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WINSTON-SALEM

1. DEBTOR (LAST NAME FIRST—IF AN INDIVIDUAL) U-FILL'ER-UP, INC.		1A. SOCIAL SECURITY OR FEDERAL TAX NO.	
1B. MAILING ADDRESS 7840 Silas Creek Parkway,		1C. CITY, STATE Winston-Salem, No. Carolina	1D. ZIP CODE
2. ADDITIONAL DEBTOR (IF ANY) (LAST NAME FIRST—IF AN INDIVIDUAL) Same		2A. SOCIAL SECURITY OR FEDERAL TAX NO.	
2B. MAILING ADDRESS 3712 Old Battleground Road		2C. CITY, STATE Greensboro, North Carolina	2D. ZIP CODE 27408
3. DEBTOR'S TRADE NAMES OR STYLES (IF ANY)		3A. FEDERAL TAX NUMBER	
4. SECURED PARTY NAME TESORO GASOLINE MARKETING COMPANY MAILING ADDRESS 9201 West Olympic Boulevard CITY Beverly Hills STATE CA ZIP CODE 90212		4A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	
5. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE		5A. SOCIAL SECURITY NO., FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.	
6. This FINANCING STATEMENT covers the following types or items of property (include description of real property on which located and owner of record when required by instruction 4). ALL EQUIPMENT, FIXTURES, IMPROVEMENTS AND PROPERTY DESCRIBED ON EXHIBIT "A" ATTACHED HERETO AND LOCATED AT: 7840 Silas Creek Parkway, Winston-Salem, No. Carolina (LEGAL DESCRIPTION ATTACHED EXHIBIT "B") NOTE: THIS FILING IS FOR PURPOSES OF NOTICE ONLY. Named "Debtor" is Subtenant and named "Secured Party" is Sublessor pursuant to a SUBLEASE dated January 30, 1982.			
FIXTURES			
7. CHECK IF APPLICABLE <input checked="" type="checkbox"/>	7A. <input type="checkbox"/> PRODUCTS OF COLLATERAL ARE ALSO COVERED	7B. DEBTOR(S) SIGNATURE NOT REQUIRED IN ACCORDANCE WITH INSTRUCTION 5 (a) ITEM: <input type="checkbox"/> (1) <input type="checkbox"/> (2) <input type="checkbox"/> (3) <input type="checkbox"/> (4)	
8. CHECK IF APPLICABLE <input checked="" type="checkbox"/>	8. DEBTOR IS A "TRANSMITTING UTILITY" IN ACCORDANCE WITH UCC § 9105 (1) (a) <input type="checkbox"/>		
9. SIGNATURE(S) OF DEBTOR(S) U-FILL'ER-UP, INC. TYPE OR PRINT NAME(S) OF DEBTOR(S) TESORO GASOLINE MARKETING COMPANY TYPE OR PRINT NAME(S) OF SECURED PARTY(IES)		DATE: 1-30-82 Title: [Signature] Title: TESORO GASOLINE MARKETING COMPANY Title: TESORO GASOLINE MARKETING COMPANY	10. THIS SPACE FOR USE OF FILING OFFICER (DATE, TIME, FILE NUMBER AND FILING OFFICER) FILED EUNICE AYERS REGISTER OF DEEDS FORSYTH COUNTY, N.C. APR 22 8 57 AM '82 #5.00 PD. #2.00 FIX 126295
11. Return copy to: NAME <input type="checkbox"/> TESORO GASOLINE MARKETING COMPANY ADDRESS <input type="checkbox"/> c/o FAGAN & KLUGMAN, A Law Corp. CITY <input type="checkbox"/> 8920 Wilshire Boulevard STATE <input type="checkbox"/> Beverly Hills, CA 90211 ZIP CODE <input type="checkbox"/> Attn: Laurence S. Klugman, Esq.		FORM UCC-1—FILING FEE \$3.00 Approved by the Secretary of State	

BOOK 1360P 1395

DIGAS GAS STATION #551
7840 SILAS CREEK PKWY EXT.
WINSTON-SALEM, N.C. 27106

EXHIBIT "A"

3 - 12,000 GALLONS CAPACITY STORAGE TANKS
12 HOSES 4 SINGLE 4 TWIN PUMPS

#1/#2 Model #162L-2RC - Twin - APC Serial #099-162-34622
#3 Model #162L-RC-APC - Serial #099-162-34555
#4 Model #162L-RC-APC - Serial #099-162-34491
#5/#6 Model #162L-2RC-Twin APC Serial #099-162-34607
#7/#8 Model #162L-2RC-Twin-APC Serial #099-162-34602
#9 Model #162L-RC-APC Serial #099-162-34545
#10 Model #162L-RC-APC Serial #099-162-34556
#11/#12 Model #162L-2RC-Twin-APC Serial #109-162-34823

