PREPARED BY AND AFTER
RECORDING RETURN TO:

Matthew A. Shebuski
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606

Record & Return to:
Madison Title Agency LLC
1125 Ocean Avenue
Lakewood, NJ 08701
MTATN-031895-138

Davidson County DEEDQC
Recvd: 01/23/07 11:05 7 pgs
Fees:37.00 Taxes:0.00
20070123-0009196

QUITCLAIM DEED

Name and address of new property owner:	Mail tax bills to:	Map/Parcel Numbers
Centro Heritage Oakwood Commons LLC	Centro Heritage Oakwood Commons LLC	Map: 64-16
c/o Centro Watt 131 Dartmouth Street Boston, MA 02116	c/o Centro Watt 131 Dartmouth Street Boston, MA 02116	Parcels: 20, 22, 23, 24, 25, 27 and 28

FOR AND IN THE CONSIDERATION of the sum of One and No/100 Dollars ($1.00), cash in hand paid, the receipt of which is hereby acknowledged, HERITAGE SPE LLC, a Delaware limited liability company ("Grantor"), does hereby quitclaim and convey unto CENTRO HERITAGE OAKWOOD COMMONS LLC, a Delaware limited liability company ("Grantee"), its successors and assigns, all of Grantor's right, title and interest in and to the following described real estate located in Davidson County, State of Tennessee, to wit:

SEE EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF

Common Address: 4606-4724 Lebanon Road, Hermitage, TN

Being the same property conveyed to Heritage SPE LLC as Instrument No. 20000928-0096130, in the Register's Office for Davidson County, Tennessee (Tract 1 and 3).

Reference is hereby made to that Assignment and Assumption of Lease in favor of Heritage SPE LLC recorded as Instrument No. 20000928-0096131 (Tract 2).

[Signature Page Follows]

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF MONTGOMERY

The actual consideration for this transfer is $1.00.

Signature of Grantor

Subscribed and sworn to before me this 28 NOV day of ~~December~~, 2006.

My commission expires:

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Virginia D. Fischer, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires Aug. 18, 2008
Member, Pennsylvania Association Of Notaries

Notary Public

IN TESTIMONY WHEREOF, Grantor has caused its name to be signed hereto by its duly authorized officer this 1st day of December, 2006.

HERITAGE SPE LLC, a Delaware limited liability company

By: Heritage SPE MGR LLC, a Delaware limited liability company, its managing member

By: Heritage SPE MGR Manager, LLC, a Delaware limited liability company, its managing member

By: Centro Saturn MergerSub LLC, a Delaware limited liability company, its sole member

By: _____
Name: Basil Donnelly
Its: Vice President

ACKNOWLEDGMENT

COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF MONTGOMERY)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Basil Donnelly, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath acknowledged himself to be the Vice President of Centro Saturn MergerSub LLC, a Delaware limited liability company, the sole member of Heritage SPE MGR Manager, LLC, a Delaware limited liability company, the managing member of Heritage SPE MGR LLC, a Delaware limited liability company, which is the managing member of Heritage SPE LLC, a Delaware limited liability company, and is authorized to execute this instrument on behalf of said limited liability company.

Witness my hand and official seal, at office in Montgomery County, Commonwealth of Pennsylvania, this the 1st day of ~~December~~ NOV 28, 2006.

My Commission Expires: _____

NOTARY PUBLIC

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Virginia D. Fischer, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires Aug. 18, 2008
Member, Pennsylvania Association Of Notaries

[Apply seal/stamp]

Legal Description for Oakwood Commons, TN

All that certain lot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the City of Hermitage, County of Davidson State of Tennessee.

Tract 1-Fee:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, more particularly described as follows:

Beginning at an iron pin on the east boundary line of Reserved Parcel "A", Jackson Square, Section Five, revised, as recorded in Plat Book 5800, page 159, Register's Office for Davidson County, Tennessee, that is North 1 degree 30 minutes 19 seconds East, 596.96 feet from a concrete monument on the north right-of-way line of Lebanon Pike at the southeast corner of Jackson Square Commercial Subdivision, Section Two, as recorded in Plat Book 4885, page 2, said Register's Office; thence,

1. With the east boundary line of Jackson Square, Section Five, revised North 1 degree 30 minutes 19 seconds East, 340.00 feet to a concrete monument in Gilbert S. Merritt's south property line; thence

2. With Merritt's south line, South 87 degrees 09 minutes 53 seconds East, 705.63 feet to a concrete monument; thence

3. With the boundary line with Charles H. Turner as recorded in Deed Book 4019, page 217, said Register's Office, South 6 degrees 08 minutes 21 seconds West, 124.86 feet; thence,

4. North 87 degrees 42 minutes 39 seconds West, 340.73 feet; thence,

5. South 2 degrees 11 minutes 53 seconds West, 209.98 feet; thence,

6. North 87 degrees 29 minutes 48 seconds West, 352.17 feet to the point of beginning and containing 163,614 square feet or 3.756 acres.

