

## 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 OR Mill River Community Housing Corporation					
1b. INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS c/o Gateway Healthcare, 249 Roosevelt Ave.		CITY Pawtucket		STATE RI	POSTAL CODE 02860
COUNTRY USA					
1d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION non-profit	1f. JURISDICTION OF ORGANIZATION Rhode Island	1g. ORGANIZATIONAL ID #, if any <input checked="" 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 OR United States Department of Housing and Urban Development					
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/BAILOB <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: Rhode Island Secretary of State	

## **Exhibit A to form UCC-1**

**DEBTOR:** Mill River Community Housing Corporation, c/o Gateway Healthcare, 249 Roosevelt Avenue, Pawtucket, RI 02860

**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 152 Liberty Street and 64 Butler Avenue in the City of Central Falls, 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, 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 B

PARCEL I

All of my right, title, and interest in and to that certain tract or parcel of land, with all improvements thereon, situated on the northeasterly corner of Echo and Liberty Streets in the City of Central Falls, Providence County, and State of Rhode Island, and laid out and designated as being Lots No. 216 (two hundred sixteen) and 217 (two hundred seventeen) in Section Parcel No. 9 as shown on that certain plat of land entitled "Plat No. 1 of land belonging to the heirs of James and Horace Weeden situated in the Town of Lincoln, State of Rhode Island, embracing Parcels No. 6, 7, 8, 9, and 17 as per decree of the Supreme Court, surveyed and platted December 1885 by R. D. Woodbury, C.E., under the direction of Stephen A. Jenks, Thomas Moies, Charles D. Warland, Commissioners appointed by Supreme Court, October term 1884", which said plat is recorded with Central Falls Land Records on Plat A-110 and excepting therefrom a strip of land one foot in width along the northerly side of said Lot No. 217, as conveyed by deed of Christopher Choiniere to Edward and Ellie O. Lavalley, dated May 23, 1923 and recorded with said Land Records in Book 113 at Page 459.

Said premises may be further described as being Lots No. 200 and 201 as at present shown on Central Falls Tax Assessors Plat No. 7.

PARCEL II

That certain lot or parcel of land, with all the buildings and improvements thereon, situated on the southerly side of Butler Avenue, in the City of Central Falls, County of Providence, State of Rhode Island, laid out and described as lot numbered one hundred forty-one (141) on that plat entitled "The Dexter Park Plat No. 2 of the Joseph W. Miller Heirs Land, Dexter Street, Lincoln, R.I. Belonging to Samuel Hadly Surveyed and Platted May 1874 by A. R. Sweet", which said plat is recorded in the office of the Recorder of Deeds on Plat Card Number 20.

Property Address:

Parcel I - 152 Liberty Street, Central Falls, Rhode Island  
Parcel II - 64 Butler Avenue, Central Falls, Rhode Island