

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Michelle A. MacKnight (401) 521-7000	
B. E-MAIL CONTACT AT FILER (optional) mmacknight@rcfp.com	T1H 457547 001
C. SEND ACKNOWLEDGMENT TO: (Name and Address) CSC 801 Adlai Stevenson Drive Springfield, IL 62703	

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 Staniford Realty, LLC					
OR	1b. INDIVIDUAL'S SURNAME		FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c. MAILING ADDRESS 33 Staniford Street		CITY Providence	STATE RI	POSTAL CODE 02905	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 of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME Citizens Bank, N.A.					
OR	3b. INDIVIDUAL'S SURNAME		FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
3c. MAILING ADDRESS One Citizens Plaza		CITY Providence	STATE RI	POSTAL CODE 02903	COUNTRY USA

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

See Exhibit A attached hereto and incorporated herein by reference.

5. Check <u>only</u> if applicable and check <u>only</u> one 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</u> one box: <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</u> one box: <input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing	
7. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> Lessee/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailor/Bailor <input type="checkbox"/> Licensee/Licensor	
8. OPTIONAL FILER REFERENCE DATA: Our File No. 1081-1139	

Filed with the Rhode Island Secretary of State's Office

EXHIBIT A

Debtor: Citizens Bank, N.A.
One Citizens Plaza
Providence, RI 02903

Secured Party: Staniford Realty, LLC
33 Staniford Street
Providence, RI 02903

As collateral security for the payment and performance of all of the Obligations, the Debtor hereby grants, assigns, conveys, pledges and transfers to the Secured Party, a continuing security interest in the following assets and properties of the Debtor, any and all substitutions therefor and replacements thereof, and any and all additions and accessions thereto whether now owned or hereafter acquired or in which the Debtor may now have or hereafter acquire an interest (all of which are hereinafter collectively referred to as the "Collateral"):

PERSONAL PROPERTY AND FIXTURES: 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 the 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 in any of the improvements, together with any renewals, replacements or additions thereto or substitutions therefor, all proceeds and products thereof, and now or hereafter located at, or used in connection with the operation of the Premises or the improvements, including without limitation the following:

A. EQUIPMENT, ETC.: All of the Debtor's interest in and to all equipment, fixtures, inventory, goods, materials, supplies, furnishings, accounts, accounts receivable, contract rights, plans, specifications, permits, other rights, bank deposits, warranties, 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 Premises (as hereinafter defined), 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 hereinafter set forth.

C. UTILITY DEPOSITS: All right, title and interest of the Debtor in and to all monetary deposits that the 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.

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

E. NAME AND GOODWILL: The right, in event of foreclosure of the Premises hereunder, to take and use any name by which the Premises is then known or any variation of the words thereof, and the goodwill of the Debtor with respect thereto.

DEFINITIONS

"Code" shall mean the Uniform Commercial Code as the same may be in effect from time to time in the State of Rhode Island.

"Equipment" shall include "equipment" within the meaning of Section 9-102(a)(33) of the Code and, to the extent not otherwise included therein, all machinery, equipment, furniture, parts, tools and dies, of every kind and description, of the Debtor (including automotive equipment), now owned or hereafter acquired by the Debtor, and used or acquired for use in the business of the Debtor, together with all accessions thereto and all substitutions and replacements thereof and parts therefor; all cash or non-cash Proceeds; and including, without limitation, any Equipment.

"Fixtures" shall mean "fixtures" within the meaning of Section 9-102(a)(41) of the Code and, to the extent not otherwise included therein, all goods which are so related to particular real

estate that an interest in them arises under real estate law and all accessions thereto, replacements thereof and substitutions therefor, including, but not limited to, plumbing, heating and lighting apparatus, mantels, floor coverings, furniture, furnishings, draperies, screens, storm windows and doors, awnings, shrubbery, plants, boilers, tanks, machinery, stoves, gas and electric ranges, wall cabinets, appliances, furnaces, dynamos, motors, elevators and elevator machinery, radiators, blinds and all laundry, refrigerating, gas, electric, ventilating, air-refrigerating, air-conditioning, incinerating and sprinkling and other fire prevention or extinguishing equipment of whatsoever kind and nature and any replacements, accessions and additions thereto, Proceeds thereof and substitutions therefor.

