

EXHIBIT 1

Liens to be extinguished – Include but are not limited to the following:

Concord Campus/Maris Grove – Delaware County, PA

SALE/LEASEBACK

Memorandum of Ground Lease by and between **Strategic Concord Landholder, LP** (Landlord) and Concord Campus, L.P. (Tenant) dated 10/11/2005 and recorded in Volume 3643 page 1142.

MECHANICS AND MUNICIPAL CLAIMS:

A. Plaintiff: **Eastern High-Reach Co. Inc.** Defendant: Concord Campus, LP 100 Maris Grove Way Glen Mills, Pa. 19342 and Strategic Concord Landholder LP 116 Pine St. Suite C/O Ct Corp. System Harrisburg, Pa. 17101 Filed: 9/16/2009 No. 09-011675 in the amount of **\$2,475.10**

B. Plaintiff: **Allan A. Myers LP** Defendant: Concord Campus, LP, Erickson Retirement Communities LLC, Maris Grove, Inc., 701 Maiden Choice La. Baltimore Md. 21228 Filed: 11/24/2009 No. 09-015409 in the amount of **\$378,255.16**

C. Plaintiff: **Northwest Electric Inc.** Defendant: Concord Campus, LP 701 Maiden Choice La. Baltimore Md. 21228 Filed: 12/2/2009 No. 09-015676 in the amount of **\$438,451.43**

D. Plaintiff: **Northwest Electric Inc.** Defendant: Concord Campus, LP 701 Maiden Choice La. Baltimore Md. 21228 Filed: 12/2/2009 No. 09-015677 in the amount of **\$228,185.63**

E. Plaintiff: **Northwest Electric Inc.** Defendant: Concord Campus, LP 701 Maiden Choice La. Baltimore Md. 21228 Filed: 12/2/2009 No. 09-015678 in the amount of **\$108,917.57**

F. Plaintiff: **Northwest Electric Inc.** Defendant: Concord Campus, LP 701 Maiden Choice La. Baltimore Md. 21228 Filed: 12/2/2009 No. 09-015679 in the amount of **\$210,100.84**

G. Plaintiff: **Hightec Hvac Inc.** Defendant: Concord Campus, LP 701 Maiden Choice La. Baltimore Md. 21228 Filed: 12/23/2009 No. 09-016895 in the amount of **\$84,949.25**

H. Plaintiff: **Hunt & Walsh Inc.** Defendant: Concord Campus, LP 701 Maiden Choice La. Baltimore Md. 21228 Filed: 1/15/2010 No. 10-000515 in the amount of **\$116,496.25**

I. Plaintiff: **Winchester Group Inc.** Defendant: Concord Campus, LP 701 Maiden Choice La. Baltimore Md. 21228, and Strategic Concord Landholder LP, 3424 Peachtree Road NE Suite 800 Atlanta Ga. 30326, and CT Corporation System, 116 Pine St. Suite 320 Harrisburg, Pa. 17101 Filed: 1/19/2010 No. 10-000589 in the amount of **\$108,453.44**

J. Plaintiff: **Construction Resources United Corp.** Defendant: Strategic Concord Landholder, LP, 1585 Broadway Floor 37 M Stanley/Usre Inv. New York, N.Y. 10036 Filed: 10/15/2009 No. 09-013445 in the amount of **\$117,804.83**

K. Plaintiff: **Whirlpool Corporation** Defendant: Erickson Construction LLC, 703 Maiden Choice La. Baltimore Md. 21228 Filed: 10/28/2009 No. 09-013748 in the amount of **\$69,216.39**

L. Plaintiff: **Whirlpool Corporation** Defendant: Erickson Construction LLC, 703 Maiden Choice La. Baltimore Md. 21228 Filed: 10/28/2009 No. 09-013756 in the amount of **\$82,091.27**

MORTGAGES & RELATED SECURITY DOCUMENTS:

A. Amount: **\$70,000,000.00**

Mortgagor: Concord Campus, LP

Mortgagee: Mercantile Safe Deposit & Trust Company (Now PNC Bank)

Dated: 8/30/2005 and Recorded 9/2/2005 in 3586 Page 2069 (also covers other property).

Assignment of Rents and Leases dated 8/30/2005 and recorded in Volume 3586 Page 2124.

