

UCC-1 Form

FILER INFORMATION

Full name:

Email Contact at Filer: LAWOFFICE@JACKMIKELS.COM

SEND ACKNOWLEDGEMENT TO

Contact name: BOWEN INVESTMENTS, INC.

Mailing Address: 2 TAUNTON STREET

City, State Zip Country: PLAINVILLE, MA 02762 USA

DEBTOR INFORMATION

Org. Name: TOTALLY BAKED, INC.

Mailing Address: 240 POST ROAD

City, State Zip Country: WESTERLY, RI 02891 USA

SECURED PARTY INFORMATION

Org. Name: BOWEN INVESTMENTS, INC.

Mailing Address: 2 TAUNTON STREET

City, State Zip Country: PLAINVILLE, MA 02762 USA

TRANSACTION TYPE: STANDARD

COLLATERAL

ALL ASSETS INCLUDING THOSE LISTED ON THE ATTACHED EXHIBIT "A"

Exhibit A

All properties, assets and rights of Owner wherever located, now owned or hereafter acquired or arising, and all proceeds and products thereof and accessions thereto, including, without limitation,

(a) all accounts, accounts receivable, contracts, contract rights, notes, receivables, bills, drafts, acceptances, choses in action, securities, deposits, deposit accounts, money, cash, or other property and all other debts, obligations and liabilities, in whatever form, owing to Owner from any person, firm or corporation, or any other legal entity, whether now existing or hereafter arising, now or hereafter received by or belonging or owing to Owner;

(b) all Owner's inventory, goods, ingredients, merchandise, raw materials, and other tangible personal property, now owned or hereafter acquired and held for sale or used or consumed in Owner's business operated at 240 Post Road, Westerly, RI 02891 (the "Premises") and in the products and proceeds thereof (this portion of the collateral being sometimes referred to as "Inventory").

(c) all General Intangibles;

(d) all books, records, and information relating to the Collateral and/or to the operation of the Borrower's business, electronic or otherwise, and all rights of access to such books, records, and information, all software utilized, and all property in which such books, records, and information are stored, recorded, and maintained;

(e) all Instruments, Documents of Title, Documents, policies and certificates of insurance, all insurance claims, refunds, premium rebates and proceeds, whether any of such proceeds, refunds, and premium rebates, arise out of any of the Collateral or otherwise,

(f) all federal, state, and local tax refunds and/or abatements to which the Borrower is, or becomes entitled, no matter how or when arising, including, but not limited to any loss carryback tax refunds;

(g) all ownership interests in any Purchasing Group and all refunds, rebates, sums due or to become due arising out of Owner's ownership in any Purchasing Group;

(h) all liens, guaranties, rights, remedies, and privileges pertaining to any of the foregoing

(i) all computer programs, source codes, and customer lists;

(j) all documents and instruments (whether negotiable or non-negotiable, and whether or not attached to chattel paper;

(k) all other personal property of Owner; and

(l) all machinery, equipment and other goods (as defined in Article 9 of the Uniform Commercial Code) and fixtures whether now owned or hereafter acquired by us and all Equipment. As herein used, "Equipment" includes, without limitation, "Equipment" as defined in the Uniform Commercial Code as adopted in Rhode Island, and also all motor vehicles, rolling stock, machinery, office equipment, plant equipment, tools, fixtures, store fixtures, utensils, signage, furniture, leasehold improvements and other goods, property, and assets which are used and/or were purchased for use in the operation or furtherance of the Owner's business, and all tangible personal property utilized in the conduct of Owner's business, of every kind and description, and including all additions, accessions, replacements and substitutions thereto, and all proceeds thereof, and without limiting the foregoing, and including, also without limitation, all proceeds of fire or other insurance covering the aforesaid property all herein referred to collectively as the "Collateral".