

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [Optional] Deirdra A. Feeley (508) 999-1332
B. SEND ACKNOWLEDGMENT TO: [Name and Address] Halloran, Lukoff & Smith, P.C. 432 County Street New Bedford, MA 02740

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 All State Property, LLC						
OR						
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX		
1c. MAILING ADDRESS 1676 Bulgarmarsh Road			CITY Tiverton	STATE RI	POSTAL CODE 02878	COUNTRY USA
1d. TAX ID #: SSN OR EIN NOT REQUIRED IN RHODE ISLAND	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Lmt'd Lblty Co.	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 Fall River Five Cents Savings Bank						
OR						
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX		
3c. MAILING ADDRESS 79 North Main Street			CITY Fall River	STATE MA	POSTAL CODE 02740	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

A continuing security interest in and to all leases, rents, and insurance policies, condemnation awards, fixtures and other personal property of Debtor now or hereafter located upon or affixed to the real estate owned by the Debtor located in Tiverton, Newport County, Rhode Island, being more particularly described on the UCC Financing Statement Addendum attached hereto, and all replacements thereof, substitutions therefore, additions thereto and proceeds (including personal insurance and condemnation proceeds) thereof.

5. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOBR <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

UCC FINANCING STATEMENT ADDENDUM

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9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT		
9a. ORGANIZATION'S NAME All State Property, LLC		
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX
10. MISCELLANEOUS:		

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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 NOT REQUIRED IN RHODE ISLAND	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

12. <input type="checkbox"/> ADDITIONAL SECURED PARTY or <input type="checkbox"/> 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:

1676 Bulgarmarsh Road, Tiverton, Newport County, Rhode Island, being more particularly described on Exhibit A attached hereto.

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

Record owner is Debtor.

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
 Filed in connection with a Public-Finance Transaction

EXHIBIT "A"

That certain parcel of land, being generally triangular in shape, with all the buildings and improvements thereon, situated on the northerly side of Bulgarmarsh or Bedford Road, Town of Tiverton, County of Newport, State of Rhode Island, bounded and described as follows:

Beginning at the southeasterly corner of the tract to be conveyed, said point being in the northerly line of Bulgarmarsh or Bedford Road, thence running northerly, bounded easterly by land now or formerly of George E. Allen and Alice Allen, one hundred and seventy- five (175) feet, more or less to the southerly boundary line of what was the ancient 8 Rod Way (said 8 Rod Way traded by the Town to Daniel Dwelly for a tract of his land which became the Bedford or Bulgarmarsh Road); thence running in a westerly or southwesterly direction along said boundary line of the former 8 Rod Way to a point which forms the apex of a triangle on Bulgarmarsh Road at land now or formerly of Stephenson; thence turning and running easterly, bounded southerly by said Bulgarmarsh or Bedford Road, three hundred (300) feet, to the point or place of beginning.

Included herein is the grantors' right, title, and interest, whatever it may be, in and to the southerly half part of said ancient 8 Rod Way.

For title, see deed from S & D Realty, LLC to All State Property, LLC dated September 28, 2012 and recorded in the Tiverton Land Evidence Records in Book 1416, Page 190.0