3rd

SPECIAL WARRANTY DEED

FROM: KBS Riverview Business Center I & II, LLC, a Delaware limited liability company

TO: Albany Road-Riverview LLC, a Delaware limited liability company
Grantee

This instrument was prepared by:
L. Bruce Fischer, Esq.
Greenberg Traurig, LLP
3161 Michelson Drive, Suite 1000
Irvine, CA 92612

Address New Owner(s) as follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes:	Map-Parcel Numbers
Albany Road-Riverview LLC 10 High Street, 11th Floor Boston, Massachusetts 02110 Attention: Christopher J. Knisley	SAME	Map 070-11, Parcel 006

FOR AND IN CONSIDERATION OF the sum of TWELVE MILLION THREE HUNDRED THOUSAND AND NO/100 DOLLARS ($12,300,000.00), the receipt and sufficiency of which are hereby acknowledged, KBS RIVERVIEW BUSINESS CENTER I & II, LLC, a Delaware limited liability company ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto ALBANY ROAD-RIVERVIEW LLC, a Delaware limited liability company ("Grantee"), its successors and assigns, those certain tracts or parcels of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference, together with all improvements, buildings and structures located thereon (the "Property"), and all appurtenances and easements benefiting the Property.

The Property is improved property known as KBS Riverview Business Center I & II, 501 and 533 Mainstream Drive, Nashville, Davidson County, Tennessee.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors and assigns forever.

And Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And Grantor does further covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor (other than claims arising from the matters set forth on Exhibit B), but not further or otherwise. This conveyance is expressly made subject to the matters set forth on Exhibit B.

BILL GARRETT, Davidson County
Trans:T20140046471 DEEDWARRSP
Recvd: 06/30/14 14:51 10 pgs
Fees:53.00 Taxes:45510.00
20140630-0057300

Witness my hand this 27th day of June, 2014.

GRANTOR:

KBS RIVERVIEW BUSINESS CENTER I & II, LLC,
a Delaware limited liability company

By: KBS NASHVILLE INDUSTRIAL PORTFOLIO I, LLC,
a Delaware limited liability company,
its sole member

By: KBS REIT ACQUISITION XXVIII, LLC,
a Delaware limited liability company,
its sole member

By: KBS REIT PROPERTIES, LLC,
a Delaware limited liability company,
its sole member

By: KBS LIMITED PARTNERSHIP,
a Delaware limited partnership,
its sole member

By: KBS REAL ESTATE INVESTMENT TRUST, INC.,
a Maryland corporation,
general partner

By: _____
Charles J. Schreiber, Jr.
Chief Executive Officer

ACKNOWLEDGMENT

State of California
County of Orange)

On June 24, 2014 before me, K. Godin, Notary Public
(insert name and title of the officer)

personally appeared Charles J. Schreiber, Jr.,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature _____ (Seal)

NNA1 K. GODIN NNA1
Commission # 2029355
Notary Public - California
Orange County
My Comm. Expires Jun 17, 2017

STATE OF CALIFORNIA
COUNTY OF ORANGE

The actual consideration or value, whichever is greater, for this transfer is TWELVE MILLION THREE HUNDRED THOUSAND AND NO/100 DOLLARS ($12,300,000.00).

GRANTOR:

KBS RIVERVIEW BUSINESS CENTER I & II, LLC,
a Delaware limited liability company

By: KBS NASHVILLE INDUSTRIAL PORTFOLIO I, LLC,
a Delaware limited liability company,
its sole member

By: KBS REIT ACQUISITION XXVIII, LLC,
a Delaware limited liability company,
its sole member

By: KBS REIT PROPERTIES, LLC,
a Delaware limited liability company,
its sole member

By: KBS LIMITED PARTNERSHIP,
a Delaware limited partnership,
its sole member

By: KBS REAL ESTATE INVESTMENT TRUST, INC.,
a Maryland corporation,
general partner

By: _____
Charles J. Schreiber, Jr.
Chief Executive Officer

ACKNOWLEDGMENT

State of California
County of Orange)

On June 24, 2014 before me, K. Godin, Notary Public
(insert name and title of the officer)

personally appeared Charles J. Schreiber, Jr.,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

K. GODIN
Commission # 2029355
Notary Public - California
Orange County
My Comm. Expires Jun 17, 2017

Signature _____ **(Seal)**

EXHIBIT A

Description of Real Property:

(Attached)

501 and 533 Mainstream Drive

Real property in the City of Nashville, County of Davidson, State of Tennessee, described as follows:

Being Lot No. 34, on the Plan of MetroCenter Section Two, as shown on plat of record in Book 5200, page 237, in the Register's Office for Davidson County, Tennessee ("the Plat"), to which plat reference is hereby made for a more complete description.

Being a portion of the same property conveyed to KBS Nashville Industrial Portfolio I, LLC, a Delaware limited liability company by Special Warranty Deed from FirstCal Industrial 2 Acquisition, LLC, a Delaware limited liability company, recorded in Instrument No. 20071120-0135820, in the Register's Office for Davidson County, Tennessee.

Being further conveyed to KBS Riverview Business Center I & II, LLC, a Delaware limited liability company by deed of record in Instrument No. 20120713-0061803, Register's Office of Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Any lien to secure payment of real estate taxes, including special assessments, not delinquent.

2. All applicable laws, ordinances, rules and governmental regulations (including, without limitation, those relating to building, zoning and land use) affecting the development, use, occupancy or enjoyment of the property.

