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2003199839

This Deed Prepared By ~~and After Recording Return To:~~

Tax Parcel Identification (Folio) Numbers:
123110008; 123110013; 124030002

Debevoise & Plimpton
919 Third Avenue
New York, NY 10022
Attn: Matthew T. Golden

AFTER RECORDING RETURN TO:
Rhonda Obaugh
Fidelity National Title
1900 West Loop South, #650
Houston, Texas 77027

RECORDED IN OFFICIAL RECORDS
INSTRUMENT # 2003199839 21 PGS
2003 OCT 01 04:12 PM
KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FLORIDA
CBETHEL Receipt#382157
Doc Stamp-Deed: 539,000.0

SPECIAL WARRANTY DEED

STATE OF FLORIDA §
 § KNOW ALL PERSONS BY THESE PRESENTS:
COUNTY OF SARASOTA §

THAT COYOTE SARASOTA MALL, L.L.C., a Delaware limited liability company (herein referred to as "Grantor"), whose mailing address is 16475 Dallas Parkway, Suite 250, Addison, Texas 75001, for and in consideration of the sum of Ten and No/100ths Dollars (\$10.00), and other good and valuable consideration, in hand paid to Grantor by Sarasota Shoppingtown LLC, a Delaware limited liability company (herein referred to as "Grantee"), whose mailing address is c/o Westfield Corporation, Inc., 11601 Wilshire Blvd., 12th Floor, Los Angeles, California 90025, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and does hereby GRANT, BARGAIN, SELL and CONVEY unto Grantee that certain tract of real property located in Sarasota County, Florida,

BEING, the same property conveyed to Grantor by that certain deed dated November 30, 2000, from Sarasota Mall Limited Partnership, L.L.C., a Delaware limited liability company, as grantor to Grantor, as grantee, said deed being recorded as instrument number 2000153489 of the Sarasota County Clerk's records at 11:53 a.m. on December 5, 2000.

AND BEING more particularly described on Exhibit "A" attached hereto and made a part hereof for all purposes (the "Land"), together with all and singular the rights and appurtenances pertaining to such land, including any right, title and interest of Grantor in and to adjacent streets, alleys, easements or rights-of-way and all of Grantor's rights, privileges and easements appurtenant to or used in connection with the Land and/or any of the buildings, parking areas, utility facilities, structures and other improvements on the Land, including, without limitation, all minerals, oil, gas and other hydrocarbon substances, all development rights, air rights, water, water rights and water stock relating to the Land, and all strips and gores.

This Special Warranty Deed and the conveyance hereinabove set forth is executed by Grantor and accepted by Grantee subject to the matters described in Exhibit "B" attached hereto and incorporated herein by this reference, to the extent the same are validly existing and applicable to the Property (hereinafter referred to collectively as the "Permitted Exceptions").

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging, unto Grantee, its successors and assigns forever,

Return to:
✓ Fidelity National Title Insurance Co. 1
5810 W. Cypress Street, Suite E
Tampa, FL 33607
File No. 1401795

subject to the matters herein stated; and Grantor does hereby bind itself and its successors and assigns to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise, subject to the Permitted Exceptions.

EXECUTED to be effective as of the 29 day of September 2003.

GRANTOR:

COYOTE SARASOTA MALL, L.L.C.,
a Delaware limited liability company

WITNESSES:

[Signature]

[Signature]

By: Coyote Sarasota Investors, L.L.C.,
a Delaware limited liability company,
its Managing Member

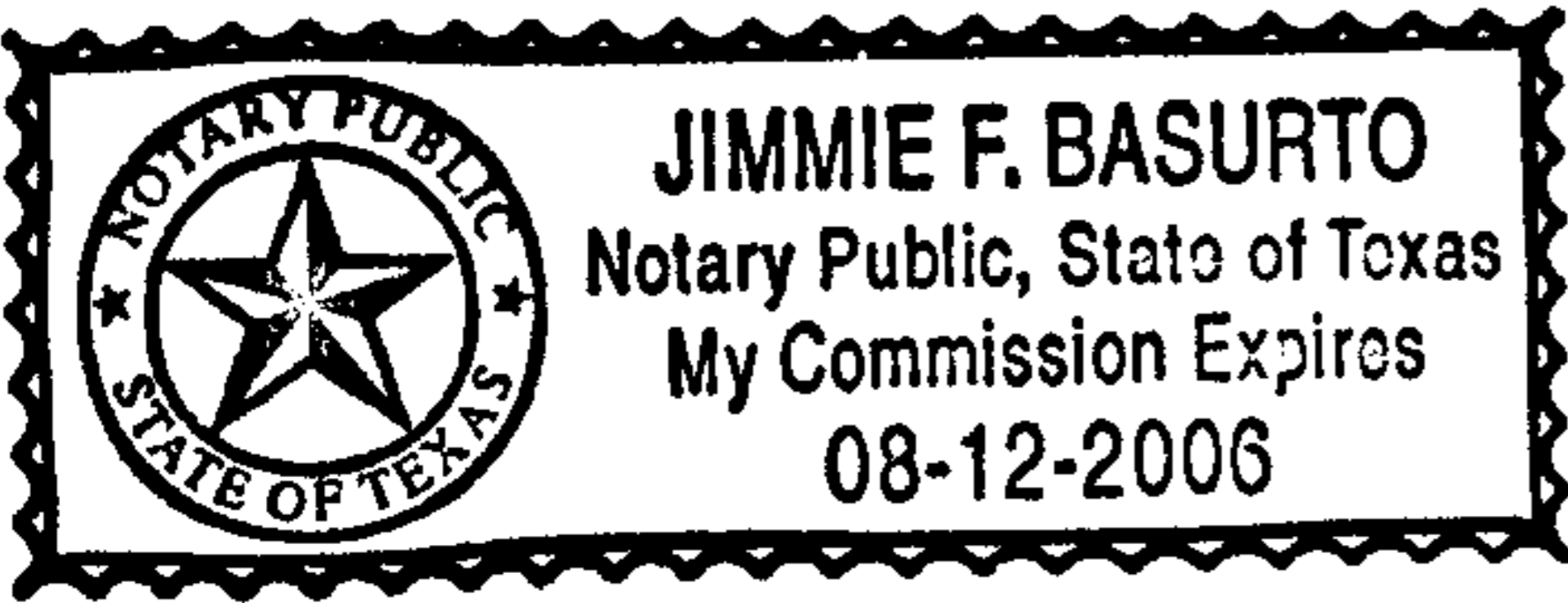
By: Michael E. Rulli
Michael E. Rulli,
Chief Executive Officer

STATE OF Texas §
COUNTY OF Collin §

This instrument was acknowledged before me on the 25th day of September, 2003, by Michael E. Rulli, Chief Executive Officer of Coyote Sarasota Investors, L.L.C., a Delaware limited liability company, Managing Member of Coyote Sarasota Mall, L.L.C., a Delaware limited liability company.

