLECTIVELY, THE "CONTRACTS") AND ALL REVENUE, INCOME AND OTHER BENEFITS THEREOF, INCLUDING, WITHOUT LIMITATION, MANAGEMENT AGREEMENTS, SERVICE CONTRACTS, MAINTENANCE CONTRACTS, EQUIPMENT LEASES, PERSONAL PROPERTY LEASES AND ANY CONTRACTS OR DOCUMENTS RELATING TO

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CONSTRUCTION ON ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS (INCLUDING PLANS, DRAWINGS, SURVEYS, TESTS, REPORTS, BONDS AND GOVERNMENTAL APPROVALS) OR TO THE MANAGEMENT OR OPERATION OF ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS;

(H) ALL PRESENT AND FUTURE MONETARY DEPOSITS GIVEN TO ANY PUBLIC OR PRIVATE UTILITY WITH RESPECT TO UTILITY SERVICES FURNISHED TO ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS;

(I) ALL PRESENT AND FUTURE FUNDS, ACCOUNTS, INSTRUMENTS, ACCOUNTS RECEIVABLE, DOCUMENTS, CAUSES OF ACTION, CLAIMS, GENERAL INTANGIBLES (INCLUDING WITHOUT LIMITATION, TRADEMARKS, TRADE NAMES, SERVICEMARKS AND SYMBOLS NOW OR HEREAFTER USED IN CONNECTION WITH ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS, ALL NAMES BY WHICH THE REAL ESTATE OR THE IMPROVEMENTS MAY BE OPERATED OR KNOWN, ALL RIGHTS TO CARRY ON BUSINESS UNDER SUCH NAMES, AND ALL RIGHTS, INTEREST AND PRIVILEGES WHICH THE BORROWER HAS OR MAY HAVE AS DEVELOPER OR DECLARANT UNDER ANY COVENANTS, RESTRICTIONS OR DECLARATIONS NOW OR HEREAFTER RELATING TO THE REAL ESTATE OR THE IMPROVEMENTS) AND ALL NOTES OR CHATTEL PAPER NOW OR HEREAFTER ARISING FROM OR BY VIRTUE OF ANY TRANSACTIONS RELATED TO THE REAL ESTATE OR THE IMPROVEMENTS;

(J) ALL WATER TAPS, SEWER TAPS, CERTIFICATES OF OCCUPANCY, PERMITS, LICENSES, FRANCHISES, CERTIFICATES, CONSENTS, APPROVALS AND OTHER RIGHTS AND PRIVILEGES NOW OR HEREAFTER OBTAINED IN CONNECTION WITH THE REAL ESTATE OR THE IMPROVEMENTS AND ALL PRESENT AND FUTURE WARRANTIES AND GUARANTIES RELATING TO THE IMPROVEMENTS OR TO ANY EQUIPMENT, FIXTURES, FURNITURE, FURNISHINGS, PERSONAL PROPERTY OR COMPONENTS OF ANY OF THE FOREGOING NOW OR HEREAFTER LOCATED OR INSTALLED ON THE REAL ESTATE OR THE IMPROVEMENTS;

(K) ALL BUILDING MATERIALS, SUPPLIES AND EQUIPMENT NOW OR HEREAFTER PLACED ON THE REAL ESTATE OR IN THE IMPROVEMENTS AND ALL ARCHITECTURAL RENDERINGS, MODELS, DRAWINGS, PLANS, SPECIFICATIONS, STUDIES AND DATA NOW OR HEREAFTER RELATING TO THE REAL ESTATE OR THE IMPROVEMENTS;

(L) ALL RIGHT, TITLE AND INTEREST OF THE BORROWER IN ANY INSURANCE POLICIES OR BINDERS NOW OR HEREAFTER RELATING TO THE REAL PROPERTY OR THE IMPROVEMENTS INCLUDING ANY UNEARNED PREMIUMS THEREON;

(M) ALL PROCEEDS, PRODUCTS, SUBSTITUTIONS AND
ACCESSIONS (INCLUDING CLAIMS AND DEMANDS THEREFOR) OF THE
CONVERSION, VOLUNTARY OR INVOLUNTARY, OF ANY OF THE
FOREGOING INTO CASH OR LIQUIDATED CLAIMS, INCLUDING, WITHOUT
LIMITATION, PROCEEDS OF INSURANCE AND CONDEMNATION AWARDS;
AND

(N) ALL OTHER OR GREATER RIGHTS AND INTERESTS OF EVERY
NATURE IN THE REAL ESTATE OR THE IMPROVEMENTS AND IN THE
POSSESSION OR USE THEREOF AND INCOME THEREFROM, WHETHER NOW
OWNED OR HEREAFTER ACQUIRED BY THE BORROWER.

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MICHAEL A. BROWN
PLAT # 117