

2

MERRIMACK COUNTY RECORDS *Kathi L. Guay*, CPO, Register

Record and return to:
Bryan Cave LLP
1290 Avenue of the Americas
New York, NY 10104
Attention: Ronald B. Emanuel, Esq.

Law Office of Thomas F Quinn
62 Elm Street
Milford, NH 03055

34-
2- UPS-Env
25-

10,835.00 QUIT-CLAIM DEED

April THIS QUIT-CLAIM DEED, made and executed as of the 6th day of April, 2017, by CLP MOUNT SUNAPEE TRS CORP., a Delaware corporation, whose address is 450 South Orange Avenue, Orange County, Florida 32801 (hereinafter referred to as the "Grantor") to CLP MOUNT SUNAPEE, LLC, a Delaware limited liability company, whose address is c/o Och-Ziff Real Estate, 9 West 57th Street, 40th Floor, New York, NY 10019 (hereinafter referred to as the "Grantee");

WITNESSETH:

Grantor for consideration paid, the receipt and sufficiency of which are hereby acknowledged by these presents, does grant, bargain, sell, alien, remise, release, convey, and confirm unto the Grantee, its successors and assigns, in fee simple without representation or warranty of any kind, all of Grantor's right, title and interest, if any, in and to any and all buildings, structures, improvements and fixtures constituting real property (hereinafter referred to as the "Subject Property"), which Subject Property is located on the property in the City of Newbury, Counties of Sullivan and Merrimack, State of New Hampshire, more particularly described as follows, to wit:

**SEE EXHIBIT "A" ATTACHED HERETO
AND BY THIS REFERENCE MADE A PART HEREOF**

Meaning and intending to describe the same premises described in the warranty deed of The Sunapee Difference, LLC, a New Hampshire limited liability company, to CLP MOUNT SUNAPEE, LLC, a Delaware limited liability company (f/k/a CNL Income Mount Sunapee, LLC) dated December 5, 2008 and recorded December 10, 20118 in Book 3099, Pages 1100-1105, Merrimack County Registry of Deeds, and recorded December 24, 2008 in Book 1713, Page 0513, Register of Deeds, Sullivan County.

WHEREAS, simultaneously with the delivery of this Deed, Grantor has delivered a bill of sale to Grantee, which bill of sale is intended to transfer all of Grantor's assets to Grantee.

WHEREAS, for the avoidance of doubt this Deed is being delivered to ensure that all of Grantor's assets are effectively transferred to Grantee.

TO HAVE AND TO HOLD the Subject Property hereby intended to be conveyed unto and to the proper use and benefit of the said Grantee, its successors and assigns, forever in fee simple without representation or warranty of any kind.

AND FURTHERMORE, the Grantor does, for itself and its successors and assigns, covenant with the Grantee, its successors and assigns, that from and after the ensealing of these presents, the Grantor will have and claim no right, in or to the said quit-claimed Subject Property.

SEE SIGNATURE ON NEXT PAGE

IN WITNESS WHEREOF, the Grantor has caused these presents to be executed in manner and form sufficient to bind it as of the day and year first above written.

CLP MOUNT SUNAPEE TRS CORP.,
a Delaware corporation

By: [Signature]
Name: Tracey B. Bracco
Title: Vice President

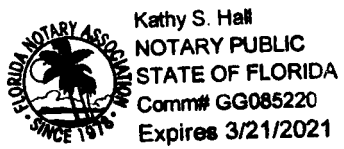
MCRD

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3 day of April, 2017, by Tracey B. Bracco, as Vice President of **CLP MOUNT SUNAPEE TRS CORP.**, a Delaware corporation, on behalf of said company, who is personally known to me or who has produced _____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

(NOTARY SEAL)



[Signature]
Notary Public Signature

Kathy S Hall
(Name typed, printed or stamped)

Notary Public-State of _____
Commission No.: _____
My Commission Expires: _____

Exhibit A

Legal Description

A certain tract or parcel of land located in the Town of Newbury, County of Merrimack, and the Town of Goshen, County of Sullivan, both in the State of New Hampshire, bounded and described as follows:

Beginning in the Town of Newbury at a steel rebar in a stone wall located at the northeast corner of the premises herein described and at the Southeast corner of land now or formerly owned by the Allison E. Heath Revocable Trust;

Thence S 07°30' W a distance of 300'± along land of the State of New Hampshire, Sunapee State Park that is not subject to a lease, to a steel rebar in a stone pile;

Thence S 70°45' E a distance of 1024'± along non-leased State Park land and across Mt. Sunapee Access Road to a steel rebar;

Thence S 26°15' W a distance of 797'± across Park Road to a granite bound on the southerly sideline of said roadway;

