

UCC-1 Form

FILER INFORMATION

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SEND ACKNOWLEDGEMENT TO

Contact name: **D'ELLENA LAW**

Mailing Address: **700 MAIN STREET**

City, State Zip Country: **EAST GREENWICH, RI 02818 USA**

DEBTOR INFORMATION

Org. Name: **BLUTH, LLC**

Mailing Address: **105 NEW YORK**

City, State Zip Country: **WARWICK, RI 02886 USA**

Last Name (i.e. Family Name or Surname): **TONNING** *First Name:* **ROBERT** *Middle Name:* **F** *Suffix:* **JR.**

Mailing Address: **64 CRESTVIEW DRIVE**

City, State Zip Country: **WARWICK, MA 01520 USA**

Last Name (i.e. Family Name or Surname): **TONNING** *First Name:* **MATTHEW** *Middle Name:* **A**

Mailing Address: **842 CENTERVILLE ROAD**

City, State Zip Country: **WARWICK, RI 02886 USA**

SECURED PARTY INFORMATION

Org. Name: **COUNTRY BANK**

Mailing Address: **75 MAIN STREET**

City, State Zip Country: **WARE, MA 01082 USA**

TRANSACTION TYPE: STANDARD

COLLATERAL

EXHIBIT A - NINE PROPERTIES

COLLATERAL

- I. Premises: **103 Tell Street, Providence, Rhode Island,**
251 Carpenter Street, Providence, Rhode Island,
60 Penn Street, Providence, Rhode Island,
506-508 Washington Street, Providence, Rhode Island,
79 Ridge Street, Providence, Rhode Island,
52-54 Sassafras Street, Providence, Rhode Island,
10-12 Primrose Street, Providence, Rhode Island,
105 New York Avenue, Warwick, Rhode Island and
850 nterville Road, Warwick, Rhode Island

As more particularly described in Exhibit A attached hereto (collectively the “Premises”).

- II. Improvements: All improvements now or hereafter situated upon the Premises, together with all fixtures now or hereafter owned by the Debtor or in which Debtor has an interest (but only to the extent of such interest) and placed in or upon the Premises or the buildings or improvements thereon (“Improvements”).
- III. Easements: Any easement, bridge, right of way, contiguous or adjoining the Premises and the Improvements and all other easements, if any, inuring to the benefit of the Premises.
- IV. Leases and Rents: All of Debtor’s right, title and interest in and to any leases or other agreements for use of the Premises or the Improvements and all rents, security deposits, and other proceeds of such leases and other agreements, in each case whether now or hereafter existing relating to the Premises or the Improvements as provided in a Mortgage, Security Agreement and Assignment of Leases and Rents dated _____ delivered by the Debtor to the Secured Party.
- V. All goods, equipment, machinery, tools and other personal property and fixtures of every kind and description now or hereafter owned by the Debtor or in which Debtor has an interest (but only to the extent of such interest) and situated or to be situated upon or used in connection with the Premises or the Improvements, together with any renewals, replacements or additions thereto or substitutions therefore and all proceeds and products thereof now or hereafter located at, or used in connections with the operation of the Premises or the Improvements , including without limitation the following set forth in Exhibit B.

EXHIBIT A

Parcel 1

That certain lot or parcel of land together with all the buildings and improvements thereon, situated on the westerly side of Primrose Street in the City of Providence, County of Providence and State of Rhode Island, laid out and delineated as Lot No. 9 (nine) on the plat entitled "PLAT OF LOTS BELONGING TO THE ESTATE OF RHODA A. PECKHAM. DEC'D PROVIDENCE, R.I. BY J.A. LATHAM, MARCH, 1901" which plat is recorded in the Records of Land Evidence of the City of Providence on Plat Card 856.

Property Address: 10-12 Primrose Street, Providence, RI 02909

Parcel 2

That certain tract or parcel of land with all the buildings and improvements thereon situated on the northerly side of Carpenter Street, in the City and County of Providence, State of Rhode Island, laid out and designated as Lot No. 1 (one) on that plat entitled "Plat of Land Belonging to John M. Rowley 2nd on Carpenter and Vinton Sts. By M.B. Fenner and T.I. Phillips C.E., June 12, 1919," which Plan is recorded in the office of the Recorder of Deeds in said City of Providence on Plat Card 1049.

