

AUG 26 2009

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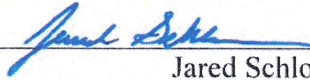
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\$ 339,000.00 (M) 10

NJ Deed (Bargain and Sale, Covenant as to Grantor's Acts)



Prepared by: (Print signer's name below signature)

Stroock & Stroock & Lavan LLP
180 Maiden Lane
New York, New York 10038


Jared Schlosser, Esq.

This Deed is made as of the 20 day of August, 2009, between NEPTUNE SHOPPING CENTER OWNER, LLC, a limited liability company of the state of Delaware, having its principal office c/o J.P. Morgan Investment Management, Inc., 245 Park Avenue, New York, New York 10167, referred to as the Grantor, and NEPTUNE PLAZA SHOPPING CENTER, LLC, a limited liability company of the state of New Jersey, whose post office address is c/o The Azarian Group, L.L.C., 6 Prospect Street, Suite 1B, Midland Park, NJ 07432, referred to as the Grantee.

The words "Grantor" and "Grantee" shall mean all Grantors and all Grantees listed above.

Transfer of Ownership. The Grantor grants and conveys (transfers ownership of) the property described below to the Grantee. This transfer is made for the sum of Thirty Three Million Nine Hundred Thousand and 00/100 Dollars (\$33,900,000.00).

The Grantor acknowledges receipt of this money.

Tax Map Reference. (N.J.S.A. 46:15-1.1): Municipality of Neptune (Block No. 1007; Lot No. 61).

No property tax identification number is available on the date of this Deed. (Check box if applicable)

Property. The Property consists of the land and all the buildings and structures on the land in the Township of Neptune, County of Monmouth and State of New Jersey. The legal description is as more particularly described on Exhibit A attached hereto and made a part hereof.

Promises by Grantor. The Grantor promises that except as provided on the list of permitted encumbrances attached hereto as Exhibit B, the Grantor has done no act to encumber the Property. This promise is called a "covenant as to grantor's acts" (N.J.S.A. 46:4-6). This promise means that the Grantor has not allowed anyone else to obtain any legal rights which affect the property (such as by making a mortgage or allowing a judgment to be entered against the Grantor).

NY 72192782

CLARE FRENCH, CITY CLK
MONMOUTH COUNTY, NJ
INSTRUMENT NUMBER
2009100856
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REALTY TRANSFER FEES \$746,665.00
COUNTY RECORDING FEES \$130.00
TOTAL PAID \$746,795.00