

UCC-1 Form

FILER INFORMATION

Full name: **EVERETT A. PETRONIO, JR., ESQ.**

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SEND ACKNOWLEDGEMENT TO

Contact name:

Mailing Address: **931 JEFFERSON BOULEVARD, SUITE 2004**

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

DEBTOR INFORMATION

Org. Name: **GRAFTON LLC**

Mailing Address: **4 GRAFTON STREET**

City, State Zip Country: **COVENTRY, RI 02816 USA**

SECURED PARTY INFORMATION

Org. Name: **HARBORONE BANK**

Mailing Address: **770 OAK STREET**

City, State Zip Country: **BROCKTON, MA 02301 USA**

TRANSACTION TYPE: STANDARD

COLLATERAL

FIXTURES, MACHINERY AND EQUIPMENT: ALL FIXTURES OF EVERY KIND AND NATURE WHATSOEVER OWNED BY DEBTOR, NOW OR HEREAFTER LOCATED IN, UPON OR ABOUT THE REAL ESTATE LOCATED AT 4 GRAFTON STREET, COVENTRY, RI 02816, AS MORE PARTICULARLY DESCRIBED ON EXHIBIT B ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE (THE "REAL ESTATE"), ALL BUILDINGS, STRUCTURES, IMPROVEMENTS AND TENEMENTS OF EVERY KIND OR NATURE WHATSOEVER NOW OR HEREAFTER ERECTED ON THE REAL ESTATE AND THE LAND LYING IN THE BED OF ANY STREET, ROAD OR AVENUE, OPENED OR PROPOSED, AND ANY AND ALL SIDEWALKS, PLAZAS, ALLEYS, STRIPS AND GORES, IN FRONT OF, ADJOINING OR ADJACENT TO THE REAL ESTATE; AND ALL AND SINGULAR THE PRIVILEGES, TENEMENTS, HEREDITAMENTS, LICENSES, EASEMENTS, PARTY WALL AGREEMENTS, RIGHTS, ROYALTIES, MINERAL, OIL AND GAS RIGHTS, RENTS, ISSUES AND PROFITS, WATER, WATER RIGHTS, WATER STOCK, AND APPURTENANCES, REVERSION OR REVERSIONS AND REMAINDER OR REMAINDERS BELONGING OR IN ANY WAY APPERTAINING TO THE REAL ESTATE OR ANY OTHER LOCATION FOR INCORPORATION INTO IMPROVEMENTS LOCATED OR TO BE LOCATED ON THE REAL ESTATE, AND ALL RENEWALS AND REPLACEMENTS THEREOF AND ADDITIONS, SUBSTITUTIONS AND ACCESSIONS THERETO (THE "FIXTURES"). THE FIXTURES SHALL BE DEEMED TO INCLUDE, BUT WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, ALL HEATING, LIGHTING, LAUNDRY, INCINERATION AND POWER EQUIPMENT, ENGINES, PIPES, PUMPS, TANKS, MOTORS, DYNAMOS, BOILERS, FUEL, CONDUITS, SWITCHBOARDS, PLUMBING, LIFTING, REFRIGERATING, VENTILATING, AND COMMUNICATIONS APPARATUS, SPRINKLER SYSTEM AND OTHER FIRE PREVENTION AND FIRE EXTINGUISHING APPARATUS, AIR COOLING AND AIR CONDITIONING APPARATUS, ELEVATORS, ESCALATORS, SHADES, BLINDS, AWNINGS, SCREENS, STORM DOORS, AND WINDOWS, STOVES, REFRIGERATORS, REFRIGERATING PLANT, ATTACHED CABINETS, PARTITIONS, DUCTS AND COMPRESSORS, GAS AND ELECTRIC FIXTURES, RANGES, STOVES, DISPOSALS, RUGS. ALL MACHINERY AND EQUIPMENT OF EVERY KIND AND NATURE WHATSOEVER OWNED BY DEBTOR, NOW OR HEREAFTER LOCATED IN OR UPON THE REAL ESTATE, OR ANY PART THEREOF, AND ALL RENEWALS AND REPLACEMENTS THEREOF AND ADDITIONS, SUBSTITUTIONS AND ACCESSIONS THERETO (THE "MACHINERY AND EQUIPMENT"). THE MACHINERY AND EQUIPMENT SHALL BE DEEMED TO INCLUDE, WITHOUT LIMITATION OF THE GENERALITY OF THE FOREGOING, ALL RIGHT, TITLE AND INTEREST OF DEBTOR IN AND TO ALL MACHINERY, FIXTURES, EQUIPMENT, TOOLS, CONSTRUCTION MATERIALS, BRICKS, STEEL, WOOD, WINDOWS, WINDOW FRAMES, GLASS, CONCRETE, MORTAR, FURNISHINGS, FURNITURE, CARPETS, APPLIANCES, CABINETS, SINKS, TUBS, TOILETS, SHOWER STALLS, LANDSCAPING MATERIALS AND IMPROVEMENTS, NOW OR ANY TIME HEREAFTER ATTACHED TO, PLACED UPON, OR USED IN ANY WAY IN CONNECTION WITH THE USE, ENJOYMENT, OPERATION, MAINTENANCE AND OCCUPANCY OF THE REAL ESTATE. ALL CASH AND NON CASH PROCEEDS OF ANY OF THE FOREGOING FIXTURES AND/OR MACHINERY AND EQUIPMENT, INCLUDING INSURANCE PROCEEDS, CLAIMS AND SETTLEMENTS; AND ALL PROCEEDS AND PRODUCTS OF ANY FIXTURES AND/OR MACHINERY AND EQUIPMENT, INCLUDING BUT NOT LIMITED TO ANY DEPOSITS OR PAYMENTS NOW OR HEREAFTER MADE BY DEBTOR ON ANY OF THE FOREGOING TO BE ACQUIRED BY DEBTOR. **PREMIUMS:** ALL UNEARNED PREMIUMS, ACCRUED, ACCRUING OR TO ACCRUE UNDER INSURANCE POLICIES NOW OR HEREAFTER OBTAINED BY DEBTOR AND ALL PROCEEDS OF THE CONVERSION, VOLUNTARY OR INVOLUNTARY, OF THE REAL ESTATE OR THE FIXTURES, MACHINERY AND EQUIPMENT, AND/OR ANY OTHER PROPERTY OR RIGHTS DESCRIBED HEREIN, OR ANY PART THEREOF, INTO CASH OR LIQUIDATED CLAIMS. **AWARDS:** ALL AWARDS OR PAYMENTS, INCLUDING INTEREST

