



U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

TAWANA C. MARSHALL, CLERK

THE DATE OF ENTRY IS

ON THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed August 29, 2014

United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:)	
)	Chapter 11
NNN 3500 MAPLE 26, LLC, et al.,)	
)	Case No. 13-30402-hdh-11
)	
Debtors)	Jointly Administered

ORDER (I) APPROVING DEBTORS' AMENDED DISCLOSURE STATEMENT; (II) APPROVING DEBTORS' PROPOSED SOLICITATION PROCEDURES; (III) SETTING A HEARING AND ESTABLISHING NOTICE AND OBJECTION PROCEDURES FOR CONFIRMATION OF THE PLAN; AND (IV) GRANTING RELATED RELIEF

Upon the hearing conducted on August 25, 2014 to consider the adequacy of the Disclosure Statement [Docket No. 1012] (as the same may be amended, modified, or supplemented from time to time, the "Disclosure Statement") for the Debtors' Joint Chapter 11

**ORDER APPROVING DISCLOSURE STATEMENT
FOR DEBTORS' JOINT CHAPTER 11 PLAN**

Plan (as the same may be amended, modified, or supplemented from time to time, the “Plan”)¹ (the “Disclosure Statement Hearing”); and upon the record of the Disclosure Statement Hearing and all of the proceedings had before the Court and the Court having reviewed the Disclosure Statement, the papers submitted at the Disclosure Statement Hearing in support thereof, and the responses thereto, if any; and the Court having jurisdiction over this matter; and this being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue of this proceeding in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and determined that the legal and factual bases set forth in at the Disclosure Statement Hearing establish just cause for the relief granted herein and that the relief requested at the Disclosure Statement Hearing is in the best interests of the Debtors, their estates, and creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY FOUND THAT:

A. The Court has reviewed and approved the Disclosure Statement and has determined that it complies with section 1125 of the Bankruptcy Code.

B. The procedures set forth below for the solicitation and tabulation of votes to accept or reject the Plan provide for a fair and equitable voting process and are consistent with sections 1126 and 105 of the Bankruptcy Code.

C. The form of Ballot annexed hereto as Exhibit A and all voting instructions provided therein, are consistent with Official Form No. 14, adequately address the particular needs of these Chapter 11 Cases, and provide adequate information and instructions for each

¹ Capitalized terms used but not defined herein shall have the meanings set forth in the Plan.

Class Interests entitled to vote to accept or reject the Plan. No further information or instructions are necessary.

D. Pursuant to the Plan, Allowed Interests in Classes 7A-AA (each, a “Voting Class” and collectively, the “Voting Classes”) are impaired and entitled to receive distributions under the Plan and, accordingly, Holders of Allowed Interests in these Classes are entitled to vote on account of such Interests.

E. Pursuant to the Plan, Allowed Claims in Classes 1A-AA through Classes 6A-AA are unimpaired (together, the “Unimpaired Classes” or “Non-Voting Classes”) and, accordingly, pursuant to section 1126(f) of the Bankruptcy Code, Holders of such Claims are conclusively presumed to accept the Plan and are not entitled to vote on account of such Claims.

F. The Notices of Non-Voting Status, substantially in the form annexed hereto as Exhibit B, complies with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules and, together with the Confirmation Hearing Notice, provide adequate notice to Holders of Claims in the Non-Voting Classes of their non-voting status. No further notice of their non-voting status is necessary.

G. The distribution and contents of the Solicitation Packages comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all interested parties of the Voting Record Date, Ballot Deadline, Plan Objection Deadline Confirmation Hearing, and all related matters.

H. The period during which the Debtors may solicit acceptances to the Plan (the “Solicitation Period”), as set forth below, is a reasonable and sufficient period of time for

Holders Interests in the Voting Classes to make an informed decision regarding whether to accept or reject the Plan and timely return Ballots, evidencing such decision.

I. The notice substantially in the form annexed hereto as Exhibit C (the "Confirmation Hearing Notice"), and the procedures set forth below for providing notice of the time, date, and place of the hearing to consider confirmation of the Plan (the "Confirmation Hearing") and for filing objections or responses to the Plan, provide due, proper, and adequate notice and comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all interested parties.

