

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Wachovia Bank		11/07/2006	CORPORATION: NORTH CAROLINA

**RECEIVING PARTY DATA**

Name:	Cliffstar Corporation
Street Address:	1 Cliffstar Ave.
City:	Dunkirk
State/Country:	NEW YORK
Postal Code:	14048
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 18**

Property Type	Number	Word Mark
Registration Number:	0700638	GOLDEN CROWN
Registration Number:	0966665	GOLDEN CROWN
Registration Number:	1694722	GOLDEN CROWN
Registration Number:	1882418	GOLDEN CROWN
Registration Number:	1865388	BERRY-DACTYL
Registration Number:	1870758	GRAPE-A-DON
Registration Number:	1870759	STEGASAURUS
Registration Number:	1931437	COOLY-SAURUS
Registration Number:	2163690	TRAXX
Registration Number:	2351102	JUICEY MAGIC
Registration Number:	2192405	SABER BLUE TIGER
Registration Number:	2394075	SHANSTAR
Serial Number:	75557447	BANSHEE
Registration Number:	2263293	HARBORSIDE

OP \$465.00 0700638

Registration Number:	2782129	BOUNTY RUNNER
Registration Number:	2386486	HARBORSIDE CAFE
Registration Number:	2418317	PIRATE'S PARADISE
Registration Number:	2428857	RUGGED SAILS

**CORRESPONDENCE DATA**

Fax Number: (716)853-5199  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 716-853-5100  
Email: jdeck@lippes.com  
Correspondent Name: Jillian E. Deck, Esq.  
Address Line 1: 665 Main Street  
Address Line 2: Suite 300  
Address Line 4: Buffalo, NEW YORK 14203

NAME OF SUBMITTER:	Jillian E. Deck
Signature:	/Jillian E. Deck/
Date:	08/11/2010

**Total Attachments: 48**  
source=Wachovia payoff letter and ucc financing statements#page1.tif  
source=Wachovia payoff letter and ucc financing statements#page2.tif  
source=Wachovia payoff letter and ucc financing statements#page3.tif  
source=Wachovia payoff letter and ucc financing statements#page4.tif  
source=Wachovia payoff letter and ucc financing statements#page5.tif  
source=Wachovia payoff letter and ucc financing statements#page6.tif  
source=Wachovia payoff letter and ucc financing statements#page7.tif  
source=Wachovia payoff letter and ucc financing statements#page8.tif  
source=Wachovia payoff letter and ucc financing statements#page9.tif  
source=Wachovia payoff letter and ucc financing statements#page10.tif  
source=Wachovia payoff letter and ucc financing statements#page11.tif  
source=Wachovia payoff letter and ucc financing statements#page12.tif  
source=Wachovia payoff letter and ucc financing statements#page13.tif  
source=Wachovia payoff letter and ucc financing statements#page14.tif  
source=Wachovia payoff letter and ucc financing statements#page15.tif  
source=Wachovia payoff letter and ucc financing statements#page16.tif  
source=Wachovia payoff letter and ucc financing statements#page17.tif  
source=Wachovia payoff letter and ucc financing statements#page18.tif  
source=Wachovia payoff letter and ucc financing statements#page19.tif  
source=Wachovia payoff letter and ucc financing statements#page20.tif  
source=Wachovia payoff letter and ucc financing statements#page21.tif  
source=Wachovia payoff letter and ucc financing statements#page22.tif  
source=Wachovia payoff letter and ucc financing statements#page23.tif  
source=Wachovia payoff letter and ucc financing statements#page24.tif  
source=Wachovia payoff letter and ucc financing statements#page25.tif  
source=Wachovia payoff letter and ucc financing statements#page26.tif  
source=Wachovia payoff letter and ucc financing statements#page27.tif  
source=Wachovia payoff letter and ucc financing statements#page28.tif

source=Wachovia payoff letter and ucc financing statements#page29.tif  
source=Wachovia payoff letter and ucc financing statements#page30.tif  
source=Wachovia payoff letter and ucc financing statements#page31.tif  
source=Wachovia payoff letter and ucc financing statements#page32.tif  
source=Wachovia payoff letter and ucc financing statements#page33.tif  
source=Wachovia payoff letter and ucc financing statements#page34.tif  
source=Wachovia payoff letter and ucc financing statements#page35.tif  
source=Wachovia payoff letter and ucc financing statements#page36.tif  
source=Wachovia payoff letter and ucc financing statements#page37.tif  
source=Wachovia payoff letter and ucc financing statements#page38.tif  
source=Wachovia payoff letter and ucc financing statements#page39.tif  
source=Wachovia payoff letter and ucc financing statements#page40.tif  
source=Wachovia payoff letter and ucc financing statements#page41.tif  
source=Wachovia payoff letter and ucc financing statements#page42.tif  
source=Wachovia payoff letter and ucc financing statements#page43.tif  
source=Wachovia payoff letter and ucc financing statements#page44.tif  
source=Wachovia payoff letter and ucc financing statements#page45.tif  
source=Wachovia payoff letter and ucc financing statements#page46.tif  
source=Wachovia payoff letter and ucc financing statements#page47.tif  
source=Wachovia payoff letter and ucc financing statements#page48.tif

November 07, 2006

Cliffstar Corporation  
One Cliffstar Avenue  
Dunkirk, New York 14048

Bank of Montreal, as Administrative Agent  
115 South LaSalle Street  
Chicago, Illinois 60603

Attention: Steve Bentley

Attention: Tara B. Cuprisin

Re: Credit Agreement dated as of November 4, 2003, as amended (the "Credit Agreement"), by and among Cliffstar Corporation (the "Borrower"), the Lenders party thereto and Wachovia Bank, National Association, as Administrative Agent (the "Agent")

Ladies and Gentlemen:

The Borrower has advised the Agent that it intends to repay all amounts due in connection with the loans, extensions of credit or other financial arrangements arising under the Credit Agreement and all other agreements among the Borrower, the Lenders and the Agent (collectively, the "*Obligations*"). Capitalized terms not defined herein shall have the meaning ascribed to them in the Credit Agreement.

The amount necessary to pay all Obligations owing to the Lenders and Agent, other than the Letters of Credit referred to below, is \$105,662,949.01 (as set forth on Exhibit A attached hereto) if paid by 4:00 p.m. (New York time) on 11/07/2006 (the "*Payoff Amount*"). The per diem accrual, as of today, is \$23,108.91, which should be added to the Payoff Amount for each day (commencing 11/07/2006) if the Payoff Amount has not been delivered by 4:00 p.m. on such day.

The Payoff Amount will be accepted by the Bank in the form of a wire transfer of immediately available funds, with wire instructions as set forth on the exhibit attached hereto. In addition to the loans and other extensions of credit, there are Letters of Credit issued by the L/C Issuer outstanding thereunder, as more fully described on Exhibit B attached hereto (collectively, the "*Letters of Credit*"). You have told us that you will deliver to us a letter of credit issued by Bank of Montreal ("*BMO*") in an amount equal to \$1,678,441.00 (the "*Back-Up Letter of Credit*") and otherwise in the form as Exhibit C hereto, which will be pledged to the L/C Issuer as security for the Borrower's reimbursement obligations with respect thereto until

Cliffstar Corporation  
Bank of Montreal, as Administrative Agent  
November 11/7/2006  
Page 2

such time as the Letters of Credit are surrendered to the L/C Issuer for cancellation or expire pursuant to their terms.

Upon our receipt (i) by wire transfer prior to 4:00 p.m. (New York time) on a business day of the Payoff Amount (as adjusted for a per diem accrual as herein set forth) and (ii) of the Back-up Letter of Credit, (x) all liens, mortgages and security interests of the Agent in any and all of the property of the Borrower and the Guarantors and all rights arising therefrom granted under or in connection with the Credit Agreement and the other Loan Documents (the "Collateral") shall be automatically released and terminated and be of no further force and effect, (y) all Obligations, owing by the Borrower to the Lenders (except for any obligations relating to any Letters of Credit and Applications related thereto which remain outstanding after such time) shall have been paid in full, and (z) the Commitments of the Lenders and the Credit Agreement and the Other Loan Documents shall be deemed terminated.

By our signature below, we agree that, upon our receipt of the Payoff Amount and the Back-up Letter of Credit, the Borrower or BMO (or their respective agents or designees) shall be, and hereby are, authorized to file UCC-3 termination statements (including, without limitation, termination statements in connection with the UCC listed on Exhibit D attached hereto) to evidence the termination the Agent's security interest in any and all Collateral with respect to any UCC financing statements filed relating to the Collateral held by the Agent. We further agree to deliver to the Borrower (or its designees), following our receipt of the Payoff Amount and the Back-up Letter of Credit, and at the Borrower's expense, all Collateral in our possession and such other termination statements, assignments, satisfactions, releases or other agreements as you or BMO or the Guarantors may reasonably request in connection with the above described release and termination of the security interests in the Collateral. The Agent acknowledges that a copy of this letter is being delivered to BMO and agrees that BMO may rely hereon.

This letter may be executed in any number of counterparts, each of which shall be deemed to be an original hereof and submissible into evidence and all of which taken together shall be deemed to be a single instrument. This letter may be delivered by telecopier or other method of electronic transmission with the same force and effect as if it were a manually delivered counterpart.

[SIGNATURE PAGE TO FOLLOW]

Cliffstar Corporation  
Bank of Montreal, as Administrative Agent  
November 11/7/2006  
Page 3

Borrower represents that (i) the Payoff Amount is due and owing to the Agent and the Lenders, (ii) Borrower has no claims against the Agent or the Lenders related to the Credit Agreement or performance by the Agent and the Lenders of their respective obligations under the Credit Agreement, and (iii) Borrower has no right of setoff with respect to the Payoff Amount or setoff claims against the Agent and the Lenders.

