

BK1949 P0822

FORSYTH CO. NC 206 FEE: \$ 18.00
PRESENTED & RECORDED: 05/30/1997 2:40PM
DICKIE C. WOOD REGISTER OF DEEDS BY: MONLFU
STATE OF NC REAL ESTATE EXT: \$ 13374.00
axwofu

Excise Tax \$13,374.04

Recording Time, Book and Page

Tax Lot No. _____ Parcel Identifier No. _____
Verified by _____ County on the _____ day of _____, 1997
by _____

Dennis W. McNames Box
Mail after recording to: ~~Laura D. Nemeth, Esq., Berick, Pearlman & Mills Co.,
L.P.A., 1111 Superior Avenue, 1350 Eaton Center, Cleveland, Ohio 44114~~

This instrument was prepared by: Laura D. Nemeth, Esq., Berick, Pearlman & Mills
Co., L.P.A., 1111 Superior Avenue, 1350 Eaton Center, Cleveland, Ohio 44114

Brief description for the Index

NORTH CAROLINA SPECIAL WARRANTY DEED

THIS DEED made this 14th day of May, 1997, by and between

GRANTOR

T&M KERNERSVILLE DEVELOPMENT
COMPANY, L.L.C.,
a North Carolina limited
liability company
West Park I
12655 Olive Boulevard
Suite 200
St. Louis, Missouri 63141

GRANTEE

OTR/MIDLAND REALTY HOLDINGS, LTD.,
an Ohio limited liability company
West Park I
12655 Olive Boulevard
Suite 200
St. Louis, Missouri 63141

Enter in appropriate block for each party: name, address, and, if, appropriate, character
of entity, e.g. corporation or partnership.

The designation Grantor and Grantee as used herein shall include said parties, their
heirs, successors, and assigns and shall include singular, plural, masculine, feminine or
neuter as required by context.

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WITNESSETH, that the Grantor, for a valuable consideration paid by the Grantee, the receipt of which is hereby acknowledged, has and by these presents does grant, bargain, sell and convey unto the Grantee in fee simple, all that certain lot or parcel of land situated in the City of Kernersville, Forsyth County, North Carolina and more particularly described on Exhibit A attached hereto and made a part hereof. The property hereinabove described was acquired by Grantor by instrument recorded in

A map showing the above described property is recorded in Plat Book _____ Page _____
TO HAVE AND TO HOLD the aforesaid lot or parcel of land and all privileges and appurtenances thereto belonging to the Grantee in fee simple.

And the Grantor covenants with the Grantee, that Grantor has done nothing to impair such title as Grantor received, and Grantor will warrant and defend the title against the lawful claims of all persons claiming by, under or through Grantor, except for the exceptions hereinafter stated.

Title to the property hereinabove described is subject to the following exceptions:

As described in Exhibit B attached hereto and made a part hereof, zoning ordinances, if any, and taxes and assessments, general and special, not yet due and payable.

IN WITNESS WHEREOF, the Grantor has hereunto set his hand and seal, or if corporate, has caused this instrument to be signed in the corporate name by its duly authorized officers and its seal to be hereunto affixed by authority of its Board of Directors, the day and year first above written.

T&M KERNERSVILLE DEVELOPMENT COMPANY, L.L.C.,
a North Carolina limited liability company (SEAL)

By: MIDLAND KERNERSVILLE DEVELOPMENT COMPANY,
L.L.C., a North Carolina limited liability
company, its administrative member (SEAL)

By: Lee S. Wiernsly (SEAL)
Its: MANAGING MEMBER

USE BLACK INK ONLY

(SEAL)

(SEAL)

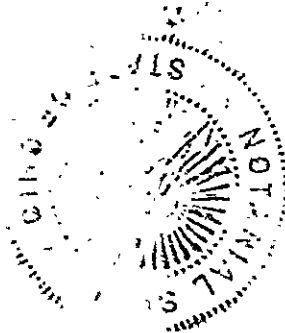
(SEAL)

ATTEST:

Secretary (Corporate Seal)

(SEAL)

SEAL-STAMP



OHIO, CUYAHOGA COUNTY.

I, a Notary Public of the County and State aforesaid, certify that T&M KERNERSVILLE DEVELOPMENT COMPANY, L.L.C., by MIDLAND KERNERSVILLE DEVELOPMENT COMPANY, L.L.C., its administrative member by LEE S. WIERNSLY, its MANAGING MEMBER Grantor, personally appeared before me this day and acknowledged the execution of the foregoing instrument. Witness my hand and official stamp or seal, this 14th day of May, 1997.

TERENCE L. THOMAS, Attorney at Law
Notary Public, State of Ohio
My commission expires: 12-1-1997
Notary Public

USE BLACK INK ONLY

SEAL-STAMP

NORTH CAROLINA, _____ COUNTY.

I, a Notary Public of the County and State aforesaid, certify that

personally came before me this day and acknowledged that _____ he is

Secretary of _____, a North Carolina
corporation, and that by authority duly given and as the act of the
corporation, the foregoing instrument was signed in its name by its

President, sealed with its corporate seal and
attested by _____ as its _____ Secretary. Witness my hand
and official stamp or seal, this _____ day of _____, 19____.

My commission expires: _____

Notary Public

USE BLACK INK

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The foregoing Certificate(s) of Terence L. Thomas NP

is/are certified to be correct. This instrument and this certificate are duly registered at the date and time and in the Book and Page shown on the first page hereof.

