

540990

2004 JUL 23 PM 12:00

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

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CSC 45 DRAW DOWN

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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

OR 1b. INDIVIDUAL'S LAST NAME

Manafort

FIRST NAME

Kathleen

MIDDLE NAME

B.

SUFFIX

1c. MAILING ADDRESS

9357 Mount Vernon Circle

CITY

Alexandria

STATE

VA

POSTAL CODE

22309

COUNTRY

USA

ADD'L INFO RE
ORGANIZATION
DEBTOR

1e. TYPE OF ORGANIZATION

1f. JURISDICTION OF ORGANIZATION

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)) - Insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME

THOMAS J. BARRACK, JR., Trustee, or his successor in trust, U/D/T dated March 15,
1990, and any amendments thereto

OR 3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS 1999 Avenue of the Stars, Suite
1200

CITY

Los Angeles

STATE

CA

POSTAL CODE

90067

COUNTRY

USA

4. This FINANCING STATEMENT covers the following collateral:

All personal and fixture property of any type or nature related to or located on the real property described in Exhibit A attached hereto and made a part hereof in which Debtor now has or hereafter acquires an interest.

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 (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)	8. OPTIONAL FILER REFERENCE DATA	Barrack/Manafort (081695/00017) 174 Jobs Lane, Bridgehampton, NY			
NY-SOS			897921-1			

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

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801 Adlai Stevenson Drive
Springfield, IL 62703-4261

FILING NUMBER: 200407230762208

Exhibit **540990**

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174 Jobs Lane, Bridgehampton
Suffolk County, New York

ALL that certain plot, piece or parcel of land, situated, lying and being at Mecox, in the Town of Southampton, County of Suffolk and State of New York, known and designated as Lot No. 2 on a certain subdivision map entitled, "Minor Subdivision Map for Gidney Farms", being more particularly bounded and described as follows:

BEGINNING at a point on the westerly side of Jobs Lane which point is situate South 49 degrees 15 minutes 00 seconds West 1730.17 feet more or less from the intersection of the southerly line of Mecox Road and the westerly line of Jobs Lane and which point is also situate 49.17 feet from the southerly line of land now or formerly of Niuta S. Titus;

RUNNING THENCE North 64 degrees 30 minutes 00 seconds West 569.18 feet;

RUNNING THENCE South 25 degrees 31 minutes 17 seconds West 348.78 feet to land now or formerly of S.H. Talmage; running thence along the last mentioned land North 64 degrees 28 minutes 43 seconds West 260.00 feet;

RUNNING THENCE North 25 degrees 31 minutes 17 seconds East 338.70 feet;

RUNNING THENCE along the area of a regular curve to the right, having a radius of 25.00 feet a distance of 39.26 feet;

THENCE South 64 degrees 30 minutes 00 seconds East 810.78 feet to the westerly side of Jobs Lane;

RUNNING THENCE along the westerly side of Jobs Lane South 49 degrees 15 minutes 00 seconds West, 16.39 feet to the point or place of BEGINNING;

TOGETHER WITH an easement in common with others for ingress and egress and public utility and like purposes over the following described parcel:

BEGINNING at a point on the westerly side of Jobs Lane which point is situate South 49 degrees 15 minutes 00 seconds West, 1681.00 feet more or less from the intersection of the southerly line of Mecox Road and the westerly line of Jobs Lane;

THENCE continuing along the westerly aside of Job Lane South 49 degrees 15 minutes 00 seconds West 32.78 feet;

RUNNING THENCE North 64 degrees 30 minutes 00 seconds West 810.78 feet;

RUNNING THENCE along the arc of a regular curve to the left having a radius of 25.00 feet, a distance of 28.97 feet;

RUNNING THENCE North 64 degrees 30 minutes 00 seconds West 17.09 feet;

RUNNING THENCE North 25 degrees 31 minutes 17 seconds East 45.00 feet to lands now or formerly of Ambrose V. Brennan;

RUNNING THENCE along the last mentioned land South 64 degrees 30 minutes 00 seconds East 863.98 feet to the point or place of BEGINNING.

SUBJECT TO an easement in common with others for ingress and egress and public utility and like purposes over the following described parcel:

Exhibit "A"

(continued) 540990

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BEGINNING at a point on the westerly side of Jobs Lane, which point is situate South 49 degrees 15 minutes 00 seconds West 1713.78 feet more or less from the intersection of the southerly line of Mecox Road and the westerly line of Jobs Lane and which point is also situate 32.78 feet from the southerly line of land now or formerly of Niuta S. Tites;

THENCE continuing along the westerly side of Jobs Lane South 49 degrees 15 minutes 00 seconds West, a distance of 16.39 feet;

RUNNING THENCE North 64 degrees 30 minutes and 00 seconds West 827.10 feet;

RUNNING THENCE along the arc of a regular curve to the right having a radius of 25.00 feet a distance of 28.97 feet;

RUNNING THENCE South 64 degrees 30 minutes 00 seconds East 810.78 feet to the westerly side of Jobs Lane and the point or place of Beginning.

TOGETHER WITH a right-of-way over the following premises:

Five foot pedestrian easement:

ALL that tract, piece or parcel of land, situate, lying and being in Mecox, Town of Southampton, being more particularly bounded and described as follows:

BEGINNING at a point on the property line between the property now or formerly of Ambrase V. Brennan and Parcel No. 4 as it appears on a Minor Subdivision of Property of Gidney Farms said point being North 64 degrees 30 minutes 00 seconds West 863.98 feet from a point formed by the intersection of the Westerly side of Jobs Lane and the northerly property Line of Gidney Farms;

RUNNING THENCE South 25 degrees 31 minutes 17 seconds West 5.00 feet to a point,

RUNNING THENCE North 64 degrees 30 minutes 00 seconds West 440.84 feet to a point on the easterly shore line of Swan Creek;

RUNNING THENCE by and with the easterly side of Swan Creek North 23 degrees 30 minutes 50 seconds East 5.00 feet to a point;

RUNNING THENCE along the northerly property line of Parcel No. 4 as it appears on the Minor Subdivision of Gidney Farms, South 64 degrees 30 minutes 00 seconds East 441.02 feet to the point or place of Beginning.