

UCC FINANCING STATEMENT
FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT SUBMITTER (optional)
David M. Gilden, Esq.

B. E-MAIL CONTACT AT SUBMITTER (optional)
dwildgoose@psh.com

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

Lien Solutions
PO Box 29071
Glendale, CA 91209-9071
Order 94620024

SEE BELOW FOR SECURED PARTY CONTACT INFORMATION

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
South County Commons Hospitality, LLC

OR

1b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
Two Stafford Court Cranston RI 02920 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

OR

2b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

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

3a. ORGANIZATION'S NAME
The Washington Trust Company

OR

3b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
23 Broad Street Westerly RI 02891 USA

4. COLLATERAL: This financing statement covers the following collateral:

See attached.

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): Lessor/Lessor Consignor/Consignor Seller/Buyer Bailor/Bailor Licensee/Licensee

8. OPTIONAL FILER REFERENCE DATA:
4508851 (File with RI Secretary of State) 6258-329

EXHIBIT A TO UCC-1 FINANCING STATEMENT

Debtor:

South County Commons Hospitality, LLC
Two Stafford Court
Cranston, Rhode Island 02920
Attn: Thomas H. DiPrete
President

Secured Party:

The Washington Trust Company
23 Broad Street
Westerly, Rhode Island 02891
Attn: Bethany A. Lyons
Vice President

The following terms shall have the following meanings:

ACCOUNTS: All accounts, contracts, contract rights, instruments, documents, accounts receivable, chattel paper and general intangibles, and all other items not specifically set forth herein but which constitute "accounts" under the Uniform Commercial Code of the State of Rhode Island (the "UCC"), and any other obligations owed to Debtor from whatever source whether now owned by Debtor or hereafter arising; all cash or non-cash proceeds received by an Debtor from the disposition or collection thereof; all of the rights of an Debtor in guaranties and insurance thereof and in all returned or repossessed goods, services or other property securing any of the foregoing and insurance policies and proceeds relating thereto; all of the rights of an Debtor as an unpaid seller of goods or services, including, without limitation, the rights of stoppage in transit, replevin, reclamation and resale, and all of the foregoing, whether now existing or hereafter created or acquired. Accounts when referred to herein individually are sometimes called an "Account".

INVENTORY: All goods, merchandise and other personal property now owned or hereafter acquired by any Debtor and held for sale or lease, or furnished or to be furnished under any contract of service, including, without limitation, raw materials, work-in-process, supplies or materials used or consumed in any Debtor's business, and all products thereof, and all substitutions, replacements, additions or accessions therefor and thereto, and all other items not specifically set forth herein but which constitute "inventory" under the UCC; and all cash or non-cash proceeds of all of the foregoing, including insurance proceeds.

EQUIPMENT: All tools, machinery, equipment, furniture, furnishings, fixtures, carpets, air conditioning equipment, and all other tangible personal property whatsoever (including automotive equipment), now owned or hereafter acquired by Debtor, together with all accessions thereto and all substitutions and replacements thereof and parts therefor, and all other items not specifically set forth herein but which constitute "equipment" under the UCC.

GENERAL INTANGIBLES: All patent and patent applications, and all registrations and applications for registrations of individual designs, copyrights, mask works, trade dress, domain names, trademarks, trade names, patents, commercial names, service marks, certification marks and marks (as defined in the United States Lanham Act, 15 U.S.C.S. § 1051 et seq.) owned by Debtor or in which Debtor has any interest (collectively, "Trademarks and

Trade Names”) and all other items not specifically set forth herein but which constitute “general intangibles” under the UCC, now owned or hereafter acquired by Debtor; and all cash and non-cash proceeds of the foregoing.

DEPOSIT ACCOUNTS: All demand, time, savings, passbook, or similar accounts maintained with a bank or other financial institution, and all other items not specifically set forth herein but which constitute “deposit accounts” under the UCC; and all cash and non-cash proceeds of the foregoing, including insurance proceeds.

INVESTMENT PROPERTY: All security, whether certificated or uncertificated, security entitlement, securities account, commodity contract, or commodity account, and all other items not specifically set forth herein but which constitute “investment property” under the UCC; and all cash and non-cash proceeds of the foregoing, including insurance proceeds.

INSTRUMENTS: All negotiable instruments or any other writings that evidence a right to the payment of a monetary obligation, is not itself a security agreement or lease, and is not of a type that in ordinary course of business is transferred by delivery with any necessary endorsement or assignment, and all other items not specifically set forth herein but which constitute “instruments” under the UCC; and all cash and non-cash proceeds of the foregoing, including insurance proceeds.

LETTER-OF-CREDIT RIGHTS: All rights to payment or performance under letters of credit, whether or not the beneficiary has demanded or is at the time entitled to demand payment or performance, and all other items not specifically set forth herein but which constitute “letter-of-credit rights” under the UCC; and all cash and non-cash proceeds of the foregoing, including insurance proceeds.

CHATTEL PAPER: All records that evidence both a monetary obligation and a security interest in specific goods, a security interest in specific goods and software used in the goods, a security interest in specific goods and license of software used in the goods, a lease of specific goods, or a lease of specific goods and license of software used in the goods, and all other items not specifically set forth herein but which constitute “chattel paper” under the UCC; and all cash and non-cash proceeds of the foregoing, including insurance proceeds. In this paragraph, “monetary obligation” means a monetary obligation secured by the goods or owed under a lease of the goods and includes a monetary obligation with respect to software used in the goods. If a transaction is evidenced by records that include an instrument or series of instruments, the group of records taken together constitutes “chattel paper”.

DOCUMENTS: All documents of title or receipts of the type described in Section 6A-7-201(2) of the UCC, and all other items not specifically set forth herein but which constitute “documents” under the UCC; and all cash and non-cash proceeds of the foregoing, including insurance proceeds.

COMMERCIAL TORT CLAIMS: All claims arising in tort with respect to which the claimant is an organization; or the claimant is an individual and the claim arose in the course of the claimants business or profession; and does not include damages arising out of

personal injury to or the death of an individual; and all other items not specifically set forth herein but which constitute “commercial tort claims” under the UCC; and all cash and non-cash proceeds of the foregoing, including insurance proceeds.

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