DICKIE C. WOOD, REGISTER OF DEEDS REGISTER OF DEEDS FOR FORSYTH COUNTY
By Dickie Wood Deputy/Assistant-Register of Deeds.

KERNERSVILLE MARKETPLACE B 1949 P 0825

EXHIBIT

A

Being all of Lot 1 and 2 as shown on that certain map entitled "Final Plat of Kernersville Shopping Center Century Place Boulevard", dated August 7, 1995, and recorded in Plat Book 38, page 119, Forsyth County and map recorded in Plat Book 39, page 55, and map recorded in Plat Book 39, page 136, Forsyth County Registry.

Together with and including all of the right, title and interest of Grantor in and to the non-exclusive easements appurtenant to any or all of said Lots 1 and 2 created in (1) that certain Declaration of Reciprocal Easements and Restrictions recorded in Book 1868, page 3681, Forsyth County Registry, (2) that certain Deed of Easement recorded in Book 1868, page 3663, Forsyth County Registry, (3) that certain Slope Easement Agreement recorded in Book 1667, page 820, Forsyth County Registry, (4) that certain map recorded in Plat Book 38, pages 119, 120 and 121, Forsyth County Registry, or (5) that certain map recorded in Plat Book 39, page 55, Forsyth County Registry, or (6) that certain map recorded in Plat Book 39, page 136, Forsyth County Registry.

KERNERSVILLE

PERMITTED ENCUMBRANCES

B 1949

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EXHIBIT B

1. Taxes for the year 1997 and thereafter which are not yet due and payable.
2. Restrictions, reservation of easements and conditions contained in instrument recorded in Book 1868, page 3681 and Book 1915, page 2085, Forsyth County Registry.

NOTE: This exception omits any covenant, condition or restriction based on race, color, religion, sex, handicap, familial status or national origin, unless and only to the extent that the restriction is not in violation of state or federal law, or relates to a handicap, but does not discriminate against handicapped people.
3. Terms and conditions of Declaration of Reciprocal Easements and Restrictions recorded in Book 1868, page 3681, Forsyth County Registry. (Affects appurtenant easements appearing in Item No. 4 of Schedule A of the within Policy.)
4. Terms and conditions of Deed of Easement recorded in Book 1868, Page 3663, Forsyth County Registry. (Affects appurtenant easements appearing in Item No. 4 of Schedule A of the within Policy.)
5. Plat recorded in Plat Book 38, Page 119, Forsyth County Registry, reveals the following:
 - a) negative access, slope and utility easements along northern line of Lot 1;
 - b) private Access Easements crossing Lots 1 & 2 and adjoining southern property line of Lot 2;
 - c) sanitary sewer easements (public) crossing eastern portion of Lot 1; and
 - d) sight distance easements at southeastern corner of lot 2.
6. Curb areas appurtenant to parking areas on Lot 1 and Lot 2 extend into right-of-way of Century Place Boulevard dedicated on plat recorded in Plat Book 38, Page 119, Forsyth County Registry.
7. Rights reserved by the Department of Transportation recorded in Book 1725, Page 260, Forsyth County Registry.
8. Easement(s) to Duke Power Company recorded in Book 392, Page 86, Book 617, Page 235, Book 859, Page 24, Book 859 Page 304; Book 478, Page 5; and Book 793, Page 301, Forsyth County Registry.
9. Terms and conditions of Slope Easement Agreement recorded in Book 1667, Page 820, Forsyth County Registry. (Affects appurtenant easements appearing in Item No. 4 of Schedule A of the within policy.)
10. Sanitary Sewer Easements to Town of Kernersville recorded in Book 1820, Page 3111, and Book 1820, Page 3115, Forsyth County Registry.
11. Lease to The Kroger Co., recorded in Book 1868, Page 3696, Forsyth County Registry. Lease Amendment No. 1 recorded April 2, 1997 in Book 1941, Page 193, Forsyth County Registry.

Amendment of Lease to The Kroger Co. dated May 14, 1997, recorded May ____, 1997 in Book ____, Page ____.
12. Rights of tenants as tenants only, under unrecorded leases.
13. Plat recorded in Plat Book 39, page 136, Forsyth County Registry.
14. Deed of Trust and Security Agreement from T & M Kernersville Development Company, L.L.C. to John N. Marinello, Trustee, for the benefit of Teachers Insurance and Annuity Association of America, Beneficiary, dated March 31, 1997, recorded April 2, 1997 at Book 1941, Page 197, Forsyth County Registry.

First Amendment to Deed of Trust and Security Agreement by and between OTR/Midland Realty Holdings, LTD. dated May 23 1997, recorded May 30, 1997 in Book ____, Page ____.
15. UCC Financing Statement in favor of Teachers Insurance and Annuity Association of America recorded April 2, 1997, in Book 1941, Page 319.

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16. Assignment of Lessor's Interest in Leases from T & M Kernersville Development Company, L.L.C. to Teachers Insurance and Annuity Association of America, dated March 31, 1997, and recorded April 2, 1997, in Book 1941, Page 238.
 17. Assignment and Assumption of Loan Documents between T & M Kernersville Development Company, L.L.C. and OTR/Midland Realty Holdings, LTD., dated May ~~23~~ 1997, recorded May 30, 1997, at Deed Book _____, Page _____.
 18. UCC Financing Statement in favor of Teachers Insurance and Annuity Association of America recorded May 30, 1997, in Book 1949 Page 927