

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

|  |
|--|
| <b>A. NAME &amp; PHONE OF CONTACT AT FILER (optional)</b><br><b>Jim Kelly- 401-272-5800</b>  |
| <b>B. E-MAIL CONTACT AT FILER (optional)</b><br><b>jkelly@simmonsllc.com</b>   |
| <b>C. SEND ACKNOWLEDGMENT TO (Name and Address)</b><br><br><b>Simmons Associates, Ltd.</b><br><b>56 Pine Street</b><br><b>Providence, RI 02903</b><br><b>Attn: JVK</b> |

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<br><b>NOB CREEK, LLC</b>              |                          |                           |                               |                             |
| OR  | 1b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME       | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX                      |
| 1c. MAILING ADDRESS<br><b>44 West River Street, 2nd Floor</b> |                          | CITY<br><b>Providence</b> | STATE<br><b>RI</b>            | POSTAL CODE<br><b>02904</b> |
|   |                          |                           | COUNTRY<br><b>USA</b>         |                             |

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<br><b>Bank Rhode Island</b> |                          |                           |                               |                             |
| OR  | 3b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME       | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX                      |
| 3c. MAILING ADDRESS<br><b>One Turks Head Place</b>  |                          | CITY<br><b>Providence</b> | STATE<br><b>RI</b>            | POSTAL CODE<br><b>02903</b> |
|   |                          |                           | COUNTRY<br><b>USA</b>         |                             |

4. COLLATERAL: This financing statement covers the following collateral:

The Collateral consists of all assets of the Debtor, including, without limitation, all Personal Property of the Debtor now or hereafter related or located at the Real Estate known as 44 West River Street and 10 Cross Street, Providence, Rhode Island, along with the westerly one half of abandoned Cross Street abutting both said parcels along their respective easterly boundaries, and all as more particularly described in Exhibit A-1 Exhibit A-2 and Exhibit A-3 attached hereto and incorporated herein by reference, and including, but not limited to, the Collateral as more particularly described on Exhibit B attached hereto and incorporated herein by reference.

|   |  |
|---|--|
| 5. Check <u>only</u> if applicable and check <u>only one</u> box: Collateral is <input type="checkbox"/> held in a Trust (see UCC1Ad item 17 and Instructions) <input type="checkbox"/> being administered by a Decedent's Personal Representative      |  |
| 6a. Check <u>only</u> if applicable and check <u>only one</u> box:<br><input type="checkbox"/> Public Finance Transaction <input type="checkbox"/> Manufactured Home Transaction <input type="checkbox"/> A Debtor is a Transmitting Utility            | 6b. Check <u>only</u> if applicable and check <u>only one</u> box:<br><input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing |
| 7. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> Lessor/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licenser |  |
| 8. OPTIONAL FILER REFERENCE DATA:<br><b>RI Secretary of State-Term Loan and NonRestoring Line Loan</b>  |  |

## UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9 NAME OF FIRST DEBTOR Same as line 1a or 1b on Financing Statement, if line 1b was left blank because individual Debtor name did not fit, check here ☐

10a ORGANIZATION'S NAME

**NOB CREEK, LLC**

OR  
9b INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

10 DEBTOR'S NAME Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1); (use exact, full name, do not omit, modify, or abbreviate any part of the Debtor's name; and enter the mailing address in line 10c.

10a ORGANIZATION'S NAME

OR  
10b INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10c MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11 ☐ ADDITIONAL SECURED PARTY'S NAME or ☐ ASSIGNOR SECURED PARTY'S NAME Provide only one name (11a or 11b)

11a ORGANIZATION'S NAME

OR  
11b INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

11c MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

12 ADDITIONAL SPACE FOR ITEM 4 (Collateral)

13 ☒ This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS (if applicable)

14 This FINANCING STATEMENT

☐ covers timber to be cut

☐ covers as-extracted collateral

☒ is filed as a fixture filing

15 Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest)

