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2006 JAN -3 AM 9:00

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)
 Michael A. Piette, Esq. 716-250-1801

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Michael A. Piette, Esq.
 c/o Jaecle Fleischmann & Mugel, LLP
 Centerpointe Corporate Park
 400 Essjay Road, Suite 320
 Williamsville, NY 14221

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
 927-937 WASHINGTON STREET, LLC

OR 1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 901 Washington Street Buffalo NY 14203 USA

ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION
 limited liability compan New York

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR 2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
 THE JOHN R. OISHEI FOUNDATION

OR 3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 One HSBC Center, Suite 3650 Buffalo NY 14203 USA

4. This FINANCING STATEMENT covers the following collateral:

All personal property of every kind and description now or hereafter owned by the Debtor or in which the Debtor has an interest (but only to the extent of such interest), situated or to be situated upon or used or intended for use, in connection with the real property (the "Real Estate") commonly known as 927 through 945 Washington Street, Buffalo, New York, together with any renewals, replacements, or additions thereto or substitutions therefor, as well as all proceeds thereof, whether now or hereafter existing, including, without limitation the following (collectively, the "Personal Property"): A. EQUIPMENT, PLANS, ETC.: All of the Debtor's interest in and to all Equipment, Fixtures, Goods, Accessions, materials, supplies, furnishings, Accounts, choses in action, contract rights, Documents, Instruments, Chattel Paper, plans and specifications, reports, studies, professional or technical work product, shop drawings, survey, soil studies, permits, licenses, approvals, warranties, and General Intangibles, located at, arising from, relating to, or used in connection with the Real Estate; B. PROCEEDS: All proceeds (including, without limitation, insurance and condemnation proceeds) as well as all interest earned thereon, paid for any damage done to the Real Estate, or any part thereof, or for any portion thereof appropriated or otherwise taken by a governmental authority, agency, or entity;

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS Attach Addendum 7. Check to REQUEST SEARCH REPORT (S) on Debtor(s) (optional) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA New York State Secretary of State

FILING NUMBER: 200601030000228

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UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME 927-937 WASHINGTON STREET, LLC			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID # (IL only)
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12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

13. This FINANCING STATEMENT covers timber to be cut or as-extracted collateral, or is filed as a fixture filing.

14. Description of real estate:

927 through 945 Washington Street
Buffalo, New York 14203
SBL No. 100.79-4-23.1 -and - 100.79-4-16.1

16. Additional collateral description:

C. RENTS AND CONTRACTS: All of the Debtor's right, title and interest in and to all leases or other agreements for the use or occupancy of all or any portion of the Real Estate and all rents, security deposits, guarantees, and other proceeds and benefits of such leases and other agreements, as well as any sales contracts (including any deposit funds paid thereunder), in each case relating to or arising from the Real Estate;

D. RECORDS AND GOODWILL: All trademarks, telephone numbers, goodwill, general intangibles, and other similar property as well as all records and books of account, in each case relating to the Debtor's ownership or operation of the Real Estate; and All capitalized terms in the foregoing subparagraphs shall have the same meanings as defined in the Uniform Commercial Code.

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.
Debtor is a Trust or Trustee acting with respect to property held in trust or Decedent's Estate

18. Check only if applicable and check only one box.
 Debtor is a TRANSMITTING UTILITY
 Filed in connection with a Manufactured-Home Transaction — effective 30 years
 Filed in connection with a Public-Finance Transaction — effective 30 years