

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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|--|
| A. NAME & PHONE OF CONTACT AT FILER [Optional] Michelle MacKnight - 521-7000 |
| B. SEND ACKNOWLEDGMENT TO: [Name and Address] <div style="border: 1px solid black; padding: 5px; margin: 5px 0;"> <p>Edward G. Avila, Esquire Roberts, Carroll, Feldstein & Peirce 10 Weybosset Street Providence, RI 02903</p> </div> |

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 First National Development R.I., LLC | | | | | |
| OR | | | | | |
| 1b. INDIVIDUAL'S LAST NAME | | FIRST NAME | | MIDDLE NAME | |
| | | | | | |
| 1c. MAILING ADDRESS 2490 Block Rock Turnpike, No. 333 | | | CITY Fairfield | STATE CT | POSTAL CODE 06825 |
| | | | | | COUNTRY USA |
| 1d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND | ADD'L INFO RE ORGANIZATION DEBTOR | 1e. TYPE OF ORGANIZATION limited liability co. | 1f. JURISDICTION OF ORGANIZATION RI | 1g. ORGANIZATIONAL ID #, if any 154733 <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 | |
| | | | | | |
| 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 Rockland Trust Community Development Corporation II | | | | | |
| OR | | | | | |
| 3b. INDIVIDUAL'S LAST NAME | | FIRST NAME | | MIDDLE NAME | |
| | | | | | |
| 3c. MAILING ADDRESS 8 North Main Street, Suite 302 | | | CITY Attleboro | STATE MA | POSTAL CODE 02703 |
| | | | | | COUNTRY USA |

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto and incorporated herein by reference.

| | |
|---|---|
| 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 (if applicable) | 7. TO REQUEST A SEARCH REPORT, FILE A UCC11 |
| 8. OPTIONAL FILER REFERENCE DATA: File No. 4292-6 | |

EXHIBIT A

Secured Party: Rockland Trust Community Development Corporation II
 288 Union Street
 Rockland, MA 02370

Debtor: First National Development R.I., LLC
 2490 Black Rock Turnpike
 No. 333
 Fairfield, CT 06825

All fixtures, machinery, equipment, furniture, inventory, building supplies, appliances and other articles of personal property (hereinafter collectively referred to as the "Personal Property"), including, but not limited to, all gas and electric fixtures, radiators, heaters, furnaces, engines and machinery, boilers, ranges, ovens, elevators and motors, bathtubs, sinks, commodes, basins, pipes, faucets and other plumbing, heating and air conditioning equipment, mirrors, refrigerating plant, refrigerators, iceboxes, dishwashers, carpeting, floor coverings, furniture, light fixtures, signs, lawn equipment, water heaters, and cooking apparatus and appurtenances, and all other fixtures and equipment now or hereafter owned by Debtor and located in, on or about, or used or intended to be used with or in connection with the use, operation, or enjoyment of the real property described in Exhibit B attached hereto ("Mortgaged Property"), whether installed in such a way as to become a part thereof or not, including all extensions, additions, improvements, betterments, renewals and replacements of any of the foregoing and all the right, title and interest of Debtor in and to any of the foregoing now owned or hereafter acquired by Debtor, all of which are hereby declared and shall be deemed to be fixtures and accessions to the freehold and a part of the Improvements as between the parties hereto and all persons claiming by, through or under them;

All right, title and interest of Debtor in and to all policies of insurance, licenses, franchises, permits, service contracts, maintenance contracts, property management agreements, equipment leases, tradenames, trademarks, servicemarks, logos, goodwill, accounts, chattel paper, whether tangible or electronic, payment intangibles, payment obligations arising out of the sale, lease or license of tangible and intangible property, health care insurance receivables, credit card receivables, letter-of-credit rights, supporting obligations, software, commercial tort claims, tax refunds, and general intangibles as defined in the Uniform Commercial Code as enacted in the State of Rhode Island, which in any way now or hereafter belong, relate or appertain to the Mortgaged Property or the Personal Property or any part thereof now owned or hereafter acquired by Debtor, including, without limitation, all condemnation payments, insurance proceeds and escrow funds;

All the right, title, interest of Debtor in and to all contracts, agreements, labor, material and payment bonds, guaranties and warranties, and plans and specifications, whether now or hereafter existing, including, without limitation (i) any architectural or engineering agreement other architectural or engineering services, (ii) the plans and specifications for the construction of

any improvements on the Mortgaged Property, and (iii) any construction manager's agreement entered into with respect to construction of improvements on the Mortgaged Property;

All proceeds, products, substitutions and accessions of the foregoing of every type.

