

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Stella Guerra, Esq. 401-559-6999
B. E-MAIL CONTACT AT FILER (optional) Stella@Guerrallaw.org
C. SEND ACKNOWLEDGMENT TO: (Name and Address) Stella Guerra, Esq. GUERRA LAW OFFICES, LLC 275 West Natick Road, Ste. 1000 Warwick, RI 02886

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 BERNARDO PROPERTIES, LLC				
OR	1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
1 West Exchange Street, Unit 1808	Providence	RI	02903	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 Navigant Credit Union				
OR	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
1005 Douglas Pike	Smithfield	RI	02917	USA

4. COLLATERAL: This financing statement covers the following collateral:
All of Debtor's assets and properties, wherever located, tangible and intangible personal property and fixtures, now owned and hereafter acquired by Debtor or in which Debtor has or may hereafter acquire an interest, whether now existing or hereafter arising, including without limitation the following, and all proceeds and products thereof: inventory, equipment, fixtures, accounts, general intangibles, chattel paper, instruments, documents, deposit accounts, letter-of-credit rights, investment property, and all books and records relating to any of the foregoing located at 1474 Broadway, Pawtucket, RI 02860, Tax Assessor's Plat 7, Assessor's Lot 164, and more particularly described on Exhibit "A" and Exhibit "B" attached hereto and incorporated herein by reference.

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/Licensor	
8. OPTIONAL FILER REFERENCE DATA:	

EXHIBIT "A"

UNIFORM COMMERCIAL CODE
CONTINUATION OF FINANCING STATEMENT
STATE OF RHODE ISLAND

DEBTOR(S):

BERNARDO PROPERTIES, LLC

1 West Exchange Street, Unit 1808

Providence, RI 02903

SECURED PARTY:

NAVIGANT CREDIT UNION

1005 Douglas Pike

Smithfield, Rhode Island 02917

The financing statement covers the following types of property:

1. Personal Property - all fixtures, machinery, equipment, and other personal property of every kind, now or hereafter located in or upon or affixed to that certain parcel of land located at **474 Broadway, Pawtucket, RI 02860, Tax Assessor's Plat 7, Assessor's Lot 164**, more particularly described in Exhibit "B" attached hereto (hereinafter called the "subject property") or any and all buildings and/or improvements now or hereafter constructed on the subject property, or any part thereof, or now or hereafter used or to be used in connection with any present or future operation of the subject property, and now owned or hereafter acquired by Debtor, including, without in any way limiting the generality of the foregoing; any and all heating, lighting, and other fixtures of every kind and nature whatsoever; it being understood that all such fixtures, machinery, apparatus, equipment and other personal property are a part of and are declared to be a portion of the security, whether physically attached to the improvements or not.
2. All renewals, replacements of, additions to, substitutions for and proceeds of the foregoing.
3. All condemnation awards and policies of insurance maintained with respect to said real and personal property and all proceeds thereof.
4. All rents and other income from the operation of and all leases and tenancies with respect to said real and personal property.

EXHIBIT "B"
UNIFORM COMMERCIAL CODE
CONTINUATION OF FINANCING STATEMENT
STATE OF RHODE ISLAND

Legal Description

The certain lot of parcel of land with all the buildings and improvements thereon, situated on the westerly side of Carnation Street in the City of Pawtucket, County of Providence, State of Rhode Island, and bounded as follows:

Beginning at a point, said point being the intersection of the southerly line of said Carnation Street and the westerly line of Broadway;

Thence running westerly along said southerly line of Carnation Street one hundred fee (100) feet to a point for a corner;

Thence turning an angle and running southerly one hundred (100) feet to a point for a corner;

Thence turning an angle and running easterly one hundred (100) feet to a point on said westerly line of Broadway for a corner;

Thence turning an angle and running northerly along said westerly line of Broadway one hundred (100) feet to a point, said point also being the point of beginning.

However bounded and described, meaning and intending to convey those lots with all the buildings and improvements thereon; designated as Lot 314 and 315 on Plat Card # 125 entitled, "Map of the Pleasant View Purchase at Pawtucket, Mass., By N.B. Schubarth, 1855" which plat in on file in the office of the Recorder of Deeds in the City of Pawtucket.

Property Address (for informational purposes only):

474 Broadway
Pawtucket, RI 02860

Tax Assessor's Plat 7 Lot 164