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KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FL

PREPARED BY:

Friedlander Mislner, PLLC
5335 Wisconsin Avenue, NW
Suite 600
Washington, DC 20015
Attn: Thomas A. Gravely

Doc Stamp-Deed: \$138,810.00


TAX FOLIO: 0046070003

AFTER RECORDING RETURN TO:

Kevin A. Denti, Esquire
Kevin A. Denti, P.A.
2180 Immokatee Road, Suite 316
Naples, Florida 34110

SPECIAL WARRANTY DEED

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

THAT, **GATEWAY A/B FUND VII, L.P.**, a Delaware limited partnership ("Grantor"), whose mailing address is c/o TA Associates Realty, 28 State Street, 10th Floor, Boston, Massachusetts 02109, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration in hand paid to Grantor by **SARASOTA COMMERCE CENTER LLC**, a Florida limited liability company ("Grantee"), whose mailing address is c/o TerraCap Management, LLC, 23421 Walden Center Drive, Suite 300, Bonita Springs, Florida 34134, the receipt and sufficiency of such consideration being hereby acknowledged, has GRANTED, SOLD AND CONVEYED, and by these presents does GRANT, SELL AND CONVEY unto Grantee that certain real property being more particularly described in Exhibit A attached hereto and made a part hereof for all purposes, together with all improvements, structures and fixtures situated thereon (collectively, the "Property"); subject, however, to those matters more particularly described in Exhibit B attached hereto and made a part hereof for all purposes (collectively, 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, subject to the Permitted Exceptions; and Grantor does hereby bind itself and its successors to WARRANT AND FOREVER DEFEND all and singular the Property, subject to the Permitted Exceptions, unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or claim the same, or any part thereof, by, through, or under Grantor, but not otherwise.

IN WITNESS WHEREOF, this instrument has been executed as of (but not necessarily on) this 7th day of May, 2015.

GRANTOR:


GATEWAY A/B FUND VII, L.P.,
a Delaware limited partnership

By: Gateway A/B Fund VII, LLC,
a Delaware limited liability company
General Partner

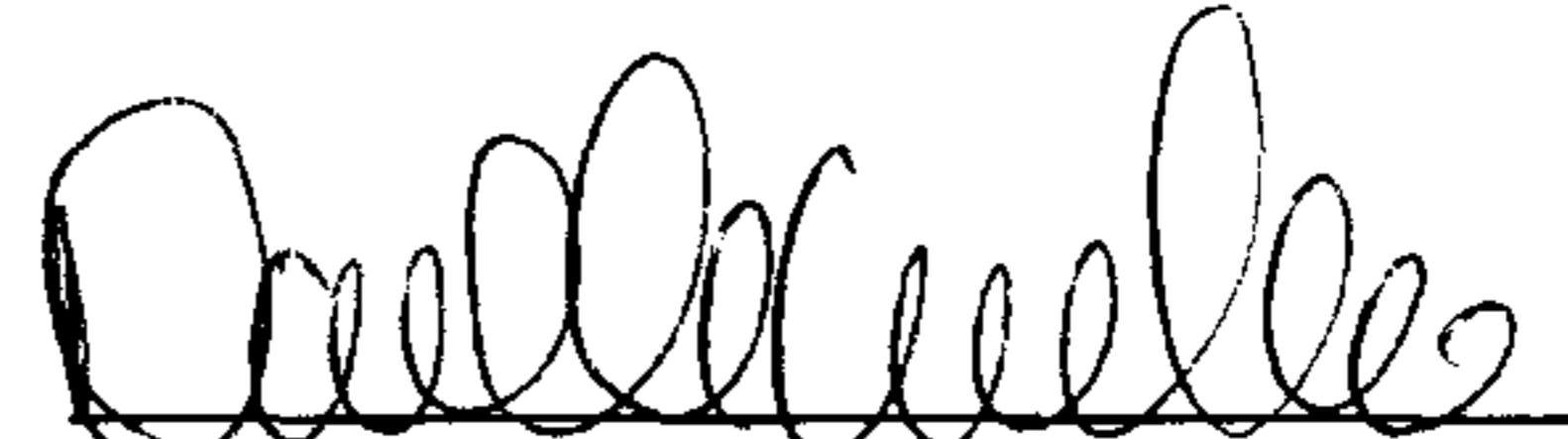

By: The Realty Associates Fund VII, L.P.,
a Delaware limited partnership
Sole Member

