

WHERE DID THAT FILING COME FROM?

Filing Office Error and Other Such Things And UCC Insurance

by
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and
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UCC Division
The First American Corporation

We want to commence this article by stating from the beginning that this article is not intended as a criticism of the competency, dedication, work ethic or legal knowledge and experience of the men and women who maintain the UCC filing offices around the country. Quite the contrary. The fact that we have found it necessary to write this article to prove the reality of “filing office error” is a tribute to the other fact that such error occurs very infrequently. However, the fact that error does occur in any human or machine based system also demonstrates the need for management of the risk of such occurrence. UCC insurance is at its core a risk management tool providing an alternative to the commercial lender self-insuring against risk involved in the security interest perfection and priority process.

Further, author Jim Prendergast has, on many occasions, written about the rogue judge and the errant judicial decision that throws a wrench into the perfection and priority process so carefully balanced through the revision of Article 9.¹ Throwing a bad decision

¹ See, e.g., “What Comes Around Goes Around for the IRS,” *The Secured Lender*; “Forget the Article 9 Folklore...The Exact Debtor Name May Not Be Enough,” *abfjournal*, “The Utility of UCC Insurance for Factors,” *The Commercial Factor*, “UCC Insurance: Cost-Effective Alternative to Borrower’s Counsel

on this finely tuned scale distorts the process and results in added risk to the filer and the subsequent searcher.² Jim admits, now that he is no longer in private commercial law practice but in house at First American, that he really loves new traps for the unwary and really bad law cases. UCC insurance does not contain an exclusion for bad law contrary to Article 9. Such cases support the conclusion that UCC insurance, whether sold by First American or any of the other major title insurance companies, provides a cost effective risk management alternative to self insurance. The premium cost for UCC insurance is sufficiently low that, notwithstanding the low probability of occurrence, the reality of these cases justifies the use of UCC insurance over the cost of self insurance.

But this article is not about bad case law, but errors in the filing system that result in missed priming liens. Revised Article 9 established a balance of risk between the filer of the financing statement and the subsequent searcher searching for possible priming liens. First, the initial burden is on the filer to file under the correct name of a debtor that is a registered organization.³ Second, when addressing the issue of what errors in the name of the debtor will render the filing ineffective as “seriously misleading,” only those errors that would **not** be overcome by the standard search logic of the filing office’s computer system are to be so considered.⁴ If the searcher enters the correct name of the debtor, found in the debtor’s organizational documents, and the debtor name with the

Legal Opinion,” *ACC Docket*, “The Utility of UCC Insurance,” *The Secured Lender*; “It Can Happen and It Does! The Cases for UCC Insurance,” Parts 1 and 2, *Commercial Law Newsletter*, and “Guide to the Eagle 9™ UCC Insurance Program,” *California Business Law Practitioner*.

² For an excellent discussion of the impact of the recent *Spearing* case on the integrity of the UCC filing system, see Lynn M. LoPucki, “The *Spearing Tool* Filing System Disaster,” 68 *Ohio State Law Journal* (forthcoming 2007).

³ UCC §9-503(a).

⁴ UCC §9-506(c).

error appears on the search using the state's standard search logic, then the filing with the "incorrect" debtor name is not seriously misleading and the filing therefore effective. Revised Article 9 then simplified the entire searching process by requiring only a single search, for the majority of Article 9 collateral types, at the jurisdiction of the organization of the debtor.⁵ The simplicity of the searching process is then balanced by the subsequent searcher being at risk for mis-indexed effective financing statements.⁶ The balance is continued by providing that a subsequent "Purchaser" is not subject to an otherwise effective financing statement, a filing communicated to the filing office with tender of the filing fee, that the filing office refuses to accept for reasons other than as set forth in §9-516(b).⁷ The filer is on notice of the rejection of a financing statement. However, the subsequent searcher is at risk for the effective filing that is not rejected but accepted by the filing office and then misplaced.⁸ The balance is for the filer to file under the exact name of the debtor, minor errors absorbed by the state's computer search logic excepted, and on the subsequent searcher to search under the exact name of the debtor.

