

Exhibit A

Deed

Prepared by: Thomas R. Eshelman, Esquire
Ballard Spahr LLP
1735 Market Street, 51st Floor
Philadelphia, PA 19103-7599
Tel.: (215) 864-8710

Return to: Land Services USA, Inc.
1835 Market Street, Suite 420
Philadelphia, PA 19103

Addresses: 1907-1915 Walnut Street (OPA No. 88-2246105)
1904-1940 Sansom Street (OPA No. 88-1032595)

DEED

THIS INDENTURE, is made to be effective as of the 13 day of February, 2015

Between

WALNUT RITTENHOUSE ASSOCIATES, L.P., a Pennsylvania limited partnership (hereinafter called the "Grantor"), of the first part,

and

1911 WALNUT STREET, LLC, a Delaware limited liability company (hereinafter called the "Grantee"), of the second part.

WITNESSETH that the said Grantor, for and in consideration of the sum of Ten and 00/100 Dollars (\$10.00) lawful money of the United States of America, unto it well and truly paid by the said Grantee at or before the sealing and delivery hereof, and for other good and valuable consideration, the receipt whereof is hereby acknowledged, has granted, bargained and sold, released and confirmed, and by these presents does grant, bargain and sell, release and confirm unto the said Grantee, its successors and assigns,

ALL THOSE CERTAIN lots or tracts of land situate in Philadelphia County in the Commonwealth of Pennsylvania, as more particularly described on accordance with Exhibit A attached hereto and made a part hereof.

UNDER AND SUBJECT, nevertheless, to all easements, covenants, agreements and restrictions of record, but only to the extent that the same presently are valid and subsisting and affect the above-described property; and nothing contained herein shall be construed as an acknowledgment of the validity or any of the same or as an extension, ratification or renewal thereof if the same otherwise have expired or become unenforceable by its own terms or by limitation, violation, or for any other reason whatsoever.

eRecorded in Philadelphia PA Doc Id: 52882847
02/18/2015 10:04AM Receipt#: 1453903
Page 1 of 14 Rec Fee: \$252.00
Commissioner of Records Doc Code: D
State RTT: \$400,000.00 Local RTT: \$1,200,000.00

TOGETHER with all and singular the improvements (if any), ways, streets, alleys, driveways, passages, waters, water-courses, rights, liberties, privileges, hereditaments and appurtenances, whatsoever unto the hereby granted premises belonging, or in any wise appertaining, and the reversions and remainders, rents, issues, and profits thereof, and all the estate, right, title, interest, property, claim and demand whatsoever of the said Grantor, as well at law as in equity, of, in, and to the same and every part thereof.

TO HAVE AND TO HOLD the said lots or pieces of ground above described, with the improvements thereon erected (if any), hereditaments and premises hereby granted, or mentioned and intended so to be, with the appurtenances, unto the said Grantee, its successors and assigns, to and for the only proper use and behoof of the said Grantee, its successors and assigns forever.

UNDER AND SUBJECT as aforesaid.

AND THE SAID GRANTOR, for itself and its successors, does covenant, promise and agree, to and with the said Grantee, its successors and assigns, by these presents, that it, the said Grantor and its successors, all and singular the hereditaments and premises hereby granted or mentioned and intended so to be, with the appurtenances, unto the said Grantee, its successors and assigns, against it, the said Grantor and its successors and assigns, and against all and every person and persons whomsoever lawfully claiming or to claim the same or any part thereof, by from or under it, him, her, them or any of them, shall and will, subject as aforesaid, SPECIALLY WARRANT and forever DEFEND.

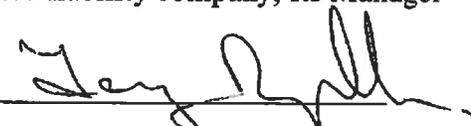
IN WITNESS WHEREOF, the said Grantor has executed this Deed under seal the day and year first above written.