By: Realty Associates Fund VII LLC,
a Massachusetts limited liability company,
General Partner

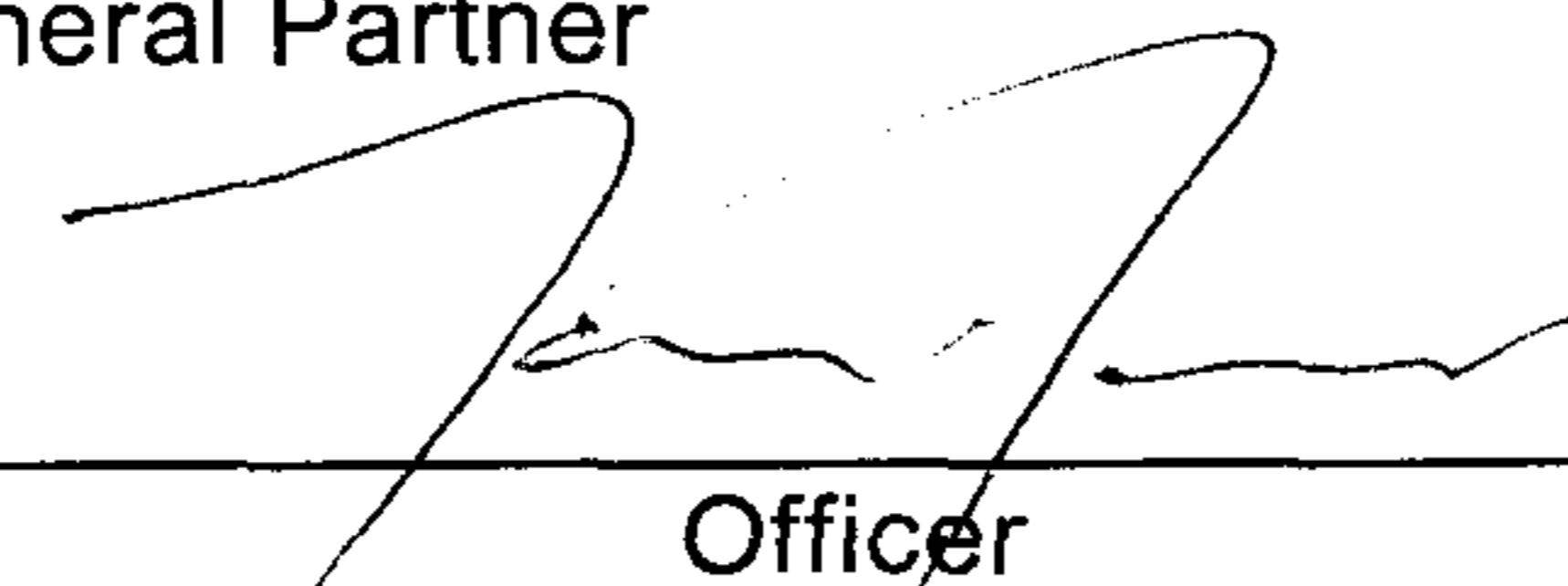
By: TA Realty LLC,
a Massachusetts limited liability company,
its Manager

By: 
Name: James P. Raisides
Title: Sr. Vice President



WITNESSES:

By: Realty Associates Fund VII Texas Corporation,
a Texas corporation,
General Partner

By: 
Officer
James P. Raisides
Sr. Vice President

WITNESSES:

THE STATE OF Massachusetts §

COUNTY OF Suffolk §

On May 5, 2015, before me, the undersigned, a Notary Public in and for said State, personally appeared James P. Raisides, a Sr. Vice President of TA Realty LLC, in its capacity as manager of Realty Associates Fund VII LLC, in its capacity as general partner of The Realty Associates Fund VII, L.P., in its capacity as sole member of Gateway A/B Fund VII, LLC, in its capacity as general partner of GATEWAY A/B FUND VII, L.P., a Delaware limited partnership, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



ALYSSA HEALY
Notary Public
Commonwealth of Massachusetts
My Commission Expires July 23, 2021