B. Amount: \$50,000,000.00

Mortgagor: Concord Campus, LP

Mortgagee: Strategic Ashby Ponds Lender LLC

Dated: 5/31/07 and Recorded June 19, 2007 in 4129 Page 215

C. Debtor: Concord Campus LP

Secured Party: **Mercantile Safe Deposit & Trust Company (Now PNC Bank)**

Recorded in 3585 Page 344

D. Debtor: Concord Campus LP

Secured Party: **Mercantile Safe Deposit & Trust Company (Now PNC Bank)**

Recorded in 3586 Page 2162

E. Debtor: Concord Campus LP

Secured Party: **Strategic Ashby Ponds Lender LLC**

Recorded in 4129 Page 335

F. Ground Lessor Tri-Party Agreement set out in Volume 3643 page 1185.

G. Cross Tri-Party Agreement set out in Volume 4129 page 275.

Kansas Campus/Tall Grass – Johnson County, KS

MORTGAGES & RELATED SECURITY DOCUMENTS:

A. Mortgage executed by Kansas Campus, LLC, a Maryland limited liability company, to **Mercantile-Safe Deposit and Trust Company, (Now PNC)** dated April 28, 2006 and filed May 11, 2006 in Book 200605 at Page 004515, which states that it secures a lien in the original amount of \$20,000,000.00. Amended and Restated Mortgage, Security Agreement and Fixture Filing, dated April 3, 2007 and filed April 6, 2007 at Book 200704, Page 002476 among the Land

Records of Johnson County, Kansas. (Covers additional property) increasing the amount to **\$65,000,000**

B. Mortgage, Assignment of Rents and Leases, Security Agreement and Fixture Filing by and between Kansas Campus, LLC and **MSRESS III Kansas Campus, L.P.**, filed April 6, 2007 in Book 200704, at Page 002485, which states that it secures a lien in the original amount of **\$25,000,000.00**. (Covers additional property)

C. Assignment of Rents and Leases by and between Kansas Campus, LLC and **Mercantile-Safe Deposit and Trust Corporation (now PNC)**, dated April 3, 2007 and filed April 6, 2007 at Book 200704, Page 002477.

D. UCC-1 Financing Statement by and between Kansas Campus, LLC, as Debtor, and **Mercantile-Safe Deposit and Trust Company (now PNC)**, as Secured Party, filed May 11, 2006, in Book 200605, at Page 004516, as amended April 6, 2007 in Book 200704 at Page 002478.

E. UCC-1 Financing Statement by and between Erickson Retirement Communities, LLC, as Debtor, and **Mercantile-Safe Deposit and Trust Company (now PNC)**, as Collateral and Administrative Agent, as Secured Party, filed April 6, 2007 in Book 200704 at Page 002479

F. UCC-1 Financing Statement by and between Tallgrass Creek, Inc., as Debtor, and Kansas Campus, LLC, as Secured Party, filed April 6, 2007 in Book 200704 at Page 002480, as assigned to **Mercantile-Safe Deposit and Trust Company (now PNC)**, as Collateral and Administrative Agent, filed April 6, 2007 in Book 200704 at Page 002481.

G. UCC-1 Financing Statement by and between Kansas Campus, LLC, as Debtor, and **MSRESS III Kansas Campus, L.P.**, as Secured Party, filed April 6, 2007 in Book 200704, at Page 002486.

H. Subordination and Standstill Tri-Party Agreement by and between **Mercantile-Safe Deposit and Trust Company (now PNC)**, as Collateral and Administrative Agent, **MSRESS III Kansas Campus, L.P.**, and **Kansas Campus, LLC**, filed April 6, 2007 in Book 200704, at Page 002487.

I. Collateral Assignment of Junior Mortgage to Mercantile-Safe Deposit and Trust Company, dated April 3, 2007 and filed April 6, 2007 in Book 200704 at Page 002483.

ERC Headquarter – Baltimore County, MD

MORTGAGES & RELATED SECURITY DOCUMENTS:

A. Indemnity Deed of Trust... in favor of **Mercantile-Safe Deposit and Trust Company, (Now PNC) in the face amount of \$5,800,000** recorded in Liber SM No. 9339, folio 526, as modified by instruments recorded in Liber SM No. 10664, folio 821, Liber SM No. 11344, folio 314 and Liber SM No. 12608, folio 408; and as amended by instrument recorded in Liber SM No. 13830, folio 200; and as amended and restated by instrument recorded in Liber SM No. 19335, folio 388.