Property Address: 251 Carpenter Street, Providence, RI 02903

Parcel 3

That certain lot or parcel of land with all buildings and improvements thereon, situated on the northerly side of Tell Street, in the City of Providence, in the State of Rhode Island, bounded and described as follows:

Beginning at a point in the northerly line of Tell Street eighty (80) feet easterly from the easterly line of Almy Street, said point of beginning being the southwesterly corner of said premises and the southeasterly corner of land now or lately of Antonio Verrengia; thence turning an interior angle of $90^{\circ} 06' 30''$ and running northerly bounding westerly on said Verrengia land fifty-eight and $\frac{5}{10}$ (58.5) feet; thence turning an interior angle of $151^{\circ} 05' 50''$ and running northeasterly bounding northwesterly on said Verrengia land twenty and $\frac{54}{100}$ (20.54) feet; thence turning an interior angle of $208^{\circ} 47' 40''$ and running northerly bounded westerly still by said Verrengia land twenty-three and $\frac{5}{10}$ (23.5) feet to land now or lately of Domenico F. Quattrucci; thence turning a right angle and running easterly bounding northerly on said Quattrucci land thirty and $\frac{3}{100}$ (30.03) feet to land now or lately of Giovannina Rizzo; thence turning an interior angle of $90^{\circ} 06' 30''$ and running southerly bounding easterly on said Rizzo land one hundred (100) feet to Tell Street; thence turning an interior angle of $89^{\circ} 53' 30''$ and running westerly bounding southerly on said Tell Street forty (40) feet to said Verrengia land and the point of beginning.

Being the greater portion of lot numbered 149 (one hundred forty nine) on that plat entitled, "Plat of House Lots belonging to the Estate of the late William Alley situated on the North side of Broadway, surveyed and platted by B. & M.B. Lockwood 1840 Copied, Corrected & divided into house lots by Atwater & Schubarth", which plat is recorded in the office of the Recorder of Deeds in said City of Providence in Plat Book 2 at Page 14, and on Plat Card 58.

103 Tell Street, Providence, RI 02909, AP 33, Lot 149.

Parcel 4

That certain tract or parcel of land with all the buildings and improvements thereon, situated in the City and County of Providence, State of Rhode Island, bounded and described as follows: Beginning at the northwesterly corner of said lot at a point in the southerly line of Sassafras Street, and the northeasterly corner of land now or lately of Anthony W. Bruno, et ux, said point being fifty-five and 8/10 (55.8) feet easterly from the easterly line of Savings Street, as measured along the southerly line of Sassafras Street; thence easterly bounding northerly on said Sassafras Street fifty and 28/100 (50.28) feet to land now or lately of Early Estates, Inc.; thence turning an interior angle of 96° 03' and running southerly bounding easterly on said last named land fifty-six and 74/100 (56.74) feet to land now or lately of George E. Josephson; thence turning an interior angle of 86° 50' 20" and running westerly bounding southerly on said Josephson land fifty and 8/10 (50.8) feet to said land now or lately of Anthony W. Bruno, et ux; thence turning an interior 93° 09' 40" and running northerly bounding westerly on said Bruno land fifty-nine and 4/10 (59.4) feet to the place of beginning, said last described line forming an angle of 83° 87' with the first described line.

Said lot comprises the northerly portion of Lot No. 79 (seventy-nine) on that plat entitled, "MAP OF THE PARK GARDEN PLAT OWNED BY WARWICK INSTITUTIONS FOR SAVINGS BY H. H. BARTON 1882", which plat is recorded in the Records of Land Evidence in said City of Providence in Plat Book 14 at page 26 and (copy) on Plat Card 435.

52-S4 Sassafras Street, Providence, RI 02907, AP 53, Lot 277.

Parcel 5

That lot of land, with all the buildings and improvements thereon, situated in the City of Providence on the Southerly side of Fens Street whereon it bounds Northerly, measuring forty (40) feet thereon, and holding that width back Southerly therefrom one hundred (100) feet, bounding Easterly on land now or formerly of Michele Granteri Southerly on land now or formerly of the said City of Providence, and Westerly on land now or formerly of Henry Wexel Estate, said is the same lot laid out and delineated as lot no. 42 (forty-two) on that plat entitled, "Plat of house lots, belonging to the Estate of the late William Almy, situated on the North side of Broadway, surveyed and printed by B. & M.B. Lockwood, 1840, copies, corrected and divided into house lots by Atwater & Schubarth" which said plat is one record in the office of the Recorder of Deeds in said Providence in Plat Book No. 2, page 14, and copy on Plat Card No. 58.

