

**Drawn by and Mail To:
Rebecca B. Joyner, Esq.
Parker Poe Adams & Bernstein LLP
150 Fayetteville Rd, Suite 1400
Raleigh, NC 27601**

STATE OF NORTH CAROLINA

DEED OF PARTIAL RELEASE

COUNTY OF DURHAM

FOR AND IN CONSIDERATION of the sum of Ten Dollars and other good and valuable consideration, the receipt of which is hereby acknowledged, Ashley L. Hogewood, Jr., a citizen and resident of Mecklenburg County, North Carolina, as Deed of Trust trustee ("*Trustee*"), and U.S. Bank National Association ("*U.S. Bank*"), the successor to Deutsche Bank National Trust Company, as assignee of New Durham Corporation ("*Beneficiary*") pursuant to the Indenture of Trust dated as of January 1, 2007 between the Corporation and Deutsche Bank, the successor to which is U.S. Bank, as trustee, as beneficiary of that certain Deed of Trust and Security Agreement dated as of the 1st day of January, 2007 and recorded in Book 5487, Pages 199-219 of the Durham County Register of Deeds office ("*Deed of Trust*"), do hereby remise, release and forever quitclaim unto the City of Durham, North Carolina, a municipal corporation duly created and validly existing under the laws of the State of North Carolina (the "*Grantee*"), its successors and assigns, that portion of the tract or parcel of real property described in Exhibit A, incorporated herein by reference, that is encumbered by the Deed of Trust.

TO HAVE AND TO HOLD the said real property and premises described in Exhibit A unto Grantees and their successors and assigns, free and discharged from lien of the Deed of Trust and from the claims of any and all persons thereunder.

IN TESTIMONY WHEREOF, the aforementioned Trustee and Beneficiary have executed this Deed of Partial Release under seal as of the ____ day of October, 2013.

**SEE SIGNATURE AND NOTARY ACKNOWLEDGMENTS ATTACHED HERETO
AND INCORPORATED HEREIN BY REFERENCE**

TRUSTEE:

_____ (SEAL)
Ashley L. Hogewood, Jr.

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

I, a Notary Public of the County and State aforesaid, certify that **ASHLEY L. HOGWOOD, JR.**, Trustee, personally appeared before me this day and acknowledged the signing of the foregoing instrument.

Date: _____

Official Signature of Notary

_____, Notary Public
Notary Public's printed or typed name

My Commission expires: _____

(Official Stamp or Seal)

BENEFICIARY:

**U.S. BANK NATIONAL ASSOCIATION,
SUCCESSOR TO DEUTSCHE BANK
NATIONAL TRUST COMPANY, AS
ASSIGNEE OF NEW DURHAM
CORPORATION, AS TRUSTEE**

By: _____
Print Name: _____
Title: _____

STATE OF _____

COUNTY OF _____

I certify that _____ personally appeared before me this day and acknowledged that (s)he is the _____ of **U.S. BANK NATIONAL ASSOCIATION, SUCCESSOR TO DEUTSCHE BANK NATIONAL TRUST COMPANY, AS ASSIGNEE OF NEW DURHAM CORPORATION, AS TRUSTEE** and that (s)he, in such capacity, being authorized to do so, voluntarily signed the foregoing on behalf of the bank for the purposes stated therein.

Date: _____

Official Signature of Notary

_____, Notary Public
Notary Public's printed or typed name

My Commission expires: _____

(Official Stamp or Seal)

EXHIBIT A

DESCRIPTION OF REAL PROPERTY TO BE RELEASED FROM DEED OF TRUST

1. LEGAL DESCRIPTION OF FEE PARCEL NO. 2.

All that certain real property located in the City of Durham, Durham County, North Carolina, more particularly described as follows:

