

6



# 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 001026

2005 NOV 21 PM 1:15

MICHAEL A. BROWN  
RECORDER

A. NAME AND PHONE OF CONTACT AT FILER (optional)  
Teri L. Young, Paralegal (317) 261-7897

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Dennis A. Johnson, Esquire  
BARNES & THORNBURG, LLP  
11 South Meridian Street  
Indianapolis, Indiana 46204

*See Oversize*

*Cmb20051170*

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  
KRG/I-65 Partners Beacon Hill, LLC

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

30 South Meridian Street Indianapolis IN 46204 US

ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any

ltd. liab. co. Indiana 2005061700298  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

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  
Fifth Third Bank, a Michigan banking corporation, as Agent

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

251 N. Illinois Street, Suite 1000 Indianapolis IN 46204 US

4. This FINANCING STATEMENT covers the following collateral:

See EXHIBIT A and EXHIBIT B attached hereto and made a part hereof.

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  
Recorder of Lake County, Indiana

Chicago Title Insurance Company

**UCC FINANCING STATEMENT ADDENDUM**

State Form 50181 (5-01)  
 Approved by State Board of Accounts, 2001

**FOLLOW INSTRUCTIONS (FRONT AND BACK) CAREFULLY.**

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

9a. ORGANIZATION'S NAME KRG/I-65 Partners Beacon Hill, LLC			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME SUFFIX
			2005 001026

10. MISCELLANEOUS

STATE OF INDIANA  
 LAKE COUNTY  
 FILED FOR RECORD  
 2005 NOV 21 PM 1:15  
 MICHAEL A. BROWN  
 RECORDER

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor (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
	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 secured party 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  as-extracted collateral, or as a  fixture filing.

14. Description of real estate:  
 See Exhibit A attached hereto and made a part hereof.

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

EXHIBIT "A"

STATE OF INDIANA  
LAKE COUNTY  
FILED FOR RECORD

PARCEL 1:

2005 001026

2005 NOV 21 PM 1:16

A PART OF THE SOUTHWEST QUARTER OF SECTION 3, TOWNSHIP 34 NORTH, RANGE 8 WEST OF THE SECOND PRINCIPAL MERIDIAN DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 3 MARKED BY A BRASS PLUG IN CONCRETE; THENCE NORTH 89 DEGREES 26 MINUTES 42 SECONDS EAST, 65.00 FEET ALONG THE SOUTH LINE OF SAID QUARTER SECTION; THENCE NORTH 00 DEGREES 33 MINUTES 18 SECONDS WEST, 20.00 FEET TO THE EAST LINE OF BROADWAY; THENCE NORTH 31 DEGREES 31 MINUTES 01 SECONDS WEST, 14.54 FEET ALONG SAID EAST LINE OF BROADWAY TO THE POINT OF BEGINNING; THENCE THE FOLLOWING SIX COURSES ALONG SAID EAST LINE OF BROADWAY;