All proceeds of the above property, including such as may be in the possession of Debtor at any time or in the possession of any representative person on behalf of Debtor, including a Trustee, receiver, custodian or other similar official under any action seeking reorganization, arrangement, adjustment, liquidation, dissolution or composition of Debtor under any law relating to bankruptcy, insolvency, reorganization or relief of debtors, whether such proceeds have been paid to or recovered by Debtor or any of said representatives.

The Debtor acknowledges and agrees that, with respect to any term used herein that is defined in either (a) Article 9 of the Uniform Commercial Code as in force in the jurisdiction in which this financing statement was signed by the Debtor at the time it was signed or (b) Article 9 as in force at any relevant time in the jurisdiction in which this financing statement is filed, the meaning to be ascribed thereto with respect to any particular item of property shall be that under the more encompassing of the two definitions.

The Debtor further acknowledges and agrees that this financing statement covers, and is intended to cover, all assets of the Debtor.

4292-6/\$1,000,000/320671

EXHIBIT B

Parcel 1

That certain lot or parcel of land, with all the improvements thereon, situated on the northerly side of Goff Avenue, in the City of Pawtucket, County of Providence and State of Rhode Island and bounded and described as follows:

Beginning at a point in the northerly line of Goff Avenue which point is four hundred and three and eighteen one-hundredths (403.18) feet easterly, as measured along said northerly line of Goff Avenue, from the intersection of the said northerly line of Goff Avenue and the easterly line of Pine Street, said point is the southeasterly corner of land now or formerly of Union Wadding Co. and is the southwesterly corner of the parcel hereby conveyed; thence turning an interior angle of eighty-six degrees and twenty minutes (86° - 20') with the said northerly line of Goff Avenue and running northerly one hundred and two and five one-hundredths (102.05) feet to a corner; thence turning an interior angle of ninety degrees (90°-00') and running easterly one (1.0) foot to a corner; thence turning an exterior angle of ninety degrees (90° 00') and running northerly sixty-six and sixty-seven one hundredths (66.67) feet to a corner; thence turning an exterior angle of ninety degrees (90°-00') and running westerly seven and eighty-three one hundredths (7.83) feet to a corner; thence turning an interior angle of ninety degrees (90°-00') and running northerly twenty-one and forty-eight one hundredths (21.48) feet to a corner, the last five courses running along the face of brick wall and bounding on said Union Wadding Co. land; thence turning an interior angle of eighty-nine degrees and thirty-eight minutes (89°-38') and running easterly, bounded northerly by land now or formerly of D.M.D. Realty Co. Inc. ninety-eight (98.0) feet to a corner; thence turning an interior angle of one hundred degrees, forty-one minutes and forty-nine seconds (100°-41'-49") and running southerly fifty (50.0) feet to a corner; thence tuning an interior angle of ninety degrees, fifty-eight minutes and twenty-six seconds (90°-58'-26") and running westerly ten (10.0) feet to a corner; thence turning an exterior angle of ninety-two degrees, one minute and thirty-five seconds (92°-01' -35") and running southerly one hundred and thirty-three (133.0) feet to the said northerly line of Goff Avenue to a corner; thence turning an interior angle of eighty-four degrees, twenty-three minutes and twenty seconds (84°-23'-20") and running westerly, along said northerly line of Goff Avenue, one hundred and twelve (112.0) feet to the first mentioned point and place of beginning.