Unless otherwise agreed by us in writing, the terms of this letter shall not be effective after November 7, 2006, unless the entire Payoff Amount and the Back-up Letter of Credit have been received by us on or before such date.

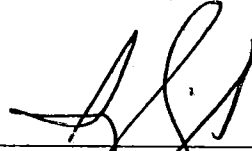
Very truly yours,

WACHOVIA BANK, NATIONAL ASSOCIATION, as  
Agent

By

Name

Title



JORGE A. GONZALEZ  
Managing Director

Acknowledged and Agreed:

CLIFFSTAR CORPORATION

By \_\_\_\_\_  
Name \_\_\_\_\_  
Title \_\_\_\_\_



**EXHIBIT A TO PAYOFF LETTER**

*Calculation of Payoff Amount*

Outstanding Principal on Revolving Loans	\$86,000,000.00
Accrued Interest on Revolving Loans at the Base Rate	\$100,924.66
Accrued Interest on Revolving Loans at the LIBOR Rate	\$1,033,296.88
Outstanding principal on the Term Loans	\$12,058,017.00
Accrued Interest on the Term Loans at the Base Rate	\$23,124.96
LIBOR Breakage Costs	TBD and passed on to customer
Outstanding Principal on Swing Loans	\$6,400,000.00
Accrued Interest on Swing Loans	\$38,715.75
Accrued Letter of Credit Fees	\$3,986.30
Other Fees and Costs	\$4,883.46

TOTAL PAYOFF AMOUNT as of 11/07/2006 \$105,662,949.01

*Wire transfer instructions for Payoff Amount:*

Wachovia Bank, N.A.  
ABA# 053000219  
Account No.: 5000000046616  
Account Name: Syndications-Agency Services  
Reference: Cliffstar Corporation



**EXHIBIT B TO PAYOFF LETTER**

**EXISTING LETTERS OF CREDIT**

<b>L/C NUMBER</b>	<b>NAME OF BENEFICIARY</b>	<b>ISSUE DATE</b>	<b>EXPIRY DATE</b>	<b>L/C AMOUNT</b>
SDC MTN543334 (HSBC)	Self Insurance Plans State of California	04/09/2002	04/09/2007	\$290,491.00
SDC MTN544153 (HSBC)	Pennsylvania Manufacturers Association Insurance Company	09/16/2002	09/11/2006	\$420,000.00
SM207849W (WBNA)	The State of New York	04/20/2004	05/01/2007	\$967,950.00
			Total LCs	\$1,678,441.00

**EXHIBIT C**

**FORM OF LETTER OF CREDIT**

**EXHIBIT D**

**UCC FINANCING STATEMENTS**

**CLIFFSTAR CORPORATION**

<b>JURISDICTION</b>	<b>FILING NUMBER</b>	<b>SECURED PARTY</b>	<b>COLLATERAL TYPE</b>
Delaware Secretary of State	32966870	Wachovia Bank National Association, as Administrative Agent	All personal property and fixtures
Chautauqua County, New York	UC20030000553	Wachovia Bank National Association, as Administrative Agent	All personal property and fixtures

**SHANSTAR BIOTECH INC.**

<b>JURISDICTION</b>	<b>FILING NUMBER</b>	<b>SECURED PARTY</b>	<b>COLLATERAL TYPE</b>
Delaware Secretary of State	32966821	Wachovia Bank National Association, as Administrative Agent	All personal property and fixtures

**STAR REAL PROPERTY LLC.**

<b>JURISDICTION</b>	<b>FILING NUMBER</b>	<b>SECURED PARTY</b>	<b>COLLATERAL TYPE</b>
Delaware Secretary of State	32966904	Wachovia Bank National Association, as Administrative Agent	All personal property and fixtures
Chautauqua County, New York	UC20030000551	Wachovia Bank National Association, as Administrative Agent	All personal property and fixtures

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 11:02 AM 10/26/2006  
 INITIAL FILING NUM: 1154659 2  
 AMENDMENT NUMBER: 6373094 2  
 SRV: 060983497

A. NAME & PHONE OF CONTACT AT FILER [optional]	
Kitripa Kirney	7168411148
B. SEND ACKNOWLEDGMENT TO: (Name and Address)	
HSBC BANK USA	
ONE HSBC CENTER 29TH FL	
BUFFALO NY 14203	

1a. INITIAL FINANCING STATEMENT FILE # 1154659 2	1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. <input type="checkbox"/>
-----------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME Cliffstar Corporation			
OR 6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME			
OR 7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
---------------------	------	-------	-------------	---------

7d. TYPE OF ORGANIZATION	7e. JURISDICTION OF ORGANIZATION
--------------------------	----------------------------------

8. AMENDMENT (COLLATERAL CHANGE): check only one box.  
 Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT  
 HSBC Bank USA, National Association

10. OPTIONAL FILER REFERENCE DATA  
 187407995 633803 376297000

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)  
 Katrina Kinney 7168411148

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

HSBC BANK USA  
 ONE HSBC CENTER 29TH FL  
 BUFFALO NY 14203

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 02:17 PM 10/26/2006  
 INITIAL FILING NUM: 3211546 0  
 AMENDMENT NUMBER: 6373737 6  
 SRV: 060985144

1a. INITIAL FINANCING STATEMENT FILE #  
 3211546 0

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 8.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b; and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
 OR *Cliffstar Corporation*

6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

7d. TYPE OF ORGANIZATION 7e. JURISDICTION OF ORGANIZATION

8. AMENDMENT (COLLATERAL CHANGE): check only one box.  
 Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT  
 HSBC Bank USA, National Association

10. OPTIONAL FILER REFERENCE DATA  
 127407995 1033803 376297000

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 10:54 AM 10/26/2006  
 INITIAL FILING NUM: 3296422 2  
 AMENDMENT NUMBER: 6373070 2  
 SRV: 060983435

A. NAME & PHONE OF CONTACT AT FILER (optional)  
 Katrina Kinyav 7168411148

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

HSBC BANK USA  
 ONE HSBC CENTER 29TH FL  
 BUFFALO NY 14203

1a. INITIAL FINANCING STATEMENT FILE #  
 3296422 2

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name changed) in item 7a or 7b and/or new address (if address changed) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
 Cliffstar Corporation

OR

6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

7d. TYPE OF ORGANIZATION 7e. JURISDICTION OF ORGANIZATION

8. AMENDMENT (COLLATERAL CHANGE): check only one box.  
 Describe collateral:  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT  
 HSBC Bank USA, National Association

10. OPTIONAL FILER REFERENCE DATA  
 127407995 633803 376297000

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 10:44 AM 10/26/2006  
 INITIAL FILING NUM: 4281069 7  
 AMENDMENT NUMBER: 6373043 9  
 SRV: 060983358

A. NAME & PHONE OF CONTACT AT FILER (optional)  
 Kitrina Kinsey 7148411148

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

HSBC BANK USA  
 ONE HSBC CENTER 29TH FL  
 BUFFALO NY 14203

1a. INITIAL FINANCING STATEMENT FILE #  
 4281069 7

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 5.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
 OR  
 6b. INDIVIDUAL'S LAST NAME

Cliffstar Corporation

FIRST NAME	MIDDLE NAME	SUFFIX
------------	-------------	--------

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME  
 OR  
 7b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX
------------	-------------	--------

7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
------	-------	-------------	---------

7d. TYPE OF ORGANIZATION

7e. JURISDICTION OF ORGANIZATION

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral  deleted or  added, or give entire  revised collateral description, or describe collateral  assigned.

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT

HSBC Bank USA, National Association

10. OPTIONAL FILER REFERENCE DATA

127407995 633803 376297000

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

Kirina Krayev 7168411148

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

HSBC BANK USA  
 ONE HSBC CENTER 29TH FL  
 BUFFALO NY 14203

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 10:47 AM 10/26/2006  
 INITIAL FILING NUM: 4332166 0  
 AMENDMENT NUMBER: 6373049 6  
 SRV: 060983381

1a. INITIAL FINANCING STATEMENT FILE # 4332166 0

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial). Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
Cliffstar Corporation

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY

7d. TYPE OF ORGANIZATION

7e. JURISDICTION OF ORGANIZATION

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT

HSBC Bank USA, National Association

10. OPTIONAL FILER REFERENCE DATA

127407995 633803 376297000



# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 10:49 AM 10/26/2006  
 INITIAL FILING NUM: 5366261 7  
 AMENDMENT NUMBER: 6373056 1  
 SRV: 060983396

A. NAME & PHONE OF CONTACT AT FILER (optional)  
 Katrina Kinsey 7168411148

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

HSBC BANK USA  
 ONE HSBC CENTER 29TH FL  
 BUFFALO NY 14203

1a. INITIAL FINANCING STATEMENT FILE # 5366261 7

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing the Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT (full or partial):** Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 8.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

**CHANGE** name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  
 **DELETE** name: Give record name to be deleted in item 6a or 6b.  
 **ADD** name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME  
 OR 6b. INDIVIDUAL'S LAST NAME

CliffStar Corporation

FIRST NAME	MIDDLE NAME	SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME  
 OR 7b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY

7d. TYPE OF ORGANIZATION

7e. JURISDICTION OF ORGANIZATION

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.  
 Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME of SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT  
 HSBC Bank USA, National Association

10. OPTIONAL FILER REFERENCE DATA  
 127407995 1233803 376297000

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 10:28 AM 10/26/2006  
 INITIAL FILING NUM: 2264131 8  
 AMENDMENT NUMBER: 6372996 9  
 SRV: 060983235

