

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Robert A. Migliaccio, Esq. - 401-331-5700
B. E-MAIL CONTACT AT FILER (optional) rmigliaccio@cm-law.com
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <div>Robert A. Migliaccio, Esq. Cameron & Mittleman, LLP 301 Promenade Street Providence, Rhode Island 02908 rmigliaccio@cm-law.com</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 Middletown Plaza II, LLC				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS 316 Lockley Drive		CITY Charlotte	STATE NC	POSTAL CODE 28207
			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				
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 Bank Rhode Island				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS One Turks Head Place		CITY Providence	STATE RI	POSTAL CODE 02903
			COUNTRY	

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

All leases and rents as more particularly set forth on Exhibit A attached hereto and incorporated by reference.

5. Check only if applicable and check only one box: Collateral is ☐ held in a Trust (see UCC1Ad, item 17 and Instructions) ☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

☐ Public-Finance Transaction ☐ Manufactured-Home Transaction ☐ A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:

☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:

File with RI SOS

EXHIBIT A

All of Debtor's right, title and interest in and to (i) all leases, subleases and tenancies, whether written or oral, now or hereafter existing with respect to any portion or portions of the premises ground leased by the Assignor from Middletown Plaza, LLC, in the Town of Middletown, Rhode Island, situated at 870 West Main Road, which premises may be more particularly described in Exhibit B attached hereto, together with all buildings and improvements now or hereafter constructed thereon (all of such premises being hereinafter collectively referred to as the "Premises"), together with any renewals or extensions thereof and leases, subleases and tenancies in substitution therefor (all of which are hereinafter referred to as the "Assigned Leases"), (ii) all rents and other payments of every kind due or payable and to become due and payable to the Debtor, its successors and assigns, as a result of any use, possession or occupancy of any portion or portions of the Premises, including, but not limited to, security deposits, tax or operating expense escalation payments, percentage rent, additional rent, or any other payments arising from any license, use permit or concession, (iii) all right, title and interest of the Debtor in and to any and all guarantees of the Assigned Leases, and (iv) any awards which may be made in respect of Debtor's interest in any of the Assigned Leases in any bankruptcy, insolvency or reorganization proceedings in any state or federal court.

EXHIBIT B

That certain parcel of land situated westerly of West Main Road in the Town of Middletown, County of Newport, State of Rhode Island, and being bounded and as described as follows:

Beginning at a point, said point being the intersection of the westerly line of State Highway Plat Number 952, as established by the Rhode Island Department of Transportation Division of Public Works, with the southeasterly corner of land now or formerly of Catherine A. Edward (AP 106 Lot 79A) and is the northeasterly corner of the parcel described herein;

Thence traveling southwesterly along the westerly side of West Main Road for a distance of two-hundred thirty-seven and $24/100$ feet (237.24');

Thence turning an interior angle of $90^{\circ}00'00''$ and traveling northwesterly a distance of one-hundred forty-one and $69/100$ feet (141.69') to a point;

Thence turning an interior angle of $195^{\circ}10'22''$ and traveling westerly a distance of one-hundred fifty and $99/100$ feet (150.99') to a point;

Thence turning an interior angle of $90^{\circ}00'00''$ and traveling northerly a distance of one-hundred ninety-three and $12/100$ feet (193.12') to a point;

Thence turning an interior angle of $89^{\circ}50'38''$ degrees and traveling easterly a distance of one-hundred fifty-four and $24/100$ feet (154.24') to a point;

Thence turning an interior angle of $179^{\circ}54'57''$ and traveling easterly a distance of one-hundred ninety-five and $59/100$ feet (195.59') to the point and place of beginning.

The last course described forms an interior angle of $75^{\circ}04'03''$ with the first course described herein.

Said parcel contains 65,095.91 S.F. (1.4944 Acres) of land.

Meaning and intending to describe that portion of Lot 55 on Assessor's Plat 107NW that is identified as PARCEL 1 on that plan entitled, "Prepared for Middletown Plaza L.L.C., Ames Plaza, Subdivision Plan, Middletown, Rhode Island" Date: February 2000 Scale: 1"=60'.