



Commonwealth of Pennsylvania
Bureau of Corporations and Charitable Organizations
Carol Aichele
UNIFORM COMMERCIAL CODE FILING ACKNOWLEDGMENT

08/06/2014

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17 N. 2nd Street, 16th Floor
Harrisburg, PA 17101

File Number: 2014080606265 Filing Date: 08/04/2014 8:00 AM Filing Type: Public Financing Statement
Lapse Date: 08/04/2044 Pages: 2

Indexed Debtor(s):

Commercial: Lancaster County Convention Center Authority, 25 South Queen Street, Lancaster, PA, 17603

Secured Party(s) / Assignee(s):

Commercial: Manufacturers and Traders Trust Company, as Trustee, 213 Market Street, Harrisburg, PA, 17101, United States

Other Information:

Please review the above information that was indexed in our database. We have indexed the above information exactly as it was presented on your enclosed filing. If there is an error please contact our office at the number listed below. If you wish to make a change from your original document an amendment (UCC-3) with the appropriate fee is required.

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UCC-11	\$12.00
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Folder: T1421737017 Tracking: T1421737084

File Number: 2014080606265
 Date Filed: 08/04/2014 08:00 AM
 Carol Aichele
 Secretary of the Commonwealth

UCC FINANCING STATEMENT
 FOLLOW INSTRUCTIONS

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

B. E-MAIL CONTACT AT FILER (optional)

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

Peter T. Edelman
 Stevens & Lee
 111 North Sixth Street
 Reading, PA 19601

Commonwealth of Pennsylvania
 UCC-1 Initial Filing 2 Page(s)



THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME
Lancaster County Convention Center Authority

OR

1b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME	ADDITIONAL NAME(S) (INITIAL(S))	SUFFIX

1c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
Lancaster	PA	17603	USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME	ADDITIONAL NAME(S) (INITIAL(S))	SUFFIX

2c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME
Manufacturers and Traders Trust Company, as Trustee

OR

3b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME	ADDITIONAL NAME(S) (INITIAL(S))	SUFFIX

3c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
Harrisburg	PA	17101	USA

4. COLLATERAL: This financing statement covers the following collateral:

A security interest in the property pledged in the Trust Indenture dated as of August 1, 2014, from the Debtor to the Secured Party, as more completely described on Exhibit "A" attached hereto and made a part hereof.

5. Check only if applicable and check only one box: Collateral is held in a Trust (see UCC1Ad, item 17 and instructions) being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:
 Public Finance Transaction Manufacture/Home Transaction A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:
 Agricultural Lien Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): Lessee/Lessor Consignor/Consignor Seller/Buyer Bailee/Bailor Licensee/Licensee

8. OPTIONAL FILER REFERENCE DATA:

Debtor: Lancaster County Convention Center Authority
25 South Queen Street
Lancaster, PA 17603
USA

Secured Party: Manufacturers and Traders Trust Company
213 Market Street
Harrisburg, PA 17101

Exhibit "A"

1. Debtor grants to the Secured Party a security interest in all right, title and interest of the Debtor in and to the Trust Estate as the same is pledged to the Secured Party pursuant to the Trust Indenture, dated as of August 1, 2014 (the "Indenture") between the Debtor and the Secured Party.

2. As used herein, the term Trust Estate means the Secured Party's right, title and interest in, to and under the Security Documents and all collateral pledged or hypothecated thereunder, all products and proceeds thereof, and all cash, funds and other property (real and personal) realized, collected or obtained upon the exercise of the Secured Party's rights and remedies under the Indenture and thereunder, and all right, title and interest of the Debtor in and to:

(i) the Revenues;

(ii) all moneys in the Hotel Tax Revenue Fund, the Project Fund, the Bond Fund, the Surplus Fund and the Debt Service Reserve Fund, including proceeds of the Bonds pending disbursement thereof;

(iii) payments received from the County pursuant to the Guaranty Agreement;

(iv) all of the Debtor's rights, title and interest in the Security Documents;

(v) all moneys available to be drawn by the Trustee under any Credit Facility that may be in effect from time to time to support payments due on or with respect to the Bonds;

(vi) all of the proceeds of the foregoing, including without limitation investments thereof; and

(vii) all other property of every name and nature from time to time hereafter by delivery or by writing mortgaged, pledged, delivered or hypothecated as and for additional security under the Indenture by the Debtor or by anyone on its behalf or with its written consent in favor of the Secured Party.

3. All capitalized terms used herein and not otherwise defined shall have the meanings given such terms in the Indenture.