"Filing office error" as used in this article is not intended as a pejorative, or intended to indicate a level of culpability on behalf of the filing office for human or machine error. The term is intended as a neutral statement to indicate that a problem has occurred at a filing office that has resulted in the search results not being complete or accurate. Filing office systems and procedures are not infallible, no matter how much we or they wish they were. Error does occur and that is a statement of fact and not a

⁵ UCC §9-301.

⁶ UCC §9-516(a).

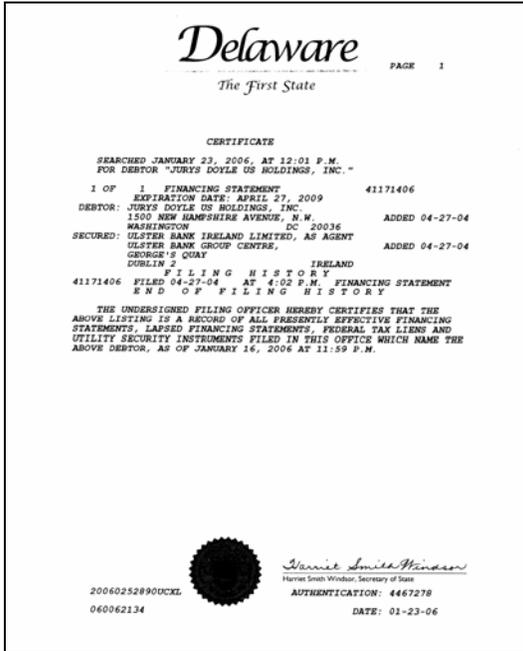
⁷ UCC §9-516(d).

⁸ UCC §9-517.

statement of blame. The “fact” that errors do occur in the filing and search process and that the occurrence of such errors cannot be totally avoided no matter what level of care is applied merely brings into play the risk management utility of UCC insurance and the comparison of third party insurance with self insurance. The cost of a filing office error cannot be recovered through an action against the state – sovereign immunity and such things. Third party insurance or self insurance are the only two available options.

To prove the point that filing office errors do occur, we have selected two examples from the Secretary of State of Delaware, an example from the Secretary of State of California, and an example from the Corporation Commission of the Commonwealth of Virginia. We could have selected numerous other examples, and from many other states and commonwealths, but this bicoastal approach seemed balanced and fair. However, the fact that your state or commonwealth was not selected doesn't mean you are home free or that another state's or commonwealth's system is perfect. Again, all human based systems have a degree of error. We admit that the percent of error is small, but so is the premium for UCC insurance.

DELAWARE ONE EXAMPLE



The Delaware example begins with the above search against the debtor “Jurys Doyle US Holdings, Inc.” Pay particular attention to the “US” imbedded in the corporate name. Under Section 503.3 of the Administrative Rules of the Delaware Secretary of State, Division of Corporations, Uniform Commercial Code, Revised Article 9, “Punctuation marks and accents are disregarded.” Given this standard search logic, “US” and “U.S.” should be treated the same for searching purposes and a search against either would, or should, bring up both.

The above search against “Jurys Doyle US Holdings, Inc.” was conducted on January 23, 2006. The only financing statement filed in Delaware against the debtor was by Ulster Bank Ireland Limited, as agent, filed on April 27, 2004. So far so good. But then we did another search in March.....

Delaware

The First State

PAGE 1

CERTIFICATE

SEARCHED MARCH 14, 2006, AT 7:01 P.M.
FOR DEBTOR "JURYS DOYLE US HOLDINGS, INC."

1 OF 7 FINANCING STATEMENT 22729725
EXPIRATION DATE: OCTOBER 18, 2007
DEBTOR: JURYS DOYLE U.S. HOLDINGS, INC.
1500 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON DC 20036 ADDED 10-18-02
SECURED: ALLIED IRISH BANKS, P.L.C.
CORPORATE BANKING, BANCENTRE,
BALLSBRIDGE
DUBLIN 4, IRELAND ADDED 10-18-02
22729725 FILED 10-18-02 AT 1:08 P.M. FINANCING STATEMENT

