

Recorded at Request of James M. Phipps, c/o Rosenberg & Liebenritt, P.C., Two N. Riverside Plaza, Suite 1601, Chicago, Illinois 60606, at _____ M. Fee Paid \$ _____

Page _____ by _____ Dep. Book _____

Ref.: _____
Mail tax notice to Mervyn's, 22301 Foothill Blvd., Hayward, CA 94541, Attention: Property Management - Mail Stop M3AA.

5634888

T-19074

GENERAL WARRANTY DEED

South Towne Investors Limited Partnership, an Illinois limited partnership, with its principal office at Two N. Riverside Plaza, Suite 600, Chicago, Illinois 60606, grantor, hereby CONVEYS AND WARRANTS to Mervyn's, a California corporation, 22301 Foothill Blvd., Hayward, CA 94541, Attention: Legal Dpt., Mail Stop-MO2Q, grantee, for the sum of One and No/100 (\$1.00) Dollars, the following described tract of land in Salt Lake County, State of Utah:

See legal description attached hereto and made a part hereof as Exhibit "A".

The officers who sign this deed hereby certify that this deed and the transfer represented thereby was duly authorized under a resolution duly adopted by the board of directors of the grantor at a lawful meeting duly held and attended by a quorum.

IN WITNESS WHEREOF, the grantor has caused its name and seal to be hereunto affixed by its duly authorized officers this 19th day of October, A.D. 1993.

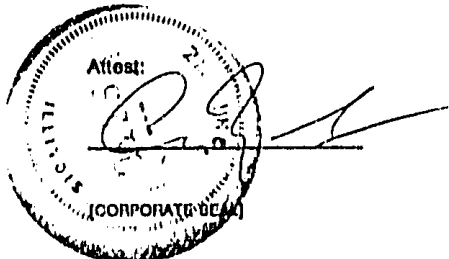
SOUTH TOWNE INVESTORS LIMITED PARTNERSHIP,
an Illinois limited partnership

By: Zell/Merrill Lynch Real Estate Opportunity Partners Limited Partnership, an Illinois limited partnership

By: ZM Investors Limited Partnership, an Illinois limited partnership, general partner

By: ZM, Inc., an Illinois corporation, general partner

By: [Signature]
Its: Vice President



STATE OF ILLINOIS }
COUNTY OF COOK } 89

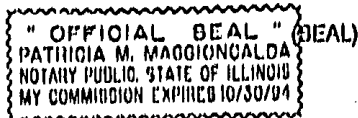
I, the undersigned, a Notary Public in and for said County in the State aforesaid, do hereby certify that Patricia M. Maggioncalda, Vice President of ZM, Inc., an Illinois corporation, general partner to ZM Investors Limited Partnership, an Illinois limited partnership, general partner to Zell/Merrill Lynch Real Estate Opportunity Partners Limited Partnership, an Illinois limited partnership, a general partner of South Towne Investors Limited Partnership, an Illinois limited partnership, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such general partner, appeared before me this day in person and acknowledged that he signed and delivered said instrument as his own free and voluntary act, and as the free and voluntary act of said partnership, for the uses and purposes therein set forth.

Given under my hand and notarial seal this 19 day of Oct, 1993.

[Signature]
Notary Public

My Commission Expires: _____

WBF2003M



EX678180761

Exhibit "A"

Parcel I: A parcel of land in the Northeast Quarter of Section 13, Township 3 South, Range 1 West, Salt Lake Base and Meridian; being more particularly described as follows:

BEGINNING at a point 928.18 feet West and 700.84 feet South from the Northeast corner of said Section 13, (basis of bearing being South 00° 01' 50" East along the State Street monument line between the monuments opposite the Northeast corner and the East quarter corner of said Section 13), said point being on a 315.48 foot radius curve to the right (radius point bears North 76° 12' 01" West); and running thence Southwesterly 6.61 feet along the arc of said curve through a central angle of 01° 12' 01" to a point of tangency; thence South 15° 00' 00" West 113.39 feet; thence South 83° 05' 00" East 19.20 feet to a point on a 147.00 foot radius curve to the left (radius point bears South 83° 05' 00" East); thence Southerly 17.73 feet along the arc of said curve through a central angle of 06° 53' 25" to a point of tangency; thence South 00° 01' 35" West 184.00 feet; thence South 89° 59' 52" West 263.49 feet; thence North 00° 01' 35" East 10.30 feet to the point of curvature with a 49.50 foot radius curve to the right; thence Northeasterly 35.99 feet along the arc of said curve through a central angle of 41° 39' 23" to a point of reverse curvature with a 50.50 foot radius curve to the left; thence Northeasterly 36.72 feet along the arc of said curve through a central angle of 41° 39' 23" to a point of tangency; thence North 00° 01' 35" East 128.85 feet to the point of curvature with a 14.50 foot radius curve to the right; thence Northeasterly 22.78 feet along the arc of said curve through a central angle of 90° 00' 00" to a point of tangency; thence South 89° 58' 25" East 103.58 feet to the point of curvature with a 75.50 foot radius curve to the left; thence Northeasterly 69.60 feet along the arc of said curve through a central angle of 52° 48' 57" to a point of tangency; thence North 37° 12' 38" East 32.85 feet; thence North 15° 00' 00" East 58.14 feet; thence South 75° 00' 00" East 39.93 feet to the point of BEGINNING. Containing 1.344 acres, more or less.