THEREON, AND THE RIGHT TO RECEIVE THE SAME, WHICH MAY BE MADE WITH RESPECT TO EMINENT DOMAIN, THE ALTERATION OF THE GRADE OF ANY STREET, OR ANY OTHER INJURY TO OR DECREASE IN THE VALUE OF THE REAL ESTATE OR THE FIXTURES, MACHINERY AND EQUIPMENT, AND/OR ANY OTHER PROPERTY OR RIGHTS DESCRIBED HEREIN. LEASES: ALL EXISTING AND FUTURE TENANCIES, SUBTENANCIES, LEASES AND SUBLEASES OF, AND AGREEMENTS NOW OR HEREAFTER AFFECTING OR HAVING REFERENCE TO, THE WHOLE OR ANY PART OF THE REAL ESTATE AND TO WHICH DEBTOR IS A PARTY, AND ANY RENEWALS OR EXTENSIONS THEREOF OR LEASES OR SUBLEASES IN SUBSTITUTION THEREFOR, WHETHER ORAL OR WRITTEN, TOGETHER WITH AND INCLUDING THE DEBTOR'S ENTIRE RIGHT, TITLE AND INTEREST IN SUCH LEASES AND SUBLEASES, INCLUDING, BUT NOT LIMITED TO, ALL THE RIGHT, POWER AND AUTHORITY OF DEBTOR TO ALTER, MODIFY OR CHANGE SUCH LEASES AND SUBLEASES, OR TO TERMINATE THE TERM THEREOF OR ACCEPT A SURRENDER THEREOF OR TO CANCEL THE SAME OR TO WAIVE OR RELEASE THE TENANT FROM THE PERFORMANCE OR OBSERVANCE BY THE TENANT OF ANY OBLIGATION OR CONDITION THEREOF. RENTALS AND OTHER PAYMENTS: ALL RENTS, ISSUES AND PROFITS FROM THE REAL ESTATE AND ALL OTHER SUMS NOW OR HEREAFTER PAID OR PAYABLE TO DEBTOR BY TENANTS NOW OR HEREAFTER OCCUPYING THE REAL ESTATE OR ANY PORTION THEREOF, UNDER OR BY REASON OF ALL EXISTING AND FUTURE TENANCIES AND LEASES AND SUBLEASES OF THE WHOLE OR ANY PART OF THE REAL ESTATE, INCLUDING, WITHOUT LIMITING THE GENERALITY OF THE FOREGOING LANGUAGE, ANY AND ALL SUMS PAID OR PAYABLE TO DEBTOR BY REASON OF THE EXERCISE BY ANY TENANT, OF ANY OPTION, PREEMPTIVE RIGHT OR RIGHT OF FIRST REFUSAL TO PURCHASE OR LEASE THE WHOLE OR ANY PORTION OF THE REAL ESTATE, PROCEEDS OF RENT INSURANCE AND BUSINESS INTERRUPTION INSURANCE, SO CALLED, PROCEEDS OF ANY INSURANCE OR GUARANTY OF ANY LEASE OR SUBLEASE OF THE WHOLE OR ANY PORTION OF THE REAL ESTATE OR OF THE OBLIGATIONS OF ANY TENANT UNDER SUCH LEASE, AWARDS OF DAMAGE OR OTHER SUMS PAID OR PAYABLE TO DEBTOR BY REASON OF THE TAKING OF ALL OR ANY PORTION OF THE REAL ESTATE BY CONDEMNATION OR OTHER SIMILAR PROCEEDINGS, ALL SUMS PAID OR PAYABLE TO DEBTOR IN ADDITION TO RENTAL FOR SUCH ITEMS AS TAXES, UTILITIES AND WATER CHARGES, ALL SUMS PAID OR PAYABLE FOR USE AND OCCUPANCY OF THE REAL ESTATE OR ANY PORTION THEREOF, AND ALL SUMS PAID PURSUANT TO SETTLEMENT WITH OR JUDGMENT AGAINST ANY TENANT RELATING TO ANY ALLEGED BREACH OF ANY LEASE, SUBLEASE OR AGREEMENT.