Alyssa Healy
Notary Public in and for the said State

THE STATE OF Massachusetts §

COUNTY OF Suffolk §

On May 5, 2015, before me, the undersigned, a Notary Public in and for said State, personally appeared James P. Raisides a Sr. Vice President of Realty Associates Fund VII Texas Corporation, in its capacity as general partner of The Realty Associates Fund VII, L.P., in its capacity as sole member of Gateway A/B Fund VII, in its capacity as general partner of GATEWAY A/B FUND VII, L.P., a Delaware limited partnership, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

(SEAL)



ALYSSA HEALY
Notary Public
Commonwealth of Massachusetts
My Commission Expires July 23, 2021

Alyssa Healy
Notary Public in and for the said State

EXHIBIT A

LEGAL DESCRIPTION

301 and 401 N. Cattlemen Road

That portion of Section 24, Township 36 South, Range 18 East, Sarasota County, Florida, described as follows:

Begin at a 4 inch by 4 inch concrete monument with disk stamped PRM LS 1747, found at the Northeast corner of Lot 6, GATEWAY TO SARASOTA, PHASE 1, a subdivision recorded in Plat Book 39, Page 12, of the Public Records of Sarasota County, Florida; thence along the North line of said Lot 6, South $88^{\circ} 31'35''$ West, 397.30 feet to a nail with disk stamped PRM LS 1747, found in a concrete sidewalk at the Northwest corner of said Lot 6; thence along the Easterly right-of-way line of North Cattlemen Road (public right-of-way, width varies at this point), North $03^{\circ} 08'03''$ West, 24.30 feet to a 5/8 inch iron rod with plastic cap stamped AM ENG LB 4334; thence continue along said Easterly right-of-way line, North $01^{\circ} 28'17''$ West, 216.00 feet to a 5/8 inch iron rod with plastic cap stamped AM ENG LB 4334 set at the beginning of a tangential curve concave to the East, having a radius of 670.00 feet and a delta angle of $91^{\circ} 52'55''$, whose chord bears North $44^{\circ} 28'11''$ East; thence along said curve in a clockwise direction, 1074.44 feet to a 5/8 inch iron rod with plastic cap stamped PSM LB 6754; thence tangent to the last curve, South $89^{\circ} 35'22''$ East, 63.55 feet to a 5/8 inch iron rod with plastic cap stamped AM ENG LB 4334 set at the beginning of a tangential curve concave to the Southwest, having a radius of 40.00 feet and a delta angle of $90^{\circ} 00'00''$, whose chord bears South $44^{\circ} 35'22''$ East; thence along said curve in a clockwise direction, 62.83 feet to a 5/8 inch iron rod with plastic cap stamped AM ENG LB 4334; thence tangent to the last curve, South $00^{\circ} 24'38''$ West, 400.03 feet to a 5/8 inch iron rod with plastic cap stamped AM ENG LB 4334 at a point of cusp with a curve concave to the Southwest, having a radius of 57.00 feet and a delta angle of $74^{\circ} 46'38''$, whose chord bears North $52^{\circ} 12'03''$ West; thence along said curve in a counterclockwise direction, 74.39 feet to a 5/8 inch iron rod with plastic cap stamped AM ENG LB 4334; thence tangent to the last curve, North $89^{\circ} 35'22''$ West, 48.55 feet to a 5/8 inch iron rod with plastic cap stamped AM ENG LB 4334 found at the beginning of a tangential curve concave to the South, having a radius of 272.00 feet and a delta angle of $91^{\circ} 52'55''$, whose chord bears South $44^{\circ} 28'11''$ West; thence along said curve in a counterclockwise direction, 436.19 feet to a 4 inch by 4 inch concrete monument with disk stamped PRM LS 1747; thence tangent to the last curve, South $01^{\circ} 28'17''$ East, 240.27 feet to the Point of Beginning.

TOGETHER WITH:

A private drainage, utility, and access easement recorded in Official Records Instrument Number 2003094206, of the Public Records of Sarasota County, Florida, and being more particularly described as follows: Commence at the Northeast corner of Lot 5, GATEWAY TO SARASOTA, PHASE 1, as recorded in Plat Book 39, Page 12, of the Public Records of Sarasota County, Florida; thence along the Northerly line of said Lot 5, South $88^{\circ} 31'43''$ West, 389.21 feet to a 5/8 inch iron rod with 2 inch aluminum cap stamped "AM ENG INC LB 4334 Survey Marker" for a Point of Beginning of said Easement; thence North 00°