A. NAME & PHONE OF CONTACT AT FILER (optional)  
 Katrina Kinney 7168411148

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

HSBC BANK USA  
 ONE HSBC CENTER 29TH FL  
 BUFFALO NY 14203

1a. INITIAL FINANCING STATEMENT FILE # 2264131 8

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing the Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address. Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name. Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
 OR  
 6b. INDIVIDUAL'S LAST NAME

CliffStar Corporation

FIRST NAME MIDDLE NAME SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME  
 OR  
 7b. INDIVIDUAL'S LAST NAME

FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS

STATE POSTAL CODE COUNTRY

7d. TYPE OF ORGANIZATION 7e. JURISDICTION OF ORGANIZATION

8. AMENDMENT (COLLATERAL CHANGE): check only one box.  
 Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT  
 HSBC Bank USA, National Association

10. OPTIONAL FILER REFERENCE DATA  
 187407995 633803 372297000

**CORPORATION SERVICE COMPANY**

www.incspot.com

CSC- Springfield  
801 Adlai Stevenson Drive  
Springfield, IL 62703  
217-544-5900  
217-492-2727 (Fax)

**Matter#** 1641901  
**Project Id :**  
**Additional Reference :** NOT PROVIDED

**Order#** 584965-9  
**Order Date** 11/08/2006

**Entity Name :** CLIFFSTAR CORPORATION (Debtor)/ WACHOVIA BANK NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT (Secured Party)

**Jurisdiction :** DE-SECRETARY OF STATE

**Request for :** UCC Filing  
**File Type :** TERMINATION FILING

**Original File Number :** 32966870  
**Original File date :** 11/12/2003

**Result :** Filed

**File Number :** 63908704  
**Filing Date :** 11/08/2006

Ordered by MS. ANDREA SERDIUK at CHAPMAN AND CUTLER LLP

Thank you for using CSC. For real-time 24 hour access to the status of any order placed with CSC, access our website at [www.incspot.com](http://www.incspot.com).

If you have any questions concerning this order or IncSpot, please feel free to contact us.

DINA BAILEY  
[dibailey@cscinfo.com](mailto:dibailey@cscinfo.com)

The responsibility for verification of the files and determination of the information therein lies with the filing officer; we accept no liability for errors or omissions.

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
U.C.C. FILING SECTION  
FILED 11:17 AM 11/08/2006  
INITIAL FILING NUM: 3296687 0  
AMENDMENT NUMBER: 6390870 4  
SRV: 061021494

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **32966870**      11/12/03

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT** (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

**CHANGE** name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.       **DELETE** name: Give record name to be deleted in item 6a or 6b.       **ADD** name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME  
**Cliffstar Corporation**

OR

6b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

7c. MAILING ADDRESS      CITY      STATE      POSTAL CODE      COUNTRY

7d. TAX ID #: SSN OR EIN      ADD'L INFO RE ORGANIZATION DEBTOR      7e. TYPE OF ORGANIZATION      7f. JURISDICTION OF ORGANIZATION      7g. ORGANIZATIONAL ID #, if any  NONE

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.

Describe collateral  deleted or  added, or give entire  related collateral description, or describe collateral  assigned.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment; if this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
**Wachovia Bank National Association, as Administrative Agent**

OR

9b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX  
**JORGE A. GONZALEZ**  
**Managing Director**

10. **OPTIONAL FILER REFERENCE DATA**  
To be filed with the Delaware Secretary of State

584965-9026

**CORPORATION SERVICE COMPANY**

www.incspot.com

CSC- Springfield  
801 Adlai Stevenson Drive  
Springfield, IL 62703  
217-544-5900  
217-492-2727 (Fax)

**Matter#** 1641901  
**Project Id :**  
**Additional Reference :** NOT PROVIDED

**Order#** 584965-10  
**Order Date** 11/08/2006

**Entity Name :** SHANSTAR BIOTECH INC. (Debtor)/ WACHOVIA BANK NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT (Secured Party)

**Jurisdiction :** DE-SECRETARY OF STATE

**Request for :** UCC Filing  
**File Type :** TERMINATION FILING

**Original File Number :** 32966821  
**Original File date :** 11/12/2003

**Result :** Filed

**File Number :** 63908688  
**Filing Date :** 11/08/2006

Ordered by MS. ANDREA SERDIUK at CHAPMAN AND CUTLER LLP

Thank you for using CSC. For real-time 24 hour access to the status of any order placed with CSC, access our website at [www.incspot.com](http://www.incspot.com).

If you have any questions concerning this order or IncSpot, please feel free to contact us.

DINA BAILEY  
[dibailey@cscinfo.com](mailto:dibailey@cscinfo.com)

The responsibility for verification of the files and determination of the information therein lies with the filing officer; we accept no liability for errors or omissions.

**TRADEMARK**  
**REEL: 004258 FRAME: 0676**

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
 U.C.C. FILING SECTION  
 FILED 11:17 AM 11/08/2006  
 INITIAL FILING NUM: 3296682 1  
 AMENDMENT NUMBER: 6390868 8  
 SRV: 061021495

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **32966821**      11/12/03

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT (full or partial):** Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in Items 6 and/or 7.

**CHANGE name and/or address:** Give current record name in Item 6a or 6b; also give new name (if name change) in Item 7a or 7b and/or new address (if address change) in Item 7c.       **DELETE name:** Give record name to be deleted in Item 6a or 6b.       **ADD name:** Complete Item 7a or 7b, and also Item 7c; also complete Items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME  
**ShanStar Biotech Inc.**

OR 6b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

7c. MAILING ADDRESS      CITY      STATE      POSTAL CODE      COUNTRY

7d. TAX ID #: SSN OR EIN      ADD'L INFO RE ORGANIZATION DEBTOR      7e. TYPE OF ORGANIZATION      7f. JURISDICTION OF ORGANIZATION      7g. ORGANIZATIONAL ID #, if any  NONE

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.  
 Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
**Wachovia Bank, National Association, as Administrative Agent**

OR 9b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX  
**JORGE A. GONZALEZ**  
**Managing Director**

10. **OPTIONAL FILER REFERENCE DATA**  
 To be filed with the Delaware Secretary of State **584965-10A26**

**CORPORATION SERVICE COMPANY**

www.incspot.com

CSC- Springfield  
801 Adlai Stevenson Drive  
Springfield, IL 62703  
217-544-5900  
217-492-2727 (Fax)

**Matter#** 1641901  
**Project Id :**  
**Additional Reference :** NOT PROVIDED

**Order#** 584965-11  
**Order Date** 11/08/2006

**Entity Name :** STAR REAL PROPERTY LLC (Debtor)/ WACHOVIA BANK NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT (Secured Party)

**Jurisdiction :** DE-SECRETARY OF STATE

**Request for :** UCC Filing  
**File Type :** TERMINATION FILING

**Original File Number :** 32966904  
**Original File date :** 11/12/2003

**Result :** Filed

**File Number :** 63908696  
**Filing Date :** 11/08/2006

Ordered by MS. ANDREA SERDIUK at CHAPMAN AND CUTLER LLP

Thank you for using CSC. For real-time 24 hour access to the status of any order placed with CSC, access our website at [www.incspot.com](http://www.incspot.com).

If you have any questions concerning this order or IncSpot, please feel free to contact us.

DINA BAILEY  
[dibailey@cscinfo.com](mailto:dibailey@cscinfo.com)

The responsibility for verification of the files and determination of the information therein lies with the filing officer; we accept no liability for errors or omissions.

**TRADEMARK**  
**REEL: 004258 FRAME: 0678**

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE  
U.C.C. FILING SECTION  
FILED 11:17 AM 11/08/2006  
INITIAL FILING NUM: 3296690 4  
AMENDMENT NUMBER: 6390869 6  
SRV: 061021497

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **32966904**      11/12/03

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT (full or partial):** Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 8.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

**CHANGE name and/or address:** Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  **DELETE name:** Give record name to be deleted in item 6a or 6b.  **ADD name:** Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME  
**Star Real Property LLC**

OR

6b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

7c. MAILING ADDRESS      CITY      STATE      POSTAL CODE      COUNTRY

7d. TAX ID #: SSN OR EIN      ADDL. INFO RE ORGANIZATION DEBTOR      7e. TYPE OF ORGANIZATION      7f. JURISDICTION OF ORGANIZATION      7g. ORGANIZATIONAL ID #, if any  NONE

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.

Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
**Wachovia Bank, National Association, as Administrative Agent**

OR

9b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX  
**JORGE A. GONZALEZ**  
**Managing Director**

10. **OPTIONAL FILER REFERENCE DATA**

To be filed with the Delaware Secretary of State **584965-11A26**





# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Mark R. O'Meara, Esq  
Chapman and Cutler LLP  
111 West Monroe Street  
Chicago, Illinois 60603

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 2003-17129 11/4/03

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes. Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
Cliffstar Corporation

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY

7d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box. Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
Wachovia Bank, National Association, as Administrative Agent

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

*[Signature]* JORGE A. GONZALEZ  
Managing Director

10. OPTIONAL FILER REFERENCE DATA  
To be filed with the Walla Walla County, Washington Real Estate Records

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT AMEN  
NATUCC3 423/01 C T System Online



2006-14487  
Page: 1 of 3  
12/05/2006 12:08P

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)  
2003-17129      11/4/03

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)  
12a. ORGANIZATION'S NAME  
Wachovia Bank, National Association, as Administrative Agent  
OR  
12b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME, SUFFIX

13. Use this space for additional information

**JORGE A. GONZALEZ**  
Managing Director  
**CONZALEZ**  
Managing Director

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Legal description: See Schedule 1 attached to and made a part hereof.