Thence northeasterly, easterly, southwesterly, and southeasterly a distance of 6451'± along the southerly and westerly sidelines of Park Road to a granite bound, said granite bound is located S 31°15' E a distance of 4540'± on a tie line from the previously referenced granite bound;

Thence S 16°30' E a distance of 3513'± along non-leased State Park land to a steel rebar in a boulder;

Thence N 88°00' W a distance of 2257'± along non-leased State Park land to a steel rebar in a boulder;

Thence S 56°30' W a distance of 1542'± along non-leased State Park land to a steel rebar in a boulder;

Thence S 81°30' W a distance of 1023'± continuing along non-leased State Park land to a stone pile on the southerly boundary of land of the State of New Hampshire and on the line of land now or formerly owned by The Sunapee Difference, LLC;

Thence N 64°15' W a distance of 1587'± along land of The Sunapee Difference to a tipped stone in a stone pile on or near the line between the Towns of Newbury and Goshen;

Thence N 64°30' W a distance of 1352'± continuing along land of The Sunapee Difference to an iron rod in a stone pile at the southwesterly corner of the Lease Area herein described and at other land now or formerly owned by The Sunapee Difference, LLC;

Thence N 19°15' E a distance of 1153'± along land of The Sunapee Difference to a tipped stone in a stone wall at land now or formerly owned by Jolyon Johnson;

Thence S 64°30' E a distance of 300'± along land of Johnson and partially along a stone wall to a steel rebar at the southeast corner of land of Johnson;

Thence N 15°00' W a distance of 2657'± along land of Johnson and along land of Sunapee Land Holdings, LLC to a stone bound at a corner on the line between the Towns of Goshen and Newbury;

Thence N 26°45' E a distance of 832'± along land of Sunapee Land Holdings and partially along a stone wall to a corner of stone walls;

MCRD

Thence N 43°30' W a distance of 1651'± along land of Sunapee Land Holdings and along a stone wall to a rock cairn located on top of a boulder on the southerly sideline of Old Province Road;

Thence N 69°15' E a distance of 372'± along a stone wall and the sideline of Old Province Road to a point;

Thence N 88°45' E a distance of 103'± along a stone wall and the sideline of Old Province Road to the end of the stone wall;

Thence N 10°15' E a distance of 47'± crossing Old Province Road to a wood post in a corner of stone walls on the northerly sideline of Old Province Road and at the southeasterly corner of land now or formerly owned by Mountain Reach Development, LLC;

Thence N 01°15' W a distance of 250'± along land of Mountain Reach and a stone wall to a steel rebar with a disk marked "Eckmann Eng;"

Thence N 89°45' W a distance of 50'± along land of Mountain Reach to a point;

Thence N 00°15' E a distance of 200'± continuing along land of Mountain Reach to a point;

Thence S 89°45' E a distance of 50'± continuing along land of Mountain Reach to a point on a stone wall;

Thence N 02°15' E a distance of 219'± along land of Mountain Reach and along a stone wall to a point;

Thence N 00°00' E a distance of 496'± continuing along land of Mountain Reach and along a stone wall to an intersection of stone walls to a steel rebar with a disk marked "Eckmann Eng;"

Thence N 01°00' E a distance of 319'± along land of Mountain Reach and along a stone wall to a steel rebar at a second intersection of stone walls;

Thence N 05°15' E a distance of 242'± along land of Mountain Reach and along a stone wall to a point;

Thence N 00°00' W a distance of 585'± along land of Mountain Reach and along a stone wall to a steel rebar at an intersection of stone walls at land now or formerly owned by Braton V. Robillard;

Thence N 70°45' E a distance of 173'± along a stone wall and land of Robillard to a point;

Thence N 84°00' E a distance of 205'± continuing along a stone wall and land of Robillard to a steel rebar on the east face of an intersecting stone wall at land now or formerly owned by the Herbert N. Smith Trust;

Thence N 83°30' E a distance of 2214'± along land of the Smith Trust to a steel rebar in a stone pile;

Thence S 88°15' E a distance of 1012'± along land of the Smith Trust and land of the Heath Revocable Trust, crossing the line between the Towns of Goshen and Newbury to the point of beginning.

Said premises having an area of approximately 1,134.8 acres.

Meaning and intending to describe the parcel shown as the "Lease Area" on a plan entitled "Revised Lease Area Sunapee State Park" dated December 11, 2014 and recorded March 20, 2015 in Merrimack County Registry of Deeds as Plan #201500003883 and recorded in Sullivan County Registry of Deeds as Plan #DR04-129.

Being the lands and premises described in that certain Order issued in the matter of The Sunapee Difference, LLC v. State of New Hampshire, dated February 13, 2015 and recorded March 20, 2015 in Book 3472 at Page 431 of the Merrimack County Registry of Deeds and in Book 1938 at Page 322 of the Sullivan County Registry of Deeds.

APN:

MCRD