J. The form and manner of notice of the time set for filing objections to, the time, date, and place of the Disclosure Statement Hearing and objections to consider approval of the Disclosure Statement and other relief requested at the Disclosure Statement Hearing was adequate and comports with due process and no further action is necessary.

K. All notices to be provided relating to confirmation of the Plan pursuant to the procedures set forth herein, constitute good and sufficient notice to all parties in interest of all matters pertinent hereto and of all matters pertinent to the Confirmation Hearing and no other or further notice need be provided.

NOW, THEREFORE, IT IS ORDERED:

1. The Disclosure Statement contains adequate information in accordance with section 1125 of the Bankruptcy Code and is APPROVED.

2. The Disclosure Statement Hearing Notice complied with Bankruptcy Rules 2002(b) and (d) and 3017(a) and Local Rule 3017-1 and is APPROVED.

**ORDER APPROVING DISCLOSURE STATEMENT
FOR DEBTORS' JOINT CHAPTER 11 PLAN**

3. All objections or responses to the Disclosure Statement, if any, which have not been withdrawn or resolved, are overruled.

4. BMC Group, Inc. (the "Tabulation Agent") is authorized to perform all balloting and solicitation services and any services incidental thereto.

5. Except as otherwise provided herein, an Interest Holder who holds an Interest in a Voting Class is entitled to vote on the Plan.

6. The Voting Record Date shall be set as May 6, 2014.

7. The record Holders of Claims and Interests shall be determined as of the Voting Record Date based upon the records of the Debtors and the Tabulation Agent. Accordingly, any documentation evidencing a transfer of a Claim or Interest not received and docketed by the Court on or before the Voting Record Date shall not be recognized for purposes of voting or receipt of the Plan confirmation materials.

8. The Solicitation Packages are APPROVED.

9. The Voting Solicitation Package shall be distributed to each member of the Voting Classes by the Solicitation Date and shall contain the following materials: (i) the Disclosure Statement, together with the Plan and all other exhibits annexed thereto; (ii) the Disclosure Statement Order; (iii) a Ballot with instructions and a postage prepaid return envelope; and (iv) the Confirmation Hearing Notice.

10. The Non-Voting Notice Packages shall be distributed to each member of the Non-Voting Classes and shall contain the following materials: (i) the Notice of Non-Voting Status; and (ii) the Confirmation Hearing Notice.

**ORDER APPROVING DISCLOSURE STATEMENT
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11. The Notice Solicitation Packages shall be distributed to (a) the U.S. Trustee, (b) the Internal Revenue Service, and (c) any party that has requested notice of pleadings in these Chapter 11 Cases pursuant to Bankruptcy Rule 2002 as of the day prior to service. The Notice Solicitation Package shall contain the Confirmation Hearing Notice.

12. The Debtors may distribute the Solicitation Packages at their discretion in either paper or CD-ROM format (other than the Confirmation Hearing Notice and the Ballot, which shall be provided in paper format); provided, however, that, upon the request of any party in interest, the Debtors shall provide a paper copy of the Disclosure Statement Order and/or the Disclosure Statement, together with the Plan and any exhibits annexed thereto, at no cost to the party within five (5) business days of such request.

13. The Debtors are directed to distribute, or cause to be distributed, by the Solicitation Date, the Confirmation Hearing Notice on all parties in the creditor matrix maintained by the Tabulation Agent that are not otherwise entitled to receive a Solicitation Package.

14. With respect to any creditor who has filed duplicate Claims (whether against the same or multiple Debtors) or Claims that have amended or superseded previously filed Claims which are classified under the Plan in the same Class, the Debtors shall provide to such creditor only one Notice of Non-Voting Status, regardless of whether an objection to such duplicate, amended or superseded Claims has been filed.

15. The Debtors are not required to distribute Solicitation Packages to creditors who have timely filed proofs of claim if the Claims have already been paid in the full claimed amount; provided, however, if, and to the extent that, any such creditor would be entitled to

receive a Solicitation Package for any reason other than by virtue of the fact that its Claim had been scheduled by the Debtors, such creditor will be sent a Solicitation Package.