*For informational purposes only:
Part of Assessor's Plat 44, Lot 583*

Parcel 2

That certain lot or parcel of land with all improvements thereon, situated off the northerly side of Goff Avenue, in the City of Pawtucket, Rhode Island, bounded and described as follows:

Said parcel is described as Parcel 2 on that plat entitled 'Survey of Land Belonging to D.M.D. Realty Co., Inc. Pawtucket, Rhode Island, Date: April/May 1995, Scale 1" = 20' by the Guillemette Corporation recorded in the Pawtucket Land Evidence Records with the deed recorded therein in Book 810, Page 5492;

Said parcel is further described as follows:

Begin at a drill hole set at the southwesterly corner of the parcel herein described, said drill hole is set approximately 199.40 feet northerly, along various courses and the face of a building now or formerly of Union Wadding Company from the northerly line of said Goff Avenue;

Thence north 11 degrees 17' 23" west along said face of building and bounding westerly by said Union Wadding Company land a distance of fifty-eight and eighty seven hundredths (58.87) feet to a point for a corner;

Then turning an interior angle of 90 degrees 00' 00" and run easterly along said face of said building and bounding northerly by said Union Wadding Company land, a distance of six and thirty hundredths (6.30) feet to a point for a corner;

Thence turning an interior angle of 270 degrees 00' 00" ± and running northerly in part along said face of said building, bounding westerly by said Union wadding Company land, a distance two and eighty-eight hundredths (2.88) feet to a point for a corner;

Thence turning and running north 79 degrees 03' 37" east, bounding northerly by other land now or formerly of D.M.D. Realty Co., Inc., a distance of sixty-two and thirty-seven hundredths (62.37) feet to a point for a corner. The last described course in part segments the existing one and one-half story brick building from the four-story brick building with the line following the northerly face of the four story section;

Thence south 11 degrees 03' 13" east, bounding easterly by other land now or formerly of D.M.D. Realty Co., Inc., a distance of sixty-one and eighty-two hundredths (61.82) feet to a point for a corner;

Thence south 79 degrees 05' 12" west, bounding southerly by said Union Wadding Company land, a distance of sixty-eight and forty-one hundredths (68.41) feet to the point and place of beginning.

Together with those certain easements set forth in the Quitclaim Deed from D.M.D. Realty Co., Inc. to union Wadding Company, dated January 11, 1996 and recorded in said Pawtucket Land Evidence Records in Book 810 at Page 5492.

*For informational purposes only:
Part of Assessor's Plat 44, Lot 583*

Parcel 3

That certain lot or parcel of land with all improvements thereon, situated off the northerly side of Goff Avenue, in the City of Pawtucket, Rhode Island, bounded and described as follows;

Said parcel is described as Parcel 1 on the plat entitled "Survey and Division of Land prepared for D.M.D. Realty Co., Inc. Pawtucket, Rhode Island, Dated February 18, 1999, Scale 1" = 20" (the "Plat") recorded in the Pawtucket Land Evidence Records with the deed recorded therein in Book 1074 at Page 272.

Said parcel is further described as follows:

Begin at the southeasterly corner of the parcel herein described, said corner also being the northeasterly corner of land now or formerly of Union Wadding Company, being now or formerly shown as Lot 504 on Assessor's Plat 44 of said City of Pawtucket, and described herein as Parcel 2;

Thence southwesterly, bounded southeasterly by said Union Wadding Company land, a distance of sixty-two and thirty-seven hundredths (62.37) feet to a drill hole for a corner;

Thence turning an interior angle of 90 degrees 00' 00" and running northwesterly, bounded southwesterly by other land of said Union Wadding Company land, a distance of three and thirty-five hundredths (3.35) feet to a point for an angle;

Thence turning an interior angle of 270 degrees 00'00" and running southwesterly bounded southeasterly by said Union Wadding Company land, a distance of six and thirty hundredths (6.30) feet to a point for a corner;

Thence turning an interior angle of 90 degrees 00' 00" and running northwesterly, bounded southwesterly by said Union Wadding Company land, a distance of sixty-three and ten hundredths (63.10) feet to the face of the existing brick building;

Thence continuing northwesterly through said brick building, bounding southwesterly by said Union Wadding Company land, a distance of fifty-six and eighty hundredths (56.80) feet to a point set on the outside of said brick building for an angle;

