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BK 3883 PG 2010

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08-025-8042  
0063

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A NAME & PHONE OF CONTACT AT FILER (optional)  
**(801) 521-9000**

B SEND ACKNOWLEDGMENT TO (Name and Address)

**Michael R. Carlston  
Snow, Christensen & Martineau  
10 Exchange Place, 11th Floor  
Salt Lake City, UT 84111**

FN-35239

E 2110953 B 3883 P 2010-2013  
RICHARD T. MAUGHAN  
DAVIS COUNTY, UTAH RECORDER  
10/03/2005 04:35 PM  
FEE \$16.00 Pgs: 4  
DEP RT REC'D FOR FOUNDERS TITLE CO  
MPANY

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  
**Burton Lane Storage, L.C.**

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

1c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**97 W. Burton Lane Kaysville UT 84037 USA**

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  
**LLC UTAH**  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  
 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  
**Security Financial Life Insurance Co.**

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

3c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**P. O. Box 82248 Lincoln NE 68501 USA**

4 This FINANCING STATEMENT covers the following collateral

See Exhibit "A" attached hereto.

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  Check to REQUEST SEARCH REPORT(S) on Debtor(s) (OPTIONAL FEE)  All Debtors  Debtor 1  Debtor 2

8 OPTIONAL FILER REFERENCE DATA  
**14328-19 Security Financial - Burton Lane Storage, LC**

Prepared: September 21, 2005

EXHIBIT A

to

FORM UCC-1 FINANCING STATEMENT

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Exhibit attached to Form UCC-1 Financing Statement (the "Financing Statement") executed by Burton Lane Storage, L C , ("Debtor") whose address for the purposes hereof is 3021 N Fairfield Rd , Layton, Utah 84041, in favor of Security Financial Life Insurance Co., whose address for these purposes is P O. Box 82248, Lincoln, NE 68501 ("Secured Party").

1. Description of Collateral. The collateral covered by this Financing Statement consists of the property (whether now owned or in existence or hereafter acquired or arising) described in this Paragraph 1 As used herein, the "Tract" shall mean the tract of real property more particularly described in Paragraph 2.

1 1 Condemnation and Insurance Proceeds All awards and rights to awards made for the taking by eminent domain or by any proceeding or purchase in lieu thereof of the whole or any part of the Tract or of any buildings, structures and improvements now or at any time hereafter situated upon the Tract (collectively, the "Improvements") or any estate or easement therein (including any awards for change of grade of streets), all proceeds and rights to proceeds of insurance paid on account of partial or total destruction of the Improvements, and all unearned premiums accrued, accruing and to accrue under all insurance policies relating to the Tract and the Improvements now or hereafter obtained by Debtor

1 2 Leases, Agreements and Income All present and future leases, subleases and rental, sales, management and other agreements covering any part of the Tract or space in the Improvements, and all rents, issues, royalties, income and profits (including security deposits) arising from the Tract, the Improvements and the other property described in this Paragraph 1.

1 3 Tangible Personal Property and Fixtures All supplies, fixtures, furniture, furnishings, tools, appliances and all other tangible personal property now or hereafter owned by Debtor and located on or necessary for construction on or operation of the Tract, and any substitutions and replacements thereof, any attachments, accessions and additions thereto, and any proceeds therefrom

1.4 Intangible Personal Property Any escrow accounts, insurance policies, agreements, instruments, documents of title, general intangibles, plans and specifications, drawings, options, declarations, surveys, studies, architectural renderings, diagrams, maps, use and operating permits and licenses, zoning and subdivision development applications, filings and approvals, all other permits, licenses, approvals and certificates obtained or held in connection with the ownership of the Tract, and any other intangible personal property now or hereafter owned by Debtor and used in connection with the ownership or operation of the Tract or any portion thereof

1 5. Miscellaneous Rights. All air rights, water rights and water stock relating to the Tract, all shares of stock and other evidence of ownership of any part of the Tract or of the property located thereon or attached thereto that are owned by Debtor separately or in common with others, all documents of membership in any owners' or members' association or similar group having responsibility for managing or operating any part of the Tract, and all deposits made with or other security given to utility companies or governmental branches or agencies in connection with the Tract.

2 Tract. The Record Owner of the Tract is Debtor The Tract is located in the county of Davis, state of Utah, and is described on the attached Exhibit B.

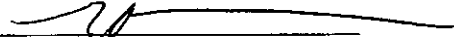
Prepared: September 21, 2005

DEBTOR

By Its Sole Member


WALLCO, L.C.

BENCHMARK HOLDING, L.L.C.

By.   
Neil Wall, Its Manager

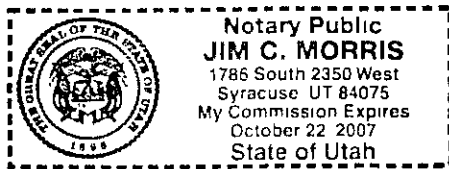
STATE OF UTAH                    )  
  : ss.  
COUNTY OF SALT LAKE        )

Before me, the undersigned, a Notary Public in and for said County and State, on this 21<sup>st</sup> day of September, 2005, personally appeared Neil Wall, to me known to be the Manager of Benchmark Holding, L.L.C , sole member of Burton Lane Storage, L.C., a Utah limited liability company, and acknowledged the execution of the above and foregoing for and on behalf of Burton Lane Storage, L.C.

  
NOTARY PUBLIC  
Residing at DAVIS COUNTY

My Commission Expires  
10/22/07

N:\14328\29\Exhibit A UCC wpd



Prepared: September 16, 2005

**EXHIBIT B to EXHIBIT A  
TO FORM UCC-1 FINANCING STATEMENT**

The following described Real Property located in Davis County, state of Utah, described as follows

Beginning at a point on the Easterly right of way line of Burton Lane which is North 00°36'02" West 493 89 feet along the 1/4 section line from the center of Section 10, Township 3 North, Range 1 West, Salt Lake Base and Meridian, and running thence along said Easterly right of way line the following six (6) courses and distances. North 27°11'47" West 313 60 feet, thence North 18°26'09" West 130 39 feet to a brass U.D O T right of way marker and a point on a 248 64 foot radius curve to the right (center bears North 62°47'24" East with interior angle of 48°44'49"), thence Northerly along said curve 211 54 feet to a brass U.D O T right of way marker, thence North 41°41'32" East 76 83 feet, thence North 60°59'48" East 104 86 feet, thence North 66°13'25" East 48 30 feet to a point on the 1/4 section line of said Section 10, thence along said 1/4 section line South 00°36'02" East 83 78 feet to a point on the Westerly right of way line of the Union Pacific Railroad, said point also being on a 5814.70 foot radius curve to the left (center bears North 69°20'10" East with interior angle of 8°23'31"); thence Southeasterly along said curve 851 67 feet; thence South 66°56'14" West 165.98 feet, thence south 79°16'47" West 110 33 feet to a point on said Easterly right of way line of Burton Lane, said point also being on a 336 48 foot radius curve to the left (center bears South 79°35'37" West with interior angle of 16°47'25"); thence Northwesterly along said curve 98 60 feet, thence along said right of way line North 27°11'47" West 127 15 feet to the point of beginning