16. With respect to addresses from which Disclosure Statement Hearing Notices were returned by the United States Postal Service as undeliverable without a forwarding address, the Debtors are excused from distributing Solicitation Packages to those entities listed at such addresses unless and until the Debtors are provided with accurate addresses for such entities before the Solicitation Date and failure to distribute Solicitation Packages to such entities will not constitute inadequate notice of the Confirmation Hearing, the Ballot Deadline, or the Plan Objection Deadline, or violation of Bankruptcy Rule 3017(d), and the Debtors are further excused from attempting to find better addresses for entities as to whom a Solicitation Package was returned by the United States Postal Service as undeliverable without a forwarding address.

17. The Debtors are authorized to make non-substantive changes to the Disclosure Statement, the Plan, and related documents without further order of the Court, including ministerial changes to correct typographical and grammatical errors, and to make conforming changes among the Disclosure Statement, the Plan, and any other materials in the Solicitation Packages prior to mailing.

18. The Ballots are APPROVED.

19. The deadline for submitting Ballots on the Plan is set as October 10, 2014 at 5:00 p.m. (prevailing U.S. Central Time) (the "Ballot Deadline").

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20. Unless otherwise provided herein, all Ballots must be properly executed, completed, and the original thereof shall be delivered to the Tabulation Agent so as to be actually received by the Tabulation Agent no later than the Ballot Deadline at the following address:

Send Ballots by Regular Mail:

BMC Group, Inc.
Attn: NNN 3500 Maple 26, LLC Ballot Processing
PO Box 3020
Chanhassen, MN 55317-3020

By Messenger or Overnight:

BMC Group, Inc.
Attn: NNN 3500 Maple 26, LLC Ballot Processing
18675 Lake Drive East
Chanhassen, MN 55317

Inquiries can be directed to info@bmcgroup.com or to 1-888-909-0100.

21. Each Interest Holder that votes to accept or reject the Plan is deemed to have voted the full amount of its Interest to accept or reject the Plan.

22. If any Interest holder seeks to challenge the allowance of its Interest for voting purposes, such Interest holder is directed to file with the Court and serve on the Debtors and the parties set forth in the Confirmation Hearing Notice a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such Interest in a different amount for purposes of voting to accept or reject the Plan on or before the fourteenth (14th) day after the later of (i) the date of service of the Confirmation Hearing Notice and (ii) the date of service of notice of an objection, if any, to such Interest, but in no event later than seven (7) days prior to the Confirmation Hearing.

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23. As to any Interest holder filing a motion pursuant to Bankruptcy Rule 3018(a), such Interest holder's Ballot shall not be counted unless temporarily allowed by the Court for voting purposes, after notice and a hearing, prior to or at the Confirmation Hearing.

24. In the event that an Interest holder reaches an agreement with the Debtors as to the treatment of its Interest for voting purposes, a stipulation setting forth that agreement shall be submitted to the Court for approval under a certification of counsel after providing a minimum of two (2) business days' notice to the U.S. Trustee.

25. If an Interest holder casts more than one Ballot voting the same Interests before the Ballot Deadline, the last valid Ballot received before the Ballot Deadline is deemed to reflect the voter's intent and, thus, to supersede and revoke any prior Ballots and only the last Ballot received prior to the Ballot Deadline will be counted.

26. Interest holders must vote all of their Interests within a particular class under the Plan, whether or not such Interests are asserted against the same or multiple Debtors, either to accept or reject the Plan and may not split their vote(s).

27. If an Interest holder returns more than one Ballot voting different Interests within a single Class under the Plan and the Ballots are not voted in the same manner, those Ballots will not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected.

28. The following Ballots shall not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected:

- a. any Ballot received after the Ballot Deadline, unless the relevant voting party is granted an extension of the Ballot Deadline with respect to such Ballot or unless authorized by the Court;

**ORDER APPROVING DISCLOSURE STATEMENT
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- b. any Ballot that is illegible or contains insufficient information to permit the identification of the claimant;
- c. any Ballot cast by a person or entity that does not hold an Interest in a Class that is entitled to vote to accept or reject the Plan;
- d. any unsigned Ballot or any Ballot not bearing an original signature; and
- e. any Ballot transmitted to the Tabulation Agent by facsimile, email or other electronic means.

