



201010080152
Skagit County Auditor

10/8/2010 Page 1 of 3 4:10PM

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional) Amy Hanssen 206 224 6258	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Douglas M. Fryer, Esq. Mikkelborg, Broz, Wells & Fryer, PLLC 1001 Fourth Avenue, Suite 3600 Seattle, WA 98154-1115	

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			
OR	1b. INDIVIDUAL'S LAST NAME		
	Lewis		
1c. MAILING ADDRESS		FIRST NAME	MIDDLE NAME
15452 Airport Drive		Timothy	C.
		CITY	STATE POSTAL CODE COUNTRY
		Burlington	WA 98233 USA
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION
			1g. ORGANIZATIONAL ID #, if any
			<input type="checkbox"/> 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		
	Kos		
2c. MAILING ADDRESS		FIRST NAME	MIDDLE NAME
15452 Airport Drive		Ronaye	
		CITY	STATE POSTAL CODE COUNTRY
		Burlington	WA 98233 USA
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
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			
OR	3b. INDIVIDUAL'S LAST NAME		
	Hendricks		
3c. MAILING ADDRESS		FIRST NAME	MIDDLE NAME
2415 T Avenue, Suite 208		Jeff	
		CITY	STATE POSTAL CODE COUNTRY
		Anacortes	WA 98221 USA

4. This FINANCING STATEMENT covers the following collateral:

See attached Collateral Description.

Abbreviated Legal Description:

Lot 5, BSP PL06-0913;
Unit 1D, Bayview Executive Hangars Condominium

Tax Parcel Number(s): P123357, 8071-000-005-0000, P129778,
8071-000-005-0100, P120186, 8012-000-081-0100, P129815, 4950-000-004-0000.

5. ALTERNATIVE DESIGNATION (if applicable):	LESSOR/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOB	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 Affidavit.	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (Additional Fee)		All Debtors Debtor 1 Debtor 2			
8. OPTIONAL FILER REFERENCE DATA						

Jeff Hendricks and Timothy C. Lewis and Ronaye Kos

International Association of Commercial Administrators (IACA)

UCC-1 Financing Statement - Page 2.

Debtors: Timothy C. Lewis and Ronaye Kos

Secured Party: Jeff Hendricks

Filed in Skagit County, WA

Collateral Description:

(From Guaranty and Security Agreement dated October 4, 2010)

Grant of Security Agreement. Guarantor, and each of them hereby, further grant Lender a first priority security interest in all of their personal property (the "Collateral") defined as follows: The term "Collateral" includes all of Borrower's current or after-acquired accounts, accounts receivable, goods (including inventory and equipment), instruments, documents, general intangibles, and the proceeds thereof. The Collateral is further described as follows:

(a) Accounts and Accounts Receivable. All of Borrower's right, title, and interest, whether now owned or hereafter acquired, to receive the payment of money or other consideration, including without limitation all accounts receivable, all rights arising under contracts, all chattel paper, all general intangibles evidencing or comprising and right to receive payment, all documents of title, receipts, drafts, checks, acceptances, bonds, notes, or other negotiable and non-negotiable instruments, documents, bills of exchange, stocks, securities, deposits, certificates of deposit, or other writings evidencing or comprising a monetary obligation to Borrower; and all rights now or hereafter existing in and to all security agreements, leases and other contracts securing or otherwise relating to such accounts, chattel paper, instruments, documents, general intangibles or obligations, including access to business records, software programs and electronic files, account numbers, customer lists, addresses and contact information with respect to all of the foregoing; all of which are hereinafter referred to as the "Receivables."

(b) Goods. All of Borrower's right, title, and interest, whether now owned or hereafter acquired, in and to all of household goods, furnishing, equipment, fixtures and other assets of Borrower, now or hereafter acquired, that are currently operating or that are hereafter established, together with all other goods and personal property of Borrower.

(c) General Intangibles. All of Borrower's right, title, and interest, whether now owned or hereafter acquired, in and to inheritances, bequests, gifts, accounts, chattel paper, promissory notes, commercial tort claims, deposit accounts, documents, general intangibles, instruments, investment property, letters of credit, after-acquired property, and proceeds therefrom.

(d) Proceeds. All proceeds (including insurance proceeds) from the sale or other disposition of any of the property described in the preceding subparagraph; provided that, by accepting a security interest in proceeds, Lender does not consent to sale or other disposition of any of the foregoing.

(From Pledge Agreement dated October 4, 2010).

Pledge of Membership Units. In consideration of Lender having made a loan to Borrower of \$1,100,000, pursuant to the promissory note ("Promissory Note") as of or about even date herewith, and any renewals or extensions thereof made in the sole discretion of Lender, Guarantor agrees as follows:

1.1. Pledge. Guarantor hereby pledges, assigns and transfers to Lender, and grants to Lender a security interest in, the following property ("Collateral"), to be held by Lender:

1.1.1. The Membership Units (consisting of all outstanding units) in Borrower and held by Guarantor or any transferee, and any securities owned in respect thereof or in exchange therefor.

1.1.2. All other securities, instruments and other property issued or accepted in substitution for or in addition to any of the foregoing.

1.1.3. All proceeds of any and all of the Collateral.



201010080152
Skagit County Auditor

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

8. 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
Lewis	Timothy	C.

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	
Lewis	Tim			
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
15452 Airport Drive		Burlington	WA	98233
				COUNTRY
				USA
11d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> 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 ☐umber to be cut or ☐ as-extracted collateral, or is filed as a ☒ fixture filing.

14. Description of real estate:

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

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
☐ Filed in connection with a Public-Utilities Transaction

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDENDUM (FORM U)



201010080152
Skagit County Auditor

10/8/2010 Page

3 of

3 4:10PM