Debtor is Record Owner.



2006-14487  
Page: 2 of 3  
12/05/2006 12:08P

Walla Walla County, WA

UCT

## SCHEDULE I

### PARCEL A:

Block 1 of Bowman's Addition to the City of Walla Walla, according to the Official Plat thereof recorded in Volume C of Plats at Page 44, records of Walla Walla County.

### ALSO,

Beginning at a point in the North line of Block 2 of said Bowman's Addition to the City of Walla Walla, which point is 56 feet West, measured along said North line, from the Northeast corner of said Block 2, and running thence South, parallel to the East line of said Block 2, a distance of 193.86 feet to a point in the South line of said Block 2; thence West, along the South line of said Block 2, a distance of 168.7 feet to the Southwest corner of said Block 2; thence North, along the West line of said Block 2, a distance of 193.86 feet to the Northwest corner of said Block 2; thence East, along the North line of said Block 2, a distance of 168.7 feet to THE POINT OF BEGINNING.

### PARCEL B:

A piece or parcel of land situated in the Northwest Quarter of Section 19, Township 7 North, Range 36 East of the Willamette Meridian, in Walla Walla County, Washington, described as follows to wit:

Beginning at a point on the North line of Dell Avenue in the City of Walla Walla, that is 726 feet distant West of the point of intersection of said North line with the West line of Thirteenth Avenue North in said City; said point also being 30 feet North of the East and West center line of said Section 19; thence Northerly and parallel with said West line of Thirteenth Avenue North, a distance of 650 feet; thence Westerly and parallel with the East and West center line of Section 19, a distance of 1,000 feet; thence Southerly, parallel with the West line of Thirteenth Avenue North, a distance of 650 feet to a point that is 30 feet distant North of said East and West center line of Section 19; thence Easterly, parallel with said East and West center line of Section 19, a distance of 1,000 feet to THE POINT OF BEGINNING.

Situated in the City and County of Walla Walla, State of Washington.



2006-14487

Page: 3 of 3

12/05/2006 12:08P

Walla Walla County, WA

UCT

TRADEMARK  
REEL: 004258 FRAME: 0682

26CH09522



### UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

STEWART TITLE INSURANCE COMPANY  
300 EAST 42nd STREET, 4th FLOOR  
NEW YORK, NEW YORK 10017

CHAUTAUQUA COUNTY CLERK  
P.O. BOX 170 MAYVILLE NY  
UC 200600 0467  
11-29-2006 11:21 AM

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # UC2003000551 11/5/03

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
Star Real Property LLC

OR

6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

7d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 7e. TYPE OF ORGANIZATION 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any  NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
Wachovia Bank, National Association, as Administrative Agent

OR

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX  
JORGE A. GONZALEZ  
Managing Director

10. OPTIONAL FILER REFERENCE DATA  
To be filed with the Chautauqua County Clerk, New York Real Estate Records

11/28/07 11:00 L. PA. Roll 2 H. TRADEMARK REEL: 004258 FRAME: 0683

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)  
UC2003000551 11/5/03

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)

12a. ORGANIZATION'S NAME  
Wachovia Bank, National Association, as Administrative Agent

OR  
12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX  
JORGE A. GONZALEZ

13. Use this space for additional information  
Managing Director

CHAUTAUQUA COUNTY CLERK  
P.O. BOX 170 MAYVILLE NY  
UC 200600 0467

11-29-2006 11:21 AM DM

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Legal description: See Exhibit A attached hereto and made a part hereof.

Debtor is Record Owner.

SCHEDULE "A"

PARCEL A

ALL THAT TRACT OR PARCEL OF LAND situate in the City of Dunkirk, County of Chautauque and State of New York, more particularly described as follows:

BEGINNING in the northeasterly line of Franklin Avenue as now laid out and occupied at the point located North 52° 30' West (geodetic bearing) a distance of 795.78 feet along said northeasterly line of Franklin Avenue from the intersection thereof with the northwesterly line of Talcott Street as now laid out and occupied, said point of beginning also being the westerly corner of lands conveyed to County of Chautauque Industrial Development Agency (hereinafter referred to as "IDA") by Deed recorded in Liber 2351 of Deeds at page 432 in the Office of the Chautauque County Clerk; thence continuing North 52° 30' West a distance of 806.3 feet along said northeasterly line of Franklin Avenue to a deflection point therein; thence North 48° 54' 25" West a distance of 137.64 feet along said northeasterly line of Franklin Avenue to a point; thence North 78° 25' 00" East a distance of 19.33 feet along the westerly line of lands conveyed to Cliffstar Corporation (hereinafter referred to as "Cliffstar") by Deed recorded in Liber 2310 of Deeds at page 601 in the Office of the Chautauque County Clerk to a point of curve therein; thence northeasterly, northerly and northwesterly following a regular curve to the left having a radius of 10 feet an arc distance of 31.42 feet along said westerly line of said last mentioned Cliffstar lands to a point of tangent therein; thence South 78° 25' 00" West a distance of 24.90 feet along said westerly line of last mentioned Cliffstar lands to a point in the easterly line of Main Street as now laid out and occupied; thence North 11° 35' 00" West a distance of 20.98 feet along said easterly line of Main Street to the northwesterly corner of said last mentioned Cliffstar lands; thence North 78° 25' 00" East a distance of 210.00 feet along the northerly line of said last mentioned Cliffstar lands to a deflection point therein; thence South 11° 35' 00" East a distance of 35.19 feet along said northerly line of said last mentioned Cliffstar lands to a deflection point therein; thence North 78° 25' East a distance of 82.0 feet along said northerly line of said last mentioned Cliffstar lands and along the northerly line of lands conveyed to Cliffstar by Deed recorded in Liber 2440 of Deeds at page 67 in the Office of the Chautauque County Clerk to the southwesterly corner of lands conveyed to Cliffstar by Deed recorded in Liber 2052 of Deeds at page 523 in the Office of the Chautauque County Clerk; thence North 11° 35' West a distance of 15.0 feet along the westerly line of said last mentioned Cliffstar lands to the northwesterly corner thereof; thence North 78° 25' East a distance of 1003.3 feet along the northerly line of said last mentioned Cliffstar lands to a deflection point therein; thence North 77° 31' East a distance of 506.8 feet along said northerly line of said last mentioned Cliffstar lands to the northeasterly corner thereof, said last mentioned point also being located in the westerly line of railroad lands of the New York Central Lines LLC (now or formerly) (hereinafter referred to as "railroad lands"); thence southwesterly following a regular curve to the left having a radius of 493.34 feet and a chord bearing of South 56° 26' West an arc length of 41.66 feet along said westerly line of railroad lands to a point; thence continuing southwesterly along said regular curve to the left having a radius of 493.34 feet an arc distance of 27.88 feet along said westerly line of railroad lands to a point; thence continuing southwesterly along said regular curve to the left having a radius of 493.34 feet an arc distance of 259.982 feet along said westerly line of railroad lands to a point of tangent; thence South 20° 21' West a distance of 284.43 feet along said westerly line of railroad lands to a point of curve; thence southwesterly following a regular curve to the right having a radius of 344.27 feet an arc distance of 173.55 feet along said westerly line of railroad lands to a point; thence South 49° 14' West a distance of 67.6 feet along said westerly line of railroad lands to a point of

TRADEMARK

REEL: 004258 FRAME: 0685

curve; thence continuing southwesterly following a regular curve to the left having a radius of 374.27 feet an arc distance of 87.53 feet along said westerly line of railroad lands to a point of tangent; thence South 35° 50' West a distance of 114.55 feet along said westerly line of railroad lands to a point of curve; thence continuing southwesterly following a regular curve to the left having a radius of 374.27 feet an arc distance of 164.02 feet along said westerly line of railroad lands to a deflection point therein; thence South 31° 27' East a distance of 20.8 feet along said westerly line of railroad lands to a deflection point in the northeasterly line of said IDA lands; thence North 44° 17' West a distance of 64.0 feet along said northeasterly line of IDA lands to a deflection point therein; thence South 47° 08' West a distance of 72.0 feet along said northeasterly line of IDA lands to a deflection point therein; thence North 43° 09' West a distance of 244.2 feet along said northeasterly line of IDA lands to the northerly corner thereof; thence South 43° 00' West a distance of 164.3 feet along the northwesterly line of IDA lands to the point or place of beginning.

#### PARCEL B

ALL THAT TRACT OR PARCEL OF LAND situate in the City of Dunkirk, County of Chautauqua and State of New York, more particularly described as follows:

BEGINNING in the southwesterly line of Roberts Road as now laid out and occupied at the intersection thereof with the northwesterly line of Talcott Street as now laid out and occupied; thence North 59° 58' West (geodetic bearing) a distance of 379.7 feet along said southwesterly line of Roberts Road to the intersection thereof with the southeasterly line of railroad lands of CSX Transportation, Inc. (now or formerly) (hereinafter referred to as "CSX"); thence South 78° 25' West a distance of 271.26 feet along said southeasterly line of CSX lands to the intersection thereof with the easterly line of railroad lands of New York Central Lines LLC (now or formerly) (hereinafter referred to as "railroad lands"); thence southwesterly along said easterly line of last mentioned railroad lands following a regular curve to the left having a radius of 463.34 feet a chord bearing of South 39° 47' West and an arc distance of 310.656 feet along said easterly line of last mentioned railroad lands to a point of tangent; thence South 20° 21' West a distance of 211.99 feet along said easterly line of last mentioned railroad lands to the southwesterly corner of lands conveyed to Cliffstar Corporation (hereinafter referred to as "Cliffstar") by Deed recorded in Liber 1421 of Deeds at page 199 in the Office of the Chautauqua County Clerk; thence South 71° 34' East a distance of 108.50 feet along the southerly line of said last mentioned Cliffstar lands to the southeasterly corner thereof, said last mentioned point also being the southwesterly corner of lands conveyed to Cliffstar by Deed recorded in Liber 2145 of Deeds at page 108 in the Office of the Chautauqua County Clerk; thence South 70° 51' East a distance of 423.55 feet along said southerly line of last mentioned Cliffstar lands to the southeasterly corner thereof, said last mentioned point also being located in said northwesterly line of Talcott Street; thence North 37° 26' East a distance of 592.75 feet along said northwesterly line of Talcott Street to the point or place of beginning.