Tract 2-Leasehold:

Short Form Lease dated April 21, 1987, between Charles H. Turner and Virginia W. Turner and The Mitchell Company of record in Book 7210, page 942, said Register's Office, subject to Assignment of Ground Lease executed between Charles H. Turner and wife, Virginia W. Turner, and The Mitchell Company, of record in Book 7554, page 635, said Register's Office, and Assignment of Lessor's Interest in Ground Lease from The Mitchell Company to the Insured of record in Book 7877, page 359, said Register's Office; and Amendment to Short Form Lease between Charles H. Turner and Virginia W. Turner and The Mitchell Company of record in

Book 7877, page 324, said Register's Office; and to Assignment of Lessee's Interest in Ground Lease of record in Book 7877, page 353, said Register's Office. (Tract 2)

Said Lease was assigned to and assumed by Heritage Realty Limited Partnership by Assignment and assumption of Lease from Net Realty Holding Trust, of record in Book 11567, page 303, Register's Office of Davidson County, Tennessee.

Said Lease was assigned to and assumed by Heritage SPE LLC from Heritage Property Investment Limited Partnership by Assignment and Assumption of Lease of record as Instrument No. 20000928096131, Register's Office of Davidson County, Tennessee.

Collateral Assignment as of record in Instrument No. 20000928-0096134.(Tract 2)

Said Leasehold Interest is located on the land described as follows:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, more particularly described as follows:

Beginning at the concrete monuments on the north right-of-way line of Lebanon Pike, U.S. 70N at the southeast corner of Lot A, Jackson Square Commercial Subdivision, Section Two, as recorded in Plat Book 4885, page 2, Register's Office for Davidson County, Tennessee; thence,

1. With the east boundary line of Section Two, Jackson Square Commercial Subdivision, Section Three, Jackson Square Commercial Subdivision as recorded in Plat Book 4885, page 117, and Section Five. Jackson Square as recorded in Plat Book 5800, page 159, said Register's Office, N 1 deg. 30'19"E, 596.96 feet to an iron pin; thence,

2. With the common boundary line of the property of Tract I above as recorded in Deed Book 7730, page 679, and the property of Charles H. Turner as recorded in Deed Book 4019, page 217, said Register's Office, S 87 deg. 29'48"E, 352.17 feet; thence,

3. N 2 deg. 11'53"E, 209.98 feet; thence,

4. S 87 deg. 42'39'E, 340.73 feet; thence,

5. N 6 deg. 08'21 "E, 200.00 feet to a concrete monument; thence,

6. S 87 deg. 24'39" E, 238.83 feet to a concrete monument; thence,

7. S 5 deg. 31'56" W, 215.18 feet; thence,

8. S 5 deg. 15'17"W, 363.77 feet; thence,

9. S 4 deg. 27'40"W, 425.37 feet to an iron pin on the north right-of-way line of Lebanon Pike; thence

10. With the north right-of-way line, N 87 deg. 29'41" W 618.57 feet to a concrete monument; thence,

11. 270.99 feet along the arc of a curve to the left having a radius of 21,537.90, a central angle of 0 deg. 43'15" and a chord bearing and distance of N 88 deg. 20'55"W, 270.99 feet to the point of beginning and containing 706,437 square feet or 16.218 acres.

Being the same property conveyed to Charles H. Turner and wife, Virginia W. Turner by Deed of record in Book 4019, page 217, Register's Office for Davidson County, Tennessee.

Tract 3-Fee:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, being a portion of land formerly owned by Gilbert S. Merritt as of record in Deed Book 1302, page 218, Register's Office for Davidson County, Tennessee. Said tract is a portion of Lot No. 1 and all of Out-Parcel 1 on the Final Plat of Oakwood Commons as of record in Plat Book 6900, page 639, said Register's Office, and more particularly described as follows:

Beginning at an existing iron pin on the north right-of-way line of Lebanon Pike, U.S. 70, the southeast corner of Out-Parcel 2 and proceeding as follows:

1. Leaving the north right-of-way line of Lebanon Pike and with the property line of Out-Parcel No. 2 North 2 degrees 50 minutes 07 seconds East, 158.04 feet to a concrete monument set; thence,