2 OF 7 FINANCING STATEMENT 22729832
EXPIRATION DATE: OCTOBER 18, 2007
DEBTOR: JURYS DOYLE U.S. HOLDINGS, INC.
1500 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON DC 20036 ADDED 10-18-02
SECURED: ULSTER BANK IRELAND LIMITED, AS AGENT
ULSTER BANK GROUP CENTRE,
GEORGE'S QUAY
DUBLIN 2 IRELAND ADDED 10-18-02
22729832 FILED 10-18-02 AT 11:53 A.M. FINANCING STATEMENT

3 OF 7 FINANCING STATEMENT 22730152
EXPIRATION DATE: OCTOBER 18, 2007
DEBTOR: JURYS DOYLE U.S. HOLDINGS, INC.
1500 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON DC 20036 ADDED 10-18-02
SECURED: IIB BANK LIMITED
91 MERRION SQUARE
DUBLIN 2 IRELAND ADDED 10-18-02
22730152 FILED 10-18-02 AT 12:52 P.M. FINANCING STATEMENT

20060872457UCXL
060248209



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4591407
DATE: 03-14-06

Delaware

The First State

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4 OF 7 FINANCING STATEMENT 22731192
EXPIRATION DATE: OCTOBER 18, 2007
DEBTOR: JURYS DOYLE U.S. HOLDINGS, INC.
1500 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON DC 20036 ADDED 10-18-02
SECURED: THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND
LOWER BAGGOT STREET
DUBLIN 2, IRELAND 0000 ADDED 10-18-02
22731192 FILED 10-18-02 AT 11:53 A.M. FINANCING STATEMENT

5 OF 7 FINANCING STATEMENT 22737793
EXPIRATION DATE: OCTOBER 18, 2007
DEBTOR: JURYS DOYLE U.S. HOLDINGS, INC.
1500 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON DC 20036 ADDED 10-18-02
SECURED: ULSTER BANK IRELAND LIMITED
ULSTER BANK GROUP CENTRE
GEORGE'S QUAY
DUBLIN 2 IRELAND ADDED 10-18-02
22737793 FILED 10-18-02 AT 11:53 A.M. FINANCING STATEMENT

6 OF 7 FINANCING STATEMENT 22739328
EXPIRATION DATE: OCTOBER 18, 2007
DEBTOR: JURYS DOYLE U.S. HOLDINGS, INC.
1500 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON DC 20036 ADDED 10-18-02
SECURED: THE ROYAL BANK OF SCOTLAND PLC
100 WEST GEORGE STREET
GLASGOW SCOTLAND G2 1FF ADDED 10-18-02
22739328 FILED 10-18-02 AT 11:53 A.M. FINANCING STATEMENT

7 OF 7 FINANCING STATEMENT 41171406
EXPIRATION DATE: APRIL 27, 2009
DEBTOR: JURYS DOYLE US HOLDINGS, INC.
1500 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON DC 20036 ADDED 04-27-04
SECURED: ULSTER BANK IRELAND LIMITED, AS AGENT

20060872457UCXL
060248209



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4591407
DATE: 03-14-06

Delaware

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PAGE 3

ULSTER BANK GROUP CENTRE,
GEORGE'S QUAY
DUBLIN 2 IRELAND ADDED 04-27-04
41171406 FILED 04-27-04 AT 4:02 P.M. FINANCING STATEMENT
RECORD OF FILING HISTORY

THE UNDERSIGNED FILING OFFICER HEREBY CERTIFIES THAT THE
ABOVE LISTING IS A RECORD OF ALL PRESENTLY EFFECTIVE FINANCING
STATEMENTS, LABORED FINANCING STATEMENTS, FEDERAL TAX LIENS AND
UTILITY SECURITY INSTRUMENTS FILED IN THIS OFFICE WHICH NAME THE
ABOVE DEBTOR, AS OF MARCH 3, 2006 AT 11:59 P.M.

20060872457UCXL
060248209



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4591407
DATE: 03-14-06

On March 14, 2006, we conducted another search against “Jurys Doyle US Holdings, Inc.” to see if there were any additional filings subsequent to our initial search. There were no filings *subsequent* to the date of our initial, but, as you can see from the above three pages of the March 14, 2006 search, six *prior* filings popped up with a filing date of October 18, 2002, financing statements filed three plus years prior to our initial search. How did that happen?

