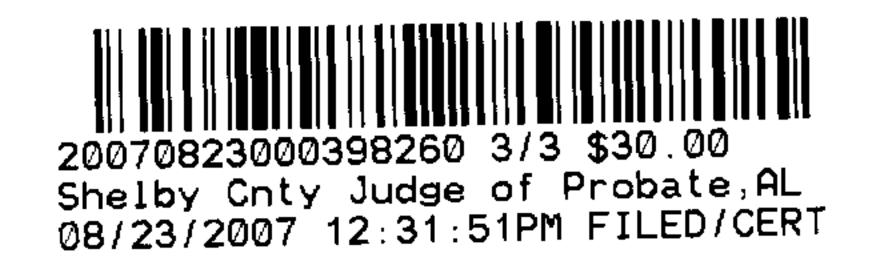
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S. SECURED PARTY'S NAME   MODE PROPERTIES L.T.C.   345 Park Avenue   New York   New York					
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Delaware   DE 4076542   Delaware   Delawar				<u> </u>	
SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR SIP) - insert only gage secured party name (3a or 3b)  3a. ORGANIZATION'S NAME  MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC., nominee for MERRILL LYNCH BANK USA, *  3b. INDIVIDUAL'S LAST NAME  FIRST NAME  MIDDLE NAME  SUFFIX  STATE POSTAL CODE COUNTRY VA 22182  USA  This FINANCING STATEMENT covers the following collisteral:  All assets in which the Debtor now or hereafter has rights.  MERRILL LYNCH MORTGAGE LENDING, INC., UBS REAL ESTATE SECURITIES INC., and BANK OF AMERICA, N.A.  Mortgage tax due (15 cents per \$100.00 or fraction thereof) \$ 0  Complete only when filling with the Judge of Probate: The initial indebtness secured by this financing stateme is \$2,400,000,000.00.  Taxes paid under filling number 20070 808 00037/1730  dated 8/8/07 in SHELBY county,  ALTERNATIVE DESIGNATION [if applicable]: LESSE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG, LIEN NON-UCCFL	ORGANIZATION				NONE
MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC., nominee for MERRILL LYNCH BANK USA, *    MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC., nominee for MERRILL LYNCH BANK USA, *   State		S/P) - insert only <u>one</u> secured party name (3a or 3b)			
Sab. INDIVIDUAL'S LAST NAME  SIDER SHARE  SIDER SUFFIX  CITY  VIENDA  STATE  FOSTAL CODE  COUNTRY  VA  22182  USA  This FINANCING STATEMENT covers the following collateral:  All assets in which the Debtor now or hereafter has rights.  MERRILL LYNCH MORTGAGE LENDING, INC.,  UBS REAL ESTATE SECURITIES INC., and  BANK OF AMERICA, N.A.  Mortgage tax due (15 cents per \$100.00 or fraction thereof) \$ 0  Complete only when filing with the Judge of Probate: The initial indebtness secured by this financing stateme is \$2,400,000,000.00.  Taxes paid under filling number  20070 808 000371 730 dated 8/8/07 in SHELBY county,  ALTERNATIVE DESIGNATION [67 applicable]: LESSEE/LESSOR   CONSIGNEE/CONSIGNOR   BAILEE/BAILOR   SELLER/BUYER   AG. LIEN   NON-UCCFIL		CEMS INC nominee for MERRI	TTTVN	CH BANK LISA :	ķ
1595 Spring Hill Road, Suite 310 Vienna VA 22182 USA  This FINANCING STATEMENT covers the following collisteral:  All assets in which the Debtor now or hereafter has rights.  * MERRILL LYNCH MORTGAGE LENDING, INC., UBS REAL ESTATE SECURITIES INC., and BANK OF AMERICA, N.A.  Mortgage tax due (15 cents per \$100.00 or fraction thereof) \$ 0 Complete only when filing with the Judge of Probate: The initial indebtness secured by this financing stateme is \$2,400,000,000.00.  Taxes paid under filing number 20070 808 00037/1730 dated 8/8/07 in SHELBY county,  ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCCFIL	D				
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. ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FIL	Complete only when filing with the Judge of	of Probate: The initial indebtness	s secure	d by this financin	g statement
	is \$2,400,000,000.00. Taxes paid under filing number <u>20070 8</u>	08000371730 dated 8/	8/07	in SHELBY	_county, AL
This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) All Debtors Debtor 1 Debtor 1 Debtor 2 Debtor 3 Debtor 3 Debtor 4 Debtor 4 Debtor 4 Debtor 4 Debtor 4 Debtor 5 Debtor 4 Debtor 5 Debtor 4 Debtor 5 Debtor 6 Debtor 6 Debtor 6 Debtor 6 Debtor 6 Debtor 6 Debtor 7 Debtor 7 Debtor 7 Debtor 9 Debtor	ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIG	NEE/CONSIGNOR BAILEE/BAILOR	SELLER/BU	YER AG. LIEN	NON-UCC FILING

