

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) <b>Leslie H. Rudnick, Esquire (617) 973-1500</b>	
B. E-MAIL CONTACT AT FILER (optional) <b>lhr@katzrudnick.com</b>	
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <div><input type="checkbox"/> <b>Katz, Rudnick &amp; Sullivan, P.C.</b> <b>90 Canal Street, 5th Floor</b> <b>Boston, MA 02114</b> <b>Attn: Leslie H. Rudnick, Esquire</b></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 <b>Thames Street Ventures, LLC</b>				
OR	1b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c MAILING ADDRESS	CITY		STATE	POSTAL CODE
<b>39 Brighton Avenue</b>	<b>Boston</b>		<b>MA</b>	<b>02134</b>
				COUNTRY <b>USA</b>

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				
OR	2b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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 <b>Brookline Bank</b>				
OR	3b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c MAILING ADDRESS	CITY		STATE	POSTAL CODE
<b>131 Clarendon Street, P.O. Box 179179</b>	<b>Boston</b>		<b>MA</b>	<b>02117-9179</b>
				COUNTRY <b>USA</b>

4. COLLATERAL: This financing statement covers the following collateral.

**All of the Debtor's property described in the Schedule Annexed to this Financing Statemet located at and/or used in connection with the premises known as 372-380 Thames Street and 1 Ann Street Newport, Newport County, Rhode Island, which premises are more particularly described in Exhibit A annexed to this Financing Statement and incorporated by reference herein.**

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 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:	

## **SCHEDULE ANNEXED TO UCC FINANCING STATEMENT**

DEBTOR: Thames Street Ventures, LLC

SECURED PARTY: Brookline Bank

All of Debtor's interest in all fixtures and equipment (as defined in the Uniform Commercial Code) now or hereafter located at or intended to be used in connection with the premises described in Exhibit A annexed hereto ("Premises"); insurance proceeds including interest payable in connection with any damage or loss to the Premises; all eminent domain awards made with respect to the Premises; all licenses and permits for the use or occupancy of the Premises; all trade names associated with the use or occupancy of the Premises; all books and records relating to the Debtor's operation of the Premises; all contracts, agreements and warranties, including rights to return of deposits, prepaid premiums or other payments, relating to the construction, use or occupancy of the Premises; and all other personal property of the Debtor arising from, or now or hereafter relating to, located at or used solely in connection with the Premises, including without limitation, all inventory, equipment, and other goods, documents, instruments, general intangibles, chattel paper, accounts and contract rights (each as defined in the Uniform Commercial Code), and the proceeds therefrom (collectively, the "Personal Property").

## **Exhibit A**

### Description of Mortgaged Premises

(372-380 Thames Street and 1 Ann Street,  
Newport, Newport County, Rhode Island)

That certain lot or parcel of land, together with the buildings and improvements thereon, located in the City of Newport, County of Newport, State of Rhode Island, bounded and described as follows:

NORTHERLY	on Ann Street;
EASTERLY	by land now or formerly of David R. Fedrick, et ux;
SOUTHERLY	by land now or formerly of the Hellenic Orthodox Community of Newport, Rhode Island, Inc.; and
WESTERLY	of Thames Street.

Be all said measurements, more or less or however otherwise the same may be bounded and described.

Being designated as Lot 160 on Plan 27 of the Newport Tax Assessor's Plats, as presently constituted.

For Mortgagor's title, see deed from Thames Realty Trust, LLC to Thames Street Ventures, LLC dated June 30, 2015, recorded with Newport, Rhode Island Land Evidence Records at Book 2522 Page 40.