

① AFTER RECORDING PLEASE RETURN TO:
Venable, LLP
750 E. Pratt Street, Suite 900
Baltimore, MD 21202
Attn: Edward S. Evans, III

1-77

PE

QUIT CLAIM DEED

THIS QUIT CLAIM DEED is made as of April 30, 2010, by MSRESS III DENVER CAMPUS, LLC, a Delaware limited liability company, whose address is c/o Morgan Stanley US RE Investing Division, 1585 Broadway, Floor 37, New York, New York 10036 ("Grantor"), in favor of LITTLETON CAMPUS, LLC, a Maryland limited liability company, whose address is c/o Erickson Retirement Communities, LLC, 701 Maiden Choice Lane, Baltimore, Maryland 21228 ("Grantee").

WITNESSETH, that in accordance with that certain Findings of Fact, Conclusions of Law, and Order Confirming The Debtor's Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code For Case No. 09-37010(SGJ) filed in the United States Bankruptcy Court for the Northern District of Texas Dallas Division, a copy of which is attached as Exhibit B hereto, and in consideration of Ten and No/100 Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor remises, releases and forever quitclaims to Grantee all of Grantor's right, title, and interest in and to the real property (the "Property") located in Douglas County, Colorado, and more particularly described on Exhibit A attached hereto and made a part hereof, to have and to hold it to Grantee, Grantee's heirs, executors, administrators, successors, or assigns forever. Neither Grantor nor Grantor's heirs, executors, administrators, successors, or assigns shall have, claim, or demand any right or title to the Property or any part of it.

F 225220

TOGETHER with all and singular the appurtenances and privileges thereunto belonging or in anywise thereunto appertaining, and all the estate, right, title, interest, and claim whatsoever of Grantor, either in law or in equity, to the only proper use and benefit of Grantee, its heirs and assigns forever.

[Signature Page Follows]

[Signature Page to Quit Claim Deed]

IN WITNESS WHEREOF, Grantor has duly executed this Quit Claim Deed as of the day, month and year first above written, with the intention of creating an instrument under seal.

GRANTOR:

MSRESS III DENVER CAMPUS, LLC, a Delaware limited liability company

By: Morgan Stanley Real Estate Special Situations Fund III, L.P., a Delaware limited partnership, its sole member

UNOFFICIAL COPY

By: Morgan Stanley Real Estate Special Situations III-GP, LLC, a Delaware limited liability company, its general partner

By: [Signature]
Name: Andrew S. Bauman
Title: Vice President

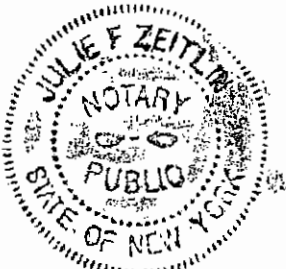
STATE OF: New York)
COUNTY OF: New York)

The foregoing instrument was personally acknowledged before me, the undersigned notary public, in and for the jurisdiction aforesaid, this 29 day of April, 2010, by Andrew S. Bauman Vice President of Morgan Stanley Real Estate Special Situations III-GP, LLC general partner of Morgan Stanley Real Estate Special Situations Fund III, L.P. sole member of MSRESS III DENVER CAMPUS, LLC.

JULIE F ZEITLIN
Notary Public - State of New York
NO. 01ZE6149901
Qualified in New York County
My Commission Expires 07/17/2010

[Signature]
Notary Public

My Commission Expires: 07/17/2010



LEGAL DESCRIPTION

PARCEL ONE:

LOTS 1 AND 2,
ERICKSON FILING NO. 1,
RECORDED JUNE 2, 2006 AT RECEPTION NO. 2006046418, AS AMENDED BY
TECHNICAL PLAT CORRECTION CERTIFICATE RECORDED NOVEMBER 23, 2009 AT
RECEPTION NO. 2009088858, COUNTY OF DOUGLAS,
STATE OF COLORADO.

PARCEL TWO:

RESERVATION OF ACCESS ACROSS THE LINES RELINQUISHED IN RULE AND
ORDER IN CASE NO. 83 CV 274 IN THE DISTRICT COURT OF DOUGLAS COUNTY,
COLORADO, RECORDED JANUARY 17, 1985 IN BOOK 558 AT PAGE 587 WHERE
PASSAGEWAYS UNDER THE ROADWAY HAVE BEEN PROVIDED, AS MORE
PARTICULARLY SET FORTH IN SAID RULE AND ORDER.

EXHIBIT B

UNOFFICIAL COPY



U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
ENTERED
TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed April 21, 2010

United States Bankruptcy Judge

UNOFFICIAL COPY

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

| | | |
|--|---|-------------------------|
| In re: | § | Case No. 09-37010 (SGJ) |
| | § | |
| ERICKSON RETIREMENT | § | Chapter 11 |
| COMMUNITIES, LLC, <i>et al.</i> ¹ | § | |
| | § | (Jointly Administered) |
| Debtors. | § | |

**AMENDED FINDINGS OF FACT, CONCLUSIONS OF LAW, AND
ORDER CONFIRMING THE DEBTORS' FOURTH AMENDED JOINT PLAN OF
REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

WHEREAS Erickson Retirement Communities, LLC and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), have jointly proposed and filed with the United States Bankruptcy Court for the

¹ The Debtors in these chapter 11 cases are Erickson Retirement Communities, LLC, Allenton Campus, LLC, Columbus Campus, LLC, Concord Campus GP, LLC, Concord Campus LP, Dallas Campus GP, LLC, Dallas Campus LP, Erickson Construction, LLC, Erickson Group, LLC, Houston Campus LP, Kansas Campus, LLC, Littleton Campus, LLC, Novi Campus, LLC, Senior Campus Services, LLC, Warminster Campus GP, LLC, Warminster Campus, LP.

EAST42633647.22

