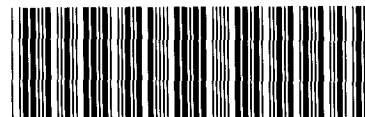


FOR REGISTRATION
 Sharon A. Davis
 REGISTER OF DEEDS
 Durham County, NC
 2016 SEP 01 02:28:57 PM
 BK:8013 PG:69-74
 DEED
 FEE: \$26.00
 EXCISE TAX: \$84,650.00
 INSTRUMENT # 2016030192
 APRILJ



2016030192

Excise Tax: \$ 84,650.00

Prepared by: Blank Rome LLP, 405 Lexington Avenue, New York, NY 10174, Attn: Corey Tarzik, Esq.

When recorded, mail to:

Morris, Manning & Martin, LLP
 1600 Atlanta Financial Center
 3343 Peachtree Road NE
 Atlanta, GA 30326
 Attn: Corey May, Esq.

Parcel # 152982

SPECIAL WARRANTY DEED

For the sum of Ten Dollars (\$10.00) and other valuable considerations received, **AMFP II WATERFORD VILLAGE LLC**, a Delaware limited liability company ("Grantor"), having an address of c/o Abacus Capital Group LLC, 420 Lexington Avenue, Suite 2821, New York, NY 10170, does hereby grant, convey, assign and transfer to **WATERFORD VALLEY NC PARTNERS, LLC**, a Delaware limited liability company ("Grantee"), having an address c/o Cortland Partners, 3424 Peachtree Road NE, Suite 300, Atlanta, Georgia 30326, that certain real property located in the City of Durham, Triangle Township, Durham County, North Carolina and legally described in Exhibit A hereto, together with all buildings, structures, improvements, fixtures, parking areas, swimming pools, tennis courts, recreation facilities and other facilities, if any, located thereon, and all of Grantor's right, title and interest in all wells located thereon and water rights applicable thereto, all rights in and to any land lying in the bed of any street or alley abutting such real property, and all rights, privileges, servitudes, hereditaments and appurtenances thereunto belonging or appertaining (the "Property").

The property hereinabove described was acquired by Grantor by Instrument recorded in Book 7069, Page 443, Instrument No. 2012032497.

The Property herein conveyed does not include the primary residence of Grantor.

A map showing the above described property is recorded in Plat Book 132, Page 157.


This conveyance is made subject to those matters set forth on Exhibit B attached hereto (the "Permitted Exceptions")

Grantor hereby binds itself and its successors to warrant and defend the title against all claims by, through or under Grantor and no other, subject to the Permitted Exceptions.

[Signature and acknowledgement appear on following page.]

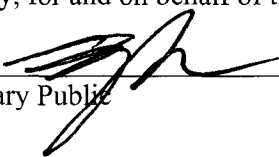
IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 31st day of August, 2016.

AMFP II WATERFORD VILLAGE LLC,
a Delaware limited liability company

By: 
Name: Benjamin L. Friedman
Title: President

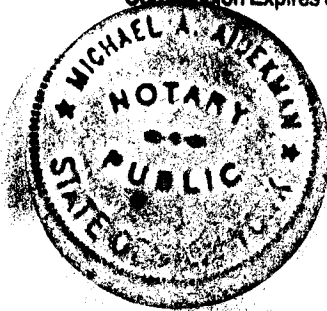
STATE OF New York)
County of New York) ss

The foregoing instrument was acknowledged before me this 31st day of August, 2016, by Benjamin L. Friedman, as President of AMFP II WATERFORD VILLAGE LLC, a Delaware limited liability company, for and on behalf of the limited partnership.


Notary Public

My commission expires:
June 16, 2020

MICHAEL A. AIDEKMAN
Notary Public, State of New York
No. 01A16188907
Qualified in New York County
Commission Expires June 16, 2016 - 2020



[Signature Page to Special Warranty Deed]

Exhibit A

LEGAL DESCRIPTION

PARCEL 1:

Being all of that tract of land located in Triangle Township, Durham County, North Carolina; and bounded by lands owned by and/or in possession of persons as follow: on the north by the southern right-of-way line of interstate 40 (right-of-way varies). on the east by 4512 Emerald Forest, LLC. on the south by Savannah Place Apartments, LLC, Hazel Poe and Ellis Jones, Johnny M. Mullen, and the northern right-of-way line of NC Highway 54, and on the west by Hazel Poe and Ellis Jones, and Thomas E. Maddry and James A. Maddry, and being more particularly described as follows:

