



Document 2005 2787

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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

MICHELLE "MICKI" UTSLER, COUNTY RECORDER
MADISON IOWA

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Chicago Title Insurance Company
Attn: Nicole Voyles
222 S. Ninth Street, Suite 3250
Minneapolis, MN 55402
File Number: 100515512

COMPUTER	<input checked="" type="checkbox"/>
RECORDED	<input checked="" type="checkbox"/>
COMPARED	<input checked="" type="checkbox"/>

✓ SATC

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
Rose Acre Farms, Inc.

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
6874 North Base Road Seymour IN 47274 US

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
Do Not Provide Corporation Indiana 194418-036 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

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
Do Not Provide 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
Metropolitan Life Insurance Company

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
8717 West 110th Street, Suite 700 Overland Park KS 66210 US

4. This FINANCING STATEMENT covers the following collateral:
See Exhibits A, A-1 and 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 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) [ADDITIONAL FEE] [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA
10626.0131.7 - Madison County, IA

EXHIBIT "A"

(UCC Financing Statements)

All of the following described property (such property is hereinafter sometimes referred to as the "Mortgaged Property"), to-wit:

(A) All those certain tracts, pieces or parcels of land and the easements, options and rights of first refusal, if any, more particularly described in "Exhibit "B" attached hereto and made a part hereof (hereinafter called the "Land");

(B) All buildings, structures and improvements of every nature whatsoever now or hereafter situated on the Land, and all things now or hereafter affixed to the Land, including, without limitation, all such apparatus, fixtures, equipment, systems and building materials of every kind and nature whatsoever, and articles of tangible and intangible property, now owned or hereafter acquired by Debtor,

(a) all livestock and poultry systems, equipment, apparatus and facilities, feed and water delivery systems, ventilation systems, cleaning, scraper and lagoon systems, corrals, pens, crates, fences, loading and unloading equipment and systems, laboratory equipment, water tanks, pasteurizers, sterilizers, baths, freezer chests, incubators, cabinets and benches, tracks, dock lights and pads, building divider curtains, pulleys, cables, slats, gates, manure removal systems, fans, standby electrical generating equipment, engines, feeders, feed bins, heat exchangers, curtains, plywood, thermostats, racks, water systems, gutters, wire flooring, medicators, washers, conveyors,

(b) all grain storage, milling and drying systems, equipment and facilities, fans, silos, bins, scales, bulk petroleum tanks, fuel tanks, water and fuel pumping and metering equipment, feed plants (including milling, storage and blending equipment), blowers, dryers, hoists, radiators, heaters, engines and machinery, boilers, transformers and related transmission and safety facilities, meters, elevators, conveyors and motors, extensions, roller mills, collectors, exhausters, liquid fat piping, screens, collectors, hammermills, bag collectors, pellet coolers, grinders, belt elevators, table conveyors, bucket elevators, receiving screws, bins, tanks, batch scales, temperature monitors, paddle mixers, scalpels, shakers and screens, samplers, railroad loadout equipment, railroad track scale, batching systems, grain probes, pellet die, aeration equipment, electronic scale equipment, scale hoppers, grain moisture testers, furnaces, shelves, micro analyzers, crude fiber extractors, and fat extractors,

(c) all gas and electric fixtures, well equipment, pumps, pipes, risers, electrical apparatus, lumber, couplings, valves, fire extinguishers, sprinklers, plumbing, compressors, air doors, blower/weed eaters, welders, signs, jacks, chargers, lights, tanks, pallets, water coolers, ladders, plumbing and heating fixtures and systems, signs, water heaters, air-conditioning, cooling, heating and ventilation apparatus and systems (including, without limitation, temperature monitors and photohelic controls), lockers, tools, condensers, conveyors, packers, scales, and motors, lathes, air compressors, computer card readers, sandblasting equipment, jackhammers,

(d) telephone, alarm systems and other communications equipment and apparatus, computers and all hardware and software therefor (excluding any software subject to a license agreement that by its terms is not assignable), all office equipment and furniture, lockers, desks, file cabinets, computers, printers, monitors, incinerators, label makers, radios, time clocks, postage machines and scales, check signers, video camera equipment, typewriters, photocopiers, fax machines, clocks, refrigerators, chairs, credenzas, calculators, lab equipment, microscopes, incubators, ovens, burners, hoods, trash dumpsters and receptacles, carpeting and other floor coverings, ranges, washers and dryers,

(e) all machinery and equipment for waste water treatment, including, without limitation, flush tanks, aeration basins, clarifiers, chlorine basins, air blowers and meters, all irrigation systems, pumps, pivots, pipes, connections, controls, electrical panels, tanks, engines and related apparatus,

(f) all shop machinery and equipment, including, without limitation, jacks, tire cages, lubsters, welders, drill presses, battery chargers, grinders, pressure washers, parts washers,

(g) all livestock and poultry equipment, including but not limited to, gates, feeders, feed delivery systems, milking systems, bulk tanks, monitors, alarms, waterers, crates, scales, medicators, loading chutes, curtains, cooling equipment, heating and ventilation equipment,

(h) all Waste Disposal Agreements as more particularly described in that certain Assignment of Waste Disposal Agreements (Including Manure Easements) executed and delivered by the Debtor in favor of Secured Party in connection herewith, and