TOGETHER WITH the benefits of an easement appurtenant to PARCEL A and PARCEL B above for any sanitary or storm sewer pipes located on adjacent lands now or formerly owned by Kraft, Inc. granted in a Deed made by Kraft, Inc. to Cliffstar Corporation dated December 18, 1987 and recorded December 22, 1987 in Liber 2145 of Deeds at page 108.

TRADEMARK

REEL: 004258 FRAME: 0686

**SCHEDULE "A"**

**PARCEL A**

ALL THAT TRACT OR PARCEL OF LAND situate in the City of Dunkirk, County of Chautauqua and State of New York, being a part of Lot 18 in Township 6 and Range 12 of the Holland Land Company's Survey and more particularly described as follows:

BEGINNING in the easterly line of Main Street (formerly Lion Street) as now laid out and occupied (66 feet wide) at the intersection thereof with the southwesterly line of Franklin Avenue (formerly Railroad Avenue) as now laid out and occupied (75 feet wide); thence southerly a distance of 179 feet along said easterly line of Main Street to the intersection thereof with the southerly line of a strip of land conveyed from the City of Dunkirk to Manufacturers and Traders Trust Company by deed recorded in Liber 2404 of Deeds at page 906 in the Office of the Chautauqua County Clerk; thence easterly at an interior angle of  $90^{\circ} 07'$  a distance of 95.2 feet along said southerly line of Trust Company lands to a deflection point therein; thence northeasterly at an interior angle of  $144^{\circ} 32'$  a distance of 45.7 feet along said southerly line of Trust Company lands to the intersection thereof with said southwesterly line of Franklin Avenue; thence northwesterly at an interior angle of  $84^{\circ} 24'$  a distance of 202.2 feet along said southwesterly line of Franklin Avenue to the point or place of beginning.

**PARCEL B**

ALL THAT TRACT OR PARCEL OF LAND situate in the City of Dunkirk, County of Chautauqua and State of New York, being a part of Lot 18 in Township 6 and Range 12 of the Holland Land Company's Survey and more particularly described as follows:

BEGINNING in the easterly line of Main Street (formerly Lion Street) as now laid out and occupied (66 feet wide) at the point located 179 feet southerly along said easterly line of Main Street from the intersection thereof with the southwesterly line of Franklin Avenue (formerly Railroad Avenue) as now laid out and occupied (75 feet wide), said point of beginning also being located at the intersection of said



easterly line of Main Street with the southerly line of a strip of land conveyed from the City of Dunkirk to Manufacturers and Traders Trust Company by deed recorded in Liber 2404 of Deeds at page 906 in the Office of the Chautauqua County Clerk; thence continuing southerly a distance of 126.2 feet along said easterly line of Main Street to the intersection thereof with the northeasterly line of Ruggles Street (66 feet wide) as now or formerly laid out and occupied; thence southeasterly at an interior angle of  $139^{\circ} 07'$  a distance of 16.2 feet along said northeasterly line of Ruggles Street to an iron pin at the intersection thereof with the southeasterly line of lands conveyed to Gardner as Trustee by deed recorded in Liber 2106 of Deeds at page 576 in the Office of the Chautauqua County Clerk; thence northeasterly at an interior angle of  $89^{\circ} 48'$  a distance of 200 feet along said southeasterly line of Gardner lands to an iron pin at the intersection thereof with the said southwesterly line of Franklin Avenue; thence northwesterly at an interior angle of  $90^{\circ} 08'$  a distance of 44 feet along said southwesterly line of Franklin Avenue to the intersection thereof with said southerly line of Trust Company lands; thence southwesterly at an interior angle of  $95^{\circ} 36'$  a distance of 45.7 feet along said southerly line of Trust Company lands to a deflection point therein; thence westerly at an interior angle of  $215^{\circ} 28'$  a distance of 95.2 feet along said southerly line of Trust Company lands to the point or place of beginning.

TRADEMARK

REEL: 004258 FRAME: 0688

26Ch09521

# UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY.

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

STEWART TITLE INSURANCE COMPANY  
300 EAST 42nd STREET, 4th FLOOR  
NEW YORK, NEW YORK 10017

CHAUTAUQUA COUNTY CLERK  
P.O. BOX 170 MAYVILLE NY  
UC 200600 D451  
11-17-2006 2:57 AM PM

1. INITIAL FINANCING STATEMENT FILE # UC2003000553 11/5/03 THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

2.  **TERMINATION:** Effectiveness of the Financing Statement Identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.  
 3.  **CONTINUATION:** Effectiveness of the Financing Statement Identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT (All or part):** Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.  
 5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in Items 6 and/or 7.  
 **CHANGE name and/or address:** Give current record name in Item 6a or 6b; also give new name if being changed in Item 7a or 7b and/or new address if address changed in Item 7c.  
 **DELETE name:** Give record name to be deleted in Item 6a or 6b.  
 **ADD name:** Complete Item 7a or 7b, and also Item 7c; also complete Items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**  
 6a. ORGANIZATION'S NAME  
 Cliffsar Corporation  
 OR  
 6b. INDIVIDUAL'S LAST NAME

7. **CHANGED (NEW) OR ADDED INFORMATION:**  
 7a. ORGANIZATION'S NAME  
 OR  
 7b. INDIVIDUAL'S LAST NAME

7c. MAILING ADDRESS  
 7d. TAX ID #: SSN OR EIN  
 ADDL INFO FOR ORGANIZATION DEBTOR  
 7e. TYPE OF ORGANIZATION  
 7f. JURISDICTION OF ORGANIZATION  
 7g. ORGANIZATIONAL ID #, if any

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.  
 Describe collateral  deleted or  added, or give entire  restricted collateral's description, or describe collateral  assigned.  NONE

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment; if this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing the Amendment.)  
 9a. ORGANIZATION'S NAME  
 Wachovia Bank, National Association, as Administrative Agent  
 OR  
 9b. INDIVIDUAL'S LAST NAME  
 FIRST NAME  
 GEORGE A. GONZALEZ  
 Assigning Director  
 SUFFIX

10. **OPTIONAL FILER REFERENCE DATA**  
 To be filed with the Chautauqua County Clerk, New York Real Estate Records

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC9) (REV. 07/20/08)  
 NATUCC9-02/01 C.T. System Online

11/14 5:00 PM RE

7/6/99

DC + POM LANT5 R12

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

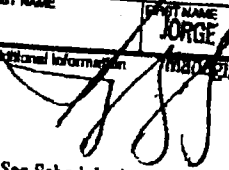
**FOLLOW INSTRUCTIONS (Type and Date) CAREFULLY**

11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)  
UC2003000553 11/5/03

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)  
12a. ORGANIZATION'S NAME  
Wachovia Bank, National Association, as Administrative Agent

OR  
12b. INDIVIDUAL'S LAST NAME  
12c. INDIVIDUAL'S FIRST NAME  
12d. INDIVIDUAL'S MIDDLE NAME, SUFFIX  
JORGE GONZALEZ  
Managing Director

13. Use this space for additional information.



CHAUTAUQUA COUNTY CLERK  
P.O. BOX 170 MAYVILLE NY  
UC 200600 0451  
11-17-2006 2:57 AM (PM)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Legal description: See Schedule A attached hereto and made a part hereof.

Debtor is Record Owner.

**EXHIBIT A  
LEGAL DESCRIPTION**

**TRACT I (Parking Lot Parcel)**

ALL that tract or parcel of land, situate in the City of Dunkirk, County of Chautauqua and State of New York and being a part of Block 527 and more particularly described as follows:

COMMENCING at a point on the westerly line of Franklin Avenue (formerly known as Railroad Avenue) 45 feet southerly from the intersection of said line with the southerly line of Wright Street; continuing

THENCE southerly along the westerly line of Franklin Avenue (formerly known as Railroad Avenue) 45 feet;

THENCE westerly and parallel with Wright Street 100 feet;

THENCE northerly and parallel with Franklin Avenue (formerly known as Railroad Avenue) 45 feet;

THENCE easterly and parallel with Wright Street 100 feet to the westerly line of Franklin Avenue (formerly known as Railroad Avenue) at the point of beginning, being a parcel of land 45 feet front on the west side of Franklin Avenue (formerly known as Railroad Avenue) and extending westerly the same width 100 feet.

**TRACT II (M& T Building Parcel)**

**PARCEL A**

ALL that tract or parcel of land, situate in the City of Dunkirk, County of Chautauqua and State of New York, being a part of Lot 18 in Township 6 and Range 12 of the Holland Land Company's Survey and more particularly described as follows:

BEGINNING in the easterly line of Main Street (formerly Lion Street) as now laid out and occupied at the intersection thereof with the southwesterly line of Franklin Avenue (formerly Railroad Avenue) as now laid out and occupied;

THENCE southerly a distance of 179 feet along said easterly line of Main Street to the intersection thereof with the southerly line of a strip of land conveyed from the City of Dunkirk to Manufacturers and Traders Trust Company by deed recorded in Liber 2404 of Deeds at page 906 in the Office of the Chautauqua County Clerk;

THENCE easterly at an interior angle of 90 degrees 07 minutes a distance of 95.2 feet along said southerly line of Trust Company lands to a deflection point therein;

THENCE northeasterly at an interior angle of 144 degrees 32 minutes a distance of 45.7 feet along said southerly line of Trust Company lands to the intersection thereof with said southwesterly line of Franklin Avenue;

THENCE northwesterly at an interior angle of 84 degrees 24 minutes a distance of 202.2 feet along said southwesterly line of Franklin Avenue to the point or place of BEGINNING.