29. Any Ballot that (i) does not indicate either an acceptance or rejection of the Plan or (ii) indicates both an acceptance and rejection of the Plan shall be deemed to reflect the voter's intent to accept the Plan.

30. A vote shall be disregarded if the Court determines, after notice and a hearing, that such vote was not solicited or procured in good faith or in accordance with the provisions of the Bankruptcy Code.

31. All votes to accept or reject the Plan must be cast using the appropriate Ballot and in accordance with the voting instructions attached to such Ballot. All votes cast in any other manner shall *not* be counted.

32. Any Ballot that partially accepts and partially rejects the Plan shall be deemed to constitute an acceptance of the Plan.

33. Any entity entitled to vote to accept or reject the Plan may change its vote before the Ballot Deadline by casting a properly executed and valid superseding Ballot so that it is received on or before the Ballot Deadline.

34. If the Tabulation Agent receives multiple Ballots from a Holder on the same day which are voted inconsistently, such Ballots shall be deemed to constitute an acceptance of the Plan.

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35. The Tabulation Agent is authorized, but not directed, to attempt to cure invalid Ballots.

36. Where an Impaired Class of Interests is otherwise entitled to vote on the Plan, but no Interest in such class is voted, such Class will be deemed to have accepted the Plan.

37. Subject to any order of the Court to the contrary, the Debtors, in their sole discretion, may waive any defect in any Ballot at any time, whether before or after the Ballot Deadline, and without notice.

38. The Tabulation Agent shall file its voting certification no later than three (3) business days prior to the Confirmation Hearing.

39. The Confirmation Hearing Notice is APPROVED.

40. The Confirmation Hearing will be held on October 21, 2014 at 2:00 p.m. (prevailing Central Time) in the Courtroom of the Honorable Harlin D. Hale, United States Bankruptcy Judge, 14th Floor, 1100 Commerce, Dallas, Texas 75242.; provided, however, that the Confirmation Hearing may be adjourned from time to time by the Court, the Debtors without further notice to parties other than an announcement in Court at the Confirmation Hearing or any adjourned Confirmation Hearing.

41. Objections to confirmation of the Plan may be filed no later than October 10, 2014 at 5:00 p.m. (prevailing Central Time) (the "Plan Objection Deadline").

42. Objections to confirmation of the Plan, if any, must (i) be in writing, (ii) state the name and address of the objecting party and the amount and nature of the Claim or Interest of such party, (iii) state with particularity the basis and nature of any objection, and (iv) be filed, together with proof of service, with the Court and served so that they are actually received no

later than the Plan Objection Deadline by each of the parties identified in the Confirmation Hearing Notice at the respective addresses set forth therein.

43. Objections to confirmation of the Plan not timely filed and served in the manner set forth above shall not be considered and shall be overruled.

44. The Debtors are authorized to take or refrain from taking any action necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

45. The Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Disclosure Statement Order.

END OF ORDER

EXHIBIT "A"

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

<p>IN RE:</p> <p>NNN 3500 MAPLE 26, LLC, et al. ,</p> <p>Debtors</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 13-30402-hdh-11</p> <p>Jointly Administered</p>
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CLASS 7A-AA BALLOT – TIC INTERESTS IN THE PROPERTY

NNN 3500 Maple 26, LLC, and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors-in-possession (collectively, the “Debtors”),¹ are soliciting votes with respect to the *Debtors’ Joint Chapter 11 Plan* dated July 24, 2014 (as it may be amended, modified, or supplemented from time to time, the “Plan”), from the Holders of TIC Interests in the Property. All capitalized terms used but not defined herein or in the enclosed voting instructions shall have the meaning ascribed to them in the Disclosure Statement Order (defined below) or Plan, as applicable. If you have any questions on how to complete this Ballot, please contact BMC Group, Inc. (the “Tabulation Agent”) at (888) 909-0100 or by email at info@bmcgroup.com.