GRANTOR:

WALNUT RITTENHOUSE ASSOCIATES, L.P.,
a Pennsylvania limited partnership

By: Walnut Rittenhouse, GP, a Pennsylvania
limited liability company, its general partner

By: Stonewood Investments LLC, a Pennsylvania
limited liability company, its Manager

By: 

Name: Tony Reynolds

Title: Chief Executive Officer

The undersigned certifies that
the correct mailing address of
the Grantee is:

c/o Southern Land Company
1550 McEwen Drive, Suite 200
Franklin, TN 37067

Edward Rose, agent
On behalf of the Grantee

STATE OF PENNA.)
)
COUNTY OF Phila.) SS

On February 13, 2015 before me, Sarah Sharpless, a Notary Public, personally appeared Tony Reynolds, who acknowledged himself/herself to be the CEO of Walnut Rittenhouse Associates, L.P. and acknowledged to me that he/she as such CEO, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the limited partnership by himself/herself as such CEO.

WITNESS my hand and official seal.

Sarah Sharpless
Notary Public

My commission expires:

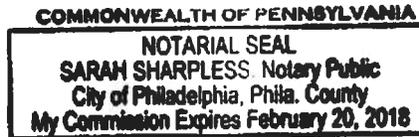


Exhibit A
Legal Description



**OWNER'S POLICY
SCHEDULE A**
(continued)

LEGAL DESCRIPTION

PREMISES "A"

ALL THAT CERTAIN parcel or tract of land SITUATED in the County of Philadelphia, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING AT A POINT ON THE NORTHERLY TITLE LINE OF WALNUT STREET (A.K.A. L R 67319, VARIABLE WIDTH RIGHT-OF-WAY), SAID POINT BEING LOCATED NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 146.00 FEET FROM A POINT FORMED BY THE INTERSECTION OF THE NORTHERLY DEED LINE OF WALNUT STREET WITH THE WESTERLY STREET LINE OF 19TH STREET (50 FOOT WIDE RIGHT-OF-WAY) AND FROM SAID BEGINNING POINT, RUNNING THENCE;

1. ALONG THE NORTHERLY DEED LINE OF WALNUT STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 57.00 FEET TO A POINT,
2. LEAVING THE NORTHERLY DEED LINE OF WALNUT STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 111 AND LOT 39, NORTH 11 DEGREES 20 MINUTES 00 SECONDS WEST, A DISTANCE OF 140.00 FEET TO A POINT ON THE SOUTHERLY STREET LINE OF MORAVIAN STREET (FKA PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;
3. ALONG THE SOUTHERLY STREET LINE OF MORAVIAN STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 57.00 FEET TO A POINT, THENCE;
4. LEAVING THE SOUTHERLY STREET LINE OF MORAVIAN STREET, AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 105 AND LOT 135, SOUTH 11 DEGREES 20 MINUTES 00 SECONDS WEST, A DISTANCE OF 140.00 FEET TO THE POINT AND PLACE OF BEGINNING.

BEING Lots 105, 107 and 111.

BEING known as 1907-1911 Walnut Street.

PREMISES "B"

ALL THAT CERTAIN parcel or tract of land SITUATED in the County of Philadelphia, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING AT A POINT ON THE NORTHERLY TITLE LINE OF WALNUT STREET (A.K.A. L R 67319, VARIABLE WIDTH RIGHT-OF-WAY), SAID POINT BEING LOCATED NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 203.00 FEET FROM A POINT FORMED BY THE INTERSECTION OF THE NORTHERLY DEED LINE OF WALNUT STREET WITH THE WESTERLY STREET LINE OF 19TH STREET (50 FOOT WIDE RIGHT-OF-WAY), AND FROM SAID BEGINNING POINT, RUNNING THENCE;

1. ALONG THE NORTHERLY DEED LINE OF WALNUT STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 45.00 FEET TO A POINT, THENCE;
2. LEAVING THE NORTHERLY DEED LINE OF WALNUT STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 32 AND LOT 31, NORTH 11 DEGREES 20 MINUTES 00 SECONDS WEST, A



**OWNER'S POLICY
SCHEDULE A
(continued)**

DISTANCE OF 140.00 FEET TO A POINT ON THE SOUTHERLY STREET LINE OF MORAVIAN STREET (F.K.A. PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;

3. ALONG THE SOUTHERLY STREET LINE OF MORAVIAN STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 45.00 FEET TO A POINT, THENCE;

4. LEAVING THE SOUTHERLY STREET LINE OF MORAVIAN STREET, AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 39 AND LOT 111, SOUTH 11 DEGREES 20 MINUTES 00 SECONDS WEST, A DISTANCE OF 140.00 FEET TO THE POINT AND PLACE OF BEGINNING.