"Obligations" means among other things, all indebtedness, obligations and liabilities of the Debtor to the Secured Party of every kind and description, direct or indirect, secured or unsecured, joint or several, absolute or contingent, due or to become due, whether for payment or performance, now existing or hereafter arising, regardless of how the same arise or by what instrument, agreement or book account they may be evidenced, or whether evidenced by any instrument, agreement or book account, including, without limitation, all loans (including any loan by renewal or extension), all indebtedness, all undertakings to take or refrain from taking any action, all indebtedness, liabilities or obligations owing from the Debtor to others which the Secured Party may have obtained by purchase, negotiation, discount, assignment or otherwise, and all interest, taxes, fees, charges, expenses and attorneys' fees chargeable to the Debtor or incurred by the Secured Party under the security agreement giving rise to this financing statement, or any other document or instrument delivered in connection therewith.

"Premises" shall mean the real estate of the Debtor located at 55 Staniford Street, as well as adjacent parking lots located at 148 Willard Avenue, 50 Staniford Street, 208-210 Blackstone Street, 204 Blackstone Street, and 200 Blackstone Street, all in Providence, Rhode Island which real estate is more particularly described on Exhibit B attached hereto and incorporated herein by reference.

"Proceeds" shall mean "proceeds" as defined in the Code and, to the extent not otherwise included therein, (a) any and all proceeds of any insurance, indemnity, warranty, guaranty, or other agreement, instrument or undertaking similar to any of the foregoing, payable to the Debtor from time to time with respect to any of the Collateral, (b) any and all payments (in any form whatsoever) made or due and payable to the Debtor from time to time in connection with any requisition, confiscation, condemnation, seizure or forfeiture of all or any part of the Collateral, (c) any and all other amounts from time to time paid or payable under or in connection with any of the Collateral, and (d) any products or rents of any of the Collateral.

1081-1139/#3619297

EXHIBIT B

PARCEL ONE

55 Staniford Street
Providence, Rhode Island
AP: 45/Lot: 864

That certain tract or parcel of land situated southwesterly of Staniford Street in the City of Providence, County of Providence and State of Rhode Island and Providence Plantations designated as AP 45 Lot 864 on a plan entitled: "Boundary Survey Plan University Gastroenterology AP 45 Lots 784 & 864 on a Plan Providence, Rhode Island Project No. P99.052 Scale: 1" = 10' Date: April 1999 Sheet 1 of 2 Waterman Engineering Co." Said parcel is more particularly bounded and described as follows:

Beginning at a drill hole in the southwesterly street-line of Staniford Street, said drill hole is more particularly located a distance of 237.75' northwesterly from intersection of the northwesterly street-line of Pilgrim Street with the said southwesterly street-line of Staniford Street as measured along the said streetline of Staniford Street. The said drill hole also marks the northeasterly corner of land now or formerly of the Board of Governors for Higher Education and the easterly corner of the parcel herein-described;

thence proceeding southwesterly a distance of one hundred eleven and 82/100 (111.82') feet to a stake at an angle point;

thence turning an interior angle of 187°35'50" and continuing southwesterly a distance of thirty-nine and 44/100 (39.44') feet to the southerly corner of the parcel herein-described;

thence turning an interior angle of 80°03'00" and proceeding northwesterly a distance of one hundred forty and 08/100 (140.08) feet to a PK nail at land now or formerly of the City of Providence and the westerly corner of the parcel herein described. The last three herein-described courses are bounded southeasterly, and southwesterly by said Board of Governors for Higher Education land;

thence turning an interior angle of 83°42'40" and proceeding northeasterly a distance of thirty and 18/100 (30.18) feet to a PK nail at a corner;

thence turning an interior angle of 276°17'20" and proceeding northwesterly a distance of eighteen and 00/100 (18.00') feet to a PK nail at a corner;

thence turning an interior angle of 102°59'40" and proceeding northwesterly a distance of one hundred fifteen and 34/100 (115.34') feet to a PK nail in the said southwesterly street-line of Staniford Street at the northerly corner of the parcel herein-described. The last three herein-described courses are bounded northwesterly and southwesterly by said City of Providence land;

thence turning an interior angle of 90°04'10" and proceeding southeasterly a distance of thirty-two and 00/100 (32.00') feet to an Iron rod at an angle point;

thence turning an interior angle of 167°20'10" and continuing southeasterly a distance of one hundred thirty eight and 14/100 (138.14) feet to the point and place of beginning. The last two herein-described courses run by and with the said southwesterly street line of Staniford Street. The last herein-described course forms an interior angle of 91°57'10" with the first herein-described course.

