

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A NAME & PHONE OF CONTACT AT FILER (optional) Jim Kelly- 401-272-5800
B E-MAIL CONTACT AT FILER (optional) jkelly@simmonslltd.com
C SEND ACKNOWLEDGMENT TO (Name and Address) <div style="border: 1px solid black; padding: 5px; width: fit-content;"> Simmons Associates, Ltd. 56 Pine Street Providence, RI 02903 Attn: JVK </div>

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 Adler Bros. Development, LLC				
OR	1b INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
1c MAILING ADDRESS 115 Mapleville Road		CITY Greenville	STATE RI	POSTAL CODE 02828
			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 or ASSIGNOR SECURED PARTY) Provide only one Secured Party name (3a or 3b)

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

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 property located 712 Putnam Pike, Glocester, Rhode Island, as more particularly described in Exhibit A 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</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"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licenser	
8. OPTIONAL FILER REFERENCE DATA. RI Secretary of State	

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 ☐

9a ORGANIZATION'S NAME

Adler Bros Development, 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 Address:

712 Putnam Pike, Glocester, Rhode Island

Legal Description:

See Exhibit A attached hereto and incorporated herein by reference

17 MISCELLANEOUS

Exhibit "A"

That certain tract or parcel of land with any and all buildings and improvements thereon, situated in the Town of Glocester, County of Providence, State of Rhode Island, bounded and described as follows:

Beginning at a point on the southwesterly line of Putnam Pike, Rhode Island, Route 44, said point being the most northeasterly corner of a Rhode Island Historical Cemetery #33 (Winsor & Hunt), said point also being the most northwesterly corner of the herein described parcel; thence proceeding in a southeasterly direction along the southwesterly line of said Putnam Pike a distance of two hundred and 00/100 (200.00) feet, to a point; thence turning an interior angle of 90°00'00" and proceeding in a southwesterly direction a distance of two hundred and 00/100 (200.00) feet, to a point; thence turning an interior angle of 90°00'00" and proceeding in a northwesterly direction a distance of three hundred one and 0/10 (301.0) feet, more or less, to land now or formerly of Katherine C. Smith, the last two (2) courses are bounded easterly and southerly by land now or lately of Charles L. Hill and wife; thence proceeding in a northeasterly direction a distance of thirteen and 9/10 (13.9) feet, more or less, bounded westerly by said Smith land, to a point; thence turning an interior angle of 179°59'33" and proceeding in a northeasterly direction a distance of one hundred five and 1/10 (105.1) feet, more or less, bounded westerly by land now or formerly of William and Donna R. Maniatis, to the most southerly line of Rhode Island Historical Cemetery #33 (Winsor & Hunt); thence turning an interior angle of 89°00'00" and proceeding in a southeasterly direction a distance of sixty-five and 00/100 (65.00) feet, bounded northeasterly by said cemetery, to a point; thence proceeding in a northeasterly direction a distance of ninety-five and 42/100 (95.42) feet, bounded westerly by said cemetery, to the point and place of beginning; the first course forms an interior angle of 101°08'55" with the last mentioned course; said parcel contains 51,088 square feet, more or less; said parcel is further described as Lot 1 on plan entitled, "Division of Land for Charles & Kathleen Hill in Glocester Rhode Island, surveyed by Anthony E. Muscatelli & Associates, Inc.", and filed in the Glocester Town Clerk's Office on May 19, 1998, Drawer 12, Plat Number 332.

Meaning and intending to describe and convey the same premises described in that certain deed from Charles L. Hill and Kathleen Gerlach Hill to Bruce E. Monfils, Armand G. Monfils, Barry J. Sutcliffe and Gerald P. Lawrence, dated January 11, 1989 and recorded in Book 176 at page 278; and again described in that certain deed from Bruce E. Monfils, Armand G. Monfils, Barry J. Sutcliffe and Gerald P. Lawrence to Barry J. Sutcliffe and Gerald P. Lawrence, dated June 30, 1989 and recorded in Book 178 at page 575 in the Records of Land Evidence for the Town of Glocester, Rhode Island.

Subject to any zoning and/or set back restrictions on recorded plat; and subject to all rights, title and interest in and to the cemetery situated at the northeasterly corner of the locus.

Property address:

712 Putnam Pike
Glocester, RI
Assessor's Plat 14, Lot 223

EXHIBIT B
TO UCC-1 FINANCING STATEMENT

Debtor: **Adler Bros. Development, LLC**
115 Maple Road
Greenville, RI 02828

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 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 Town of Glocester, State of Rhode Island, and has a street address of 712 Putnam Pike, Glocester, Rhode Island.