#### PARCEL B

ALL that tract or parcel of land, situate in the City of Dunkirk, County of Chautauqua and State of New York, being a part of Lot 18 in Township 6 and Range 12 of the Holland Land Company's Survey and more particularly described as follows:

BEGINNING in the easterly line of Main Street (formerly Lion Street) as now laid out and occupied at the point located 179 feet southerly along said easterly line of Main Street from the intersection thereof with the southwesterly line of Franklin Avenue (formerly Railroad Avenue) as now laid out and occupied, said point of beginning also being located at the intersection of said easterly line of Main Street with the southerly line of a strip of land conveyed from the City of Dunkirk to Manufacturers and Traders Trust Company by deed recorded in Liber 2404 of Deeds at page 906 in the Office of the Chautauqua County Clerk;

THENCE continuing southerly a distance of 126.2 feet along said easterly line of Main Street to the intersection thereof with the northeasterly line of Ruggles Street as now or formerly laid out and occupied;

THENCE southeasterly at an interior angle of 139 degrees 07 minutes a distance of 16.2 feet along said northeasterly line of Ruggles Street to an iron pin at the intersection thereof with the southeasterly line of lands conveyed to Gardner as Trustee by deed recorded in Liber 2106 of Deeds at page 576 in the Office of the Chautauqua County Clerk;

THENCE northeasterly at an interior angle of 89 degrees 48 minutes a distance of 200 feet along said southeasterly line of Gardner lands to an iron pin at the intersection thereof with the said southwesterly line of Franklin Avenue;

THENCE northwesterly at an interior angle of 90 degrees 08 minutes a distance of 44 feet along said southwesterly line of Franklin Avenue to the intersection thereof with said southerly line of Trust Company lands;

THENCE southwesterly at an interior angle of 95 degrees 36 minutes a distance of 45.7 feet along south southerly line of Trust Company lands to a deflection point therein;

THENCE westerly at an interior angle of 215 degrees 28 minutes a distance of 95.2 feet along said southerly line of Trust Company lands to the point or place of BEGINNING.

**TRACT III (Fredonia Parcel)**

ALL that tract or parcel of land, situate in the Village of Fredonia, Town of Pomfret, County of Chautauqua and State of New York, being part of Lot No. 24, Township 5, Range 12 of the Holland Land Company's Survey and being Lot 22, the north half of Lot 23 and the south 110 feet of Lot 21 as shown on a map entitled "Map of part of the White Estate Numbered Two", a copy of which map has been filed in the Chautauqua County Clerk's Office in Cabinet No. 2, Section H, being Map No. 41, further bounded and described as follows:

BEGINNING in the center of Water Street (formerly called Temple Street) at a point 1 chain (66 feet) north of the southwesterly corner of Lot 23 as laid down on "Map of part of White Estate Numbered Two" referred to above;

THENCE northwesterly along the center line of Water Street and along the westerly bounds of Lots 23, 22 and 21 according to said Map 308 feet to a point in the center line of Water Street 22 feet south of the northwest corner of said Lot 21, which point is also 110 feet northwesterly of the southwesterly corner of Lot 21;

THENCE northeasterly along a line parallel with the northwesterly line of Lot 21 and 22 feet southeasterly therefrom 381.48 feet (5 chains 78 links) to a point in the easterly line of Lot 21 which is 22 feet south of the northeast corner thereof;

THENCE southeasterly along the easterly line of Lots 21, 22 and 23, 308 feet to a point which is 1 chain (66 feet) northwesterly from the southeast corner of said Lot 23;

THENCE southwesterly along a line parallel with the southeast line of said Lot 23 and 66 feet northerly therefrom 381.48 feet to the center line of Water Street and the place of BEGINNING.

Excepting so much therefrom as lies in the bed of Water Street.

TOGETHER with the benefits of an Easement made by Nellie Palmieri to Fredonia Products Co., Inc. dated 5/19/34 and recorded 7/3/35 in Liber 616 of Deeds at page 244.



**LARRY WALKER**  
Auditor/Controller - Recorder

609 Stewart Title Company

RECORDING REQUEST  
STEWART TITLE OF C.

Doc#: 2006-0772963

Titles: 1 Pages: 4

Fees 17.00  
Taxes 0.00  
Other 1.00  
PRID \$18.00



**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

CLIFFSTAR CORPORATION  
One Cliffstar Avenue  
Dunkirk, NY 14048

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 1996-0385149 10/17/96

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT** (full or partial): Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
Also check one of the following three boxes and provide appropriate information in Items 6 and/or 7.

**CHANGE** name and/or address: Give current record name in Item 6a or 6b; also give new name (if name change) in Item 7a or 7b and/or new address (if address change) in Item 7c.  **DELETE** name: Give record name to be deleted in Item 6a or 6b.  **ADD** name: Complete Item 7a or 7b, and also Item 7c; also complete Items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME  
Cliffstar Corporation

OR

6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

7d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 7e. TYPE OF ORGANIZATION 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any  NONE

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.

Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
Marine Midland Bank

OR

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

10. **OPTIONAL FILER REFERENCE DATA**

To be filed with the San Bernardino County, California Real Estate Records

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)  
1996-0385149 10/17/96

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)

12a. ORGANIZATION'S NAME		
Marine Midland Bank		
OR		
12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Legal description: See Schedule I attached hereto and made a part hereof.

Debtor is Record Owner.



## SCHEDULE I

PARCEL "B" AS PER PLAT ATTACHED TO THAT CERTAIN CERTIFICATE OF COMPLIANCE FOR A LOT LINE ADJUSTMENT, LLA NO. 96-003, RECORDED NOVEMBER 22, 1996 AS FILE NO. 1996-0435326 OF OFFICIAL RECORDS, DESCRIBED AS FOLLOWS:

ALL OF PARCEL 1 OF PARCEL MAP NO. 4779, IN THE CITY OF FONTANA, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 44 OF PARCEL MAPS, PAGE 45, RECORDS OF SAID COUNTY, TOGETHER WITH A PORTION OF THE SOUTHWEST 1/4 OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 6 WEST, SAN BERNARDINO BASE AND MERIDIAN, AS DESCRIBED IN PARCEL NO. 4 OF THAT CERTAIN GRANT DEED TO SOUTHERN CALIFORNIA EDISON COMPANY, RECORDED IN BOOK 8320, PAGE 713, OFFICIAL RECORDS OF SAID COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A RECTANGULAR SHAPED PARCEL BOUNDED ON THE WEST BY THE EASTERLY LINE OF PARCEL NO. 1 OF SAID PARCEL MAP NO. 4779.

BOUNDED ON THE EAST BY THE WESTERLY LINE OF SAN BERNARDINO COUNTY FLOOD CONTROL DISTRICT RIGHT OF WAY, ALSO BEING THE WEST LINE OF THE EAST 75 FEET OF SAID SOUTHWEST 1/4 OF SECTION 33.

BOUNDED ON THE NORTH BY A LINE BEGINNING AT THE NORTHEAST CORNER OF PARCEL NO. 1 OF SAID PARCEL MAP NO. 4779; THENCE BEARING NORTH (RECORD SOUTH) 89 DEG. 52' 24" WEST, BEING THE EXTENSION OF THE NORTHERLY LINE OF SAID PARCEL NO. 1 TO THE WEST LINE OF THE EAST 75 FEET OF THE SOUTHWEST 1/4 OF SAID SECTION 33.

BOUNDED ON THE SOUTH BY A LINE BEGINNING AT THE SOUTHEAST CORNER OF SAID PARCEL NO. 1; THENCE BEARING SOUTH 89 DEG. 52' 24" EAST, BEING THE EXTENSION OF THE SOUTHERLY LINE OF SAID PARCEL NO. 1 TO THE WEST LINE OF THE EAST 75 FEET OF THE SOUTHWEST 1/4 OF SAID SECTION 33.

EXCEPTING FROM THE LANDS WITHIN SAID PARCEL 1 OF PARCEL MAP NO. 4779 ALL MINERALS AND ALL MINERAL RIGHTS OF EVERY KIND AND CHARACTER NOW KNOWN TO EXIST OR HEREAFTER DISCOVERED, INCLUDING WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, OIL AND GAS AND RIGHTS THERETO, TOGETHER WITH THE SOLE, EXCLUSIVE AND PERPETUAL RIGHT TO EXPLORE FOR, REMOVE AND DISPOSE OF SAID MINERALS BY ANY MEANS OR METHODS SUITABLE, BUT WITHOUT ENTERING UPON OR USING THE SURFACE OF THE LANDS HEREBY CONVEYED AND IN SUCH MANNER AS NOT TO DAMAGE THE SURFACE OF SAID LANDS OR TO INTERFERE WITH THE USE THEREOF, AS RESERVED IN THE DEED FROM UPLAND INDUSTRIES CORPORATION, A NEBRASKA CORPORATION, RECORDED FEBRUARY 28, 1979, IN BOOK 9632, PAGE 1169, OFFICIAL RECORDS.