(i) all Additional Collateral as more particularly described on Exhibit "A-1" attached hereto and made a part hereof by reference,

which are or shall be attached to said buildings, structures or improvements, or which are or shall be located in, on or about the Land, or which, wherever located (including, without limitation, in warehouse or other storage facilities or in the possession of or on the premises of vendors or manufacturers thereof), are used or intended to be used in or in connection with the construction, fixturing, equipping, furnishing, use, operation or enjoyment of the Land or the improvements thereon, and all permits, licenses, plans, specifications, franchises, contract rights, construction contracts and subcontracts, general intangibles, chattel paper, instruments, documents, options, rights of first refusal and leasehold interests, now or hereafter owned by Debtor and relating to the ownership, use, operation or enjoyment of the Land, the improvements thereon, and the fixtures, equipment and personal property described above, and also including all extensions, additions, improvements, betterments, renewals, replacements, proceeds, accessions, products and substitutions of any of the foregoing, together with the benefit of any deposits, monies, rebates, refunds, repayments, claims or payments therefore (irrespective of the time period to which the foregoing relate), including, without limitation, those in respect of taxes, utilities, insurance or condemnations, now or hereafter made or received by Debtor or on its behalf in

connection with any of the foregoing, in each case, to the extent that such items arise or relate to the Land and such other property described in Paragraphs (A) through (D) hereof; provided, however, the Mortgaged Property shall not be construed to include inventory or farm products, livestock, feed, supplies or licensed motor vehicles, and any accounts (other than accounts that constitute proceeds of the Land and other property described in Paragraphs (A) through (D) hereof), chattel paper, contract rights, general intangibles, instruments, documents or proceeds related thereto or arising therefrom;

(C) All easements, rights-of-way, strips and gores of land, vaults, streets, ways, alleys, passages, sewer rights, waters, water courses, water rights and powers, and all estates, rights, titles, interests, licenses, privileges, liberties, tenements, hereditaments and appurtenances whatsoever, in any way belonging, relating to or appertaining to the Land and the property referred to in Paragraph B above, or any part thereof, or which hereafter shall in any way belong, relate or be appurtenant thereto, now owned or hereafter acquired by Debtor, including, without limitation, those described in the Assignment of Waste Disposal Agreement, and the reversion and reversions, remainder and remainders, and the rents, issues, profits and revenues of the Land and the property referred to in Paragraph B, above from time to time accruing, and all of the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of Debtor of, in and to the same; and

(D) Any and all greater right, title and interest which Debtor may hereafter acquire in and to all or any portion of the Mortgaged Property.

EXHIBIT "A-1"
(UCC Financing statements)

(Additional Collateral)

Baffles	Printers	Pumps
LP Gas Heaters	Shrink Wraps	Valves
Composters	Water Purifiers	Filters
Gas Vaporizers	Crack Detectors	Jacks
Propane Tanks	Washers	Centrifuges
Cages	Egg Belts	Augers
Water Conditioners	Egg Drying Systems	Water Treatment Plants
Fans	Insulations	Air Dryers
Feed Bins	Trusses	Solids Analyzers
Curtain Vents	Aerators	Labs
Heaters	Water Systems	Refrigeration Units
Generators	Scales	Blenders
Propane Vaporizers	Feeders	Inverters
Water Softeners	Walkways	Freezers
Air Compressors	Fuel Tanks	Forklifts
Pumps	Step Rails	Security Systems
Fences	Counters	Cabinets
Feed Mills	Motors	Desks
Fat Meters	Nipple Waters	Telephone Systems
Fat Tanks	Doors	Flagpoles
Grain Dryers	Welders	Grain Probes
Legs	Switchboards	Furnaces
Mixers	Homogenizers	Cart Trackers
Lagoon Liners	Sackers	Steam Cleaners
Irrigations	Racks	Evaporating Coolers
Chargers	Tables	Feed Troughs
Conveyors	Boxers	Exhaust Fans
Pallet Jacks	Purgers	Ladders
Carts	Pipe Fittings	Manure Belts
Trash Balers	Egg Breaking Machines	Feed Carts
Scrubbers	Silos	
	Chillers	

EXHIBIT "B"

(UCC Financing Statements)

The East half (E1/2) and the Northeast Quarter (NE1/4) of the Northwest Quarter (NW1/4) of Section Thirty-four (34), in Township Seventy-six (76) North, Range Twenty-eight (28) West of the 5th P.M., Madison County, Iowa, EXCEPT a parcel of land in the Northeast Quarter of the Southeast Quarter of Section 34, Township 76 North, Range 28 West of the 5th Principal Meridian, Madison County, Iowa, more particularly described as follows: Commencing at the Southeast corner of Section 34, Township 76 North, Range 28 of the 5th P.M., Madison County, Iowa, thence North 00 degrees 00 minutes 00 seconds, 1,918.38 feet along the east line of said Section 34 to the point of beginning. Thence North 90 degrees 00 minutes 00 seconds West 183.00 feet; thence North 00 degrees 00 minutes 00 seconds 100.00 feet; thence South 90 degrees 00 minutes 00 seconds East 183.0 feet to the East line of said Section 34; thence South 00 degrees 00 minutes 00 seconds 100.00 feet to the point of beginning.

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

9a ORGANIZATION'S NAME
 OR
 9b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

ROSE ACRE FARMS, INC.

10 MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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:

16 Additional collateral description:

See Attached

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

*ROSE ACRE FARMS, INC.
 0874 NORTH BALE ROAD
 SEMMOKV, IN 47274*

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