BEING Lots 32 and 39.

BEING known as 1913-1915 Walnut Street.

CONSOLIDATED DESCRIPTION - PREMISES "A" AND "B"

BEGINNING AT A POINT ON THE NORTHERLY TITLE LINE OF WALNUT STREET (A.K.A. L R 67319, VARIABLE WIDTH RIGHT-OF-WAY), SAID POINT BEING LOCATED NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 146.00 FEET FROM A POINT FORMED BY THE INTERSECTION OF THE NORTHERLY DEED LINE OF WALNUT STREET, WITH THE WESTERLY STREET LINE OF 19TH STREET (50 FOOT WIDE RIGHT-OF-WAY) AND FROM SAID BEGINNING POINT, RUNNING THENCE;

1. ALONG THE NORTHERLY DEED LINE OF WALNUT STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 102.000 FEET TO A POINT, THENCE;
2. LEAVING THE NORTHERLY DEED LINE OF WALNUT STREET AND RUNNING ALONG THE DIVIDING LINE BETWEEN LOT 272 AND LOT 31, LANDS NOW OR FORMERLY AS THEOSOPHY CO., NORTH 11 DEGREES 20 MINUTES 00 SECONDS EAST, A DISTANCE OF 140.00 FEET TO A POINT ON THE SOUTHERLY STREET LINE OF MORAVIAN STREET (F.K.A. PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;
3. ALONG THE SOUTHERLY STREET LINE OF MORAVIAN STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 102.00 FEET TO A POINT, THENCE;
4. LEAVING THE SOUTHERLY STREET LINE OF MORAVIAN STREET, AND RUNNING ALONG THE DIVIDING LINE BETWEEN LOT 105 AND LOT 135, LANDS NOW OR FORMERLY RITTENHOUSE PLAZAING, SOUTH 11 DEGREES 20 MINUTES 00 SECONDS WEST, A DISTANCE OF 140.00 FEET TO THE POINT AND PLACE OF BEGINNING.

RECORD DESCRIPTION - PREMISES "C"

Tract No. 1



**OWNER'S POLICY
SCHEDULE A
(continued)**

ALL THAT CERTAIN lot or piece of ground with the buildings and improvements thereon erected, SITUATE on the Southeast corner of 20th Street and Sansom Street in the 8th Ward of the City of Philadelphia.

CONTAINING in front or breadth on the said side of Sansom Street one hundred forty four feet and extending in length or depth Southward eighty feet to the North side of Moravian Street.

Tract No. 2

ALL THAT CERTAIN lot or piece of ground with the buildings and improvements thereon erected, SITUATE on the South side of Sansom Street in the 8th Ward of the City of Philadelphia.

BEGINNING at a point on the South side of Sansom Street at the distance of two hundred twenty feet Westwardly from the West side of 19th Street; thence extending Southwestwardly on a line parallel with said 19th Street eighty feet to the North side of Moravian Street; thence extending Westwardly along the North side of Moravian Street thirty one feet ten and one half inches to a point; thence extending Northwardly eighty feet to a point along the South side of Sansom Street; and thence extending Eastwardly on the South side of Sansom Street thirty two feet five and one half inches to the first mentioned point and place of beginning.

PREMISES "C" IS ALSO DESCRIBED BY THE SURVEYED DESCRIPTION AS

BEGINNING AT A POINT FORMED BY THE INTERSECTION OF THE SOUTHERLY STREET LINE OF SANSOM STREET (FKA GEORGE STREET, 40 FOOT WIDE RIGHT- OF-WAY), WITH THE EASTERLY STREET LINE OF 20TH STREET (50 FOOT WIDE RIGHT-OF-WAY) AND FROM SAID BEGINNING POINT RUNNING THENCE;

