

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

3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)

National Record Mart, Inc.
507 Forest Avenue
Carnegie, PA 15106

2. Secured Party(ies) and address(es)

Shawmut Capital Corporation
200 Glastonbury Boulevard
Glastonbury, CT 06033

For Filing Officer (Date, Time,
Number, and Filing Office)

FILED 010666
DOUGLAS COUNTY KANSAS
1995 MAY -8 PM 1:49
SUE NEUSTIFTER
REGISTERED CLERK

4. This financing statement covers the following types (or items) of property:

See Exhibit "A" attached hereto.

5. Assignee(s) of Secured Party and
Address(es)

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check if so)

already subject to a security interest in another jurisdiction when it was brought into this state.

which is proceeds of the original collateral described above in which a security interest was perfected:

Filed with:

Douglas County
Register of Deeds

Check if covered: Proceeds of Collateral are also covered. Products of Collateral are also covered. No. of additional Sheets presented: 2

National Record Mart, Inc.

By:

Meresa Carlini
Signature(s) of Debtor(s)

Sr VP/CEO
Title

By:

Signature(s) of Secured Party(ies)

Title

(1) Filing Officer Copy-Alphabetical

STANDARD FORM - FORM UCC-1.

(For Use In Most States)