

UCC FINANCING STATEMENT AMENDMENT



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INITIAL FINANCING STATEMENT FILE #
130012479124

AMENDMENT (COLLATERAL CHANGE)

Re-Stated Collateral:

This financing statement covers the following collateral:

(i) any tire or pellet liquefaction thermal degradation units purchased from Kool Manufacturing Company using Loan proceeds, together with all parts and accessories now and hereafter acquired or received by Debtor; including, without limitation, units with the following serial numbers: 8TKM0630NG03 and 8TKM111414NG04;

(ii) the pellet processing unit (Serial # RPS91GB001WI12), together with all parts and accessories now and hereafter acquired or received by Debtor including all related piping and fabrication equipment;

(iii) the sorting unit equipment including the following: Mayfran Conveyor 9853016, Action Tapor Slot 1576, Eriez Suspended Magnet 57551, Eriez Eddie Current 57552, Air Classifier 00487-62, Thrash Exit Conveyor 4732-00, 60" Glass Sort Conveyor N/A, Lights Sort Belt S-36 4200, 19" Fines Belt N/A, 24" Trough Belt N/A, 36" Trough Belt N/A, 24" Trough Belt N/A, 5 Bunker Door Winches Dalton, Bunker Walls, Bins, Perforated Screen, (3) w/stand, Aluminum Can Blower 4532-99, Ferrous Exit Conveyor T-24 4200, REM Fiber Infeed L-60 4200, REM Transition Belt 1-36 4200, Control Panel, Electric Misc: Supports, Structure, Doors, Catwalks, Handrails, Chutes, Floor Plates, Ladders and Guards that are part of the commingled system;

(iv) all raw materials, work-in-process and finished goods of Debtor relating to the use of the collateral;

(v) all accounts receivable generated by Debtor from the use of the collateral; and

(vi) any Proceeds of the foregoing.

Definitions: For purposes of this financing statement the following terms have the following meanings:

"Agreement" means the Amended Loan and Investment Agreement dated June 18, 2014 between Debtor and Secured Party, as amended and supplemented from time to time in accordance with its terms.

"Loan" means the loan described in section 3.1 of the Agreement.

"Proceeds" has the meaning provided for in the Uniform Commercial Code as in effect from time to time in the State of Wisconsin.

AUTHORIZING PARTY

OR	ORGANIZATION'S NAME Clifton Equities Inc.			
	INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

OPTIONAL FILER REFERENCE DATA
148280.00002 restatement of collateral adding serial numbers 8TKM0630NG03 and 8TKM111414NG04