

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

8367147
09/27/2002 11:26 AM 17.00
Book - 8655 Pg - 1341-1344
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
FOUNDERS TITLE
BY: ZJM, DEPUTY - WI 4 P.

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

COMERICA BANK
39200 Six Mile Road
Livonia, MI 48152-2689
Attn: Commercial Loan
Documentation MC 7578

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

MILLER FAMILY REAL ESTATE, L.L.C.

FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

9350 SOUTH 150 EAST, SUITE 1000 SANDY UT 84070 USA

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL I.D.#, if any

LLC UTAH 2031336-0160 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 I.D.#, if any

NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE or ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
OR
3b. INDIVIDUAL'S LAST NAME

COMERICA BANK

FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

39200 SIX MILE ROAD LIVONIA MI 48152-2689 USA

4. This FINANCING STATEMENT covers the following collateral:

This financing statement is a fixture filing under the Uniform Commercial Code and is to be filed in the real estate records of Salt Lake County, Utah. See Exhibit A attached hereto and made a part hereof for a description of collateral and legal description. (Super Ford)

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] Salt Lake County, UT 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [OPTIONAL FEE] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

BK 8655 PG 1341

8367147

FS8537

EXHIBIT A TO UCC-1 FINANCING STATEMENT
(Super Ford)

DEBTOR: MILLER FAMILY REAL ESTATE, L.L.C., a Utah limited liability
company
9350 South 150 East, Suite 1000
Sandy, Utah 84070

SECURED PARTY: COMERICA BANK, a Michigan banking corporation
411 West Lafayette Boulevard
Detroit, Michigan 48226-3519

DESCRIPTION OF COLLATERAL:

The following property and interests in property of Debtor, whether now owned or existing or hereafter acquired or arising:

All right, title, and interest of the Debtor in and to all existing and future, machinery, apparatus, equipment, fittings, and fixtures of every kind and nature whatsoever, now or at any time hereafter attached to any building or other improvements (collectively the "Building") located on the real property more particularly described below (the "Real Property") or any part thereof, including, without limiting the generality of the foregoing, all engines, furnaces, boilers, stokers, pumps, heaters, tanks, dynamos, motors, generators, fans, blowers, vents, switchboards, electrical equipment, heating, plumbing, lifting, and ventilating apparatus, air-cooling and air-conditioning apparatus, gas and electric fixtures, elevators, escalators, compressors, vacuum cleaning systems, call systems, water fountains, refrigeration equipment, fire prevention and extinguishing apparatus (or any other safety equipment required by governmental regulation), security systems, appliances, building materials, electric signs, shades, venetian blinds, awnings, screens, partitions, draperies, carpeting, and maintenance equipment of every nature whatsoever, including machinery and equipment for general maintenance, telephone equipment, furniture and data processing equipment and peripherals;

TOGETHER WITH all right, title and interest of the Debtor in and to all rents, accounts, accounts receivable, issues, royalties, profits, revenues, incomes, and other benefits of and from the Real Property and any other property pledged to Secured Party, and any and all bank accounts and similar accounts containing any of the foregoing, and all of the estate, right, title, and interest of every nature whatsoever of the Debtor in and to the same and every part and parcel thereof;

TOGETHER WITH all right, title and interest of the Debtor in any and all awards or payments, including interest thereon, and the right to receive the same, which may be made with respect to the Real Property as a result of (a) the exercise of the right of eminent domain; (b) the alteration of the grade of any street; or (c) any other injury to or decrease in the value of the property described above, to the extent of all amounts which may be secured at the date of receipt of any such award or payment by the Secured Party, and of the reasonable attorneys' fees, costs, and disbursements incurred by the Secured Party in connection with the collection of such award or payment, and the

BK8655PG1342

Debtor shall execute and deliver from time to time such further instruments as may be requested by the Secured Party to confirm such assignment to the Secured Party of any such award or payment;

TOGETHER WITH all existing and future goods located on the Real Property which are now or in the future owned by the Debtor and attached to the Real Property or are to be used in any construction on the Real Property but which are not effectively made real property, including but not limited to all appliances, carpeting, draperies, building service equipment, building materials, supplies and equipment which are, or will be, attached or affixed to the Real Property or the Building;

TOGETHER WITH all existing and future contract rights now or in the future owned by the Debtor in connection with the operation and occupancy of the Real Property or the Building;

TOGETHER WITH all existing and future general intangibles relating to the development or use of the Real Property or the Building, including but not limited to all governmental permits relating to construction on the Real Property, and all existing and future names under or by which the Real Property or the Building may at any time be operated or known;

TOGETHER WITH all existing and future water stock relating to the Real Property, all existing and future rights to oil, gas, minerals, and geothermal resources under, through, upon, or appurtenant to the Real Property, and all existing and future documents of membership in any owners' or members' association or similar group having responsibility for managing or operating any part of the Real Property;

TOGETHER WITH all water and water rights of any type which are appurtenant to the premises or which are or may be used on or in connection with the Real Property at the present time or at any time hereafter, including, but not limited to, the following: adjudicated water rights and decrees and priorities therefor; unadjudicated water rights and appropriations; rights in water from tributary and non-tributary sources, whether surface or underground; conditional water rights; rights existing under well permits issued by the State Engineer or its equivalent; rights and permits in designated groundwater basins; rights in non-tributary groundwater existing by virtue of land ownership; all rights, shares or allotments of water in ditch companies, conservancy districts, or other water distribution organizations and all shares of stock or other instruments evidencing a right to such water; all aboriginal rights, pueblo rights, reserved rights, and other rights not derived from state law; all rights claimed under contract, exchange, or plans for augmentation; all ditches, canals, reservoirs, pipelines, tunnels, wells, and other structures for diverting and conveying water, and all rights of way and easements therefor. It is the express intention of the parties to this Deed of Trust that this Paragraph is to operate independently of and in addition to any description of particular water rights which may be included elsewhere in this document;

TOGETHER WITH all right, title, and interest of the Debtor in and to any bank accounts, security deposits, and any and all other amounts held as security under any leases or subleases now or hereafter outstanding on the Real Property; and

TOGETHER WITH all proceeds of the foregoing.

All of which may be located on or relate to the Real Property more particularly described as follows:

Real property located in the County of Salt Lake, State of Utah, to-wit:

BEGINNING at a point given as South 0°04'42" East 28 feet from the Northwest corner of Lot 12, Block 6, Five Acre Plat "B", Big Field Survey; and running thence North 89°48'42" East 757.85 feet; thence South 0°01'05" East 596.25 feet; thence South 89°48'43" West 339.42 feet; thence South 0°01'48" West 150.32 feet; thence South 89°48'43" West 100 feet; thence North 0°01'48" East 151.82 feet; thence South 89°48'43" West 319.42 feet; thence North 0°04'42" East 594.75 feet to the point of BEGINNING.

LESS AND EXCEPTING therefrom the following described property:

BEGINNING at a point which is South 0°04'37" West 28 feet from the Northwest corner of Lot 12, Block 6, five Acre Plat "B", Big Field Survey, and running thence North 89°48'49" East 50 feet; thence South 0°04'37" West 595.49 feet; thence South 89°48'43" West 50 feet; thence North 0°04'37" East 595.49 feet along said fence to the point of BEGINNING.

(525 West 1300 South, Salt Lake City, Utah 84115)

Tax Parcel No.: 15-12-354-003