

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Jonathan K. Hansen
B. E-MAIL CONTACT AT FILER (optional) jhansen@hbaalaw.com
C. SEND ACKNOWLEDGMENT TO: (Name and Address) Hansen Black Anderson Ashcraft PLLC Attn: Jonathan K. Hansen 3051 West Maple Loop Drive, Suite 325 Lehi, Utah 84043

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 Mayflower Lakeside Village, LLC				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS 5330 South 9 East		CITY Murray	STATE UT	POSTAL CODE 84121
				COUNTRY USA

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
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY

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 Sundance Debt Partners, LLC				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS 1240 East 2100 South, Suite 300		CITY Salt Lake City	STATE UT	POSTAL CODE 84106
				COUNTRY USA

4. COLLATERAL: This financing statement covers the following collateral:

All assets of Debtor, including without limitation property, fixtures, equipment, leases, rents, income, profits, personal property, water shares, water share certificates, water rights, purchase contracts, purchase contract and reservation agreement deposits, plans and specifications, maps, surveys, studies, reports, permits, licenses, architectural, engineering, construction, management, maintenance, service and other contracts, instruments, inventory, general intangibles, payment intangibles, investment property, chattel paper documents, letter of credit rights, supporting obligations, commercial tort claims, accounts (including deposit accounts with Secured Party of any kind), contract rights and claims, all insurance policies and unearned premiums prepaid thereon, insurance proceeds (whether or not Debtor is required to carry such insurance by Secured Party) and awards, payments or consideration for the taking of the property, or any portion thereof, by condemnation or exercise of the power of eminent domain, or from any sale in lieu or in anticipation thereof at any time situated on or used in connection with the construction, maintenance, leasing, disposition or operation of the following described real property, and all proceeds, substitutions, and replacements for any of the foregoing, to the extent that a security interest may be granted therein under the terms of the applicable Uniform Commercial Code: See Exhibit A attached.

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/Licenser

8. OPTIONAL FILER REFERENCE DATA:

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 Mayflower Lakeside Village, LLC	
OR	
9b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

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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 Exhibit A Attached.

17. MISCELLANEOUS:

EXHIBIT A**PROPERTY**

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN WASATCH COUNTY, UTAH AND IS DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE WESTERLY LINE OF SECTION 19, TOWNSHIP 2 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN, SAID POINT BEING 589.80 FEET NORTH 00°07'04" WEST FROM THE SOUTHWEST CORNER OF SAID SECTION 19, AND RUNNING SOUTH 50°18'00" EAST 222.68 FEET TO THE ARC OF A 2,371.83 FOOT RADIUS CURVE TO THE RIGHT; THENCE ALONG THE ARC OF SAID 2,371.83 FOOT RADIUS CURVE 81.46 FEET (CHORD BEARS SOUTH 49°18'58" EAST 81.46 FEET); THENCE NORTH 40°49'37" EAST 340.07 FEET TO THE ARC OF A 167.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE ALONG THE ARC OF SAID 167.00 FOOT RADIUS CURVE 178.09 FEET (CHORD BEARS NORTH 71°09'09" EAST 169.77 FEET); THENCE NORTH 04°03'28" EAST 66.43 FEET TO A POINT ON A NON-TANGENT 233.00 FOOT RADIUS CURVE TO THE LEFT; THENCE ALONG THE ARC OF SAID 233.00 FOOT RADIUS CURVE 61.17 FEET (CHORD BEARS NORTH 87°59'04" WEST 61.00 FEET) TO THE ARC OF AN 18.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE ALONG THE ARC OF SAID 18.00 FOOT RADIUS CURVE 24.81 FEET (CHORD BEARS NORTH 56°01'05" WEST 22.89 FEET); THENCE NORTH 16°31'50" WEST 75.34 FEET TO THE ARC OF A 170 FOOT RADIUS CURVE TO THE RIGHT; THENCE ALONG THE ARC OF SAID 170.00 FOOT RADIUS CURVE 28.00 FEET (CHORD BEARS NORTH 11°48'45" WEST 27.97 FEET); THENCE NORTH 07°00'26" WEST 113.13 FEET TO THE ARC OF A 584.92 FOOT RADIUS CURVE TO THE LEFT; THENCE ALONG THE ARC OF SAID 584.92 FOOT RADIUS CURVE 220.28 FEET (CHORD BEARS NORTH 19°21'58" WEST 218.98 FEET); THENCE SOUTH 67°29'15" WEST 68.87 FEET; THENCE NORTH 22°30'45" WEST 19.79 FEET TO THE ARC OF A 615.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE ALONG THE ARC OF SAID 615.00 FOOT RADIUS CURVE 168.63 FEET (CHORD BEARS NORTH 14°41'30" WEST 168.10 FEET); THENCE SOUTH 86°51'15" WEST 315.47 FEET TO THE WESTERLY SECTION LINE OF SAID SECTION 19; THENCE ALONG THE SAID WESTERLY SECTION LINE SOUTH 00°07'04" EAST 753.71 FEET TO THE POINT OF BEGINNING.

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