

UCC-1 Form

FILER INFORMATION

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CONTACT INFORMATION

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Notification Method: E-MAIL Email: CMULHEARN@MULHEARNLAWRI.COM

DEBTOR INFORMATION

Org. Name: FITNESS ASSOCIATES, INC.

Mailing Address1: 380 JEFFERSON BOULEVARD

City: WARWICK State: RI ZIP: 02886 Country: USA

Org. Name: FRONTLINE FITNESS

Mailing Address1: 380 JEFFERSON BOULEVARD

City: WARWICK State: RI ZIP: 02886 Country: USA

SECURED PARTY INFORMATION

Org. Name: INDEPENDENCE BANK

Mailing Address1: 1370 SOUTH COUNTY TRAIL

City: EAST GREENWICH State: RI ZIP: 02818 Country: USA

TRANSACTION TYPE: STANDARD

COLLATERAL IS / ADMINISTERED BY:

ALTERNATIVE DESIGNATION:

COLLATERAL

All Debtor’s tangible and intangible personal property, including without limitation all of the Debtor’s general intangibles, equipment, machinery, furniture, fixtures, inventory, documents, licenses, contract rights, instruments and accounts receivable now owned or hereafter acquired or created by Debtor, and all products and proceeds of the foregoing as set forth more particularly on Exhibit A below.

EXHIBIT “A”

Description of Collateral

All fixtures and all tangible and intangible personal property of Debtor of every kind and description and wherever located, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest, as well as products and proceeds of the foregoing, including, without limitation:

- (1) all equipment (as such term is defined in the Uniform Commercial Code (“UCC”), machinery and fixtures, including, without limitations, all processing and manufacturing equipment, machine tools, data processing and computer equipment, furniture, tools, dies, molds, motor vehicles, rolling stock, trailers, airplanes, vessels and other equipment of every kind and description, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (2) all inventory (as such term is defined in the UCC), including without limitation, all merchandise, raw materials, work in process, parts, components, dies, molds, finished goods, supplies and all goods returned to or repossessed by Debtor, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (3) all accounts (as such term is defined in the UCC), accounts receivable, other receivables, evidences of indebtedness, notes drafts, acceptances, contract rights, leases, chattel paper (as such is defined in the UCC), and general intangibles (as such term is defined in the UCC), including, without limitation, all collateral and security, therefore, Including, without limitation, all guarantees, letters of credit, liens, and security interests in favor of Debtor, and all goodwill, going concern value, patents, applications for patents, trademarks, trade names, service marks, registrations of trademarks and servicemarks, customer lists, advertising materials, operating manuals, copyrights, blueprints, designs, engineering drawings and contracts, proprietary information, product lines, distribution agreements, dealer contracts, supplier contracts, tax refund claims, licenses, research and development, and all rights to the payment of money, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (4) all instruments (as such term is defined in the UCC), documents of title, policies and certificates of insurance, securities, securities entitlements, investment property, partnership interests, membership interests in limited liability companies, bank deposits, deposit accounts, checking accounts, certificates of deposit and cash, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (5) all accessions, additions and improvements to, and all proceeds and products of, all of the foregoing, including proceeds of insurance, whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest; and
- (6) all books, records, documents, computer tapes and discs relating to all of the foregoing, whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest.