

3443 Equipment  
ORDER FROM  
Register, Inc.  
314 PIERCE ST.  
P.O. BOX 218  
ANOKA, MN. 55303  
(612) 421-1713

Register of Deeds Office, Forsyth County, NC  
NORTH CAROLINA  
UNIFORM COMMERCIAL CODE - FINANCING STATEMENT  
(READ INSTRUCTIONS ON BACK BEFORE COMPLETING THIS FORM)

Winston Salem NC  
JMV UCC-1

This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.		No. of Additional Sheets Presented: 3
(1) Debtor(s) (Last Name First) and Address(es): STEAK AND ALE OF NORTH CAROLINA, INC. c/o S & A Properties Corp. 12404 Park Central Drive Dallas, Texas 75251	(2) Secured Party(ies) (Name(s) And Address(es): SHAWMUT BANK, N.A. and MAX GOLDSMITH 100 Federal <del>Street</del> Street Boston, Massachusetts 02211	187368 FILED L. E. SPEAS REGISTER OF DEEDS FORSYTH COUNTY, NC
(3) (a) <input checked="" type="checkbox"/> Collateral is or includes fixtures. (b) <input type="checkbox"/> Timber, Minerals or Accounts Subject to G.S. 25-9-103(5) are covered (c) <input type="checkbox"/> Crops Are Growing Or To Be Grown On Real Property Described In Section (5). If either block 3(a) or block 3 (b) applies describe real estate, including record owner(s) in section (5).	(4) Assignee(s) of Secured Party, Address(es):  FIXTURES	For Filing Officer APR 13, 09:51 AM '9 \$8.00 PAID

(5) This Financing Statement Covers the Following types [or items] of property.  
The record owner of the real estate is S & A Properties Corp., 12404 Park Central Drive, Dallas, Texas 75251.  
See Exhibit A attached hereto.

Products of the Collateral Are Also Covered. (Cannot be Filed unless County is named.) On Farm Collateral Filing, Name County Debtor Resides in \_\_\_\_\_

(6) Signatures: Debtor(s)  
STEAK AND ALE OF NORTH CAROLINA INC.  
  
(By) Robert Schwab Pres.  
Standard Form Approved by N.C. Sec. of State

Secured Party(ies) [or Assignee]  
SHAWMUT BANK, N.A. and MAX GOLDSMITH  
See Schedule A  
(By) \_\_\_\_\_  
Signature of Secured Party Permitted In Lieu of Debtor's Signature  
(1) Collateral is subject to Security Interest In Another Jurisdiction and   
 Collateral Is Brought Into This State  
 Debtor's Location Changed To This State  
(2) For Other Situations See: G.S. 25-9-402 (2)

(1) Filing Officer Copy - Numerical

UCC-1

SCHEDULE A  
SIGNATURES OF SECURED PARTIES

SHAWMUT BANK, N.A.



A handwritten signature in dark ink, appearing to read 'M Goldsmith', is written over a horizontal line.

MAX GOLDSMITH



A second handwritten signature in dark ink, appearing to read 'M Goldsmith', is written over a horizontal line.

Equipment Filing

## Exhibit A

All of Debtor's right, title and interest in and to:

(i) all fixtures, appliances, equipment, furniture, including without limitation, refrigerators, stoves, ranges, microwave ovens, dishwashers, sinks, cabinets, rugs, carpets, pictures, lighting fixtures, shades, electrical fixtures, furnishings and any and all other property and replacements of the foregoing in which Debtor may have an interest, now or hereafter acquired, located on the premises described on Exhibit B hereto (collectively "Equipment");

(ii) all rents, issues and profits of the Equipment;

(iii) all awards or payments, including interest thereon, which may be made with respect to the Equipment, whether from the exercise of eminent domain (including any transfer made in lieu of the exercise of said rights), or for any other injury to or decrease in the value of the Equipment; and

(iv) all proceeds of any Equipment.

This UCC-1 Financing Statement is filed in connection with a First Priority Security Agreement between Debtor and Secured Party dated February 15, 1990 as the same may be amended from time to time.

7838 N. Point Blvd.  
Winston-Salem, N.C. 27106

Site No. 3443

"Exhibit <sup>2</sup>X"

LEGAL DESCRIPTION OF REAL ESTATE  
LOCATED IN FORSYTH COUNTY, NORTH CAROLINA

Legal description according to DSA Group Survey dated May 11, 1989 reads as follows:

BEGINNING at a point in the North right of way margin of North Point Boulevard (formerly Silas Creek Parkway), said point being S 81 11'00" E 135.43 feet, thence S 82 26' 46" E 93.89 feet from the Southeast corner of the tract deeded to Shelton Companies in Deed Book 1229, Page 1291, Forsyth County, North Carolina Registry; thence from point of Beginning and running the following new lines N 00 14' 28" E 158.51 feet to a point, thence S 89 45' 32" E 185.00 feet to a point, thence S 00 14' 28" W 170.00 feet to a point in the North right of way margin of Silas Creek Parkway, thence with the North right of way margin of Silas Creek Parkway along an arc 185.42 feet to the point and place of BEGINNING, said arc having a chord of N 86 12' 14" W 185.36 feet.

Together with those certain easement rights established by the Declaration of Restrictions and Grant of Easements recorded in Book 1269, Page 956, and by Amendment No. 1 to Declaration of Restrictions and Grant of Easements recorded in Book 1377, Page 951, and by Amendment No. 2 to Declaration of Restrictions and Grant of Easements Recorded in Book 1605, Page 67.

Where the words "Silas Creek Parkway" appear in the above legal description, they shall mean "North Point Boulevard".