

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Gia M. Griffith, (617) 345-1265	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Gia M. Griffith, Paralegal Nixon Peabody LLP 100 Summer Street Boston, MA 02110	

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 The Company of the Redwood Library and Athenaeum				
OR 1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 50 Bellevue Avenue		CITY Newport	STATE RI	POSTAL CODE 02840
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Non-Profit Corporation	1f. JURISDICTION OF ORGANIZATION Rhode Island	1g. ORGANIZATIONAL ID #, if any 69178 <input 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				
OR 2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2d. TAX ID #: SSN OR EIN	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 Rhode Island Economic Development Corporation				
OR 3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS 315 Iron Horse Way, Suite 101		CITY Providence	STATE RI	POSTAL CODE 02908

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto.

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 (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2 <input type="checkbox"/>			
8. OPTIONAL FILER REFERENCE DATA To be filed in Rhode Island Debtor: The Company of the Redwood Library and Athenaeum						

EXHIBIT A

DEBTOR:

The Company of the Redwood Library
and Athenaeum
50 Bellevue Avenue
Newport, RI 02840

SECURED PARTY:

Rhode Island Economic Development
Corporation
315 Iron Horse Way, Suite 101
Providence, RI 02908

As described in the Loan Agreement dated May 10, 2007 (the "Agreement"), by and among Debtor, Bank of America, N.A. and the Secured Party, executed in connection with the issuance of the Secured Party's \$2,600,000 Tax-Exempt Economic Development Revenue Bonds (The Company of the Redwood Library and Athenaeum Project – Series 2007), all right, title and interest of the Debtor in and to: (a) the Agreement, including the Agreement itself; and (b) the Revenues, including without limitation: (i) all Loan payments; (ii) other amounts received by or for the account of the Debtor under the Agreement in respect of Loan payments; and (iii) other revenues arising out of or in connection with the Agreement.

Capitalized terms used herein shall have the meanings ascribed thereto in the Agreement.