THIS BALLOT IS TO BE USED FOR VOTING BY HOLDERS OF CLASS 7A-AA INTERESTS. If you are, as of May 6, 2014, the Holder of a Class 7A-AA Interest, please use this Ballot to cast your vote to accept or reject the Plan. By Order dated _____, 2014, (the “Disclosure Statement Order”), the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Court”) approved the *Disclosure Statement for the Debtors’ Joint Plan of Reorganization* (including all exhibits thereto, and as it may be amended, modified or supplemented from time to time, the “Disclosure Statement”) as containing adequate information within the meaning of section 1125 of the Bankruptcy Code. The Disclosure Statement Order also contains important information regarding the balloting process. Please also read the Disclosure Statement Order and the instructions sent with this Ballot prior to submitting a Ballot.

The Disclosure Statement and the Plan may be examined by accessing the Tabulation Agent’s website, bmcgroup.com/3500maple. In addition you may obtain a copy of the Disclosure Statement and Plan by contacting the Tabulation Agent. Copies of the Plan and Disclosure Statement and all

¹ The Debtors in these chapter 11 cases are (i) NNN 3500 Maple 1, LLC, (ii) NNN 3500 Maple 2, LLC, (iii) NNN 3500 Maple 3, LLC, (iv) NNN 3500 Maple 4, LLC, (v) NNN 3500 Maple 5, LLC, (vi) NNN 3500 Maple 6, LLC, (vii) NNN 3500 Maple 7, LLC, (viii) NNN 3500 Maple 10, LLC, (ix) NNN 3500 Maple 12, LLC, (x) NNN 3500 Maple 13, LLC, (xi) NNN 3500 Maple 14, LLC, (xii) NNN 3500 Maple 15, LLC, (xiii) NNN 3500 Maple 16, LLC, (xiv) NNN 3500 Maple 17, LLC, (xv) NNN 3500 Maple 18, LLC, (xvi) NNN 3500 Maple 20, LLC, (xvii) NNN 3500 Maple 22, LLC, (xviii) NNN 3500 Maple 23, LLC, (xix) NNN 3500 Maple 24, LLC, (xx) NNN 3500 Maple 26, LLC, (xxi) NNN 3500 Maple 27, LLC, (xxii) NNN 3500 Maple 28, LLC, (xxiii) NNN 3500 Maple 29, LLC, (xxiv) NNN 3500 Maple 30, LLC, (xxv) NNN 3500 Maple 31, LLC, (xxvi) NNN 3500 Maple 32, LLC, and (xxvii) NNN 3500 Maple 34, LLC.

pleadings are publically available for a fee via PACER at: <http://www.txnb.uscourts.gov>. Please be advised that the Tabulation Agent is not authorized to, and will not, provide legal advice.

IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the classification and treatment of your Claim(s) or Interest(s) under the Plan.

BALLOT DEADLINE: OCTOBER 10, 2014 AT 5:00 P.M. PREVAILING U.S. CENTRAL TIME

IN ORDER FOR YOUR VOTE TO COUNT, THIS BALLOT MUST BE RECEIVED BY THE TABULATION AGENT BY THE BALLOT DEADLINE.

Ballots will not be accepted by facsimile transmission, email, or any other electronic method.

If your Ballot is not received by the Tabulation Agent on or before the Ballot Deadline, and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. Even if you intend to vote to reject the Plan, you must still read, complete, and execute this entire Ballot.

Your receipt of this Ballot does not signify that your Claim or Interest has been or will be Allowed. The Debtors reserve all rights to dispute the allowance of such Claim or Interest.

The Plan will be accepted by Holders of Class 7A-AA Interests if it is accepted by the Holders of two-thirds (2/3) in amount of such allowed Interests voting on the Plan. If the Plan is confirmed by the Bankruptcy Court, all Holders of Claims against the Debtors and TIC Interests in the Property (including those Holders who abstain from voting on or reject the Plan, and those Holders who are not entitled to vote on the Plan) will be bound by the confirmed Plan and the transactions contemplated thereby.

