

4

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2007 JUN 27 PM 2:08

MICHAEL A. BROWN
RECORDER

A. NAME & PHONE OF CONTACT AT FILER [optional]
Stephen A. Sherman (405) 235-0707

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**Stephen A. Sherman & Associates
 117 Park Avenue 4th Floor
 Oklahoma City, Oklahoma 73102**

see enclose attachments

2007 000471

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
Mobile Home Park Services, Inc.

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
5964 Veterans Parkway Columbus GA 31909 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
corporation GA GA-K905651 NONE

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
Value Family Homes - Sheffield Estates, L.L.C.

OR
 2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
8516 E. 101st St. South Tulsa OK 74043 USA

2d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any
limited liability cor IN 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
CMH Parks, Inc.

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
5000 Clayton Road Maryville TN 37804

4. This FINANCING STATEMENT covers the following collateral:

Collateral described on Exhibit "B" attached hereto and incorporated herein by reference describing the personal, inventory and fixture property secured hereby located at real property described on Exhibit "A"

5. ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR 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) [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

dk # 21372

UCC FINANCING STATEMENT ADDITIONAL PARTY
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19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME Mobile Home Park Services, Inc.			
OR	19b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

20. MISCELLANEOUS:

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21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME Value Family Properties - Sheffield Estates, L.L.C.					
OR	21b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
21c. MAILING ADDRESS 8516 E. 101st St. South		CITY Tulsa	STATE OK	POSTAL CODE 73144	COUNTRY USA
21d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	21e. TYPE OF ORGANIZATION limited liability	21f. JURISDICTION OF ORGANIZATION Indiana	21g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	

22. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (22a or 22b) - do not abbreviate or combine names

22a. ORGANIZATION'S NAME					
OR	22b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
22c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
22d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	22e. TYPE OF ORGANIZATION	22f. JURISDICTION OF ORGANIZATION	22g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	

23. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (23a or 23b) - do not abbreviate or combine names

23a. ORGANIZATION'S NAME					
OR	23b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
23c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
23d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	23e. TYPE OF ORGANIZATION	23f. JURISDICTION OF ORGANIZATION	23g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME					
OR	24b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
24c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME					
OR	25b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
25c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

EXHIBIT A

A perimeter boundary legal description of 29.369, acres, plus or minus, of an ALTA/ACSM Land Title Survey, in parts of Government Lots 2 and 3, in the Northeast and Northwest 1/4 of Section 24, Township 37 North, Range 10, West of the Second Principal Meridian, in the City of Hammond, Lake County, Indiana, more particularly described as follows:

Beginning at a point on the South line of Government Lot 3 which is also the South line of the Northwest 1/4 of said Section 24, 759.83 feet East of the Southwest corner of the Northwest 1/4 of said Section 24; thence North 00 degrees 02 minutes 00 seconds East 628.76 feet; thence on a long chord of South 87 degrees 05 minutes 23 seconds East, 193.39 feet; thence North 79 degrees 20 minutes 12 seconds West, 400.82 feet, plus or minus; thence on a long chord of North 83 degrees 36 minutes 51 seconds West, 492.54 feet, to the West line of said Government Lot 3 which is also the West line of said Section 24; thence North 00 degrees 02 minutes 00 seconds East, 90.04 feet; thence on a long chord of South 83 degrees 37 minutes 47 seconds East, 501.81 feet; thence South 79 degrees 20 minutes 12 seconds East, 1353.88 feet, to the East line of the Northwest 1/4 of said Section 24, which is also the West line of the Northeast 1/4 of said Section 24; thence North 00 degrees 10 minutes 12 seconds West, 50.91 feet; thence South 79 degrees 20 minutes 12 seconds East, 459.40 feet, to the centerline of Sheffield Avenue; thence continuing Northeasterly along said centerline of Sheffield Avenue, North 14 degrees 15 minutes 00 seconds East, 459.86 feet; thence on a long chord of South 86 degrees 49 minutes 01 seconds East, 282.73 feet; thence on a long chord of South 22 degrees 31 minutes 08 seconds East, 182.00 feet; thence on a long chord of South 33 degrees 56 minutes 43 seconds East, 247.69 feet; thence on a long chord of South 65 degrees 32 minutes 09 seconds East, 623.47 feet, to the South line of Government Lot 3 which is also the South line of the Northeast 1/4 of said Section 24; thence on a long chord of South 50 degrees 31 minutes 42 seconds East, 100.0 feet; thence South 40 degrees 40 minutes 43 seconds West, 100.00 feet; thence on a long chord of North 52 degrees 11 minutes 14 seconds West, 258.00 feet, plus or minus, to a point 20 feet North of the South line of the Northeast 1/4 of said Section 24 which is also the South line of Government Lot 2; thence continuing on a line 10 feet North of the South line of the Northeast 1/4 of said Section 24, 906.00 feet, plus or minus, to the East right-of-way line of 80 foot wide Sheffield Avenue; thence North 14 degrees 15 minutes 00 seconds East, along said East right-of-way of Sheffield Avenue, 370.0 feet, plus or minus; thence on a long chord of North 67 degrees 11 minutes 42 seconds West, 40.0 feet, plus or minus, to the centerline of Sheffield Avenue; thence South 14 degrees 15 minutes 00 seconds West, 353.15 feet, plus or minus, to a point 30 feet North of the South line of the Northeast 1/4 of said Section 24; thence South 90 degrees 00 minutes 00 seconds West, 1095.0 feet, plus or minus; thence South 00 degrees 02 minutes 00 seconds West, 30.0 feet to the South line of the Northwest 1/4 of said Section 24 which is also the South line of Government Lot 3; thence South 90 degrees 00 minutes 00 seconds West, 335.0 feet, plus or minus, to the point of beginning, excepting therefrom that part taken for Sheffield Avenue. Containing 29.369 acres, more or less.

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PERSONAL PROPERTY SECURITY INTEREST

EXHIBIT "B"

A. All of the following property, items, and interests, whether now owned or hereafter acquired by Debtor(s) (i) all present and future accounts, general intangibles, chattel paper, documents and instruments arising from or by virtue of transactions related to the real property described on Exhibit "A" attached hereto and incorporated herein by reference for all purposes (the "**Real Property**") or improvements thereon: (ii) all present and future goods, **Inventory** of mobile homes and manufactured homes, whether or not affixed to the real property described on Exhibit "A" hereto, equipment, **Fixtures**, general intangibles, and articles of personal property now or hereafter located on the Real Property, or attached to or used in and about or related to the planning, development, financing, or operation of any improvements thereon, including, but not limited to, the types of inventory, equipment, fixtures, and articles of personal property more particularly described as follows: machines, engines, boilers, dynamos, elevators, stokers, tanks, awnings, screens, cabinets, shades, blinds, carpets, draperies, furniture, lawn mowers, and plumbing, heating, air conditioning, lighting, ventilating, refrigeration, cooking, laundry, and incinerating equipment, and all fixtures and appurtenances thereto; (iii) all present and future increases, profits, improvements, and products of, accessions, attachments, and other additions to, tools, parts, and equipment used in connection with, and substitutes and replacements for, all or part of the above described property; and (iv) all present and future accounts, general intangibles, chattel paper, documents, instruments, cash and noncash proceeds, and other rights arising from or by virtue of, or from the voluntary or involuntary sale or other disposition of, or collections with respect to, or insurance proceeds payable with respect to, or proceeds payable by virtue of warranty claims against manufacturers of, or claims against any other persons or entities with respect to, all or any part of the Real Property.

B. All other interest of every kind and character which Debtor(s) now has/have or at any time hereafter acquires in and to the property described or referred to in and the preceding paragraphs and all property which is used or useful in connection with the Real Property.

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