

This FINANCING STATEMENT is presented to THE SECRETARY OF STATE for filing pursuant to the Uniform Commercial Code.

1. Debtor(s) (Last Name First) and address(es)

AQUIDNECK MARKETPLACE, INC.  
800 Aquidneck Avenue  
Newport, RI 02842

2. Secured Party(ies) and address(es)

Bank Rhode Island  
Small Business Lending  
One Turks Head Place  
Providence, RI 02903

7 2 6 1 5 4

3. This financing statement covers the following types (or items) of property:

MAR 16 9 56 AM '01  
FOR FILING OFFICE USE

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF.

**"SEE OVERSIZE FILE"**

Check (X) if covered:



Proceeds of Collateral are also covered



Products of Collateral are also covered

Filed with: STATE OF RHODE ISLAND, SECRETARY OF STATE, UNIFORM COMMERCIAL CODE DIV., PROVIDENCE, R.I. 02903

AQUIDNECK MARKETPLACE, INC.

By:

*Carl R. Mastaglio*  
Signature(s) of Debtor(s)

(1) Filing Officer Copy - Alphabetical

Standard Form - Uniform Commercial Code - Form UCC1

Bank Rhode Island

By:

*Stephen J. Rupp*  
Signature(s) of Secured Party(ies)

7 2 6 1 5 4

**EXHIBIT A**

All of Debtor's now owned or hereafter acquired accounts, accounts receivable, contract rights, instruments, chattel paper and general intangibles (including patents, copyrights, trademarks and trade names), inventory (including raw materials, work-in-process, finished goods and supplies), equipment (including all machinery, furniture and fixtures), together with all additions and accessions thereto, all money, instruments, documents of title, deposit accounts and other property of Debtor from time to time in possession of Secured Party, all replacements and substitutions for, and all proceeds (including insurance proceeds) and products of, any or all of the foregoing, and all of the Debtor's books and records relating to any or all of the foregoing.

**Debtor's Initials**

A handwritten signature in black ink, appearing to be a stylized 'M' or 'R' followed by a flourish, written over a horizontal line.