

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address)

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 Alpha Realty, LLC	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
OR 1b. INDIVIDUAL'S SURNAME	CITY Providence	STATE RI	POSTAL CODE 02904
1c. MAILING ADDRESS 491 Silver Spring Street	CITY Providence	STATE RI	POSTAL CODE 02904
		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	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
OR 2b. INDIVIDUAL'S SURNAME	CITY	STATE	POSTAL CODE
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 Bank Rhode Island	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
OR 3b. INDIVIDUAL'S SURNAME	CITY Providence	STATE RI	POSTAL CODE 02903
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:

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	6b. Check <u>only</u> if applicable and check <u>only</u> one box:
6a. Check <u>only</u> if applicable and check <u>only</u> one box:	<input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing
<input type="checkbox"/> Public-Finance Transaction <input type="checkbox"/> Manufactured-Home Transaction <input type="checkbox"/> A Debtor is a Transmitting Utility	<input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licensor
7. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> Lessee/Lessor <input type="checkbox"/> Consignee/Consignor	
8. OPTIONAL FILER REFERENCE DATA: Our File No. 2116-703	Filed with RI Secretary of State

EXHIBIT A

Debtor: Alpha Realty, LLC
491 Silver Spring Street
Providence, RI 02904

Secured Party: Bank Rhode Island
One Turks Head Place
Providence, RI 02903-2215

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 491 Silver Spring Street, 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.

2116-703/#3733450

EXHIBIT B

Parcel One:

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

Beginning at a point in the southeasterly line of Silver Spring Street distant one hundred eighty-seven and 16/100 (187.16) feet northeasterly, measured along said southeasterly line of Silver Spring Street, from its intersection with the prolongation southeasterly of the southwesterly line of DePinedo Street, said point of beginning being the most northerly corner hereof and bound on land now or lately of Chelo Realty Inc; thence at right angles to said southeasterly line of Silver Spring Street running southeasterly one hundred twenty eight and 64/100 (128.64) feet to an angle; thence turning an interior angle of $92^{\circ} 24' 53''$ and running southwesterly one hundred sixty and 14/100 (160.14) feet to an angle; thence turning an interior angle of $87^{\circ} 35' 07''$ and running northwesterly five and 55/100 (5.55) feet to an angle; thence turning an interior angle of $272^{\circ} 13' 00''$ and running southwesterly three hundred sixteen and 123/1000 (316.123) feet to land now or lately of Providence and Worcester Company, said last three (3) courses bounding on land of the Penn Central Transportation Company; thence turning an interior angle of $158^{\circ} 06' 05''$ and running southwesterly bounding southeasterly on said land of Providence and Worcester Company eighty-nine and 333/1000 (89.333) feet to land now or lately of Nicholas J. Contos et ux; thence turning an interior angle of $109^{\circ} 40' 55''$ and running northwesterly bounding southwesterly on said last named land one hundred eleven and 980/1000 (111.980) feet to said Silver Spring Street; thence turning an interior angle of 90° and running northeasterly bounding northwesterly on said Silver Spring Street five hundred sixty (560) feet to said first mentioned parcel of land of said Penn Central Transportation Company.

Said premises are subject to an easement recorded in Book 986 at Page 396 and to a lateral support agreement recorded in Book 762 at Page 30.

Parcel Two:

That certain tract or parcel of land with all buildings, and improvements, situated westerly of Royal Little Drive and easterly of Silver Spring Street in the City of Providence, County of Providence, State of Rhode Island and Providence Plantations, being a portion of the premises show on a plan entitled, "Administrative Subdivision Plan Assessors Plat 1 - Lots 2 & 83 Silver Spring Street & Royal Little Drive, Providence, Rhode Island Prepared for Cameron & Mittleman, LLP Project No. P04.014 Scale 1" = 30' Date: November 3, 2004 Waterman Engineering & Co. East Providence, Rhode Island" said parcel is more particularly bounded and described as follows:

Beginning at a point in the easterly line of land now or formerly of Adele A. Beck, said point being the northwesterly corner of land now or formerly of Trustees of Bradlees stores, Inc., the southwesterly corner of land now or formerly of Venda Ravioli, Inc., and the southwesterly corner of the parcel herein described;

Thence proceedings northerly, by and with the line between the said Beck and Ravioli land, a distance of one hundred eighty four and 74/100 (184.74') to a corner;

Thence turning an interior angle of $87^{\circ} 47' 00''$ and proceeding easterly by and with the said line between the Beck and Venda Ravioli Land, a distance of five and 55/100 (5.55') feet to a corner;

Thence turning an interior angle of $272^{\circ} 24' 53''$ and proceeding northerly by and with the line between the

said Beck and Venda Ravioli land, a distance of nineteen and $92/100$ (19.92') feet to a corner;
Thence turning an interior angle of $89^{\circ} 43' 07''$ and proceeding easterly crossing the said Venda Ravioli
land, a distance of four and $79/100$ (4.79') feet to the northeasterly corner of the parcel herein
described;

Thence turning an interior angle of $90^{\circ} 00' 00''$ and proceeding southerly, crossing the said Venda Ravioli
land, a distance of two hundred four and $74/100$ (204.74') feet to the said Trustee of Bradlees
Stores, Inc. land and the southeasterly corner of the parcel herein described;

Thence turning an interior angle of $88^{\circ} 22' 13''$ and proceeding westerly bounded southerly by said Trustee
of Bradlees Stores, Inc. land a distance of ten and $27/100$ (10.27') feet to the point and place of
beginning.

The above described parcel contains $1,992 \pm$ square feet of land.

For Reference Only:

491 Silver Spring Street
Providence, RI
A.P. 1 Lot 92