Parcel II: Perpetual easements for parking and access created by that certain Grant of Reciprocal Easements, Declaration of Covenants Running with the Land and Development Agreement entered into this 21st day of October, 1993 by and between Morvyn's, a California corporation, and South Towne Investors Limited Partnership, an Illinois limited partnership, to be recorded in the Official Records of Salt Lake County, Utah (the "REA"), in the Primary Parking Area (as defined in the REA), legally described as follows:

A parcel of land in the Northeast Quarter of Section 13, Township 3 South, Range 1 West, Salt Lake Base & Meridian, being more particularly described as follows:

Beginning at a point 1506.28 feet West and 627.79 feet South from the Northeast Corner of said Section 13 (basis of bearing being South 00° 01' 50" East along the State Street monument line between the monuments opposite the Northeast Corner and the East Quarter Corner of said Section 13), said point being on the Northerly line of the South Towne Mall Ring Road at a point on a 760.00 foot radius curve to the right (radius point bears South 30° 01' 35" East); and running thence Northeasterly 215.28 feet along the arc of said curve through a central angle of 16° 16' 15" (chord bears North 60° 08' 32" East 214.63 feet); thence North 10.75 feet to the southerly line of the future Sandy Boulevard right of way, said point being on a 760.00 foot radius curve to the right (radius point bears South 21° 27' 20" East); thence Northeasterly 200.00 feet along the arc of said curve through a central angle of 22° 21' 25" (chord bears North 70° 43' 14" East 207.78 feet); thence South 00° 00' 36" West 9.09 feet to said northerly line of the South Towne Mall Ring Road, said point being on a 760.00 foot radius curve to the right (radius point bears South 00° 54' 37" West); thence Southeasterly 300.10 feet along the arc of said curve through a central angle of 22° 41' 04" (chord bears South 77° 44' 52" East 200.14 feet); thence South 15° 51' 50" West 509.94 feet; thence South 80° 59' 52" West 83.02 feet to a point on Morvyn's Parcel 1; thence running along said parcel North 00° 01' 35" East 184.00 feet to

the point of curvature with a 147.50 foot radius curve to the right; thence Northeasterly 17.73 feet along the arc of said curve through a central angle of $06^{\circ} 53' 25''$; thence North $83^{\circ} 05' 00''$ West 19.20 feet; thence North $15^{\circ} 00' 00''$ East 113.39 feet to a point of curvature with a 315.48 foot radius curve to the left; thence Northeasterly 8.61 feet along the arc of said curve through a central angle of $01^{\circ} 12' 01''$; thence North $76^{\circ} 00' 00''$ West 39.93 feet; thence South $15^{\circ} 00' 00''$ West 58.14 feet; thence South $37^{\circ} 12' 38''$ West 32.85 feet to the point of curvature with a 75.50 foot radius curve to the right; thence Southwesterly 69.60 feet along the arc of said curve through a central angle of $52^{\circ} 48' 57''$ to a point of tangency; thence North $89^{\circ} 58' 25''$ West 103.56 feet to a point of curvature with a 14.50 foot radius curve to the left; thence Southwesterly 22.78 feet along the arc of said curve through a central angle of $90^{\circ} 00' 00''$ to a point of tangency; thence South $00^{\circ} 01' 35''$ West 128.85 feet to a point of curvature with a 50.50 foot radius curve to the right; thence Southwesterly 36.72 feet along the arc of said curve through a central angle of $41^{\circ} 39' 23''$ to a point of reverse curvature with a 49.50 foot radius curve to the left; thence Southwesterly 6.15 feet along the arc of said curve through a central angle of $07^{\circ} 07' 19''$; thence leaving said Mervyn's parcel North $44^{\circ} 58' 25''$ West 324.58 feet; thence North $45^{\circ} 01' 35''$ East 29.75 feet; thence North $44^{\circ} 58' 25''$ West 147.00 feet to the point of beginning. Containing 5.563 acres, more or less.

CONSENT AND SUBORDINATION TO
PERPETUAL EASEMENTS

The undersigned, beneficiary under those certain Financing Documents encumbering all or a portion of the Primary Parking Area, hereby consents to the grant of certain easements over, across and under the Primary Parking Area contained in the within General Warranty Deed and hereby subordinates the lien of those certain Financing Documents (as amended, modified or supplemented from time to time) to the provisions of the General Warranty Deed pertaining to, affecting or encumbering the Primary Parking Area. The "Financing Documents" consist of: (i) Deed of Trust dated July 31, 1992 recorded as Entry No. 5305810 at Book 6496, Page 3001 of the Official Records of Salt Lake County, Utah; (ii) Assignment of Rents, Issues, and Profits dated July 31, 1992 and recorded as Entry No. 5305811 at Book 6497, Page 1 of said Official Records; and (iii) Financing Statement recorded as Entry No. 5305812 at Book 6497, Page 13 of said Official Records.

BARCLAYS BANK PLC

By: Elizabeth P. Paz
Its: Vice President

STATE OF Illinois }
COUNTY OF Cook } SS

I, Mary D. Klaus, a Notary Public in and for the County and State aforesaid, do hereby certify that Elizabeth P. Paz appeared before me this day and did say that she is the Vice President of BARCLAYS BANK PLC, a banking corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such officer and acknowledged that she signed and delivered the said instrument as the free and voluntary act of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal this 19th day of October 1993.

Mary D. Klaus
Notary Public

My Commission Expires: _____

(SEAL)



1700
5634888
21 OCTOBER 93 10:10 AM
KATIE L. DIXON
RECORDER, SALT LAKE COUNTY, UTAH
FOUNDER, TITLE
REC BY: DIANE KILPACK, DEPUTY