

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [Optional] Michelle MacKnight - 521-7000	
B. SEND ACKNOWLEDGMENT TO: [Name and Address] Edward G. Avila, Esquire Roberts, Carroll, Feldstein & Peirce 10 Weybosset Street Providence, RI 02903	

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 883-889 Boston Neck, LLC				
OR				
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 612 Greenwich Avenue		CITY Warwick	STATE RI	POSTAL CODE 02886
				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 637037	
			<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 The Washington Trust Company				
OR				
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS 23 Broad Street		CITY Westerly	STATE RI	POSTAL CODE 02891
				COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

See Exhibit A attached hereto and incorporated herein by reference.

Filed with RI Secretary of State

5. ALTERNATIVE DESIGNATION [if applicable]: ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAIOLR ☐ SELLER/BUYER ☐ AG.LIEN ☐ NON-UCC FILING

6. ☐ 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:

Our File No. 2007-254

EXHIBIT A

Debtor: 883-889 Boston Neck, LLC
612 Greenwich Avenue
Warwick, Rhode Island 02886

Secured Party: The Washington Trust Company
23 Broad Street
Westerly, Rhode Island 02891

As collateral security for the payment and performance of all of the Obligations, the Debtor hereby grants, assigns, conveys, pledges and transfers to the Secured Party, a continuing security interest in the following assets and properties of the Debtor, any and all substitutions therefor and replacements thereof, and any and all additions and accessions thereto whether now owned or hereafter acquired or in which the Debtor may now have or hereafter acquire an interest (all of which are hereinafter collectively referred to as the "Collateral.")

PERSONAL PROPERTY AND FIXTURES: All goods, equipment, machinery, tools and other personal property and fixtures of every kind and description now or hereafter owned by the Debtor or in which the Debtor has an interest (but only to the extent of such interest) and situated or to be situated upon or used in connection with the Premises or in any of the improvements, together with any renewals, replacements or additions thereto or substitutions therefor, all proceeds and products thereof, and now or hereafter located at, or used in connection with the operation of the Premises or the improvements, including without limitation the following:

A. EQUIPMENT, ETC.: All of the Debtor's interest in and to all equipment, fixtures, inventory, goods, materials, supplies, furnishings, accounts, accounts receivable, contract rights, plans, specifications, permits, other rights, bank deposits, warranties, cash, and general intangibles whether now or hereafter existing for use on or in

connection with the Premises.

B. PROCEEDS FOR DAMAGE TO THE MORTGAGED PROPERTY: All proceeds (including, without limitation, insurance and condemnation proceeds), including interest thereon, paid for any damage done to the Premises (as hereinafter defined), or any part thereof, or for any portion thereof appropriated for any character of public or quasi-public use in accordance with the provisions, terms and conditions hereinafter set forth.

C. UTILITY DEPOSITS: All right, title and interest of the Debtor in and to all monetary deposits that the Debtor has been or will be required to give to any public or private utility with respect to utility services furnished or to be furnished to the Premises.

D. RECORDS: All of the records and books of account now or hereafter maintained by the Debtor in connection with the operation of the Premises.

E. NAME AND GOODWILL: The right, in event of foreclosure of the Premises hereunder, to take and use any name by which the Premises is then known or any variation of the words thereof, and the goodwill of the Debtor with respect thereto.

DEFINITIONS

"Code" shall mean the Uniform Commercial Code as the same may be in effect from time to time in the State of Rhode Island.

"Equipment" shall include "equipment" within the meaning of Section 9-102 (a) (33) of the Code and, to the extent not otherwise included therein, all machinery, equipment, furniture, parts, tools and dies, of every kind and description, of the Debtor (including automotive equipment), now owned or hereafter acquired by the Debtor, and used or acquired for use in the business of the Debtor, together with all accessions thereto and all substitutions and replacements thereof and parts therefor; and all cash or non-cash Proceeds.

"Fixtures" shall mean "fixtures" within the meaning of Section 9-102 (a) (41) of the Code and, to the extent not otherwise included therein, all goods which are so related to particular real estate that an interest in them arises under real estate law and all accessions thereto, replacements thereof and substitutions therefor, including, but not limited to, plumbing, heating and lighting apparatus, mantels, floor coverings, furniture, furnishings, draperies, screens, storm windows and doors, awnings, shrubbery, plants, boilers, tanks, machinery, stoves, gas and electric ranges, wall cabinets, appliances, furnaces, dynamos, motors, elevators and elevator machinery, radiators, blinds and all laundry, refrigerating, gas, electric, ventilating, air-refrigerating, air-conditioning, incinerating and sprinkling and other fire prevention or extinguishing equipment of whatsoever kind and nature and any replacements, accessions and additions thereto, Proceeds thereof and substitutions therefor.