PARCEL TWO

148 Willard Avenue
Providence, Rhode Island
AP: 45/Lot: 784

That certain tract or parcel of land situated southeasterly of Willard Street and northeasterly of Staniford Street in the City of Providence, County of Providence and State of Rhode Island and Providence Plantations designated as AP 45 Lot 784 on a plan entitled "Boundary Survey Plan University Gastroenterology AP 45 Lots 784 & 864 Providence, Rhode Island Project No. P99.052 Scale: 1" = 10' Date: April 1999 Sheet 1 of 2 Waterman Engineering Co." Said parcel is more particularly bounded and described as follows:

Beginning at a PK nail at the intersection of the southeasterly street-line of Willard Street with the northeasterly street line of Staniford Street, said point is also the westerly corner of parcel herein described;

thence proceeding northeasterly by and with the said southeasterly street-line of Willard Street a distance of thirty-five and 05/100 (35.05') feet to a PK nail at the westerly corner of land now or formerly of Rhode Island Hospital and the northerly corner of the parcel herein described;

thence turning an interior angle of 77°16'00" and proceeding southeasterly a distance of eighty one and 86/100 (81.86') feet to the easterly corner of the parcel herein-described;

thence turning an interior angle of 90°00'00" and proceeding southwesterly a distance of thirty-four and 19/100 (34.19') feet to a stake in the said northeasterly street-line of Staniford Street and the southerly corner of the parcel herein-described. The last two herein-described courses are bounded northeasterly and southeasterly by said Rhode Island Hospital land;

thence turning an interior angle of 90°00'00" and proceeding northwesterly by and with the said northeasterly street-line of Staniford Street a distance of seventy-four and 14/100 (74.14') feet to the said southeasterly street-line of Willard Street and the point and place of beginning. The last herein-described course forms an interior angle of 102°44'00" with the first herein-described course.

PARCEL THREE

50 Staniford Street
Providence, Rhode Island
AP: 45/Lot: 890

That parcel of land in the State of Rhode Island and Providence Plantations, County of Providence, City of Providence and bounded as follows:

Beginning at a nail in the southerly street-line of Willard Avenue, said nail being at the northeasterly corner of land now or formerly of University Gastroenterology and said nail being located thirty-five and 05/100 (35.05') feet easterly of the intersection of the easterly street-line of Staniford Street and the southerly street-line of Willard Avenue;

Thence proceeding easterly along the southerly street-line of Willard Avenue a distance of nine and 91/100 (9.91) feet to land now or formerly of Rhode Island Hospital;

Thence turning an interior angle of 77°16'00" and proceeding southerly a distance of forty-one and 81/100 (41.81) feet to a point;

Thence turning an interior angle of $270^{\circ}00'00''$ and proceeding easterly a distance of eighteen and $00/100$ (18.00) feet to a point;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding southerly a distance of seventy-two and $59/100$ (72.59) feet to a point;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding westerly a distance of two and $00/100$ (2.00) feet to a point;

Thence turning an interior angle of $270^{\circ}00'00''$ and proceeding southerly a distance of six and $00/100$ (6.00) feet to a point;

Thence turning an interior angle of $270^{\circ}00'00''$ and proceeding easterly a distance of two and $00/100$ (2.00) feet to a point;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding southerly a distance of one hundred thirty-one and $08/100$ (131.08) feet to a point;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding westerly a distance of two and $00/100$ (2.00) feet to a point;

Thence turning an interior angle of $270^{\circ}00'00''$ and proceeding southerly a distance of six and $00/100$ (6.00) feet to a point;

Thence turning an interior angle of $270^{\circ}00'00''$ and proceeding easterly a distance of two and $00/100$ (2.00) feet to a point;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding southerly a distance of forty-one and $41/100$ (41.41) feet to a point;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding westerly a distance of sixty-two and $00/100$ (62.00) feet to a point in the easterly street-line of Stanford Street, said last twelve courses being bounded easterly, northerly, easterly, southerly, easterly, northerly, easterly, southerly, easterly, northerly, easterly and southerly by land now or formerly of the above-referenced Rhode Island Hospital;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding northerly in the easterly street-line of Stanford Street a distance of two hundred fourteen and $83/100$ (214.83) feet to a point at the southwesterly corner of land of the aforementioned University Gastroenterology;

Thence turning an interior angle of $90^{\circ}00'00''$ and proceeding easterly a distance of thirty-four and $19/100$ (34.19) feet to a point;

Thence turning an interior angle of $270^{\circ}00'00''$ and proceeding northerly a distance of eighty-one and $86/100$ (81.86) feet to a nail at the point and place of beginning, there forming an interior angle of $102^{\circ}44'00''$ with the first described course. Said last two courses being bounded northerly and westerly by the aforementioned University Gastroenterology.

