

200058

20150428 13:00

# UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A <input type="checkbox"/> NAME & PHONE OF CONTACT AT FILER [optional] <b>Joel Schechter 239-649-3128</b>
B <input type="checkbox"/> SEND ACKNOWLEDGMENT TO: (Name and Address)  <div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 0 auto;">           Joel Schechter            Cummings &amp; Lockwood LLC            3001 Tamiami Trail N., 4th Floor            Naples, FL 34103         </div>

CSC 50  
DRAW DOWN

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

1 <input type="checkbox"/> ORGANIZATION'S NAME				
OR				
1 <input type="checkbox"/> INDIVIDUAL'S LAST NAME <b>Wilson</b>		FIRST NAME <b>James</b>	MIDDLE NAME <b>Wayne</b>	SUFFIX
1 <input type="checkbox"/> MAILING ADDRESS <b>360 Furman St. Apt 529</b>		CITY <b>Brooklyn</b>	STATE <b>NY</b>	POSTAL CODE <b>11201</b>
1 <input type="checkbox"/> SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1 <input type="checkbox"/> TYPE OF ORGANIZATION	1 <input type="checkbox"/> JURISDICTION OF ORGANIZATION	1 <input type="checkbox"/> ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

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

2 <input type="checkbox"/> ORGANIZATION'S NAME				
OR				
2 <input type="checkbox"/> INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2 <input type="checkbox"/> MAILING ADDRESS		CITY	STATE	POSTAL CODE
2 <input type="checkbox"/> SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2 <input type="checkbox"/> TYPE OF ORGANIZATION	2 <input type="checkbox"/> JURISDICTION OF ORGANIZATION	2 <input type="checkbox"/> ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

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

3 <input type="checkbox"/> ORGANIZATION'S NAME <b>JPMorgan Chase Bank, N.A.</b>				
OR				
3 <input type="checkbox"/> INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3 <input type="checkbox"/> MAILING ADDRESS <b>IL1-1145/54/63, P.O. Box 6026</b>		CITY <b>Chicago</b>	STATE <b>IL</b>	POSTAL CODE <b>60680-6026</b>
				COUNTRY <b>USA</b>

4  This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto and made a part hereof.

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

6 <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS <input type="checkbox"/> Attach Addendum [if applicable]	7 <input type="checkbox"/> Check to REQUEST SEARCH REPORTS(S) on Debtor(s) [ADDITIONAL FEE] [optional] <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2
---	--

8  OPTIONAL FILER REFERENCE DATA

New York Secretary of State - UCN: James Wayne Wilson (021562178000); FAC ID: 201003196

606401-1 Kn 4

FILING OFFICE COPY - NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV 05/22/02)

FILING NUMBER: 201504280209760

606401-1

EXHIBIT A TO  
FORM UCC-1 FINANCING STATEMENT

Debtors: JAMES WAYNE WILSON  
Secured Party: JPMORGAN CHASE BANK, N.A.

This Financing Statement covers the following types (or items) of property of the Debtor, wherever located (the "Collateral"):

All of the Debtor's right, title and interest in, to and under the following:

- (a) any and all of such Debtor's Fund Interests;
- (b) any and all of the security entitlements and other rights, powers, privileges, remedies and interests of such Debtor in, to and under any of the Organizational Documents pertaining to the Fund Interests;
- (c) any and all advances, indebtedness and other amounts (including interest) directly owed to such Debtor by any Fund on account of the Fund Interests (but excluding, in any event, any management fees);
- (d) such Debtor's Collateral Account and any and all cash, securities, financial assets and other investment and other property now or at any time thereafter on deposit therein, credited thereto or payable thereon, and all instruments, documents and other writings evidencing such Debtor's Collateral Account; and
- (e) any and all accounts, instruments, investment property, financial assets, contract rights, warranties, litigation claims and rights, other general intangibles and books and records of such Debtor, in each case arising from or with respect to all or any part of any of the items described in the foregoing clauses (a), (b), (c) or (d).

in each case whether any of the foregoing items is now existing or hereafter acquired or created, whether owned beneficially or of record and whether owned individually, jointly or otherwise, together with the products and proceeds thereof, all payments and other distributions with respect thereto and any and all renewals, substitutions, modifications and extensions of any and all of the foregoing.

As used in this Financing Statement, capitalized terms not otherwise defined shall have the following meanings:

"Collateral Account" means the account maintained by the Debtor at the Secured Party that is set forth as the "Collateral Account" in the Debtor's summary loan agreement, together with any replacement account established and maintained by the Debtor with the Secured Party.

“Fund” shall mean each of the private investment companies managed by affiliates of WP and/or the general partner thereof, where the context so requires, (i) as to which the Debtor has purchased or refinanced the purchase of any Fund Interests with the proceeds of a loan under the credit facility made available by the Secured Party or (ii) otherwise designated by the Debtor as additional collateral that are acceptable to the Secured Party in its reasonable discretion.

“Fund Interests” shall mean, as to the Debtor, all of the partnership, membership or other interests of such Debtor in each Fund, whether any of the foregoing items is now existing or hereafter acquired or created, whether owned beneficially or of record and whether owned individually, jointly or otherwise, together with the products and proceeds thereof, all payments and other distributions with respect thereto and any and all renewals, substitutions, modifications and extensions of any and all of the foregoing.

“Organizational Documents” shall mean any and all agreements, certificates, charters, articles, bylaws, and similar documents pertaining to (i) the organization or governance of any of the Fund Interests or (ii) the organization or governance of any issuer of any of the Fund Interests, in each case whether now or hereafter existing and as each has been and hereafter may be supplemented, amended or restated from time to time.

“WP” means Warburg Pincus LLC, a Delaware limited liability company.