Exhibit "B"

Description of Property at:
4 Grafton Avenue
Coventry, Rhode Island

That certain tract or parcel of land on the easterly side of Grafton Street and the northerly side of Gay Street in the Town of Coventry, County of Kent, State of Rhode Island, bounded and described as follows.

Beginning at a point in the easterly line of Grafton Street, said point being at the southwest corner of Lot No. 27 on that plat entitled "REPLAT OF LOTS IN COVENTRY, RI BELONGING TO ISRAEL B. BRAYTON, BY WATERMAN ENGINEERING CO. MAY 1951 SCALE 1"=80'" which plat is recorded in the land evidence records of the Town of Coventry in Plat Book 5 at page 3; thence northerly along the westerly line of said Lot 27 a distance of One Hundred Fifty-Four (154) feet; thence turning an interior angle of 91 - 32 and running easterly a distance of ninety (90) feet to a point; thence turning an interior angle of 91 - 32 and running northerly a distance of thirty (30) feet along the easterly line of Lot No. 21 on the aforesaid plat; thence turning and running easterly a distance of twenty-five (25) feet to a point; said last course being twenty-five (25) feet northerly and parallel with the southerly line of land now or formerly of Harry R. Mosher as conveyed to said Mosher in Deed Book 50 at Page 27; thence turning and running southerly a distance of one hundred eighty-eight (188) feet, more or less, to a point in the northerly line of Gay Street, said last course being one hundred fifteen (115) feet from and parallel with the first described course; thence turning and running westerly along the northerly line of Gay Street a distance of one hundred fifteen (115) feet to the point and place of beginning.

Subject to easements of record