3. Any liens for services, labor or materials heretofore or hereafter furnished to the Property for which Grantee is entitled to a credit at closing pursuant to that certain Purchase and Sale Agreement and Escrow Instructions, dated as of May 12, 2014, as amended by that certain First Amendment to Purchase and Sale Agreement and Escrow Instructions, dated as of June 11, 2014, as assigned pursuant to that certain Assignment and Assumption of Purchase Agreement dated as of June 19, 2014 (as amended and assigned, the "Purchase Agreement"), for which Grantee is expressly responsible for payment under the terms of the Purchase Agreement, and/or which arises from any services, labor or materials contracted for by any tenant at the Property and with respect to which any such tenant is responsible for payment under the terms of its lease.

4. Rights of Quest Diagnostics, Inc., Lydia Security Monitoring, Inc., Time Warner Telecom, Inc., Interactive Security Systems, Group Data Services, Inc., Standard Parking Corporation, and Mission Point Health Partners as tenants in possession under unrecorded leases.

5. Matters shown on the Plan of record in Book 5200, page 237, Register's Office of Davidson County, Tennessee, as such items are depicted on the Tract III Survey: Owner's Certificate; 60-foot canal easements; 25-foot easement for private railroad lead track and access to pump station; storm water pump station; lake easement; 25-foot access easement; easement for city maintenance of levee; 15-foot Colonial Pipeline Easement; and 60' NES Easement.

6. Matters set forth in Restrictive Covenants Mat-Nel Company recorded in Book 4784, page 659, in the Register's Office for Davidson County, Tennessee, as modified by Modification to Restrictive Covenants Metrocenter Properties of record in Book 5792, page 787, as amended by Declaration of record in Book 7012, page 61, said Register's Office, as further modified by Restrictive Covenants Metrocenter Properties of record in Book 7012, page 62, said Register's Office, and which, among other things, contains or provides for covenants, conditions and restrictions but omitting any covenants, conditions or restrictions, if any, based on race, color, religion, sex, handicap, familial status, or national origin unless and only to the extent that the restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap but does not discriminate against handicapped persons.

7. Matters set forth in Article VI of Restrictive Covenants MetroCenter of record in Book 5242, page 389, Register's Office for Davidson County, Tennessee, as modified by

Modification to Restrictive Covenants MetroCenter Properties of record in Book 5792, page 787, as amended by Declaration of record in Book 7012, page 61, said Register's Office and which, among other things, contains or provides for covenants, conditions and restrictions but omitting any covenants, conditions or restrictions, if any, based on race, color, religion, sex, handicap, familial status, or national origin unless and only to the extent that the restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap but does not discriminate against handicapped persons.

8. Matters set forth in Declaration of Agreements, Charges, Assessments and Liens for Metrocenter Business Park recorded in Book 7487, page 952, in the Register's Office for Davidson County, Tennessee, which, among other things, contains or provides for the establishment of easements, liens, private charges or assessments, covenants, conditions and restrictions but omitting any covenants, conditions or restrictions, if any, based on race, color, religion, sex, handicap, familial status, or national origin unless and only to the extent that the restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap but does not discriminate against handicapped persons. The By-laws for Metrocenter Improvements Association, Inc. are set forth in Book 7487, page 969, said Register's Office.

9. Matters set forth in Declaration of Restrictive Covenants recorded in Book 9382, page 56, in the Register's Office for Davidson County, Tennessee, which, among other things, contains or provides for covenants, conditions and restrictions but omitting any covenants, conditions or restrictions, if any, based on race, color, religion, sex, handicap, familial status, or national origin unless and only to the extent that the restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap but does not discriminate against handicapped persons..

10. Matters set forth in Declaration of Restrictive Covenants recorded in Book 9420, page 176, in the Register's Office for Davidson County, Tennessee, which, among other things, contains or provides for covenants, conditions and restrictions but omitting any covenants, conditions or restrictions, if any, based on race, color, religion, sex, handicap, familial status, or national origin unless and only to the extent that the restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap but does not discriminate against handicapped persons.

11. Warranty Deed of Flowage Easement of record in Book 2280, page 535, Register's Office of Davidson County, Tennessee.

12. Agreement for Dedication of Easements for Sanitary Sewers and/or Storm Drainage, Water Mains, Pumps and Appurtenances of record in Instrument Number 20120503-0037897 , in the Register's Office for Davidson County, Tennessee.

13. Council Bill No. 73-608 which provides for dedication of permanent easement for the operation and maintenance of the pumping station and outlet works, levees, lakes and canals as needed for flood control and will also provide for reasonable public access for recreational use of the lakes, canals and levee areas.

14. Matters set forth in Declaration of Special Covenants & Restrictions of record in Book 11346, page 418, Register's Office of Davidson County, Tennessee, which, among other things, contains or provides for covenants, conditions and restrictions but omitting any covenants, conditions or restrictions, if any, based on race, color, religion, sex, handicap, familial status, or national origin unless and only to the extent that the restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap but does not discriminate against handicapped persons.

15. Rights of upper and lower riparian owners to the flow of the waters of a lake, free from diminution of pollution.

16. Changes in the boundary of the land resulting from erosion or accretion caused by the flow of a lake.

17. Survey Project No. 201401358-001 dated May 30, 2014, last revised June 18, 2014 and prepared by Gregory S. McVicar, TN RLS #2659 of Sherrill & Associates, Inc. on behalf of Bock & Clark's National Surveyor's Network (referred to herein as "Tract III Survey"), indicates the following:
    a. Parking lot crosses onto Levee Easement as shown (See Note A)