1. ALONG THE SOUTHERLY STREET LINE OF SANSOM STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 176.00 FEET TO A POINT, THENCE;
2. LEAVING THE SOUTHERLY STREET LINE OF SANSOM STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 149 AND LOT 64, SOUTH 11 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 80.00 FEET, TO A POINT ON THE NORTHERLY STREET LINE OF MORAVIAN STREET (F.K.A. PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;
3. ALONG THE NORTHERLY STREET LINE OF MORAVIAN STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 176.47 FEET TO A POINT ON THE EASTERLY STREET LINE OF 20TH STREET, THENCE;
4. ALONG THE EASTERLY STREET LINE OF 20TH STREET, NORTH 11 DEGREES 20 MINUTES 00 SECONDS EAST, A DISTANCE OF 80.00 FEET TO THE POINT AND PLACE OF BEGINNING.

BEING Lots 140 and 149

BEING known as Nos. 125-129 South 20th Street, also known as 1922-24 Sansom Street.

PREMISES "D"



**OWNER'S POLICY
SCHEDULE A
(continued)**

ALL THAT CERTAIN parcel or tract of land SITUATED in the County of Philadelphia, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING AT A POINT ON THE SOUTHERLY STREET LINE OF SANSOM STREET (F.K.A. GEORGE STREET, 40 FOOT WIDE RIGHT-OF-WAY), SAID POINT BEING LOCATED SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 260.50 FEET FROM A POINT FORMED BY THE INTERSECTION OF THE SOUTHERLY STREET LINE OF SANSOM STREET WITH THE EASTERLY STREET LINE OF 20TH STREET (50 FOOT WIDE RIGHT-OF-WAY), AND FROM SAID BEGINNING POINT RUNNING THENCE;

1. ALONG THE SOUTHERLY STREET LINE OF SANSOM STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 17.00 FEET TO A POINT, THENCE;
2. LEAVING THE SOUTHERLY STREET LINE OF SANSOM STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 74 AND LOT 68, SOUTH 11 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 80.00 FEET TO A POINT ON THE NORTHERLY STREET LINE OF MORAVIAN STREET, (F.K.A. PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;
3. ALONG THE NORTHERLY STREET LINE OF MORAVIAN STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 17.00 FEET TO A POINT, THENCE;
4. LEAVING THE NORTHERLY STREET LINE OF MORAVIAN STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 74 AND LOT 144, NORTH 11 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 80.00 FEET TO THE POINT AND PLACE OF BEGINNING.

BEING Lot 74.

BEING known as 1904 Sansom Street.

PREMISES "E"

ALL THAT CERTAIN parcel or tract of land SITUATED in the County of Philadelphia, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING AT A POINT ON THE SOUTHERLY STREET LINE OF SANSOM STREET (F.K.A. GEORGE STREET, 40 FOOT WIDE RIGHT-OF-WAY), SAID POINT BEING LOCATED SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 208.00 FEET FROM A POINT FORMED BY THE INTERSECTION OF THE SOUTHERLY STREET LINE OF SANSOM STREET WITH THE EASTERLY STREET LINE OF 20TH STREET (50 FOOT WIDE RIGHT-OF-WAY), AND FROM SAID BEGINNING POINT RUNNING THENCE;

1. ALONG THE SOUTHERLY STREET LINE OF SANSOM STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 52.50 FEET TO A POINT, THENCE;



**OWNER'S POLICY
SCHEDULE A
(continued)**

2. LEAVING THE SOUTHERLY STREET LINE OF SANSOM STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 74 AND LOT 144, SOUTH 11 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 80.00 FEET TO A POINT ON THE NORTHERLY STREET LINE OF MORAVIAN STREET, (F.K.A. PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;
3. ALONG THE NORTHERLY STREET LINE OF MORAVIAN STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 52.50 FEET TO A POINT, THENCE;
4. LEAVING THE NORTHERLY STREET LINE OF MORAVIAN STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 42 AND LOT 144, NORTH 11 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 80.00 FEET TO THE POINT AND PLACE OF BEGINNING.

BEING Lot 144.

BEING known as 1906-1916 Sansom Street.

