

#30110

This FINANCING STATEMENT is presented to THE FILING OFFICER for filing pursuant to the Uniform Commercial Code:

1 Debtor(s) (Last Name First) and Address(es)
Advance Grocery Systems, Inc.
PO BOX 280
Plattsmouth, NE 68048

2 Secured Party(ies) and Address(es)
American National Bank of Sarpy County
1401 South Washington
Papillion, NE 68128

3 For Filing Officer (Date, Time, Number, and Filing Office) **1137**
Ucc Rec
BOOK 3 PAGE 696
94 OCT 24 PM 3:44

4 This financing statement covers the following types (or items) of property:

All Inventory, Chattel Paper, Accounts, Contract Rights, Equipment, General Intangibles and Fixtures; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (Including insurance, general intangibles and other accounts proceeds).

5 Name and Address of Assignee RECORDER
MADISON COUNTY, IOWA
REC \$ 27.00
AUD \$ _____
R.M.F. \$ 1.00

COMPUTER
RECORDED
COMPARED _____

RELEASED 01-26-99 SEE
UCC RECORD 4 PAGE 13

RELEASED 12-4-95 PT REL
SEE
MORTGAGE RECORD 3 PAGE 280

6 Description of Real Estate

This Financing Statement is to be recorded in the real estate records. Some or all of the collateral is located on the following described real estate: See Attached Exhibit

7 Check if applicable: Products of Collateral are covered Debtor is a transmitting utility as defined in UCC 9 105(1)

Signature of Secured Party
Jeffrey R. Schmid
Type or print all names (Iowa code 335.2)

Signature of Debtor
Joseph Mandolfo
Signature of Debtor
Joseph Mandolfo, President
Type or print all names (Iowa Code 335.2)

(Secured party or other appropriate signature may be substituted for debtor(s) signature only in cases covered by UCC 9-402(2), and 9-408, and must be identified as such when used.)

(5) ~~Debtor Copy~~
Alphabetical Copy

ORIGINATOR - Debtor Party keep this copy for your files.

EXHIBIT TO UCC-1 FINANCING STATEMENT

#301101

October 6, 1994

DEBTOR:

Advance Grocery Systems, Inc.

MAILING ADDRESS:

PO BOX 280, Plattsmouth, NE 68048

COLLATERAL DESCRIPTION:

All Inventory, Chattel Paper, Accounts, Contract Rights, Equipment, General Intangibles and Fixtures; whether any of the foregoing is owned now or acquired later; all accessions, additions, replacements, and substitutions relating to any of the foregoing; all records of any kind relating to any of the foregoing; all proceeds relating to any of the foregoing (including insurance, general intangibles and other accounts proceeds).

This Financing Statement is to be recorded in the real estate records. Some or all of the collateral is located on the following described real estate: See Attached Exhibit

This Exhibit is executed on the same date as the UCC-1 Financing Statement by American National Bank of Sarpy County and the undersigned.

Joseph Mandolfo, President

Joseph Mandolfo
Signature(s) of Debtor(s)

American National Bank of Sarpy County

By:

[Signature]
Signature(s) of Secured Party (ies)

301101

EXHIBIT "A"

PARCEL B-A PARCEL OF LAND IN THE NORTHWEST FRACTIONAL QUARTER OF THE NORTHWEST QUARTER OF SECTION 31, TOWNSHIP 76 NORTH, RANGE TWENTY-SEVEN WEST OF THE 5TH P.M., CITY OF WINTERSET, MADISON COUNTY, IOWA, DESCRIBED AS COMMENCING AT THE SOUTHWEST CORNER OF SAID NORTHWEST FRACTIONAL QUARTER OF THE NORTHWEST QUARTER, THENCE SOUTH 89°11'29" EAST 752.41 FEET ALONG THE SOUTH LINE OF SAID NORTHWEST FRACTIONAL QUARTER OF THE NORTHWEST QUARTER; THENCE NORTH 00°11'37" WEST 690.00 FEET TO THE POINT OF BEGINNING; THENCE NORTH 90°00'00" WEST 248.45 FEET TO THE EAST LINE OF THE GOLD BUFFET SUBDIVISION, WINTERSET, IOWA; THENCE NORTH 00°03'00" WEST 453.93 FEET; THENCE EASTERLY 266.71 FEET ALONG A 904.90 FEET RADIUS CURVE CONCAVE SOUTHERLY, HAVING A 265.74 FEET CHORD BEARING NORTH 68°20'30" EAST; THENCE SOUTH 00°11'37" EAST 552.01 FEET TO THE POINT OF BEGINNING, CONTAINING 2.9010 ACRES

PARCEL C-A PARCEL OF LAND IN THE NORTHWEST FRACTIONAL QUARTER OF THE NORTHWEST QUARTER OF SECTION THIRTY-ONE, TOWNSHIP SEVEN-SIX NORTH, RANGE TWENTY-SEVEN WEST OF THE 5TH P.M., CITY OF WINTERSET, MADISON COUNTY, IOWA, DESCRIBED AS COMMENCING AT THE SOUTHWEST CORNER OF SAID NORTHWEST FRACTIONAL QUARTER OF THE NORTHWEST QUARTER THENCE SOUTH 89°11'29" EAST 1387.11 FEET ALONG THE SOUTH LINE OF SAID NORTHWEST FRACTIONAL QUARTER OF THE NORTHWEST QUARTER TO THE SOUTHWEST CORNER OF THE EAST 5.52 ACRES OF SAID NORTHWEST FRACTIONAL QUARTER OF THE NORTHWEST QUARTER, THEN NORTH 00°42'29" WEST 357.00 FEET ALONG THE WEST LINE OF SAID EAST 5.52 ACRES TO POINT OF BEGINNING, THENCE CONTINUING NORTH 00°04'29" WEST 895.80 FEET TO THE SOUTH RIGHT-OF-WAY LINE OF IOWA HIGHWAY NO. 92, THENCE NORTH 89°05'32" WEST 582.59 FEET ALONG SAID SOUTH RIGHT-OF-WAY LINE, THENCE SOUTHWESTERLY 55.80 FEET ALONG A 904.90 FEET RADIUS CURVE CONCAVE SOUTHEASTERLY HAVING A 55.79 FEET CHORD BEARING SOUTH 78°33'06" WEST, THENCE SOUTH 00°11'37" EAST 992.01 FEET, THENCE SOUTH 89°11'54" EAST 185.60 FEET, THENCE NORTH 00°10'23" EAST 256.62 FEET, THENCE SOUTH 89°09'56" EAST 346.78 FEET, THENCE SOUTH 00°07'32" WEST 149.47 FEET, THENCE SOUTH 89°10'55" EAST 102.25 FEET TO POINT OF BEGINNING CONTAINING 12.3520 ACRES.