

Please Record & Return to:
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FLORIDA LIMITED WARRANTY DEED

Prepared By ~~and Return To:~~ Matthew A. Shebuski
Skadden, Arps, Slate, Meagher & Flom LLP
155 N. Wacker Drive
Chicago, IL 60606

Property Appraiser's Parcel I.D. Number: 13015-300-000 and 13016-001-000

THIS LIMITED WARRANTY DEED is made as of the 28 day of July,
2010, by and between NEW PLAN FLORIDA HOLDINGS, LLC, a Delaware limited liability
company, hereinafter referred to as "Grantor", whose address is 420 Lexington Avenue, 7th
Floor, New York, New York 10170, and CENTRO NP 23rd STREET STATION OWNER, LLC,
a Delaware limited liability company, hereinafter referred to as "Grantee", whose mailing
address is 420 Lexington Avenue, 7th Floor, New York, New York 10170.

WITNESSETH, that Grantor, for and in consideration of the sum of \$10.00 and other valuable
consideration, to Grantor in hand paid by Grantee, the receipt whereof is hereby acknowledged,
does hereby grant, bargain, sell, alien remise, release convey and confirm unto Grantee, and
Grantee's successors and assigns forever, all the rights, title, interest and claim of Grantor in and
to the real property (the "Property") located in the City of Panama City, County of Bay, Florida
and more particularly described in Exhibit A attached hereof;

TOGETHER with all the tenements, hereditaments, easements and appurtenances, belonging or
in any way appertaining to the Property;

TO HAVE AND TO HOLD, the same in fee simple forever;

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NOTE TO RECORDER: This instrument conveys unencumbered real property to a limited liability company
in which the Grantor is the sole member, which conveyance is not made in exchange for the Grantor's
membership interest or for any other taxable consideration. Pursuant to the case of *Miami Crescent Center,
LLC v. Florida Department of Revenue*, 903 So.2d 913 (Fla. 2005), this instrument is subject to only nominal
documentary stamp tax.

AND GRANTOR hereby covenants with Grantee that Grantor is lawfully seized of the Property in fee simple; that Grantor has good right and lawful authority to sell and convey the Property and that Grantor does hereby fully warrant the title to the Property and will defend the same against the lawful claims of all persons; provided, however, Grantor's liability hereunder is limited as follows:

The warranty of title provided by Grantor pursuant to this Limited Warranty Deed is made (i) to, and only to, Grantee and any successors or assigns of Grantee that are affiliates of Grantor and Grantee ("Affiliated Successors") and shall not be deemed to be made to any of Grantee's successors or assigns other than any Affiliated Successors, and (ii) with respect only to the title of Grantor in the Property as the same is insured pursuant to that certain Owner's Policy of Title Insurance Number 136-01-132101 issued by Lawyers Title Insurance Corporation with a policy date of July 2, 1998 and insuring Grantor's title to the Property.

[Signature Page Follows]

IN WITNESS WHEREOF, the Grantor has caused these presents to be executed in its name, by its proper officer thereunto duly authorized, the day and year first above written.

NEW PLAN FLORIDA HOLDINGS, LLC, a Delaware
limited liability company

By: _____
Name: Steven Siegel
Title: Executive Vice President

Witness #1

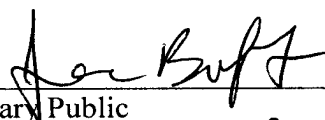
Printed Name: _____

Witness #2

Printed Name: _____

STATE OF New York
COUNTY OF New York

The foregoing instrument was acknowledged before me this 22 day of July, 2010, by Steven Siegel, the Executive Vice President of New Plan Florida Holdings, LLC, on behalf of said limited liability company. He is personally known to me or has produced a driver license as identification.



Notary Public

Jessica Buffman

Printed Name

My Commission Number: 01BU6194621

My Commission Expires: 10/6/2012

(Notarial Seal)

JESSICA BUFFMAN
NOTARY PUBLIC, State of New York
No. 01BU6194621
Qualified in New York County
Commission Expires Oct. 6, 2012

FL-8

First American Title Insurance Company

Issuing Office File No.: NCS-443870-06-LA2

Commence at a point formed by the intersection of the western right-of-way line of State Avenue (100-foot right-of-way) and the Southeast corner of Lot 108, St. Andrews Bay Development Company's Subdivision of Section 29, Township 3 South, Range 14 West, Bay County, Florida, according to the Plat recorded in Plat Book 6, page 19, in the Public Records of Bay County, Florida, thence leave the western right-of-way line of State Avenue and run westerly along the South line of Lot 108 North 88°37'29" West a distance of 458.30 feet to a found 4" x 4" concrete monument, said concrete monument being the True Point of Beginning; from the True Point of Beginning as thus established, leave the southern line of Lot 108 and run South 01°09'55" West a distance of 289.97 feet to a point; thence run North 88°37'03" West a distance of 151.30 feet to a found 4" x 4" concrete monument; thence run South 01°08'09" West a distance of 119.53 feet to a found lead; thence run North 88°38'33" West a distance of 179.85 feet to a found 4" x 4" concrete monument; thence run South 01°21'53" West a distance of 200.03 feet to a found nail and disk located on the northern right-of-way line of State Road No. 390-A (23rd Street) (100-foot right-of-way); thence run westerly along and coincident with the Northern right-of-way line of State Road No. 390-A (23rd Street) North 88°38'22" West a distance of 81.98 feet to a found lead; thence leave the northern right-of-way line of State Road No. 390-A (23rd Street) and run North 28°10'25" East a distance of 21.86 feet to a found 5/8-inch iron rod; thence run North 01°17'51" East a distance of 179.15 feet to a found 5/8-inch iron rod; thence run North 41°38'53" West a distance of 32.85 feet to a found 5/8-inch rod; thence run North 88°37'57" West a distance of 202.29 feet to a found 5/8-inch iron rod; thence run South 01°21'22" West a distance of 134.89 feet to a found 4" x 4" concrete monument; thence run South 42°17'01" West a distance of 27.48 feet to a found 4" x 4" concrete monument; thence run North 47°42'59" West a distance of 191.86 feet to a found nail and disk; thence run North 01°16'24" East a distance of 623.77 feet to a found 4" x 4" concrete monument located on the southern line of a 100'-wide Gulf Power Company right-of-way, as established in Deed Book 204, page 277, Public Records of Bay County, Florida; thence run easterly along and coincident with the Southern line of said Gulf Power Company right-of-way South 89°08'31" East a distance of 809.90 feet to a found 4" x 4" concrete monument; thence leave the southern line of said Gulf Power Company right-of-way and run South 01°09'55" West a distance of 231.48 feet to a found 4" x 4" concrete monument, said concrete monument being the True Point of Beginning.

