

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

<b>A. NAME &amp; PHONE OF CONTACT AT FILER (optional)</b> <b>Jim Kelly- 401-272-5800</b>
<b>B. E-MAIL CONTACT AT FILER (optional)</b> <b>jkelly@simmonslltd.com</b>
<b>C. SEND ACKNOWLEDGMENT TO (Name and Address)</b>  <div style="border: 1px solid black; padding: 5px; margin: 5px;"> <b>Simmons Associates, Ltd.</b>  <b>155 South Main Street, Suite 301</b>  <b>Providence, RI 02903</b>  <b>Attn: JVK</b> </div>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME Provide only 22a 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).

<b>1a ORGANIZATION'S NAME</b> <b>Azimuth, LLC</b>				
OR				
<b>1b INDIVIDUAL'S SURNAME</b>		<b>FIRST PERSONAL NAME</b>	<b>ADDITIONAL NAME(S)/INITIAL(S)</b>	<b>SUFFIX</b>
<b>1c MAILING ADDRESS</b> <b>3701 Glebe Meadow Way</b>		<b>CITY</b> <b>Edgewater</b>	<b>STATE</b> <b>MD</b>	<b>POSTAL CODE</b> <b>21037</b>
				<b>COUNTRY</b> <b>USA</b>

2. DEBTOR'S NAME Provide only 22a 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).

<b>2a ORGANIZATION'S NAME</b>				
OR				
<b>2b INDIVIDUAL'S SURNAME</b>		<b>FIRST PERSONAL NAME</b>	<b>ADDITIONAL NAME(S)/INITIAL(S)</b>	<b>SUFFIX</b>
<b>2c MAILING ADDRESS</b>		<b>CITY</b>	<b>STATE</b>	<b>POSTAL CODE</b>
				<b>COUNTRY</b>

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY) Provide only 22a Secured Party name (3a or 3b)

<b>3a ORGANIZATION'S NAME</b> <b>Bluestone Bank</b>				
OR				
<b>3b INDIVIDUAL'S SURNAME</b>		<b>FIRST PERSONAL NAME</b>	<b>ADDITIONAL NAME(S)/INITIAL(S)</b>	<b>SUFFIX</b>
<b>3c MAILING ADDRESS</b> <b>756 Orchard Street</b>		<b>CITY</b> <b>Raynham</b>	<b>STATE</b> <b>MA</b>	<b>POSTAL CODE</b> <b>02767</b>
				<b>COUNTRY</b> <b>USA</b>

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 Estate known as 288 Market Street, Town of Warren, County of Bristol, State of Rhode Island, and as more particularly described on 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"/> Lessor/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Buyer <input type="checkbox"/> Bailee/Bailor <input type="checkbox"/> Licensee/Licensee	
8. OPTIONAL FILER REFERENCE DATA: <b>RI Secretary of State-Term Loan</b>	

## 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

**Azimuth, 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 giving 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:

288 Market Street, Warren, Rhode Island

Legal Description:

See Exhibit A, attached hereto and incorporated herein by reference

17. MISCELLANEOUS

**EXHIBIT A**

**LEGAL DESCRIPTION FOR:**

**288 Market Street, Warren, Rhode Island**

Those certain lots or parcels of land, with the buildings and improvements thereon, situated in the Town of Warren, State of Rhode Island, more particularly described as follows:

**PARCEL I:**

Those certain lots or parcels of land with buildings and improvements thereon situated on the westerly side of Market Street and the southerly side of Palmer Avenue in the Town of Warren, State of Rhode Island, laid out and designated as Lots Nos. 1, 2, 16, 17 and 18 on that plan entitled: "REGATTA-PARK NO. 2 WARREN, R.I. BELONGING TO HENLEY AND GOGGIN WALTER J. GRADY, ENGR., MAY 1911" which Plat is recorded in the Land Evidence Records in said Town of Warren on Plat Card 43.

EXCEPTING the portion of Lots Nos. 1 and 2 taken by State of Rhode Island for the widening of Market Street.

**PARCEL II:**

Those certain lots or parcels of land with all the buildings and improvements thereon situated on the westerly side of Market Street and the northerly side of Connolly Avenue in the Town of Warren, State of Rhode Island, laid out and designated as Lots No. 25, 26, 27 and 28 on that plan entitled "REGATTA PARK, WARREN, R.I. BELONGING TO HENLEY AND GOGGIN WALTER J. GRADY, ENGR., APRIL, 1911" which plat is recorded in the Land Evidence Records in said Town of Warren on Plat Card 43.

EXCEPTING the portion of said Lots taken by the State of Rhode Island for the widening of Market Street.

**Property Address:**

288 Market Street  
Warren, RI 02885  
Plat 21, Lot 112

EXHIBIT B  
TO UCC-1 FINANCING STATEMENT

Debtor: **Azimuth, LLC**  
3701 Glebe Meadow Way  
Edgewater, MD 21037

Secured Party: **Bluestone Bank**  
756 Orchard Street  
Raynham, MA 02767

All "Property" (as defined in that certain Commercial Mortgage, Security Agreement, and Assignment of Leases and Rents from Debtor in favor of the Secured Party (the "Mortgage")), and as shall mean that certain parcel of land and the fixtures, structures and improvements, 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 Property, including without limitation the following:

(i) all personal property constituting fixtures, as that term is defined in the Uniform Commercial Code, now or hereafter thereon located at the address set forth below, as more particularly described in Exhibit A attached hereto, together with:

(ii) all rights now or hereafter existing, belonging, pertaining or appurtenant thereto;

(iii) all judgments, awards of damages and settlements hereafter made as a result or in lieu of any taking, as hereinafter defined;

(iv) all of the rights and benefits of the Debtor under any present or future leases and agreements relating to the Property, including, without limitation, rents, issues and profits, or the use or occupancy thereof together with any extensions and renewals thereof, specifically excluding all duties or obligations of the Debtor of any kind arising thereunder (the "Leases");

(v) all proceeds of any insurance resulting from any loss with respect to the Property shall be paid to the Secured Party, and, at the option of the Secured Party, be applied to the Obligations (as defined in the Mortgage) in such order as the Secured Party may determine; provided, however, that if the Secured Party shall require repair of the Property, the Secured Party may release all or any portion of such proceeds to the Debtor for such purpose, with any insurance proceeds paid to the Debtor to be held in trust for the Secured Party and promptly paid to it;

(vi) all contracts, permits and licenses respecting the use, operation or maintenance of the Property; and

(vii) all of the records and books of account now or hereafter maintained by Debtor in connection with the operation of the Property.

The Property is located in the Town of Warren, State of Rhode Island, and has a street address of 288 Market Street, Warren, Rhode Island.