UCC-1 Form

FILER INFORMATION

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SEND ACKNOWLEDGEMENT TO

Contact name:

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DEBTOR INFORMATION

Org. Name: CUMBERLAND LLC Mailing Address: 15 DANIEL ST.

City, State Zip Country: CUMBERLAND, RI 02865 USA

SECURED PARTY INFORMATION

Org. Name: LOAN FUNDER LLC SERIES 96004 Mailing Address: 645 MADISON AVENUE, FLOOR 19 City, State Zip Country: NEW YORK, NY 10022 USA

TRANSACTION TYPE: STANDARD

COLLATERAL

EXHIBIT A A. ALL FIXTURES AND SYSTEMS AND ARTICLES OF PERSONAL PROPERTY, OF EVERY KIND AND CHARACTER, NOW OWNED OR HEREAFTER ACQUIRED BY MORTGAGOR (MORTGAGOR'S SUCCESSORS OR ASSIGNS), WHICH ARE NOW OR HEREAFTER ATTACHED TO THE LAND, WHICH IS LOCATED IN THE COUNTY OF KENT, STATE OF RHODE ISLAND AND MORE PARTICULARLY DESCRIBED IN SCHEDULE "A" ATTACHED HERETO, OR THE IMPROVEMENTS, OR USED IN OR NECESSARY TO COMPLETE THE PROPER PLANNING, DEVELOPMENT, USE, OCCUPANCY OR OPERATION THEREOF, OR ACQUIRED (WHETHER DELIVERED TO THE LAND OR STORED ELSEWHERE) FOR USE OR INSTALLATION IN OR ON THE LAND OR THE IMPROVEMENTS, AND ALL RENEWALS AND REPLACEMENTS OF, SUBSTITUTIONS FOR AND ADDITIONS TO THE FOREGOING, INCLUDING, BUT WITHOUT LIMITING THE FOREGOING, ALL OF THE FOLLOWING ITEMS NOW OWNED OR HEREAFTER ACQUIRED BY MORTGAGOR, ANY AND ALL FIXTURES, SYSTEMS, HEATING, VENTILATING, AIR CONDITIONING, REFRIGERATING, PLUMBING, WATER, SEWER, LIGHTING, GENERATING, CLEANING, STORAGE, INCINERATING, WASTE DISPOSAL, SPRINKLER, FIRE EXTINGUISHING, COMMUNICATIONS, TRANSPORTATION (OF PEOPLE OR THINGS, INCLUDING, BUT NOT LIMITED TO, STAIRWAYS, ELEVATORS, ESCALATORS AND CONVEYORS), DATA PROCESSING, SECURITY AND ALARM, LAUNDRY, FOOD OR DRINK PREPARATION, STORAGE OF SERVING, GAS, ELECTRICAL AND ELECTRONIC, WATER, AND RECREATIONAL USES OR PURPOSES; ALL TANKS, PIPES, WIRING, CONDUITS, DUCTS, DOORS, PARTITIONS, FLOOR COVERINGS, WALL COVERINGS, WINDOWS, WINDOW SCREENS AND SHADES, AWNINGS, FANS, MOTORS, ENGINES AND BOILERS; MOTOR VEHICLES; DECORATIVE ITEMS AND ART OBJECTS; AND FILES, RECORDS AND BOOKS OF ACCOUNT (ALL OF WHICH ARE HEREIN SOMETIMES REFERRED TO TOGETHER AS "ACCESSORIES"); B. ALL (A) PLANS AND SPECIFICATIONS FOR THE IMPROVEMENTS; (B) APPROVALS, ENTITLEMENTS AND CONTRACTS RELATING TO THE LAND OR THE IMPROVEMENTS OR THE ACCESSORIES OR ANY PART THEREOF; (C) DEPOSITS INCLUDING, BUT NOT LIMITED TO, MORTGAGOR'S RIGHTS IN TENANTS' SECURITY DEPOSITS (IF ANY), DEPOSITS WITH RESPECT TO UTILITY SERVICES TO THE LAND OR THE IMPROVEMENTS OR THE ACCESSORIES OR ANY PART THEREOF, AND ANY DEPOSITS OR RESERVES HEREUNDER OR UNDER ANY OTHER LOAN DOCUMENT (AS HEREINAFTER DEFINED) FOR TAXES, INSURANCE OR OTHERWISE, FUNDS, ACCOUNTS, CONTRACT RIGHTS, INSTRUMENTS, DOCUMENTS, COMMITMENTS, GENERAL INTANGIBLES, NOTES AND CHATTEL PAPER USED IN CONNECTION WITH OR ARISING FROM OR BY VIRTUE OF ANY TRANSACTIONS RELATED TO THE LAND OR THE IMPROVEMENTS OR THE ACCESSORIES OR ANY PART THEREOF; (D) PERMITS, LICENSES, FRANCHISES, BONDS, CERTIFICATES AND OTHER RIGHTS AND PRIVILEGES OBTAINED IN CONNECTION WITH THE LAND OR THE IMPROVEMENTS OR THE ACCESSORIES OR ANY PART THEREOF; (E) LEASES, RENTS, ROYALTIES, BONUSES, ISSUES, PROFITS, REVENUES AND OTHER BENEFITS OF THE LAND, THE IMPROVEMENTS AND THE ACCESSORIES; AND (F) OTHER PROPERTIES, RIGHTS, TITLES AND INTERESTS, IF

