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Doc#: 0402847316
Eugene "Gene" Moore Fee: \$32.50
Cook County Recorder of Deeds
Date: 01/28/2004 12:27 PM Pg: 1 of 5

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Mary Ann Martineau 401 276-6403

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Mary Ann Martineau, Paralegal
Edwards & Angell, LLP
2800 Financial Plaza
Providence, RI 02903

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME RRC-HONEYCOMB ACQUISITION, LLC		FIRST NAME		MIDDLE NAME		SUFFIX	
OR 1b. INDIVIDUAL'S LAST NAME		CITY EAST PROVIDENCE		STATE RI	POSTAL CODE 02916	COUNTRY USA	
1c. MAILING ADDRESS 50 TAYLOR DRIVE		1e. TYPE OF ORGANIZATION LIMITED LIABILITY CO		1f. JURISDICTION OF ORGANIZATION DELAWARE		1g. ORGANIZATIONAL ID #, if any 3708164 <input type="checkbox"/> NONE	
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR						

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME		FIRST NAME		MIDDLE NAME		SUFFIX	
OR 2b. INDIVIDUAL'S LAST NAME		CITY		STATE	POSTAL CODE	COUNTRY	
2c. MAILING ADDRESS		2e. TYPE OF ORGANIZATION		2f. JURISDICTION OF ORGANIZATION		2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	
2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR						

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME FLEET NATIONAL BANK		FIRST NAME		MIDDLE NAME		SUFFIX	
OR 3b. INDIVIDUAL'S LAST NAME		CITY PROVIDENCE		STATE RI	POSTAL CODE 02903	COUNTRY USA	
3c. MAILING ADDRESS 111 WESTMINSTER STREET							

4. This FINANCING STATEMENT covers the following collateral:

All fixtures and all tangible and intangible personal property whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest, including, without limitation, all equipment, accounts, goods, inventory, chattel paper, documents, contract rights, instruments, general intangibles and all property described more particularly on Exhibit A attached hereto and incorporated herein by reference; all proceeds of the foregoing.

The property is located at 14700 Harvard, Dolton, Illinois.

THIS FINANCING STATEMENT IS A FIXTURE FILING AND IS TO BE FILED IN THE REAL ESTATE RECORDS. A DESCRIPTION OF THE PROPERTY TO WHICH FIXTURES ARE ATTACHED IS SET FORTH ON EXHIBIT B ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE.

5. ALTERNATIVE DESIGNATION (if applicable):	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum if applicable.	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (OPTIONAL FEE)		<input type="checkbox"/> All Debtors		<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2

8. OPTIONAL FILER REFERENCE DATA
Filed with Cook County Recorder, Illinois

UNOFFICIAL COPY**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Mary Ann Martineau 401 276-6403
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Mary Ann Martineau, Paralegal Edwards & Angell, LLP 2800 Financial Plaza Providence, RI 02903

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1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME RRC-HONEYCOMB ACQUISITION, LLC						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS 50 TAYLOR DRIVE			CITY EAST PROVIDENCE	STATE RI	POSTAL CODE 02916	COUNTRY USA
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LIMITED LIABILITY CO	1f. JURISDICTION OF ORGANIZATION DELAWARE	1g. ORGANIZATIONAL ID #, if any 3708164 <input type="checkbox"/> NONE		

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE		

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME FLEET NATIONAL BANK						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 111 WESTMINSTER STREET			CITY PROVIDENCE	STATE R	POSTAL CODE 02903	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

All fixtures and all tangible and intangible personal property whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest, including, without limitation, all equipment, accounts, goods, inventory, chattel paper, documents, contract rights, instruments, general intangibles and all property described more particularly on Exhibit A attached hereto and incorporated herein by reference; all proceeds of the foregoing.

The property is located at 14700 Harvard, Dolton, Illinois.

THIS FINANCING STATEMENT IS A FIXTURE FILING AND IS TO BE FILED IN THE REAL ESTATE RECORDS. A DESCRIPTION OF THE PROPERTY TO WHICH FIXTURES ARE ATTACHED IS SET FORTH ON EXHIBIT B ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE.