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DLLOW INSTRUCTIONS (front and band band). NAME OF FIRST DEBTOR (1a or 1		ATEM	ENT				
9a. ORGANIZATION'S NAME							
BRE/LQ PROPERTIES L.	L.C.						
9b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE NAME, SUFFIX				
MISCELLANEOUS:		<u></u>					
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. ADDITIONAL DEBTOR'S EXACT 11a. ORGANIZATION'S NAME	FULL LEGAL NAME - insert only one	e name (	11a or 11b) - do not abbrevia	ate or combine names		. <u> </u>	<del></del>
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11b. INDIVIDUAL'S LAST NAME		FIR	ST NAME		MIDDLE	NAME	SUFFIX
: MAILING ADDRESS		СП	7		STATE	POSTAL CODE	COUNTRY
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ADDITIONAL SECURED PAR 12a, ORGANIZATION'S NAME	RTY'S or ASSIGNOR S/P	'S NA	ME - insert only <u>one</u> name (	12a or 12b)			
λ		lein	~T NARAT		MIDDLE	NANC	SUFFIX
12b. INDIVIDUAL'S LAST NAME		FIRE	ST NAME		MIDDLE	INAME	SUFFIX
c. MAILING ADDRESS		CIT	<b>f</b>	<u> </u>	STATE	POSTAL CODE	COUNTRY
This FINANCING STATEMENT covers collateral, or is filed as a fixture filing.  Description of real estate:		d 16.	Additional collateral descrip	tion:			
See Exhibit A attached hereto	and made a part thereof.						
		•					
. Name and address of a RECORD OWNE  (if Debtor does not have a record interest)							
			Check only if applicable and	_		•	<del></del>
					pect to pr	roperty held in trust or	Decedent's Esta
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			Debtor is a TRANSMITTING Filed in connection with a M		gnesolios	effective 30 vests	
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Birmingham, AL #954

## EXHIBIT A

## Parcel I.

Lot 1, according to the Map and Survey of Hunter & Associates Addition to Riverchase, as recorded in Map Book 22 page 125, in the Office of the Judge of Probate of Shelby County, Alabama. Together with a non-exclusive easement for vehicular and pedestrian ingress and egress, roadway and right of way purposes as described in that certain ingress and egress easement recorded in the Office of the Judge of probate of Shelby County, Alabama in instrument No. 1994-20501 1994 20501.

## Parcel II.

Lot 1-A, according to the Map and Survey of Hunter & Associates Addition to Riverchase as recorded in Map Book 22 page 125, in the Office of the Judge of Probate of Shelby County, Alabama.

BEING AND INTENDED TO BE THE SAME PREMISES TRANSFERRED TO THE GRANTOR BY DEED RECORDED IN INSTRUMENT NUMBER 1996-17668.