PREMISES "F"

ALL THAT CERTAIN parcel or tract of land SITUATED in the County of Philadelphia, Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING AT A POINT ON THE SOUTHERLY STREET LINE OF SANSOM STREET (F.K.A. GEORGE STREET, 40 FOOT WIDE RIGHT-OF-WAY), SAID POINT BEING LOCATED SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 176.00 FEET FROM A POINT FORMED BY THE INTERSECTION OF THE SOUTHERLY STREET LINE OF SANSOM STREET WITH THE EASTERLY STREET LINE OF 20TH STREET (50 FOOT WIDE RIGHT-OF-WAY), AND FROM SAID BEGINNING POINT.

1. ALONG THE SOUTHERLY STREET LINE OF SANSOM STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 32.00 FEET TO A POINT, THENCE;
2. LEAVING THE SOUTHERLY STREET LINE OF SANSOM STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 42 AND LOT 144, SOUTH 11 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 80.00 FEET TO A POINT ON THE NORTHERLY STREET LINE OF MORAVIAN STREET, (F.K.A. PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;
3. ALONG THE NORTHERLY STREET LINE OF MORAVIAN STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 32.00 FEET TO A POINT, THENCE;
4. LEAVING THE NORTHERLY STREET LINE OF MORAVIAN STREET AND RUNNING ALONG THE COMMON DIVIDING LINE BETWEEN LOT 64 AND LOT 149, NORTH 11 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 80.00 FEET, TO THE POINT AND PLACE OF BEGINNING.

BEING Lot 64 and 42.

BEING known as 1918-1920 Sansom Street.

CONSOLIDATED DESCRIPTION - PREMISES "C", "D", "E" AND "F"



**OWNER'S POLICY
SCHEDULE A**
(continued)

BEGINNING AT A POINT FORMED BY THE INTERSECTION OF THE SOUTHERLY STREET LINE OF SANSOM STREET (F.K.A. GEORGE STREET, 40 FOOT WIDE RIGHT-OF-WAY) WITH THE EASTERLY STREET LINE OF 20TH STREET (50 FOOT WIDE RIGHT-OF-WAY), AND FROM SAID BEGINNING POINT RUNNING THENCE;

1. ALONG THE SOUTHERLY STREET LINE OF SANSOM STREET, SOUTH 79 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 277.500 FEET, TO A POINT THENCE;
2. LEAVING THE SOUTHERLY STREET LINE OF SANSOM STREET AND RUNNING ALONG THE DIVIDING LINE BETWEEN LOT 74 AND LOT 68 LANDS NOW OR FORMERLY SOPHY CURSON, INC., SOUTH 11 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 80.000 FEET TO A POINT ON THE NORTHERLY STREET LINE OF MORAVIAN STREET (F.K.A. PORCELAIN STREET, 15 FOOT WIDE RIGHT-OF-WAY), THENCE;
3. ALONG THE NORTHERLY STREET LINE OF MORAVIAN STREET, NORTH 79 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 277.965 FEET, TO A POINT ON THE EASTERLY STREET LINE OF 20TH STREET, THENCE;
4. ALONG THE EASTERLY STREET LINE OF 20TH STREET, NORTH 11 DEGREES 20 MINUTES 00 SECONDS EAST, A DISTANCE OF 80.000 FEET TO THE POINT AND PLACE OF BEGINNING.

Being as to Premises A, the same premises which United Artists Realty Company, a Delaware corporation by Deed dated 10/29/1997 and recorded 12/10/1997 in Philadelphia County in Deed Book JTD 487 Page 217 conveyed unto The Philadelphia Parking Authority, in fee.

Being as to Premises B, the same premises which Dennis H. Hummel aka Dennis Hummel and Joan H. Hummel aka Joan Hummel, husband and wife by Deed dated 10/30/1997 and recorded 12/10/1997 in Philadelphia County in Deed Book JTD 487 Page 221 conveyed unto The Philadelphia Parking Authority, in fee.

Being as to Premises C, the same premises which Harry Cohen, Ruth Cohen, Gary Cohen and Bruce Cohen by Deed dated 9/22/1998 and recorded 9/30/1998 in Philadelphia County in Deed Book JTD 807 Page 528 conveyed unto The Philadelphia Parking Authority, in fee.

Being as to Premises D, the same premises which Donald T. Caparro by Deed dated 10/30/1997 and recorded 12/10/1997 in Philadelphia County in Deed Book JTD 487 Page 225 conveyed unto The Philadelphia Parking Authority, in fee.

