

12525793  
5/1/2017 12:28:00 PM \$23.00  
Book - 10553 Pg - 168-173  
Gary W. Ott  
Recorder, Salt Lake County, UT  
FIRST AMERICAN NCS  
BY: eCASH, DEPUTY - EF 6 P.

Prepared by and after recording  
return to:

Ashanté L. Smith, Esquire  
Troutman Sanders LLP  
P.O. Box 1122  
Richmond, VA 23218

FIRST AMERICAN TITLE  
#1002-~~2~~211613 RT

## CROSS-COLLATERALIZATION AGREEMENT MEMORANDUM - MASTER

(Revised 3-1-2014)

**CROSS-COLLATERALIZATION AGREEMENT MEMORANDUM - MASTER**

**(Revised 3-1-2014)**

Notice is hereby given of the following described Agreement:

Description: \$375,215,000.00 Cross-Collateralization Agreement - Master, as amended from time to time (the "**Agreement**")

Parties: **TIO MILESTONE JAMES POINTE APARTMENTS INVESTORS, LLC**, a Delaware limited liability company ("**Borrower**"), the other Borrowers, as named therein, and **BERKELEY POINT CAPITAL LLC**, a Delaware limited liability company ("**Lender**") and acknowledged by **FIRST AMERICAN TITLE INSURANCE COMPANY**, as Trustee under the Security Instrument for the James Pointe property as identified on Exhibit A

Effective

Date: As of April 28, 2017

Description

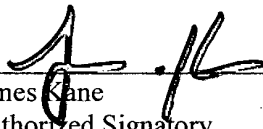
of Property: See Exhibit A attached hereto for Schedule of Cross-Collateralized Loans; see Exhibit B attached hereto for Description of Borrower Property

Lender Notice

Address: One Beacon Street, 14th Floor  
Boston, Massachusetts 02108  
Attention: Director Loan Servicing

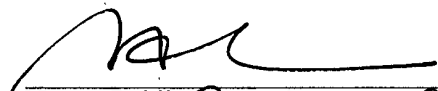
This notice of the Agreement is not intended, nor may it be deemed, to vary or govern the interpretation of the terms and conditions of the Agreement.

**TIO MILESTONE JAMES POINTE  
APARTMENTS INVESTORS, LLC, a  
Delaware limited liability company**

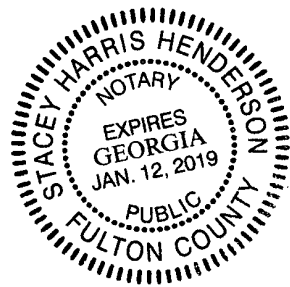
By:   
James Kane  
Authorized Signatory

STATE OF Georgia )  
COUNTY OF Fulton ) ss:

On the 13<sup>th</sup> day of April, 2017, personally appeared before me James Kane, Authorized Signatory of TIO Milestone James Pointe Apartments Investors, LLC, a Delaware limited liability company, the signer of the foregoing instrument, who duly acknowledged to me that he executed the same for and on behalf of said limited liability company.

