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| This FINANCING STATEMENT is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code.                                                                                                                                                                                                                                                                                                                                              |                                                                                                                   | No. of Additional Sheets Presented: | 3. Maturity Date (Optional):                                                                                                                                                                                                                           |
| 1. Debtor(s) (Last Name First) and Address(es):<br>Terry B. Goodin<br>Dinner Bell Restaurant<br>7310 Highway 65<br>Belews Creek, N. C. 27009                                                                                                                                                                                                                                                                                                               | 2. Secured Party(ies) Name(s) And Address(es):<br>U-Fill'er-Up, Inc.<br>P. O. Box 9718<br>Greensboro, N. C. 27408 |                                     | 4. For Filing Officer: Date, Time, File No.<br>Office:<br>JUL 1 12 45 PM '77<br>FILED EUNICE AYER<br>REGISTER OF DEEDS<br>FORSYTH COUNTY, N. C.<br>084943                                                                                              |
| 7. This Financing Statement covers the following types or items of collateral:<br>(Describe real estate, including record owner if item 6 is applicable)<br>1. All gasoline inventory and the proceeds from sales thereof. (Gasoline sold on consignment)<br>2. Gasoline pumps, remote consoles, gasoline signs, gasoline lights, and related gasoline equipment.                                                                                          |                                                                                                                   |                                     | 5. Assignment of Secured Party, Address(es):                                                                                                                                                                                                           |
| <input checked="" type="checkbox"/> Proceeds- <input type="checkbox"/> Products of the collateral are also covered.<br>8. Signatures: <input type="checkbox"/> If debtor's signature omitted pursuant to G. S. 25-9-402 (2), indicate reason.<br>DINNER BELL RESTAURANT<br>By <u>Terry Goodin</u> Debtor(s) <input type="checkbox"/> or Assignor(s)<br>By <u>[Signature]</u> U-FILL'ER-UP, INC. Secured Party(ies) <input type="checkbox"/> or Assignee(s) |                                                                                                                   |                                     | 6. <input type="checkbox"/> The described crops are growing or to be grown on the real property described in item 7.<br><br><input checked="" type="checkbox"/> The described goods are or are to be affixed to the real property described in item 7. |
| FINANCING STATEMENT                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                   |                                     | Standard Form Approved by ALL STATES SHOWN ON STUB UCC 1                                                                                                                                                                                               |

(1) Filing Officer Copy - Numerical

BOOK 1207P 1147