

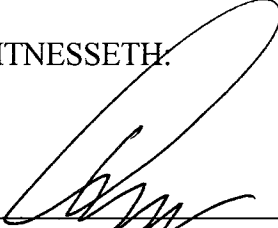
QUITCLAIM DEED WITH COVENANT

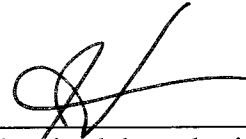
ATLANTIC BAYSIDE INVESTMENTS LLC, a Maine limited liability company with a place of business in Portland, Maine, FOR CONSIDERATION PAID, grants to VANDELAY INDUSTRIES LLC, a Maine limited liability company with a mailing address of 17 South Street, Unit 3, Portland, Maine 04101, with quitclaim covenant, certain real property, together with any improvements thereon, located in Portland, Cumberland County, Maine and more particularly described on Exhibit A attached hereto and made a part hereof.

IN WITNESS WHEREOF, the undersigned has caused this deed to be executed and delivered by its duly-authorized Manager this 16 day of April, 2015.

WITNESSETH.

ATLANTIC BAYSIDE INVESTMENTS LLC

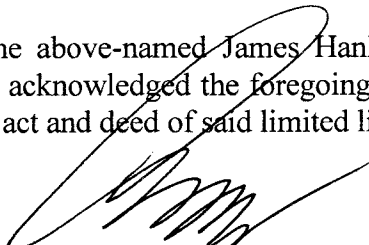

Name: Drew A. Anderson

By: 
James Hanley, its duly-authorized Manager

State of Maine
County of Cumberland

April 16, 2015

PERSONALLY APPEARED before me the above-named James Hanley, Manager of Atlantic Bayside Investments LLC, as aforesaid, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said limited liability company.


Name: Drew A. Anderson
Notary Public ~~Attorney at Law~~
My Commission Expires: 1/1/19

MAINE REAL ESTATE TAX PAID

EXHIBIT AParcel One:

A certain lot or parcel of land with the buildings thereon situated on the northerly side of Kennebec Street in the City of Portland, County of Cumberland and State of Maine, bounded and described as follows: Commencing at a point on the northerly side line of Kennebec Street three hundred forty-six and sixty-six hundredths (346.66) feet westerly on said northerly side line of Kennebec Street from the intersection of said side line of Kennebec Street with the westerly side line of Hanover Street and at the westerly corner of land formerly of H. M. Wilson; thence northerly $10^{\circ} 46'$ West along the westerly line of said Wilson land two hundred forty-two (242) feet, more or less, to a point in the southerly line of the former location of the Worcester, Nashua and Portland Division of the Boston & Maine Railroad Co.; thence South $77^{\circ} 9'$ West along said southerly side line of said railroad property one hundred forty-two (142) feet, more or less, to a point; thence continuing westerly along the southerly line of said railroad company's land on a line curving to the North with a radius of eight hundred fifty (850) feet, seventy-two and twenty-five hundredths (72.25) feet, more or less, to an iron pipe and the northeasterly corner of land conveyed by the Portland Water District to Celia A. Thaxter by deed dated March 22, 1916 and recorded in Cumberland County Registry of Deeds in Book 973, Page 333; thence South $9^{\circ} 10'$ East along the easterly line of said Thaxter land one hundred thirty-six and three-tenths (136.3) feet to Kennebec Street; thence easterly by the northerly side line of Kennebec Street to the point of beginning.

Parcel Two:

Also a certain lot or parcel of land situated on the southerly side of Marginal Way, in said City of Portland, bounded and described as follows: Beginning on the southerly side line of land conveyed by George P. Wescott, et al. to the Portland & Rochester Railroad by deed dated May 1, 1896 and recorded in Cumberland County Registry of Deeds in Book 638, Page 248, at its intersection with the easterly side line of land as described in the deed of the Portland Water District to Joseph D. Silverman, dated February 19, 1943 and recorded in said Registry of Deeds in Book 1704, Page 354; thence westerly along said southerly side line of land formerly of Portland Terminal Company and the northerly side line of land of said Silverman as described in the last mentioned deed, to the westerly side line of land of said Silverman as described in said last mentioned deed; thence continuing westerly along the southerly side line of land formerly of Portland Terminal Company and the northerly side line of land described in the deed of Warren Realty Co., to C. E. Noyes & Co., dated February 16, 1929 and recorded in said Registry of Deeds in Book 1315, Page 95, to its intersection with the southerly side line of Marginal Way; thence easterly along said southerly side line of Marginal Way to a point twelve (12) feet southerly from, measured normal to, the center of sidetrack known as No. 20 of the Portland Terminal Company as shown on Valuation Plan, Section One C (1C) Sheet One (1) of the Federal Valuation Survey, dated June 30, 1916; thence in a general easterly direction on a line which is always twelve (12) feet southerly from, measured normal to, said sidetrack No. 20, to its intersection with the prolongation northerly of the easterly side line of land of the said Silverman as described in the aforesaid deed from the Portland Water District to said Silverman; thence

southerly along said northerly prolongation to the point of beginning, containing eleven thousand two hundred (11,200) square feet, more or less.

