



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Scott A. Ritch, Esq. (401) 331-2222
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Ursillo, Teitz & Ritch, Ltd. 2 Williams Street Providence, Rhode Island 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 HAY STREET PROPERTIES, LLC					
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 104 Hay Street			CITY West Warwick	STATE RI	POSTAL CODE 02893
1d. TAX ID #: SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LIMITED LIABILITY	1f. JURISDICTION OF ORGANIZATION RHODE ISLAND	1g. ORGANIZATIONAL ID #, if any 000141551
					<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
2d. TAX ID #: SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any
					<input checked="" 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 BANK RHODE ISLAND					
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS ONE TURKS HEAD PLACE			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.

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. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional]		<input type="checkbox"/> All Debtors	<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2	

8. OPTIONAL FILER REFERENCE DATA

RI SECRETARY OF STATE

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME

HAY STREET PROPERTIES, LLC

OR

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME

OR

11b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11d. TAX ID #: SSN OR EIN

ADD'L INFO RE
ORGANIZATION
DEBTOR

11e. TYPE OF ORGANIZATION

11f. JURISDICTION OF ORGANIZATION

11g. ORGANIZATIONAL ID #, if any

☐ NONE

12. ☐ ADDITIONAL SECURED PARTY'S or ☐ ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

12c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

13. This FINANCING STATEMENT covers ☐ timber to be cut or ☐ as-extracted collateral, or is filed as a ☒ fixture filing.

14. Description of real estate:

**The real estate is commonly known as and located at
104 HAY STREET, WEST WARWICK, RHODE ISLAND, as
more particularly described on Exhibit B attached
hereto.**

15. Name and address of a RECORD OWNER of above-described real estate
(if Debtor does not have a record interest):

16. Additional collateral description:

17. Check only if applicable and check only one box.

Debtor is a ☐ Trust or ☐ Trustee acting with respect to property held in trust or ☐ Decedent's Estate

18. Check only if applicable and check only one box.

☐ Debtor is a TRANSMITTING UTILITY

☐ Filed in connection with a Manufactured-Home Transaction — effective 30 years

☐ Filed in connection with a Public-Finance Transaction — effective 30 years

EXHIBIT A
UNIFORM COMMERCIAL CODE
CONTINUATION OF FINANCING STATEMENT

DEBTOR: **HAY STREET PROPERTIES, LLC**
104 Hay Street
West Warwick, Rhode Island 02893

SECURED PARTY: **BANK RHODE ISLAND**
One Turks Head Place
Providence, Rhode Island 02903

The UCC-1 Financing Statement to which this **Exhibit A** is attached covers:

1. Personal Property - all fixtures, machinery, equipment, and other personal property of every kind, now or hereafter located in or upon or affixed to those certain lots or parcels of real estate, located in **WEST WARWICK, RHODE ISLAND, commonly known as and numbered 104 Hay Street**, as more particularly described in **Exhibit B** attached hereto (hereinafter called the "Premises") or any and all building and/or improvements (collectively, the "Improvements") 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, engines, 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) any and all franchises, licenses and permits, whether issued by national, state and/or local governmental body, department, agency or subdivision having jurisdiction over Debtor, any guarantor of Debtor or the Premises and Improvements, or any part thereof, or any use, operation or occupancy thereof, related to the use, operation or occupancy of the Premises and Improvements or any part thereof; (vi) 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 (vii) 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 Mortgagor in connection therewith.

2. All renewals, replacements of, additions to, substitution for and proceeds of any and all of the foregoing.

3. All condemnation awards and policies of insurance maintained with respect to said real and personal property and all proceeds thereof.

4. All of the right, title and interest of Debtor, in and to all leases, subleases, occupancy agreements, licenses, concession agreements and all other agreements or tenancies, however denominated, whether written or oral for any purpose, now or hereafter existing with respect to any portion or portions of the Premises and/or Improvements, together with any amendments, renewals or extensions thereof and all leases, subleases and tenancies or other agreements in substitution therefor (all of which are hereinafter collectively sometimes referred to as the "Leases").