My commission expires:

Jimmie F. Basurto
Notary Public



Printed/Typed Name of Notary

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Exhibit "A"

Property Description

LEGAL DESCRIPTION

PARCEL 1

A tract of land located in Section 27, Township 37 South, Range 18 East, Sarasota County, Florida, being those parcels previously recorded in O.R. Book 1117, Pages 1080 and 1081, O.R. Book 2172, Page 40, O.R. Book 1412, Page 297 and O.R. Book 1288, Page 1465 combined, less and except parcels A, B and C previously recorded in O.R. Book 1118, Pages 881 and 882, and Additional right-of-way of Sarasota Square Boulevard as recorded in O.R. Book 1989, Page 2280 all of the Public Records of Sarasota County, Florida, said parcel being more particularly described as follows:

Commence at the Northwest corner of the South 1/2 of the Northwest 1/4 of said Section 27; thence N.89°29'29"E., along the Northerly line of said South 1/2 of the Northwest 1/4 a distance of 2678.70 feet to the Northeast corner of said South 1/2 of the Northwest 1/4; thence S.00°11'21"E., along the Easterly line of said Northwest 1/4 a distance of 20.00 feet to the POINT OF BEGINNING; thence CONTINUE S.00°11'21"E. along said Easterly line a distance of 1326.86 feet to the Center of said Section 27; thence S.89°41'13"W., along the Southerly line of the Northwest 1/4 of said Section 27 a distance of 847.74 feet to the Northeast corner of the parcel recorded in O.R. Book 2172, Page 40, Public Records of Sarasota County, Florida; (the following two calls are along the boundary of said parcel); thence S.00°09'26"E. a distance of 254.00 feet; thence S.89°41'13"W a distance of 483.00 feet to the Southwest corner of said parcel and a point on the boundary of the parcel recorded in O.R. Book 1117, Page 1080 and 1081 of aforementioned Public Records; thence S.00°09'26"E. along said boundary a distance of 464.42 feet to the Northeast corner of the parcel recorded in O.R. Book 1412, Page 297 of said Public Records (the following four calls are along the boundary of said parcel); thence S.00°09'26"E. a distance of 80.00 feet; thence S.89°29'29"W. a distance of 258.39 feet to the P.C. of a curve to the left having a central angle of 26°56'23" and a radius of 377.50 feet; thence Southwesterly along the arc of said curve a distance of 177.50 feet; thence S.62°33'06"W. a distance of 51.40 feet to the right-of-way of U.S. Highway 41 at a point on a curve to the left the center of which lies S.63°21'51"W. a radial distance of 2967.66 feet; (the following four calls are along said right-of-way); thence Northwesterly along the arc of said curve, passing through a central angle of 12°10'07" a distance of 630.29 feet; thence S.51°11'44"W. along a radial line a distance of 10.00 feet to a point on a curve to the left the center of which lies S.51°11'44"W. a radial distance of 2957.66 feet; thence Northwesterly along the arc of said curve, passing through a central angle of 05°54'42" a distance of 305.17 feet; thence N.44°42'58"W. a distance of 382.10 feet to Easterly right-of-way of Beneva Road; thence N.00°00'02"W along said right-of-way (being 60 feet East of and

Exhibit A

parallel with the Westerly line of the Northwest 1/4 of aforementioned Section 27) a distance of 344.55 feet to the Southerly line of the parcel recorded in O.R. Book 1155, Page 23; (the following three courses are along said parcel); thence N.89°29'29"E a distance of 188.72 feet; thence N.00°00'02"W. a distance of 208.71 feet; thence S.89°29'29"W. a distance of 188.72 feet to the aforementioned right-of-way of Beneva Road; thence N.00°00'02"W. along said right-of-way a distance of 90.00 feet to the Southerly line of the parcel recorded in O.R. Book 1100, Pages 690 through 692; (the following three courses are along said parcel); thence N.89°29'29"E. a distance of 188.72 feet; thence N.00°00'02"W. a distance of 417.42 feet; thence S.89°29'29"W. a distance of 188.72 feet to the aforementioned Easterly right of way of Beneva Road; thence N.00°00'02"W. along said right-of-way a distance of 4.74 feet to the Southerly right-of-way of Sarasota Square Boulevard as recorded in O.R. Book 1989, Page 2280 and the P.C. of a curve to the right having a central angle of 89°29'32" and a radius of 25.00 feet; (the following 22 courses are along said right-of-way of Sarasota Square Boulevard); thence Northeasterly along the arc of said curve a distance of 39.00 feet; thence N.89°29'29"E. a distance of 55.57 feet to the P.C. of a curve to the left having a central angle of 07°22'28" and a radius of 640.00 feet; thence Easterly along the arc of said curve a distance of 82.37 feet; thence S.45°30'31"E. a distance of 31.02 feet; thence N.89°29'29"E. a distance of 63.00 feet; thence N.00°30'31"W. a distance of 21.62 feet; thence N.44°29'29"E. a distance of 34.37 feet to a point on the arc of a curve to the left the center of which lies N.17°54'29"W. a radial distance of 640.00'; thence Northeasterly along the arc of said curve passing through a central angle of 01°37'07" a distance of 18.08 feet to the P.R.C. of a curve to the right having a central angle of 19°01'05" and a radius of 560.00 feet; thence Easterly along the arc of said curve a distance of 185.88 feet; thence N.89°29'29"E. a distance of 218.04 feet; thence S.45°30'31"E. a distance of 28.47 feet; thence N.89°34'32"E. a distance of 66.63 feet; thence N.44°29'29"E. a distance of 28.61 feet; thence N.89°29'29"E. a distance of 777.69 feet; thence S.45°30'31"E. a distance of 30.31 feet; thence N.89°34'32"E. a distance of 55.05 feet; thence N.44°29'29"E. a distance of 30.43 feet; thence N.89°29'29"E. a distance of 292.00 feet; thence S.45°30'31"E. a distance of 31.11 feet; thence N.89°29'29"E. a distance of 50.00 feet; thence N.44°29'29"E. a distance of 31.11 feet; thence N.89°29'29"E. a distance of 561.25 feet to the POINT OF BEGINNING.

