

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) John Shekarchi, Esq. 401-722-3600
B. E-MAIL CONTACT AT FILER (optional) shek63@aol.com
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <div style="border: 1px solid black; padding: 5px; width: fit-content;"> John Shekarchi, Esq. 132 Old River Road, #103 Lincoln, RI 02865 </div>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME Bristol Capital Associates, LLC	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
OR 1b. INDIVIDUAL'S SURNAME			
1c. MAILING ADDRESS 48 Mulberry Road	CITY Bristol	STATE RI	POSTAL CODE 02809
			COUNTRY USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
OR 2b. INDIVIDUAL'S SURNAME			
2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE
			COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME PAWTUCKET CREDIT UNION	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
OR 3b. INDIVIDUAL'S SURNAME			
3c. MAILING ADDRESS 1200 Central Avenue	CITY Pawtucket	STATE RI	POSTAL CODE 02861-2200
			COUNTRY USA

4. COLLATERAL: This financing statement covers the following collateral:
EQUIPMENT: All of Debtor's presently owned and hereafter acquired machinery and equipment (excluding automotive equipment), furniture, fixtures, and all other tangible personal property of whatever kind or nature, together with all products thereof, and all substitutions, replacements, additions and accessions therefor or thereto, and all cash or non-cash proceeds of all the foregoing, including insurance proceeds (all of which is sometimes hereinafter referred to as "Equipment") located at 394 Potters Avenue, 185 Benedict Street, 45 Lancashire Street, 27-29 Cogshall Street, 32-34 Grove Street and 125 Suffolk Street, Providence, Rhode Island. The record owner of the real estate on which the Equipment is located is Bristol Capital Associates, LLC.

5. Check <u>only</u> if applicable and check <u>only</u> one box: Collateral is <input type="checkbox"/> held in a Trust (see UCC1Ad, item 17 and Instructions) <input type="checkbox"/> being administered by a Decedent's Personal Representative	
6a. Check <u>only</u> if applicable and check <u>only</u> one box: <input checked="" type="checkbox"/> Public-Finance Transaction <input type="checkbox"/> Manufactured-Home Transaction <input type="checkbox"/> A Debtor is a Transmitting Utility	6b. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing
7. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> Lessee/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licenser	
8. OPTIONAL FILER REFERENCE DATA: RI SECRETARY OF STATE	

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here

9a. ORGANIZATION'S NAME	Bristol Capital Associates, LLC	
OR	9b. INDIVIDUAL'S SURNAME	
	FIRST PERSONAL NAME	
	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a. ORGANIZATION'S NAME				
OR	10b. INDIVIDUAL'S SURNAME			
	INDIVIDUAL'S FIRST PERSONAL NAME			
	INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)			SUFFIX
10c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

11. ADDITIONAL SECURED PARTY'S NAME or ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a. ORGANIZATION'S NAME				
OR	11b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
11c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

SEE EXHIBIT "A" ATTACHED HERETO.

13. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)	14. This FINANCING STATEMENT: <input type="checkbox"/> covers timber to be cut <input type="checkbox"/> covers as-extracted collateral <input checked="" type="checkbox"/> is filed as a fixture filing
15. Name and address of a RECORD OWNER of real estate described in item 15 (if Debtor does not have a record interest): Bristol Capital Associates, LLC	16. Description of real estate: SEE EXHIBIT "A" ATTACHED HERETO.

17. MISCELLANEOUS:

EXHIBIT A
LEGAL DESCRIPTION

PARCEL I:

That certain lot or parcel of land with all the buildings and improvements thereon situated on Benedict Street in the City of Providence, County of Providence State of Rhode Island, laid out and delineated as Lot Numbered 240 (two hundred forty) on that plat entitled, "The Josiah Chapin Plat as Reported by the Commissioners in Equity Case No. 2243 of the Supreme Court of Rhode Island by J.A. Latham December, 1887", which plat is recorded in the office of the Recorder of Deeds in Providence in Plat Book 18 at Page 25 and (copy) on Plat Card 591.

Property Address:

185 Benedict Street
Providence, RI 02909
AP 42, Lot 254

PARCEL II:

That one (1) lot of land with all the buildings and other improvements thereon situated in said City of Providence and laid out and designated as lot numbered thirty-four (34) on that plat entitled, "Samuel Hadley's Plat of part of Simon Dean Estate set off to Mary L. Newcomb & George B. Dean Belonging to Lydia A. Hadley, replatted from surveys and other plats by N.B. Schubarth May 1867" which plat is recorded in the office of the Records of Deeds in said Providence on Plat Card 319. Said lot 34 is situated on the northeasterly side of Coggeshall Street.