Take a look at the name of the debtor in the six October 18, 2002 filings. The name of the debtor is “Jurys Doyle U.S. Holdings, Inc.” and not “Jurys Doyle US Holdings, Inc.” But, you may ask, what about Section 503.3 quoted above? The answer to this mystery was provided by the Delaware filing office as a computer anomaly that existed for about 48 hours. How they know this is beyond our understanding. The computer apparently adjusted the state’s standard search logic to treat “U.S.” differently than “US,” contrary to the standard search logic, for this 48 hour period, and then miraculously readjusted itself back. Bad computer! Now, what is the result of this glitch?

From the perspective of the filer of the six 2002 financing statements, arguably, during this 48 hour period, the filer was unperfected. A search under the correct name of the debtor would not have brought up the filer’s financing statements filed against “Jurys Doyle U.S. Holdings, Inc.” Fortunately, the debtor did not file bankruptcy during this 48 hour period. And what about the subsequent searcher? For this same 48 hour period, the 2004 filing was in first position and the filer could feel comfortable that there were no other filings. At the end of the 48 period, the six 2002 filings primed the 2004 filing and any subsequent filing. Whether you are the filer or the searcher, random computer

alteration in the search logic of a state is not a good thing. Happily, all's well that ends well, but the point is made – filing office error does happen.

DELAWARE TWO EXAMPLE

Delaware PAGE 1

The First State

CERTIFICATE
SEARCHED MAY 8, 2006, AT 5:05 P.M.
FOR DEBTOR "HDC MEZZ 2 PARTNERS, LP"

THE UNDERSIGNED FILING OFFICER HEREBY CERTIFIES THAT THERE
ARE NO PRESENTLY EFFECTIVE FINANCING STATEMENTS, FEDERAL TAX
LIENS OR UTILITY SECURITY INSTRUMENTS FILED IN THIS OFFICE WHICH
NAME THE ABOVE DEBTOR, AS OF APRIL 28, 2006 AT 11:59 P.M.


20061553486UCXN
060432623

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4728666
DATE: 05-08-06

As you can tell from the above May 8, 2006 certified search from Delaware, as of April 28, 2006 there were no financing statements filed against the debtor – HDC Mezz 2 Partners, LP. Well, we then did another search the next day, May 9, 2006 against the same debtor. As shown on the following certified search dated as of May 1, 2006, a filing was made against the debtor by German American Capital Corporation on January 1, 2006, nearly four months **prior** to our initial search through date of April 28. No explanation, but clearly a mis-indexed January 11, 2006 filing that was discovered and then correctly indexed. The searcher that relied on the May 8th search would be in trouble after May 9th when the error was corrected.

Delaware PAGE 1
The First State

CERTIFICATE

SEARCHED MAY 9, 2006, AT 10:30 A.M.
FOR DEBTOR "HDC MEZZ 2 PARTNERS, LP"

1 OF 1 FINANCING STATEMENT 60106534
EXPIRATION DATE: JANUARY 11, 2011
DEBTOR: HDC MEZZ 2 PARTNERS, LP
77 WEST WACKER DRIVE, ADDED 01-11-06
SUITE 4600
CHICAGO IL 606012
SECURED: GERMAN AMERICAN CAPITAL CORPORATION, TOGETHER WITH ITS S
UCCESSORS AND ASSIGNS ADDED 01-11-06
60 WALL STREET, 10TH FLOOR
NEW YORK NY 10005
F I L I N G H I S T O R Y
60106534 FILED 01-11-06 AT 10:41 A.M. FINANCING STATEMENT
E N D O F F I L I N G H I S T O R Y

THE UNDERSIGNED FILING OFFICER HEREBY CERTIFIES THAT THE ABOVE LISTING IS A RECORD OF ALL PRESENTLY EFFECTIVE FINANCING STATEMENTS, FEDERAL TAX LIENS AND UTILITY SECURITY INSTRUMENTS FILED IN THIS OFFICE WHICH NAME THE ABOVE DEBTOR, AS OF MAY 1, 2006 AT 11:59 P.M.


