

Upon recording, return to:
Marjie C. Nealon, Esq.
Bilzin Sumberg Baena Price & Axelrod LLP
200 South Biscayne Boulevard
Suite 2500
Miami, FL 33131

(5)

QUITCLAIM DEED

FUCMS 2000-C2 ANDOVER MILLS, LLC, a Delaware limited liability company, whose address is c/o LNR Partners, Inc., 1601 Washington Avenue, Suite 700, Miami Beach, Florida 33139, for consideration of Nine Million and No/100 U.S. Dollars (\$9,000,000.00) paid, grants to **RCG NORTH ANDOVER MILLS LLC**, a Massachusetts limited liability company, whose address is 17 Ivaloo Street, Suite 100, Somerville, Massachusetts 02143, with quitclaim covenants, the land described on the attached **Exhibit A**.

WITNESS our hand and seal this 22 day of January, 2007.

FUCMS 2000-C2 ANDOVER MILLS, LLC, a Delaware limited liability company

By: LNR Massachusetts Partners, Inc., a Massachusetts corporation, its manager

By: [Signature] (SEAL)
Name: Steven D. Ferreira
Title: Vice President

By: [Signature]
Name: Margaret Jordan
Title: Treasurer

[NOTARY ON THE FOLLOWING PAGE]

Property Address: High St, Water St, No. Andover

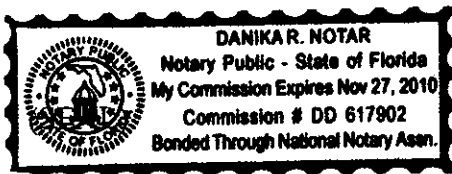
Return to: Beth Harrington
CHICAGO TITLE INSURANCE COMPANY
75 Federal Street, 4th Floor
Boston, Massachusetts 02110
(617) 210-0750

MASSACHUSETTS STATE EXCISE TAX
Essex North Registry
Date: 01-24-2007 @ 12:36pm
Ch#: 135 Doc#: 2696
Fee: \$41,040.00 Cons: \$9,000,000.00

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

On this 17th day of January, 2007 before me personally appeared Steven D. Ferreira, who, being by me duly sworn, did say that he is the Vice President of LNR Massachusetts Partners, Inc., a Massachusetts corporation, and acknowledged such instrument to be his free act and deed on behalf of said corporation as manager of **FUCMS 2000-C2 ANDOVER MILLS, LLC**, a Delaware limited liability company. He is personally known to me or presented a Florida driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.



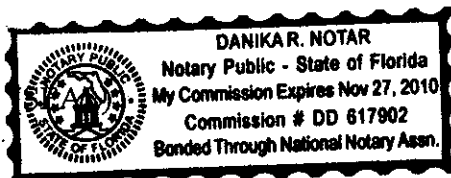
Danika R Notar

Notary Public
My Commission Expires:
11/27/10

STATE OF FLORIDA)
) SS.:
COUNTY OF MIAMI- DADE)

On this 17th day of January, 2007, before me personally appeared Margaret Jordan, who, being by me duly sworn, did say that she is the Treasurer of LNR Massachusetts Partners, Inc., a Massachusetts corporation, and acknowledged such instrument to be her free act and deed on behalf of said corporation as manager of **FUCMS 2000-C2 ANDOVER MILLS, LLC**, a Delaware limited liability company. She is personally known to me or presented a Florida driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.



Danika R Notar

Notary Public
My Commission Expires:
11/27/10

EXHIBIT ALEGAL DESCRIPTION

Those certain parcels of land, together with the improvements thereon, situated in North Andover, Essex County, Massachusetts and shown on plan of land entitled "Plan of Land in North Andover, Essex County, Massachusetts Prepared for the Davis and Furber Machine Inc. dated April 22, 1981, prepared by Pembroke Land Survey Co., recorded with the Essex North District Registry of Deeds as Plan Numbers 9276 through 9279 of 1983 bounded and described as follows:

PARCEL ONE

NORTHWESTERLY: by High Street, 789.12 feet;

NORTHEASTERLY: by land shown on said plan as of Boston and Maine Corporation, 1091.01 feet;

SOUTHEASTERLY: by land formerly of Davis and Furber Machine Company shown on said plan as of owners unknown, 70.00 feet;

NORTHEASTERLY: by the same and by land now or formerly of Village Land Company, by a curved line running through the brook flowing from the Mill Pond as shown on said plan, measuring 173.00 feet, more or less;

SOUTHEASTERLY: by said land now or formerly of Village Land Company, by two lines measuring, respectively, 45.00 feet, more or less, and 28.60 feet;

SOUTHWESTERLY: by the same, by a curved line running parallel to and 75.00 feet from the center line of said brook;

SOUTHEASTERLY: by the same, 83.00 feet;

SOUTHWESTERLY: by land shown on said plan as of Guignizian, 80.00 feet;

SOUTHEASTERLY: by said land of Guignizian and by land shown on said plan as of George, 173.00 feet;

SOUTHWESTERLY: by lands shown on said plan as of Swasey, Chamberland, Torriss and Main, 273.20 feet;

SOUTHEASTERLY: by said land of Main, 27.29 feet;

SOUTHWESTERLY: by said land of Main and by lands shown on said plan as of Petrow and Eldredge, 220.00 feet;

SOUTHEASTERLY: by said land of Eldredge, 45.00 feet; and

SOUTHWESTERLY: by Water Street, 421.05 feet.

Containing 13.5 acres of land according to said plan, together with such right to use a driveway as is appurtenant thereto as reserved in four certain deeds recorded with said Deeds in respectively, Book 1197, Page 295; Book 1207, Page 142; Book 1227, Page 268; and Book 1230, Page 53, and as shown on a plan recorded with said Deeds as Plan No. 6591.

PARCEL TWO

**NORTHWESTERLY
AND NORTHERLY:** by Prescott Street, by two lines measuring, respectively, 155.42 feet and 213.45 feet;

EASTERLY: by land shown on said plan as of Waldred, 145.00 feet;

NORTHERLY by said land of Waldred and by land shown on said plan as of Rodden, by two lines measuring, respectively, 85.05 feet and 99.94;

EASTERLY by land shown on said plan of Carse, 73.07 feet;

NORTHERLY by said land of Carse, 131.88 feet;

SOUTHEASTERLY: by land shown on said plan as of Chickering Associates, 543.17 feet;

SOUTHWESTERLY: by land shown on said plan as of Boston and Maine Corporation, 728.25 feet;

NORTHWESTERLY by said land of Boston and Maine Corporation, 29.98 feet;

SOUTHWESTERLY by said land of Boston and Maine Corporation, 102.10 feet; and

NORTHWESTERLY by the intersection of the side lines of High Street and Prescott Street, by a curved line measuring 51.91 feet;

Containing 5.377 acres of land according to said plan.

PARCEL THREE

The premises shown as Section No. 1 and Section No. 14 between Station 985+40.5 and Station 1004+81.0, on a plan entitled "Right of Way and Track Map - Boston and Maine Railroad" dated June 30, 1914, revised to February 1, 1966, prepared by the Office of Valuation Engineer, Boston, Massachusetts (the "Railroad Plan")