5. Any and all rents and other payments of every kind due or payable and to become due or payable to Debtor by virtue of the Leases, or otherwise due or payable and to become due or payable to Debtor as a result of any use, possession or occupancy of any portion or portions of the Premises and/or Improvements.

To the extent any of the personal property described herein is or is to be affixed to real estate, said personal property described herein is or is to be affixed to real estate, said personal property is or is to be affixed to real estate owned by Debtor, which real estate is more particularly described in **Exhibit B** attached hereto.

EXHIBIT B

That certain parcel of land, with all the buildings and improvements thereon, situated on the westerly side of Hay Street in the Town of West Warwick, County of Kent, State of Rhode Island, bounded and described as follows:

Beginning at a point in the westerly line of Hay Street, said point of beginning being the northeasterly corner of the hereinafter described parcel, said point of beginning also being the point of intersection of the westerly line of Hay Street and the southerly line of a dedicated public highway known as Riverpoint Way; thence running in a general westerly direction a distance of one hundred sixty-three and 70/100 (163.70) feet to an angle point; thence turning an interior angle of $184^{\circ}-30'-50''$ and continuing in a general westerly direction a distance of ninety-five and 00/00 (95.00) feet to a point; thence turning an interior angle of $175^{\circ}-29'-10''$ and continuing in a general westerly direction a distance of seventy-six and 36/100 (76.36) feet to a PK nail at a point of curve, said last three courses being bounded northerly, respectively, by Riverpoint Way; thence continuing in a general westerly, southwesterly direction bounded northerly, northwesterly, respectively, by said Riverpoint Way along and arc of a curve having a radius of ten and 00/00 (10.00) feet an arc distance of thirteen and 78/100 (13.78) feet to a point of tangency; thence continuing in a general southerly direction bounded westerly by said Riverpoint Way a distance of thirteen and 82/100 (13.82) feet to an iron pin at a point of curve; thence continuing in a general southerly direction bounded westerly by said Riverpoint Way along an arc of a curve having a radius of seventy-nine and 94/100 (79.94) feet an arc distance of eighty-one and 27/100 (81.27) feet to an iron pin at a point of tangency; thence continuing in a general southeasterly direction bounded southwesterly by said Riverpoint Way a distance of one hundred twenty-four and 64/100 (124.64) feet to an iron pin at a point of curve; thence running in a general southeasterly direction bounded southwesterly by said Riverpoint Way along an arc of a curve having a radius of one hundred twenty and 18/100 (120.18) feet an arc distance of eighty-six and 12/100 (86.12) feet to an iron pin at a point of tangency; thence continuing in a general easterly direction bounded southerly by said Riverpoint Way a distance of seventy-five and 77/100 (75.77) feet to a point; thence turning an interior angle of $172^{\circ}-28'-00''$ and continuing in a general easterly direction bounded southerly by said Riverpoint Way a distance of ninety-five and 29/100 (95.29) feet to an iron pin set in the westerly line of said Hay Street; thence turning an interior angle of $96^{\circ}-07'-14''$ and running in a general northerly direction bounded easterly by said Hay Street a distance of one hundred thirty-seven and 48/100 (137.48) feet to a PK nail at a point of curve; thence continuing in a general northerly direction bounded easterly by said Hay Street along an arc of a curve having a radius of one hundred seven and 75/100 (107.75) feet an arc distance of sixty-three and 28/100 (63.28) feet to the point and place of beginning.

Said parcel contains 64,321 square feet.

For a more particular description see that plan entitled "Riverpoint Way A Public Right-of-Way to be accepted as a Town Highway by the Town Council of the Town of West Warwick 8/3/04 1"=20' by Boyer Associates", as recorded in the Town of West Warwick on September 8, 2004 at 2:17 p.m. in Map Book 4 at Page 105, File 454.

Together with and subject to a Permanent Right of Way, granted by the Town of West Warwick to Rhode Island Community Food Bank Association and more particularly described in Deed Book 1491 at Page 235.