

UCC-1 Form

FILER INFORMATION

Full name:

Email Contact at Filer: DMILLER@WGPLAW.COM

SEND ACKNOWLEDGEMENT TO

Contact name: WEINBERG GROSS & PERGAMENT LLP

Mailing Address: 400 GARDEN CITY PLAZA, SUITE 403

City, State Zip Country: GARDEN CITY, NY 11530 USA

DEBTOR INFORMATION

Org. Name: S & W TELEVISION Co., INC.

Mailing Address: 2735 PAWTUCKET AVENUE

City, State Zip Country: EAST PROVIDENCE, RI 02914 USA

SECURED PARTY INFORMATION

Org. Name: INTERCOUNTY APPLIANCE CORP.

Mailing Address: 10 NATIONAL BOULEVARD

City, State Zip Country: MEDFORD, NY 11763 USA

TRANSACTION TYPE: STANDARD

COLLATERAL

1. ALL INVENTORY SOLD BY SECURED PARTY TO THE DEBTOR AND ANY ACCESSIONS THERETO; 2. ALL ACCOUNTS OR RIGHTS TO PAYMENT FROM ANY PERSON ARISING FROM INVENTORY PURCHASED OR TO BE PURCHASED BY THE DEBTOR FROM THE SECURED PARTY, INCLUDING ANY VOLUME CREDITS, REBATES, OR ADVERTISING CREDITS OR REBATES DUE DEBTOR (HEREINAFTER, THE "ACCOUNTS"); 3. ANY MONEY, ACCOUNTS, GOODS, EQUIPMENT, CHATTEL PAPER, CHECKS, DEPOSIT ACCOUNTS, ELECTRONIC CHATTEL PAPER, GENERAL INTANGIBLES, INSTRUMENTS, INVESTMENT PROPERTY, LETTER-OF-CREDIT RIGHT, PAYMENT INTANGIBLE, PROMISSORY NOTE, SOFTWARE, SUPPORTING OBLIGATION, TANGIBLE CHATTEL PAPER, OR ANY OTHER PROPERTY OF DEBTOR IN SECURED PARTY'S POSSESSION, CUSTODY OR CONTROL AND ANY PROCEEDS OR PRODUCTS THEREOF; 4. ALL THE RIGHT, TITLE AND INTEREST OF THE DEBTOR IN AND TO DEBTOR'S SHARES OF STOCK OF, OR OTHER INTEREST IN, THE SECURED PARTY (THE "SHARES"), WHEREVER LOCATED AND WHETHER NOW OWNED OR HEREAFTER ACQUIRED OR ARISING, INCLUDING THE FOLLOWING (HEREINAFTER REFERRED TO AS THE "ASSIGNED SHAREHOLDER RIGHTS"): (I) THE RIGHT TO RECEIVE ALL PAYMENTS, PROFITS, CAPITAL CONTRIBUTIONS OR DISTRIBUTIONS, WHETHER IN CASH, PROPERTY OR OTHERWISE, AT ANY TIME OWING OR PAYABLE TO DEBTOR ON ACCOUNT OF THE SHARES, (II) ALL OF DEBTOR'S VOTING RIGHTS AND ANY OTHER SHAREHOLDER RIGHTS GRANTED SHAREHOLDERS OF THE SECURED PARTY PURSUANT TO THE ARTICLES OF INCORPORATION OR BY-LAWS OF THE SECURED PARTY, BY AGREEMENT, OR APPLICABLE LAW, (III) ALL RIGHTS OF ACCESS AND INSPECTION TO AND USE OF ALL BOOKS AND RECORDS OF THE SECURED PARTY, (IV) ALL OTHER RIGHTS, INTERESTS, PROPERTY, OR CLAIMS TO WHICH DEBTOR MAY BE ENTITLED IN ITS CAPACITY AS A SHAREHOLDER OF THE SECURED PARTY, (V) ALL RIGHT, TITLE AND INTEREST OF DEBTOR IN ANY ADDITIONAL SHARES OR INTEREST IN THE SECURED PARTY FROM TIME-TO-TIME ACQUIRED BY DEBTOR IN ANY MANNER, AND (VI) ALL PROCEEDS AND PRODUCTS OF ANY OF THE FOREGOING; AND 5. TO THE EXTENT NOT LISTED ABOVE AS ORIGINAL COLLATERAL, PROCEEDS AND PRODUCTS OF THE FOREGOING.