

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A NAME & PHONE OF CONTACT AT FILER (optional) Savings Institute Bank & Trust 860-456-6596
B E-MAIL CONTACT AT FILER (optional)
C SEND ACKNOWLEDGMENT TO (Name and Address) <div style="border: 1px solid black; padding: 10px; margin: 5px 0;"> Savings Institute Bank and Trust 803 Main Street, Willimantic, CT 06226 Attn: Credit Administration </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 William Street Properties, LLC				
OR	1b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c MAILING ADDRESS 30 Memorial Blvd. West		CITY Newport	STATE RI	POSTAL CODE 02840
			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 Savings Institute Bank and Trust				
OR	3b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c MAILING ADDRESS 803 Main Street		CITY Willimantic	STATE CT	POSTAL CODE 06226
			COUNTRY USA	

4 COLLATERAL This financing statement covers the following collateral

See Exhibits A & B attached.

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's 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 Bailor/Bailor Licensee/Licensor

8 OPTIONAL FILER REFERENCE DATA
23764.10049

EXHIBIT A

All personal property of the Debtor respecting that certain parcel of land located at the address listed below and the structures and improvements now or hereafter thereon located, as more particularly described in Exhibit B attached hereto (the "Property"), together with: (i) all rights now or hereafter existing, belonging or pertaining thereto; (ii) the following categories of property as defined in Article 9 of the Uniform Commercial Code: goods (including inventory, equipment, fixtures, farm products, and any accessions thereto), instruments (including promissory notes), documents, accounts (including healthcare insurance receivables), chattel paper (whether tangible or electronic), deposit accounts, letter of credit rights (whether or not the letter of credit is evidenced by a writing), commercial tort claims, securities and all other investment property, general intangibles (including payment intangibles and software), supporting obligations and any and all proceeds of any thereof, whether now owned or hereafter acquired, that are located on or used in connection with the Property and any records, substitutions, replacements, accessions, products and proceeds of any of the foregoing; (iii) all judgments, award of damages and settlements hereafter made as a result of or in lieu of any taking respecting the Property; (iv) all of the rights and benefits of Debtor under any present or future leases and agreements relating to the Property, or the use or occupancy thereof together with any extension or renewals thereof; and (v) all contracts, permits and licenses respecting the use, operation or maintenance of the Property.

Property address: 78 William Street, Newport, RI 02840, Plat 28, Lot 81

EXHIBIT B
LEGAL DESCRIPTION

All that certain lot or parcel of land, together with the buildings and improvements thereon, located in the City of Newport, and bounded and described as follows:

NORTHERLY on Memorial Boulevard Extension, also known as, Memorial Boulevard West, fifty-eight and eighty-five hundredths (58.85) feet;

EASTERLY partly by land now or formerly of Fitz-Sar, LLC, and partly by land now or formerly of Whitney William Properties, LLC, one hundred eleven and five tenths (111.5) feet;

SOUTHERLY on William Street, sixty-one and forty-five (61.45) feet; and

WESTERLY by land now or formerly of Fitz-Sar, LLC, one hundred fifteen and fifteen hundredths (115.15) feet.

Being lot no. 81 on that certain plat entitled "Plan Showing Certain Land of Daniel Kiley William Street, Newport, R.I. Assessors Plat 28, Lot 81 Surveyed February 1984 - Scale 1" = 20' 6,940=: Sq. Ft.", recorded in Volume 320 at Page 306 of the Newport Land Evidence Records.

SAID Parcel being further identified as Lot 81 on Tax Assessor's Plat 28 of the Tax Assessor's Plats of the City of Newport.

Together with and subject to reciprocal easements of record.