20061560747UCKN
060434280

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4930177
DATE: 05-09-06

THE CALIFORNIA EXAMPLE



**SECRETARY OF STATE
STATE OF CALIFORNIA
Search Certificate**

SEARCH REQUESTED ON: 04/04/2006
Individual Debtor: **SPRAGUE ALBERT**
Address: **NOT SPECIFIED**
Date Range From: **NOT SPECIFIED**
Search: **ALL**

The undersigned Filing Officer hereby certifies that there are no active financing statements, tax liens, attachment liens, or judgement liens on file in my office reflecting the above Debtor as of **03/29/2006 at 1700 hours.**

The search results herein reflect only the specific information requested. The results of this Debtor search will not reflect variances of this name. If the Debtor is known under other personal names, trade names, business entities, or addresses, separate searches of these names will have to be requested and conducted. The Secretary of State, his officers and agents disclaim any and all liability for claims resulting from other filings on which the name of the Debtor can be found in any other form than which was requested.

A handwritten signature in black ink, appearing to read "Bruce McPherson".

Bruce McPherson
Secretary of State

Document Number: 7508640003

The above search result certified by the California Secretary of State, with respect to our search request of April 4, 2006, states that as of March 29, 2006 there were “**no** active financing statements, tax liens, attachment liens, or judgement liens on file” against the debtor, Albert Sprague. Clear enough! However, when we search again on April 11, 2006, seven days after the initial search, up popped a filing against the debtor by Alliance Financial Capital, Inc. as secured party as shown on the following certified search report. However, the “new” filing was not a financing statement filed after the search though date of the previous search – March 29, 2006. On the contrary, the “newly” discovered financing statement was filed on June 27, 2001, a few months shy of five years **prior** to our initial search request. Perhaps the computer thought since the filing date was so close to the scheduled lapse date, assuming no continuation, why show it at all. However, what a surprise to the lender who funded based on the April 4, 2006 clear search. This example is of a mis-indexed filing that was found and reentered correctly. As we have discussed above, the subsequent searcher bears the risk of this type of filing office error. No one at the California Secretary of State’s Office knew how this happened – but it did!



SECRETARY OF STATE
STATE OF CALIFORNIA

Search Certificate

SEARCH REQUESTED ON:

4/11/2006

Individual Debtor: **SPRAGUE ALBERT**

Address: **NOT SPECIFIED**

Date Range From: **NOT SPECIFIED**

Search: **ALL**

- **Indicates Filings that have been accepted after the Certification Date.**

<u>Original Filing #</u>	<u>Filing Type</u>	<u>File Date</u>	<u>File Time</u>	<u>Lapse Date</u>	<u># of Pages</u>
01 -1 8460544	Financing Statement	06/27/2001	08:00	06/27/2006	2

Debtor:

Individual: SPRAGUE ALBERT
220 NORTH SIDE AVENUE, SONOMA CA USA, 95476

Organization: PROFESSIONAL NURSING SERVICES, INC.
1700 PUEBLO AVENUE, SUITE 207, NAPA CA USA, 94559

Secured Party: ALLIANCE FINANCIAL CAPITAL, INC
Organization: 700 AIRPORT BLVD STE 430, BURLINGAME CA USA, 94010

Amendment

<u>Filing #</u>	<u>Filing Type</u>	<u>File Date</u>	<u>File Time</u>	<u># of Pages</u>
*06-70656913	Filing Officer Statement	04/11/2006	8:57	2
*06-70656915	Filing Officer Statement	04/11/2006	9:00	1

The undersigned Filing Officer hereby certifies that the above listing is a record of all presently active financing statements, tax liens, attachment liens and judgement liens, including any change documents relating to them, which name the above debtor, subject to any above-stated search qualifiers and are on file in my office as of **04/05/2006** at **1700** hours.

The search results herein reflect only the specific information requested. The results of this Debtor search will not reflect variances of this name. If the Debtor is known under other personal names, trade names, business entities, or addresses, separate searches of these names will have to be requested and conducted. The Secretary of State, his officers and agents disclaim any and all liability for claims resulting from other filings on which the name of the Debtor can be found in any other form than which was requested.

