

EXHIBIT A  
To UCC-1 Financing Statement

All of Debtor's personal property and fixtures, tangible or intangible, whether acquired by purchase, lease or otherwise, now owned or hereafter acquired including but not limited to the following:

1. all of Debtor's Inventory (as hereinafter defined) including all existing Inventory and all Inventory hereafter coming into existence, including but not limited to the Inventory set forth in Exhibit 1.8.1 of the Term Loan and Security Agreement;
2. all of Debtor's Accounts Receivable including all existing Accounts and all Accounts hereafter coming into existence;
3. all of Debtor's Contract Rights (as hereinafter defined) and general intangibles including but not limited to tax refunds, copyrights, license rights (including any computer software or firmware licenses and any rights under a software trust or escrow agreement), patent rights, franchise rights, trademarks and good will now existing or hereafter coming into existence;
4. all interest of Debtor now existing or hereafter arising in goods as to which an Account for goods sold or delivered has arisen (herein sometimes called "Goods");
5. all notes, drafts, acceptances, instruments, documents of title, policies and certificates of insurance, chattel paper, guaranties and securities now or hereafter received by Debtor or in which Debtor has or acquires an interest in connection with its Inventory, Accounts, Contract Rights, Equipment and Fixtures;
6. all of Debtor's Equipment and Fixtures, (as both are hereinafter defined) including existing Equipment and Fixtures and all Equipment and Fixtures hereafter coming into existence, including, but not limited to the Equipment and Fixtures listed in Exhibit 1.8.6 of the Term Loan and Security Agreement;
7. all stocks, bonds or other securities owned by the Debtor (and any dividends, earnings or distributions with respect to same), including but not limited to those listed in Exhibit 1.8.7 of the Term Loan and Security Agreement;