TOKHEIM (UL) LISTED - CONTROL CONSOLE
MODEL #179-12 SERIAL #109-179-01826

COMPUTER MODULE
#1) MODEL #98-8 SERIAL #109-98-02119
#2) MODEL #98-4 SERIAL #109-98-02129

SPEEDAIRE AIR COMPRESSOR
MODEL #22499 SERIAL #12059-211875

AIR AND WATER HOSE GUARDIAN
MODEL #50

TWO (2) FLOOR MODEL SAFES
#1) MODEL #V812 SERIAL #13665
#2) MODEL #V1217DF2K SERIAL #13667

LATHEM TIME CLOCK - MODEL #2151 SERIAL #A132010

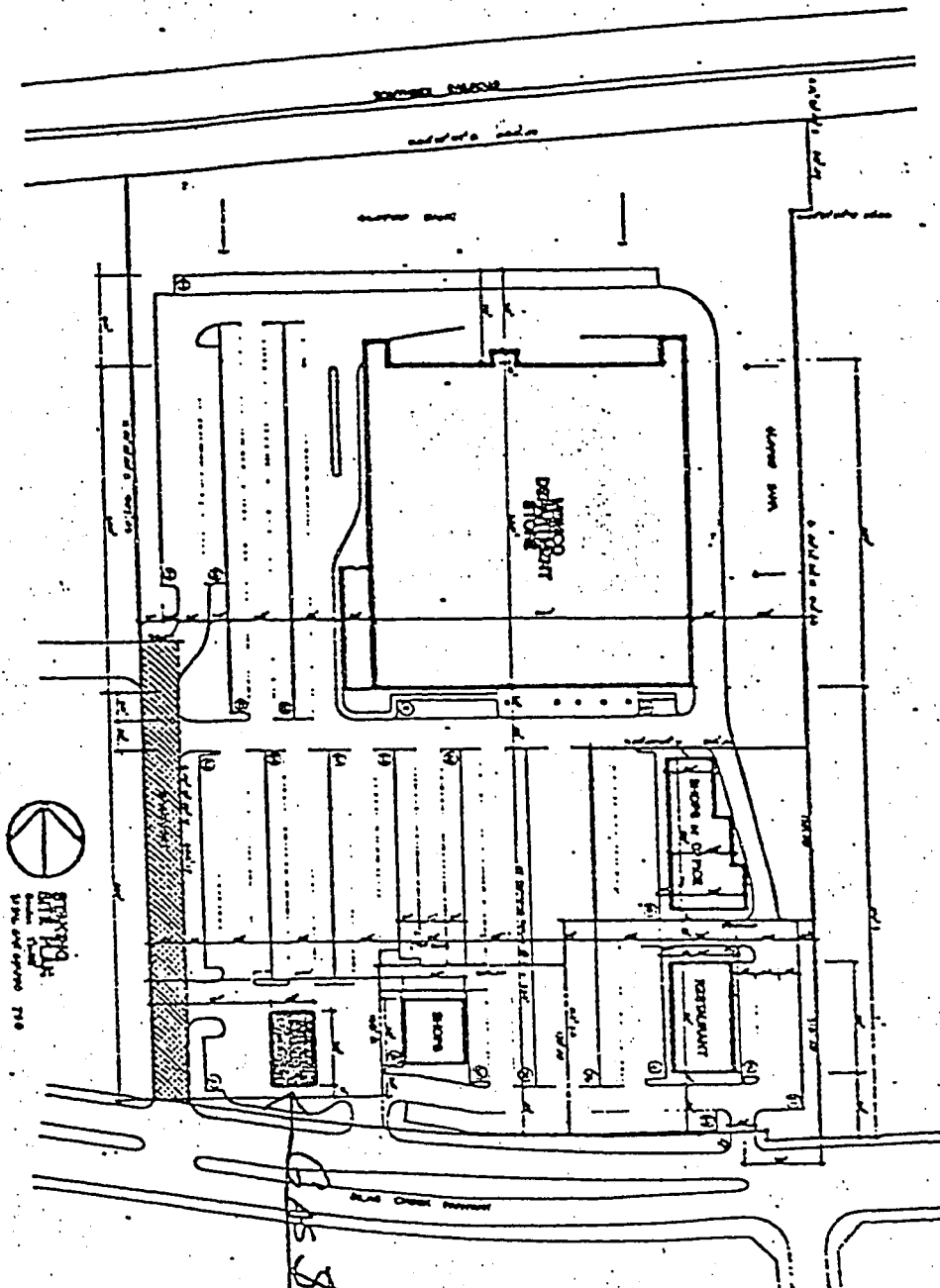
PA SYSTEM TALK-A-PHONE MODEL #K-ML-5-MASTER SERIAL #25010


DUO-THERM LUXURY LINE HEAT AND AIR CONDITION

UNITREX CLASSIC 30 ADDING MACHINE
MODEL #AC117V60HZ 14W02A SERIAL #M77K74360

Dated: February 1, 1982.

8001360P1396





 NORTH
 175° 00' 00"

House # 562
 Winston-Salem, NC.

Gas Station 3,340 sq. ft.

562
 205


 EXHIBIT B