60 Penn Street, Providence, RI 02909, AP 33, Lot 42.

Parcel 6

The certain tract or parcel of land with all the buildings and other improvements thereon, situated on Ridge Street and Croom Street, in the City of Providence, County of Providence, State of Rhode Island, bounded and described as follows:

Beginning at a point in the westerly line of Ridge Street, said point of beginning being the northeasterly corner of land now or lately of Pasquale Maccarone, et al, and running thence westerly bounding southerly on said last named land a distance of eighty (80) feet, more or less; thence turning and running southerly bounding easterly still on said last named land a distance of five (5) feet; thence turning and running bounding southerly in part on said last named land and in part on land now or lately of Antonio Apocagna a distance of fifty-seven (57) feet to land now or lately of Saveno Orasso and wife; thence turning and running northerly a distance of forty (40) feet; thence turning and

running westerly a distance of seventy-six (76) feet to Croom Street the last two courses bounding on said Apacagna land; thence turning and running northerly bounding westerly on said Croom Street for a distance of forty (40) feet to land now or lately of Nicola LaNinfa and wife; thence turning and running easterly a distance of one hundred fifty one and 2/10 (151.2) feet; thence turning and running southeasterly a distance of thirty -two and 33/100 (32.33) feet; thence turning and running easterly a distance of sixty-five and 5/10 (65.5) feet to Ridge Street, the last three courses bounding on said La Ninfa land; thence turning and running southerly bounding easterly on said Ridge Street a distance of forty-five (45) feet to said Maccarone land and the point or place of beginning.

Said parcel comprises that property located at Lot No. 6-12 on Plat No 33 in Providence, Rhode Island excluding there from that portion taken by the State of Rhode Island by condemnation dated October 19, 1977 for the "Rhode Island Route 5 Connector" entitled Plat No. 1634-Parcels 24, 24A, and 248.

79 Ridge Street, Providence, RI

Parcel 7

That certain lot or parcel of land with all the buildings and improvements thereon, situated on the southerly side of Washington Street, In the City of Providence. State of Rhode Island, bounded and described as follows:

Beginning at point in the southerly line of Washington Street, ninety-six and 15/100 (98.15) feet easterly from the northeasterly line of Knight Street, said point of beginning being at the northeasterly corner of other land now or lately of Melvin W. Kellerman; thence southerly at a right angle with the southerly line of Washington Street and bounding Westerly on said last named land a distance of one hundred and 25/100 (100.25) feet to still other land now or lately of Melvin W. Kellerman; thence turning a right angle and running easterly bounding southerly on said Melvin W. Kellerman's last named land a distance of thirty-six and 5/10 (36.5) feet to still other land now or lately of Melvin W. Kellerman; thence turning a right angle and running northerly bounding easterly on said Melvin W. Kellerman's last named land a distance of one hundred and 25/100 (100.25) feet to Washington Street: thence turning a right angle and running westerly bounding northerly on said Washington Street a distance of thirty-six and 5/10 (36.5) feet to the first mentioned point or place of beginning.

Reserving to said Melvin W. Kellerman, his heirs and assigns, the right to maintain sewer pipes in their present location across said premises to Washington Street from other houses of said Melvin W. Kellerman to the east thereof.

506 Washington Street, Providence, RI 02902, AP 29, Lot 52.

Parcel 8

That certain lot or parcel of land with the buildings and improvements thereon, situated on the northeasterly side of New York Avenue in the City of Warwick and State of Rhode Island:

Comprising the whole of Lots numbered 213 (two hundred thirteen) and 214 (two hundred fourteen) and the adjoining southeasterly ten (10) feet in depth by the entire width of Lots numbered 215 (two hundred fifteen) and 216 (two hundred sixteen) on that plat entitled: "Lincoln Park, Warwick, R.I. belonging to the Peoples Trust Co. by J.A. Latham June 1894 Scale 160 feet per inch" which plat is recorded in the Office of the City Clerk of the City of Warwick in Plat Book 3 at Page 45 on Plat Card 123.

105 New York Avenue, Warwick, RI 02888, AP 310, Lot 136.

Parcel 9

That certain lot or parcel of land situated in the City of Warwick, County of Kent, State of Rhode Island, being bounded and described as follows:

Beginning at a point in the southerly line of Centerville Road at the northwesterly corner of the herein described premises at a point one hundred (100) feet easterly of the northeasterly corner of premises now or lately of Frederick C. Taylor et ux, said point of beginning being the northeasterly corner of premises conveyed to Edward C. Orcutt et ux by deed of Leonard R. Joyal et ux, recorded May 14, 1957 at 9:06 a.m. and thence running southerly parallel to and one hundred (100) feet easterly of the easterly line of said Taylor land, bounding westerly on said Orcutt land, one hundred twenty-eight (128) feet, more or less, to the center of a brook; thence turning and running easterly along the center of said brook to a point on the westerly line of a private right of way, said point being forty (40) feet westerly from a drill hole in the northeast wall of a bridge over said brook; thence turning and running northerly along the westerly line of said right of way one hundred forty seven and $\frac{8}{100}$ (147.8) feet, more or less, to the southerly line of said Centerville Road; thence turning an interior angle of 79 degrees 29; 15" and running westerly on the southerly line of Centerville Road one hundred (100) feet to the point or place of beginning, said latter line forming an interior angle of 90 degrees with the first mentioned line.