COMMENCING from the North Carolina Geodetic Survey (NCGS) monument designated "Vickers", with corresponding grid coordinates North = 816,769.162 and East = 2,026,104.63613; THENCE North 08° 06' 45" West a computed grid distance of 1,793.95 feet with a combined grid factor of 0.99994251 to a NCGS monument designated "Lark", with corresponding grid coordinates North = 818,545.156 and East = 2,025,851.456; THENCE South 57° 32' 14" East 3,294.20 feet to an existing iron bar in the eastern right-of-way margin of Blackwell Street (a variable width public right-of-way); THENCE along the southern boundary of the intersecting right-of-way margins of Blackwell Street and Vivian Street (a variable width public right-of-way), through an arc of a curve to the right, having a Delta of 89° 10' 55", a radius of 20.00 feet, an arc length of 31.13 feet, and a chord bearing and distance of North 78° 21' 46" East 28.08 feet to an existing iron bar in the southern right-of-way margin of Vivian Street; THENCE along the southern right-of-way margin of Vivian Street, South 57° 02' 46" East 190.22 feet to an existing iron bar labeled Common Corner "DPAC", the common corner of Data Residential, LLC (PIN 0821-12-86-6523, Deed Book 5833, Page 805) and City of Durham (PIN 0821-12-86-9407, Deed Book 1636, Page 414, Deed Book 2383, Page 804, Deed Book 2542, Page 837, and Deed Book 5428, Page 313); THENCE departing the southern right-of-way margin of Vivian Street, along the common line of Data Residential, LLC and City of Durham, South 19° 05' 11" West 114.82 feet to a MAG nail set, the TRUE POINT OF BEGINNING;

THENCE from the TRUE POINT OF BEGINNING, with a New Property Line South 70° 49' 48" East 71.64 feet to a MAG nail set; THENCE with a New Property Line South 19° 14' 47" West 42.57 feet to a MAG nail set; THENCE with a New Property Line North 70° 45' 08" West 5.86 feet to a computed point ; THENCE with an Old Property Line North 19° 00' 20" East 27.74 feet to an existing iron pipe; THENCE with an Old Property Line North 70° 56' 46" West 65.62 feet to a computed point; THENCE with an Old Property Line North 19° 05' 11" East 2.91 feet to an existing iron pipe; THENCE continuing North 19° 05' 11" East 12.04 feet to a MAG nail set, the TRUE POINT OF BEGINNING.

BEING all of Fee Parcel No. 2, containing 1,230.25 square feet, more or less, as shown on that certain plat and survey entitled "Exempt Recombination Plat of ATC East Hotel" prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013, and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

2. LEGAL DESCRIPTION OF FEE PARCEL NO. 4

All that certain real property located in the City of Durham, Durham County, North Carolina, more particularly described as follows:

COMMENCING from the North Carolina Geodetic Survey (NCGS) monument designated "Vickers", with corresponding grid coordinates North = 816,769.162 and East = 2,026,104.63613; THENCE North 08° 06' 45" West a computed grid distance of 1,793.95 feet with a combined grid factor of 0.99994251 to a NCGS monument designated "Lark", with corresponding grid coordinates North = 818,545.156 and East = 2,025,851.456; THENCE South 57° 32' 14" East 3,294.20 feet to an existing iron bar in the eastern right-of-way margin of Blackwell Street (a variable width public right-of-way); THENCE along the southern boundary of the intersecting right-of-way margins of Blackwell Street and Vivian Street (a variable width public right-of-way), through an arc of a curve to the right, having a Delta of 89° 10' 55", a radius of 20.00 feet, an arc length of 31.13 feet, and a chord bearing and distance of North 78° 21' 46" East 28.08 feet to an existing iron bar in the southern right-of-way margin of Vivian Street; THENCE along the southern right-of-way margin of Vivian Street, South 57° 02' 46" East 190.22 feet to an existing iron bar labeled Common Corner "DPAC", the common corner of Data Residential, LLC (PIN 0821-12-86-6523, Deed Book 5833, Page 805) and City of Durham (PIN 0821-12-86-9407, Deed Book 1636, Page 414, Deed Book 2383, Page 804, Deed Book 2542, Page 837, and Deed Book 5428, Page 313); THENCE departing the southern right-of-way margin of Vivian Street, along the common line of Data Residential, LLC and City of Durham, South 19° 05' 11" West 114.82 feet to a MAG nail set, THENCE with a New Property Line South 70° 49' 48" East 71.64 feet to a MAG nail set; THENCE with a New Property Line South 19° 14' 47" West 42.57 feet to a MAG nail set; THENCE with a New Property Line North 70° 45' 08" West 9.86 feet to a MAG nail set; THENCE South 19° 00' 52" West 46.60 feet to a MAG nail set; THENCE with a New Property Line North 70° 52' 56" West 9.41 feet to a MAG nail set; HENCE with a New Property Line South 19° 04' 37" West 14.87 feet to a MAG nail set; THENCE with a New Property Line North 70° 49' 11" West 8.54 feet to a MAG nail set; THENCE with a New Property Line South 19° 10' 41" West 19.98 feet to a MAG nail set; THENCE with a New Property Line South 70° 44' 05" East 8.57 feet to a MAG nail set, the TRUE POINT OF BEGINNING;