LESS AND EXCEPT THE FOLLOWING FOUR PARCELS
WHICH LIE WITHIN THE ENTIRE PREMISES.

BURDINES OUTPARCEL
f/k/a MAAS BROTHERS OUTPARCEL
f/k/a ALSTORES OUT PARCEL
OFFICIAL RECORD BOOK 1117, PAGE 972

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21 PGS

Exhibit A

Commence at the capped iron pipe at the Southeast corner of the South 1/2 of the Northwest 1/4 of Section 27, Township 37 South, Range 18 East, Sarasota County, Florida; thence S89°41'13"W along the South line of said South 1/2 of the Northwest 1/4 a distance of 1330.74 feet to a concrete monument set; thence North 77.36 feet; thence West 629.31 feet; thence North 84 feet for a POINT OF BEGINNING; thence continue North 95.50 feet; thence East 57 feet; thence North 536.50 feet. thence N26°00'12"E, 18.25 feet; thence North 188.10 feet; thence West 389 feet; thence S25°46'10"W, 32.20 feet; thence West 108 feet; thence South 483 feet; thence S13°05'31"W, 286.96 feet; thence S5°04'47"E, 45.18 feet; thence East 507 feet to the POINT OF BEGINNING.

J.C. PENNEY OUT PARCEL
OFFICIAL RECORD BOOK 1117, PAGE 974

Commence at the capped iron pipe at the Southeast corner of the South 1/2 of the Northwest 1/4 of Section 27, Township 37 South, Range 18 East, Sarasota County, Florida; thence S89°41'13"W along the South line of said South 1/2 of the Northwest 1/4 a distance of 1330.74 feet to a concrete monument set; thence North 77.36 feet; thence West 117.31 feet for a POINT OF BEGINNING; thence continue West 512 feet; thence South 30 feet; thence West 369 feet; thence S30°45'46"W, 48.88 feet; thence S44°54'10"E, 416.49 feet; thence S23°44'58"E, 163.88 feet; thence S50°18'52"E, 61.07 feet; thence S61°32'12"E, 310.54 feet; thence East 127.00 feet; thence South 93.71 feet; thence N89°29'29"E, 218.28 feet to a concrete monument set; thence N0°09'26"W, 378.77 feet; thence West 55 feet; thence North 82 feet; thence N16°40'15"E, 38.62 feet; thence North 260.64 feet; thence West 74.31 feet; thence North 37.36 feet to the POINT OF BEGINNING.

DILLARD'S OUTPARCEL
f/k/a PARISIAN OUT PARCEL
OFFICIAL RECORD BOOK 2124, PAGE 1525

A tract of land in the South one-half of the Northwest 1/4 of Section 27, Township 37 South, Range 18 East, Sarasota County, Florida described as follows:

Commence at the Northwest corner of the South one half of the Northwest 1/4 of said Section 27; thence N89°29'29"E along the Northerly line of said South one half of the Northwest 1/4 of Section 27, a distance of 1760.88 feet; thence S00°01'03"E a distance of 597.34 feet to the POINT OF BEGINNING; thence continue S00°01'03"E a distance of 481.99 feet; thence N89°58'57"E a distance of 605.32 feet; thence N00°01'03"W a distance of 481.99 feet; thence S89°58'57"W a distance of 605.32 feet to the POINT OF BEGINNING.

Exhibit A

INSTRUMENT # 2003199839

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SEARS OUT PARCEL
OFFICIAL RECORD BOOK 1310, PAGE 1652

Commence at the Northwest corner of the South 1/2 of the Northwest 1/4 of Section 27, Township 37 South, Range 18 East, Sarasota County, Florida; thence N89°29'29"E along the North line of said South 1/2 of Northwest 1/4 a distance of 40.00 feet to a concrete monument at the Easterly right-of-way line of Beneva Road; thence continue N89°29'29"E along said North line a distance of 391.02 feet; thence S00°00'02"E a distance of 39.65 feet to the POINT OF BEGINNING; thence N89°34'31"E a distance of 1553.50 feet; thence S00°00'02"E a distance of 498.60 feet; thence S89°59'58"W (0.08 feet Northerly of and parallel with the Northerly edge of the concrete block wall of the existing Sarasota Square Mall) a distance of 1164.45 feet; thence N00°00'02"W a distance of 255.43 feet; thence S89°59'58"W a distance of 421.00 feet; thence N00°00'02"W a distance of 44.50 feet; thence N23°40'12"E a distance of 79.71 feet; thence N00°00'02"W a distance of 114.17 feet to the POINT OF BEGINNING.

Parcel 2

Together with the following three easement parcels:

All right, title and interest in and to that certain easement set forth in the Operating Agreement recorded in O.R. Book 1117, Page 976, Amendment No. 1 in O.R. Book 1118, Page 1324, Term Agreement in O.R. Book 1238, Page 1749, Amendment No. 2 in O.R. Book 1310, Page 1654, Amendment No. 3 in O.R. Book 2124, Page 1527, Assumption and Ratification Agreement in O.R. Book 1310, Page 1687, and Assignment of Operating Agreements in O.R. Book 2353, Page 1221, and assignment of Operating Agreement in O.R. Book 2468, Page 2011, and Assignment and Assumption of REA recorded as O.R. Instrument No. 2000154032, all of the Public Records of Sarasota County, Florida.