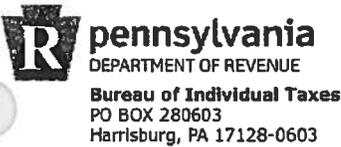
Being as to Premises E, the same premises which Brian Barrabee and Polly Barrabee by Deed dated 10/30/1997 and recorded 12/10/1997 in Philadelphia County in Deed Book JTD 487 Page 229 conveyed unto The Philadelphia Parking Authority, in fee.



Policy No. C69-0002535
File No. PACLT07-1842DM

**OWNER'S POLICY
SCHEDULE A**
(continued)

Being as to Premises F, the same premises which Sansom Street Properties, a Pennsylvania limited partnership by Déed dated 10/30/1997 and recorded 12/10/1997 in Philadelphia County in Deed Book JTD 487 Page 233 conveyed unto The Philadelphia Parking Authority, in fee.



**REALTY TRANSFER TAX
STATEMENT OF VALUE**

See reverse for instructions.

RECORDER'S USE ONLY

State Tax Paid
Book Number
Page Number
Date Recorded

Complete each section and file in duplicate with Recorder of Deeds when (1) the full value/consideration is not set forth in the deed, (2) the deed is without consideration or by gift, or (3) a tax exemption is claimed. If more space is needed, please attach additional sheets. A Statement of Value (SOV) is not required if the transfer is wholly exempt from tax based on family relationship or public utility easement. However, it is recommended that a SOV accompany all documents filed for recording.

A. CORRESPONDENT - All inquiries may be directed to the following person:

Name Thomas R. Eshelman, Esq. c/o Ballard Spahr LLP		Telephone Number: (215) 864-8710	
Mailing Address 1735 Market Street	City Philadelphia	State PA	ZIP Code 19103

B. TRANSFER DATA

Date of Acceptance of Document 2 / 17 / 2015			
Grantor(s)/Lessor(s) Walnut Rittenhouse Associates, L.P.	Telephone Number: 516-681-7400	Grantee(s)/Lessee(s) 1911 Walnut, LLC	Telephone Number: 215-864-8710
Mailing Address 575 Jericho Turnpike, Suite 210		Mailing Address 1735 Market Street	
City Jericho	State NY	ZIP Code 11753	City Philadelphia
			State PA
			ZIP Code 19103

C. REAL ESTATE LOCATION

Street Address 1907-15 Walnut Street, 1904-40 Sansom Street		City, Township, Borough Philadelphia City	
County Philadelphia	School District Philadelphia	Tax Parcel Number 88-2-2461-05 & 88-2-0673-30	

D. VALUATION DATA

Was transaction part of an assignment or relocation? <input type="checkbox"/> Y <input checked="" type="checkbox"/> N		
1. Actual Cash Consideration \$30,000,000.00	2. Other Consideration + \$10,000,000.00	3. Total Consideration = \$40,000,000.00
4. County Assessed Value \$4,284,000.00/1907-15 Walnut \$6,300,000.00/1904-40 Sansom	5. Common Level Ratio Factor X 1.00	6. Fair Market Value = \$10,584,000.00

E. EXEMPTION DATA - Refer to instructions for exemption status.

1a. Amount of Exemption Claimed \$ 0	1b. Percentage of Grantor's Interest in Real Estate 100 %	1c. Percentage of Grantor's Interest Conveyed 100 %
--	---	---

2. Check Appropriate Box Below for Exemption Claimed.

- Will or intestate succession. _____
(Name of Decedent) (Estate File Number)
- Transfer to a trust. (Attach complete copy of trust agreement identifying all beneficiaries.)
- Transfer from a trust. Date of transfer into the trust _____
If trust was amended attach a copy of original and amended trust.
- Transfer between principal and agent/straw party. (Attach complete copy of agency/straw party agreement.)
- Transfers to the commonwealth, the U.S. and instrumentalities by gift, dedication, condemnation or in lieu of condemnation. (If condemnation or in lieu of condemnation, attach copy of resolution.)
- Transfer from mortgagor to a holder of a mortgage in default. (Attach copy of mortgage and note/assignment.)
- Corrective or confirmatory deed. (Attach complete copy of the deed to be corrected or confirmed.)
- Statutory corporate consolidation, merger or division. (Attach copy of articles.)
- Other (Please explain exemption claimed.) _____

Under penalties of law, I declare that I have examined this statement, including accompanying information, and to the best of my knowledge and belief, it is true, correct and complete.