THENCE from the TRUE POINT OF BEGINNING, with a New Property Line South 19° 04' 37" West 65.90 feet to a computed point in the line of property now or formerly owned by East Deck, Inc.; THENCE with the line of East Deck, Inc. North 70° 54' 49" West 5.05 feet to an existing iron pipe; THENCE with an Old Property Line North 19° 00' 20" East 65.91 feet to a computed point; THENCE with a New Property Line South 70° 44' 05" East 5.13 feet to a MAG nail set, the TRUE POINT OF BEGINNING.

BEING all of Fee Parcel No. 4, containing 335.38 square feet, more or less, as shown on that certain plat and survey entitled "Exempt Recombination Plat of ATC East Hotel" prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013, and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

3. LEGAL DESCRIPTION OF NEW AIR RIGHTS PROPERTY AREA NO. A1

All that certain real property located in the City of Durham, Durham County, North Carolina, more particularly described as follows:

BEING all of the air space or air rights (“Air Rights”) lying above a horizontal plane at an elevation of 404.7 feet above United States Coast and Geodetic Survey 1929 adjusted Mean Sea Level as shown on the plat and survey entitled “Exempt Recombination Plat of ATC East Hotel” prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013, and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry (the “Plats”); the vertical limits of said Air Rights being located over the following described property:

COMMENCING from the North Carolina Geodetic Survey (NCGS) monument designated “Vickers” with corresponding grid coordinates North = 816,769.162 and East = 2,026,104.63613; THENCE North 08° 06’ 45” West a computed grid distance of 1,793.95 feet with a combined grid factor of 0.99994251 to a NCGS monument designated “Lark”, with corresponding grid coordinates North = 818,545.156 and East = 2,025,851.456; THENCE South 57° 32’ 14” East 3,294.20 feet to an existing iron bar in the eastern right-of-way margin of Blackwell Street (a variable width public right-of-way); THENCE along the southern boundary of the intersecting right-of-way margins of Blackwell Street and Vivian Street (a variable width public right-of-way), through an arc of a curve to the right, having a Delta of 89° 10’ 55”, a radius of 20.00 feet, an arc length of 31.13 feet, and a chord bearing and distance of North 78° 21’ 46” East 28.08 feet to an existing iron bar in the southern right-of-way margin of Vivian Street; THENCE along the southern right-of-way margin of Vivian Street, South 57° 02’ 46” East 190.22 feet to an existing iron bar labeled Common Corner “DPAC”, the common corner of Data Residential, LLC (PIN 0821-12-86-6523, Deed Book 5833, Page 805) and City of Durham (PIN 0821-12-86-9407, Deed Book 1636, Page 414, Deed Book 2383, Page 804, Deed Book 2542, Page 837, and Deed Book 5428, Page 313); THENCE departing the southern right-of-way margin of Vivian Street, along the common line of Data Residential, LLC and City of Durham, South 19° 05’ 11” West 114.82 feet to a MAG nail set; THENCE with a New Property Line South 70° 49’ 48” East 71.64 feet to a MAG nail set; THENCE with a New Property Line South 19° 14’ 47” East 42.57 feet to a MAG nail set; THENCE with a New Property Line North 70° 45’ 08” West 9.86 feet to a MAG nail set; THENCE with a New Property Line South 19° 00’ 52” West 46.60 feet to a MAG nail set; THENCE with a New Property Line North 70° 52’ 56” West 9.41 feet to a MAG nail set; THENCE with a New Property Line South 19° 04’ 37” West 14.87 feet to a MAG nail set, the TRUE POINT OF BEGINNING;

THENCE from the TRUE POINT OF BEGINNING, with a New Air Rights Property Line South 19° 10’ 49” West 19.99 feet to a MAG nail set; THENCE with a New Property Line North 70° 44’ 05” West 8.57 feet to a MAG nail set; THENCE with a New Property Line North 19° 10’ 41” East 19.98 feet to a MAG nail set; THENCE with a New Property Line South 70° 49’ 11” East 8.54 feet to a MAG nail set, the TRUE POINT OF BEGINNING.