Thence turning an interior angle of 187 degrees 42' 00" and running northwesterly, bounded southwesterly by said Union Wadding Company land, a distance of forty and seven hundredths (40.07) feet to a point for a corner;

Thence turning an interior angle of 90 degrees 52' 00" and running northeasterly, bounded northwesterly by said Union Wadding Company land, a distance of ninety-nine and fourteen hundredths (99.14) feet to a point for a corner. The last described course running along the southeasterly face of a metal building;

Thence turning an interior angle of 90 degrees 00' 00" and running southeasterly, bounded northeasterly by remaining land now or formerly of the D.M.D. Realty Co., Inc., a distance of thirty and two hundredths (30.02) feet to a point for a corner;

Thence turning an interior angle of 269 degrees 24' 43" and running northeasterly, bounded northwesterly by said remaining land now or formerly of the D.M.D. Realty Co., Inc., a distance of eight and twenty-three hundredths (8.23) feet to a point for a corner;

Thence turning an interior angle of 89 degrees 47' 50" and running southeasterly, bounded northeasterly by said remaining land now or formerly of the D.M.D. Realty Co., Inc., a distance of thirty and fifty four hundredths (30.54) feet to a point for a corner;

Thence turning an interior angle of 270 degrees 02' 03" and running northeasterly, bounded northwesterly by said remaining land now or formerly of the D.M.D. Realty Co., Inc., a distance of eleven and fifty-seven hundredths (11.57) feet to a point for a corner;

Thence turning an interior angle of 90 degrees 05' 50" and running southeasterly, bounded northeasterly by said remaining land now or formerly of the D.M.D. Realty Co., Inc., a distance of thirty-eight and twenty-one hundredths (38.21) feet to a point for a corner. The last described course running along the outside wall of the elevator shaft, the elevator door and the outside of a wall.

Thence turning an interior angle of 89 degrees 52' 58" and running southwesterly, bounded southeasterly by said remaining land now or formerly of the D.M.D. Realty Co., Inc. a distance of seventy and fifty-two hundredths (70.52) feet to a point for a corner. The last described course running along the outside southeasterly face of said brick building.

Thence turning an interior angle of 266 degrees 08' 21" and running southeasterly, bounded northeasterly by said remaining land now or formerly of the D.M.D. Realty Co., Inc., a distance of forty-four and forty-five hundredths (44.45) feet to a point for a corner;

Thence turning an interior angle of 227 degrees 25' 54" and running southeasterly, bounded northeasterly by said remaining land now or formerly of the D.M.D. Realty Co., Inc., a distance of thirteen and eighty hundredths (13.80) feet to a point for a corner;

Thence turning an interior angle of 128 degrees 25' 31" and run southeasterly, bounded northeasterly by said land now or formerly of the D.M.D. Realty Co., Inc., a distance of nineteen and eighty-two hundredths (19.82) feet, to the point and place of beginning.

The last described course forming an interior angle of 89 degrees 54' 13" with the intersection of the first described course.

Said parcel is conveyed together with the benefit of the appurtenant easements granted pursuant to the Quitclaim Deed from D.M.D. Realty Co., Inc. to Union Wadding Company dated April 9, 1999 recorded in said Pawtucket Land Evidence Records on April 9, 1999 at 2:10 P.M. in Book 1074, Page 272, and with the benefit of the party Wall Agreement recorded in the Pawtucket Land Evidence Records in Book 1074 Page 276.