Indemnity Financing Statement in favor of **Mercantile-Safe Deposit and Trust Company, (Now PNC)** recorded in Liber SM No. 9339, folio 564; as amended by instruments recorded in Liber SM No. 11344, folio 332 and Liber SM No. 19335, folio 412.

Guarantor Assumption Agreement with **Mercantile-Safe Deposit and Trust Company, (Now PNC)** recorded in Liber SM No. 12608, folio 404.

Indemnity Financing Statement in favor of **Mercantile-Safe Deposit and Trust Company, (Now PNC)** recorded in Liber SM No. 12608, folio 415; as amended by instrument recorded in Liber SM No. 19335, folio 414; and as continued by instrument recorded in Liber SM No. 23791, folio 729.

B. Deed of Trust in favor of **PNC Bank National Association in the face amount of \$7,500,000** recorded in Liber SM No. 26111, folio 001; as assigned to Wilmington Trust FSB by instrument recorded in Liber SM No. 28144, folio 274

PENDING CIVIL ACTIONS:

Reece et al vs. Erickson Retirement Communities LLC filed April 7, 2009 in the Circuit Court for Baltimore County as Case No. 03-C-09-003862 OC OTH.

Reece vs. Erickson Retirement Communities LLC filed May 7, 2009 in the Circuit Court for Baltimore County as Case No. 03-C-09-005282 OT PI.

Houston Campus/Eagle's Trace – Harris County, TX

MORTGAGES & RELATED SECURITY DOCUMENTS:

A. Deed of Trust in favor of **Mercantile-Safe Deposit and Trust Company, (Now PNC) in the face amount of \$50,000,000** and recorded under Harris County Clerk's File No. X929920, as affected by instrument recorded under Harris County Clerk's File No. Y550098.

Additionally secured by Assignment of Leases and Rents recorded under Harris County Clerk's File No. X929942, as amended under Harris County Clerk's File No. Y550101

Additionally secured by Financing Statement recorded under Harris County Clerk's File No. X929944, as affected by instrument recorded under Harris County Clerk's File No. Y550105. UCC Financing Statement Amendment (Continuation) filed under Harris County Clerk's File No. 20090143824.

Additionally secured by Financing Statement recorded under Harris County Clerk's File No. X929946, as affected by instrument recorded under Harris County Clerk's File No. Y550107. UCC Financing Statement Amendment (Continuation) filed under Harris County Clerk's File No. 20090143825.

Additionally secured by Financing Statement recorded under Harris County Clerk's File No. X929947, as affected by instruments recorded under Harris County Clerk's File Nos. X929949 and Y550109.

Additionally secured by Ground Lessor Tri-Party Agreement recorded under Harris County Clerk's File No. Y076319, corrected and re-filed as set forth in instrument recorded under Harris County Clerk's File No. Y261088. Same having been amended and restated as set forth in instrument recorded under Harris County Clerk's File No. Y550103.

Said Note and lien securing same having been modified and/or extended by instrument recorded under Harris County Clerk's File No. Y550099.

SALE/LEASEBACK:

Memorandum of Ground Lease by and between **CNL Retirement ER6, LP (nka HCP ER6, LP)** (Landlord) and Houston Campus, L.P. (Tenant) recorded under Harris County Clerk's File No. Y076316 and re-recorded under File No. Y261086.

Novi Campus/Fox Run – Oakland County, MI

SALE/LEASEBACK:

Memorandum of Ground Lease by and between **CNL Retirement ER2, LP (nka HCP ER2, LP)** (Landlord) and Novi Campus, LLC (Tenant) recorded Liber 28868 at Folio 527.

MORTGAGES & RELATED SECURITY DOCUMENTS:

A. Future Advance Mortgage executed by Novi Campus, LLC, a Maryland limited liability company to **Mercantile-Safe Deposit And Trust Company, a Maryland corporation, (now PNC)** dated January 12, 2002, recorded July 9, 2002, in Liber 26043, Page 697. Secures the face amount of **\$60,000,000.00**.

