

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (Optional)
B. SEND ACKNOWLEDGMENT TO: [Name and Address] United States Department of Housing & Urban Development Office of Counsel 121 South Main Street, Ste. 300 Providence, RI 02903-7104

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 Grandview Realty Corporation				
OR				
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 528 North Main Street		CITY Providence	STATE RI	POSTAL CODE 02904
1d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND		1e. TYPE OF ORGANIZATION non-profit	1f. JURISDICTION OF ORGANIZATION Providence, RI	
ADD'L INFO RE ORGANIZATION DEBTOR		1g. ORGANIZATIONAL ID #, if any RI 28004		
		<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		2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	
ADD'L INFO RE ORGANIZATION DEBTOR		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 United States Department of Housing and Urban Development				
OR				
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS 121 South Main Street, Suite 300		CITY Providence	STATE RI	POSTAL CODE 02903
				COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto and made a part hereof.

The Debtor is the record owner of the premises covered by this financing statement more particularly described in Exhibit B 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/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING	
6. <input checked="" 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: Land Evidence Records in the City of Providence	

Exhibit A to form UCC-1

DEBTOR: Grandview Realty Corporation, 528 North Main Street, Providence, RI 02904

SECURED PARTY: The United States, acting by and through, the Secretary of Housing and Urban Development, 121 So. Main Street, Suite 300, Providence, R.I. 02903

(a) That certain parcel or parcels of land located at 42 Victor Street in the City of Providence, and more particularly described in Exhibit B attached hereto and incorporated herein by reference (the Premises).

(b) Any and all buildings and improvements now or hereafter located on the Premises (the improvements);

(c) Any and all fixtures, machinery, equipment and other personal property of every kind, now or hereafter located in or upon or affixed to the Premises or Improvements, or any part thereof, or now or hereafter used or to be used in connection with any present or future operation of the Premises or Improvements, or any part thereof, and now owned or hereafter acquired by Debtor, or in which Debtor now or hereafter has an interest, including, without limitation, any and all (i) heating lighting, incinerating, refrigerating, ventilating, air conditioning, air cooling, lifting, fire extinguishing, plumbing, cleaning, communications and power equipment and apparatus, (ii) gas, water and electrical equipment, (iii) elevators, escalators, switchboards, motors, tanks, pumps, partitions, conduits, ducts and compressors, (iv) electrical and/or gas appliances, incinerators, carpeting, furniture and furnishings, draperies, storm windows and doors, and screens and awnings, (v) all licenses, permits or approvals of any kind from any governmental or quasi-governmental authority, any construction contracts, management contracts, engineer's contracts, subcontractor's contracts, architect's contracts, plans and specifications, payment and performance bonds, and any other rights and benefits in the nature of the foregoing, and (vi) any and all renewals of, replacements, accessions or addition to, substitutions for and all renewals of replacements, accessions or additions to, substitutions for and proceeds and products of any and all of the foregoing.

(d) Any and all easements, rights of way, privileges, hereditaments and appurtenances now or hereafter belonging to or inuring to the benefit of the Premises and/or Improvements or any part thereof including but not limited to all right, title and interest of Debtor in and to the land lying within any street, roadway or body of water adjoining the Premises or any part thereof and all right, title and interest of Debtor in and to any now or hereafter vacated streets or roads adjoining the Premises or any part thereof:

(e) Any and all issues, benefits and profits of the Premises and/or Improvements;

(f) Each and every agreement providing for use or occupancy of all or any part of the Premises, whether written or oral, whether now existing or hereafter arising, and any and all amendments, renewals and extensions thereof; and any rents and other payments of every kind due or payable and to become due or payable to Debtor as the result of any use, possession or occupancy of all or any part of the Premises (the "Leases and Rents") including all accounts, cash and receivables of Debtor tangible and intangible related to the property;

(g) Any and all proceeds payable or paid for or with respect to or as a result of damage or loss to the Premises, Improvements and Personal Property, or any part thereof, including, without limitation, insurance proceeds, and all awards in connection with any condemnation or other taking of the Premises,

Grandview Realty Corporation

Improvements and Personal Property, or any part thereof, or for conveyance in lieu thereof (the "Proceeds;")

(h) Any and all sums deposited with the Secured Party pursuant to the mortgage for payment of Impositions and insurance premiums;

(i) Any and all records and books of account now or hereafter maintained by Debtor in connection with the operation of the Premises, Improvements and Personal Property or any part thereof; and

(j) All of Debtor's right, title and interest in and to any name under which the Premises and/or Improvements may at any time be operated and any variation thereof and the goodwill of Debtor in connection therewith.

EXHIBIT 2

DESCRIPTION OF REAL ESTATE

That parcel of land with any improvements situated thereon situated on the northerly side of Chalkstone Avenue, the westerly side of Evans Street, and the southerly side of Victor Street in the City of Providence and State of Rhode Island, bounded and described as follows:

Beginning at a spike set in the northerly line of said Chalkstone Avenue at the intersection with the westerly line of Evans Street, said point being the southeasterly corner of the parcel herein conveyed;

thence northerly bounding easterly on said Evans Street 161.39 feet to an iron rod set at the intersection of the westerly line of Evans Street with the southerly line of Victor Street;

thence turning an interior angle of $86^{\circ}-20'-00''$ and running westerly bounding northerly on Victor Street 195.27 feet to an iron rod set at the northeasterly corner of land now or lately of Melone Construction Company;

thence turning an interior angle of $90^{\circ}-00'-00''$ and running southerly bounding westerly in part on said last named land in part on land now or lately of Henry A. Bello 162.28 feet to an iron rod set in the northerly line of Chalkstone Avenue;

thence turning an interior angle of $82^{\circ}-20'-45''$ and running easterly bounding southerly on Chalkstone Avenue 6.03 feet to an iron rod set in an angle in said Avenue;

thence turning an interior angle of $187^{\circ}-31'-15''$ and running easterly bounding southerly on Chalkstone Avenue 178.97 feet to the point and place of beginning, said last described line forming an interior angle of $93^{\circ}-48'-00''$ with the line first hereinabove described.

Said parcel contains 30,661 square feet of land.