



W2389806

UCC FINANCING STATEMENT
FOLLOW INSTRUCTIONS (front and back) CAREFULLY

EH 2389806 PG 1 OF 5
ERNEST D ROWLEY, WEBER COUNTY RECORDER
06-FEB-09 437 PM FEE \$21.00 DEP SPY
REC FOR: FIRST AMERICAN TITLE

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Tim Carney, 212-373-3000
Paul, Weiss, Rifkind, Wharton & Garrison LLP
1285 Avenue of the Americas
New York, NY 10019

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01-017-0001 ID
01-017-0006 ID 01-017-004
0042

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
Interstate Brands Corporation

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

1c. MAILING ADDRESS
12 East Armour Blvd.

CITY
Kansas City

STATE
MO

POSTAL CODE
64111

COUNTRY
USA

1d. SEE INSTRUCTIONS

ADD'L INFO RE ORGANIZATION DEBTOR

1e. TYPE OF ORGANIZATION
Corporation

1f. JURISDICTION OF ORGANIZATION
Delaware

1g. ORGANIZATIONAL I.D.#, if any
0362502

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. SEE INSTRUCTIONS

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 of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
Silver Point Finance, LLC, as Collateral Agent

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS
2 Greenwich Plaza

CITY
Greenwich

STATE
CT

POSTAL CODE
06830

COUNTRY
USA

4. This FINANCING STATEMENT covers the following collateral:
All goods of the debtor that are or are to become fixtures located on the real property described on Exhibit A attached hereto and made a part hereof, whether now owned or hereafter acquired.

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]

8. OPTIONAL FILER REFERENCE DATA
To be filed in Weber County, UT **1st Lien**

All Debtors Debtor 1 Debtor 2

UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

Doc#: US1:5443589v3

UT 51

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

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

10. MISCELLANEOUS

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME – insert only one debtor name (11a or 11b) – do not abbreviate or combine names

OR	11a. ORGANIZATION'S NAME				
	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL I.D.#, if any <input type="checkbox"/> None	

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME – insert only one name (12a or 12b)

OR	12a. ORGANIZATION'S NAME				
	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:

**Address:
2557 Grant Avenue
Ogden, UT**

See Exhibit A attached hereto for a description of the real property.

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 – effective 30 years
 Filed in connection with a Public-Finance Transaction – effective 30 years

EXHIBIT A

Real Property

UTAH - NCS-357248-051

Real property in the City of Ogden, County of Weber, State of Utah,
described as follows:

PARCEL 1:

ALL OF LOTS 1 AND 10, AND PART OF LOTS 2, 3 AND 4, BLOCK 19, PLAT A, OGDEN CITY SURVEY, WEBER COUNTY, UTAH: BEGINNING 165 FEET EAST FROM THE SOUTHWEST CORNER OF SAID BLOCK 19, THENCE NORTH 326.5 FEET, MORE OR LESS, TO A POINT SOUTH $41^{\circ}37'$ WEST FROM A POINT 224.5 FEET EAST OF THE NORTHWEST CORNER OF SAID LOT 4; THENCE NORTH $41^{\circ}37'$ EAST TO A POINT WHICH IS EAST OF A POINT 65 FEET SOUTH OF THE NORTHWEST CORNER OF SAID LOT 4; THENCE WEST TO A POINT 165 FEET EAST OF THE WEST LINE OF LOT 4; THENCE NORTH 35 FEET, THENCE EAST TO A POINT SOUTH $41^{\circ}37'$ WEST OF A POINT 224.5 FEET EAST OF THE NORTHWEST CORNER OF LOT 4; THENCE NORTH $41^{\circ}37'$ EAST TO THE NORTH LINE OF LOT 4; THENCE EAST 105.45 FEET, MORE OR LESS, TO THE NORTHEAST CORNER OF LOT 4; THENCE SOUTH 132 FEET TO THE SOUTHEAST CORNER OF LOT 4; THENCE EAST 333.5 FEET TO THE NORTHEAST CORNER OF SAID LOT 10; THENCE SOUTH 265.36 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF BLOCK 19; THENCE WEST 502 FEET, MORE OR LESS, TO THE PLACE OF BEGINNING.

PARCEL 2:

BEGINNING AT A POINT 10 RODS EAST OF THE SOUTHWEST CORNER OF LOT 2, BLOCK 19, PLAT A, OGDEN CITY SURVEY, WEBER COUNTY, UTAH; AND RUNNING WEST 10 RODS, THENCE NORTH 366.68 FEET TO A POINT 30 FEET SOUTH OF THE NORTHWEST CORNER OF LOT 4, BLOCK 19, PLAT A, OGDEN CITY SURVEY; RUNNING THENCE EAST 165 FEET; THENCE SOUTH 35 FEET; THENCE EAST 10 FEET; THENCE SOUTH 417 FEET WEST TO A POINT DUE NORTH OF THE POINT OF BEGINNING; THENCE SOUTH TO THE POINT OF BEGINNING.

PARCEL 3:

THE SOUTH 2.25 FEET OF LOT 9, BLOCK 19, PLAT A, OGDEN CITY, WEBER COUNTY, UTAH.

PARCEL 4:

AN EASEMENT FOR INGRESS AND EGRESS AS GRANTED BY INSTRUMENT RECORDED NOVEMBER 10, 1993 AS ENTRY NO. 1257045 IN BOOK 1688 AT PAGE 2595 OF OFFICIAL RECORDS OVER THE FOLLOWING DESCRIBED PROPERTY:

PART OF LOT 9, BLOCK 19, PLAT A, OGDEN CITY SURVEY, IN OGDEN CITY, WEBER COUNTY, STATE OF UTAH, DESCRIBED AS FOLLOWS:
BEGINNING AT A POINT 7.25 FEET NORTH $0^{\circ}58'$ EAST FROM THE

SOUTHEAST CORNER OF SAID LOT 9, SAID POINT BEING SOUTH 0°58' WEST 440.29 FEET AND NORTH 89°02' WEST 49.2 FEET FROM THE MONUMENT OF THE CENTERLINE INTERSECTION OF 25TH STREET AND GRANT AVENUE AND RUNNING THENCE SOUTH 0°58' WEST 5.0 FEET; THENCE NORTH 89°02' WEST 333.50 FEET; THENCE NORTH 0°58' EAST 5.0 FEET; THENCE SOUTH 89°02' EAST 333.50 FEET TO THE POINT OF BEGINNING.