Commencing at the N. C. G.S Monument "BARB" (N. C. Grid NAD 83 coordinates N = 785,818.17 feet, E = 2,024,717.66 feet) and runs thence south 69 deg. 54 min. 29 sec. east 1196.42 feet (grid distance) to an iron pipe found, the Point of Beginning, said iron pipe having N. C. Grid NAD 83 coordinates N=785,407.14 feet, E=2,025,841.34 feet; said iron pipe also being the northeastern corner of the Thomas E. Maddry and James A. Maddry property, and being in the southern right-of-way line (right-of-way varies) of interstate 40; thence along the southern right-of-way line (right-of-way varies) of Interstate 40 south 83 deg. 37 min. 12 sec. east 1361.87 feet to an iron pipe found, said iron pipe also being the northwestern property corner of the 4512 Emerald Forest, LLC property; thence leaving the southern right-of-way line of Interstate 40 and running with the western lines of the 4512 Emerald Forest, LLC property the following seven calls: (1) south 39 deg. 21 min. 49 sec. west 254.83 feet to an iron pipe found, (2) south 46 deg. 07 min. 25 sec. east 249.94 feet to an iron pipe found, (3) south 06 deg. 09 min. 59 sec. east 262.05 feet to an iron pipe found, (4) north 75 deg. 50 min. 14 sec. east 238.04 feet to an iron pipe found, (5) south 47 deg. 07 min. 53 sec. east 511.97 feet to an iron pipe found, (6) south 12 deg. 05 min. 03 sec. east 131.07 feet to an iron pipe found, and (7) south 36 deg. 21 min. 34 sec. west 264.34 feet to an iron pipe found, said iron pipe found also being the northeastern property corner of the Savannah Place Apartments, LLC property; thence with the northern and western lines of the Savannah Place Apartments, LLC property the following three calls: (1) north 78 deg. 42 min. 05 sec. west 293.34 feet to an iron pipe found (2) north 88 deg. 42 min. 56 sec. west 339.34 feet to an iron pipe found, and (3) south 01 deg. 42 min. 23 sec. east 439.37 feet to an iron pipe found, said iron pipe being in the new northern right-of-way line(right-of-way varies) of N.C. Highway 54 (Nelson-Chapel Hill Highway); thence with the new northern right-of-way line of N.C Highway 54 the following three calls: (1) with a curve to the

left having an arc length of 42.01 feet, a radius of 1692.46 feet, and a chord bearing and distance of north 71 deg. 00 min. 24 sec. west 42.01 feet to an iron pipe found, (2) north 70 deg. 06 min. 00 sec. west 164.66 feet to an iron pipe set, and (3) north 69 deg. 26 min. 15 sec. west 156.03 feet to an iron pipe found, said iron pipe found being in the eastern property line of Hazel Poe and Ellis Jones property thence leaving the new northern right-of-way line (right-of-way varies) of N.C Highway 54 and running with the eastern lines of the Hazel Poe and Ellis Jones property the following two calls: (1) north 18 deg. 29 min. 25 sec. east 398.33 feet to an iron pipe found, and (2) north 01 deg. 07 min. 33 sec. west 729.53 feet to an iron pipe found, said iron pipe being the northeastern corner of the Hazel Poe and Ellis Jones property; thence running with the northern lines of the Hazel Poe and Ellis Jones property and the Johnny M. Mullen property south 89 deg. 03 min. 43 sec. west 1025.41 feet to an iron pipe found, said iron pipe found also being the northwestern property corner of the Johnny M. Mullen property, the northeastern corner of the Mayday Associates property, and the southeastern corner of the Thomas E. Maddry and James A. Maddry property, thence with the eastern line of the Thomas E. Maddry and James A. Maddry property north 00 deg. 54 min. 56 sec. west 572.50 feet to an iron pipe found, the Point of Beginning.

PARCEL 2:

Together with easement rights arising pursuant to that Nonexclusive Sanitary Sewer Easement recorded in Book 2282, Page 24, Durham County Registry.

Exhibit B

PERMITTED EXCEPTIONS

1. Taxes for the year 2016, which are a lien, but not yet due and payable, and all subsequent years.
2. Easements and the terms and conditions for Sanitary Sewer and Drainage as disclosed by that certain plat recorded in Plat Book 132, Page 157, Durham County Registry as affected by that certain Declaration of Rights and Privileges of the City of Durham in Certain Sanitary Sewer Easements recorded in Book 1510, Page 958, Durham County Registry.
3. Easement to Duke Power Company recorded in Book 2114, Page 681, Durham County.
4. Easement to GTE South Incorporated recorded in Book 2147, Page 698, Durham County Registry.
5. Easement to Hanover P.H. Limited Partnership, a Texas limited partnership and rights of others therein recorded in Book 2282, Page 24, Durham County Registry.
6. Stormwater Facility Agreement and Covenant Version 082203 by and between Waterford Village Gardens Associates, LLC, a Delaware limited liability company and City of Durham, a North Carolina municipal corporation, recorded in Book 5017, Page 870 and affected in Book 7097, Page 979, Durham County Registry.
7. Unrecorded Service and Marketing Agreement dated May 1, 2016 and the terms, conditions and easements contained therein by and between AMFP II Waterford Village LLC, Owner and the Time Warner Cable Enterprises LLC, Operator.
8. Easement to General Telephone Company of the Southeast, a Virginia corporation recorded in Book 1225, Page 941, Durham County Registry.
9. Rights of parties in possession as tenants only, under unrecorded leases(s) or rental agreement(s).