

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) <b>Scott A. Ritch, Esq. 331-2222</b>
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO (Name and Address) <div style="border: 1px solid black; padding: 5px; margin: 5px 0;">                     Ursillo, Teitz &amp; Ritch, Ltd.                      2 Williams Street                      Providence, Rhode Island 02903                 </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 <b>MAGNOLIA REALTY, LLC</b>				
OR 1b INDIVIDUAL'S SURNAME				
1c MAILING ADDRESS <b>125 Broadcommon Road</b>	CITY <b>Bristol</b>	STATE <b>RI</b>	POSTAL CODE <b>02809</b>	COUNTRY <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				
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 <b>HARBORONE BANK</b>				
OR 3b INDIVIDUAL'S SURNAME				
3c MAILING ADDRESS <b>770 Oak Street</b>	CITY <b>Brockton</b>	STATE <b>MA</b>	POSTAL CODE <b>02301</b>	COUNTRY <b>USA</b>

4. COLLATERAL This financing statement covers the following collateral

See EXHIBIT A attached hereto and made a part hereof.

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  
 Public Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:  
 Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable)  Lessee/Lessor  Consignor/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA

**RI SEC 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	MAGNOLIA REALTY, 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 appl. cable)

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

The real estate is commonly known as and numbered 60 MAGNOLIA STREET, BRISTOL, RHODE ISLAND, as more particularly described on EXHIBIT B attached hereto.

17. MISCELLANEOUS

**EXHIBIT A**

**UNIFORM COMMERCIAL CODE  
CONTINUATION OF FINANCING STATEMENT**

**DEBTOR:**                               **MAGNOLIA REALTY, LLC**  
125 Broadcommon Road  
Bristol, Rhode Island 02809

**SECURED PARTY:**               **HARBORONE BANK**  
770 Oak Street  
Brockton, Massachusetts 02301

The UCC-1 Financing Statement to which this **Exhibit A** is attached covers:

1. Personal Property - all fixtures, machinery, equipment, and other personal property of every kind, now or hereafter located in or upon or affixed to those certain lots or parcels of real estate, **commonly known as and numbered 60 MAGNOLIA STREET, BRISTOL, RHODE ISLAND** as more particularly described in **Exhibit B** attached hereto (hereinafter called the "Premises") or any and all building and/or improvements (collectively, the "Improvements") now or hereafter used or to be used in connection with any present or future operation of the Premises or Improvements, or any part thereof, and now owned or hereafter acquired by Debtor, or in which Debtor now or hereafter has an interest, including, without limitation, any and all (i) heating, lighting, incinerating, refrigerating, ventilating, air conditioning, air cooling, lifting, fire extinguishing, plumbing, cleaning, communications and power equipment and apparatus; (ii) gas, water and electrical equipment; (iii) elevators, escalators, switchboards, engines, motors, tanks, pumps, partitions, conduits, ducts and compressors; (iv) electrical and/or gas appliances, incinerators, carpeting, furniture and furnishings, draperies, storm windows and doors, and screens and awnings; (v) any and all franchises, licenses and permits, whether issued by national, state and/or local governmental body, department, agency or subdivision having jurisdiction over Debtor, any guarantor of Debtor or the Premises and Improvements, or any part thereof, or any use, operation or occupancy thereof, related to the use, operation or occupancy of the Premises and Improvements or any part thereof; (vi) any and all records and books of account now or hereafter maintained by debtor in connection with the operation of the Premises, Improvements and personal property or any part thereof; and (vii) all of Debtor's right, title and interest in and to any name under which the Premises and/or Improvements may at any time be operated and any variation thereof and the goodwill of Mortgagor in connection therewith.

2. All renewals, replacements of, additions to, substitution for and proceeds of any and all of the foregoing.

3. All condemnation awards and policies of insurance maintained with respect to said real and personal property and all proceeds thereof.

4. All of the right, title and interest of Debtor, in and to all leases, subleases, occupancy agreements, licenses, concession agreements and all other agreements or tenancies,

however denominated, whether written or oral for any purpose, now or hereafter existing with respect to any portion or portions of the Premises and/or Improvements, together with any amendments, renewals or extensions thereof and all leases, subleases and tenancies or other agreements in substitution therefor (all of which are hereinafter collectively sometimes referred to as the "Leases").

5. Any and all rents and other payments of every kind due or payable and to become due or payable to Debtor by virtue of the Leases, or otherwise due or payable and to become due or payable to Debtor as a result of any use, possession or occupancy of any portion or portions of the Premises and/or Improvements.

To the extent any of the personal property described herein is or is to be affixed to real estate, said personal property described herein is or is to be affixed to real estate, said personal property is or is to be affixed to real estate owned by Debtor, which real estate is more particularly described in **Exhibit B** attached hereto.

**EXHIBIT B**

ALL THAT CERTAIN lot or parcel of land, together with all the buildings and other improvements thereon, situated on the easterly side of Magnolia Street, in the Town and County of Bristol, State of Rhode Island, bounded and described as follows:

COMMENCING at the northwesterly corner of the parcel herein conveyed, this point being approximately 138 feet southerly from the intersection of the south line of Roma Street with the east line of Magnolia Street; thence running southerly, 80 feet by said Magnolia Street to a point for a corner; thence turning and running easterly a distance of 80 feet to a point; thence turning and running northerly, 80 feet to a point for a corner; thence turning and running westerly, 80 feet to the point and place of beginning.

MEANING AND INTENDING to convey portions of Lot B-16 and B-18 on a plan of land entitled, "BRISTOL COUNTY REALTY CO., INC. 1940 SCALE 40' = 1", which said plat is recorded in the Bristol Land Evidence Records in Plan Book B at Page 55.

60 Magnolia Street, Bristol, RI - AP 23 AL 173