Being the same premises conveyed to Bertha Silverman by Portland Terminal Company by deed dated October 10, 1945 and recorded in Cumberland County Registry of Deeds in Book 1794, Page 144.

Excepting from the above described premises the premises described in deed of Bertha Silverman to Depositors Corporation dated December 15, 1972 and recorded at said Registry in Book 3339, Page 178.

Parcel Three:

A certain lot or parcel of land and building thereon situated on the southerly side of Kennebec Street in the City of Portland, County of Cumberland and State of Maine being bounded and described as follows:

Beginning at an iron marking the intersection of the Westerly line of Brattle Street and Southerly line of said Kennebec Street;

Thence Westerly by the Southerly line of said Kennebec Street along a curve to the right whose radius is 1161.71 feet a distance, measured along the arc, of 108.92 feet to an iron;

Thence through land now or formerly of Depositor's Corporation retained by said Depositors Corporation in its deed to Bertha Silverman dated December 15, 1972 and recorded at the said Registry in Book 3339 Page 181, and through an existing building as described in said deed to Silverman along the Westerly face of said building wall on a course of S 17° 30' W a distance of 35.21 feet to an iron on the Northerly line of land of Portland Terminal Co., said iron being located 10 feet Northerly and measured normal to the center or base line of Portland Terminal Co. as established by the Federal Valuation Survey dated June 30, 1916;

Thence Easterly along a curve to the left and maintaining a distance of 10 feet Northerly and normal to said Portland Terminal Co. base line a distance of 122.57 feet measured along the arc of said curve to an iron on the westerly line of said Brattle Street;

Thence by said Westerly line of Brattle Street on a course of N 12° 12' 20" W a distance of 24.64 feet to the point of beginning.

Being a portion of the premises conveyed to Depositors Corporation by Noyes Tire Co. by deed dated April 12, 1972, and recorded in the Cumberland County Registry of Deeds in Book 3224, Page 280.

Above courses are magnetic.

Together with a right of entry to enter at reasonable times and with reasonable notice to said Depositors Corporation on a certain parcel of land one foot in width immediately adjacent to the Westerly side of the above described property; commencing at an iron pin on the Southerly sideline of Kennebec Street, which iron marks the Northwesterly corner of the property herein

conveyed; thence southeasterly $17^{\circ} 30'$ W 35.21 feet along the Westerly sideline of the above-described property to an iron pin; thence Westerly along the southerly boundary of property now or formerly of Depositors Corporation one foot to a point; thence 35 feet more or less generally Northeasterly maintaining a one foot distance from the first course described herein to a point on the southerly sideline of Kennebec Street; thence generally easterly along the southerly sideline of Kennebec Street one foot to the point of beginning; said right of entry solely and exclusively for the purposes of maintaining and repairing the westerly wall of the building as described in the said deed to Silverman dated December 15, 1972 and recorded at the said Registry in Book 3339 Page 181, and specifically reserving to Depositors Corporation the right to tear down and remove all portions of the building westerly of the westerly sideline of the above-described property.

Being the same premises conveyed to the same Bertha Silverman by deed of Depositors Corporation dated December 15, 1972 and recorded at said Registry in Book 3339, Page 181.

Parcel Four:

A certain parcel of land situated on the southerly side of Marginal Way, so-called, in the City of Portland, County of Cumberland, State of Maine, bounded and described as follows:

Beginning in the northeast corner of land conveyed by Portland Terminal Company to Bertha Silverman by deed dated July 6, 1945, and recorded in Cumberland County Registry of Deeds in Book 1794, Page 144, said point lying in the northerly prolongation of the easterly sideline of land as described in the deed of the Portland Water District to Joseph D. Silverman dated February 19, 1943, and recorded in Cumberland County Registry of Deeds in Book 1704, Page 354;

Thence westerly along the northerly sideline of said land of Bertha Silverman approximately one hundred (100) feet more or less to its intersection with the southerly line of Marginal Way;

Thence easterly along the southerly line of Marginal Way one hundred (100) feet more or less to its intersection with said prolongation northerly of the easterly sideline of land of the said Silverman as described in the aforesaid deed from the Portland Water District to said Silverman;

Thence southerly along said northerly prolongation thirty-eight (38) feet more or less to the point of beginning.