Assignment of Rents and Leases executed by Novi Campus, LLC, a Maryland limited liability company to **Mercantile-Safe Deposit And Trust Company (now PNC)**, a Maryland corporation, dated January 12, 2002, recorded July 9, 2002, in Liber 26112, Page 858.

UCC financing statement between **CNL Retirement ER2, LP (nka HCP ER2, LP)** as secured party and Erickson Retirement Communities, LLC as debtor as recorded in Liber 28878, Page 147.

UCC financing statement between **Mercantile-Safe Deposit and Trust Company (now PNC)** as secured party and Novi Campus, LLC as debtor as recorded in Liber 26044, Page 130 and continued in Liber 39305, Page 861.

UCC financing statement between **Mercantile-Safe Deposit and Trust Company (now PNC)** as secured party and Erickson Retirement Communities, LLC as debtor as recorded in Liber 26044, Page 134 and continued in Liber 39305, Page 864.

UCC financing statement between **Novi Campus, LLC** as secured party and Fox Run Village, Inc. as debtor as recorded in Liber 26044, Page 138 and continued in Liber 39305, Page 867. The secured party's interest is now held by **Mercantile-Safe Deposit and Trust Company (now PNC)** evidenced by Assignment recorded July 9, 2002 in Liber 26044, Page 142.

Fox Run Village Non-Disturbance, Recognition and Attornment Agreement among Fox Run Village, Inc., as community tenant and Novi Campus, LLC, as Ground Tenant and CNL Retirement ER2, LP, as Land Owner dated as of February 28, 2003, recorded April 21, 2003 in Liber 28868, page 512.

The terms, covenants, conditions and provisions as contained in a certain Ground Lessor Tri-Party Agreement among Mercantile-Safe Deposit and Trust Company as Bank, CNL Retirement ER2, LP, as Ground Lessor and CNL Retirement Partners, LP, as CNL Parent dated as of February 28, 2003, recorded April 21, 2003 in Liber 28868, Page 487.

MECHANICS LIEN CLAIMS:

Claim of (Construction) Lien filed by Glencorp, Inc. and recorded on November 13, 2009 in Liber 41619, page 786.

Warminster Campus/Anne's Choice – Bucks County, PA

SALE/LEASEBACK:

Ground Lease from **CNL Retirement ER3, L.P. (nka HCP ER3, LP)** (lessor) to Warminster Campus, L.P. (lessee) recorded in Land Record Book 3385 page 348; as affected by Ann's

Choice Non- Disturbance, Recognition, Attornment and Release Agreement recorded in Land Record Book 3385 page 356. First Amendment to Ground Lease recorded 2/24/2009 in Land Record Book 6012 page 1847. First Amendment to Non-Disturbance, Recognition, Attornment and Release Agreement recorded 2/24/2009 in Land Record Book 6012 page 1871.

MORTGAGES & RELATED SECURITY DOCUMENTS:

Ground Lessor Tri-Party Agreement among Manufacturers and Traders Trust Company, as Trustee, CNL Retirement ER3, LP (nka HCP ER3, LP) as Ground Lessor and CNL Retirement Partners, LP, dated 12/1/2005 in Land Record Book 4771 page 688. First Amendment to Ground Lessor Tri-Party Agreement recorded 2/24/2009 in Land Record Book 6012 page 1887.

Ashburn Campus/Ashby Ponds – Loudoun County, VA

MORTGAGES & RELATED SECURITY DOCUMENTS:

A. Credit Line Deed of Trust, Security Agreement and Fixture Filing from Ashburn Campus, LLC, a **Maryland limited liability company, to Alexander Title Agency Incorporated, a Virginia corporation, Trustee, to Mercantile-Safe Deposit and Trust Company (now PNC)** to secure the payment of \$23,000,000.00, and interest, dated December 21, 2006, recorded December 27, 2006, in the Office of the Clerk of Loudoun County, Virginia as Instrument 20061227-0106967; as amended by Amended and Restated Credit Line Deed of Trust, Security Agreement and Fixture Filing, dated as of May 31, 2007 and recorded June 12, 2007 as Instrument 20070612-004111 increasing the amount secured to **\$125,000,000.00**.

Assignment of Rents and Leases from Ashburn Campus, LLC in favor of Mercantile-Safe Deposit and Trust Company, dated May 31, 2007 and recorded June 12, 2007 as Instrument 20070612-004112.