Together with the following described easements, hereinafter renewed to as Parcel 2A and Parcel 2B.

Parcel 2A:

A nonexclusive, perpetual access easement created and established by that certain Access Easement dated August 1, 1994, by and between Stanford Station Partners, L.P. and AmSouth Bank of Florida, Compass Bank and Bane Florida and First Union National Bank of Florida, in, over and to the following described property;

Commence at the point formed by the intersection of the Northern right-of-way line of State Road No. 390-A (23rd Street) (100-foot right-of-way) with the West line of Section 29, Township 3 South, Range 14 West, Bay County, Florida; thence run easterly along the North right-of-way line of State Road No. 390-A (23rd Street) South 88°38'22" East a distance of 1294.24 feet to a found 4" x 4" concrete monument, said concrete monument being the True Point of Beginning; from the True Point of Beginning, as thus established, thence leave the Northern right-of-way line of State Road No. 390-A (23rd Street) and run North 01°16'24" East a distance of 222.36 feet to a point; thence run South 47°43'22" East a distance of 79.49 feet to a point; thence run South 01°16'24" West a distance of 170.32

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feet to a found 4" x 4" concrete monument located on the Northern right-of-way line of State Road No. 390-A (23rd Street); thence run westerly along and coincident with the Northern right-of-way line of State Road No. 390-A (23rd Street) North 88°38'22" West a distance of 60.00 feet to a found 4" x 4" concrete monument, said concrete monument being the True Point of Beginning.

Parcel 2B:

A non-exclusive perpetual easement created and established by that certain Access Easement dated August 22, 1986, by and between Donald F. Nations and Donald N. Nations, George E. Wilson, George E. Wilson, Jr. and Stephen R. Wilson, as nominees for and doing business as Wilson Nations Joint Venture, recorded in Official Record Book 1092, page 1911, Bay County, Florida. in over and to the following described property:

Commence at the point formed by the intersection of the Northern right-of-way line of State Road Number 390-A (23rd Street) (100 foot right-of-way) with the West line of Section 29, Township 3 South, Range 14 West, Bay County, Florida; thence run Easterly along the North right-of-way line of State Road Number 390-A (23rd Street) South 88°38'22" East a distance of 1294.24 feet to a found 4" x 4" concrete monument; thence leave the northern right-of-way line of State Road Number 390-A (23rd Street) and run North 01°16'24" East a distance of 222.38 feet to a point, said point being the True Point of Beginning; from the True Point of Beginning, as thus established, thence run North 01°16'24" East a distance of 177.62 feet to a found 4" x 4" concrete monument; thence run South 88°38'28" East a distance of 60.00 feet to a found 4" x 4" concrete monument; thence run South 01°16'24" West a distance of 229.68 feet to a point; thence run North 47°43'22" West a distance of 79.49 feet to a point, said point being the True Point of Beginning.

Parcel 3:

Begin at the point formed by the intersection of the Western right-of-way line of State Avenue (100 foot right-of-way) with the Southern line of Lot 108, St. Andrews Bay Development Company's Subdivision of Section 29, Township 3 South, Range 14 West, according to the Plat recorded in Plat Book 6, page 19, in the Public Records of Bay County, Florida; thence run along and coincident with the Western right-of-way line of State Avenue South 0°11'50" West a distance of 60.00 feet to a found 4" x 4" concrete monument; thence leave the Western right-of-way line of State Avenue and run North 88°37'19" West a distance of 398.28 feet to a found 4" x 4" concrete monument; thence run South 01°09'49" West a distance of 549.48 feet to a found 4" x 4" concrete monument located on the Northern right-of-way line of State Road No. 390-A (23rd Street) (1.00-foot right-of-way); thence run westerly along and coincident with the northern right-of-way line of State Road No. 390-A (23rd Street) North 88°38'22" West a distance of 60.00 feet to a found 4" x 4" concrete monument; thence leave the Northern right-of-way line of State Road No. 390-A (23rd Street) and run North 01°09'55" East a distance of 609.48 feet to a found 4" x 4" concrete monument; thence run North 88°37'29" East a distance of 453.30 feet to a found 4" x 4" concrete monument, said concrete monument being the True Point of Beginning.