Also:

All right, title and interest in and to that certain easement over the Southerly and Easterly portion of the J.C. Penneys Parcel, the Westerly portion of the Burdines parcel (f/k/a Maas Brother, f/k/a Alstores) and over the Easterly and Northerly portion of the Dillards Parcel (f/k/a Parisian parcel) for Ring Road purposes as created and described by the Easement Agreement (Ring Road) recorded in O.R. Book 1117, Page 1104, Amendment in O.R. Book 1310, Page 1671, Amendment No. 2 in O.R. Book 2124, Page 1509, Assumption and Ratification Agreement in O.R. Book 1310, Page 1687, and Assignment and Assumption of REA recorded as O.R. instrument No. 2000154032, all of the Public Records of Sarasota County, Florida.

Also:

All right, title and interest in and to that certain Permanent Roadway Easement recorded in O.R. Book 1937, Page 2693, Public Records of Sarasota County, Florida.

EXHIBIT B

INSTRUMENT # 2003199839

PERMITTED EXCEPTIONS

21 PGS

1. Taxes and assessments for the year 2003 and subsequent years, which are not yet due and payable.
2. Water Main Easement granted to SARASOTA COUNTY UTILITY SYSTEM, recorded in Official Record Book 1907, Pages 37 and 41, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September __, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
3. Easement granted to FLORIDA POWER and LIGHT COMPANY, recorded in Official Record Book 1907, Page 39, of the Public Records of Sarasota County, Florida as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
4. Easement granted to FLORIDA POWER and LIGHT COMPANY, recorded in Official Record Book 1909, Page 412, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
5. Permanent Roadway Easement, recorded in Official Record Book 1937, Page 2693, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
6. Covenants, conditions or restrictions in Uniform Maintenance Agreement between JOHN HENRY WILBANKS and CENTRAL COUNTY UTILITIES, INC., by instrument recorded in Official Record Book 1941, Page 1362, of the Public Records of Sarasota County, Florida.
7. Covenants, conditions or restrictions contained in Uniform Maintenance Agreement for sewer lines and equipment maintenance given to CENTRAL COUNTY UTILITIES, INC., recorded in Official Record Book 1941, Page 1352, of the Public Records of Sarasota County, Florida.
8. Notice of Preliminary Development Agreement for a Development of Regional Impact, dated 8-24-87, recorded in Official Record Book 1970, Page 1158, of the Public Records of Sarasota County, Florida.
9. Notice of the Adoption of Development Order and Subsequent Modification to the

Adopted Development Order by BOARD OF COUNTY COMMISSIONERS OF SARASOTA COUNTY, recorded in Official Record Book 2033, Page 2844, of the Public Records of Sarasota County, Florida. Assignment Agreement regarding Redevelopment Orders recorded in Official Record Book 2468, Page 2023, of the Public Records of Sarasota County, Florida.

10. Permanent Easement for sewer lines and facilities granted to CENTRAL COUNTY UTILITIES, INC., dated 6-7-88, recorded in Official Record Book 2038, Page 2326, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
11. Permanent Easement for lift station, force main and related facilities granted to CENTRAL COUNTY UTILITIES, INC., dated 5-4-89, recorded in Official Record Book 2134, Page 535, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
12. Easement dated 8-1-89 in favor of JOHN HENRY WILBANKS, regarding water treatment system plant as recorded in Official Record Book 2172, Page 42, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
13. Resolution and Development Order of the BOARD OF COUNTY COMMISSIONERS. OF SARASOTA COUNTY, FLORIDA, Development of Regional Impact No. 19, recorded in Official Record Book 1057, Page 847, of the Public Records of Sarasota County, Florida.
14. Electrical Service Easement, recorded in Official Record Book 1151 Page 728, of the Public Records of Sarasota County, Florida, granting to FLORIDA POWER and LIGHT COMPANY for the purpose of installing transformers and underground electrical facilities, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
15. Telephone Service Easement, recorded in Official Record Book 1166, Page 1014, granting to GENERAL TELEPHONE OF FLORIDA, a Florida corporation, for the purpose of installing underground conduits, telephone wire and cables, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
16. Electrical Service Easements granted to FLORIDA POWER and LIGHT COMPANY, recorded in Official Record Book 1368, Page 1847 and Official Record Book 1599, Page 1690, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of

WilsonMiller, Inc.

17. Easement granted to UNITED FIRST FEDERAL SAVINGS AND LOAN ASSOCIATION and SQUARE ASSOCIATES, LIMITED, for access and drainage, recorded in Official Record Book 1842, Page 1320, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
18. Telephone Distribution Easement granted to GENERAL TELEPHONE COMPANY OF FLORIDA, recorded in Official Record Book 1907, Page 26, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
19. Permanent Easement granted to UNITED FIRST FEDERAL SAVINGS AND LOAN ASSOCIATION, recorded in Official Record Book 1907, Page 30, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
20. Permanent Easement for drainage and maintenance of existing lake granted to SARASOTA COUNTY, recorded in Official Record Book 1907, Page 35, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
21. Rights of tenants in possession pursuant to written but unrecorded rental of lease agreements without rights of first refusal or options to purchase insured property under unrecorded leases set forth on Exhibit "B-1."
22. 60-foot wide drainage easement conveyed by JOHN HENRY WILBANKS to the COUNTY OF SARASOTA, recorded in Official Record Book 1118, Page 883, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
23. 60-foot wide drainage easement conveyed by VIRGINIA L. WILBANKS to SARASOTA SQUARE SHOPPING CENTER, a Florida general partnership, composed of ASC OF MARIANNA, INC., a Florida corporation and PROVIDENT LIFE AND ACCIDENT INSURANCE COMPANY, a Tennessee corporation, recorded in Official Record Book 1111, Page 638, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida, a Certificate No. 3924 of WilsonMiller, Inc.
24. Easement granted to FLORIDA POWER and LIGHT COMPANY, recorded in Official Record Book 494, Page 475, of the Public Records of Sarasota County, Florida.