UCC-1 Financing Statement filed with Loudoun County, Virginia on December 27, 2006 as Instrument 20061227-0106968, disclosing Ashburn Campus, LLC as Debtor and Mercantile-Safe Deposit and Trust Company as Secured Party.

Subordination and Standstill Tri-Party Agreement by and between Mercantile-Safe Deposit and Trust Company, Strategic Ashby Ponds Lender LLC and Ashburn Campus, LLC, dated May 31, 2007 and recorded June 12, 2007 as Instrument 20070612-004117.

Cross Tri-Party Agreement among Mercantile-Safe Deposit and Trust Company, as Collateral and Administrative Agent, Strategic Concord Land Holder, LP, and Ashburn Campus, LLC, dated May 31, 2007 and recorded June 12, 2007, as Instrument 20070612-004118.

B. Deed of Trust, Assignment of Rents and Leases, Security Agreement and Fixture Filing from Ashburn Campus, LLC as Grantor to Alexander Title Agency, Incorporated, as Trustee for the benefit of **Strategic Ashby Ponds Lender, LLC**, as Beneficiary, securing the maximum principal amount of **\$50,000,000.00**, dated May 31, 2007 and recorded June 12, 2007 as Instrument 20070612-004115

UCC-1 Financing Statement filed with Loudoun County, Virginia on June 12, 2007 as Instrument 20070612-004119, disclosing Ashburn Campus, LLC as Debtor and Strategic Ashby Ponds Lender LLC as Secured Party.

Subordination and Standstill Tri-Party Agreement by and between Mercantile-Safe Deposit and Trust Company, Strategic Ashby Ponds Lender LLC and Ashburn Campus, LLC, dated May 31, 2007 and recorded June 12, 2007 as Instrument 20070612-0044117.

Subordination, Non-Disturbance and Attornment Agreement by and among Ashburn Campus, LLC, Ashby Ponds, Inc. and Strategic Ashby Ponds Lender, LLC dated as of May 31, 2007 and recorded June 12, 2007 as Instrument 20070612-0044121

C. Indemnity Deed of Trust, Assignment of Rents and Leases, Security Agreement and Fixture Filing from Ashburn Campus, LLC as Grantor to Alexander Title Agency, Incorporated, as Trustee for the benefit of **Strategic Concord Landholder, LP**, as Beneficiary, securing the maximum principal amount of **\$25,000,000.00**, dated May 31, 2007 and recorded June 12, 2007 as Instrument 20070612-0044116.

UCC-1 Financing Statement filed with Loudoun County, Virginia on June 12, 2007 as Instrument 20070612-0044120, disclosing Ashburn Campus, LLC as Debtor and Strategic Concord Landholder, LP as Secured Party.

Cross Tri-Party Agreement among Mercantile-Safe Deposit and Trust Company, as Collateral and Administrative Agent, Strategic Concord Land Holder, LP, and Ashburn Campus, LLC, dated May 31, 2007 and recorded June 12, 2007, as Instrument 20070612-0044118

MECHANICS' LIENS:

8. Memorandum of Mechanic's Lien recorded September 3, 2009 as Instrument No. 20090903-0061007, in the amount of **\$39,659.85**, plus interest claimed by **William A. Hazel, Inc.**

9. Memorandum of Mechanic's Lien recorded September 3, 2009 as Instrument No. 20090903-0061008, in the amount of **\$129,867.07**, plus interest claimed by **William A. Hazel, Inc.**

10. Disclosure Statement filed against Ashburn Campus, LLC, recorded October 27, 2009 as Instrument No. 200910270072399, made by **William A. Hazel, Inc.** in connection w/#11, below.

11. Memorandum of Mechanic's Lien filed against Ashburn Campus, LLC, recorded October 27, 2009 as Instrument No. 200910270072400, in the amount of **\$63,195.57** claimed by **William A. Hazel, Inc.**

12. Memorandum of Mechanic's Lien filed against Ashburn Campus, LLC, recorded November 5, 2009 as Instrument No. 200911050074572, in the amount of **\$32,841.50** claimed by **A. Tasker, Incorporated t/a Sasco Mechanical Contractors.**

13. Memorandum of Mechanic's Lien filed against Ashburn Campus, LLC, recorded November 5, 2009 as Instrument No. 200911050074573, in the amount of **\$160,888.30** claimed by **A. Tasker, Incorporated t/a Sasco Mechanical Contractors.**