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING BALLOT

1. To properly complete this Ballot, you must:
 - a) Complete Item 1;
 - b) Cast a vote to accept or reject the Plan by checking the appropriate box in Item 2;
 - c) Review Item 3;
 - d) Sign, date, and provide the remaining information requested; and
 - e) Return the Ballot (containing original signature) to the Tabulation Agent by October 10, 2014 at 5:00 p.m. (prevailing U.S. Central Time) (the "Ballot Deadline"). **Ballots submitted by facsimile, email or other electronic transmission will not be counted, except in the Debtors' sole discretion.**
2. You must vote all of your Class 7A-AA Interests under the Plan either to accept or to reject the Plan. Any Ballot that (i) does not indicate either an acceptance or rejection of the Plan or (ii) indicates both an acceptance and rejection of the Plan will be deemed to reflect the voter's intent to accept the Plan.
3. The Ballot does not constitute, and will not be deemed, a Proof of Claim or an assertion of a Claim or Equity Interest.
4. If you cast more than one Ballot voting the same Interest prior to the Ballot Deadline, the latest received valid Ballot will supersede and revoke any and all prior Ballots.
5. NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.
6. IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT THE TABULATION AGENT AT (888) 909-0100 OR BY EMAIL AT info@bmcgroup.com.

PLEASE COMPLETE ALL ITEMS BELOW. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. TIC Interest in the Property. The undersigned hereby certifies that, as of May 6, 2014, he, she or it was the owner of a _____% interest in the Property.

Item 2. Vote. The undersigned Holder of the Class 7A-AA Interest identified in Item 1 hereby votes to:

Check One Box Only

- Accept** the Plan.
- Reject** the Plan.

[Acknowledgment and Certification on Following Page]

Item 3. Acknowledgment and Certification. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Debtors that:

- a. either: the undersigned is (i) the Holder of the Class 7A-AA Interest being voted; or (ii) an authorized signatory for an Entity that is a Holder of the Class 7A-AA Interest being voted;
- b. the undersigned has received a copy of the Disclosure Statement Order and the Voting Solicitation Package (including the Disclosure Statement, the Plan and all exhibits thereto) and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
- c. the undersigned has cast the same vote to accept or reject the Plan with respect to all Claims or Interests held by the undersigned that are within the same Class; and
- d. no other Ballots with respect to the amount of the Class 7A-AA Interest identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Interests, then any such Ballots dated earlier are hereby revoked.

Name of Claimant:	
Signature:	
If by Authorized Agent, Name and Title:	
Street Address:	
City, State, Zip Code:	
Telephone Number:	
Email:	
Date Completed:	

PLEASE COMPLETE, SIGN, AND DATE THE BALLOT AND RETURN IT TO THE TABULATION BEFORE THE BALLOT DEADLINE, WHICH IS _____, 2014 AT 5:00 P.M. (PREVAILING U.S. CENTRAL TIME).

EXHIBIT "B"

Michelle V. Larson
State Bar No. 00796928
ANDREWS KURTH LLP
1717 Main Street, Suite 3700
Dallas, Texas 75201
Telephone: (214) 659-4400
Facsimile: (214) 659-4401
Email: michellelarson@andrewskurth.com

Jeremy B. Reckmeyer (Admitted *pro hac vice*)
ANDREWS KURTH LLP
450 Lexington Avenue, 15th Floor
New York, New York 10017
Telephone: (212) 850-2800
Facsimile: (212) 850-2929

ATTORNEYS FOR THE DEBTORS AND DEBTORS
IN POSSESSION

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:)
)
) **Chapter 11**
NNN 3500 MAPLE 26, LLC, et al. ,)
) **Case No. 13-30402-hdh-11**
)
) **Jointly Administered**
Debtors)
)
)

