

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [Optional] <b>Patrick A. Guida, Esquire 401.456.1200</b>
B. SEND ACKNOWLEDGMENT TO: [Name and Address]  <div style="border: 1px solid black; padding: 5px; margin: 5px 0;"> <b>Tillinghast Licht LLP</b>  <b>10 Weybosset Street</b>  <b>Providence, Rhode Island 02903</b> </div> <b>Attn: Patrick A. Guida, Esq.</b>

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>Greystone Mills Proprietor, LLC</b>						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS <b>1746 North Cherokee Avenue</b>			CITY <b>North Hollywood</b>	STATE <b>CA</b>	POSTAL CODE <b>90028</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>llc</b>	1f. JURISDICTION OF ORGANIZATION <b>Rhode Island</b>	1g. ORGANIZATIONAL ID #, if any <b>161579</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>Sovereign Bank</b>						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS <b>One Financial 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 of Debtor's personal property assets, and fixtures, including without limitation, all of Debtor's Accounts, Cash Proceeds, Chattel Paper, Commercial Tort Claims, Contract Rights, Deposit Accounts, Documents, Electronic Chattel Paper, Equipment, Fixtures, General Intangibles, Goods, Instruments, Inventory, Investment Property, Letters of Credit Rights, Noncash Proceeds, Payment Intangibles, Software, Tangible Chattel Paper, whether now existing or hereafter arising or acquired or created, and as all such assets are more particularly described on Exhibit A attached hereto and made a part hereof.

5. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOB <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG LIEN <input type="checkbox"/> NON-UCC FILING	7. TO REQUEST A SEARCH REPORT. FILE A UCC11
6. <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	

8. OPTIONAL FILER REFERENCE DATA:  
**Rhode Island Secretary of State**

## **EXHIBIT A**

### **Description of Collateral**

Capitalized terms not otherwise defined herein shall have the meanings ascribed to those terms in: (a) Section 6A-9-102(a) of the Rhode Island General Laws (herein called the "RIGL"), being Section 9-102(a) of the Uniform Commercial Code as adopted in Rhode Island (herein called the "UCC"), or (b) other Sections of the UCC and referenced in Section 6A-9-102(b) of the RIGL.

"Collateral" shall mean all the Debtor's personal property assets, including without limitation, all of Debtor's present and future right, title and interest in and to any and all of the following property, whether such property be now existing or hereafter acquired or created:

- (i) All Accounts and accounts receivable regardless of whether or not they constitute proceeds of other Collateral;
- (ii) All Cash Proceeds;
- (iii) All Chattel Paper, regardless of whether or not it constitutes proceeds of other Collateral;
- (iv) All Commercial Tort Claims;
- (v) All Contract Rights (as defined herein), whether negotiable or non-negotiable, and regardless of whether they are attached to or connected with any chattel paper;
- (vi) All Deposits Accounts;
- (vii) All Documents, whether negotiable or non-negotiable, and regardless of whether they are attached to or connected with any chattel paper;
- (viii) All Electronic Chattel Paper;
- (ix) All Fixtures;
- (x) All Equipment including, without limitation machinery, motor vehicles, furniture, trade fixtures, and all other goods used in the conduct of the Debtor's businesses;
- (xi) All General Intangibles, regardless of whether or not they constitute proceeds of other Collateral, including, without limitation, all of the

Debtor's rights to acquire, purchase or otherwise obtain goods and/or services and any other rights with respect to the manufacture, processing, storage, sale, shipment, delivery or installation of Debtor's Building Materials and Supplies, Inventory or other Collateral;

(xii) All Goods;

(xiii) All Instruments;

(xiv) All Inventory;

(xv) All Investment Property;

(xvi) All Letters of Credit Rights;

(xvii) All Noncash Proceeds;

(xviii) All Payment Intangibles;

(xix) All Software;

(xx) All Tangible Chattel Paper;

(xxi) All tax refunds of every kind and nature to which Debtor is now or hereafter may become entitled no matter however arising, including, without limitation, loss carry back refunds;

(xxii) All goodwill, trade secrets, computer programs, customer lists, trade names, copyrights, trademarks and patents;

(xxiii) All books and records relating to the conduct of the Debtor's businesses including, without in any way limiting the generality of the foregoing, those relating to any one or more of its Accounts and Contract Rights;

(xxiv) All products of and accessions to any of the Collateral;

(xv) All customer lists, including without limitation, all listings, as amended from time to time, of each customer of the Debtor;

(xvi) All liens, guaranties, securities, rights, remedies and privileges pertaining to any of the Collateral, including the right of stoppage in transit;

(xvii) All obligations, irrespective of whether they are documented by instruments, contracts or otherwise, owing to the Debtor of every kind and nature, and all choses in action; and

(xviii) All Proceeds of Collateral of every kind and nature and in whatever form, including, without limitation, both cash and non-cash proceeds resulting or arising from the rendering of services by the Debtor or the sale or other disposition by the Debtor of the Inventory or other Collateral and from insurance.

“Code” or “Uniform Commercial Code” means the Uniform Commercial Code as enacted and in effect in the State of Rhode Island, provided that the filing requirements set forth in the Code as in effect in any state other than the State of Rhode Island where the Debtor is or may be “Located” shall determine the place of filing to the extent that the Debtor is or may be Located in that other state.

“Contract Rights” or “contract rights” means rights of the Debtor to payment or performance under contracts not yet earned by Debtor’s performance and not evidenced by Instruments or Chattel Paper.