

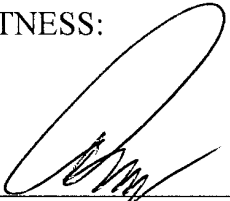
QUITCLAIM DEED WITH COVENANT
Maine Statutory Short Form

MAINE REAL ESTATE TAX PAID


KNOW ALL PERSONS BY THESE PRESENTS THAT **511 PLAZA LIMITED PARTNERSHIP**, a Maine limited partnership having an address at 21 Technology Drive, Suite 6, West Lebanon, New Hampshire 03784, for consideration paid, grants to **OCEAN GATE, LLC**, a Maine limited liability company with a place of business at 151 Newbury Street, Portland, Maine 04101 with **QUITCLAIM COVENANTS**, the land, together with any improvements thereon, situated in the City of Portland, County of Cumberland, and State of Maine more particularly described in **Exhibit A-1 and Exhibit A-2** attached hereto and made a part hereof.

IN WITNESS WHEREOF, the said 511 PLAZA LIMITED PARTNERSHIP has caused this instrument to be signed and sealed this 18th day of April, 2014.

WITNESS:



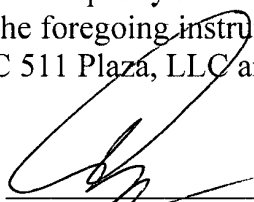
511 Plaza Limited Partnership
By. BBBC 511 Plaza, LLC
Its General Partner

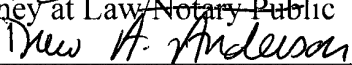
By: 
Name: William Braucher
Its: Manager

STATE OF MAINE
COUNTY OF CUMBERLAND

April 18, 2014

Then personally appeared the above named William Braucher, in his said capacity as Manager of BBBC 511 Plaza, LLC, in its capacity as General Partner of 511 Plaza Limited Partnership and acknowledged the foregoing instrument to be his free act and deed, the free act and deed of said BBBC 511 Plaza, LLC and free act and deed of 511 Plaza Limited Partnership, before me.



Attorney at Law/Notary Public


Printed Name

EXHIBIT A-1

511 Congress Street, Portland, Maine

A certain lot or parcel of land, with any buildings or improvements thereon, situated at the westerly corner of Congress and Brown Streets in the City of Portland, County of Cumberland and State of Maine, being bounded and described as follows:

BEGINNING at a point where the southwesterly side of Brown Street intersects the northwesterly side of Congress Street, which point is also the most easterly corner of land conveyed by W. H. Clifford Company to Maine Savings Bank by deed dated July 21, 1972, and recorded in the Cumberland County Registry of Deeds in Book 3271, Page 139; thence by said Congress Street South $59^{\circ} 24' 30''$ West, one hundred eighty-five and ninety-three hundredths (185.93) feet to the most easterly corner of land owned by the Maine Charitable Mechanics Association; thence by said land of Maine Charitable Mechanics Association by the follow courses and distances: North $23^{\circ} 58'$ West, forty-two and fifty hundredths (42.50) feet to a point; thence North $66^{\circ} 02'$ East, four and thirty-three hundredths (4.33) feet to a point; thence North $23^{\circ} 58'$ West, fifty-six and eighty-six hundredths (56.86) feet to the most northerly corner of said land of Maine Charitable Mechanics Association; thence South $65^{\circ} 52'$ West, sixty and forty hundredths (60.40) feet to the easterly side of Casco Street; thence North $23^{\circ} 51'$ West by the easterly side of Casco Street, twenty-six and ninety-six hundredths (26.96) feet to the southerly corner of the existing, or formerly existing, Maine Savings Bank Building; thence around the perimeter of the existing, or formerly existing, Maine Savings Bank Building by the following courses and distances:

North $66^{\circ} 09'$ East, seventy-five and seventy-five hundredths (75.75) feet to a corner in said Building; thence North $23^{\circ} 51'$ West, seventy-nine and ninety-five hundredths (79.95) feet to another corner in said Building; thence North $66^{\circ} 09'$ East, four and fifty hundredths (4.50) feet to another corner in said Building; thence North $23^{\circ} 51'$ West, fourteen and twenty-two hundredths (14.22) feet to another corner in said Building; thence South $66^{\circ} 09'$ West, four and fifty hundredths (4.50) feet to another corner in said Building; thence North $23^{\circ} 51'$ West, twenty-two and eighty-seven hundredths (22.87) feet to another corner in said Building; thence South $66^{\circ} 09'$ West, seventy-five and seventy-five hundredths (75.75) feet by the northwesterly line of said Building, and said line extended, to the easterly side of Casco Street; thence by the easterly side of Casco Street North $23^{\circ} 51'$ West, twelve and nine hundredths (12.09) feet to a point and other land of the successors or assigns of Maine Savings Bank; thence by said other land formerly of Maine Savings Bank North $66^{\circ} 09'$ East two hundred twenty-two and fifty-nine hundredths (222.59) feet to the westerly side of Brown Street; thence by the westerly side of Brown Street South $28^{\circ} 20' 29''$ East, two hundred thirty-four and five hundredths (234.05) feet to the intersection of the westerly side of Brown Street with the northerly side of Congress Street

and the point of beginning.

Together with the benefit of and subject to the easements as described in the Quitclaim Deed With Covenant from 511 Plaza Limited Partnership to 15 Casco Street, LLC, dated October 19, 2006 and recorded in said Registry of Deeds in Book 24517, Page 152.