ALSO EXCEPTING FROM THE LANDS WITHIN SAID PARCEL NO. 4 OF THE GRANT DEED RECORDED IN BOOK 8320, PAGE 713, OFFICIAL RECORDS, ALL MINERALS AND ALL MINERAL RIGHTS OF EVERY KIND AND CHARACTER NOW KNOWN TO EXIST OR HEREAFTER DISCOVERED, INCLUDING WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, OIL AND GAS AND RIGHTS THERETO, TOGETHER WITH THE SOLE, EXCLUSIVE AND PERPETUAL RIGHT TO EXPLORE FOR, REMOVE AND DISPOSE OF SAID

Frank Green, Title Officer



**LARRY WALKER**  
Auditor/Controller - Recorder

609 Stewart Title Company

RECORDING REQUEST  
STEWART TITLE OF CAL

Doc#: 2006-0772964

Titles: 1 Pages: 4

Fees 17.00  
Taxes 0.00  
Other 1.00  
PAID \$18.00



**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

CLIFFSTAR CORPORATION  
One Cliffstar Avenue  
Dunkirk, NY 14048

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 2003-0834779 11/5/03

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
Also check one of the following three boxes and provide appropriate information in Items 6 and/or 7.

CHANGE name and/or address: Give current record name in Item 6a or 6b; also give new name (if name change) in Item 7a or 7b and/or new address (if address change) in Item 7c.  DELETE name: Give record name to be deleted in Item 6a or 6b.  ADD name: Complete Item 7a or 7b, and also Item 7c; also complete Items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME  
Cliffstar Corporation

OR

6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

7d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 7e. TYPE OF ORGANIZATION 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
Wachovia Bank, National Association

OR

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX  
JORGE A. GOJIALEZ  
Managing Director

10. OPTIONAL FILER REFERENCE DATA  
To be filed with the San Bernardino County, California Real Estate Records

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)	
2003-0834779	11/5/03
12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 1b on Amendment form)	
12a. ORGANIZATION'S NAME	
Wachovia Bank, National Association	
OR	12b. INDIVIDUAL'S LAST NAME
	FIRST NAME
	MIDDLE NAME, SUFFIX
	Managing Director

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Legal description: See Schedule I attached hereto and made a part hereof.

Debtor is Record Owner.

## SCHEDULE I

PARCEL "B" AS PER PLAT ATTACHED TO THAT CERTAIN CERTIFICATE OF COMPLIANCE FOR A LOT LINE ADJUSTMENT, LLA NO. 96-003, RECORDED NOVEMBER 22, 1996 AS FILE NO. 1996-0435326 OF OFFICIAL RECORDS, DESCRIBED AS FOLLOWS:

ALL OF PARCEL 1 OF PARCEL MAP NO. 4779, IN THE CITY OF FONTANA, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 44 OF PARCEL MAPS, PAGE 45, RECORDS OF SAID COUNTY, TOGETHER WITH A PORTION OF THE SOUTHWEST 1/4 OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 6 WEST, SAN BERNARDINO BASE AND MERIDIAN, AS DESCRIBED IN PARCEL NO. 4 OF THAT CERTAIN GRANT DEED TO SOUTHERN CALIFORNIA EDISON COMPANY, RECORDED IN BOOK 8320, PAGE 713, OFFICIAL RECORDS OF SAID COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A RECTANGULAR SHAPED PARCEL BOUNDED ON THE WEST BY THE EASTERLY LINE OF PARCEL NO. 1 OF SAID PARCEL MAP NO. 4779.

BOUNDED ON THE EAST BY THE WESTERLY LINE OF SAN BERNARDINO COUNTY FLOOD CONTROL DISTRICT RIGHT OF WAY, ALSO BEING THE WEST LINE OF THE EAST 75 FEET OF SAID SOUTHWEST 1/4 OF SECTION 33.

BOUNDED ON THE NORTH BY A LINE BEGINNING AT THE NORTHEAST CORNER OF PARCEL NO. 1 OF SAID PARCEL MAP NO. 4779; THENCE BEARING NORTH (RECORD SOUTH) 89 DEG. 52' 24" WEST, BEING THE EXTENSION OF THE NORTHERLY LINE OF SAID PARCEL NO. 1 TO THE WEST LINE OF THE EAST 75 FEET OF THE SOUTHWEST 1/4 OF SAID SECTION 33.

BOUNDED ON THE SOUTH BY A LINE BEGINNING AT THE SOUTHEAST CORNER OF SAID PARCEL NO. 1; THENCE BEARING SOUTH 89 DEG. 52' 24" EAST, BEING THE EXTENSION OF THE SOUTHERLY LINE OF SAID PARCEL NO. 1 TO THE WEST LINE OF THE EAST 75 FEET OF THE SOUTHWEST 1/4 OF SAID SECTION 33.

EXCEPTING FROM THE LANDS WITHIN SAID PARCEL 1 OF PARCEL MAP NO. 4779 ALL MINERALS AND ALL MINERAL RIGHTS OF EVERY KIND AND CHARACTER NOW KNOWN TO EXIST OR HEREAFTER DISCOVERED, INCLUDING WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, OIL AND GAS AND RIGHTS THERETO, TOGETHER WITH THE SOLE, EXCLUSIVE AND PERPETUAL RIGHT TO EXPLORE FOR, REMOVE AND DISPOSE OF SAID MINERALS BY ANY MEANS OR METHODS SUITABLE, BUT WITHOUT ENTERING UPON OR USING THE SURFACE OF THE LANDS HEREBY CONVEYED AND IN SUCH MANNER AS NOT TO DAMAGE THE SURFACE OF SAID LANDS OR TO INTERFERE WITH THE USE THEREOF, AS RESERVED IN THE DEED FROM UPLAND INDUSTRIES CORPORATION, A NEBRASKA CORPORATION, RECORDED FEBRUARY 28, 1979, IN BOOK 9632, PAGE 1169, OFFICIAL RECORDS.

ALSO EXCEPTING FROM THE LANDS WITHIN SAID PARCEL NO. 4 OF THE GRANT DEED RECORDED IN BOOK 8320, PAGE 713, OFFICIAL RECORDS, ALL MINERALS AND ALL MINERAL RIGHTS OF EVERY KIND AND CHARACTER NOW KNOWN TO EXIST OR HEREAFTER DISCOVERED, INCLUDING WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, OIL AND GAS AND RIGHTS THERETO, TOGETHER WITH THE SOLE, EXCLUSIVE AND PERPETUAL RIGHT TO EXPLORE FOR, REMOVE AND DISPOSE OF SAID

Frank Green, Title Officer

MINERALS BY ANY MEANS OR METHODS SUITABLE, BUT WITHOUT ENTERING UPON OR USING THAT PORTION OF SAID LAND ABOVE A PLANE 500 FEET BELOW THE SURFACE OF SAID LAND, AND IN SUCH MANNER AS NOT TO DAMAGE THE SURFACE OF SAID LANDS OR INTERFERE WITH THE USE THEREOF, AS EXCEPTED AND RESERVED BY LAS VEGAS LAND AND WATER COMPANY, IN DEED RECORDED DECEMBER 3, 1973, AS INSTRUMENT NO. 169, OF SAID OFFICIAL RECORDS.

Frank Green, Title Officer

26CH09522

### UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

STEWART TITLE INSURANCE COMPANY  
300 EAST 42nd STREET, 4th FLOOR  
NEW YORK, NEW YORK 10017

CHAUTAUQUA COUNTY CLERK  
P.O. BOX 170 MAYVILLE NY  
UC 200600 0467  
11-29-2006 11:21 AM

18. INITIAL FINANCING STATEMENT FILE # UC2003000551 11/5/03 THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing the Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT (All or partial):** Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes. Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

**CHANGE** name and/or address: Give current record name in item 6a or 6b; also give new name (if name changed) in item 7a or 7b and/or new address (if address change) in item 7c.

**DELETE** name: Give record name to be deleted in item 6a or 6b.

**ADD** name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME  
Star Real Property LLC

OR

6b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY

7d. TAX ID #: SSN OR EIN

7e. TYPE OF ORGANIZATION  
ORGANIZATION DEBTOR

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.  
Describe collateral:  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.  NONE

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

6a. ORGANIZATION'S NAME  
Wachovia Bank, National Association, as Administrative Agent

OR

6b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX
JORGE A.	GONZALEZ	

10. OPTIONAL FILER REFERENCE DATA  
To be filed with the Chautauqua County Clerk, New York Real Estate Records  
Managing Director

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 07/29/98)  
NATUCC3 42301 C.T. System Online

9/16/87 UC9 6pg Red 2 #40 DC + DC L1876R12

**UCC FINANCING STATEMENT AMENDMENT ADDENDUM**

**FOLLOW INSTRUCTIONS (front and back) CAREFULLY**

11. INITIAL FINANCING STATEMENT FILE # (same as item 18 on Amendment form)  
 UC2003000551 11/5/03

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)  
 12a. ORGANIZATION'S NAME  
 Wachovia Bank, National Association, as Administrative Agent

CR 12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX  
 JORGE A. GONZALEZ  
 Managing Director

13. Use this space for additional information

CHAUTAUQUA COUNTY CLERK  
 P.O. BOX 170 MAYVILLE NY  
 UC 200600 0467  
 11-29-2006 11:21 AM

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Legal description: See Exhibit A attached hereto and made a part hereof.

Debtor is Record Owner.

