

UCC-1 Form

FILER INFORMATION

Full name: **CHARLOTTE GRAHAM**

Email Contact at Filer: **CHARLOTTE.GRAHAM@OAKSTREETFUNDING.COM**

SEND ACKNOWLEDGEMENT TO

Contact name: **OAK STREET FUNDING LLC**

Mailing Address: **8888 KEYSTONE CROSSING, SUITE 1700**

City, State Zip Country: **INDIANAPOLIS, IN 46240 USA**

DEBTOR INFORMATION

Org. Name: **APPLE VALLEY AGENCY, INC.**

Mailing Address: **528 PUTNAM PIKE**

City, State Zip Country: **GREENVILLE, RI 02828-3044 USA**

Org. Name: **BRUSH INSURANCE HOLDINGS, INC.**

Mailing Address: **528 PUTNAM PIKE**

City, State Zip Country: **GREENVILLE, RI 02828-3044 USA**

Org. Name: **SCITUATE INSURANCE AGENCY, INC.**

Mailing Address: **528 PUTNAM PIKE**

City, State Zip Country: **GREENVILLE, RI 02828-3044 USA**

SECURED PARTY INFORMATION

Org. Name: **OAK STREET FUNDING LLC**

Mailing Address: **8888 KEYSTONE CROSSING, SUITE 1700**

City, State Zip Country: **INDIANAPOLIS, IN 46240 USA**

TRANSACTION TYPE: STANDARD

CUSTOMER REFERENCE: 17070

COLLATERAL

SEE EXHIBIT A

EXHIBIT A

A security interest in all of its right, title and interest in, to and under the following properties, assets and rights of the Debtor, wherever located, whether now owned or hereafter acquired or arising (all of the same being hereinafter collectively called the “Collateral”) (all capitalized terms not defined herein shall have the same meaning as set forth in the Credit Agreement):

- (i) all Insurance Policies associated with any Agency Agreements and/or Producer Codes, including, without limitation, any insurance policy commissions and other amounts paid or payable to the Debtor with respect to such Insurance Policies associated with any Agency Agreements and/or Producer Codes, together with any and all over-ride commissions, contingent commissions, inspection and claims service fees, other fees bonuses, other income, new policies or expirations, renewals, substitutions or modifications thereof, including, without limitation, any Insurance Commissions Collateral due on or after the date hereof and all commissions due before the date hereof but received on or after the date hereof relating to such Agency Agreements and/or Producer Codes;
- (ii) the CCA and any deposit account at any financial institution into which Insurance Commissions Collateral are deposited, together with all funds and claims to funds represented by such account;
- (iii) the Purchase Documents and all contract rights and rights to payment of money and proceeds relating thereto; and
- (iv) all business personal property of the Debtor of every kind and nature now existing or hereafter acquired, including without limitation all goods (including all inventory, equipment and any accessions thereto), accounts, instruments (including promissory notes), documents (including any warehouse receipts), chattel paper (whether tangible or electronic chattel paper), deposit accounts, all money, cash and cash equivalents, letter-of-credit rights (whether or not the letter of credit is evidenced by a writing), securities and all other investment property (including all commodity accounts and commodity contracts), supporting obligations, contracts (including any insurance agency agreements and related contracts or agreements), any other contract rights or rights to the payment of money, insurance claims and proceeds, commercial tort claims, and all general intangibles including, without limitation, all payment intangibles, patents, patent applications, trademarks, service marks, trademark and service mark applications, trademark and service mark registrations, trade names, copyrights, copyright applications, copyright registrations, software, websites, domain names, customer lists, goodwill, and all licenses, permits, agreements of any kind or nature pursuant to which the Debtor possesses, uses or has authority to possess or use property (whether tangible or intangible) of others or others possess, use or have authority to possess or use property (whether tangible or intangible) of the Debtor, and all recorded data of any kind or nature related to any of the foregoing, regardless of the medium of recording including, without limitation, all data and software holding any records related to any of the foregoing; and
- (v) all proceeds and other rights to payment not otherwise included with respect to any of the foregoing and products of the foregoing and all accessions to, substitutions and replacements for, and rents and profits of, each of the foregoing.

When used herein the terms “account”, “chattel paper”, “commercial tort claim”, “commodity account”, “commodity contract”, “deposit account”, “document”, “electronic chattel paper”, “equipment”, “fixtures”, “goods”, “instrument”, “inventory”, “investment property”, “letter-of-credit rights”, “payment intangibles”, “proceeds”, “promissory notes”, and “supporting obligations” have the meaning provided in Article 8 or Article 9, as applicable, of the Uniform Commercial Code.