Uniform Commercial Code — Financing Statement — Form UCC-1

DCAT 38775

1. Type form. 2. If space is inadequate continue on additional sheet. 3. Enclose filing fee.

4. Fixings in the Secretary of State's Office must contain either the debtor's federal employer identification number or social security number.

	Prepaid account number
Debtor (if individual, last name first) and address:	Debtor (if individual, last name first) and address:
Southpointe I Limited Partnership	
5600 West 95th Street, Suite 310	
Overland Park, Kansas 66207	
FEIN 48 - 1057562 or SSN	FEIN or SSN
2. Socured Party and address (there may be more than each)	For filing officer
Secured Party and address (there may be more than one): (Type information inside gray area)	9009895
Royal Neighbors of America	F'LED
230 Sixteenth Street Rock Island, IL 61201	DOUGLAS COUNTY KARISAS
	1994 DEC - 1 AM 10: 54
	SUE NEUSTIFTER
	REGISTER OF DEEDS
3. Assignee and address if applicable	
4. Mark, if applicable: [] Products of collateral are also covered	[] The debtor is a transmitting utility
5. (a) This financing statement covers the following types (or items) of pro-	operty: (Describe)
See Exhibit A and A-1	
(b) If collateral is crops, the above described crops are growing or are to	be grown on: (Describe real estate)
(c) If applicable, the above (goods are to be come 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:) (La	gal description of real estate) See Exhibit B.
Name of record owner: Southpointe I Limited Part	nership
 If filing without debtor signature items a, b, c or d must be marked: a. [] Collateral already subject to a security interest in anoth 	er jurisdiction when it was brought into this state, or when the debtor's
location is changed to this state. b. [] Collateral is proceeds of the original collateral in which	a security interest was perfected
c. [] Collateral as to which the filing has lapsed. d. [] The filing covers collateral acquired after a change of n	ame identity or corporate structure of debtor
SOUTHROINTE I LIMITED PARTNERSHIP	2
(Just And G.P.	11.00
By: Jerry J. Signature of Debtor Miller, general partner	Signature of Secured Party (or assignee)
Signature of Debtor	Signature of Secured Party (or assignee)
	, and the same of