Together with easements and rights granted to Maine Charitable Mechanics' Association as set forth or referred to in an indenture dated February 26, 1910, by and between Maine Charitable Mechanics' Association and John S. Russell, et al. recorded in said Registry of Deeds in Book 852, Page 191, as modified and amended by Agreement dated July 31, 1973 between Maine Charitable Mechanics' Association and Maine Savings Bank dated July 31, 1973, and recorded at said Registry of Deeds in Book 3439, Page 245, and as may be affected by Easement Deed granted to Northern Utilities, Inc. dated July 13, 1995, and recorded at said Registry of Deeds in Book 12012, Page 115, subject to rights of others to also use such easement.

Being a portion of the premises conveyed to 511 Plaza Limited Partnership by Quitclaim Deed With Covenant from Spring Street Limited Partnership dated June 2, 2005 and recorded in said Registry of Deeds in Book 22717, Page 79.

EXHIBIT A-2

Surface Parking Lots, Portland, Maine

The following described parcels of land shown on Plans entitled "ALTA/ACSM Land Title Survey on Casco Street, Shepley Street and Oak Street, Portland, Maine" made for C.B. Richard Ellis by Owen Haskell, Inc. dated October 21, 2002, last revised November 12, 2002, Sheets 1 of 2 and 2 of 2, recorded in the Cumberland County Registry of Deeds in Plan Book 203, Pages 11 and 12; and "ALTA/ACSM Land Title Survey Portland, Maine, Maine Savings Plaza" made for C.B. Richard Ellis by Owen Haskell, Inc., last revised October 23, 2002, original plan dated June 27, 1973 and made by H.I. & E.C. Jordan Surveyors."

Parcel "B & C" - the Oak-Shepley Lot and the Shepley-Casco Lot

A certain lot or parcel of land located on the southeasterly side of Shepley Street, the northeasterly side of Oak Street and the southwesterly side of Casco Street, in the City of Portland, County of Cumberland, State of Maine, bounded and described as follows:

BEGINNING at a point at the intersection of the southeasterly side of Shepley Street with the northeasterly side of Oak Street;

Thence N 58° 34' 13" E, along the southeasterly side of said Shepley Street, 290.00 feet to the intersection of the southeasterly side of said Shepley Street with the southwesterly side of Casco Street;

Thence S 23° 51' 00" E, along with southwesterly side of Casco Street, 54.39 feet to the northerly corner of land now or formerly owned by John J. Quirk and Sally L. Quirk as described in Book 11794, Page 306;

Thence S 66° 06' 44" W, along land of said Quirk, 68.20 feet to a point;

Thence S 30° 25' 49" E, along land of said Quirk, 35.19 feet to a point;

Thence S 58° 31' 12" W, along land of said Quirk, also along the northwesterly line of land now or formerly of Survey Properties, Inc. as described in Book 11113, Page 126, 122.49 feet to a 5/8 inch rebar set on the northeasterly line of land now or formerly of Henry D. Audesse et al. as described in Book 7686, Page 334;

Thence N 30° 39' 41" W, along land of said Audesse, 14.64 feet to a 5/8 inch rebar set;

Thence S 57° 06' 52" W, along land of said Audesse, 93.52 feet to a 5/8 inch rebar set on the northeasterly side of said Oak Street;

Thence N 30° 25' 49" W, along the northeasterly side of said Oak Street, 68.00 feet to the point

of beginning.

Grantor specifically excludes from the limited warranty covenants (quitclaim with covenants) contained in this deed with respect to so much of the above-described Oak-Shepley Lot and Shepley-Casco Lot as is shown on said ALTA/ACSM Land Title Survey dated October 21, 2002 and last revised November 12, 2002, Sheet 1 of 2 as "Gore" and "Building Encroachment".

Parcel D – the 354-358 Cumberland Avenue Lot and the 48-72 Brown Street Lower Level and Upper Level Lots

A certain lot or parcel of land located on the southeasterly side of Cumberland Avenue, southwesterly side of Brown Street, and the northeasterly side of Casco Street, in the City of Portland, County of Cumberland, State of Maine, bounded and described as follows:

BEGINNING at the intersection of the southeasterly side of Cumberland Avenue with the southwesterly side of Brown Street;

Thence S 28° 19' 02" E, along the southwesterly side of Brown Street, 294.48 feet to a 5/8 inch rebar set on the northwesterly line of land now or formerly of the October Corporation as described in Book 12007, Page 156 (being the 511 Congress Street Parcel hereinabove described);

Thence S 66° 09' 00" W, along said 511 Congress Street Parcel, 222.59 feet to the northwesterly side of Casco Street;

Thence N 23° 51' 00" W, along the northeasterly side of Casco Street, 129.28 feet to the southerly corner of land now or formerly of John J. Quirk and Sally L. Quirk as described in Book 4798, Page 12;

Thence N 66° 56' 23" E, along land of said Quirk, 130.93 feet to a point;

Thence N 5° 14' 53" E, along land of said Quirk, 28.02 feet to a point;

Thence N 28° 12' 53" W, along land of said Quirk, also along land now or formerly of Cumby Corporation as described in Book 10797, Page 147, 141.49 feet to the southeasterly side of said Cumberland Avenue;

Thence N 65° 40' 30" E, along the southeasterly side of said Cumberland Avenue, 66.00 feet to the point of beginning.

Being a portion of the premises conveyed to 511 Plaza Limited Partnership by Quitclaim Deed With Covenant from Spring Street Limited Partnership dated June 2, 2005 and recorded in said Registry of Deeds in Book 22717, Page 79.

S:\B\BRAW36\Gardner P&S\Closing Documents\Deed.doc

Received
Recorded Register of Deeds
Apr 18, 2014 01:04:13P
Cumberland County
Pamela E. Lovley