NOTICE OF NON-VOTING STATUS ON JOINT CHAPTER 11 PLAN

PLEASE TAKE NOTICE THAT the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Court”) has entered an order (the “Disclosure Statement Order”) approving the Disclosure Statement (as the same may be amended for solicitation, the “Disclosure Statement”) for use in soliciting acceptances of the Debtors’ Joint Chapter 11 Plan (as may be amended, the “Plan”) proposed by NNN 3500 Maple 1, LLC, NNN 3500 Maple 2, LLC, NNN 3500 Maple 3, LLC, NNN 3500 Maple 4, LLC, NNN 3500 Maple 5, LLC, NNN 3500 Maple 6, LLC, NNN 3500 Maple 7, LLC, NNN 3500 Maple 10, LLC, NNN 3500 Maple 12, LLC, NNN 3500 Maple 13, LLC, NNN 3500 Maple 14, LLC, NNN 3500 Maple 15, LLC, NNN 3500 Maple 16, LLC, NNN 3500 Maple 17, LLC, NNN 3500 Maple 18, LLC, NNN 3500 Maple 20, LLC, NNN 3500 Maple 22, LLC, NNN 3500 Maple 23, LLC, NNN 3500 Maple 24, LLC, NNN 3500 Maple 26, LLC, NNN 3500 Maple 27, LLC, NNN 3500 Maple 28, LLC, NNN 3500 Maple 29, LLC, NNN 3500 Maple 30, LLC, NNN 3500 Maple 31, LLC, NNN 3500 Maple 32, LLC, and NNN 3500 Maple 34, LLC (referred to collectively herein as the “Debtors” or the “Proponents”) from holders of impaired Interests who are entitled to vote on the Plan.

PLEASE TAKE FURTHER NOTICE THAT under the Plan, Claims against the Debtors in Classes 1A-AA (Secured Tax Claims); 2A-AA (Secured Claim of the Trust); 3A-AA (Secured Claim of Comm-Fit, L.P.); 4A-AA (Secured Claim of Jemm Investments, Inc.);

5A-AA (Secured Claim of Fast-Trak Construction, Inc.); and 6A-AA (Unsecured (General) Claims) are unimpaired. Pursuant to Bankruptcy Code section 1126(f), holders of such Claims are deemed to accept the Plan and are not entitled to vote on the Plan.

PLEASE TAKE FURTHER NOTICE THAT because you hold a Claim that has been placed in one or more of the foregoing Classes under the Plan: (1) you are not entitled to vote on the Plan on account of such Claim or Interest, and (2) you have not been sent a copy of the Plan or the related Disclosure Statement on account of such Claim or Interest.

PLEASE TAKE FURTHER NOTICE THAT if you hold an Interest in Class 7A-AA and are entitled to vote on the Plan, then you will receive a separate package with a copy of the Plan and Disclosure Statement and a Ballot for voting with respect to such Class 7A-AA Interest.

PLEASE TAKE FURTHER NOTICE THAT if you would like to request a copy of the Plan or the Disclosure Statement for information purposes, then you should contact the Balloting Agent, BMC Group, Inc., at (888) 909-0100 or by email at info@bmcgroup.com.

EXHIBIT "C"

Michelle V. Larson
State Bar No. 00796928
ANDREWS KURTH LLP
1717 Main Street, Suite 3700
Dallas, Texas 75201
Telephone: (214) 659-4400
Facsimile: (214) 659-4401

Jeremy B. Reckmeyer (admitted *pro hac vice*)
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Telephone: (212) 850-2800
Facsimile: (212) 850-2929

ATTORNEYS FOR THE
DEBTORS AND DEBTORS IN POSSESSION

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:)
) **Chapter 11**
NNN 3500 MAPLE 26, LLC, et al. ,)
) **Case No. 13-30402-hdh-11**
)
Debtors) **Jointly Administered**