25. Operating Agreement dated 12-1-75 by and between SARASOTA SQUARE SHOPPING CENTER COMPANY, a Florida general partnership, J.C. PENNEY PROPERTIES, INC., a Delaware corporation, J.C. PENNEY COMPANY, INC., a Delaware corporation, ALSTORES REALTY CORPORATION, a Delaware corporation and MAAS BROTHERS, INC., a Florida corporation, recorded in Official Record Book 1117, Page 976, of the Public Records of Sarasota County, Florida, amended by Amendment No. 1 to Operating Agreement, recorded in Official Record Book 1118, Page 1324, of the Public Records of Sarasota County, Florida. Term Agreement recorded in Official Record Book 1238, Page 1749, and Amendment No. 2 to Operating Agreement, recorded in Official Record Book 1310, Page 1654, of the Public Records of Sarasota County, Florida. (adding SEARS, ROEBUCK AND CO. as a party). Amendment No. 3 to Operating Agreement, recorded in Official Record Book 2124, Page 1527, of the Public Records of Sarasota County, Florida. (adding, PARISIAN, INC. as a party). Assumption and Ratification Agreement, dated 4-6-79, recorded in Official Record Book 1310, Page 1687, of the Public Records of Sarasota County, Florida. Assignment of Operating Agreement, recorded in Official Record Book 2353, Page 1221, of the Public Records of Sarasota County, Florida. Assignment of Operating Agreements dated January 4, 1993 and recorded in Official Record Book 2468, Page 2011, of the Public Records of Sarasota County, Florida, and Assignment and Assumption of REA dated November 30, 2000 and recorded in Official Record Instrument 2000154032, of the Public Records of Sarasota County, Florida.
26. Perpetual non-exclusive easement reserved by JOHN HENRY WILBANKS, and his wife, VIRGINIA L. WILBANKS, their heirs, successors and assigns, for pedestrian and vehicular ingress and egress and utilities over the Southerly 80 foot entrance road to SARASOTA SQUARE to serve lands owned by JOHN HENRY WILBANKS to the South and East, by reservation in Deed recorded in Official Record Book 1412, Page 297, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
27. Easement Agreement dated 4-9-76, by and between JOHN HENRY WILBANKS, and his wife, VIRGINIA L. WILBANKS, and SARASOTA SQUARE SHOPPING CENTER, a general partnership, organized in accordance with the Laws of the State of Florida and composed of ARLEN REALTY, INC., a Pennsylvania corporation, and PROVIDENT LIFE AND ACCIDENT INSURANCE COMPANY, a Tennessee corporation, J.C. PENNEY PROPERTIES, INC., a Delaware corporation and ALSTORES REALTY CORPORATION, a Delaware corporation, recorded in Official Record Book 1117, Page 1104, of the Public Records of Sarasota County, Florida. Amendment to Easement Agreement, dated 4-3-79, recorded in Official Record Book 1310, Page 1671, of the Public Records of Sarasota County, Florida. (substituting J.C. PENNEY COMPANY, INC. for J.C. PENNEY PROPERTIES, INC. and adding SEARS, ROEBUCK & CO. as a party). Amendment No. 2 to Easement Agreement, recorded in Official Record Book 2124, Page 1509, of the Public Records of Sarasota County, Florida. Assumption and Ratification Agreement, dated 4-6-79, recorded in Official Record Book 1310, Page 1687, of the Public Records of Sarasota County, Florida, and

Assignment and Assumption of REA dated November 30, 2000 and recorded in Official Record Instrument 2000154032, of the Public Records of Sarasota County, Florida.

28. Permanent Easement dated November 29, 1990 to Sarasota County recorded in Official Record Book 2951, Page 2439, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
29. Permanent Utility Easement dated June 30, 1997 granted to Sarasota County recorded in Official Record Book 2996, Page 1885, of the Public Records of Sarasota County, Florida, as reflected on the survey dated September 23, 2003 by Robert R. Cunningham, PSM Florida Certificate No. 3924 of WilsonMiller, Inc.
30. The following noted Survey discloses the following matters: WilsonMiller, Inc., as Project No. S1649-040-000, dated September 26, 1991, revised on November 28, 2000, revised on July 14, 2003 and lastly revised on September 23, 2003:
 - (a) Survey reveals a 20 foot wide water line running through subject property.
 - (b) Water valves, water meters, fire hydrants, power poles and traffic control boxes and lights, in areas other than those designated as easements throughout subject property, as shown on Sheets #2, 3, 4, 5 and 6.
 - (c) Evidence of Storer Cable Television lines from outside subject property running within subject property as shown on Sheet #5.
 - (d) Evidence of water meters, water valves and CATV box located within GTE easement in the Southwest corner of said property, as shown on Sheet #5.
 - (e) Theater sign located within the GTE easement near the intersection of U.S. 41 and Beneva Road, as shown on Sheet #3 and 5.
 - (f) GTE air release valve within Lakeview Drive.
 - (g) Florida Power and Light Company lines traversing subject property.
 - (h) American Multi-Cinema Building encroaches into the building set-back line as referenced in Item 12 of the Notes shown on page 1 of said survey and as depicted on page 2 of said survey.

Easement granted to FLORIDA POWER and LIGHT COMPANY, for electrical utilities recorded in Book 2165, Page 2066, of the Public Records of Sarasota County, Florida, as

reflected on the survey dated September 23, 2003, by Robert R. Cunningham, PSM
Florida Certificate No. 3924 of WilsonMiller, Inc.

INSTRUMENT # 2003199839
21 PGS

INSTRUMENT # 2003199839
21 PGS

EXHIBIT "B-1"

