

5

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

2007 000344

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2007 MAY 14 AM 11:26

MICHAEL A. BROWN
RECORDER

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

MARIA L. KING
FOX, HEFTER, SWIBEL, LEVIN & CARROLL
321 N. CLARK ST., SUITE 3300
CHICAGO, IL 60610

see 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
BLUE LIGHT HOLDINGS, L.L.C.

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

1c. MAILING ADDRESS 707 SKOKIE BLVD., SUITE 210	CITY NORTHBROOK	STATE IL	POSTAL CODE 60062	COUNTRY USA
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1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LLC	1f. JURISDICTION OF ORGANIZATION ILLINOIS	1g. ORGANIZATIONAL ID #, if any 02173522	<input type="checkbox"/> NONE
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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. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE
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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
WELLS FARGO BANK, NATIONAL ASSOCIATION

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

3c. MAILING ADDRESS 123 S. WACKER DRIVE, SUITE 1900	CITY CHICAGO	STATE IL	POSTAL CODE 60606	COUNTRY USA
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4. This FINANCING STATEMENT covers the following collateral

SEE ATTACHED EXHIBIT A FOR COLLATERAL DESCRIPTION

SEE ATTACHED EXHIBIT B FOR LEGAL DESCRIPTION

5. ALTERNATIVE DESIGNATION (if applicable) LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILORE SELLER/BUYER AG LIEN NON-UCC FILING

6. 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 REPORT(S) on Debtor(s) All Debtors Debtor 1 Debtor 2 (optional)

8. OPTIONAL FILER REFERENCE DATA
LAKE COUNTY, IN

FILING OFFICE COPY - UCC FINANCING STATEMENT (FORM UCC1)(REV. 05/22/02)

1949LK06
HOLD FOR MERIDIAN TITLE CORP.

UCC FINANCING STATEMENT ADDENDUM

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

9a. ORGANIZATION'S NAME
BLUE LIGHT HOLDINGS, L.L.C.

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 name (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

11d. TAX ID #, SSN OR EIN ADD'L 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 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 or as extracted collateral, or is filed as a fixture filing

14. Description of real estate

SEE ATTACHED EXHIBIT B FOR LEGAL DESCRIPTION

Common Address: 7917-25 Indianapolis Boulevard, Hammond, Indiana

Parcel No: 26-37-0051-0012-26-Hammond

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest)

(Debtor is record owner)

16. Additional collateral description:

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 TO UCC FINANCING STATEMENT
Filed in Lake County, Indiana
(Collateral Description)

DEBTOR: BLUE LIGHT HOLDINGS, L.L.C.

SECURED PARTY: WELLS FARGO BANK, NATIONAL ASSOCIATION

Note: All capitalized terms used herein have those meanings ascribed to them in that certain Mortgage with Absolute Assignment of Leases and Rents, Security Agreement and Fixture Filing between the Debtor, as Mortgagor, and Secured Party, as Mortgagee, dated as of April 30, 2007 and recorded in Lake County, Indiana.

Collateral Description:

A security interest, to secure payment and performance of all of the Secured Obligations, in all of the following described personal property in which Mortgagor now or at any time hereafter has any interest (collectively, the "Collateral"):

All goods, building and other materials, supplies, work in process, equipment, machinery, fixtures, furniture, furnishings, signs and other personal property and embedded software therein, wherever situated, which are or are to be incorporated into, used in connection with, or appropriated for use on the Property; together with all rents (to the extent, if any, they are not real property); all inventory, accounts, cash receipts, deposit accounts, accounts receivable, contract rights, licenses, agreements, general intangibles, chattel paper (whether electronic or tangible), instruments, documents, promissory notes, drafts, letters of credit, letter of credit rights, supporting obligations, insurance policies, insurance and condemnation awards and proceeds, any other rights to the payment of money, trade names, trademarks and service marks arising from or related to the ownership, management, leasing or operation of the Property or any business now or hereafter conducted thereon by Mortgagor; all permits, consents, approvals, licenses, authorizations and other rights granted by, given by or obtained from, any governmental entity with respect to the Property; all deposits or other security now or hereafter made with or given to utility companies by Mortgagor with respect to the Property; all advance payments of insurance premiums made by Mortgagor with respect to the Property; all plans, drawings and specifications relating to the Property; all loan funds held by Mortgagee and/or any of its affiliate banks, whether or not disbursed; all funds deposited with Mortgagee and/or any of its affiliate banks pursuant to any loan agreement; all reserves, deferred payments, deposits, accounts, refunds, cost savings and payments of any kind related to the Property or any portion thereof; together with all replacements and proceeds of, and additions and accessions to, any of the foregoing; together with all books, records and files relating to any of the foregoing.

As to all of the above described personal property which is or which hereafter becomes a "fixture" under applicable law, the Mortgage is intended to constitute a fixture filing within the Uniform Commercial Code, as amended or recodified from time to time, for the state wherein the Property is located ("UCC").

2007 000354

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD
MAY 1 2007
MORTGAGE
RECORDS
TOWN

EXHIBIT B TO UCC FINANCING STATEMENT
Filed in Lake County, Indiana
(Legal Description)

2007 000344

DEBTOR: BLUE LIGHT HOLDINGS, L.L.C.

SECURED PARTY: WELLS FARGO BANK, NATIONAL ASSOCIATION

PARCEL 1 (Fee Simple)

That Part of the Southeast ¼ of Section 17, Township 36 North Range 9 West of the 2nd Principal Meridian, in Hammond, described as follows:

Commencing on the East line of Indianapolis Boulevard 313.10 feet Northwesterly of the thread of the stream of the Little Calumet River located and described in Document 481268 recorded May 13, 1963 as measured along said East line, said East line having a bearing of North 35 degrees 12 minutes 30 seconds West;

Thence continuing North 35 degrees 12 minutes 30 seconds West along said East line 240 feet;

Thence North 37 degrees 21 minutes West 360 feet;

Thence North 52 degrees 39 minutes East 800 feet;

Thence South 36 degrees 28 minutes 59 seconds East 630 feet;

Thence South 54 degrees 48 minutes 21 seconds West 800 feet to the place of beginning;

EXCEPT therefrom that part conveyed to the State of Indiana in a deed recorded November 6, 1995 as Document No. 95067542.

Together with a non-exclusive easement for ingress and egress over and across that part of the Southeast 1/4 of Section 17, Township 36 North, Range 9 West of the 2nd Principal Meridian, in Hammond, described as follows:

Commencing on the East line of Indianapolis Blvd. 913.10 feet Northwesterly of the thread of the stream of the Little Calumet River located and described in Document No. 481268 recorded May 13, 1963 as measured along said East lines said East lines having a bearing of North 35 degrees 12 minutes 30 seconds West and North 37 degrees 21 minutes West;

Thence North 37 degrees 21 minutes West along said East line 60 feet;

Thence North 52 degrees 39 minutes East 800 feet;

Thence South 36 degrees 28 minutes 59 seconds East 60 feet;

Thence South 52 degrees 39 minutes West 800 feet to the place of beginning.

STATE OF INDIANA
LAKE COUNTY
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2007 NOV 14 11:26
MARGARET A. FLOWN
RECORDER

Common Address: 7917-25 Indianapolis Boulevard, Hammond, Indiana

Parcel No.: 26-37-0051-0012-26-Hammond

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MICHAEL A. BROWN
RECORDER