Said Air Rights property being all of NEW AIR RIGHTS PROPERTY AREA No. A1 located above a portion of Lot 4 and adjacent to and east of the western property line of Lot 4 as extended upward, with a variable width, all as shown on the Plats.

4. LEGAL DESCRIPTION OF NEW AIR RIGHTS PROPERTY AREA NO. A2

All that certain real property being and located in the City of Durham, Durham County, North Carolina, more particularly described as follows:

BEING all of the air space or air rights (“Air Rights”) lying above a horizontal plane at an elevation of 392.0 feet and below a horizontal plane at an elevation of 418.5 feet above United States Coast and Geodetic Survey 1929 adjusted Mean Sea Level as shown on the plat and survey entitled “Exempt Recombination Plat of ATC East Hotel” prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013, and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry (the “Plats”); the vertical limits of said Air Rights being located over the following described property:

COMMENCING from the North Carolina Geodetic Survey (NCGS) monument designated “Vickers” with corresponding grid coordinates North = 816,769.162 and East = 2,026,104.63613; THENCE North 08° 06’ 45” West a computed grid distance of 1,793.95 feet with a combined grid factor of 0.99994251 to a NCGS monument designated “Lark”, with corresponding grid coordinates North = 818,545.156 and East = 2,025,851.456; THENCE South 57° 32’ 14” East 3,294.20 feet to an existing iron bar in the eastern right-of-way margin of Blackwell Street (a variable width public right-of-way); THENCE along the southern boundary of the intersecting right-of-way margins of Blackwell Street and Vivian Street (a variable width public right-of-way), through an arc of a curve to the right, having a Delta of 89° 10’ 55”, a radius of 20.00 feet, an arc length of 31.13 feet, and a chord bearing and distance of North 78° 21’ 46” East 28.08 feet to an existing iron bar in the southern right-of-way margin of Vivian Street; THENCE along the southern right-of-way margin of Vivian Street, South 57° 02’ 46” East 190.22 feet to an existing iron bar labeled Common Corner “DPAC”, the common corner of Data Residential, LLC (PIN 0821-12-86-6523, Deed Book 5833, Page 805) and City of Durham (PIN 0821-12-86-9407, Deed Book 1636, Page 414, Deed Book 2383, Page 804, Deed Book 2542, Page 837, and Deed Book 5428, Page 313); THENCE departing the southern right-of-way margin of Vivian Street, along the common line of Data Residential, LLC and City of Durham, South 19° 05’ 11” West 114.82 feet to a MAG nail set, the TRUE POINT OF BEGINNING;

THENCE from the TRUE POINT OF BEGINNING, with a New Property Line South 70° 49’ 48” East 71.64 feet to a computed point; THENCE South 70° 55’ 23” East 8.67 feet to a computed point; THENCE North 19° 04’ 37” East 10.60 feet to a computed point; THENCE North 70° 55’ 23” West 8.73 feet to a computed point; THENCE North 70° 54’ 49” West 71.57 feet to a computed point; THENCE South 19° 05’ 11” West 10.50 feet to a MAG nail set, the TRUE POINT OF BEGINNING.

Said Air Rights property being all of NEW AIR RIGHTS PROPERTY AREA NO. A2 located above a portion of Lot 4 and adjacent to and north of the northern property line of Lot 5 as extended upward, with a variable width, all as shown on the Plats.

TOGETHER with the right of the roof of the proposed building to overhang above the Air Rights as shown on the Plats.