Signature of Correspondent or Responsible Party <i>Emano J. Alro</i>	Date 2/17/2015
---	--------------------------

FAILURE TO COMPLETE THIS FORM PROPERLY OR ATTACH REQUESTED DOCUMENTATION MAY RESULT IN THE RECORDER'S REFUSAL TO RECORD THE DEED.

BOOK NO. PAGE NO.

PHILADELPHIA REAL ESTATE TRANSFER TAX CERTIFICATION

DATE RECORDED

CITY TAX PAID

Complete each section and file in duplicate with Recorder of Deeds when (1) the full consideration/value is/is not set forth in the deed, (2) when the deed is with consideration, or by gift, or (3) a tax exemption is claimed. If more space is needed, attach additional sheet(s).

A. CORRESPONDENT — All inquiries may be directed to the following person:

NAME Thomas R. Eshelman, Esq. c/o Ballard Spaxe LLP		TELEPHONE NUMBER:	
STREET ADDRESS 1735 Market Street		AREA CODE (215) 864-8710	
CITY Philadelphia	STATE PA	ZIP CODE 19103	

B. TRANSFER DATA		DATE OF ACCEPTANCE OF DOCUMENT: 2/17/ 2015	
GRANTOR(S)/LESSOR(S) Walnut Rittenhouse Associates, L.P.		GRANTEE(S)/LESSEE(S) 1911 Walnut, LLC	
STREET ADDRESS 575 Jerricho Turnpike, Suite 210		STREET ADDRESS 1735 Maket Street	
CITY Jericho	STATE NY	ZIP CODE 11753	CITY Philadelphia
			STATE PA
			ZIP CODE 19103

C. PROPERTY LOCATION		
STREET ADDRESS 1907-15 Walnut Street, 1904-40 Sansom Street		CITY, TOWNSHIP, BOROUGH Philadelphia City
COUNTY Philadelphia	SCHOOL DISTRICT Philadelphia	TAX PARCEL NUMBER 88-2-2461-05 & 88-2-0673-30

D. VALUATION DATA		
1. ACTUAL CASH CONSIDERATION \$30,000,000.00	2. OTHER CONSIDERATION + \$10,000,000.00	3. TOTAL CONSIDERATION = \$40,000,000.00
4. COUNTY ASSESSED VALUE \$4,284,000.00 1907-15 Walnut \$6,300,000.00 1904-40 Sansom	5. COMMON LEVEL RATIO FACTOR X 1.00	6. FAIR MARKET VALUE = \$10,584,000.00

E. EXEMPTION DATA	
1A. AMOUNT OF EXEMPTION 0	1B. PERCENTAGE OF INTEREST CONVEYED 100%

2. Check Appropriate Box Below for Exemption Claimed

Will or Intestate succession _____
(NAME OF DECEDENT) (ESTATE FILE NUMBER)

Transfer to Industrial Development Agency.

Transfer to agent or straw party. (Attach copy of agency/straw party agreement).

Transfer between principal and agent. (Attach copy of agency/straw trust agreement). Tax paid prior deed \$ _____.

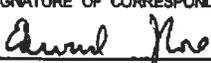
Transfers to the Commonwealth, the United States, and Instrumentalities by gift, dedication, condemnation or in lieu of condemnation. (Attach copy of resolution).

Transfer from mortgagor to a holder of a mortgage in default. Mortgage Book Number _____, Page Number _____.
Mortgagee (grantor) sold property to Mortgagor (grantee) (Attach copy of prior deed).

Corrective deed (Attach copy of the prior deed).

Other (Please explain exemption claimed, if other than listed above.) _____

Under penalties of law or ordinance, I declare that I have examined this Statement, including accompanying information, and to the best of my knowledge and belief, it is true, correct and complete.

SIGNATURE OF CORRESPONDENT OR RESPONSIBLE PARTY 	DATE 2/17 2015
--	--------------------------