

**QUIT-CLAIM DEED
With Covenant**

KNOW ALL MEN BY THESE PRESENTS, that **GREAT MAINE WHARF, LLC**, a limited liability company organized and existing under the laws of the State of Maine and having a place of business at 42 Market Street, City of Portland, County of Cumberland and State of Maine (the "Grantor"), in consideration of One Dollar (\$1.00) and other good and valuable consideration paid by **MAINE WHARF, LLC**, a limited liability company formed under the laws of the State of Maine with a mailing address of P.O. Box 535 Buxton, Maine 04093 (the "Grantee"), the receipt whereof it does hereby acknowledge, does hereby remise, bargain, sell and convey, and forever quitclaim unto the said Grantee, its successors and assigns forever, the real estate, structures, and improvements sometimes known as 72 Commercial Street, Portland, Maine, as more particularly described in Exhibit A, attached hereto.

TO HAVE AND TO HOLD the same, together with all privileges and appurtenances thereunto belonging, to the said Grantee, its successors and assigns, to their own use and behoof forever.

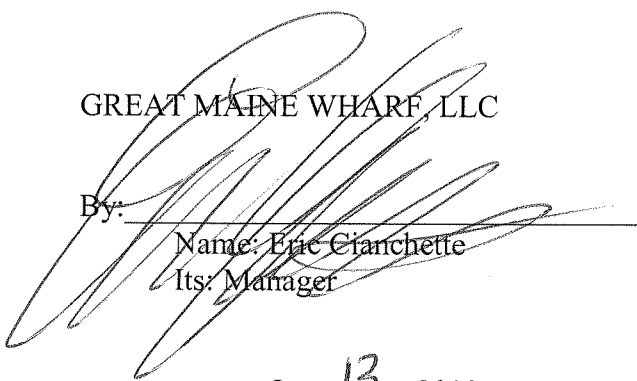
AND said Grantor does covenant with the said Grantee, its successors and assigns, that it will WARRANT AND DEFEND the premises to the said Grantee, its successors and assigns forever, against the lawful claims and demands of all persons claiming by, through or under the said Grantor.

IN WITNESS WHEREOF, the said Grantor has hereunto set its hand and seal this 13 day of June, 2013.

SIGNED, SEALED AND DELIVERED
in presence of,



GREAT MAINE WHARF, LLC

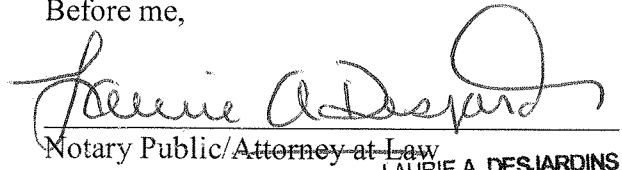
By: 
Name: Eric Cianchette
Its: Manager

STATE OF MAINE
COUNTY OF CUMBERLAND, ss.

June 13, 2013

Then personally appeared the above named Eric Cianchette, in his capacity as Manager of Great Maine Wharf, LLC, as aforesaid, and acknowledged the foregoing instrument to be his free act and deed in said capacity and the free act and deed of said limited liability company.

Before me,


Notary Public/Attorney-at-Law

LAURIE A. DESJARDINS
Notary Public, Maine

My Commission Expires March 26, 2019

SEAL

MAINE REAL ESTATE TAX PAID

EXHIBIT A

A certain lot or parcel of land, dock, wharf, and flats together with the buildings thereon, situated on or southerly of the southerly side of Commercial Street, in the City of Portland, County of Cumberland and State of Maine, bounded and described as follows: Beginning at a drill hole on the southerly side line of Commercial Street marking the northwest corner of the lot of land conveyed by Eastern Steamship Lines, Inc., to The Portland State Pier Site District by deed dated September 1, 1921, and recorded in the Cumberland County Registry of Deeds in Book 1082, Page 446;

Thence by Commercial Street southwesterly forty-two (42) feet to an angle therein;