  
Notary Public  
Residing at: Fulton County, Georgia

My Commission Expires: 1/12/2019



**EXHIBIT A**

**SCHEDULE OF CROSS-COLLATERALIZED LOANS**

**Sub-Pool 2**

<b>FM Loan No.</b>	<b>Borrower Name</b>	<b>Property Name</b>	<b>City</b>	<b>State</b>	<b>County</b>	<b>Loan Amount</b>	<b>Maximum Market Cap Rate for Cross Release</b>
708676243	Terra Vida Apartments Investors, LLC	Terra Vida	Mesa	AZ	Maricopa County	\$ 30,160,000	5.975%
708676324	MAR Legacy Ridge, LLC	The Village at Legacy Ridge	Westminster	CO	Adams County	\$41,634,000	5.736%
708676391	SOF South Pointe Owner, L.P.	South Pointe	Tampa	FL	Hillsborough County	\$11,120,000	6.555%
708676464	MAR Almand Creek, LLC	The Village at Almand Creek	Conyers	GA	Rockdale County	\$22,100,000	6.863%
708676936	MAR Flagstone, LLC	Flagstone at Indian Trail	Indian Trail	NC	Union County	\$31,413,000	5.751%
708677045	SOF Brandywine II Owner, L.P.	Brandywine II	Nashville	TN	Davidson County	\$33,408,000	6.224%
708676553	SOF Casa Valley Owner, L.P.	Casa Valley	Irving	TX	Dallas County	\$16,740,000	6.528%
708676693	Preston Greens Apartments Investors, L.P.	Preston Greens	Dallas	TX	Dallas County	\$25,790,000	6.288%
708676790	MAR Summer Meadows, LP	Summer Meadows	Plano	TX	Collin County	\$40,390,000	6.273%
708676545	SOF Hidden Lake Owner, L.P.	Hidden Lake	Houston	TX	Harris County	\$42,856,000	6.425%
708676634	TIO Milestone Retreat Apartments Investors, L.P.	The Retreat at Eldridge	Houston	TX	Harris County	\$15,716,000	6.209%
708676723	MAR Costa Bella, LP	Costa Bella	San Antonio	TX	Bexar County	\$31,049,000	5.419%
708676847	TIO Milestone James Pointe Apartments Investors, LLC	James Pointe		UT	Salt Lake County	\$32,839,000	5.935%
					<b>13 LOANS</b>	<b>\$375,215,000</b>	

## EXHIBIT B

### LEGAL DESCRIPTION

BEGINNING AT A POINT 40.00 FEET PERPENDICULARLY DISTANT WESTERLY FROM THE CENTERLINE OF 725 EAST STREET, SAID POINT BEING SOUTH 92.58 FEET, WEST 2.92 FEET, AND SOUTH 0°01'56" EAST PARALLEL WITH THE CENTERLINE OF 700 EAST STREET 167.14 FEET TO THE NORTH RIGHT OF WAY LINE OF INTERSTATE I-215, FROM THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE WESTERLY ALONG SAID NORTH LINE THE FOLLOWING 4 COURSES (1) NORTH 88°56'00" WEST 418.440 FEET; THENCE (2) NORTH 83°30'55" WEST 427.310 FEET; THENCE (3) NORTH 8°17'01" EAST 25.0 FEET; THENCE (4) NORTH 81°42'59" WEST 322.660 FEET; THENCE NORTH 0°12'43" WEST 136.339 FEET; THENCE SOUTH 89°48'29" EAST 6.600 FEET; THENCE NORTH 0°05'19" WEST 317.992 FEET; THENCE SOUTH 84°35'35" EAST 265.482 FEET; THENCE SOUTH 0°06'34" EAST 133.683 FEET; THENCE SOUTH 84°45'00" EAST 322.059 FEET; THENCE NORTH 3.80 FEET; THENCE SOUTH 86°45'33" EAST 70.99 FEET; THENCE NORTH 2°23'23" EAST 125.889 FEET; THENCE SOUTH 84°35'35" EAST 479.037 FEET; THENCE SOUTH 01°46'52" EAST 474.071 FEET TO THE POINT OF BEGINNING.

LESS AND EXCEPTING THEREFROM THE FOLLOWING TWO (2) TRACTS CONVEYED TO MURRAY CITY:

#### TRACT 1:

PARCEL A: BEGINNING AT THE NORTHWEST CORNER OF SAID TRACT WHICH IS NORTH 89°47'07" WEST 1157.05 FEET ALONG THE QUARTER SECTION LINE AND NORTH 00°12'53" EAST 317.53 FEET (ACTUAL = NORTH 89°47'07" WEST 1169.04 FEET ALONG THE QUARTER SECTION LINE AND NORTH 00°12'53" EAST 318.94 FEET) FROM THE MONUMENT FOUND MARKING THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE SOUTH 84°35'35" EAST 265.48 FEET, MORE OR LESS; THENCE SOUTH 00°06'34" EAST 14.07 FEET TO A LINE BEING 47.00 FEET PERPENDICULARLY DISTANT SOUTHERLY FROM THE CENTER LINE OF 6400 SOUTH STREET; THENCE NORTH 84°35'53" WEST 265.48 FEET, MORE OR LESS, ALONG SAID LINE TO THE WESTERLY BOUNDARY OF SAID TRACT; THENCE NORTH 00°05'19" WEST 14.06 FEET, MORE OR LESS, ALONG SAID LINE TO THE PLACE OF BEGINNING.