Sarasota Square Mall
Lease Inventory

INSTRUMENT # 2003199839
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Tenant Name	Document Title	Date Executed	Original	Comments
A&B Custom Tees	Lease	Oct. 8, 2001	Y	
A&W Hot Dogs & More	Lease	Oct. 23, 1996	Y	
A&W Hot Dogs & More	Letter	February 12, 1997		
A&W Hot Dogs & More	Assignment & Assumption of Tenant's Interest & Landlord's Consent	April 24, 1997	N	
A&W Hot Dogs & More	Storage	Aug. 19, 1997	Y	
A&W Hot Dogs & More	1st Amendment to Lease	July 11, 1997	Y	
A&W Hot Dogs & More	Conversion Letter	July 31, 2002		
Aeropostale	Lease	April 15, 2003	Y	
Afterthoughts	Lease	Oct. 3, 1997	Y	
Afterthoughts	Assignment of Lease	Dec. 1, 1999	Y	
AMC	Lease	March 21, 1983	N	
AMC	Electrical Easement	June 16, 1983	N	
AMC	Assignment & Assumption	Feb. 23, 1989	N	
AMC	Consent of Landlord	March 25, 1991	N	
AMC	Assignment & Assumption	April 19, 1991	N	
AMC	Assignment Letter	Dec. 19, 1991	N	
AMC	Disclaimer	Dec. 29, 1992	N	
AMC	Transfer Letter	January 7, 1993	N	
AMC	Assignment & Assumption	May 28, 1993	N	
AMC	Plan and Agreement of Liquidation & Merger	March 29, 1994	N	
AMC	Certificate of Merger	March 31, 1994	N	
AMC	Articles of Merger	March 31, 1994	N	
AMC	Management Letter	April 1, 1999	N	
AMC (build to suit)	Lease			Not finalized.
American Eagle	Lease	Aug. 11, 1998	Y	
American Eagle	Agreement of Assignment of Lease	July 29, 2000	N	
Auntie Anne's	Lease	May 12, 2000	Y	
Auntie Anne's	Guaranty of Lease	May 12, 2000	N	
Barnies Coffee & Tea Company	Lease	April 7, 1997	Y	
Bath & Body Works	Lease	Nov. 28, 1995	Y	
Beall's Home Outlet (My Gift Cottage)	Lease	Dec. 29, 1999	Y	
Beall's Home Outlet (My Gift Cottage)	Trade Name Letter	Dec. 16, 2002	N	
Beall's Home Outlet (My Gift Cottage)	Amendment to Lease Agreement	July 16, 2001	Y	
Beepers n Phones	Lease	March 22, 2001	Y	
Bell South Mobility	Lease	Nov. 14, 2000	N	9/25/2003

Bittersweet Café	Lease			Not executed.
The Big Apple	Lease	June 1, 2000	Y	
The Body Shop Skin & Hair Care Products	Lease	May 8, 1995	Y	
The Bombay Company	Lease	May 18, 1994	Y	
Bond Jewelers	Lease	Aug. 30, 1993	Y	
Bond Jewelers	Amendment to Lease	May 9, 2001	Y	
Charlotte Russe	Lease	Oct. 23, 2002	Y	
Cajun Express	Lease	June 18, 1992	Y	
Cajun Express	Amendment	July 25, 2002	N	
Cajun Express	Amendment	June 2, 2003	Y	
Cajun Express	Storage Lease	July 1, 1993	N	
Cajun Express	Storage Lease Amendment	July 25, 2002	Y	
Champs Sports	Lease	Nov. 18, 1997	Y	
Champs Sports	Certificate of Truth (By Laws)	Nov. 7, 1997	N	
Chick-fil-A	Lease	Oct. 3, 2000	Y	
Children's Place, The	Lease	Oct. 10, 2001	Y	
Cinnabon World Famous Cinnabon Rolls	Lease	Oct. 2, 1996	Y	
Cinnabon World Famous Cinnabon Rolls	Amendment	May 27, 1997	N	
Cinnabon World Famous Cinnabon Rolls	Letter of Intent	Nov. 20, 2001	N	
Cinnabon World Famous Cinnabon Rolls	Sublease	Dec. 17, 2001	N	
Clarie's Boutique	Lease	Oct. 11, 1996	Y	
Clarie's Boutique	Assignment of Lease	Dec. 1, 1999	N	
Davidson Drug's	Lease	March 31, 1977	N	
Davidson Drug's	Guaranty of Lease	March 31, 1977	N	
Davidson Drug's	Lease Amendment	July 11, 1997	Y	
Davidson Drug's	Lease Extension Agreement	Sept. 1, 1999	Y	
Davidson Drug's	Amendment to Lease	July 5, 2001	Y	
Davidson Drug's	Lease Extension Agreement	Aug. 30, 2000	Y	
Davidson Drug's	Amendment		Y	Not executed.
Deck the Walls	Lease	July 27, 1995	Y	
Deck the Walls	Assignment & Assumption of Lease & Consent	June 27, 1997	Y	
The Disney Store	Lease	Feb. 1, 1996	Y	
Dollar Tree	Lease	Aug. 20, 1996	Y	
Dollar Tree	Letter Agreement	August 31, 2001	N	
Dollar Tree	Amendment to Lease Agreement	Sept. 1, 2001	Y	
Edy's Grand Ice Cream	Lease	Jan. 1, 2000	Y	
Eldridge Fine Jewelry	Lease	Jan. 31, 1995	Y	9/25/2003

Eldridge Fine Jewelry	First Amendment	Aug. 27, 1998	Y	
Electronics Boutique	Lease	June 23, 2000	Y	
Express, LLC	Lease	Oct. 17, 1989	N	
Express, LLC	Amendment to Lease Agreement	Dec. 14, 2001	Y	
Fanny Farmer Candy Shop	Lease	Dec. 5, 1988	N	
Fanny Farmer Candy Shop	First Amendment	Dec. 8, 1998	Y	
Fletcher Music Center	Lease	Sept. 28, 1995	Y	
Fletcher Music Center	First Amendment	Jan. 16, 2003	Y	
Foot Locker	Lease	July 27, 1998	Y	
Foot Locker	Modification of Lease	July 27, 1998	N	
Free Style	Lease			Not executed.
Freeman's	Lease	August 6, 2003	Y	
Friedman's	Lease		Y	Not executed.
fye (Camelot Music)	Lease	June 22, 2000	Y	
fye (Camelot Music)	Amendment	June 22, 2000	Y	
Gadzooks	Lease	Sept. 29, 1999	Y	
Gadzooks	First Amendment	Feb. 11, 2003	Y	
Gamestop (Babbage's Inc.)	Lease	June 7, 1988	N	
Gamestop (Babbage's Inc.)	First Amendment	Dec. 4, 1998	Y	
Gamestop (Babbage's Inc.)	Amendment to Lease Agreement	Sept. 13, 2001	Y	
Gamestop (Babbage's Inc.)	Third Amendment	Dec. 30, 2002	Y	
Gap, The	Lease	Feb. 12, 1996	Y	
General Nutrition Center (GNC)	Lease	July 8, 1994	Y	
Gold Palace	Lease	Sept. 8, 1998	Y	
Gold Palace	Amendment to Lease Agreement	July 15, 2002	Y	
Gold Palace	Lease Assignment & Consent to Assignment	July 15, 2002	Y	
Great American Cookie	Lease	Aug. 28, 1997	Y	
Hair Color Express	Lease		Y	Not executed.
Hallmark Gold Crown	Lease	Aug. 29, 1997	Y	
Hallmark Gold Crown	Sublease	Dec. 16, 1997	N	
Hallmark Gold Crown	Sublease	Nov. 15, 2000	N	
Hannoush Jewelers Inc.	Lease	June 14, 1993	N	
Hannoush Jewelers Inc.	Amendment	July 9, 1997	N	
Hannoush Jewelers Inc.	Amendment	August 5, 2003	Y	
Hannoush Jewelers Inc.	Assignment of Lease	Feb. 10, 2000	N	
Hannoush Jewelers Inc.	Acknowledgement Letter	June 12, 2003	N	
Healthrider Superstore	Lease	Jan. 8, 1999	Y	9/25/2003