Thence by Commercial Street southwesterly and deflecting to the north $2^{\circ} 20'$ from the last described course sixty-five and ninety-seven hundredths (65.97) feet to a spike;

Thence by other land now or formerly of Maine Wharf southeasterly and making an included angle with the last described course of $95^{\circ} 29'$, eighty and twenty-five hundredths (80.25) feet to a spike;

Thence by other land now or formerly of said Maine Wharf southwesterly and making an included angle with the last described course of $270^{\circ} 09'$, sixty-two and sixty-eight hundredths (62.68) feet to the division line between the premises herein conveyed and the premises now or formerly of the Custom House Wharf Proprietors;

Thence by said premises of the Custom House Wharf Proprietors southeasterly along the line denominated as Maine Wharf Property Line, determined by AP Robinson, CE., S $38^{\circ} 02'$ East in 1857 and S $36^{\circ} 17'$ East in 1873 to the northerly Harbor Commissioners Line in said Portland Harbor as presently established;

Thence northeasterly by said Harbor Commissioners Line to the intersection thereof with the southeasterly extension of a line designated as "Franklin Wharf Line by Commissioners in 1880", all as shown on Plan made for Randall & McAllister by E.C. Jordan and Company dated December 1906;

Thence northwesterly by said extension of and by said line designated as "Franklin Wharf Line by Commissioners in 1880" to the point of beginning.

Granting also all right, title and interest in and to any dock, piling, wharf and flats together with the buildings thereon, lying within the southerly, easterly and westerly side lines of the above-described parcel, or attached to the above described parcel or the structures thereon, also granting all right, title and interest to any and all constructive easements or easements of any kind (including the Cross Easement Agreement between Grantor and Flatbread Wharf, LLC, dated August 1, 2003 recorded at Book 19925, Page 192 of the Cumberland County Registry of Deeds) associated with the said premises.

Excepting from the above described parcel a certain parcel of land, dock, wharf and flats with the buildings thereon described in the Quitclaim Deed With Covenant from Wharf Holdings LLC to Flatbread Wharf LLC dated July 31, 2003 recorded in the said Registry of Deeds in Book 19925, Page 189.

The above described property is, in whole or in part, SUBJECT TO, the rights of others, conditions, obligations and restrictions to which reference is made in the following statements, instruments or laws. (These instruments or laws are hereby referred to for a more particular description):

1. The state of facts as shown on plan made for Randall & McAllister by E. C. Jordan and Company dated December, 1906;
2. Title to and rights of the public and others entitled thereto in and to those portions of the property lying within the bounds of Commercial Street;
3. Rights of the public to navigate in Portland Harbor;
4. The Covenants in this deed do not apply to any portion of the property which is between the southerly end of the wharf structure thereon and the Harbor Commissioners line; any portion of the property deemed to be Filled Land; any portion of the property leased pursuant to a Submerged Lands Lease from the State of Maine or any of its political subdivisions or Departments, and any portion of the property deemed to be an easement for a wharf on pilings; and
5. Federal, state and local laws relating to the tidal land and land bounded along tidal water and the rights of the public in tidal land.
6. Cross Easement Agreement between Wharf Holdings LLC and Flatbread Wharf, LLC dated August 1, 2003 recorded in the Cumberland County Registry of Deeds in Book 19925 Page 192.

Meaning and intending to convey and hereby conveying the same premises conveyed to Grantor by deed of Wharf Holdings LLC recorded in the Cumberland County Registry of Deeds in Book 23579, Page 180.

This deed is delivered pursuant to the exercise of the purchase option referenced in the Memorandum of Lease from the Grantor to the Grantee herein dated 8/28/2012 and recorded in said Registry of Deeds in Book 30179, Page 27.

P:\LRC\GENCURNT\Goodrich - Maine Wharf\EXHIBIT A.docx

Received
Recorded Register of Deeds
Jun 17, 2013 11:20:43A
Cumberland County
Pamela E. Lovley