

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2007 APR -5 PM 4:26

MICHAEL A. BROWN
RECORDER

2007 000258

A. NAME & PHONE OF CONTACT AT FILER [optional]
 Sue A. Phillips
 (314) 785-6200

B. SEND ACKNOWLEDGMENT TO: (Name and Address)
 Anne M. Hoffman
 Dinsmore & Shohl
 1900 Chemed Center
 255 East Fifth Street
 Cincinnati, Ohio 45202
all over size

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME Gas-Mart USA, Inc.					
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS c/o David George, 10777 Barkley		CITY Overland Park	STATE Kansas	POSTAL CODE 66211	COUNTRY USA
1d. TAX ID#: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION corporation	1f. JURISDICTION OF ORGANIZATION Missouri	1g. ORGANIZATIONAL ID#, if any (optional) <input type="checkbox"/> None 0409130	

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (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
2d. TAX ID#: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID#, if any (optional) <input type="checkbox"/> None	

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE or ASSIGNOR S/P)-insert only one second party name (3a or 3b)

3a. ORGANIZATION'S NAME Sun Life Assurance Company of Canada					
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS One Sun Life Executive Park		CITY Wellesley Hills	STATE Massachusetts	POSTAL CODE 02481	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

- Exhibit A: Description of Real Property
- Exhibit B: Description of Collateral

Maturity Date: April 1, 2022

5. ALTERNATIVE DESIGNATION <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING		
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	7. Check to REQUEST SEARCH REPORTS(s) on Debtor(s) (Additional Fee) (Optional)	<input type="checkbox"/> ALL DEBTORS <input type="checkbox"/> DEBTOR 1 <input type="checkbox"/> DEBTOR 2

8. OPTIONAL FILER REFERENCE DATA

Lake County, Indiana (Loan No. 716338)

FILING OFFICE COPY - NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/98)

201 - UCC1

47 dk # 6191

EXHIBIT B

DESCRIPTION OF COLLATERAL

all of Debtor's interest in personal property of any kind or nature whatsoever, whether tangible or intangible, which is used or will be used in the construction of, or is or will be affixed to, or is derived from or used in connection with, the maintenance, use, occupancy, or enjoyment of the Realty, including, without limitation, all plans and specifications, contracts and subcontracts for the construction, reconstruction or repair of the Improvements, bonds, permits, licenses, warranties, security deposits, utility deposits, refunds of fees, Insurance Premiums, deposits paid to any governmental authority, letters of credit, insurance policies, Insurance Proceeds, Taking Proceeds, and escrowed funds together with all present and future attachments, accretions, accessions, replacements, and additions thereto and products and proceeds thereof. Notwithstanding anything contained herein to the contrary, personal property shall not include any interest in Debtor's inventory.

All awards, compensation and settlements in lieu thereof made as a result of the taking by power of eminent domain of the whole or any part of the property described in Exhibit A, including any awards for damages sustained to the property described in Exhibit A, for a temporary taking, change of grade of streets or taking of access and any payment of insurance proceeds.

All of which collateral shall be located on or used or obtained in connection with the real estate described on the attached Exhibit A.

The real estate described in this Financing Statement is subject to a Mortgage and Security Agreement (to which this Financing Statement relates) recorded in the Office of the Recorder of Lake County, Indiana. Final Maturity on said Mortgage is April 1, 2022. This Financing Statement also relates to an obligation secured by a security interest in collateral and is evidenced by the Mortgage referred to above. This Financing Statement is to be indexed in the real estate records of the Recorder of Lake County, Indiana.

MICHAEL A. BROWN
RECORDER

2007 APR -5 PM 4: 26

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2007 000258

Exhibit "A "

That part of Lot 5, Arie 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 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, Arie 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 Lyman Street; thence along said West line South 00 degrees 00 minutes 15 seconds West, 106.74 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.

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD
2007 APR -5 PM 4:26
MICHAEL A. BROWN
RECORDER

2007 000258