Healthrider Superstore	Amendment to Lease Agreement	June 6, 2001	Y	
Hot Topic	Lease	Jan. 31, 2002	Y	
Isle of Soleil	Lease	July 14, 2003	Y	
Jos. A. Bank	Lease	Nov. 15, 2002	Y	
Journeys	Lease	May 19, 2000	Y	
JW Sloan	Lease			Not executed.
Katmandu	Lease	June 14, 1995	Y	
Katmandu	First Amendment	Jan. 11, 1996	Y	
Kay Jewelers	Lease (renewal lease)	August 22, 2003	Y	
Lady Foot Locker	Lease	July 29, 1998	Y	
Lenscrafters	Lease	March 4, 1998	Y	
Limited Too	Lease	July 14, 1999	Y	
Mandarin Express	Lease	June 2, 2003	Y	
Master Cuts	Lease	Sept. 5, 1991	N	
Master Cuts	First Amendment	Feb. 22, 2001	Y	
Merle Norman Cosmetics	Lease	Aug. 14, 1997	Y	
Merle Norman Cosmetics	First Amendment	Feb. 10, 1998	Y	
Merle Norman Cosmetics	Assignment and Assumption	May 8, 1998	N	
Merle Norman Cosmetics	Bill of Sale Absolute	March 14, 2000	N	
Merle Norman Cosmetics	Transfer Notice	March 15, 2000	N	
Merle Norman Cosmetics	Assignment	July 22, 2003	Y	
Mia & Maxx	Lease	Sept. 27, 2002	Y	
Mr. Formal	Lease	Aug. 1, 1995	Y	
Mr. Formal	Lease Assignment and Consent	July 8, 2002		
Motherhood Maternity	Lease	March 24, 1999	Y	
Nail Central	Lease	Nov. 29, 2001	Y	
Nail Central	Amendment to Lease Agreement	April 1, 2002	Y	
Nails & Facials	Lease	Sept. 8, 1995	N	No landlord signature
Nails & Facials	Amendment	April 25, 1996	N	
Nails & Facials	Assignment and Assumption	Oct. 16, 1996	N	
Nails & Facials	Assignment and Assumption	Feb. 2, 1999	N	
Nails & Facials	Amendment	May 29, 2001	Y	
Nails & Facials	Extension Authorization Letter	August 22, 2001	Y	
Nails & Facials	Approval & Acknowledgement Letter	Oct. 23, 2001	N	
New Century Buffet	Lease	Feb. 14, 2003	Y	
Nextel Retail Stores, Inc. (Bobby Allison)	Lease	Dec. 7, 1998	Y	
Nextel Retail Stores, Inc. (Bobby Allison)	First Amendment	Feb. 12, 2003	Y	
Nextel Retail Stores, Inc. (Bobby Allison)	Bankruptcy Order	May 15, 2003	N	9/25/2003
Nine West	Lease	Oct. 10, 1994	Y	

Sarasota Square Mall
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Nine West	First Amendment	Oct. 27, 1997	Y	
Nine West	Assignment & Assumption of Lease Agreement	Nov. 21, 1997	N	
Nine West	Stock transfer Agreement	Sept. 30, 1999	Y	
Nine West	Assignment Letter	Dec. 31, 2002	N	
Optical Outlet (Vista Optical)	Lease	Jan. 14, 1998	Y	
Optical Outlet (Vista Optical)	Assignment/Assumption Agreement & Purchase Agreement	June 5, 2000	N	
PCS Division	Lease	Jan. 9, 2003	Y	
Pacific Sunwear of California	Lease	Jan. 20, 1998	Y	
Payless Shoesource	Lease	May 11, 1992	Y	
Payless Shoesource	1st Amendment	May 24, 2002	Y	
Payless ShoeSource	2nd Amendment	September 3, 2003		
Petique Pet Shop	Lease	Feb. 9, 1996	Y	
Petique Pet Shop	Assignment of Lease	Nov. 3, 1999	Y	
Petique Pet Shop	Rent Payment Schedule	July 30, 2003	N	
Picture This & More	Lease	June 6, 2003	Y	
Piercing Pagoda	Lease	July 14, 1994	Y	
Piercing Pagoda	Lease Amendment	July 3, 1997	Y	
Piercing Pagoda	Second Amendment	July 8, 2002	Y	
PNC Bank	Lease	July 8, 1999	N	
PNC Bank	Assignment & Consent to Assignment	September 22, 2003	Y	
Rack Room Shoes	Lease	Sept. 19, 1995	Y	
Radio Shack (McDuff Electronics)	Lease	Dec. 7, 1989	N	
Radio Shack (McDuff Electronics)	First Amendment	April 27, 1995	N	
Rave	Lease	May 29, 1992	Y	
Rave	Guaranty of Lease	May 26, 1992	Y	
Rave	Amendment	October 4, 1994	Y	
Rave	Amendment to Lease Agreement	Dec. 19, 2002	Y	
Regis Hairstylists	Lease	Feb. 5, 1997	Y	
Ritz Camera One Hour Photo	Lease	Aug. 2, 1996	Y	
Ritz Camera One Hour Photo	Amendment to Lease Agreement	Sept. 5, 2001	Y	
Rolling Pin	Lease	Aug. 27, 1991	Y	
Rolling Pin	First Amendment	July 1, 1998	Y	
Rolling Pin	Partial Rent Abatement Agreement	July 29, 1999	Y	
Rolling Pin	Second Amendment	March 18, 2002	Y	
Rolling Pin	Third Amendment	Aug. 29, 2002	Y	
Ruby Tuesday	Lease	Aug. 6, 1998	Y	9/25/2003