Bruce McPherson
Secretary of State

Document Number: 7584890002

THE COMMONWEALTH OF VIRGINIA EXAMPLE

Just to give equal time to a commonwealth, the following is an example from Virginia. A financing statement was filed on January 31, 2006. The acknowledgement of filing from the Commonwealth of Virginia shows the effective date of the filing as January 31, 2000 notwithstanding the January 31, 2006 filing date.

02/15/2006 13:19 8045595920 UCC RETRIEVALS PAGE 03

MARK C. CHRISTIE
CHAIRMAN
THEODORE V. MORRISON, JR.
COMMISSIONER
JUDITH WILLIAMS JAGDMANN
COMMISSIONER

COMMONWEALTH OF VIRGINIA

JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

February 7, 2006

UCC RETRIEVALS INC
HOLD FOR PICKUP
RICHMOND, VA 23219

RE: MICHAEL J. DARBY
DCN/FILE NO: 06-01-31-7163-0

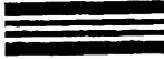
Dear Customer:

This is your receipt for \$10.00 covering the fees for filing an original financing statement with this office.

The effective date of the filing is January 31, 2000 at 04:02 PM.

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,
Joel H. Peck
Joe H. Peck
Clerk of the Commission



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (Pages and Items) CAREFULLY

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

B. SEND ACKNOWLEDGEMENT TO: (Person and Address)

National Corporate Research Ltd,
523 West Sixth Street
Suite 544
Los Angeles, CA 90014

060131 7163

FILED
FEB 16 2006
FBI - LOS ANGELES

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBITOR'S EXACT FULL LEGAL NAME - Include any legal name change since the date of the filing of this statement or change of name

04 DEBITOR'S LAST NAME DARBY	FIRST NAME MICHAEL	MIDDLE NAME J	STATE VA	CITY MCLEAN	POSTAL CODE 22101	COUNTRY USA
05 DEBITOR'S ADDRESS 7017 GREEN OAK DRIVE						
06 TAXES - SEE INSTRUCTIONS	07 TYPE OF ORGANIZATION CORPORATION	08 JURISDICTION OF ORGANIZATION VA	09 ORGANIZATION BY STATE <input type="checkbox"/>			

2. ADDITIONAL DEBITORS EXACT FULL LEGAL NAME - Include any legal name change since the date of the filing of this statement or change of name

04 DEBITOR'S LAST NAME	FIRST NAME	MIDDLE NAME	STATE	CITY	POSTAL CODE	COUNTRY
05 DEBITOR'S ADDRESS						
06 TAXES - SEE INSTRUCTIONS	07 TYPE OF ORGANIZATION CORPORATION	08 JURISDICTION OF ORGANIZATION VA	09 ORGANIZATION BY STATE <input type="checkbox"/>			