PARCEL FOUR

**208-210 Blackstone Street
Providence, Rhode Island
AP: 45/Lot: 154**

That certain tract or parcel of land situated southerly of Blackstone Street and easterly of Gay Street in the city of Providence, County of Providence and State of Rhode Island and Providence Plantations designated as AP 45 Lot 154 on a plan entitled, "Boundary Survey Plan University Gastroenterology AP 45 Lot 154 Providence, Rhode Island Project No. P99.052 Scale: 1" = 10' Date: April 1999 Sheet 2 of 2 Waterman Engineering Co." Said parcel is more particularly bounded and described as follows:

Beginning at a stake set at the intersection of the easterly street-line of Gay street with the southerly street-line of Blackstone Street, said point is also the northwesterly corner of parcel herein-described;

Thence proceeding easterly by and with the said southerly street-line of Blackstone Street a distance of thirty-nine and 88/100 (39.88) feet to a spike at the northwesterly corner of land now or formerly of Walter A. and Eliza D. Perry and the northeasterly corner of the parcel herein-described;

Thence turning an interior angle of $90^{\circ}50'00''$ and proceeding southerly a distance of sixty-two and 22/100 (62.22) feet to an iron rod at a corner;

Thence turning an interior angle of $259^{\circ}10'10''$ and proceeding easterly a distance of five and 25/100 (5.25) feet to a stake at a corner;

Thence turning an interior angle of $97^{\circ}54'20''$ and proceeding southerly a distance of thirty-seven and 50/100 (37.50) feet to an iron rod at land now or formerly of Bayside Medical Center Co. and southeasterly corner of the parcel herein described. The last three herein-described courses are bounded easterly and northerly by said Perry land;

Thence turning an interior angle of $92^{\circ}05'30''$ and proceeding westerly, bounded southerly by said Bayside Medical Realty Co. land a distance of forty-four and 47/100 (44.47) feet to a stake at the said easterly street-line of Gay Street, the northwesterly corner of said Bayside Medical Center Co. land and the southwesterly corner of the parcel herein-described;

Thence turning an interior angle of $90^{\circ}04'00''$ and proceeding northerly by and with the said easterly street-line of Gay Street a distance of one hundred and 60/100 (100.60) feet to the said southerly street-line of Blackstone Street and the point and place of beginning. The last herein described course forms an interior angle of $89^{\circ}56'00''$ with the first herein-described course.

PARCEL FIVE

**204 Blackstone Street
Providence, Rhode Island
AP: 45/Lot: 10**

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

Beginning at a point in the southerly line of Blackstone Street, at the northwesterly corner of land now or lately of Samuel Karten and wife, and the northeasterly corner of the parcel herein described, and running thence southerly, bounding easterly on said Karten land one hundred and 6/10 (100.6) feet to land now

or lately of Annie Biller Estate; thence turning an interior angle of $89^{\circ} 56'$ and running westerly, bounding southerly on said Biller Estate land thirty-six and $89/100$ (36.89) feet; thence turning an interior angle of 87° and running northerly along a chain link fence, bounding westerly on other land now or lately of John Bergantini, thirty-seven and $5/10$ (37.5) feet; thence turning and running westerly, bounding southerly still on other land now or lately of John Bergantini and along a chain link fence, five and $25/100$ (5.25) feet; thence turning and running northerly along a chain link fence, bounding westerly still on other land now or lately of John Bergantini, sixty-two and $22/100$ (62.22) feet to Blackstone Street; thence turning an interior angle of $89^{\circ} 10'$ and running easterly, bounding northerly on Blackstone Street forty-one and $48/100$ (41.48) feet to said Karten land and the point and place of beginning, the last described line forming an interior angle of $90^{\circ} 04'$ with the line first herein described.

PARCEL SIX

**200 Blackstone Street
Providence, Rhode Island
AP: 45/Lot: 114**

That certain lot or parcel of land with all the buildings and improvements thereon, situated on the southerly side of Blackstone Street, in the City and County of Providence, State of Rhode Island, laid out and designated as Lot No. 3 (three) on that plat entitled, "PLAT OF LAND BELONGING TO MRS. ANN WHITTLE PREPARED AND DRAWN OCT. 1895 BY C.E. PAINE", which plat is recorded in the Office of the Recorder of Deeds of the City of Providence in Plat Book 23 at Page 41 and (copy) on Plat Card 713.