5. ALTERNATIVE DESIGNATION (if applicable):	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		<input type="checkbox"/> All Debtors	<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2	
8. OPTIONAL FILER REFERENCE DATA Filed with Cook County Recorder, Illinois						

UNOFFICIAL COPY**UCC FINANCING STATEMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME RRC-HONEYCOMB ACQUISITION, LLC			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

13. This FINANCING STATEMENT covers timber to be cut or as-extracted collateral, or is filed as a fixture filing.

14. Description of real estate:

A DESCRIPTION OF THE PROPERTY TO WHICH FIXTURES ARE ATTACHED IS SET FORTH ON EXHIBIT B ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE.

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

Dolton Industries, Inc.

16. Additional collateral description:

RRC-HONEYCOMB ACQUISITION, LLC

17. Check only if applicable and check only one box.

Debtor is a Trust or Trustee acting with respect to property held in trust or Decedent's Estate

18. Check only if applicable and check only one box.

- Debtor is a TRANSMITTING UTILITY
 Filed in connection with a Manufactured-Home Transaction — effective 30 years
 Filed in connection with a Public-Finance Transaction — effective 30 years

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EXHIBIT A

Debtor: RRC-Honeycomb Acquisition, LLC
Secured Party: Fleet National Bank

All fixtures and all tangible and intangible personal property of Debtor of every kind and description and wherever located, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest, including, without limitation:

- (1) all equipment (as such term is defined in the Uniform Commercial Code, the "UCC"), machinery and fixtures, including, without limitations, all processing and manufacturing equipment machine tools, data processing and computer equipment, furniture, tools, dies, molds, motor vehicles, rolling stock, trailers, airplanes, vessels and other equipment of every kind and description, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (2) all inventory (as such term is defined in the UCC), including without limitation, all merchandise, raw materials, work in process, parts, components, dies, molds, finished goods, supplies and all goods returned to or repossessed by Debtor, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (3) all accounts (as such term is defined in the UCC), accounts receivable, other receivables, evidences of indebtedness, notes, drafts, acceptances, contract rights, leases, chattel paper, electronic chattel paper, commercial tort claims, interest rate swap or any other interest rate protection agreement between Debtor and Secured Party relating to the Obligations (including, without limitation, all amounts payable or deliverable thereunder) and the proceeds thereof, and general intangibles, including, without limitation, all collateral and security therefor (including, without limitation, all guarantees, letters of credit, liens and security interests in favor of Debtor), and all payment intangibles, goodwill, going concern value, patents, applications for patents, trademarks, trade names, service marks, registrations of trademarks and servicemarks, customer lists, advertising materials, operating manuals, copyrights, blueprints, designs, engineering drawings and contracts, proprietary information, product lines, distribution agreements, dealer contracts, supplier contracts, tax refund claims, licenses, research and development, and all rights to the payment of money, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (4) all instruments (as such term is defined in the UCC), documents of title, rights to proceeds of letters of credit, letter-of-credit rights, supporting obligations of every kind and description, policies and certificates of insurance, securities, securities entitlements, investment property, bank deposits, deposit accounts, checking accounts, certificates of deposit and cash, in each case whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest;
- (5) all accessions, additions and improvements to, and all proceeds and products of, all of the foregoing, including proceeds of insurance, whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest; and
- (6) all books, records, documents, computer tapes and discs relating to all of the foregoing, whether now owned or hereafter acquired by Debtor, or in which Debtor may now have or hereafter acquire an interest.

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EXHIBIT B

Debtor: RRC-Honeycomb Acquisition, LLC
Secured Party: Fleet National Bank

PARCEL 1:

ALL OF BLOCK 2 IN NEW CHICAGO IN THE NORTHWEST $\frac{1}{4}$ OF SECTION 9, TOWNSHIP 36 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

TAX ID NUMBERS: 29-09-106-001, 29-09-106-002, 29-09-106-003.

PARCEL 2:

BLOCK 3 (EXCEPT THAT PART IF ANY WHICH MAY BE COVERED BY THE WATERS OF THE LITTLE CALUMET RIVER) IN NEW CHICAGO IN THE NORTHWEST $\frac{1}{4}$ OF SECTION 9, TOWNSHIP 36 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

TAX ID NUMBERS: 29-09-106-004, 29-09-106-005.