850 Centerville Road, Warwick, RI 02886, AP 242, Lot 2.

EXHIBIT B

(a) agreements, contracts, certificates, instruments, franchises, permits, licenses, plans, specifications, warranties, guarantees, and other documents, now or hereafter entered into, and all rights therein and thereto, respecting or pertaining to the use, occupation, construction, management or operation of the Land and any part thereof and any Improvements or respecting any business or activity conducted at the Premises or any part thereof, or relating to any of the Premises or other assets, and all right, title and interest of Mortgagor therein and thereunder, including, without limitation, the right, upon the happening of an Event of Default hereunder, to receive and collect any sums payable to Mortgagor thereunder;

(b) equipment now owned, or the ownership of which is hereafter acquired, by Mortgagor which is so related to the Land and/or Improvements that it is deemed fixtures or real property under the law of the particular state in which the Equipment is located, including, without limitation, all building or construction materials intended for construction, reconstruction, alteration or repair of or installation at the Premises, construction equipment, appliances, machinery, plant equipment, fittings, apparatuses, fixtures and other items now or hereafter attached to, installed in or used in connection with (temporarily or permanently) any of the Premises, including, but not limited to, engines, devices for the operation of pumps, pipes, plumbing, cleaning, call and sprinkler systems, fire extinguishing apparatuses and equipment, heating, ventilating, plumbing, laundry, incinerating, electrical, air conditioning and air cooling equipment and systems, gas and electric machinery, appurtenances and equipment, pollution control equipment, security systems, disposals, dishwashers, refrigerators and ranges, recreational equipment and facilities of all kinds, and water, gas, electrical, storm and sanitary sewer facilities, utility lines and equipment (whether owned individually or jointly with others, and, if owned jointly, to the extent of Mortgagor's interest therein) and all other utilities whether or not situated in Easements, all water tanks, water supply, water power sites, fuel stations, fuel tanks, fuel supply, and all other structures, together with all accessions, appurtenances, additions, replacements, betterments and substitutions for any of the foregoing and the proceeds thereof;

(c) all "general intangibles" (as such quoted term is defined in the Code) in any way relating to the Premises, or any part thereof, and that Mortgagor owns, including, without limitation, all intellectual property, goodwill and books and records relating to the business operated or to be operated on the Premises or any part thereof, together with all unearned premiums, accrued, accruing or to accrue under all insurance policies now or hereafter obtained by Mortgagor insuring the Premises and all rights and interest of Mortgagor thereunder;

(d) furniture, furnishings, objects of art, machinery, goods, tools, supplies, appliances, contract rights, accounts, including, without limitation, all bank accounts maintained by or on behalf of Mortgagor, the Impound Account (as hereafter defined), if any, and any other accounts established pursuant to any of the Loan Documents, accounts receivable, franchises, licenses, certificates and permits, and all other personal property of any kind or character whatsoever (as defined in and subject to the provisions of the Code), other than Fixtures, which are now or hereafter owned by Mortgagor and which are located within or about the Premises, together with all accessories, replacements and substitutions thereto or therefor and the proceeds thereof, and the right, title and interest of Mortgagor in and to any of the personal property which may be subject to the lien of any security interest, as defined in the Code, superior to the lien of this Mortgage, and all proceeds and products of the foregoing;

(e) all structures, buildings, additions, extensions, modifications, and all other improvements of any kind whatsoever, and replacements of any of the foregoing, now or hereafter located at or upon the Land;

(f) all awards or payments, including interest thereon, which may heretofore and hereafter be made with respect to the Premises, whether from the exercise of the right of eminent domain or condemnation (including but not limited to any transfer made in lieu of or in anticipation of the exercise of the right), or for a change of grade, or for any other injury to or decrease in the value of the Premises;

(g) all proceeds in respect of the Premises under any insurance policies covering the Premises, including, without limitation, the right to receive and apply the proceeds of any insurance, judgments, or settlements made in lieu thereof, for damage to the Premises;

(h) all refunds, rebates or credits in connection with reduction in real estate taxes and assessments charged against the Premises as a result of tax appeal or any applications or proceedings for reduction or otherwise;

(i) the right, in the name and on behalf of Mortgagor, to appear in and defend any action or proceeding brought with respect to the Premises and to commence any action or proceeding to protect the interest of Lender in the Premises; and

(j) all proceeds of any of the foregoing converted into cash, property, claims or otherwise.

“Code” is defined as the Uniform Commercial Code of Rhode Island.