SCHEDULE "A"

PARCEL A

ALL THAT TRACT OR PARCEL OF LAND situate in the City of Dunkirk, County of Chautauqua and State of New York, more particularly described as follows:

BEGINNING in the northeasterly line of Franklin Avenue as now laid out and occupied at the point located North 52° 30' West (geodetic bearing) a distance of 795.78 feet along said northeasterly line of Franklin Avenue from the intersection thereof with the northwesterly line of Talcott Street as now laid out and occupied, said point of beginning also being the westerly corner of lands conveyed to County of Chautauqua Industrial Development Agency (hereinafter referred to as "IDA") by Deed recorded in Liber 2351 of Deeds at page 432 in the Office of the Chautauqua County Clerk; thence continuing North 52° 30' West a distance of 806.3 feet along said northeasterly line of Franklin Avenue to a deflection point therein; thence North 48° 54' 25" West a distance of 137.64 feet along said northeasterly line of Franklin Avenue to a point; thence North 78° 25' 00" East a distance of 19.33 feet along the westerly line of lands conveyed to Cliffstar Corporation (hereinafter referred to as "Cliffstar") by Deed recorded in Liber 2310 of Deeds at page 601 in the Office of the Chautauqua County Clerk to a point of curve therein; thence northeasterly, northerly and northwesterly following a regular curve to the left having a radius of 10 feet an arc distance of 31.42 feet along said westerly line of said last mentioned Cliffstar lands to a point of tangent therein; thence South 78° 25' 00" West a distance of 24.90 feet along said westerly line of last mentioned Cliffstar lands to a point in the easterly line of Main Street as now laid out and occupied; thence North 11° 35' 00" West a distance of 20.98 feet along said easterly line of Main Street to the northwesterly corner of said last mentioned Cliffstar lands; thence North 78° 25' 00" East a distance of 210.00 feet along the northerly line of said last mentioned Cliffstar lands to a deflection point therein; thence South 11° 35' 00" East a distance of 35.19 feet along said northerly line of said last mentioned Cliffstar lands to a deflection point therein; thence North 78° 25' East a distance of 82.0 feet along said northerly line of said last mentioned Cliffstar lands and along the northerly line of lands conveyed to Cliffstar by Deed recorded in Liber 2440 of Deeds at page 67 in the Office of the Chautauqua County Clerk to the southwest corner of lands conveyed to Cliffstar by Deed recorded in Liber 2052 of Deeds at page 523 in the Office of the Chautauqua County Clerk; thence North 11° 35' West a distance of 15.0 feet along the westerly line of said last mentioned Cliffstar lands to the northwesterly corner thereof; thence North 78° 25' East a distance of 1003.3 feet along the northerly line of said last mentioned Cliffstar lands to a deflection point therein; thence North 77° 31' East a distance of 506.8 feet along said northerly line of said last mentioned Cliffstar lands to the northeasterly corner thereof, said last mentioned point also being located in the westerly line of railroad lands of the New York Central Lines LLC (now or formerly) (hereinafter referred to as "railroad lands"); thence southwest following a regular curve to the left having a radius of 493.34 feet and a chord bearing of South 56° 26' West an arc length of 41.66 feet along said westerly line of railroad lands to a point; thence continuing southwest along said regular curve to the left having a radius of 493.34 feet an arc distance of 27.88 feet along said westerly line of railroad lands to a point; thence continuing southwest along said regular curve to the left having a radius of 493.34 feet an arc distance of 259.982 feet along said westerly line of railroad lands to a point of tangent; thence South 20° 21' West a distance of 284.43 feet along said westerly line of railroad lands to a point of curve; thence southwest following a regular curve to the right having a radius of 344.27 feet an arc distance of 173.55 feet along said westerly line of railroad lands to a point; thence South 49° 14' West a distance of 67.6 feet along said westerly line of railroad lands to a point of

TRADEMARK

REEL: 004258 FRAME: 0703



curve; thence continuing southwesterly following a regular curve to the left having a radius of 374.27 feet an arc distance of 87.53 feet along said westerly line of railroad lands to a point of tangent; thence South 35° 50' West a distance of 114.55 feet along said westerly line of railroad lands to a point of curve; thence continuing southwesterly following a regular curve to the left having a radius of 374.27 feet an arc distance of 164.02 feet along said westerly line of railroad lands to a deflection point therein; thence South 31° 27' East a distance of 20.8 feet along said westerly line of railroad lands to a deflection point in the northeasterly line of said IDA lands; thence North 44° 17' West a distance of 64.0 feet along said northeasterly line of IDA lands to a deflection point therein; thence South 47° 08' West a distance of 72.0 feet along said northeasterly line of IDA lands to a deflection point therein; thence North 43° 09' West a distance of 244.2 feet along said northeasterly line of IDA lands to the northerly corner thereof; thence South 43° 00' West a distance of 164.3 feet along the northwesterly line of IDA lands to the point or place of beginning.

PARCEL B

ALL THAT TRACT OR PARCEL OF LAND situate in the City of Dunkirk, County of Chautauqua and State of New York, more particularly described as follows:

BEGINNING in the southwesterly line of Roberts Road as now laid out and occupied at the intersection thereof with the northwesterly line of Talcott Street as now laid out and occupied; thence North 59° 58' West (geodetic bearing) a distance of 379.7 feet along said southwesterly line of Roberts Road to the intersection thereof with the southeasterly line of railroad lands of CSX Transportation, Inc. (now or formerly) (hereinafter referred to as "CSX"); thence South 78° 25' West a distance of 271.26 feet along said southeasterly line of CSX lands to the intersection thereof with the easterly line of railroad lands of New York Central Lines LLC (now or formerly) (hereinafter referred to as "railroad lands"); thence southwesterly along said easterly line of last mentioned railroad lands following a regular curve to the left having a radius of 463.34 feet a chord bearing of South 39° 47' West and an arc distance of 310.656 feet along said easterly line of last mentioned railroad lands to a point of tangent; thence South 20° 21' West a distance of 211.99 feet along said easterly line of last mentioned railroad lands to the southwesterly corner of lands conveyed to Cliffstar Corporation (hereinafter referred to as "Cliffstar") by Deed recorded in Liber 1421 of Deeds at page 199 in the Office of the Chautauqua County Clerk; thence South 71° 34' East a distance of 108.50 feet along the southerly line of said last mentioned Cliffstar lands to the southeasterly corner thereof, said last mentioned point also being the southwesterly corner of lands conveyed to Cliffstar by Deed recorded in Liber 2145 of Deeds at page 108 in the Office of the Chautauqua County Clerk; thence South 70° 51' East a distance of 423.55 feet along said southerly line of last mentioned Cliffstar lands to the southeasterly corner thereof, said last mentioned point also being located in said northwesterly line of Talcott Street; thence North 37° 26' East a distance of 592.75 feet along said northwesterly line of Talcott Street to the point or place of beginning.

TOGETHER WITH the benefits of an easement appurtenant to PARCEL A and PARCEL B above for any sanitary or storm sewer pipes located on adjacent lands now or formerly owned by Kraft, Inc. granted in a Deed made by Kraft, Inc. to Cliffstar Corporation dated December 18, 1987 and recorded December 22, 1987 in Liber 2145 of Deeds at page 108.

easterly line of Main Street with the southerly line of a strip of land conveyed from the City of Dunkirk to Manufacturers and Traders Trust Company by deed recorded in Liber 2404 of Deeds at page 906 in the Office of the Chautauqua County Clerk; thence continuing southerly a distance of 126.2 feet along said easterly line of Main Street to the intersection thereof with the northeasterly line of Ruggles Street (66 feet wide) as now or formerly laid out and occupied; thence southeasterly at an interior angle of  $43^{\circ} 07'$  a distance of 16.2 feet along said northeasterly line of Ruggles Street to an iron pin at the intersection thereof with the southeasterly line of lands conveyed to Gardner as Trustee by deed recorded in Liber 2106 of Deeds at page 576 in the Office of the Chautauqua County Clerk; thence northeasterly at an interior angle of  $89^{\circ} 48'$  a distance of 200 feet along said southeasterly line of Gardner lands to an iron pin at the intersection thereof with the said southwesterly line of Franklin Avenue; thence northwesterly at an interior angle of  $90^{\circ} 08'$  a distance of 44 feet along said southwesterly line of Franklin Avenue to the intersection thereof with said southerly line of Trust Company lands; thence southwesterly at an interior angle of  $95^{\circ} 36'$  a distance of 45.7 feet along said southerly line of Trust Company lands to a deflection point therein; thence westerly at an interior angle of  $215^{\circ} 28'$  a distance of 95.2 feet along said southerly line of Trust Company lands to the point or place of beginning.

TRADEMARK

REEL: 004258 FRAME: 0705

26ch09522

### UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

STEWART TITLE INSURANCE COMPANY  
300 EAST 42nd STREET, 4th FLOOR  
NEW YORK, NEW YORK 10017

CHAUTAUQUA COUNTY CLERK  
P.O. BOX 170 MAYVILLE NY  
UC 2006000492  
12-12-2006 2:02 AM/PM

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # UC2003000552 11/5/03

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  **ASSIGNMENT (full or partial):** Give name of assignee in Item 7a or 7b and address of assignee in Item 7c; and also give name of assignor in Item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.  
Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

**CHANGE name and/or address:** Give current record name in Item 6a or 6b; also give new name (if name change) in Item 7a or 7b and/or new address (if address change) in Item 7c.  **DELETE name:** Give record name to be deleted in Item 6a or 6b.  **ADD name:** Complete Item 7a or 7b, and also Item 7c; also complete Items 7d-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME  
County of Chautauqua Industrial Development Agency

OR

6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

7d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 7e. TYPE OF ORGANIZATION 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any  NONE

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.  
Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME  
Wachovia Bank, National Association, as Administrative Agent

OR

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

10. **OPTIONAL FILER REFERENCE DATA**  
To be filed with the Chautauqua County Clerk, New York Real Estate Records