14. Memorandum of Mechanic's Lien filed against Ashburn Campus, LLC, recorded November 18, 2009 as Instrument No. 200911180077177, in the amount of **\$39,457.43** claimed by **Ultimate Kitchens LLC t/a Aya Kitchens & Baths Ltd.**

15. Memorandum of Mechanic's Lien filed against Ashburn Campus, LLC, recorded November 18, 2009 as Instrument No. 200911180077181, in the amount of **\$36,261.34** claimed by **Ultimate Kitchens LLC t/a Aya Kitchens & Baths Ltd.**

16. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Northwest Electric Inc.**, as Instrument No. 201001070000906, claiming the amount of **\$106,083.79.**

17. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Northwest Electric Inc.**, as Instrument No. 201001070000907, claiming the amount of **\$44,134.38**.
18. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Northwest Electric Inc.**, as Instrument No. 201001070000908, claiming the amount of **\$82,201.15**.
19. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Northwest Electric Inc.**, as Instrument No. 201001070000909, claiming the amount of **\$52,401.41**.
20. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Northwest Electric Inc.**, as Instrument No. 201001070000910, claiming the amount of **\$50,554.50**.
21. Memorandum of Mechanic's Lien filed by **Hunt & Walsh, Inc.**, as Instrument No. 201002050007548, claiming the amount of **\$122,895.68**.
22. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Integrated Building Contractors, Inc.**, as Instrument No. 201002230009997, claiming the amount of **\$26,218.65**.
23. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Warren H. Boyer, Inc.**, as Instrument No. 201002230010240, claiming the amount of **\$80,568.43**.
24. Memorandum of Mechanic's Lien filed by **VSC Fire & Security, Inc.**, as Instrument No. 201002250010625, claiming the amount of **\$41,631.30**.
25. Memorandum of Mechanic's Lien filed by **VSC Fire & Security, Inc.**, as Instrument No. 201002250010626, claiming the amount of **\$39,683.90**.
26. Memorandum of Mechanic's Lien filed by **Carpentry & Hardware Services, Inc.**, as Instrument No. 201002250010660, claiming the amount of **\$2,674.35**.
27. Memorandum of Mechanic's Lien filed by **Carpentry & Hardware Services, Inc.**, as Instrument No. 201002250010661, claiming the amount of **\$17,031.53**.
28. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Anning-Johnaon Company**, as Instrument No. 201002250010887, claiming the amount of **\$146,208.00**.
29. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Advance Climate Control, Inc.**, as Instrument No. 201002260011023, claiming the amount of **\$105,397.88**.
30. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Plus One Mid-Atlantic Co., Inc.**, as Instrument No. 201003020011887, claiming the amount of **\$9,061.96**.
31. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Plus One Mid-Atlantic Co., Inc.**, as Instrument No. 201003020011895, claiming the amount of **\$19,910.68**.
32. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Plus One Mid-Atlantic Co., Inc.**, as Instrument No. 201003020011896, claiming the amount of **\$17,010.06**.
33. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Plus One Mid-Atlantic Co., Inc.**, as Instrument No. 201003020011897, claiming the amount of **\$6,741.50**.
34. Memorandum of Mechanic's Lien Claimed by Subcontractor filed by **Century Fence Construction, LLC**, as Instrument No. 201003040012527, claiming the amount of **\$66,082.68**.

Tinton Falls Campus II – Monmouth County, NJ

ALL LIENS

Dallas Campus/Highland Springs – Collin County, TX

SALE/LEASEBACK:

Ground Lease Agreement executed by and between MSRESS III Dallas Campus, L.P., a Delaware limited partnership, ("Landlord"), and Dallas Campus, LP, a Maryland limited partnership, ("Tenant"), dated April 28, 2006, as evidenced by Memorandum of Ground Lease dated April 28, 2006, filed for record on May 3, 2006 and recorded under Instrument No. 20060503000594330, Land Records, Collin County, Texas, as affected by Subordination Agreement (Ground Lease) by MSRESS III Dallas Campus, L.P., ("Landlord"), dated April 28, 2006, filed for record on May 3, 2006 and recorded under Instrument No. 20060503000594340, Land Records, Collin County, Texas, and further affected by Amended and Restated Subordination Agreement dated November 27, 2007, filed December 4, 2007, recorded under Instrument No. 20070431581, Real Property Records, Dallas County, Texas, and recorded under Instrument No. 20080204000130560, Real Property Records, Collin County, Texas,