ANY, SPECIFIED IN ANY SECTION OR ANY ARTICLE OF THIS MORTGAGE AS BEING PART OF THE PROPERTY; C. ALL PROCEEDS, PRODUCTS, CONSIDERATION, COMPENSATION AND RECOVERIES, DIRECT OR CONSEQUENTIAL, CASH AND NONCASH, OF OR ARISING FROM, AS THE CASE MAY BE, (A) THE PROPERTIES, RIGHTS, TITLES AND INTERESTS REFERRED TO ABOVE IN PARAGRAPHS (A), (B), (C) AND (D); (B) ANY SALE, LEASE OR OTHER DISPOSITION THEREOF; (C) EACH POLICY OF INSURANCE RELATING THERETO (INCLUDING PREMIUM REFUNDS); (D) THE TAKING THEREOF OR OF ANY RIGHTS APPURTENANT THERETO BY EMINENT DOMAIN OR SALE IN LIEU THEREOF FOR PUBLIC OR QUASI-PUBLIC USE UNDER ANY LAW; AND (E) ANY DAMAGE THERETO WHETHER CAUSED BY SUCH A TAKING (INCLUDING CHANGE OF GRADE OF STREETS, CURB CUTS OR OTHER RIGHTS OF ACCESS) OR OTHERWISE CAUSED; AND D. ALL OTHER INTERESTS OF EVERY KIND AND CHARACTER, AND PROCEEDS THEREOF, WHICH MORTGAGOR NOW HAS OR HEREAFTER ACQUIRES IN, TO OR FOR THE BENEFIT OF THE PROPERTIES, RIGHTS, TITLES AND INTERESTS REFERRED TO ABOVE IN PARAGRAPHS (A), (B), (C), (D) AND ALL PROPERTY USED OR USEFUL IN CONNECTION THEREWITH, INCLUDING, BUT NOT LIMITED TO, REMAINDERS, REVERSIONS AND REVERSIONARY RIGHTS OR INTERESTS.

SCHEDULE A PROPERTY DESCRIPTION

That certain tract or parcel of land, together with all the buildings and improvements thereon, situated on the southerly side of Shippee Avenue and the easterly side of McGlynn Street in the Town of West Warwick, County of Kent, in the State of Rhode Island, being bounded and described as follows:

Beginning at the northwesterly corner of the herein described parcel, which point of beginning is at the intersection of the southerly line of said Shippee Avenue with the easterly line of said McGlynn Street; thence running southerly along the easterly line of said McGlynn Street one hundred fifteen (115) feet, more or less, to the northwesterly corner of land conveyed to Lionel M. Bertrand, et ux, thence turning and running easterly bounded southerly by said Bertrand land eighty (80) feet to land now or formerly of Paul Maynard et al; thence turning and running northerly bounded easterly partly by said Maynard land partly by land now or formerly of Arthur A. LaBelle, et ux, one hundred fifteen (115) feet, more or less, to the southerly line of said Shippee Avenue; thence turning and running westerly along the southerly line of said Shippee Avenue eighty (80) feet, more or less, to the southerly line of said Shippee Avenue eighty (80) feet, more or less, to the southerly line of said Shippee Avenue eighty (80) feet, more or less, to the southerly line of said Shippee Avenue eighty (80) feet, more or less, to the southerly line of said Shippee Avenue eighty (80) feet, more or less, to the point and place of beginning.

