

This Deed has been prepared by:

Thomas G. Sherman, Esquire
Thomas G. Sherman, P.A.
90 Almeria Avenue
Coral Gables, FL 33134

WARRANTY DEED IN LIEU OF FORECLOSURE

This indenture, made this 29 day of December, 2011 between **Lauderdale Waterfront Associates, LLC, a Delaware limited liability company** (as to Parcels 1A and 1B); **Waterfront MM, LLC, a Florida limited liability company** (as to Parcel 2) and **Ocean Wave Associates, LLC, a Delaware limited liability company** (as to Parcel 3) (hereinafter referred to as "Grantors") whose address is 401 E. Las Olas Blvd, Suite 130-324, Ft. Lauderdale, FL 33301, and **MW Lauderdale, LP, a Delaware limited partnership**, (hereinafter referred to as Grantee) whose post office address is 2755 E. Oakland Park Blvd., Ft. Lauderdale FL 33306:

W I T N E S S E T H :

That the Grantor for and in consideration of the sum of Ten Dollars (\$10.00), in hand paid, and the full cancellation and satisfaction of the mortgage indebtedness herein described, convey and warrant to the said Grantee, his successors and assigns, the following described premises, to wit:

Parcel 1A: The North 100 feet of the West 150 feet of Block C BIRCH OCEAN FRONT SUBDIVISION, according to the plat thereof, as recorded in Plat Book 19 at Page 26, of the Public Records of Broward County, Florida;
and

Parcel 1B: The East 75 feet of the West 150 feet of the South 100 feet in Block C, of BIRCH OCEAN FRONT SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 19 at Page 26, of the Public Records of Broward County, Florida;
and

Parcel 2: The South 100 feet, LESS the West 150 feet of Block C, BIRCH OCEAN FRONT SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 19 at Page 26, of the Public Records Broward County, Florida;
and

Parcel 3: The West 75 feet of the South 100 feet of Block C, BIRCH OCEAN FRONT SUBDIVISION, according to the Plat thereof as recorded in Plat Book 19 at Page 26, of the Public Records of Broward County, Florida.

together with all and singular the tenements, hereditaments, and appurtenances thereunto belonging or in any way appertaining hereby releasing and waiving all rights under and by virtue of any applicable laws of said state where the above premises are situated.

As to Parcel 1A and B:

This deed is a deed in lieu of foreclosure and is being executed and delivered to the grantee absolutely and unconditionally in consideration of the cancellation of the debt secured by the Real Estate Mortgage, Assignment and Security Agreement from Lauderdale Waterfront Associates, LLC., a Delaware limited liability company to 1031 Exchange Corporation dated April 12, 2005 recorded in Official Records Book 39473, Page 1036, said Mortgage assigned to Ocean Bank, a Florida banking corporation by Assignment of Note, Mortgage and Related Loan Documents recorded in Official Records Book 40073, Page 289, said Mortgage partially released by Partial Release of Mortgage recorded in Official Records Book 40073, Page 291, and Real Estate Mortgage, Assignment and Security Agreement from Lauderdale Waterfront Associates, LLC., a Delaware limited liability company to 1031 Exchange Corporation dated April 12, 2005 recorded in Official Records Book 39473, Page 1065, said Mortgage assigned to Ocean Bank, a Florida banking corporation by Assignment of Note, Mortgage and Related Loan Documents recorded in Official Records Book 40073, Page 287, said Mortgages amended and restated by Amended and Restated Mortgage and Security Agreement recorded in Official Records Book 40073, Page 293, and modified by Mortgage and Loan Modification and Spreader Agreement recorded in Official Records Book 45931, Page 1453, together with the following loan related documents: a) Assignment of Leases, Rents and Profits recorded in Official Records Book 40073, Page 306; b) UCC-1 Financing Statement recorded in Official Records Book 40073, Page 312; UCC-3 Financing Statement recorded in Official Records Book 47190, Page 854, and c) Cross-Collateralization and Cross-Default Agreement recorded in Official Records Book 40073, Page 325; d) Cross-Collateralization and Cross-Default Agreement recorded in Official Records Book 45931, Page 1465; e) Unrecorded Forbearance Agreement dated September 30, 2009, as evidenced by and together with Cross Collateralization and Cross-Default Agreement recorded in Official Records Book 46857, Page 317; said Mortgage having been assigned to WEK Properties, LLC, a Florida limited liability company, grantee herein by Assignment of Mortgage recorded in Official Records Book

_____, Page _____, (to be recorded), and is not intended as additional security under that Mortgage."

As to Parcel 2:

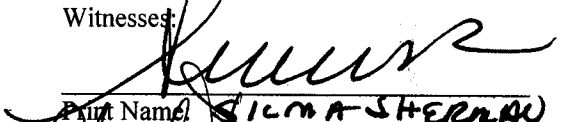
This deed is a deed in lieu of foreclosure and is being executed and delivered to the grantee absolutely and unconditionally in consideration of the cancellation of the debt secured by the Real Estate Mortgage, Assignment and Security Agreement, as executed by Waterfront MM, LLC, a Florida limited liability company to Michael J. Grimme and Pamela D. Grimme, dated April 12, 2005, recorded April 20, 2005 in Official Records Book 39473, Page 1007; and said Mortgage having been assigned to Ocean Bank, a Florida banking corporation, by Assignment of Note, Mortgage and Related Loan Documents recorded in Official Records Book 40073, Page 282, further amended by Amended and Restated Mortgage and Security Agreement recorded in Official Records Book 40073, Page 313 and Mortgage and Loan Modification and Spreader Agreement recorded in Official Records Book 45931, Page 1447; Cross-Collateralization and Cross-Default Agreements recorded in Official Records Book 40073, Page 325, and Official Records Book 45931, Page 1465 and as assigned by Assignment of Mortgage recorded in Official Records Book ~~48437~~ Page 1950, and now in favor of the grantee, and is not intended as additional security under that Mortgage."

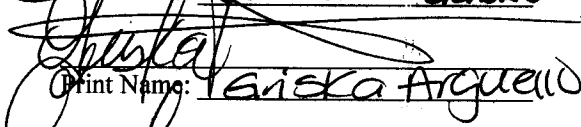
As to Parcel 3:

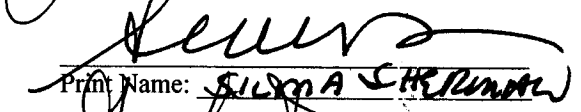
This deed is a deed in lieu of foreclosure and is being executed and delivered to the grantee absolutely and unconditionally in consideration of the cancellation of the debt secured by the Mortgage Deed and Security Agreement as executed by Ocean Wave Associates, LLC, a Delaware limited liability company, to Ocean Bank, a Florida banking corporation, recorded in Official Records Book 41130, Page 467; as modified by Mortgage and Loan Modification and Spreader Agreement, recorded January 21, 2009, in Official Records Book 45931, Page 1459; by Cross-Collateralization and Cross-Default Agreement recorded January 21, 2009, in Official Records Book 45931, Page 1465; and by Cross-Collateralization and Cross-Default Agreement recorded February 5, 2010, in Official Records Book 46857, Page 317, as assigned by Assignment of Mortgage recorded in Official Records Book ~~48437~~ Page 1950, in favor of the grantee, and is not intended as additional security under that Mortgage."

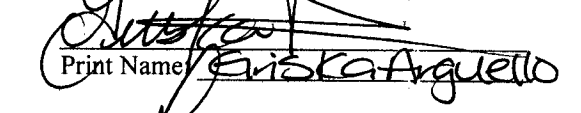
In Witness Whereof, the said Grantors have hereunto set their hands and seals the day and year first above written.

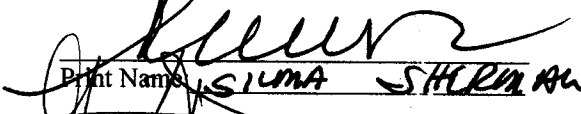
Witnesses:

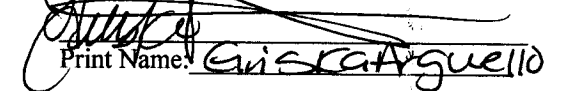

Print Name: SILMA SHERMAN


Print Name: Eniska Arguello



Print Name: SILMA SHERMAN


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Print Name: Eniska Arguello

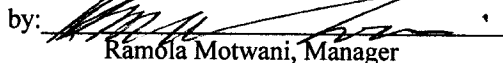
Lauderdale Waterfront Association, LLC,
a Delaware limited liability company

by: 
Ramola Motwani, Manager

Waterfront MM, LLC, a Florida limited liability company

by: 
Ramola Motwani, Managing Member

Ocean Wave Associates, LLC, a Delaware limited liability company

by: 
Ramola Motwani, Manager

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI DADE)

The foregoing instrument, Warranty Deed in Lieu of Foreclosure, was acknowledged before me this 25 day of December, 2011 by Ramola Motwani, as manager of Ocean Wave Associates, LLC, a Delaware limited liability company and Lauderdale Waterfront Association, LLC, a Delaware limited liability company, and as Managing Member of Waterfront MM, LLC, a Florida limited liability company, who is personally known to me or who have produced Fla D/H as identification and who did not take an oath.


NOTARY PUBLIC

My Commission Expires: