STATE OF KANSAS
UNIFORM COMMERCIAL CODE - FINANCING STATEMENT - FORM K-UCC-1

INSTRUCTIONS

1. Please type this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer, marked ATTENTION: UCC.
3. Enclose filing fee.
4. When filing is to be in more than one office, duplicate UCC-1 may be placed over this set to avoid double typing.
5. If the space provided for any item(s) on the form is inadequate, this item(s) should be continued on additional sheets, preferably 8" x 5".
6. When a copy of the security agreement is used as a financing statement, it is requested that it be accompanied by a completed but unsigned set of these forms.
7. At the time of original filing, filing officer should return third copy as an acknowledgement.

This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

1. Debtor(s) (Last Name first) and address(es)	2. Secured Party(ies) (or assignee) and address(es)	For Filing Office (Date, Time, Number and Filing Office):
DIVERSIFIED MOTEL PROPERTIES LIMITED PARTNERSHIP A MINNESOTA LIMITED PARTNERSHIP 227 W. 1ST STREET, SUITE 100 DULUTH, MN 55802 *Federal Employer Identification # below	MERCANTILE BANK OF LAWRENCE 900 MASSACHUSETTS LAWRENCE, KS 66044	DOUGLAS COUNTY REGISTER OF DEEDS FILED DOUGLAS COUNTY KANSAS 1996 JUL -8 PM 2:10 9012828 REGISTER OF DEEDS

*Federal Employer Identification #: LIMITED PARTNERSHIP:

3. A. This financing statement covers the following types (or items) of property: (Describe)
   See Attachment A

3. B. (If collateral is crops) The above described crops are growing or are to be grown on: (Describe real estate) _____

3. C. If applicable, the above (goods are to become fixtures on:) (timber is standing on:) (minerals or the like, including oil and gas, or accounts will be financed at the wellhead or minehead of the well or mine located on:) (Legal description of real estate) _____
   See Attachment A

(Name of record owner) ___ **DIVERSIFIED MOTEL PROPERTIES, LIMITED PARTNERSHIP**

4. Check **X** if products of Collateral are claimed **X** Proceeds of Collateral are also covered.

SEE ATTACHED SIGNATURE PAGE

By: _____
Signature(s) of Debtor(s)

MERCANTILE BANK OF LAWRENCE

By: _____
Signature(s) of Secured Party(ies) (or assignee)

FORM K-UCC-1--KANSAS UNIFORM COMMERCIAL CODE