THIS INSTRUMENT PREPARED BY:

Barbara E. Briamonte
Kimco Realty Corporation
3333 New Hyde Park Road
New Hyde Park, New York 11042

AFTER RECORDING, ~~RETURN TO~~:

RB Rivergate LLC
c/o RD Management LLC
810 Seventh Avenue, 10th Floor
New York, New York 10019
Attention: Legal Department

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of the 24 day of June, 2013, by and between Price Tennessee Properties, LP, a Tennessee limited partnership, party of the first part, and RB Rivergate LLC, a Tennessee limited liability company, party of the second part.

WITNESSETH: That for and in consideration of Ten Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, the party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the party of the second part, the following described real estate known as Marketplace at Rivergate, situated in the neighborhood of Madison, City of Nashville, County of Davidson, State of Tennessee and being more particularly described on Exhibit A attached hereto and incorporated herein by reference, together with all buildings, structures, fixtures and improvements located thereon.

The property is improved with an address of: 2125 Gallatin Pike, Nashville, Tennessee 37115.

Being the same property conveyed to the party of the first part by Special Warranty Deed of record in Book 10823, Page 47 in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforedescribed real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the party of the second part, its successors and assigns in fee simple forever.

The party of the first part does hereby covenant with the party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, except for those exceptions, reservations and other matters described on Exhibit "B" attached hereto and incorporated herein by reference; and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons claiming by, through, or under it, but not further or otherwise.

The word "party" as used herein shall mean "parties" if it refers to more than one person or entity, and pronouns shall be construed according to their proper gender and number according to the context hereof.

Return to:
Fidelity National Title Group
6840 Carothers Parkway
Suite 200
Franklin, Tennessee 37067

BILL GARRETT, Davidson County
Trans:T20130055441 DEEDWARRSP
Recvd: 07/01/13 09:29 5 pgs
Fees:28.00 Taxes:28619.50
20130701-0067302

IN WITNESS WHEREOF, the party of the first part has caused this instrument to be executed by and through its duly authorized officers as of the day and year first above written.

PRICE TENNESSEE PROPERTIES, LP

By: The Price REIT, Inc., its general partner

By: _____
Name: Raymond Edwards
Title: Vice President

STATE OF New York

COUNTY OF Nassau

Before me, Teresa Cicchetti, of the state and county aforementioned personally appeared Raymond Edwards, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be the VP (president or other officer authorized to execute the instrument) of The Price REIT, Inc., a corporation, the general partner of Price Tennessee Properties, LP, the within named bargainor, a limited partnership, and that such VP (president or other officer), executed the foregoing instrument for the purpose therein contained, by personally signing the name of the corporation as general partner of the limited partnership.

Witness my hand and seal, this 18th day of June, 2013.

_____
Notary Public

TERESA CICCHETTI
Notary Public, State of New York
No. 01CI4971574, Suffolk County
Commission Expires Sept. 4, 2014

My commission expires: 9.4.14

STATE OF New York
COUNTY OF Nassau

I hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $7,735,000, which amount is equal to or greater than the amount which the property would command at a fair and voluntary sale.

_____
Affiant

Subscribed and sworn to before me this the 18th day of June 2013.

_____
Notary Public

My commission expires: 9.4.14

TERESA CICCHETTI
Notary Public, State of New York
No. 01CI4971574, Suffolk County
Commission Expires Sept. 4, 2014

(SPACE BELOW THIS LINE FOR STATISTICAL AND RECORDING DATA ONLY)

TAX PARCEL NO.:

02615000100

NAME AND ADDRESS OF A PROPERTY OWNER:

RB Rivergate LLC
c/o RD Management LLC
810 Seventh Avenue, 10th Floor
New York, New York 10019