3. SECURED PARTY'S NAME (or NAME of TRUST ASSOCIATE if applicable) (If there are two secured parties (2 or more))

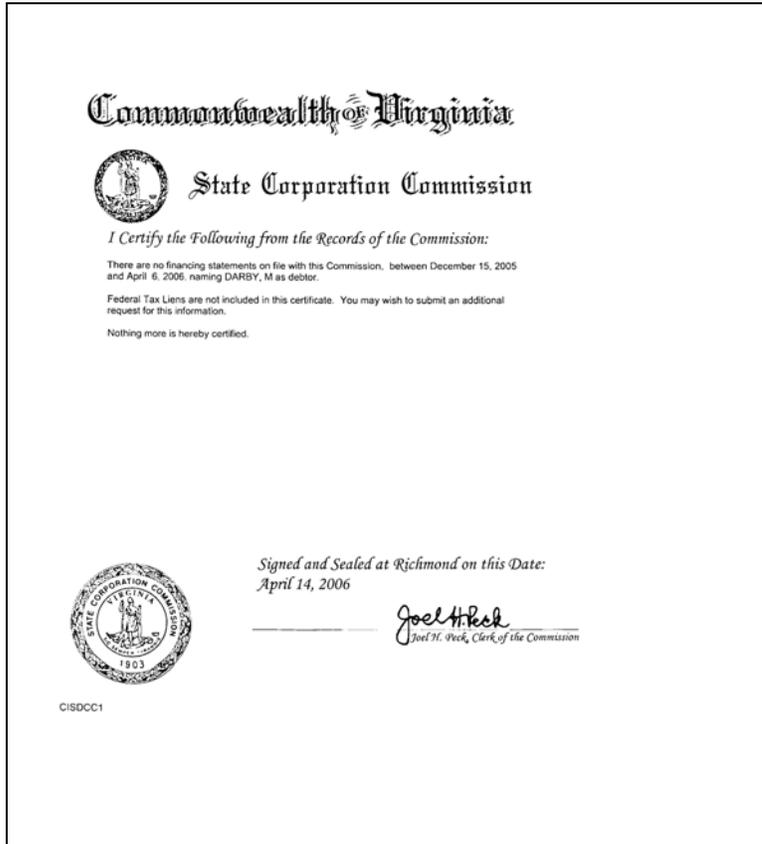
04 DEBITOR'S LAST NAME LEHMAN BROTHERS HOLDINGS INC.	FIRST NAME	MIDDLE NAME	STATE	CITY	POSTAL CODE	COUNTRY
05 DEBITOR'S ADDRESS 399 PARK AVENUE, 6th FLOOR						
06 TAXES - SEE INSTRUCTIONS	07 TYPE OF ORGANIZATION CORPORATION	08 JURISDICTION OF ORGANIZATION NY	09 ORGANIZATION BY STATE <input type="checkbox"/>			

4. THE FINANCING STATEMENT CARRIES THE FOLLOWING COLLATERAL:

PLEASE SEE THIS ATTACHED EXHIBIT A.

5. ALTERNATE JURISDICTION (If provided)	6. FILING OFFICE	7. COUNTY OF FILING	8. FILING DATE	9. FILING TIME	10. FILING METHOD	11. FILING STATUS	12. FILING TYPE	13. FILING NUMBER	14. FILING OFFICE	15. FILING DATE	16. FILING TIME	17. FILING METHOD	18. FILING STATUS	19. FILING NUMBER	20. FILING OFFICE	21. FILING DATE	22. FILING TIME	23. FILING METHOD	24. FILING STATUS	25. FILING NUMBER	26. FILING OFFICE	27. FILING DATE	28. FILING TIME	29. FILING METHOD	30. FILING STATUS	31. FILING NUMBER	32. FILING OFFICE	33. FILING DATE	34. FILING TIME	35. FILING METHOD	36. FILING STATUS	37. FILING NUMBER	38. FILING OFFICE	39. FILING DATE	40. FILING TIME	41. FILING METHOD	42. FILING STATUS	43. FILING NUMBER	44. FILING OFFICE	45. FILING DATE	46. FILING TIME	47. FILING METHOD	48. FILING STATUS	49. FILING NUMBER	50. FILING OFFICE	51. FILING DATE	52. FILING TIME	53. FILING METHOD	54. FILING STATUS	55. FILING NUMBER	56. FILING OFFICE	57. FILING DATE	58. FILING TIME	59. FILING METHOD	60. FILING STATUS	61. FILING NUMBER	62. FILING OFFICE	63. FILING DATE	64. FILING TIME	65. FILING METHOD	66. FILING STATUS	67. FILING NUMBER	68. FILING OFFICE	69. FILING DATE	70. FILING TIME	71. FILING METHOD	72. FILING STATUS	73. FILING NUMBER	74. FILING OFFICE	75. FILING DATE	76. FILING TIME	77. FILING METHOD	78. FILING STATUS	79. FILING NUMBER	80. FILING OFFICE	81. FILING DATE	82. FILING TIME	83. FILING METHOD	84. FILING STATUS	85. FILING NUMBER	86. FILING OFFICE	87. FILING DATE	88. FILING TIME	89. FILING METHOD	90. FILING STATUS	91. FILING NUMBER	92. FILING OFFICE	93. FILING DATE	94. FILING TIME	95. FILING METHOD	96. FILING STATUS	97. FILING NUMBER	98. FILING OFFICE	99. FILING DATE	100. FILING TIME	101. FILING METHOD	102. FILING STATUS	103. FILING NUMBER	104. FILING OFFICE	105. FILING DATE	106. FILING TIME	107. FILING METHOD	108. FILING STATUS	109. FILING NUMBER	110. FILING OFFICE	111. FILING DATE	112. FILING TIME	113. FILING METHOD	114. FILING STATUS	115. FILING NUMBER	116. FILING OFFICE	117. 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At first we assumed that the filing date indicated on the above cover letter was an innocent typo. Not so! We did a search and our filing of January 31, 2006 did not appear on a certified search dated April 14, 2006:



This caused us some concern and we brought the failure to index to the attention of the State Corporation Commission. In response, the indexing error was corrected and our January 31, 2006 filed financing statement appeared correctly on a subsequent certified search report dated May 9, 2006.

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The attached search report is a record of financing statements, and subsequent statements, if any, naming DARBY, MICHAEL, J. as debtor on file with the Commission between December 15, 2005 and April 27, 2006.

Federal Tax Liens are not included in this certificate. You may wish to submit an additional request for this information.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date: May 9, 2006

Joel H. Peck, Clerk of the Commission

CS00310

UCCB4490 CLERK'S INFORMATION SYSTEM PAGE 1
 C15DCC1 UCC SEARCH REPORT 06/28/06 18:03:16

ORDER NO: C005468777
 REQUESTOR: CAROLYN PETTIT HOLD ORDER REQUESTED NAME: DARBY, M
 ADDRESS: **00 NOT MAIL** MIDLOTHIAN VA 23113 ADDRESS:
 ACCOUNT: A0002301 EXACT/PARTIAL: P
 STATEMENT TYPE: ALL
 FROM: 12/15/2005 THRU 06/19/2006
 STATUS TYPE: ALL

ORIG DCH/FILE NO	FILE DATE & TIME	SUBSEQUENT DCH/FILE NO	NO PAGES	TYPE	MICROFILM NUMBER	OLD FILE NO	SEL
06-01-31-7143-0	01/31/2006 04:02 PM		2	FSD	0602211482		X
DEBTOR	DARBY, MICHAEL, J., 7017 GREEN OAK DRIVE MCLEAN VA 22101				SP LEHMAN BROTHERS HOLDINGS INC. 399 PARK AVENUE, 8TH FLOOR NEW YORK NY 10022		
	06/24/2006 04:41 PM	06-06-24-7356-0	0	FSOS			X
COMMENTS: OUR UCC RECORDS HAVE BEEN CORRECTED TO REFLECT THE YEAR FILED FROM 2000 TO 2006							
DEBTOR	DARBY, MICHAEL, J., 7017 GREEN OAK DRIVE MCLEAN VA 22101				SP LEHMAN BROTHERS HOLDINGS INC. 399 PARK AVENUE, 8TH FLOOR NEW YORK NY 10022		

1 ORIGINALS 1 SUBSEQUENTS 2 PAGES
 1 SELECTED 1 SELECTED 2 SELECTED

FEE FOR COPIES 2.00
 FEE FOR CERTIFICATION... 0.00
 GOOD THROUGH DATE OF SEARCH..... 06/19/2006

A LIMITED SEARCH MAY NOT REVEAL ALL FILINGS AGAINST THE DEBTOR SEARCHED AND THE SEARCHER BEARS THE RISK OF RELYING ON SUCH A SEARCH.

CONCLUSION

As mentioned above, the purpose of this article is not to criticize state UCC filing offices or to denigrate the effectiveness and competence of the filing officers. They do an excellent job often under very difficult circumstances. Rather, the purpose of this article is merely to state the obvious, that errors occur within UCC filing offices. Notwithstanding the infrequency of occurrence, the fact that errors occur forces the lender to decide between self-insurance and third party insurance. UCC insurance is the risk management alternative to self-insurance.

UCC insurance can be cost justified from a number of different and cumulative vantage points. UCC insurance can replace the lack of an opinion of borrower's counsel as a better alternative than the lender relying solely on the representations and warranties of the debtor. The UCC Division of First American can replace the UCC compliance back office of a lender, often at less of a cost than the training of specialty personnel, given the inherent complexity of Article 9. UCC insurance is a cost effective risk management tool to offset the rare but disconcerting filing office error.