

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Loan Operations 508-946-8770
B. E-MAIL CONTACT AT FILER (optional) loanoperations@rocklandtrust.com
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <div style="border: 1px solid black; padding: 5px; width: fit-content;"> Rockland Trust Company-Loan Operations 8A Station Street Middleboro, MA 02346 email-loanoperations@rocklandtrust.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 Brooketone Properties, LLC				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS 931 Jefferson Boulevard, Suite 2001		CITY Warwick	STATE RI	POSTAL CODE 02886
				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 Rockland Trust Company				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS P.O. Box 32		CITY Middleboro	STATE MA	POSTAL CODE 02346
				COUNTRY USA

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

All assets of the Debtor which are now or hereafter located at, or which are now or hereafter used or useful in the Debtor's operation of, the real property located at 931 Jefferson Boulevard, Warwick, Rhode Island known as Units 2001, 2002 and 2005 of the Jefferson Gateway at the Airport Office Condominiums II, as more particularly described in Exhibit A attached hereto.

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/Licenser

8. OPTIONAL FILER REFERENCE DATA:

**COMMITMENT FOR TITLE INSURANCE
CHICAGO TITLE INSURANCE COMPANY**

EXHIBIT A

Commitment Number: 6049976

Units 2001 and 2002:

The following premises in "Jefferson Gateway at the Airport Office Condominiums II" in the City of Warwick, County of Kent, State of Rhode Island, created by Declaration of Condominium dated February 28, 2006 and recorded February 28, 2006 at 3:00 p.m. in Book 6090 at Page 168 in the Records of Land Evidence in the City of Warwick, County of Kent, State of Rhode Island, designated as Unit Numbers 2001 & 2002.

Together with an undivided 9.95% interest in the common elements of said condominium which are pertinent to said units and together with the rights and easements which are pertinent to said units as set forth in the Declaration.

Unit 2005:

The following premises in "Jefferson Gateway at the Airport Office Condominiums II" in the City of Warwick, County of Kent, State of Rhode Island, created by Declaration of Condominium dated February 28, 2006 and recorded February 28, 2006 at 3:00 p.m. in Book 6090 at page 168 in the Records of Land Evidence in the City of Warwick, County of Kent, State of Rhode Island, designated as Unit Number 2005.

Together with an undivided 2.04% interest in the common elements of said condominium which are pertinent to said unit and together with the rights and easements are pertinent to said unit as set forth in the Declaration.