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### UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Robert A. Migliaccio, Esq.  
Cameron & Mittleman, LLP  
56 Exchange Terrace  
Providence, RI 02903

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 <b>South Office at the Crossings LLC</b>						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS <b>1414 Atwood Avenue</b>			CITY <b>Johnston</b>	STATE <b>RI</b>	POSTAL CODE <b>02919</b>	COUNTRY <b>USA</b>
1d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>limited liability company</b>	1f. JURISDICTION OF ORGANIZATION <b>Rhode Island</b>		1g. ORGANIZATIONAL ID #, if any <b>160004</b>	<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	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	<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 <b>Citizens Bank of Rhode Island</b>						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS <b>One Citizens Plaza</b>			CITY <b>Providence</b>	STATE <b>RI</b>	POSTAL CODE <b>02903</b>	COUNTRY <b>USA</b>

4. This FINANCING STATEMENT covers the following collateral:

All project contracts as more particularly set forth on Schedule A attached hereto.

5. ALTERNATIVE DESIGNATION [if applicable]:	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> 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	7. TO REQUEST A SEARCH REPORT, FILE A UCC11 [if applicable]					
8. OPTIONAL FILER REFERENCE DATA						

To be filed with the Rhode Island Secretary of State.

## SCHEDULE A

All of Debtor's right, title and interest in and to: (i) that certain Construction Contract(s) (the "Construction Contract") with Dacon Corporation (the "Contractor") for the construction of a 60,000 square foot office building located at 200 Crossings Boulevard in Warwick, Rhode Island (the "Project"), in accordance with plans, drawings and specifications heretofore exhibited to Secured Party and initialed by Secured Party and Debtor and various other contracts with architects, engineers, subcontractors, draftsmen, etc. (the "Other Parties") with respect to the Project (collectively the "Project Contracts"), and each of them, together with all the rights, privileges and appurtenances now or hereafter in any way belonging or pertaining thereto, and (ii) all permits at any time secured by Debtor with respect to the Project, including without limiting the generality of the foregoing, all water, sewer-tap in, building, access and curb cut permits and (iii) all "Plans" (as defined in that certain Construction Loan Agreement between Debtor and Secured Party) prepared with respect to the Project.

All of Debtor's right, title and interest in, to and/or under (i) any warranties or representations made by the Contractor, or any of the Other Parties whether or not contained in the Project Contracts, and (ii) any labor and/or materials performance bonds running in favor of Debtor to the extent permissible under the terms thereof.