5. LEGAL DESCRIPTION OF NEW PERMANENT FOOTING & COLUMN EASEMENT AREA NO. 2

That certain area located in the City of Durham, North Carolina and identified as “New Permanent Footing & Column Easement Area No. 2” on plat and survey entitled “Exempt Recombination Plat of ATC East Hotel” prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013 and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

6. LEGAL DESCRIPTION OF NEW 3’ WIDE PERMANENT FOOTING EASEMENT AREA NO. 2

That certain area located in the City of Durham, North Carolina and identified as “New 3’ Wide Permanent Footing Easement Area No. 2” on plat and survey entitled “Exempt Recombination Plat of ATC East Hotel” prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013 and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

7. LEGAL DESCRIPTION OF NO BUILD ZONE

That certain area located in the City of Durham, North Carolina and identified as “No Build Zone” on plat and survey entitled “Exempt Recombination Plat of ATC East Hotel” prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013 and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

8. LEGAL DESCRIPTION OF NEW STORMWATER, CROSS ACCESS & UTILITY EASEMENT AREA

SUBJECT TO the rights of other parties in and to the easement pertaining to the following property:

That certain area located in the City of Durham, North Carolina and identified as “New Stormwater, Cross Access & Utility Easement Area” on plat and survey entitled “Exempt Recombination Plat of ATC East Hotel” prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013 and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

_____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

9. LEGAL DESCRIPTION OF EX. DUMPSTER ACCESS EASEMENT AREA (TO BE TERMINATED)

The easement rights and obligations created by that certain Declaration of Easement for Dumpster Area recorded in Book 5487, Page 183, Durham County Registry, which is being terminated, and pertaining to the following property:

Being all of that irregularly-shaped lot or parcel of land identified as "Dumpster Access Easement Area", being located upon Lot 5 between and adjacent to both Lot 4 and Lot 3 (and also being located adjacent to and north of the northern property line of that lot or parcel of land identified as "9' Wide Cross Access Easement Area"), all as shown on a plat and survey entitled "Final Plat – Property of City of Durham, Subdivision, Recombination and Blackwell St. and Vivian St. Right of Way Dedication of American Tobacco Campus Phase III" prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames P.A., dated September 27, 2006 and last revised on January 22, 2007, and recorded in Plat Book 176, Pages 73, 76 and 79, Durham County Registry.

10. LEGAL DESCRIPTION OF EX. 9' WIDE CROSS ACCESS EASEMENT AREA (TO BE TERMINATED)

The easement rights and obligations created by that certain Declaration of Easement for Cross Access recorded in Book 5487, Page 175, Durham County Registry, which is being terminated, and pertaining to the following property:

Being all of that lot or parcel of land identified as "9' Wide Cross Access Easement Area", being 9.00 feet wide and running from the southwestern corner of Lot 4 across Lot 5 to Lot 3 (and also being located adjacent to and south of the southern property line of that lot or parcel of land identified as "Dumpster Access Easement Area"), all as shown on a plat and survey entitled "Final Plat – Property of City of Durham, Subdivision, Recombination and Blackwell St. and Vivian St. Right of Way Dedication of American Tobacco Campus Phase III" prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames P.A., dated September 27, 2006 and last revised on January 22, 2007, and recorded in Plat Book 176, Pages 73, 76 and 79, Durham County Registry.

11. LEGAL DESCRIPTION OF ONE BUILDING AGREEMENT

SUBJECT TO the rights of other parties in and to the easement pertaining to the following property:

That certain area located in the City of Durham, North Carolina and identified as Lot 4 on plat and survey entitled "Exempt Recombination Plat of ATC East Hotel" prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013 and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.

12. LEGAL DESCRIPTION OF TEMPORARY CONSTRUCTION EASEMENT

SUBJECT TO the rights of other parties in and to the easement pertaining to the following property:

That certain area located in the City of Durham, North Carolina and identified as Lot 4 on plat and survey entitled "Exempt Recombination Plat of ATC East Hotel" prepared by Jeffrey P. Williams, Professional Land Surveyor, with Coulter/Jewell/Thames, P.A., dated October 10, 2013 and last revised on _____, 2013, and recorded in Plat Book [XX], Pages [XX-XX], Durham County Registry.