

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A NAME & PHONE OF CONTACT AT FILER (optional) Jeffrey F. Caffrey, Esq.
B E-MAIL CONTACT AT FILER (optional)
C SEND ACKNOWLEDGMENT TO (Name and Address): Resnick and Caffrey Summit West, Ste. 300 300 Centerville Road 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 B A Metal Dynamics, Inc.				
OR	1b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c MAILING ADDRESS 195 Dupont Drive		CITY Providence	STATE RI	POSTAL CODE 02907
			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 or ASSIGNOR SECURED PARTY) Provide only one Secured Party name (3a or 3b)

3a ORGANIZATION'S NAME Savings Institute Bank and Trust Company				
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 Exhibit "A" attached hereto and made a part hereof.

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) Lessor/Lessor Consignee/Consignor Seller/Buyer Bailee/Bailor Licensee/Licensee

8 OPTIONAL FILER REFERENCE DATA

EXHIBIT A

UNIFORM COMMERCIAL CODE FINANCING STATEMENT

DEBTOR: B A Metal Dynamics, Inc.
195 Dupont Drive
Providence, RI 02907

SECURED PARTY: Savings Institute Bank and Trust Company
803 Main Street
Willimantic, CT 06226

The financing statement covers the following types of property:

1. Personal Property - all fixtures, machinery, equipment, and other personal property of every kind whatsoever, now or hereafter located in or upon or affixed to that certain parcel of land located at 195 Dupont Drive, Providence, Rhode Island more particularly described on Exhibit "B" attached hereto and made a part hereof ("the Property") and any and all buildings and/or improvements now or hereafter constructed on the Property, or any part thereof, or now or hereafter used or to be used in connection with any present or future operation of the Property, and now owned or hereafter acquired by Debtor, including, without limiting the generality of the foregoing: any and all (i) heating, lighting, incinerating, refrigerating, ventilating, air conditioning, air cooling, lifting, fire extinguishing, plumbing, cleaning, communications and power equipment and apparatus; (ii) gas, tanks, pumps, partitions, conduits, ducts and compressors; 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; and all records and books of account now or hereafter maintained by Debtor in connection with the operations of the Property, buildings and improvements now or hereafter constructed thereon and/or the aforelisted personal property; (iii) all city, state and/or federal permits and approvals utilized in connection with Debtor's use and operation of the Property..
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 the Property and said personal property and all proceeds thereof.
4. All rents and other income from the operation of and all leases and tenancies with respect to the Property and said personal property, and all proceeds thereof.
5. To the extent any of the personal property described herein is or is to be affixed to real estate, said personal property is or is to be affixed to real estate owned by Debtor.
6. All permits, approvals, plans, designs, contracts and specifications owned by Debtor and utilized in connection with the development, design and construction of the improvements upon the Property.

EXHIBIT "B"

That certain tract or parcel of land with all buildings and improvements thereon situated on the easterly side of Dupont Drive, in the City of Providence, County of Providence, State of Rhode Island, bounded and described as follows:

Beginning at a point on the easterly line of Dupont Drive, said point lying N 24° 39' 50" E a distance of one hundred thirty-eight and 00/100 (138.00') feet from a point of curvature, said point of curvature being sixty and 00/100 (60.00') feet easterly as measured radially from concrete bound at a point of curvature, in the westerly line of Dupont Drive.

Thence continuing N 24° 39' 50" E along said easterly line of Dupont Drive, a distance of two hundred six and 33/100 (206.33') feet to a point on said street line;

Thence turning an interior angle of 90° 00' 00" and running S 65° 20' 10" E bounding northerly on land now or formerly of Nortek, Inc. a distance of six hundred thirteen and 80/100 (613.80) feet to a point on the approximate top of slope line;

Thence turning an interior angle of 84° 38' 38" and running S 30° 01' 12" W along said approximately top of slope line and bounded easterly by Mashapaug Pond, a distance of two hundred seven and 23/100 (207.23') feet to a point on said slope line;

Thence turning an interior angle of 95° 21' 22" and running N 65° 20' 10" W along the northerly line of that parcel of land, now or formerly of Re-Migio, Inc. a distance of five hundred ninety-four and 45/100 (594.45') feet to a point on the easterly line of Dupont Drive, said point also being the point and place of beginning.