Subject Property:

(for reference purposes only)

10 Shippee Avenue, West Warwick, Rhode Island

AP: 5 AL: 100

Property commonly known as: 10 Shippee Avenue, West Warwick, RI 02893

EXHIBIT A

A. All fixtures and systems and articles of personal property, of every kind and character, now owned or hereafter acquired by Mortgagor (Mortgagor's successors or assigns), which are now or hereafter attached to the Land, which is located in the County of Kent, State of Rhode Island and more particularly described in Schedule "A" attached hereto, or the Improvements, or used in or necessary to complete the proper planning, development, use, occupancy or operation thereof, or acquired (whether delivered to the Land or stored elsewhere) for use or installation in or on the Land or the Improvements, and all renewals and replacements of, substitutions for and additions to the foregoing, including, but without limiting the foregoing, all of the following items now owned or hereafter acquired by Mortgagor, any and all fixtures, systems, heating, ventilating, air conditioning, refrigerating, plumbing, water, sewer, lighting, generating, cleaning, storage, including, but not limited to, stairways, elevators, escalators and conveyors), data processing, security and alarm, laundry, food or drink preparation, storage of serving, gas, electrical and electronic, water, and recreational uses or purposes; all tanks, pipes, wiring; conduits, ducts, doors, partitions, floor coverings, wall coverings, windows, window screens and shades, awnings, fans, motors, engines and boilers; motor vehicles; decorative items and art objects; and files , records and books of account (all of which are herein sometimes referred to together as "Accessories");

B. All (a) plans and specifications for the Improvements; (b) approvals, entitlements and contracts relating to the Land or the Improvements or the Accessories or any part thereof; (c) deposits including, but not limited to, Mortgagor's rights in tenants' security deposits (if any), deposits with respect to utility services to the Land or the Improvements or the Accessories or any part thereof, and any deposits or reserves hereunder or under any other Loan Document (as hereinafter defined) for taxes, insurance or otherwise, funds, accounts, contract rights, instruments, documents, commitments, general intangibles, notes and chattel paper used in connection with or arising from or by virtue of any transactions related to the Land or the Improvements or the Accessories or any part thereof; (d) permits, licenses, franchises, bonds, certificates and other rights and privileges obtained in connection with the Land or the Improvements or the Accessories or any part thereof; (e) leases, rents, royalties, bonuses, issues, profits, revenues and other benefits of the Land, the Improvements and the Accessories; and (f) other properties, rights, titles and interests, if any, specified in any Section or any Article of this Mortgage as being part of the Property;

C. All proceeds, products, consideration, compensation and recoveries, direct or consequential, cash and noncash, of or arising from, as the case may be, (a) the properties, rights, titles and interests referred to above in paragraphs (A), (B), (C) and (D); (b) any sale, lease or other disposition thereof; (c) each policy of insurance relating thereto (including premium refunds); (d) the taking thereof or of any rights appurtenant thereto by eminent domain or sale in lieu thereof for public or quasi-public use under any law; and (e) any damage thereto whether caused by such a taking (including change of grade of streets, curb cuts or other rights of access) or otherwise caused; and

D. All other interests of every kind and character, and proceeds thereof, which Mortgagor now has or hereafter acquires in, to or for the benefit of the properties, rights, titles and interests referred to above in paragraphs (A), (B), (C), (D) and all property used or useful in connection therewith, including, but not limited to, remainders, reversions and reversionary rights or interests.

Received for record at West Warwick, R 2/28/2025 03:58:58 PM