NOTICE OF CONFIRMATION HEARING

On August 25, 2014, the Bankruptcy Court entered the Order (I) Approving Debtors' Disclosure Statement; (II) Approving Debtors' Proposed Solicitation Procedures; (III) Setting a Hearing and Establishing Notice and Objection Procedures for Confirmation of the Plan; and (IV) Granting Related Relief [Docket No.] (the "Disclosure Statement Order"). In the Disclosure Statement Order, the Bankruptcy Court approved, among other things, the Disclosure Statement [Docket No. 940] (as the same may be amended, modified, or supplemented from time to time, the "Disclosure Statement") for the Joint Chapter 11 Plan [Docket No. 944] (as the same may be amended, modified, or supplemented from time to time, the "Plan")¹ filed by NNN 3500 Maple 1, LLC, NNN 3500 Maple 2, LLC, NNN 3500 Maple 3, LLC, NNN 3500 Maple 4, LLC, NNN 3500 Maple 5, LLC, NNN 3500 Maple 6, LLC, NNN 3500 Maple 7, LLC, NNN 3500 Maple 10, LLC, NNN 3500 Maple 12, LLC, NNN 3500 Maple 13, LLC, NNN 3500 Maple 14, LLC, NNN 3500 Maple 15, LLC, NNN 3500 Maple 16, LLC, NNN 3500 Maple 17, LLC, NNN 3500 Maple 18, LLC, NNN 3500 Maple 20, LLC, NNN 3500 Maple 22, LLC, NNN 3500 Maple 23, LLC, NNN 3500 Maple 24, LLC, NNN 3500 Maple 26, LLC, NNN 3500 Maple 27, LLC, NNN 3500 Maple 28, LLC, NNN 3500 Maple 29, LLC, NNN 3500 Maple 30, LLC, NNN 3500

¹ Capitalized terms used but not defined herein shall have the meanings set forth in the Plan.

Maple 31, LLC, NNN 3500 Maple 32, LLC, and NNN 3500 Maple 34, LLC, the above-referenced debtors and debtors-in-possession (collectively, the “Debtors”). In the Order, the Court found that the Disclosure Statement contains adequate information within the meaning of 11 U.S.C. § 1125.

Relevant Deadlines

The Court has set **October 21, 2014 at 2:00 p. m. Central Time**, as the date and time for hearing on confirmation of the Plan and to consider any objections thereto (the “Confirmation Hearing”). The confirmation hearing will be held in the Courtroom of the Honorable Harlin D. Hale, United States Bankruptcy Judge, 14th Floor, 1100 Commerce, Dallas, Texas 75242. The hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date(s) at the hearing, and thereafter, at any adjourned hearing(s). In addition, the Plan may be modified without further notice prior to or as a result of the Confirmation Hearing, and thereafter, as otherwise provided in the Bankruptcy Code.

Any objection to confirmation of the Plan must be filed with the Clerk of the Bankruptcy Court at the address set below on or before **October 10, 2014 at 5:00 p.m. Central Time** (the “Objection Deadline”). All objections and responses must be served, so as to be received no later than the Objection Deadline, upon (a) counsel to the Debtors, Andrews Kurth LLP, 1717 Main Street, Suite 3700, Dallas, Texas 75201 (Attn: Michelle V. Larson) and (b) Office of the United States Trustee, 1100 Commerce Street, Room 976, Dallas, Texas 75242 (Attn: Erin M. Schmidt). **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

To the extent that you hold an Impaired Interest and have the opportunity to vote to accept or reject the Plan, the Bankruptcy Court has fixed **October 10, 2014 at 5:00 p.m. Central Time**, as the deadline for the receipt of Ballots evidencing the votes accepting or rejecting the Plan (the “Ballot Deadline”).

Obtaining Disclosure Statements and Competing Plans

You may obtain copies of the Debtors’ pleadings filed in these cases by contacting BMC Group Inc. the Debtors’ Tabulation Agent, by (i) e-mail at info@bmcgroup.com; (ii) telephone at 888-909-0100; or (iii) regular mail at BMC Group, Inc., Attn: NNN 3500 Maple 26, LLC, Ballot Processing, PO Box 3020, Chanhassen, MN 55317-3020.

All documents filed in these cases may also be viewed (a) during regular business hours (9:00 a.m. to 4:30 p.m. Central Time weekdays, except legal holidays) at the U.S. Bankruptcy Court for the Northern District of Texas, Dallas Division, 1100 Commerce, Dallas, Texas 75242 and (b) electronically on the PACER system at <http://www.txnb.uscourts.gov>.

Dated: August ___ 2014

By: /s/
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AND DEBTORS IN POSSESSION