Containing nineteen hundred (1900) square feet more or less.

For source of title, reference may be had to the deed from George P. Wescott, et al., to Portland and Rochester Railroad dated May 1, 1896, recorded in Cumberland County Registry of Deeds in Book 638, Page 248.

Being the same premises conveyed to the said Bertha Silverman by deed of Portland Terminal Company, dated January 4, 1973, recorded at said Registry in Book 3348, Page 115.

All of the above described Parcels One, Two, Three and Four, being the same premises conveyed to Grantor by deed dated January 24, 2014, and recorded in the Cumberland County Registry of Deeds in Book 31304, Page 31.

The foregoing conveyance is subject to real estate taxes not yet due and payable, leases and tenancies disclosed to Grantee, and Maine Department of Environmental Protection – No Further Action Assurance Letter – Voluntary Response Action Program (VRAP), dated December 16, 2014 and recorded in said Registry in Book 32104, Page 56, as affected by the Declaration of Environmental Covenant, dated January 22, 2015 and recorded in said Registry in Book 32104, Page 62.

At the Grantee's direction, the above-described premises were surveyed by Owen Haskell, Inc. and are shown on an ALTA/ACSM Land Title Survey for 1 Marginal Way, 195 Kennebec Street, 200 Kennebec Street and 202 Kennebec Street, Portland made for Vandelay Industries LLC dated April 10, 2015 to be recorded (the "Plan"). Based on the Plan, the Grantor hereby grants, without warranty or covenant whatsoever, the following described parcels:

195 Kennebec Street:

A certain lot or parcel of land with the buildings thereon, situated on the southerly side of Marginal Way and the northerly side of Kennebec Street in the City of Portland, County of Cumberland and State of Maine bounded and described as follows:

Beginning at a 5/8" iron rod on the southerly sideline of Marginal Way at the northeasterly corner of land now or formerly of Bayside Ventures II LLC thence, northeasterly along the southerly sideline of said Marginal Way along a curve to the left having a radius of 1005.37 feet an arc length of 94.71 feet to an iron rod to be set, said point being 94.67 feet on a course of N 51°28'17" E from the first named point;

Thence, N 48°46'23" E along the southerly sideline of said Marginal Way 126.64 feet to an iron rod to be set and land now or formerly of Bayside Ventures LLC;

Thence, S 25°07'36" E along land of said Bayside Ventures LLC, land now or formerly of Atlantic Bayside Square LLC and land now or formerly of Atlantic Bayside Holdings LLC 325.12 feet to an iron rod to be set on the northerly sideline of Kennebec Street;

Thence, northwesterly along the northerly sideline of said Kennebec Street along a curve to the right having a radius of 1111.71 feet an arc length of 245.29 feet to land of said Bayside Ventures II LLC, said point being 244.79 feet on a course of S 89°53'38" W from the last named point;

Thence, N 19°25'28" W along land of said Bayside Ventures II LLC 46.57 feet to an iron rod to be set;

Thence, N 23°27'55" W along land of said Bayside Ventures II LLC 118.23 feet to the southerly sideline of said Marginal Way and the point of beginning containing 53,972 square feet.

200 Kennebec Street:

A certain lot or parcel of land situated on the southerly side of Kennebec Street in the City of Portland, County of Cumberland and State of Maine bounded and described as follows:

Beginning at a point on the southerly sideline of Kennebec Street at the northeasterly corner of land now or formerly of Bayside Ventures II LLC thence, southeasterly along the southerly sideline of said Kennebec Street along a curve to the left having a radius of 1161.71 feet an arc length of 108.18 feet to a 1" iron pipe and the westerly sideline of Brattle Street, said point being 108.14 feet on a course of S 89°55'13" E from first named point;

Thence, S 29°33'34" E along the westerly sideline of said Brattle Street 24.51 feet to an iron rod to be set and land now or formerly of the City of Portland;

Thence, northwesterly along land of said City of Portland along a curve to right having a radius of 987.90 feet an arc length of 123.56 feet to land of said Bayside Ventures II LLC, said point being 123.48 feet on a course of S 83°41'13" W from the last named point;

Thence, N 04°05'28" E along land of said Bayside Ventures II LLC 35.14 feet to the southerly sideline of said Kennebec Street and the point of beginning containing 3,354 square feet.

Received
Recorded Register of Deeds
Apr 17, 2015 01:19:16P
Cumberland County
Nancy A. Lane