MORTGAGES & RELATED SECURITY DOCUMENTS:

A. Vendor's Lien retained in the following Deed securing the payment of one note in the principal amount shown below, and any other obligation secured thereby:

Dated: May 25, 2005 Grantor: **Board of Regents of the Texas A&M University System**

Grantee: Dallas Campus, LP, a Maryland limited partnership

Note Amount: **\$4,400,000.00**

Payable to: Board of Regents of the Texas A&M University System

Recording Date: May 26, 2005

Recording No.: Volume 5927, Page 1725, Real Property Records, Collin County, Texas

Additionally secured by Deed of Trust of even date therewith as set forth below, and subject to all of the terms, conditions, and stipulations contained therein including but not limited to any future indebtedness also secured by this lien:

To: Dan K. Buchly, Trustee

Recording Date: May 26, 2005

Recording No.: Volume 5927, Page 1735, Real Property Records, Collin County, Texas

B Second Amended and Restated Deed of Trust, Security Agreement and Fixture Financing Statement to secure an indebtedness in the amount shown below,

Amount: **\$75,000,000.00**

Dated: November 27, 2007

Trustor/Grantor: Dallas Campus, LP and MSRESS III Dallas Campus, L.P., a Delaware limited Partnership Trustee: PRLAP, Inc. Beneficiary: **Bank of America, N.A.**, as Administrative Agent

Recording Date: December 4, 2007

Recording No: Instrument No. 20070431579, Real Property Records, Dallas County, Texas, and filed February 4, 2008, recorded under Instrument No. 20080204000130540

Second Amended and Restated Assignment of Leases and Rents and Joinder of Ground Lessor

Assigned to: Bank of America, N.A., as Administrative Agent

Assigned by: Dallas Campus, LP, a limited partnership

Recording Date: December 4, 2007

Recording No: under Instrument No. 20070431580, Real Property Records, Dallas County, Texas, and filed February 4, 2008, recorded under Instrument No. 20080204000130550, Real Property Records, Collin County, Texas

A financing statement as follows:

Debtor: Dallas Campus, LP

Secured Party: Fleet National Bank

Recording Date: May 26, 2005

Recording No: Volume 5927, Page 1791, Real Property Records, Collin County, Texas

A change to the above financing statement was filed

Nature of Change: Assignment to Bank of America, N.A., as Administrative Agent

Recording Date: December 1, 2005

Recording No: Volume 6056, Page 6638, Real Property Records, Collin County, Texas

Said note and lien affected by Subordination Agreement filed May 3, 2006, recorded under Instrument No. 20060503000594340, Real Property Records, Collin County, Texas.

Said note and lien affected by Amended and Restated Subordination Agreement filed December 4, 2007, recorded under Instrument No. 20070431581, Real Property Records, Dallas County, Texas, and filed February 4, 2008, recorded under Instrument No. 20080204000130560, Real Property Records, Collin County, Texas.

Said note and lien affected by Amended and Restated Subordination Agreement filed December 4, 2007, recorded under Instrument No. 20070431582, Real Property Records, Dallas County, Texas, and filed February 4, 2008, recorded under Instrument No. 20080204000130570, Real Property Records, Collin County, Texas.

C. Leasehold Deed of Trust, Security Agreement and Fixture Financing Statement executed by Highland Springs, Inc. a Maryland corporation to Abraham Friedman, Trustee, for the benefit of **Dallas Campus LP** dated November 30, 2005, filed for record on December 1, 2005 and recorded in Volume 6056, Page 4062, Land Records, Collin County, Texas, to secure the Obligations (**NO AMOUNT STATED**) as defined therein; having been assigned to Bank of America, N.A., as Administrative Agent, by Assignment of Leasehold Deed of Trust, Security Agreement and Fixture Financing Statement and Leasehold Assignment of Leases and Rents dated November 30, 2005, filed for record on December 1, 2005 and recorded in Volume 6056, Page 4093.