"Obligations" means among other things, all indebtedness, obligations and liabilities of the Debtor to the Secured Party of every kind and description, direct or indirect, secured or unsecured, joint or several, absolute or contingent, due or to become due, whether for payment or performance, now existing or hereafter arising, regardless of how the same arise or by what instrument, agreement or book account they may be evidenced, or whether evidenced by any instrument, agreement or book account, including, without limitation, all loans (including any loan by renewal or extension), all indebtedness, all undertakings to take or refrain from taking any action, all indebtedness, liabilities or obligations owing from the Debtor to others which the Secured Party may have obtained by purchase, negotiation, discount, assignment or otherwise, and all interest, taxes, fees, charges, expenses and attorneys' fees chargeable to the Debtor or incurred by the Secured Party under the security agreement giving rise to this financing statement, or any other document or instrument delivered in connection therewith.

"Premises" shall mean the real estate of the Debtor located at 883-889 Boston Neck Road, Narragansett, Rhode Island, which real estate is more particularly described on Exhibit B attached hereto and incorporated herein by reference.

"Proceeds" shall mean "proceeds" as defined in the Code and, to the extent not otherwise included therein, (a) any and all proceeds of any insurance, indemnity, warranty, guaranty, or other agreement, instrument or undertaking similar to any of the foregoing, payable to the Debtor from time to time with respect to any of the Collateral, (b) any and all payments (in any form whatsoever) made or due and payable to the Debtor from time to time in connection with any requisition, confiscation, condemnation, seizure or forfeiture of all or any part of the Collateral, (c) any and all other amounts from time to time paid or payable under or in connection with any of the Collateral, and (d) any products or rents of any of the Collateral.

2007-254/553419

Exhibit B

Legal Description

EXHIBIT B

ALL THAT CERTAIN LOT, or parcel of land, with the buildings and improvements thereon, located at the northeasterly corner of Boston Neck Road in the Town of Narragansett, County of Washington, State of Rhode Island, being bounded and described as follows:

BEGINNING at a point in the easterly line of Boston Neck Road, said point being thirty (30) feet easterly of centerline station 26+28.14 as delineated on Rhode Island Highway Plat 336;

thence running northerly bounding westerly on the said Boston Neck Road eight and 98/100 (8.98) feet to the northwesterly corner of the parcel herein described;

thence turning an interior angle of 91 degrees 00' 07" and running easterly bounding northerly on land now or formerly of Hames Associates, LLC two hundred and 3/100 (200.3) feet to a point at the northeasterly corner of the parcel herein described;

thence turning an interior angle of 88 degrees 59' 53" and running southerly bounding easterly by land now or formerly of Vittorio Ricci, et ux one hundred nineteen and 68/100 (119.68) feet to a point in the westerly line of Bonnet View Drive, said point being in the arc of a curve having a central angle of 19 degrees 49' 22" and a radius of one hundred seventy-five (175) feet;

thence running generally southwesterly and generally southerly in the arc of the said curve sixty and 54/100 (60.54) feet to the point of tangency of said curve;

thence running generally southerly in the westerly line of Bonnet View Drive one hundred thirty-seven and 67/100 (137.67) feet to the point of curvature of a curve having a central angle of 121 degrees 42' 30" and a radius of twenty-five (25) feet, the last two courses bounding easterly on Bonnet View Drive and Conanicut Road fifty-three and 11/100 (53.11) feet to the point of tangency of said curve, said point being in the northeasterly line of Conanicut Road;

thence running northwesterly bounding southwesterly on Conanicut Road ninety-one and 10/100 (91.10) feet to a point in the easterly line of Boston Neck Road;

thence turning an interior angle of 153 degrees 14' and running northwesterly in the northeasterly line of Boston Neck Road seventy-two and 73/100 (72.73) feet to a point which is thirty (30) feet easterly of centerline station 28+00+/-, said point being in the arc of a curve having a central angle of 6 degrees 43' 51" and a radius of fourteen hundred thirty-two and 97/100 (1432.97) feet;

thence running generally northwesterly and northerly in the arc of said road line one sixty-eight and 34/100 (168.34) feet to the point and place of beginning, the last two courses bounding on Boston Neck Road.

SAID parcel is shown as "AREA = 49,216.44 Sq. Ft." on a plan by Raymond W. Schwab, Registered Professional Engineer dated March 3, 1972 and entitled, "Bonnet Enterprises, Inc. Narragansett, Rhode Island Map of Land Located in the Town of Narragansett, Washington County, State of Rhode Island".

SUBJECT TO a right of way over and across a portion of said parcel comprising a strip of land ten (10) feet in width running in an east-west direction and lying immediately southerly of the northerly line of said parcel, as set forth in Book 80 at Page 519 of the said Records.

TOGETHER WITH a similar right of way over and across a strip of land ten (10) feet in width running in an east-west direction and lying immediately northerly of the northerly line of said parcel, as set forth in Book 80 at Page 519 of the said Records.

BE ALL SAID MEASUREMENTS, more or less, or however otherwise the same may be bounded and described.

BEING designated as Lot 171-A on Tax Assessor's Plat N-H of the Town of Narragansett, as presently constituted, for reference purposes only.