

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

<b>A. NAME &amp; PHONE OF CONTACT AT FILER [optional]</b> <b>CAROL (978) 684-5236</b>
<b>B. SEND ACKNOWLEDGMENT TO: (Name and Address)</b>  <div style="border: 1px solid black; padding: 5px; margin: 5px;"> <b>BOGHOSIAN &amp; HAWKINS</b>  <b>ATTN: UCC FILING</b>  <b>45 HAVERHILL STREET</b>  <b>ANDOVER, MA 01810</b>   <b>cgoulet@autouse.com</b> </div>

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 <b>ULTRA AUTO SALES LLC</b>						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS <b>7 ASHTON PARKWAY</b>			CITY <b>CUMBERLAND</b>	STATE <b>RI</b>	POSTAL CODE <b>02864</b>	COUNTRY <b>USA</b>
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>LLC</b>	1f. JURISDICTION OF ORGANIZATION <b>RHODE ISLAND</b>	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. SEE INSTRUCTIONS	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 <b>BANK OF NEW ENGLAND</b>						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS <b>45 HAVERHILL ST., c/o LEASE &amp; RENTAL</b>			CITY <b>ANDOVER</b>	STATE <b>MA</b>	POSTAL CODE <b>01810</b>	COUNTRY <b>USA</b>

**4. This FINANCING STATEMENT covers the following collateral:**

**ALL AUTOMOTIVE INVENTORY FINANCED BY BANK OF NEW ENGLAND AND WHICH BANK OF NEW ENGLAND IS IN POSSESSION OF THE TITLE, WHETHER HELD FOR SALE, LEASE, RENTAL OR DEMONSTRATION, TOGETHER WITH ALL PARTS, EQUIPMENT AND ADDITIONS AND ACCESSIONS THERETO, ACCOUNTS RECEIVABLE, ACCOUNTS, CONTRACT RIGHTS, GENERAL INTANGIBLES, CHATTEL PAPER, INSTRUMENTS, DOCUMENTS AND ANY INTEREST OF THE DEBTOR IN ANY OF THE FOREGOING, AND ALL BOOKS, RECORDS AND DATA RELATING TO THE FOREGOING, ALL WHETHER NOW OWNED OR EXISTING OR HEREAFTER ACQUIRED OR ARISING, AND ALL PROCEEDS THEREOF, INCLUDING, WITHOUT LIMITATION, ALL INSURANCE PROCEEDS, PROPERTY TAKEN IN TRADE AND DEALER RESERVES.**

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 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						