

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

#72

A. NAME & PHONE OF CONTACT AT FILER (optional)
 Name: Wolters Kluwer Lien Solutions Phone: 800-331-3282 Fax: 818-662-4141

B. E-MAIL CONTACT AT FILER (optional)
 uccfilingreturn@wolterskluwer.com

C. SEND ACKNOWLEDGMENT TO: (Name and Address) 45049 - AqCarolina Farm

Lien Solutions P.O. Box 29071 Glendale, CA 91209-9071	94001743 UTUT FIXTURE
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File with: Millard, UT

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME
 MAGNOLIA ACRES FARMS OF UTAH LLC

OR

1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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1c. MAILING ADDRESS

100 LAKE DR	CITY CLINTON	STATE NC	POSTAL CODE 28328	COUNTRY USA
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2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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2c. MAILING ADDRESS

	CITY	STATE	POSTAL CODE	COUNTRY
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3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME
 AgCarolina Farm Credit, ACA

OR

3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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3c. MAILING ADDRESS

636 Rock Spring Rd	CITY Greenville	STATE NC	POSTAL CODE 27834	COUNTRY USA
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4. COLLATERAL: This financing statement covers the following collateral:

All existing and after-acquired equipment and fixtures owned by Debtor or in which Debtor may grant a security interest, inclusive of barns, bins and other storage or housing facilities and related systems, located on or used in connection with Land and any existing or future farming operations associated or connected with Land, wherever such equipment and fixtures may be located and in whosoever's possession or control, together with any and all of the following existing and future property and property rights associated or connected with or arising from any and all the foregoing: (i) parts, supplies, tools, trade fixtures and other goods; (ii) improvements, accessions, additions, replacements and substitutions; (iii) accounts, accounts receivable, inventory, contracts and contract rights, including those for livestock farming operations, chattel paper, documents, instruments, financial assets, cash and cash-equivalents, money and general intangibles, including rights under governmental and grower programs; (iv) books and records (tangible and electronic), computers and software; and (v) proceeds, products and other property and property rights related to any and all the foregoing, inclusive of claims on warranties, claims against third parties for loss, damage or destruction of property and other claims, insurance proceeds and unearned insurance premiums and condemnation proceeds or proceeds in-lieu thereof. Debtor's equity rights in Secured Party. If defined in UCC, a term will have the meaning given thereto in UCC.

Land means real property described in: **SEE ATTACHED LEGAL

5. Check only if applicable and check only one box: Collateral is held in a Trust (see UCC1Ad, item 17 and Instructions) being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:
 Public-Finance Transaction Manufactured-Home Transaction A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:
 Agricultural Lien Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): Lessee/Lessor Consignee/Consignor Seller/Buyer Bailee/Bailor Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:
 94001743 CLINTON FIXTURES

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

9a. ORGANIZATION'S NAME
MAGNOLIA ACRES FARMS OF UTAH LLC

OR
9b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a. ORGANIZATION'S NAME

OR
10b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11. ADDITIONAL SECURED PARTY'S NAME or ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a. ORGANIZATION'S NAME

OR
11b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)

14. This FINANCING STATEMENT:

covers timber to be cut covers as-extracted collateral is filed as a fixture filing

15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest):

16. Description of real estate:

****SEE ATTACHED LEGAL**

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17. MISCELLANEOUS: 94001743-UT-27 45049 - AgCarolina Farm Cred

AgCarolina Farm Credit, ACA

File with: Millard, UT

CLINTON FIXTURES

SCHEDULE C

File #: 23065156

Beginning at the East quarter corner of Section 29, Township 25 South, Range 9 West, of the Salt Lake Base and Meridian; thence N89°55'33"W, along the East-West Center section line, 1656.97 feet; thence departing said line and running N00°08'24"E, 1577.34 feet; thence S89°55'33"E, 1656.97 feet to a point located on the East line of said Section 29; thence S00°08'24" W, along the Section line, 1577.34 feet to the point of beginning.

Excepting therefrom all coal and other minerals, together with the right of ingress and egress for the purpose of exploring and/or removing the same.

Subject to rights of way for a County Road and incidental purposes as now exists.

Tax Parcel No. 8733, Account No. 0043282