

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Mountain, Dearborn & Whiting LLP
 ATT: Dale R. Harger, Esq.
 370 Main St.
 Worcester, MA 01608

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 Andrade Cranston Donuts, Inc.				MIDDLE NAME		SUFFIX		
OR 1b. INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME		SUFFIX		
1c. MAILING ADDRESS 1075 N. Main St.				CITY Providence		STATE RI	POSTAL CODE 02903	COUNTRY USA
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION corporation	1f. JURISDICTION OF ORGANIZATION RI		1g. ORGANIZATIONAL ID #, if any			
							<input checked="" type="checkbox"/> 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				MIDDLE NAME		SUFFIX		
OR 2b. INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME		SUFFIX		
2c. MAILING ADDRESS				CITY		STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION		2g. ORGANIZATIONAL ID #, if any			
							<input type="checkbox"/> 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 Sovereign Bank (ATT: Commercial Loan Dept.)				MIDDLE NAME		SUFFIX		
OR 3b. INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME		SUFFIX		
3c. MAILING ADDRESS 370 Main St.				CITY Worcester		STATE MA	POSTAL CODE 01608	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

SEE ATTACHED EXHIBIT "A"

Rhode Island Secretary of State

5. ALTERNATIVE DESIGNATION [if applicable]:	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG LIEN	NON-UCC FILING	
6. <input type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional]	All Debtors	Debtor 1	Debtor 2			
8. OPTIONAL FILER REFERENCE DATA							

RE: DEBTOR: ANDRADE CRANSTON DONUTS, INC.
EXHIBIT A
Collateral

All assets of Debtor, including all of Debtor's rights and interests now owned or hereafter acquired, together with all cash and non-cash proceeds and products thereof, in the following kinds of property:

Goods: All goods, meaning all fixtures, equipment, accessions, inventory, and farm products, including all furniture, machinery, computers, communication devices, heating devices, cooling devices, raw material, and work in process.

Chattel paper: All tangible and electronic chattel paper, including all tangible writings and electronic records that evidence both a monetary obligation and a security interest or a lease of specific goods.

Instruments: All instruments, including all negotiable instruments, promissory notes, and all other writings that evidence a right to payment and that ordinarily are transferable by delivery, with an endorsement or assignment.

Documents: All documents, including all documents of title, bills of lading, and warehouse receipts.

Accounts: All accounts, including all rights to payment for goods sold or leased and all rights to payment for services, if not evidenced by an instrument or chattel paper, including rights to payment for real estate sold, for intellectual property licenses, for credit card use, for surety undertakings, and for insurance proceeds, together with rights to payment under insurance policies for providing health-care goods or services.

Investment property: All investment property, including all certificated securities, uncertificated securities, securities accounts, security entitlements, commodity contracts, and commodity accounts.

Letter-of-credit rights: All letter-of-credit rights, including all rights to payment or performance under a letter of credit, whether the letter of credit is written or electronic.

Deposit accounts: All deposit accounts, including all demand, time, savings, passbook, and similar accounts maintained with a bank, including (i) uncertificated certificates of deposit not evidenced by a writing evidencing the bank's obligation and (ii) nonnegotiable certificates of deposit not qualifying as instruments.

Commercial tort claims: All commercial tort claims, including all claims by organizations arising in tort and all claims by individuals in tort arising from the individuals' business except claims for death or personal injury.

General intangibles: All general intangibles, including payment intangibles and software, consisting of all personal property not within any of the foregoing categories.