NAME AND ADDRESS OF THE PERSON OR ENTITY
RESPONSIBLE FOR THE PAYMENT OF THE REAL PROPERTY TAXES

RB Rivergate LLC
810 Seventh Avenue, 10th Floor
New York, New York 10019

Exhibit A

Legal Description

A tract of land in the Tenth Civil District of Davidson Count, Tennessee, being Lots 2 and 2A on the Plan of Property of Lot 2, Revised Rivergate Marketplace, as of record in Plat Book 6250, page 514, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an iron pin in the southeasterly right-of-way line of Gallatin Road (U.S- 31-E) (being a 148.70' right-of-way), said point being a distance of 411.80 feet northeasterly of the northeast right-of-way line of Twin Hill Drive (formerly Liberty Lane) extended (being a 50' right-of-way); thence, along said southeasterly right-of-way line of Gallatin Road North 47° 45 30" East, a distance of 728.35 feet to an iron pin at the northwesterly corner of the W. D. Tidwell et ux property, as of record in Deed Book 3308, page 336, Register's Office of Davidson County, Tennessee; thence, along the westerly line of said Tidwell property South 39° 46' 51" East, a distance of 620.54 feet to an iron pin; thence, South 47° 45' 30" West, a distance of 701.71 feet to a point set in bluff; thence, North 42° 14' 30" West, a distance of 619.97 feet to the point of beginning, containing an area of 10.177 acres, more or less.

Being the same property conveyed to Price Tennessee properties, L.P., a Tennessee limited partnership, deed from First Capital Institutional Real Estate, Ltd.-2, a Florida limited partnership, of record in Book 10823, page 47, Register's Office for Davidson County, Tennessee.

Together With:

Non-exclusive easements as set forth in that certain Reciprocal Easement and Development Agreement, recorded July 24, 1984 in Book 6344, page 518, Register's Office for Davidson County, Tennessee, and re-recorded in Book 6870, page 821, of said Register's Office, as amended by Revised Reciprocal Easement and Development Agreement, recorded November 20, 1985 in Book 6713, page 520,and as further amended in Instrument No. 20070927-0115356, of said Register's Office, on the terms and conditions therein, without limitation, for the purpose of pedestrian and vehicular ingress and egress, parking and utilities over the common area of Lot 1 on the Plan of Revised Rivergate Marketplace, as of record in Plat Book 6250, page 104, of said Register's Office.

Being the same property conveyed to Price Tennessee Properties, L.P., a Tennessee limited partnership in Book 10823, Page 47 Register's Office for Davidson County, TN.

Exhibit B

Title Exceptions

1. Subject to all matters shown on the Plan of record in Plat Book 6250, Page 514, Register's Office for Davidson County, Tennessee.

2. Easement Agreement of record in Book 6870, Page 812, in the Register's Office for Davidson County, Tennessee.

3. Reciprocal Easement and Development Agreement of record in Book 6344, Page 518, as re-recorded in Book 6870, page 821 and as revised in Book 6713, page 520 and as further amended in Instrument No. 20070927-0115356, in the Register's Office for Davidson County, Tennessee.

4. Memorandum of Lease by and between First Capital Institutional Real Estate, Ltd.-2, Lessor, and Buffets, Inc., Lessee, of record in Book 8810, Page 675, Register's Office for Davidson County, Tennessee; and terms and provisions of the underlying subject lease.

5. Sanitary sewer and storm drainage easement of record in Book 6360, Page 182 and Instrument No. 20120130-0008428, in the Register's Office for Davidson County, Tennessee.

6. Inspection and Maintenance Agreement for Private Stormwater Management Facilities of record in Instrument Number 20120130-0008365 , in the Register's Office for Davidson County, Tennessee.

7. Memorandum of Lease by and between Price Tennessee Properties, LP, Lessor, and Panda Express, Inc., Lessee, dated March 31, 2011, of record as Instrument # 20110826-0066048, Register's Office for Davidson County, Tennessee; and terms and provisions of the underlying subject lease.

8. Declaration of Covenant and Restriction of record in Instrument Number 20021017-0127805 , in the Register's Office for Davidson County, Tennessee.

9. Rights of those tenants described below, as tenants only, under recorded or unrecorded leases:

   Trees N Trends, Oak Factory Outlet, Old County Buffet, Tuesday Morning, Avenue, Spring PCS, Plato's Closet, Aspen Dental, Mattress King, Clothes Mentor, Panda Express, CD Warehouse and Mariner Finance

10. All matters as shown on Survey No. 1300345-2125 Gallatin Pike N Nashville TN, prepared by American Surveying & Mapping Inc., TN RLS# 2240, dated April 15, 2013, including the following:

    a. Buildings cross into easements by 9.3' at most
    b. Buildings cross into easements by 5.0' at most
    c. Buildings cross into easements by 3.3' at most
    d. Overhead utility lines as shown on survey.