Property Address:

27-29 Coggeshall Street
Providence, RI 02908
AP/AL: 70-167

PARCEL III:

Those 2 (two) certain lots of land with all the improvements and buildings thereon situated on the southerly side of Grover Street, formerly Cambridge Street in the City of Providence, in the State of Rhode Island, laid out and designated as lots 167 (one hundred sixty seven) and 168 (one hundred sixty eight) on that plat entitled, "SUBDIVISION OF A PART OF THE A. L. ANDREWS PLAT OF THE KERR AND FRANCIS FARM IN JOHNSTON, RHODE ISLAND, DRAWN JUNE 19, 1885 BY J. A. LATHAM", which plat is recorded in the office of the Recorder of Deeds in the said City of Providence on Plat Card 788.

Property address:

32 - 34 Grover Street, Providence, RI

Legal Description
Exhibit A (CONT.)

PARCEL IV:

ALL THAT CERTAIN LOT, or parcel of land, with the buildings and improvements thereon, located on the southerly side of Potters Avenue in the City and County of Providence, State of Rhode Island, being bounded and described as follows:

BEING laid out and designated as the westerly 30 (thirty) feet in width by the entire depth of Lot No. 43 (forty-three) and the adjoining easterly 10 (ten) feet in width by the entire depth of Lot No. 42 on that certain plat of land entitled: "Plat of House Lots on Hoyle Farm in Cranston Belonging to the Heirs of the Late Gov. James Fenner (dec'd) Surveyed & Platted Feb 28th 1849 by Atwater, Schubarth & Haines", which said plat is recorded in the Providence Land Evidence Records in Book 1214 at Page 1110.

BEING designates as Lot 458 on Tax Assessor's Plat 49 of the City of Providence, as presently constituted, for reference purpose only.

Property address: 394-396 Potters Avenue
Providence, RI 02907

PARCEL V:

That lot of land, with all buildings and improvements thereon, situated on the southerly side of Suffolk Street, in the City of Providence and State of Rhode Island, and are laid out and delineated as Lot 200 (two hundred) on that plat entitled "Replat of the Dr. E. M. Harris Plat of House Lots Providence, RI. replatted by Goff and Schofield, March 1910" and recorded in the office of the Recorded of Deeds in said City of Providence in Plat Book 30 at page 33 and (copy) on Plat Card No. 957.

Property Address:
125-127 Suffolk Street
Providence, RI
AP 70, Lot 551

EXHIBIT "A" (CONT.)

PARCEL VI:

THAT CERTAIN TRACT OR PARCEL OF LAND WITH ALL BUILDINGS AND IMPROVMENTS THEREON SITUATED ON THE SOUTHERLY SIDE OF LANCASHIRE STREET IN THE CITY OF PROVIDENCE, COUNTY OF PROVIDENCE, STATE OF RHODE ISLAND IS HEREIN BOUNDED AND DESCRIBED:

BEGINNING AT THE MOST NORTHEASTERLY CORNER OF THE HEREIN DESCRIBED PARCEL SAID POINT BEING LOCATED FOUR HUNDRED THIRTY EIGHT AND 05/100 (438.05') FEET FROM THE INTERSECTION OF THE SOUTHERLY STREET LINE OF LANCASHIRE STREET WITH THE EASTERLY STREET LINE OF DOUGLAS AVENUE;

THENCE PROCEEDING IN A NORTHEASTERLY DIRECTION ALONG THE SOUTHERLY STREET LINE OF LANCASHIRE STREET A DISTANCE OF FORTY AND 00/100 (40.00') FEET TO A POINT; THENCE TURNING AN INTERIOR ANGLE OF 90°-00' - 00" AND PROCEEDING IN A SOUTHEASTERLY DIRECTION OF EIGHTY TWO AND 00/100 (82.00') FEET TO A POINT, BOUNDED EASTERLY BY LAND NOW OR FORMERLY OF *PATRICIO GARCIA*.

THENCE TURNING AN INTERIOR ANGLE OF 90° -00' - 00" AND PROCEEDING IN A SOUTHWESTERLY DIRECTION A DISTANCE OF FORTY AND 00/100 (40.00') FEET TO THE POINT BOUNDED SOUTHERLY BY LAND NOW OR FORMERLY OF THE CITY OF PROVIDENCE;

THENCE TURNING AN INTERIOR ANGLE OF 90° -00' -00" AND PROCEEDING IN A NORTHWESTERLY DIRECTION A DISTANCE OF EIGHTY TWO AND 00/100 (82.00') FEET TO THE POINT AND PLACE OF BEGINNING. THE LAST HEREIN DESCRIBED COURSE FORMS AN INTERIOR ANGLE OF 90° -00' -00" WITH THE FIRST HEREIN DESCRIBED COURSE, BOUNDED WESTERLY BY LAND NOW OR FORMERLY OF *LUIS A. HERNANDEZ*.

SAID PARCEL CONTAINS 3,280 SQUARE FEET MORE OR LESS.

For a more particular description reference is herein made to a subdivision plan of assessors plat 99 lot 475 situated on Lancashire Street in the City of Providence, State of Rhode Island by Garofalo & Associates, dated May 31, 1994 Job No. 4803 DWG 4803-1.

Property Address:

43 - 45 Lancashire Street

Providence, RI 02908

099-0344-