16 Description of real estate

**Not Applicable**

**Street Addresses:**

**44 West River Street and 10 Cross Street, Providence, Rhode Island**

**Legal Description:**

**See Exhibit A-1 and Exhibit A-2, attached hereto and incorporated herein by reference**

17 MISCELLANEOUS

## **EXHIBIT A-1**

### **LEGAL DESCRIPTION FOR:**

#### **44 West River Street, Providence, Rhode Island**

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

Beginning at the southeasterly corner of the herein described parcel, said corner being a northeasterly corner of property now or formerly belonging to Exail Inc., said corner being in the northwesterly street line of Cross Street;

Thence running northwesterly bounding southwesterly by said Exsil property for a distance of ninety-three and forty-three hundredths feet (92.43) to property now or formerly belonging to Penn Central Transportation for a corner;

Thence turning an interior angle of  $118^{\circ}24'44''$  to the chord of the following described curve and running generally northerly bounding westerly by said Penn Central property curving to the right along the arc of a curve having a radius of one thousand eight hundred sixty-one and fifty-one hundredths feet (1,861.51'), a central angle of  $01^{\circ}36'20''$ , and a chord length of fifty-two and sixteen hundredths feet (52.16') for an arc distance of fifty-two and sixteen hundredths feet (52.16') to an angle;

Thence turning an interior angle of  $178^{\circ}09'54''$  from the chord of the last described curve and running northeasterly bounding northwesterly by said Penn Central property for a distance of ninety-three and two hundredths feet (93.02') to a non-tangent curve for an angle;

Thence turning an interior angle of  $176^{\circ}25'34''$  to the chord of the following described curve and running generally northerly bounding westerly by said Penn Central property curving to the right along the arc of a curve having a radius of one thousand eight hundred sixty-three and no hundredths feet (1,863.00'), a central angle of  $00^{\circ}54'37''$ , and a chord length of twenty-nine and sixty hundredths feet (29.60') for an arc distance of twenty-nine and sixty hundredths (29.60') to property now or formerly belonging to the United States Postal Service for a corner;

Thence turning an interior angle of  $66^{\circ}01'03''$  from the chord of the last described curve and running southeasterly bounding northeasterly by said Postal Service Property for a distance of eighty-five and nineteen hundredths feet (85.19') to a corner;

Thence turning an interior angle of  $272^{\circ}45'00''$  and running northeasterly bounding northwesterly by said Postal Service property for a distance of one hundred fifty and no hundredths feet (150.00') to said Postal Service property for a corner;

Thence turning an interior angle of  $88^{\circ}21'30''$  and running southeasterly bounding northeasterly by said Postal Service property for a distance of one hundred thirty-two and eighty five hundredths feet (132.85') to the northwesterly street line of Cross Street for a corner;

Thence turning an interior angle of  $64^{\circ}19'15''$  running southwesterly along the northwesterly street line of Cross Street for a distance of six and fifty hundredths feet (6.50') to a point of tangency;

Thence continuing southwesterly along said northwesterly street line of Cross Street curving to the left along the arc of a curve having a radius of four hundred and forty-six hundredths feet (400.46') and a central angle of  $25^{\circ}33'00''$  for an arc distance of one hundred seventy-eight and fifty-eight hundredths feet (178.58') to a point of tangency;

Thence continuing southwesterly along said street line of Cross Street for a distance of one hundred twenty-six and fifty hundredths feet (126.50') to the point and place of beginning.

The last described line forming an interior angle of  $90^{\circ}00'00''$  with the first described line.