MICHAEL A. BROWN  
RECORDER

- 1.) NORTH 31 DEGREES 31 MINUTES 01 SECONDS WEST, 14.01 FEET;
- 2.) NORTH 00 DEGREES 09 MINUTES 27 SECONDS WEST, 310.74 FEET;
- 3.) NORTH 00 DEGREES 47 MINUTES 14 SECONDS WEST, 1723.22 FEET;
- 4.) NORTH 00 DEGREES 50 MINUTES 22 SECONDS WEST, 449.01 FEET;
- 5.) NORTH 21 DEGREES 03 MINUTES 52 SECONDS EAST, 53.36 FEET;
- 6.) NORTH 00 DEGREES 44 MINUTES 10 SECONDS WEST, 81.71 FEET TO THE NORTH LINE OF SAID SOUTHWEST QUARTER; THENCE NORTH 89 DEGREES 37 MINUTES 25 SECONDS EAST, 1262.15 FEET ALONG SAID NORTH LINE TO THE EAST LINE OF THE NORTHWEST QUARTER OF SAID SOUTHWEST QUARTER; THENCE SOUTH 00 DEGREES 35 MINUTES 08 SECONDS EAST, 1989.52 FEET ALONG LAST SAID EAST LINE AND THE EAST LINE OF THE SOUTHWEST QUARTER OF SAID SOUTHWEST QUARTER TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 400.00 FEET AND A CHORD THAT BEARS SOUTH 22 DEGREES 35 MINUTES 57 SECONDS EAST, 299.86 FEET; THENCE SOUTHERLY 307.37 FEET ALONG SAID CURVE TO THE BEGINNING OF A TANGENT REVERSE CURVE CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 400.00 FEET AND A CHORD THAT BEARS SOUTH 21 DEGREES 02 MINUTES 22 SECONDS EAST, 287.21 FEET; THENCE SOUTHERLY 293.77 FEET ALONG SAID CURVE; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST, 74.84 FEET TO THE NORTH RIGHT OF WAY LINE OF 109TH AVENUE; THENCE THE FOLLOWING FIVE COURSES ALONG SAID NORTH RIGHT OF WAY LINE;

- 1.) SOUTH 89 DEGREES 51 MINUTES 11 SECONDS WEST, 407.93 FEET;
- 2.) NORTH 00 DEGREES 08 MINUTES 48 SECONDS WEST, 15.00 FEET;
- 3.) SOUTH 89 DEGREES 51 MINUTES 11 SECONDS WEST, 75.00 FEET;
- 4.) SOUTH 00 DEGREES 08 MINUTES 48 SECONDS EAST, 15.00 FEET;
- 5.) SOUTH 89 DEGREES 51 MINUTES 11 SECONDS WEST, 405.00 FEET;
- 6.) SOUTH 00 DEGREES 08 MINUTES 48 SECONDS EAST, 20.00 FEET;
- 7.) SOUTH 89 DEGREES 42 MINUTES 17 SECONDS WEST, 592.62 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PART PLATTED AS BEACON HILL - PHASE ONE, AN ADDITION TO THE CITY OF CROWN POINT, INDIANA, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 97, PAGE 46, IN THE OFFICE OF THE RECORDER OF LAKE COUNTY, INDIANA.

PARCEL 2:

LOTS 1 TO 4, BOTH INCLUSIVE, LOTS 7 TO 10, BOTH INCLUSIVE, AND LOTS 12 TO 14, BOTH INCLUSIVE, BEACON HILL - PHASE ONE, AN ADDITION TO THE CITY OF CROWN POINT, INDIANA, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 97, PAGE 46, IN THE OFFICE OF THE RECORDER OF LAKE COUNTY, INDIANA.

PARCEL 3:

THOSE NON-EXCLUSIVE EASEMENTS AS SET FORTH ON THE RECORDED PLAT OF SUBDIVISION FOR BEACON HILL - PHASE ONE, AN ADDITION TO THE CITY OF CROWN POINT, INDIANA, AS PER PLAT THEREOF, RECORDED IN PLAT BOOK 97, PAGE 46, AND IN BEACON HILL RETAIL CENTER (PHASE ONE) DECLARATION OF RECIPROCAL EASEMENTS AND OPERATING COVENANTS DATED JUNE 3, 2005, AND RECORDED JUNE 23, 2005, AS DOCUMENT NO. 2005 051737, AND AMENDED BY AMENDED AND RESTATED BEACON HILL CENTER (PHASE ONE) DECLARATION OF RECIPROCAL EASEMENTS AND OPERATING COVENANTS DATED SEPTEMBER 22, 2005, AND RECORDED SEPTEMBER 26, 2005, AS DOCUMENT NO. 2005 084398

2005 001026

STATE OF INDIANA  
LAKE COUNTY  
FILED FOR RECORD  
2005 NOV 21 PM 1:15  
MICHAEL A. BROWN  
RECORDER

All estate, right, title and interest, claim or demand of Debtor, now owned or hereafter acquired, in and to the following:

STATE OF INDIANA  
LAKE COUNTY  
FILED FOR RECORD

2005-001026 (a) Any and all buildings and improvements now or hereafter erected on the real estate described in Exhibit A attached to the financing Statement to which this Exhibit B is attached (the "Property"), including, but not limited to, building materials and supplies stored on the Property, fixtures, attachments, appliances, equipment, machinery and other articles attached to said buildings and improvements (but excluding any trade fixtures, attachments, appliances, equipment, machinery and other articles of personal property owned by any tenant leasing the Property) (the "Improvements");

(b) All rents, issues, profits, royalties, income and other benefits derived from the Property and/or the Improvements (collectively the "rents"), subject to the right, power, and authority hereinafter given to Debtor to collect and apply such rents;

(c) All leases or subleases covering the Property and/or the Improvements or any portion thereof now or hereafter existing or entered into, and all right, title and interest of Debtor thereunder, including, without limitation, all cash or security deposits, advance rentals, and deposits or payments of similar nature;

(d) All options to purchase or lease the Property or any portion thereof or interest therein, and any greater estate in the Property owned or hereafter acquired;

(e) All interests, estate or other claims, both in law and in equity, which Debtor now has or may hereafter acquire in the Property;

(f) All easements, rights-of-way and rights used in connection with the Property and/or Improvements or as a means of access thereto, and all tenements, hereditaments and appurtenances thereof and thereto, and all water rights and shares of stock evidencing the same;

(g) Any land lying within the right-of-way of any street, open or proposed, adjoining the Property, and any and all sidewalks, alleys and strips and gores or land adjacent to or used in connection with the Property;

(h) All cash or security deposits, advance rentals, and deposits or payments of similar nature regarding any leasehold estate, right, title and interest of Debtor in and to all leases or subleases covering the Property and/or the Improvements or any portion thereof now or hereafter existing or entered into;

(i) All tangible personal property now or hereafter owned by Debtor and now or at any time hereafter located on or at the Property or used in connection therewith or with the Improvements (the "Personal Property"), including, but not limited to: all goods, machinery, tools, insurance proceeds, trucks, fork-lifts, equipment (including fire sprinklers and alarm systems, office air conditioning, heating, refrigerating, electronic monitoring, entertainment,

**EXHIBIT B**

Page 1 of 2

STATE OF INDIANA  
LAKE COUNTY  
FILED FOR RECORD

2005 NOV 21 PM 1:16

MICHAEL A. BROWN  
RECORDER

2005 001026

(n) All proceeds of, additions and accretions to, substitutions and replacements for, and changes in any of the property described above.

(m) All purchase agreements for the Property or any part thereof and all earnest money deposits and additional payments or deposits made pursuant to such purchase agreements; and

(l) That certain Site Development Agreement entered into among Van Til's Real Estate, LLC, Rossman and Associates, Inc. and I-65 Partners, LLC;

(k) All the proceeds of insurance in effect with respect to the Property, the Improvements or the Personal Property and any and all awards made for the taking by eminent domain, or by any proceedings or purchase in lieu thereof, of the whole or any part of the Property, including, without limitation, any awards resulting from a change of grade of streets and awards for severance damages;

(j) Any plans and specifications, engineer's agreements, architect's agreements, construction contracts, construction management agreements, material purchase agreements, builder's and manufacturer's warranties with respect to the Property, the Improvements or the Personal Property;

recreational, window or structural cleaning rigs, maintenance, exclusion of vermin or insects, removal of dust, refuse or garbage and all other equipment of every kind, lobby and all other indoor and outdoor furniture (including tables, chairs, planters, desks, sofas, shelves, lockers and cabinets), storage racks, hydraulic lifts, wall beds, wall safes, furnishings, appliances (including ice boxes, refrigerators, fans, heaters, stoves, water heaters and incinerators), inventory, rugs, carpets and other floor coverings, draperies and drapery rods and brackets, awnings, window shades, Venetian blinds, curtains, lamps, chandeliers and other lighting fixtures and office maintenance and other supplies;