

Preface	xvii
Chapter 1 Introduction to the Uniform Commercial Code	1
I. A Bit of History	1
II. The Creation of the Uniform Commercial Code	2
III. Federal Law	4
IV. Article 1 of the Code	4
V. The Official Comments	6
Chapter 2 Introduction to Secured Transactions	7
I. Bankruptcy	9
II. Pre-Code Security Devices	11
<i>Benedict v. Ratner</i>	12
A. Pledge	16
B. Chattel Mortgage	16
C. Conditional Sale	17
D. Trust Receipt	18
E. Factor's Lien	18
F. Field Warehousing	18
G. Conclusion	19
Chapter 3 The Scope of Article 9	21
I. Security Interest Defined	21
II. Consignments	23
<i>In re Fabers, Inc.</i>	24
III. Leases	27
<i>Prospect ECHN, Inc. v. Winthrop Resources Corporation</i>	29
IV. Other Transactions	38
V. Exclusions from Article 9	39
A. Federal Statutes	39
<i>Philko Aviation, Inc. v. Shackel</i>	41
	xi

B. Landlord's Lien and Other Statutory Liens	44
C. Wage Assignments	45
D. Non-Financing Assignments	45
E. Real Estate	46
F. Other Exclusions	47
Chapter 4 The Creation of a Security Interest	51
I. Classifying the Collateral	51
<i>In re Troupe</i>	54
<i>Morgan County Feeders, Inc. v. McCormick</i>	61
II. Technical Validity of the Forms	64
A. The Security Agreement	65
B. The Financing Statement	66
C. The Debtor's Identity	66
<i>1944 Beach Boulevard, LLC v. Live Oak Banking Company</i>	68
<i>In re PTM Technologies, Inc.</i>	75
D. Description of the Collateral	81
<i>In re Grabowski</i>	81
<i>In re I80 Equipment, LLC</i>	86
III. Attachment of the Security Interest	95
<i>Border State Bank of Greenbush v. Bagley Livestock Exchange, Inc.</i>	96
<i>In re Howell Enterprises, Inc.</i>	102
<i>Clark v. Missouri Lottery Commission</i>	106
Chapter 5 Perfection of the Security Interest	115
I. Perfection by Possession (Pledge)	116
II. Automatic Perfection	118
A. Purchase Money Security Interest in Consumer Goods	118
<i>In re Short</i>	120
<i>General Electric Capital Commercial Automotive Finance, Inc.</i> <i>v. Spartan Motors, Ltd.</i>	128
B. Certain Accounts and Other Intangibles	137
<i>In re Wood</i>	137
III. Perfection by Filing	142
A. The Mechanics of Filing	142
B. Other Filings	143
<i>In re Motors Liquidation Company</i>	145

Contents	xiii
IV. Perfection by Notation on Certificate of Title	153
V. Perfection by Control	153
Chapter 6 Multistate Transactions	159
I. General Choice of Law Rules	159
II. Certificates of Title	162
<i>Metzger v. Americredit Financial Services, Inc.</i>	164
<i>BMW Financial Services, N.A., LLC v. Felice</i>	170
Chapter 7 Priority	179
I. Simple Disputes	179
<i>In re Zaachney</i>	183
II. Purchase Money Security Interests	188
A. The Basic Rule	188
<i>In re Wild West World, L.L.C., Debtor</i>	189
<i>In the Matter of Faith Ann Peaslee and Others</i>	195
B. Inventory and Livestock	199
<i>Kunkel v. Sprague National Bank</i>	200
III. Control and Priority	209
A. Control over Investment Property	209
B. Control over Deposit Accounts	211
C. Control over Letters of Credit Rights	212
D. Priority over Controllable Electronic Records	213
IV. Buyers	215
<i>International Harvester Co. v. Glendenning</i>	216
<i>In re Western Iowa Limestone, Inc.</i>	221
<i>Clovis National Bank v. Thomas</i>	232
<i>Farm Credit Bank of St. Paul v. F&A Dairy</i>	240
V. Leases	245
VI. Article 2 Claimants	246
<i>In re Arlco, Inc.</i>	248
VII. Statutory Lien Holders	256
VIII. Fixtures	257
<i>In re Motors Liquidation Company</i>	258
<i>Lewiston Bottled Gas Co. v. Key Bank of Maine</i>	269
<i>Maplewood Bank & Trust v. Sears, Roebuck & Co.</i>	274

xiv	Contents
IX. Accessions and Commingling	279
X. Federal Priorities for Debts and Taxes	279
A. The Federal Priority Statute	279
B. Tax Liens — Basic Priority	281
C. Tax Liens and After-Acquired Property	281
<i>Plymouth Savings Bank v. U.S. I.R.S.</i>	283
D. Tax Liens and Future Advances	289
Chapter 8 Bankruptcy and Article 9	297
I. The Trustee’s Status	297
<i>In re Duckworth</i>	299
II. Preferences	308
III. The Floating Lien in Bankruptcy	313
<i>In re Smith’s Home Furnishings, Inc.</i>	314
IV. Fraudulent Transfers	321
<i>James H. Rice Co. v. McJohn</i>	322
<i>Aptix Corp. v. Quickturn Design Systems, Inc.</i>	323
V. Non-Consensual Liens and the Trustee	328
Chapter 9 Proceeds	333
I. The Meaning of Proceeds	333
<i>Farmers Cooperative Elevator Co. v. Union State Bank</i>	334
<i>Helms v. Certified Packaging Corp.</i>	337
II. Priorities in Proceeds	340
<i>Yaddehige v. Xpert Technologies, Inc.</i>	342
Chapter 10 Default	351
I. Pre-Default Duties of the Secured Party	351
II. Default	352
<i>State Bank of Piper City v. A-Way, Inc.</i>	353
<i>Klingbiel v. Commercial Credit Corp.</i>	358
III. Repossession and Resale	363
<i>Garcia v. Dezba Asset Recovery, Inc. and Capital One Auto Finance, Inc.</i>	364
<i>Coxall v. Clover Commercial Corp.</i>	385

Contents	xv
IV. Redemption and Strict Foreclosure	391
<i>Hutzenbiler v. RJC Investment, Inc.</i>	391
<i>Reeves v. Foutz & Tanner, Inc.</i>	402
Table of Cases	409
Table of Statutes	415
Index	421