Littleton Campus/Wind Crest – Douglas County, CO

SALE/LEASEBACK & RELATED SECURITY DOCUMENTS:

Memorandum of Ground Lease dated October 11, 2006 by and between **MSRESS III Denver Campus, LLC**, as Landlord, and Littleton Campus, LLC, as Tenant, which was recorded October 17, 2006 at Reception No. 2006089469.

MORTGAGES AND LEINS TO BE RELEASED (EXCEPT WITH RESPECT TO THE "LITTLETON OUT-PARCEL" (AS DEFINED IN THE PLAN), WHICH LIENS AND ENCUMBRANCES SHALL BE RETAINED):

A. Deed of Trust, Assignment of Rents and Leases, Security Agreement and Fixture Filing from Littleton Campus, LLC, a Maryland limited liability company, to the Public Trustee of Douglas County, for the benefit of GMAC Commercial Mortgage Corporation, a California corporation, securing an original principal indebtedness of \$83,000,000.00, and any other amounts and/or obligations, dated March 29, 2006, and recorded March 30, 2006, at Reception No. 2006026263,

and as assigned by instrument recorded June 28, 2006 at Reception No. 2006054898, and as further amended by instrument recorded April 28, 2009 at Reception No. 2009030421, and Second Amendment recorded October 5, 2009 at Reception No. 2009076900. **AS ASSIGNED, IT SECURES \$20,000,000 TO SOVEREIGN BANK, \$20,000,000 TO BANK OF AMERICA, \$10,000,000 TO MANUFACTURERS & TRADERS AND \$33,000,000 TO CAPMARK FINANCE, INC.**

B. Assignment of Rents and Leases by Littleton Campus, LLC to **GMAC Commercial Mortgage Corporation**, dated March 29, 2006 and recorded March 30, 2006 at Reception No. 2006026264.

C. UCC Financing Statement from Littleton Campus, LLC, as debtor, to **GMAC Commercial Mortgage Corporation**, as secured party, recorded March 30, 2006 at Reception No. 2006026265, and Amendment recorded June 6, 2007 at Reception No. 2006047765 of the Douglas County records.

D. UCC Financing Statement from Erickson Retirement Communities, LLC, debtor, to **GMAC Commercial Mortgage Corporation**, secured party, recorded March 30, 2006 at Reception No. 2006026266, and Amendment recorded June 6, 2006 at Reception No. 2006047766.

E. UCC Financing Statement from Wind Crest, Inc., debtor, to **Littleton Campus, LLC**, secured party, recorded March 30, 2006 at Reception No. 2006026267 and assigned to **GMAC Commercial Mortgage Corporation** by assignment recorded March 30, 2006 at Reception No. 2006026268, and Amendment recorded June 6, 2006 at Reception No. 2006047767.

F. Ground Lessor Tri-Party Agreement, which was recorded October 17, 2006 at Reception No. 2006089471.

MECHANICS' LIENS:

A. Statement of Lien in favor of **Regional Construction Resources, Inc.** in the amount of **\$338,995.00**, recorded August 27, 2009 at Reception No. 2009068577.

B. Statement of Lien in favor of **Regional Construction Resources, Inc.** in the amount of **\$72,276.00**, recorded August 27, 2009 at Reception No. 2009068578.

C. Statement of Lien in favor of **Regional Construction Resources, Inc.** in the amount of **\$140,737.00**, recorded August 27, 2009 at Reception No. 2009068575.

D. Statement of Lien in favor of **Regional Construction Resources, Inc.** in the amount of **\$105,551.00**, recorded August 27, 2009 at Reception No. 2009068576.

E. Statement of Lien in favor of **Regional Construction Resources, Inc.** in the amount of **\$657,559.00** recorded October 20, 2009 at Reception No. 2009080400.

F. Statement of Lien by **LMI Landscapes, Inc.** in the amount of **\$64,761.95**, recorded November 10, 2009 at Reception No. 2009086011.

G. Statement of Lien in favor of **35186, Ltd., dba Earth Works Supply** in the amount of **\$28,609.50**, recorded November 12, 2009 at Reception No. 2009086311.

TAX SALE:

A. Tax Lien Sale Certificate of Purchase for delinquent taxes for the year 2008, recorded December 14, 2009 at Reception No. 2009094133 and showing the purchasers to be FRTL-C2009 LLLP and UMB Bank Colorado, N.A..