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Ruby Tuesday	First Amendment	Jan. 29, 1999	Y	
Sbarro	Lease	Nov. 8, 1996	Y	
Sbarro	Storage License Agreement	March 3, 2000	Y	
Select Comfort	Lease	July 14, 1998	Y	
Select Comfort	Amendment to Lease Agreement	Nov. 3, 2000	Y	
Silver & Gold Connection	Lease	Sept. 21, 1999	Y	
Silver & Gold Connection	First Amendment	Jan. 31, 2003	Y	
Spencer Gifts	Lease	Aug. 29, 2002	Y	
Spencer Gifts	First Amendment	Jan. 27, 2003	Y	
Sports Fanatic	Lease	June 5, 2000	Y	
Street Corner News	Lease	Oct. 8, 2001	Y	
Subway Restaurants	Lease	Feb. 5, 1990	N	
Subway Restaurants	First Amendment	Aug. 12, 1998	Y	
Subway Restaurants	Sublease	Feb. 19, 1990	N	
Sunglass Hut International	Lease	Dec. 12, 1995	Y	
Sunglass Hut International	Amendment to Lease Agreement	April 20, 2001	Y	
Sunglass Chalet	Lease	Nov. 2, 1993	Y	
Sunglass Chalet	Modification, Assignment & Assumption	July 22, 1995		
Sunglass Chalet	First Amendment	Jan. 18, 1999	Y	Amendment out of sequence
Sunglass Chalet	Third Amendment	Oct. 23, 2002	Y	no 2nd Amendment.
Team Choice	Lease	Sept. 20, 1995	Y	
Team Choice	1st Amendment	June 20, 2003	Y	
Things Remembered, Inc.	Lease	Nov. 12, 2001	Y	
Toyopia	Lease	March 17, 2003	Y	
Trade Secret	Lease	Oct. 1, 1996	Y	
Victoria's Secret	Lease	Oct. 13, 1989	N	
Victoria's Secret	Amendment to Lease Agreement	Dec. 14, 2001	Y	
Vitamin World	Lease	April 10, 2000	Y	
Waldenbooks	Lease	March 26, 1996	Y	
Wet Seal, The (Contempo Casuals)	Lease	June 5, 1997	Y	
Wet Seal, The (Contempo Casuals)	Letter of Agreement Short Term	June 5, 1997	Y	
Whitehall Jewelers	Lease	Aug. 22, 1996	Y	
Whitehall Jewelers	First Amendment	Jan. 15, 1997	Y	
Yankee Candle	Lease	September 11, 2003		Not executed.
Zemil Jewelers (Il Regalo)	Lease	June 24, 2002	Y	
Zemil Jewelers	First Amendment	Feb. 17, 2003	Y	

TEMPORARY RENTAL
MONTHLY RENT ROLL
SARASOTA SQUARE MALL

INSTRUMENT # 2003199839
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MONTH ENDING:
August 2003

RENTAL NAME	FEE	TIME PERIOD	TYPE MERCHANDISE	
American Dream Builders	\$1,800.00	8/1/02-7/31/03	Home Builder	\$90.00
Bath Fitter	\$1,500.00	6/1/02-10/31/03	Custom molded tub display	\$75.00
Coldwell Banker	\$1,850.00	8/1/03-2/29/04	Real Estate	\$92.50
Comcast	\$2,000.00	8/1/03-10/31/03	Demo & Sale internet/cable service	\$100.00
Community Policing	\$500.00	Month to Month	Sheriff's Sub-Station	\$50.00
Earth Craft	\$2,500.00	7/24/03-6/30/04	Gifts & Home Accents	\$100.00
Gothicmoon Body Jewelry	\$1,833.33	11/1/02-10/31/03	Body Jewelry	\$91.67
Hime Photography	\$300.00	Month to Month	Photo Display	\$15.00
Kiddie Concepts	\$500.00	9/1/01-9/30/04	Kiddie Rides	\$0.00
Kiddie Korner	\$1,600.00	11/1/02-10/31/03	Children's Clothing	\$80.00
Leather Express	\$500.00	8/1/03-7/31/04	Soft Seating Area	\$0.00
Nickels & Dimes	\$500.00	Month to Month	Vending	\$0.00
RayVend	\$750.00	9/1/02-8/31/03	Candy Machine	\$0.00
Simplicity	\$4,000.00	4/1/03-12/31/03	Furnishings	\$200.00
Tropical Shades	\$1,850.00	8/1/03-7/31/04	Sunglasses	\$87.50
Touch Point Systems	\$2,500.00	3/1/03-2/28/04	Real Estate	\$125.00
Watch Express	\$1,250.00	3/1/03-2/28/04	Watches	\$60.00
Window Pros	\$1,500.00	5/1/03-10/31/03	Window Pros & Jeep Display	\$75.00

Christmas Tenants

Collectors Corner	\$4,000.00	11/1/03-12/31/03	Sports Memorabilia	\$100.00
Game Room Emporium	\$3,700.00	11/1/03-12/31/03	Pinball machines	\$150.00
Hickory Farms	\$3,750.00	11/1/03-12/31/03	Gift baskets	\$187.50
Holyland Handicrafts	\$3,000.00	11/1/03-12/31/03	Religious Handicrafts	\$150.00
Personally Yours	\$2,000.00	12/1/03-12/31/03	Personalized Cartoon Pictures	\$75.00
Rudolph & Me	\$3,000.00	11/15/03-12/24/03	Personalized Ornaments	\$150.00
Sports Impressions	\$3,700.00	11/1/03-12/31/03	Lazer Engraved Sports Balls	\$150.00

I DO CERTIFY THAT THE ABOVE LISTING OF TENANTS IS A COMPLETE AND ACCURATE LISTING
OF ALL TEMPORARY TENANTS IN THE MALL FOR THE MONTH.

SIGNED: _____

DATE: _____