24'38" East, 564.84 feet to the beginning of a tangential curve concave to the Southeast having a radius of 40.00 feet and a delta angle of 90° 00'00", whose chord bears North 45° 24'38" East; thence along said curve Easterly and in a clockwise direction, 62.83 feet to a point of cusp lying on the Southerly right-of-way line of North Cattlemen Road, as recorded in Official Records Book 2993, Page 96, of the Public Records of Sarasota County, Florida; thence along said right-of-way line and tangent to the last curve, North 89° 35'22" West, 140.00 feet to a point of cusp lying at the beginning of a tangential curve concave to the Southwest, having a radius of 40.00 feet and a delta angle of 90° 00'00"; whose chord bears South 44° 35'22" East; thence along said curve in a clockwise direction, 62.83 feet; thence tangent to the last curve, South 00° 24'38" West, 566.81 feet; thence North 88° 31'43" East, 60.03 feet to the Point of Beginning.

AND TOGETHER WITH:

Public flowage easements and stormwater detention areas as shown in and described as Parcel 2 and Parcel 4, Plat Book 39, Pages 12-12A, of the Public Records of Sarasota County, Florida.

AND TOGETHER WITH:

A non-exclusive private drainage, utility, and access easement over, under and across Parcel 3, Plat Book 39, Pages 12-12A, of the Public Records of Sarasota County, Florida.

AND TOGETHER WITH:

Easements for drainage, ingress and egress and private roadway and driveway easements as created and granted in that certain Declaration of Covenants and Restrictions for The Gateway recorded in Official Records Book 3003, Page 1504, as supplemented in Official Records Book 3062, Page 2876, in Official Records Instrument Number 1999033277, Official Records Instrument Number 1999088831, Official Records Instrument Number 2000129557, and Official Records Instrument Number 2004144309, all of the Public Records of Sarasota County, Florida.

EXHIBIT B

PERMITTED EXCEPTIONS

1. General or special taxes and assessments required to be paid in the year 2015 and subsequent years.
2. Terms, covenants, conditions, restrictions, easements, assessments and possible liens created by and set forth in the Declaration recorded in Official Records Book 3003, Page 1504, as supplemented in Official Records Book 3062, Page 2876, Official Records Instrument Number 1999033277, Official Records Instrument Number 1999088831, Official Records Instrument Number 2000129557, and Official Records Instrument Number 2004144309, all of the Public Records of Sarasota County, Florida, as amended, but omitting any covenants or restrictions, if any, based upon race, color, religion, sex, sexual orientation, familial status, marital status, disability, handicap, national origin, ancestry, or source of income, as set forth in applicable state or federal laws, except to the extent that said covenant or restriction is permitted by applicable law. Such Declaration and/or amendments thereto establish and provide for easements on the land, liens for liquidated damages, a private charge or assessment, an option to purchase, a right of first refusal, prior approval of a future purchaser or occupant, right of reentry and/or the possibility of reverter or a right of forfeiture because of violations on the land of any enforceable covenants, conditions, or restrictions.
3. Competing business use restriction set forth in Easements with Covenants, Conditions and Restrictions Affecting Land recorded in Official Records Instrument Number 2000129559, of the Public Records of Sarasota County, Florida.
4. Sarasota County Ordinance establishing the Sarasota Gateway DRI, as amended and restated and recorded in Official Records Instrument Number 1999091786, of the Public Records of Sarasota County, Florida.
5. 25 foot wide Utility Easement in favor of Dolomite Utilities Corporation recorded in Official Records Instrument Number 1999040356, of the Public Records of Sarasota County, Florida.
6. 10 foot wide Utility Easement granted to Florida Power & Light Company, recorded in Official Records Instrument Number 1999086551, of the Public Records of Sarasota County, Florida.
7. 10 foot wide Utility Easement granted to Florida Power & Light Company, recorded in Official Records Instrument Number 1999086550, of the Public Records of Sarasota County, Florida.
8. 10 foot wide Utility Easement granted to Florida Power & Light Company, recorded in Official Records Instrument Number 2000050130, of the Public Records of Sarasota County, Florida.
9. 10 foot wide Utility Easement granted to Florida Power & Light Company, recorded in Official Records Instrument Number 2001090601, of the Public Records of Sarasota County, Florida.

10. Rights of tenants, as tenants only, without the right to purchase or right of first refusal to purchase, occupying all or part of the insured land under unrecorded leases or rental agreements.