

UCC-1 Form

FILER INFORMATION

Full name: **NCS UCC SERVICES GROUP**

Email Contact at Filer: **UCC@NCSCREDIT.COM**

SEND ACKNOWLEDGEMENT TO

Contact name: **NCS UCC SERVICES GROUP**

Mailing Address: **PO BOX 24101**

City, State Zip Country: **CLEVELAND, OH 44124 USA**

DEBTOR INFORMATION

Org. Name: **BEC, CORP**

Mailing Address: **588 BROADWAY**

City, State Zip Country: **PAWTUCKET, RI 02860 USA**

SECURED PARTY INFORMATION

Org. Name: **BRIDGESTONE AMERICAS TIRE OPERATIONS, LLC**

Mailing Address: **200 4TH AVENUE SOUTH, SUITE 100**

City, State Zip Country: **NASHVILLE, TN 37201 USA**

TRANSACTION TYPE: STANDARD

CUSTOMER REFERENCE: U325427

COLLATERAL

TO SECURE PAYMENT OF (I) ALL OBLIGATIONS, LIABILITIES AND INDEBTEDNESS THAT CUSTOMER MAY AT ANY TIME OWE TO BATO OR ITS AFFILIATES IN ANY CAPACITY OR ANY NATURE WHATSOEVER, WHETHER DIRECT OR INDIRECT, ABSOLUTE OR CONTINGENT, ON OPEN ACCOUNT OR PURSUANT TO ANY DEALER AGREEMENT, CONSIGNMENT OR LEASE AGREEMENT OR OTHERWISE, (II) ALL AMOUNTS THAT BATO MAY AT ANY TIME PAY OR ADVANCE AT ANY TIME FOR TAXES, LEVIES, INSURANCE, REPAIRS, MAINTENANCE OR OTHER PROTECTION WITH RESPECT TO THE COLLATERAL, (III) ALL COSTS AND EXPENSES THAT BATO MAY INCUR IN ENFORCING OR PROTECTING ITS RIGHTS WITH RESPECT TO THE COLLATERAL OR THE INDEBTEDNESS SECURED BY THE COLLATERAL, INCLUDING REASONABLE ATTORNEYS' FEES (COLLECTIVELY, THE "DEBT"), CUSTOMER HEREBY GRANTS BATO A SECURITY INTEREST IN ALL TIRES, TUBES, TIRE PRODUCTS AND OTHER GOODS, INVENTORY AND EQUIPMENT MANUFACTURED OR SOLD BY BATO OR ITS AFFILIATES, OR BEARING A BRAND, NAME OR MARK AT ANY TIME OWNED BY OR REGISTERED OR LICENSED TO BATO OR ITS AFFILIATES ("INVENTORY"), ALL ACCOUNTS, GENERAL INTANGIBLES, INSTRUMENTS, CHATTEL PAPER, DOCUMENTS AND OTHER RIGHTS TO PAYMENT NOW OR HEREAFTER ARISING IN CONNECTION WITH THE SALE, USE OR OTHER DISPOSITION OF ANY OF THE INVENTORY ("ACCOUNTS"), ANY AND ALL AMOUNTS AND OBLIGATIONS AT ANY TIME OWED OR TO BE OWED OR PERFORMED BY BATO OR ITS AFFILIATES TO OR FOR THE BENEFIT OF CUSTOMER OR ITS AFFILIATES, WHETHER IN CONNECTION WITH ANY OF THE INVENTORY OR OTHERWISE, INCLUDING CREDITS, DEBITS, INCENTIVES, PRICE REDUCTIONS, COMMISSIONS, AND SET-OFF AND RECOUPMENT RIGHTS (REGARDLESS OF WHETHER SUCH DEBTS ARE MATURED), AND ALL PRODUCTS AND PROCEEDS OF ANY OF THE FOREGOING, INCLUDING INSURANCE PROCEEDS, CASH PROCEEDS AND NON-CASH PROCEEDS IN THE FORM OF ACCOUNTS, INVENTORY, INVESTMENT PROPERTY, DEPOSIT ACCOUNTS, GOODS, AND LETTER OF CREDIT RIGHTS, OR OTHERWISE, ALL WHETHER PRESENTLY EXISTING OR HEREAFTER ACQUIRED OR ARISING AND WHEREVER LOCATED, TOGETHER WITH ALL ADDITIONS, SUBSTITUTIONS, REPLACEMENTS, EXTENSIONS, AMENDMENTS, ATTACHMENTS AND ACCESSIONS THERETO AND THEREOF, AND ALL COMPUTER RECORDS, DATABASES, PROGRAMS, LEDGERS, BOOKS OF ACCOUNT AND RECORDS RELATING TO ANY OR ALL OF THE FOREGOING (COLLECTIVELY, THE "COLLATERAL").