2. North 87 degrees 09 minutes 53 seconds West, 68.00 feet to a concrete monument set; thence

3. 100.52 feet along the arc of a curve to the right, having a radius of 261.80 feet, a central angle of 21 degrees 59 minutes 59 seconds and a chord bearing and distance of North 76 degrees 09 minutes 54 seconds West, 99.91 feet to a concrete monument set; thence

4. 118.68 feet along the arc of a curve to the left, having a radius of 309.08 feet, a central angle of 21 degrees 59 minutes 59 seconds and a chord bearing and distance of North 76 degrees 09 minutes 54 seconds West, 117.95 feet to a concrete monument set; thence,

5. North 87 degrees 09 minutes 53 seconds West, 10.39 feet to a point, said point is the original common property line of Charles H. Turner as of record in Deed Book 4019, page 217, said Register's Office, and Merritt's; thence

6. Leaving the property line of Out-Parcel 2 and with Turner's property line North 4 degrees 27 minutes 40 seconds East, 226.55 feet to a point; thence,

7. Continuing with said common line North 5 degrees 15 minutes 17 seconds East, 363.77 feet to a point; thence

8. North 5 degrees 31 minutes 56 seconds East, 139.05 feet to a concrete monument set; thence,

9. Leaving Turner's easterly property line South 87 degrees 09 minutes 53 seconds East, 556.06 feet to a concrete monument set; thence,

10. South 62 degrees 49 minutes 52 seconds East, 57.53 feet to a concrete monument set; thence

11. 355.65 feet along the arc of curve to the right having a radius of 290.58 feet, a central angle of 70 degrees 07 minutes 38 seconds and a chord bearing and distance of South 27 degrees 46 minutes 03 seconds East, 333.86 feet to a concrete monument set; thence

12. South 7 degrees 17 minutes 46 seconds West, 288.03 feet to a concrete monument set; thence

13. 206.43 feet along the arc of a curve to the left having a radius of 1404.62 feet, a central angle, of 8 degrees 25 minutes 13 seconds and a chord bearing and distance of South 3 degrees 05 minutes 10 seconds West, 206.24 feet to a concrete monument set; thence,

14. South 1 degree 07 minutes 27 seconds East, 103.50 feet to a concrete monument set; thence,

15. 40.01 feet along the arc of a curve to the right having a radius of 25.00 feet, a central angle of 91 degrees 42 minutes 14 seconds and a chord bearing and distance of South 44 degrees 43 minutes 40 seconds West, 35.88 feet to a concrete monument set; thence,

16. Westwardly, with the north right-of-way line of Lebanon Pike, 115.50 feet along the arc of a curve to the right having a radius of 1874.86 feet, a central angle of 3 degrees 31 minutes 47 seconds and a chord bearing and distance of North 87 degrees 39 minutes 20 seconds West, 115.48 feet to a concrete monument set; thence,

17. North 85 degrees 53 minutes 27 seconds West, 174.71 feet to a concrete monument set; thence,

18. 184.29 feet along the arc of a curve to the left having a radius of 17,225.00 feet, a central angle of 0 degrees 36 minutes 47 seconds and a chord bearing and distance of North 86 degrees 11 minutes 50 seconds West, 184.29 feet to the point of beginning and containing 662,532 square feet or 15.210 acres, more or less.

Being the same property conveyed to Heritage Realty Limited Partnership by Quitclaim Deed from Net Realty Holding Trust of record in Book 11567, page 308, Register's Office for Davidson County, Tennessee. (as to Tracts I and 3) The said Heritage Realty Limited Partnership having since changed its name to Heritage Property Investment Limited partnership of record in Book 11628, page 735, said Register's office.

Together with Declaration of Easements dated August 25, 1987, between Andrew Jackson Food Enterprises, Inc., and The Mitchell Company, granting easements for vehicular and pedestrian access in favor of the subject property, parking easements over the subject property, and the covenants and restrictions set forth therein, of record in Book 7513, page 191, said Register's Office; as amended by Amendment to Declaration of Easements of record in Book 7566, page 627, said Register's Office, and as further amended by Second Amendment to Declaration of Easements of record in Book 7733, page 57; said Register's Office and assigned in part as to certain off-site easement rights by The Mitchell Company to First Suburban Water Utility District of Davidson County, Tennessee (Cumberland Utility District) by Assignment of record in Book 7622, page 405, said Register's Office. (The documents described in this paragraph relate to Tracts 1 and 2 and to an easement appurtenant to Tract 1.)