

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

1. Debtor(s) (Last Name First) and address(es)
ROCKY MOUNTAIN CHOCOLATE FACTORY
48-1139172
Lawrence Riverfront Plaza Factory
Outlets, 1 River Front Plaza #313
Lawrence, Kansas 66044

2. Secured Party(ies) (or assignee) and address(es):
METCALF STATE BANK
P.O. BOX 4249
OVERLAND PARK, KS 66204

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

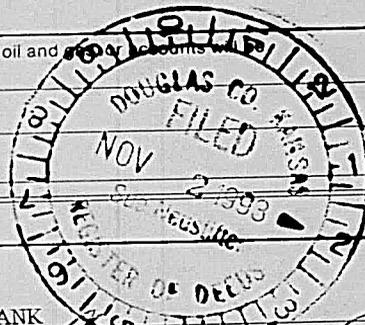
9 007614

3. A. This financing statement covers the following types (or items) of property: (Describe) All machinery & equipment, furniture & fixtures, inventory and all present and future accounts receivable, proceeds arising therefrom chattel paper, contract rights and general intangibles, however evidenced or acquired, now owned, purchased with loan proceeds and hereafter acquired, and all additions and accessions thereto.

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, and geothermal deposits) (Legal description of real estate) financed at the wellhead or minehead of the well or mine located on: (Name of record owner)

4. Check if covered; Products of collateral are also covered.



ROCKY MOUNTAIN CHOCOLATE FACTORY

METCALF STATE BANK

By: *[Signature]*
Daniel McDonough

By: *[Signature]*
Kelly McDonough

By: *[Signature]*
Signature(s) of Secured Party(ies) (or assignee)

Form Approved by

[Signature]
Secretary of State

- 1) White: Filing Officer — Alphabetical
- 2) Green: Filing Officer — Numerical
- 3) Canary: Filing Officer — Acknowledgement
- 4) Pink: File Copy — Secured Party(ies)
- 5) Gold: File Copy — Debtor(s)

Form K-UCC-1 Kansas Uniform Commercial Code.

FORM K-450
B & C INC.
2820 ROE LANE
KANSAS CITY, MO 66103

(1) FILING OFFICER COPY—ALPHABETICAL