*For informational purposes only:
Assessor's Plat 44, Lot 596*

Parcel 4

That certain parcel of land, with all buildings and improvements thereon, situated on the northerly side of Goff Avenue and easterly side of Pine Street, in the City of Pawtucket, County of Providence, State of Rhode Island, bounded and described as follows:

Beginning at a point at the northeasterly corner of Pine Street and Goff Avenue, said corner being the southwesterly corner of the parcel herein described;

thence running northerly a distance of three hundred forty-nine and ninety-five one hundredths (349.95) feet, more or less, bounded westerly by said Pine Street, to a point in a right of way at the northeasterly intersection with Pine Street a distance of twenty and eighteen one-hundredths (20.18) feet, more or less, bounded easterly of railroad land;

thence turning and running westerly bounded southerly by said Pine Street a distance of twenty and eighteen one-hundredths (20.18) feet, more or less, to said land now or lately of the New York, New Haven and Hartford Railroad;

thence turning and running northerly bounded westerly by said railroad land a distance of eighty-four and one one-hundredths (84.01) feet, more or less, to a point at railroad land at the most northwesterly corner of the parcel herein described;

thence turning and running easterly, bounded northerly by said railroad land 546.22 feet, more or less, to the most northeasterly corner of the premises herein described, said corner being also the northwesterly corner of land now or formerly of Laurence DaSilva;

thence tuning and running southerly, bounded easterly by said DaSilva land 52 feet, more or less, to other land now or formerly of D.M.D. Realty Company, Inc.;

thence running westerly to the northwesterly corner of said D.M.D. Realty Company, Inc. land;

thence turning at a jog and running southerly 35 feet, more or less;

thence turning and running easterly 2.9 feet;
thence tuning and running southerly 1.0 feet;
thence turning and running westerly 2.9 feet;
thence turning and running southerly 54.95 feet, more or less;
thence turning and running easterly 2.75 feet;
thence turning and running southerly 1.0 feet;
thence turning and running westerly 2.75 feet;
thence turning and running southerly 55.60 feet, more or less, to a point for a corner;
thence turning and running westerly 97.05 feet, more or less, for a corner;
thence turning and running southerly 41.65 feet, more or less;
thence turning and turning southerly 117.0, feet, more or less, for a corner;
thence turning and running easterly 6.3 feet;
thence turning and running southerly 6.23 feet;
thence turning and running westerly 6.3 feet;
thence turning and running southerly 80.35 feet, more or less, for a corner;
thence turning and running easterly 7.83 feet for a corner;
thence turning and running southerly 66.67 feet, more or less, for a corner;
thence turning and running westerly 1.0 feet;

thence turning and running southerly one hundred two and five one-hundredths (102.05) feet, more or less, to the southeasterly corner of the premises herein described at a point in the northerly line of Goff Avenue, said last twenty (20) courses bounding respectively on other land now or lately of Union Wadding Company;

thence turning and running westerly, bounded southerly by said Goff Avenue, 403.18 feet, more or less, to the point and place of beginning.

*For informational purposes only:
Part of Assessor's Plat 44, Lot 583*

Parcel 5

That certain parcel or tract of land together with all improvements thereon situated on the southerly side of Goff Avenue, the northerly side of Bayley Street and westerly of Commerce Street in the City of Pawtucket, County of Providence, State of Rhode Island and is bounded and described as follows:

Beginning at a drill hole located at the northeasterly corner of the parcel herein described, said corner being in the southerly street line of Goff Avenue and also being the northwesterly corner of property now or formerly belonging to William H. Haskell Manufacturing Company, Inc. and also being 85.12 feet westerly of the southwesterly intersection of Commerce Street and Goff Avenue;

thence running southerly bounding easterly by said Haskell Company property for a distance of 142.36 feet (43.393M) to a drill hole located at a corner and the northerly line of Bayley Street;

thence turning an interior angle of $89^{\circ} 50' 15''$ and running westerly along the northerly line of Bayley Street for a distance of 122.60 feet (37.369m) to a railroad spike located at a corner at land now or formerly of New England Machine & Electric Company;

thence turning an interior angle of $90^{\circ} 09' 45''$ and running northerly bounding westerly by said New England Machine & Electric Company land for a distance of 134.96 feet (41.135m) to a drill hole located at a corner and the southerly side of Goff Avenue;

thence turning an interior angle of $93^{\circ} 17' 45''$ and running easterly along the southerly side of Goff Avenue for a distance of 122.80 feet (37.430m) to the point and place of beginning;

the last described line forming an interior angle of $86^{\circ} 42' 15''$ with the first described line.

*For informational purposes only:
Assessor's Plat 53B, Lot 597*