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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]  
Sabrina Trotman 421-5100

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Accardo Law Offices  
311 Angell Street  
Providence, RI 02906

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

1a. ORGANIZATION'S NAME  
LLL Real Estate, LLC

OR 1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
371 Broadway Providence RI 02909 USA

1d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION LLC 1f. JURISDICTION OF ORGANIZATION Rhode Island 1g. ORGANIZATIONAL ID #, if any 99394  NONE

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

2a. ORGANIZATION'S NAME

OR 2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any  NONE

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

3a. ORGANIZATION'S NAME  
Bank Rhode Island

OR 3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
One Turks Head Place Providence RI 02903 USA

4. This FINANCING STATEMENT covers the following collateral:

- Personal Property-all fixtures, machinery, equipment and other personal property of every kind, now or hereafter located in or upon or affixed to those certain lots or parcels of real estate, located in PROVIDENCE, RHODE ISLAND, commonly known as and numbered 371 BROADWAY, as more particularly described in EXHIBIT A attached hereto (hereinafter called the "Premises") or any and all building and/or improvements (collectively, the "Improvements") now or hereafter used or to be used in connection with any present or future operation of the Premises or Improvements, or any part thereof, and now owned or hereafter aquired by Debtor, or in which Debtor now or hereafter has an interest, including, without limitation, any and all (i) heating, lighting, incinerating, refrigerating, ventilating, air conditioning, air cooling, lifting, fire extinguishing, plumbing, cleaning, communications and power equipment and apparatus; (ii) gas, water and electrical equipment; (iii) elevators, escalators, switchboards, engines, motors, tanks, pumps, partitions, conduits, ducts and compressors; (iv) electrical and/or gas appliances, incinerators, carpeting, furniture and furnishings, draperies, storm windows and doors, and screens and awnings; (v) any and all franchises, licenses and permits, whether issued by national, state and/or local government, department, agency or subdivision having jurisdiction over Debtor, any guarantor of Debtor or the Premises and Improvements, or any part thereof, or any use, operation or occupancy thereof, related to the use, operation or occupancy of the Premises or Improvements or any part thereof, (vi) any and all records and books of account now or hereafter maintained by debtor in connection with the operation of the Premises, Improvements and personal property or any part thereof; and (vii) all of Debtor's right, title and interest in and to any name under which the Premises and/or improvements may at any time be operated and any variation thereof and the goodwill of Mortgagor in connection therewith.
- All renewals, replacements of, additions to, substitution for and proceeds of any and all of the foregoing.
- All condemnation awards and policies of insurance maintained with respect to said real and personal porperty and all proceeds thereof.

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

6.  This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum TO REQUEST A SEARCH REPORT, FILE A UCC11 [if applicable]

7. 7.

8. OPTIONAL FILER REFERENCE DATA

Secretary of State

**UCC FINANCING STATEMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT		
9a. ORGANIZATION'S NAME		
LLL Real Estate, LLC		
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS			CITY	STATE	POSTAL CODE
11d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND		ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

12.  ADDITIONAL SECURED PARTY or  ASSIGNOR S/P'S Name - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
12c. MAILING ADDRESS			CITY	STATE	POSTAL CODE

13. This FINANCING STATEMENT Covers  timber to be cut or  as extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

property known as 371 Broadway, Providence, Rhode Island as evidence by the Exhibit A Attached hereto.

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

16. Additional collateral description:

17. Check only if applicable and check only one box.  
Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction—effective 30 years  
 Filed in connection with a Public-Finance Transaction—effective 30 years

EXHIBIT A

That certain lot or parcel of land with all the buildings and improvements thereon, situated at the northeasterly corner of Broadway and Andrews Street in the City and County of Providence and State of Rhode Island, bounded and described as follows:

Beginning at the northeasterly corner of Broadway and Andrews Street; thence easterly bounding southerly on Broadway fifty (50) feet, more or less, to land now or lately of Anna Tramonti; thence northerly bounding easterly on said Tramonti land, one hundred (100) feet, more or less, to the parcel of land next hereinbelow described; thence westerly bounding northerly on said last named land, fifty (50) feet, more or less, to Andrews Street; thence southerly bounding westerly on Andrews Street, one hundred (100) feet to the point of beginning.

Also, that lot of land with all buildings and improvements thereon, situated in the said City of Providence, on the easterly side of Andrews Street about one hundred (100) feet northerly from Broadway, bounding westerly on Andrews Street, thirty seven and 58/100 (37.58) feet and holding that width extending easterly to and bounding easterly on land now or lately of Anna Tramonti, bounding northerly in part on land now or lately of Nicola Lucca and wife and in part on land now or lately of Giuseppe Mobilia and wife, in all sixty six and 67/100 (66.67) feet and southerly in part on land now or lately of Anna Tramonti and in part on the lot of land hereinabove described.

Being the same property conveyed to this grantor by William E. Lancellotti and Lois R. Lancellotti by a deed dated August 13, 1993 and recorded in the City of Providence Recorder of Deeds Office.

Property Address:  
(for reference purposes only)  
371 Broadway  
Providence, RI  
AP: 33 Lot: 305