## **EXHIBIT A-2**

### **LEGAL DESCRIPTION FOR:**

#### **10 Cross Street, Providence, Rhode Island**

That certain tract or parcel of land situated on the northwesterly side of Cross Street, so-called, in the City of Providence in the State of Rhode Island, bounded and described as follows:

Beginning at a point in the northwesterly line of said Cross Street which is the southeasterly corner of the parcel herein described and also being the northeasterly corner of land now or lately of The Narragansett Electric Company which said point is fifty-five (55) feet northeasterly from the intersection of the northwesterly line of said Cross Street and the northeasterly line of Charles Street; thence running northeasterly bounding southeasterly along said northwesterly line of said Cross Street a distance of seventy (70) feet to a point; thence turning at a right angle and running northwesterly bounding northeasterly on other land now or formerly of Archway Partners a distance of ninety-two (92) feet, more or less, to land of Boston and Providence Railroad Corporation, et al; thence running southerly bounding westerly along land of said Railroad Corporation to the northwesterly corner of The Narragansett Electric Company land; thence running southeasterly bounding southwesterly on The Narragansett Electric Company land a distance of fifty-four (54) feet, more or less, to the point of beginning. Said last described course being at a right angle with the first described course, and containing by estimation 5110 square feet of land, more or less.

**EXHIBIT A-3**

**LEGAL DESCRIPTION FOR:**

**Abandoned Westerly Half of Cross Street, Providence, Rhode Island**

The westerly one half of abandoned Cross Street abutting the parcels described in Exhibit A-1 and Exhibit A-2 along their respective easterly boundaries

EXHIBIT B  
TO UCC-1 FINANCING STATEMENT

Debtor: **NOB CREEK, LLC**  
44 West River Street, 2<sup>nd</sup> Floor  
Providence, RI 02904

Secured Party: **Bank Rhode Island**  
One Turks Head Place  
Providence, RI 02903

All the tangible and intangible personal property (including goods, equipment, machinery, tools and other personal property described herein) and fixtures of every kind and description now or hereafter owned by Debtor or in which Debtor has an interest (but only to the extent of such interest), situated or to be situated upon or used in connection with the real property described below (the "Premises") or in any of said buildings and improvements, and relating to the Premises and the Improvements (as defined in the (Open-End) Mortgage Deed, Security Agreement, and Fixture Filing from Debtor in favor of the Secured Party (the "Mortgage")), together with any renewals, replacements or additions thereto or substitutions therefor, all proceeds and products of, and now or hereafter located at, or used in connection with the operation of the Premises or the improvements thereon, including without limitation the following:

A. **EQUIPMENT, ETC.:** All of Debtor's interest in and to all equipment, fixtures, inventory, goods, materials, supplies, furnishings, accounts, accounts receivable, contract rights, plans, specifications, permits, licenses, other rights, bank deposits and other accounts, cash, and general intangibles, whether now or hereafter existing, for use on or in connection with the Premises.

B. **PROCEEDS FOR DAMAGE TO THE MORTGAGED PROPERTY:** All proceeds (including without limitation, insurance and condemnation proceeds) including interest thereon, paid for any damage done to the Mortgaged Property (as defined in the Mortgage) or any part thereof, or for any portion thereof appropriated for any character of public or quasi-public use in accordance with the provisions, terms and conditions set forth in the Mortgage.

C. **LEASES AND RENTS:** All of the Debtor's right, title and interest in and to any leases or other agreements for use of any of the Premises or Improvements and all rents, security deposits, and other proceeds, products, offspring or profits of such leases and other agreements, in each case whether now or hereafter existing, relating to the Premises or Improvements, as provided in a Collateral Assignment of Rents and Leases of even date herewith delivered by the Debtor to the Secured Party.

D. **UTILITY DEPOSITS:** All right, title and interest of the Debtor in and to all monetary deposits which Debtor has been or will be required to give to any public or private utility with respect to utility services furnished or to be furnished to the Premises.

E.      RECORDS: All of the records and books of account now or hereafter maintained by Debtor in connection with the operation of the Premises.

F.      NAME AND GOODWILL: The right, in event of foreclosure under the Mortgage of the Mortgaged Property, to take and use any name by which the Mortgaged Property is then known or any variation of the words hereof, and the goodwill of Debtor with respect thereto.

The Premises is located in the City of Providence, State of Rhode Island, and has street addresses of 44 West River Street and 10 Cross Street, Providence, Rhode Island.