

EXHIBIT "A"

All of the goods, equipment, furnishings, furniture, fixtures, chattels and articles of personal property, including, without limitation, all building materials and supplies, furnaces, boilers, oil burners, refrigeration, air conditioners and sprinkler systems, awnings, screens, window shades, motors, dynamos, incinerators, plants and shrubbery, and all other equipment, machinery, appliances, fittings and fixtures, whether personal property, inventory or fixtures, whether now owned or hereafter from time to time acquired by the Debtor, together with all substitutions, replacements, additions, attachments, accessories, accretions, their component parts thereto or thereof, all other items of like property and all accounts and contract rights covering or relating to any or all thereof, whether now in existence or located on, or used or usable in connection with, the operation of a daycare and preschool education center located on real estate described in Exhibit "B", attached hereto, and in addition thereto, Debtor hereby transfers, sets over and assigns to COMMERCE BANK OF KANSAS CITY, N.A. its successors and assigns, all rents, issues and profits of and from the premises from time to time accruing, under leases or tenancies granted by Debtor, as Lessor, now existing or hereafter created, provided, however, Debtor hereby reserves the right to receive and retain all such rents, issues, and profits so long as there is no default under the terms of a Security Agreement or any other loan documents.

EXHIBIT "B"

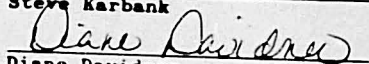
Lot 5, in Clinton Parkway Office Park, a Subdivision in the City of Lawrence, as shown by the recorded plat thereof, in Douglas County, Kansas.

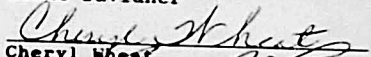
EXHIBIT "C"

LKL CO., a Kansas general partnership


Neil Karbank


Steve Karbank


Diane Davidner


Cheryl Wheat


Bernard B. Levine