#### TRACT 2:

PARCEL B: BEGINNING AT THE NORTHEAST CORNER OF SAID TRACT WHICH IS NORTH 89°47'07" WEST 10.91 FEET ALONG THE QUARTER SECTION LINE AND NORTH 01°46'52" WEST 214.18 FEET (ACTUAL = NORTH 89°47'07" WEST 23.90 FEET ALONG THE QUARTER SECTION LINE AND NORTH 00°12'53" EAST 215.12 FEET) FROM THE MONUMENT FOUND MARKING THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN AND BEING THE SOUTH LINE OF 6400 SOUTH STREET AND THE WEST LINE OF 725 EAST STREET AND RUNNING THENCE SOUTH 00°10'46" EAST 14.07 FEET, MORE OR LESS, ALONG THE EASTERLY BOUNDARY LINE OF SAID TRACT TO A LINE BEING 47.00 FEET PERPENDICULARLY DISTANT SOUTHERLY FROM THE CENTER LINE OF 6400 SOUTH STREET; THENCE NORTH 84°35'53" WEST 479.06 FEET, MORE OR LESS, ALONG SAID LINE TO A BOUNDARY LINE; THENCE NORTH 14.06 FEET, MORE OR LESS, ALONG SAID LINE; THENCE SOUTH 84°35'35" EAST 479.02 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

BEING MORE PARTICULARLY DESCRIBED BY SURVEY AS FOLLOWS:

BEGINNING AT A POINT ON THE WESTERLY RIGHT OF WAY LINE OF 725 EAST STREET, SAID POINT BEING SOUTH 92.58 FEET, WEST 2.92 FEET AND SOUTH 00°01'56" EAST PARALLEL WITH THE MONUMENT LINE OF 700 EAST STREET 167.14 FEET TO THE NORTH RIGHT OF WAY LINE OF INTERSTATE I-215, FROM THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN; AND RUNNING THENCE WESTERLY ALONG SAID NORTH LINE THE FOLLOWING FOUR (4) COURSES: (1) NORTH 88°56'00" WEST 418.44 FEET; (2) NORTH 83°30'55" WEST 427.31 FEET; (3) NORTH 08°17'01" EAST 25.00 FEET; (4) NORTH 81°42'59" WEST 322.66 FEET; THENCE NORTH 00°12'42" WEST 136.34 FEET; THENCE SOUTH 89°48'29" EAST 6.60 FEET; THENCE NORTH 00°05'19" WEST 303.99 FEET TO THE SOUTHERLY RIGHT OF WAY LINE OF WINCHESTER STREET; THENCE ALONG SAID SOUTHERLY RIGHT OF WAY LINE SOUTH 84°35'37" EAST 265.49 FEET; THENCE SOUTH 0°06'34" EAST 119.69 FEET; THENCE SOUTH 84°45'00" EAST 322.06 FEET; THENCE NORTH 3.80 FEET; THENCE SOUTH 86°45'33" EAST 70.99 FEET; THENCE NORTH 02°23'23" EAST 111.96 FEET TO SAID SOUTHERLY RIGHT OF WAY LINE; THENCE ALONG SAID SOUTH RIGHT OF WAY LINE SOUTH 84°35'37" EAST 480.06 FEET TO THE WESTERLY RIGHT OF WAY LINE OF 725 EAST STREET; THENCE ALONG SAID WESTERLY RIGHT OF WAY LINE SOUTH 01°46'52" EAST 460.05 FEET TO THE POINT OF BEGINNING.

*Parcel # 22-19-426-002-0000*