

VIA E-MAIL: kevin.shannon@cbre.com

May 21, 2010

Mr. Kevin Shannon
Vice Chairman
CB Richard Ellis, Inc.
990 West 190th St., Ste. 100
Torrance CA 90502

Re: Golden State Portfolio
Best and Final Offer Round 2

Dear Mr. Shannon:

Enclosed is a revised proposal for your information.

Please call me if you wish additional information.

Very truly yours,

CASSIDY TURLEY BT COMMERCIAL



Frank J. Kawalkowski
CA DRE #0021443

FJK:scw
Enclosure

cc: Robert Gilley, bob.gilley@cbre.com
Randy Getz, randy.getz@cbre.com
Michael Moore, Michael.moore@cbre.com



May 21, 2010

Mr. Kevin A. Shannon
Vice Chairman
CB Richard Ellis
990 West 190th Street, Suite 100
Torrance, CA 90502-1025

Dear Kevin:

On behalf of QueensFort Capital Corporation and Able Services Company, I am pleased to submit our “Best and Final” offers to purchase from, and leaseback to, the State of California the eleven specified properties comprising the Golden State Portfolio, totaling approximately 7.3 million square feet and located within the Los Angeles, Sacramento and San Francisco market areas.

As presented in Exhibit 1 attached hereto, our Basic Purchase Offer, which conforms to the offering materials provided to us and the terms and conditions referenced in your letter of May 17th, totals **\$2.0 billion**.

As presented in Exhibit 2 attached hereto, our Enhanced Purchase Offer totals **\$3.25 billion**, payable \$3 billion at closing with the remaining \$250 million paid to the State of California within three years of the closing. In addition, we are offering three (3) ten-year renewal options, commencing in Year 18, at the annual rental rates otherwise applicable to our Basic Purchase Offer.

Regarding the additional information requested in your letter of May 17th, please note the following:

Buyer: QueensFort Investment Corporation (“QueensFort”). QueensFort is combining with Able Services Company (and Building Maintenance and Engineering Services) to provide this comprehensive proposal to the State of California.

QueensFort
1501 S.E. 2nd Avenue, Suite 1301
Miami, Florida 33131

<u>Purchase Prices:</u>	\$2.0 billion or \$3.25 billion, subject to arranging required debt financing.
<u>Source of Equity:</u>	The \$250 million deferred portion of the Purchase Price associated with our Enhanced Purchase Offer will require approval from the United States Citizenship and Immigration Service to permit QueensFort, or an affiliate, to employ, subject to full cost reimbursement by the State, the employees currently working in the eleven properties comprising the Golden State Portfolio.
<u>Operating Lease:</u>	QueensFort believes that the proposed leasebacks relating to either purchase offer should qualify for operating lease treatment; however, QueensFort cannot confirm how the State will record either of the proposed leasebacks in its financial reports.
<u>Operating Expenses:</u>	We have reviewed the projected Year One Operating Budgets in connection with establishing the Purchase Prices.
<u>Property Condition:</u>	We have reviewed the Marx Okubo property condition reports in connection with establishing the Purchase Prices.
<u>Plans and Specs:</u>	We have reviewed the Building, Floor, Site Plans, and Specifications for the portfolio.
<u>Deposit:</u>	To be negotiated.
<u>Timeline:</u>	15 days due diligence; 45 days to close.
<u>P&S:</u>	No comments at this time.
<u>Title:</u>	No comments at this time.
<u>Interview:</u>	Our team is available on Sunday May 23 rd from 3:00 to 5:00 pm Pacific Time.
<u>Additional Info:</u>	The Purchase Prices are subject to executing financeable leases with the State of California.

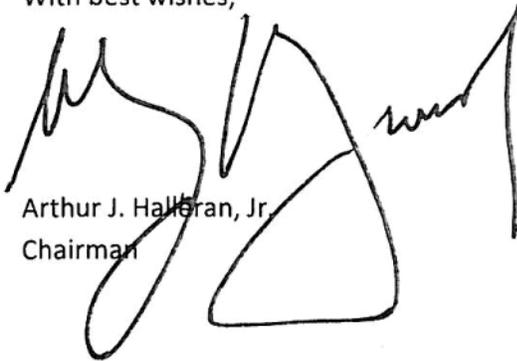
Broker:

QueensFort has engaged Frank Kawalkowski (License # 00214433) of Cassidy Turley BT Commercial in connection with this transaction. Mr. Kawalkowski is acting as a principal in this transaction and all compensation to him will be the responsibility of QueensFort.

Again, we are pleased to submit these purchase offers and are prepared to execute either offer in accordance with the terms stated herein.

Thank you again for allowing us to submit these revised offers.

With best wishes,

A handwritten signature in black ink, appearing to be 'A. Halloran, Jr.', written over a printed name and title. The signature is stylized and cursive.

Arthur J. Halloran, Jr.
Chairman

Exhibit 1

<u>Property Name</u>	<u>Purchase Price</u>
Attorney General Building	\$129,100,000
California EMA Building	\$38,900,000
Capitol Area East Buildings	\$476,400,000
Department of Justice Building	\$64,500,000
Franchise Tax Board Building	\$457,100,000
Elihu M. Harris Building	\$168,000,000
Judge Rattigan Building	\$13,300,000
Juniperro Serra Building	\$97,100,000
Governor Pat Brown Building	\$82,800,000
Ronald Reagan Building	\$163,100,000
San Francisco Civic Center	<u>\$309,700,000</u>
Total Purchase Price	<u>\$2,000,000,000</u>

Exhibit 2

QueensFort Investment Corporation:

Comparative Analysis of Sale-Leaseback Proposals

	Purchase Price							Leaseback Rents		5-year Advantage
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	
			[(2) - (1)]					[(7) - (6)]	[(3) - (8)]	
Lease Year	QueensFort Basic Purchase Offer Price	QueensFort Enhanced Purchase Offer Price	QueensFort Enhanced Purchase Offer Differential	State of California Proposed Base Office Rents on 7,346,158 Sq. Ft.	State of California Proposed Base Operating Expenses on 7,346,158 Sq. Ft.	State of California Resulting NNN Base Office Rents on 7,346,158 Sq. Ft.	QueensFort Proposed NNN Base Office Rents on 7,346,158 Sq. Ft.	QueensFort Enhanced Purchase Offer Differential	QueensFort 5-Year Enhanced Purchase Offer Differential	
Closing	\$2,000,000,000	\$3,000,000,000	\$1,000,000,000						\$1,000,000,000	
1		50,000,000 *	50,000,000	224,937,000	81,227,000	143,710,000	45,333,000	(98,377,000)	148,377,000	
2		75,000,000 *	75,000,000	224,937,000	81,227,000	143,710,000	55,376,000	(88,334,000)	163,334,000	
3		125,000,000 *	125,000,000	224,937,000	81,227,000	143,710,000	65,500,000	(78,210,000)	203,210,000	
4				224,937,000	81,227,000	143,710,000	65,500,000	(78,210,000)	78,210,000	
5				224,937,000	81,227,000	143,710,000	65,500,000	(78,210,000)	78,210,000	
6				247,431,000	81,227,000	166,204,000	474,633,000	308,429,000		
7				247,431,000	81,227,000	166,204,000	479,633,000	313,429,000	\$1,671,341,000 **	
8				247,431,000	81,227,000	166,204,000	484,633,000	318,429,000		
9				247,431,000	81,227,000	166,204,000	489,633,000	323,429,000		
10				247,431,000	81,227,000	166,204,000	494,633,000	328,429,000		
11				272,174,000	81,227,000	190,947,000	704,750,000	513,803,000		
12				272,174,000	81,227,000	190,947,000	709,900,000	518,953,000		
13				272,174,000	81,227,000	190,947,000	715,050,000	524,103,000		
14				272,174,000	81,227,000	190,947,000	720,200,000	529,253,000		
15				272,174,000	81,227,000	190,947,000	725,350,000	534,403,000		
16				299,391,000	81,227,000	218,164,000	792,843,000	574,679,000		
17				299,391,000	81,227,000	218,164,000	792,843,000	574,679,000		

* Subject to USCIS approval.

** Total incremental Purchase Price proceeds and annual rent savings.

QueensFort Capital Corporation

QueensFort Capital Corporation is an investment concern that structures sale-leaseback transactions and invests in commercial, residential, resort and restaurant real estate projects throughout the United States.

QueensFort arranges a significant portion of its financing under the United State Government's Employment Based Fifth Preference program ("EB-5 program"). The EB-5 program, also known as the Immigrant Investor program, is a U.S. visa category created by Congress in 1990 under § 203(b)(5) of the Immigration and Nationality Act (INA). The intent of the program is to stimulate the U.S. economy by promoting job creation and job preservation through foreign capital investments in the U.S. Specifically, it allows foreign nationals, by way of making qualified investments into U.S. business that either create and/or preserve jobs, the ability to receive a permanent resident visa – also known as a "Green Card" – for themselves, their spouse and unmarried children under 21 within a two-year period.

QueensFort's Chairman, Arthur Halleran, was instrumental in the creation of the original EB-5 legislation in the early 1990's, with Senator Edward M. Kennedy, as a solution to the economic distress the United States was experiencing at that time. QueensFort is similarly positioned today and has developed a significant investment banking department and marketing department to support its EB-5 initiatives. QueensFort's marketing department has established important investment relationships in China, India and South Korea, and QueensFort has assembled an advisory team of three of the most highly-regarded former governmental officials in the United States, including officials that had jurisdiction over the United States Citizenship and Immigration Services (USCIS), which has jurisdiction over the EB-5 program, and Homeland Security, which is in charge of the entire department.

For more detail on QueensFort's Management Team and Advisory Board, please see the bios included below.

QueensFort Management

Arthur J. Halleran, Jr. – Chairman

Mr. Halleran presently serves as Chairman of the Board of QueensFort Capital Corporation. QueensFort is an investment concern that structures sale-leaseback transactions and invests in commercial, residential, resort and restaurant real estate projects. Mr. Halleran has recently developed, through a QueensFort affiliate, the Edgartown Investment Group, The Boathouse (www.boathousemv.com), a private club which houses a downtown water front dining and club facility on the Edgartown Harbor and as well as a Field Club, a mile and a half from the downtown of Edgartown. In addition, Mr. Halleran is also currently the Chairman of Oklahoma South Restaurant Group, LLC, a QueensFort affiliate which owns the exclusive development franchise rights for Miami-Dade and Broward Counties for Sonic Restaurants; in addition the company has significant other rights to develop Sonic stores in Seminole, Orange and Volusia Counties.

Previously, Mr. Halleran served, as the Chairman of the Board of First Winthrop Corporation, a major commercial real estate investment firm in Boston, Massachusetts. Mr. Halleran's career with First Winthrop spanned approximately 18 years. Winthrop's total portfolio was in excess of \$6.5 billion representing more than 30 million square feet of commercial office buildings, more than 60,000 residential apartment units, and six unique, high-end hotel properties.

Winthrop, under Mr. Halleran's direction, pioneered many creative financings for major corporations requiring sale-leaseback capital. These real estate financings included office buildings with I.B.M., American Electric Power, Georgia Power, Idaho Power and Light, Pacific Gas and Electric, First City Bank of Houston, Wang Laboratories and distribution centers and retail stores with K-Mart, Wal-Mart, Toys-R-Us, Safeway, Albertson's, Mervyn's and J.C. Penney. In addition, Winthrop purchased the first major asset to be sold by the R.T.C. in 1991, which was the former Centrust Tower in downtown Miami. As part of these transactions, innovations, such as the use of zero coupon bonds, accruing mortgages, land estates, two currency mortgages and sandwich leases were all part of Winthrop's history.

Additionally, in 2001, Mr. Halleran co-founded and is the Chairman of the Board of CampInteractive, which is a non-profit organization, determined to introduce the creative power of technology and the inspiration of the outdoors to young people, in the underserved neighborhoods of New York City and, in the future, Miami. Mr. Halleran was also a member of the visiting faculty at Massachusetts Institute of Technology and served as a Director of the American Passenger Rail Car Company.

In addition, he has served or is serving as a trustee of numerous institutions, including the Canterbury School, Brookwood School, Fordham University, Villanova University, Saint David's School, the International Center for Photography and the Carnival Center for the Performing Arts in Miami. Mr. Halleran received his BA from Villanova University in 1969 and his MBA from Harvard University in 1972.

Jonathan Wexler – Vice Chairman

Mr. Wexler is Vice Chairman of QueensFort Capital Corporation. Previously, Mr. Wexler served, as the Vice Chairman of First Winthrop Corporation, a major commercial real estate investment firm in Boston, Massachusetts. Mr. Wexler's career with First Winthrop spanned approximately 18 years. Mr. Wexler has also been involved in a number of successful entrepreneurial efforts, including those in the manufacturing, real estate, retail and technology industries. Mr. Wexler graduated from the Massachusetts Institute of Technology, Sloan School of Management with a MS in Operations Research in 1975 and a BS in Mathematics (Phi Beta Kappa) from the Massachusetts Institute of Technology in 1971.

Carolina M. Oliva – Senior Vice President of Investment Banking

Ms. Oliva is Senior Vice President of QueensFort Capital Corporation. Prior to QueensFort, until May 2009, Ms. Oliva served as Executive Director of Stacy Robins Companies, Inc. ("SRC"), a significant general estate Company in Miami, Florida specializing in the sale and acquisition of exclusive waterfront residential real estate. Under this role, Ms. Oliva carried a wide range of responsibilities, namely, Ms. Oliva was independently responsible for establishing and maintaining foreign investor relationships for the company. In addition, Ms. Oliva served as Project Director of Aqua Realty, an affiliate of "SRC", which specialized in the re-sale of a \$200 million luxury residential waterfront community in Miami Beach developed by Dacra, a global real estate development and investment concern distinguished for spearheading the economic revitalization of neighborhoods in Miami and Miami Beach. As Project Director, Ms. Oliva oversaw the day-to-day operations of the company, including, but not limited to the management of a fully staffed on-site sales office, negotiation of sale and purchase contract terms, strategic marketing initiatives and client relations. Ms. Oliva graduated cum laude from North Carolina State University with a BA in Journalism and Public Relations.

Jacob C. Morrow – Vice President of Development

Mr. Morrow is also Vice President of Development for QueensFort Capital Corporation. Mr. Morrow is responsible for the management of ongoing development projects, including a private club development, The Boathouse, on Martha's Vineyard, Massachusetts, and a significant Sonic Drive-in restaurant Area Development Agreement in South Florida and Central Florida. Specific responsibilities include overall financial and project management, structuring and negotiating sale-leaseback, built-to-suit, and traditional lease transactions, identifying acquisition targets, negotiation of purchase and sale terms, acquisition due diligence, coordinating governmental permits and approvals, project planning, forecasting and financial analysis, structuring offering memoranda to raise equity and mezzanine capital, and negotiation and administration of complex construction loans. In addition to management of real estate development projects and investment opportunities, Mr. Morrow also conducted due diligence of several franchisors in the fast food industry with an aim to enter into agreements with the organizations as a franchisee, culminating in the successful negotiation of the exclusive franchise rights, with Sonic Corporation, for significant territories in South

Florida and Central Florida. Prior to joining QueensFort, Mr. Morrow worked at CB Richard Ellis, Inc. under the assistant general counsel, who was in charge of the company's legal affairs on the East Coast. Mr. Morrow participated in litigation and transactional work involving the company's commercial leasing division, property management division and mortgage banking subsidiary. Mr. Morrow earned a JD, cum laude, from Quinnipiac University School of Law in 2005 and a BA from the University of Vermont in 2001.

Lazara Villalobos – Vice President of Finance

Ms. Villalobos is Vice President of Finance for QueensFort Capital Corporation. Ms. Villalobos is responsible for overseeing the financial operations of QueensFort and its operations, including budget preparation and administration, taxation, accounting, monthly closing of books of record, account reconciliation and journal entry adjustments. In addition, she assists in the preparation of the company's tax return, maintains the general accounting system and provides timely and accurate financial reporting to management and investors. Prior to joining QueensFort, Ms. Villalobos was the assistant to the director of the City of Miami Mayor's International Council. While there, Ms. Villalobos prepared and executed payroll, general accounting functions and the budget. Ms. Villalobos received her MBA from Nova Southeastern University in 2004 and a BA in Finance from Florida International University in 2001.

QueensFort Advisory Board

The principals of QueensFort Capital Corporation are advised by an Advisory Board composed of Manuel Alberto Diaz, Esquire, former Mayor of Miami, Dr. Emilio T. González, former Director of United States Citizenship and Immigration Services (USCIS), and The Honorable William Asa Hutchinson - the first Under Secretary for the Department of Homeland Security, former Director of the Drug Enforcement Administration, and former United States Congressman and United States Attorney.

Mayor Diaz earned his law degree from the University of Miami School of Law, and became mayor of Miami in November 2001. When he first took office, Miami city government was considered to be in junk bond status, and was under a state financial oversight board. Mayor Diaz pursued a vast administrative overhaul that brought with it financial stability, healthy level of financial reserves, continued tax cuts, lowered property tax rates, and achieved a A+ bond rating on Wall Street. In 2004, Mayor Diaz was awarded the "Urban Innovator of the Year" award by the Manhattan Institute. In 2008, Mayor Diaz became President of the U.S. Conference of Mayors. Moreover, Mayor Diaz has contributed greatly towards improving education in Miami's public schools through mentoring programs, funding and sponsorship initiatives, and a progressive Education Compact with Miami-Dade Public Schools that will ensure that current and future generations of Miamians have access to quality education and opportunity. The Education Compact, the nation's first partnership between a municipality and a school system, promotes community involvement, capital improvements, and the enrichment of the educational experience for both children and parents. He has led Miami toward a renaissance of prosperity and opportunity since he was first elected in 2001, and has been internationally recognized as spearheading Miami's resurgence and redevelopment.

Emilio T. González, former Director of the United States Citizenship and Immigration Services, (USCIS), is President and CEO of Indra USA, the United States subsidiary of Indra Sistemas, S.A., a leading European company specializing in IT solutions. Prior to his government appointment, Dr. González was Senior Managing Director for Global and Government Affairs, at Tew Cardenas LLP, a Miami-based international law firm. He also served as Director for Western Hemisphere Affairs at the National Security Council, at the White House from 2002 to 2003. In this capacity he served as a key National Security and Foreign Policy advisor to President George W. Bush and Dr. Condoleezza Rice. An international affairs specialist, Dr. González has spent most of his professional career involved in foreign affairs and international security policy issues. He has served in or traveled to almost every country in the Western Hemisphere on numerous occasions, and has also represented the United States Government on special diplomatic missions around the world. Dr. González remains active in international politics. He often meets with Heads of State, Foreign Ministers, Trade Ministers, ambassadors and political leaders from throughout the hemisphere. Additionally, Dr. González is a noted commentator on Hispanic and international affairs and has appeared on local, national and international radio and television programs. Dr. González completed a distinguished career in the U.S. Army that spanned twenty-six years. During this time he served in varied troop and staff assignments, as a military attaché to U.S. Embassies in El Salvador and Mexico, taught at the United States Military Academy at West Point and headed the Office of Special Assistants for the Commander-in-Chief of the U.S. Southern Command. Dr. González was awarded a Ph.D. in International Relations from the Graduate School of International Studies, University of Miami.

William Asa Hutchinson is a former U.S. Attorney for the Fort Smith-based Western District of Arkansas where he practiced law for 21 years. It was during this time that he was appointed by President Ronald W. Reagan as U.S. Attorney for the Western District of Arkansas. At the age of 31, Hutchinson was the youngest U.S. Attorney in the nation and made national headlines after successfully prosecuting the CSA (The Covenant, The Sword, and The Arm of the Lord), a white supremacist organization. Mr. Hutchinson went on to represent the Third District of Arkansas in Congress from 1997 to 2001, resigning his post on August 6, 2001, to become the Director of the Drug Enforcement Administration (“DEA”). After the 2001 attack on America, President Bush appointed Hutchinson as the very first Under Secretary for the Department of Homeland Security focusing on Border and Transportation Security. Under this role, Mr. Hutchinson preserved the security of America's borders and our transportation systems on land, sea, and in the air. In early 2005, Hutchinson founded a consulting firm, Hutchinson Group, LLC, in Little Rock, Arkansas. He is also senior counsel with his own law firm and associated with the Venable law firm in Washington. Mr. Hutchinson received a Bachelor of Science from Bob Jones University and a Juris Doctor from the University of Arkansas School of Law.

William Tod McGrath

47 Lazell Street
Hingham, MA 02043

[T] 617.283.2338 [F] 781.749.0656 [E] wtod@advisoRE.com

EDUCATION

- 1986 - Present **Massachusetts Institute of Technology** Cambridge, MA
1993 – Present *Lecturer*, MIT Center for Real Estate.
Instructor for graduate-level and professional development courses in real estate finance, investment, and capital markets. Lecture extensively on the structure of the real estate capital and investment markets and the operations of Real Estate Investment Trusts. Member of the admissions and strategic planning committees. Graduate thesis advisor.
- 1986-1989 Doctoral coursework in real estate finance and urban economics.
- 1981-1984 **Columbia University Graduate School of Business** New York, NY
MBA, Finance / Real Estate
- 1977-1981 **Columbia College** New York, NY
BA, Economics

EXPERIENCE

- 1999 – Present **advisoRE, LLC** Boston, MA
President
Real estate advisory firm specializing in real estate strategy, analytics, and negotiation on behalf of corporate, institutional, and municipal clients. Assignments include: corporate headquarters lease, purchase and development analyses; air rights development over the Massachusetts Turnpike; mixed-income housing development under M.G.L c. 40B; distressed debt restructurings; property entitlement, acquisitions, and dispositions; off-balance sheet financings and corporate sale-leasebacks; property rights and partnership valuations; and Appellate Tax Board and M.G.L. c. 40B valuations and expert witness testimony.
- 1995-1999 **McCall & Almy, Inc.** Boston, MA
Senior Vice President
Responsible for the analysis and negotiation of real estate transactions including property acquisitions and dispositions, distressed debt restructurings, sale-leasebacks, synthetic leases, and tenant lease restructurings.
- 1993-1995 **Winthrop Financial Associates** Boston, MA
Vice President
Responsible for fundamental analysis, stock selection, and portfolio weighting recommendations to the Pioneer Real Estate Shares mutual fund (PWREX) in the capacity of investment subadvisor. Responsible for the recapitalization of certain company-sponsored investment partnerships, including the restructuring of the largest HUD-insured multifamily loan default in U.S. history.

- 1987-1993 **Meredith & Grew, Inc.** Boston, MA
Vice President
 Responsible for the financial analysis of the redevelopment of the Boston Garden / North Station site. Extensively involved in negotiations relating to property rights (including air rights) acquisition, permitting, and equity financing. Responsible for the financial analysis of the debt and equity restructuring of 100 Federal Street and Center Plaza in Boston on behalf of a consortium of Japanese banks. Responsible for the analysis and negotiation of tenant leaseholds and leasehold restructurings.
- 1984-1986 **Industrial Indemnity Financial Corp.** San Francisco, CA
Senior Analyst
 Responsible for the due diligence, analysis, and negotiation of financial guarantees to real estate developers and investors.

OTHER

- Civic Treasurer, Historic Boston, Inc. Chairman, Hingham Zoning Board of Appeals. CYO basketball coach. Past member of the Housing Appeals Advisory Committee, the Local 40B Review and Decision Guidelines Advisory Committee, the MassHousing Multi-Family Advisory Committee, and the Hingham Planning Board.
- Professional Training Organized and instructed training sessions in REIT analysis (AEW Capital Management, Bank of Boston), corporate real estate analysis (Fidelity Corporate Real Estate, Citizens Bank), and real estate finance (Chartered Financial Analysts, Goodwin Procter & Hoar, Goulston & Storrs, Bryan Cave, Boston Redevelopment Authority, Greater Boston Real Estate Board, University of Miami, Universidad Austral (Argentina), MCLE, NAIOP, Abu Dhabi Investment Authority, and numerous non-profit real estate organizations).
- Panels REIT panelist on panels organized by the Urban Land Institute, MIT Center for Real Estate, and Boston College Real Estate Counsel. Moderator of MIT/NEWIRE panels on Valuing Development Rights in Boston and Risk and Return Premiums for Development Ventures.
- Editorial Boards Real Estate Review (1998 to present): managed and reviewed submissions on REIT mergers and acquisitions, the determinants of REIT franchise values, the competitive advantage of the paired-share REIT structure, a new financial architecture for developing mixed-income housing, the impacts of e-commerce on commercial real estate brokerage, and other topics.
- Personal Married with two children.



Frank Kawalkowski

Senior Associate

201 California Street, Suite 800
San Francisco, CA 94111
Phone: 415-677-0430
Email: fkawalkowski@ctbt.com
License #: 00214433

Scope of Experience:

Sale and financing of investment-quality properties as well as corporate real estate through sale and leaseback transactions

Education:

B.S., Economics, Stanford University

Background and Experience:

Co-founder of Damon Raiké and Company in 1959. With over 40 years of experience in real estate, Mr. Kawalkowski coordinated equity investment for the company and the negotiations for large debt or equity investment transactions.

Professional Affiliations and Designations:

Mortgage Bankers Association
Urban Land Institute
International Council of Shopping Centers
San Francisco Board of Realtors, et al
Director and Member of the Executive Committee, Real Estate Roundtable
Director, Jazz in the City, San Francisco, California
Athletic Commissioner, The Olympic Club
San Francisco Yacht Club
St. Francis Yacht Club, San Francisco, California
New York Yacht Club

Significant Transactions:

Sold Brickyard Regional Mall in Chicago, Illinois, for \$76,000,000. This mall contains 1,121,757 square feet on 48 acres.

Financed Bricktown Square Shopping Center in Chicago, Illinois, for \$40,000,000. This retail shopping center contains 300,000 square feet on 26 acres.

Negotiated the sale of Serramonte Center, a 850,000 square foot regional mall located on 80 acres in Daly City, California, for \$119,000,000.

Negotiated a joint venture between Safeway Stores and the developer for a \$40,000,000 development of Sequoia Station in Redwood City, California. This is a community shopping center comprised of 162,000 feet on 10.5 acres of land.

Sold a Pier 1 Imports 785,000 square foot distribution center in Savannah, Georgia, for \$30,000,000.

Sold Serramonte Plaza, a 370,000 square foot retail shopping center on 27.5 acres in Daly City, California, for \$17,500,000.

Financed Sunvalley Super Regional Mall in Concord, California, with \$50,000,000 second leasehold convertible mortgage. The mall contains over 1,500,000 square feet on 78 acres.

Sold over \$250,000,000 of Safeway Store properties in the United States and Canada in sale-leaseback transactions.

Frank Kawalkowski

Senior Associate

201 California Street, Suite 800
San Francisco, CA 94111
Phone: 415-677-0430
Email: fkawalkowski@ctbt.com
License #: 00214433

Sold over \$200,000,000 of retail stores and distribution centers throughout the United States for Kmart Corporation in sale-leaseback transactions.

Sold IBM Canada, Ltd., World Headquarters Facility in Toronto, Canada, in a \$70,000,000 sale-leaseback transaction and arranged a \$50,000,000 first mortgage.

Sold Georgia Power Company headquarters in Atlanta, Georgia, in a \$68,000,000 sale-leaseback transaction and arranged a \$52,000,000 first mortgage.

Sold central business district high-rise office building at 201 Mission Street in San Francisco, California, for \$100,000,000 and arranged \$81,500,000 financing for the buyer.

Arranged a \$50,000,000 first mortgage for a downtown high-rise office building at 353 Sacramento Street in San Francisco, California.

Sold the 241,000 square foot Fireman's Fund Insurance corporate headquarters office facility in Marin County, California, for \$48,000,000 to a developer to develop approximately 500,000 square feet for expansion.

Sold 250,000 square foot Commonwealth Edison office facility located in Oak Brook Terrace, Illinois, on a long-term sale-leaseback for \$48,000,000.

Sold world headquarters facility for American Standard Companies in Piscataway, New Jersey, on a long-term sale-leaseback for \$27,000,000.

Sold a light manufacturing and distribution warehouse of over 400,000 square feet in Temecula, California, under a long-term lease to Scotts Miracle-Gro Company for over \$35,000,000.

Sold a net-leased Auto Mall and Collision Center in Irondale, Alabama, for \$38,000,000.

Sold a 60,000 square foot LA Fitness facility in Minneapolis for \$15 million.

Total sales, leases, financing, and participation of transactions are more than a total of \$2.5 billion value of properties.

The logo for Able Building Maintenance is centered in the image. It consists of a black circle containing the word "Able" in a bold, red, sans-serif font. The letter "A" is stylized with a downward-pointing arrow integrated into its left side. Below the word "Able", the words "Building" and "Maintenance" are stacked in a smaller, white, sans-serif font.

Able

Building
Maintenance

Service at Work.

Since 1926



- Janitorial Services
- Window Cleaning
- Carpet Maintenance
- Hard Floor Care
- Pressure Washing
- Construction Cleanup Service
- Landscaping
- Consulting Services
- Payroll Services

A Janitorial Service Leader

As the largest privately-owned janitorial services provider in the western United States, Able Buidling Maintenance offers much more than mere cleaning services. The Able name and logo have become synonymous with quality-driven and customer-focused employees. We believe in the power of our employees and consistently invest in their future.

Third-Party Standard/Guidelines



Foundation Elements of Green Cleaning



High-Filtration Vaccums

Microfiber Tools

“ At Able, our commitment is to the customer, to ensure that every job is performed with the highest degree of professionalism - every job, every day.”

- Paul Boschetto, CEO, Able Services

- Reduce environmental and health impacts
- Improve occupant satisfaction
- Improve tenant retention
- Increase productivity
- Increase quality of work to highest standard
- Increase employee work



Certified CRI Green Labels

High-Filtration Vacuums

Green Seal Chemicals
Certified

Microfiber Cleaning Cloths

Color Coded Cleaning

Low Moisture Floor Care

Eliminates Disposables

Improved Hygiene

Towel & Tissue Meets
EPA Guidelines
For Post Consumer Waste

Cleaning For
LEED Programs:

LEED EB

LEED NC

LEED CS

LEED CI



Sustainability

Sustainability means operating a business so as to grow and earn a profit while recognizing and supporting the economic and non-economic aspirations of people both inside and outside the organization on whom the corporation depends.

Having a vision of sustainability allows Able to see how the corporate world and our industry in particular works within the larger social and natural world. Or in plain terms how is the world/marketplace enriched or deminished by the products and services Able offers. What are the major impacts on society and how does our overall business strategy reflect those impacts.

Service at Work.



SERVICE AT WORK

“OUR COMMITMENT TO SUSTAINABILITY”

Able Services is committed to maintaining your workplace and working with you as a partner to achieve sustainability. We are proud to introduce our GreenAble program. This market leading program in achieving sustainability through best practices has been developed through both our janitorial and building engineering companies.

Having been active members in the United States Green Building Council since 2004, all Able Companies and employees share a passion for the environment and recognize that part of being a responsible member of the business community includes operating with sustainable practices which protect the environment.

Able Companies have embraced all possible sustainable solutions and recognize that supporting and promoting environmental stewardship is a necessity. Able Management can assist you with any level of commitment to green, whether it is LEED Certification or simply just wanting to do the right thing, we have your solution.

Janitorial Services:

Green Cleaning	Metal, Stone &	Sustainable Products
Green Window Cleaning	Wood Restoration	Sustainable Equipments
Green Carpet Maintenance	Recycling: Source	National Procurement
Green Hard Floor care	Reduction & Waste	Programs
Management	WBE	

Engineering Services:

Operations & Maintenance	Preventive Maintenance	Energy Reduction Programs
Employee Safety Programs	Benchmarking	Alternative Energy Procurement
Facility Auditing	Green Lighting	Comissioning
Energy Star Partner	Optimize Energy Efficiency	LEED

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Proud members of the IFMA, IREM, CoreNet and BOMA

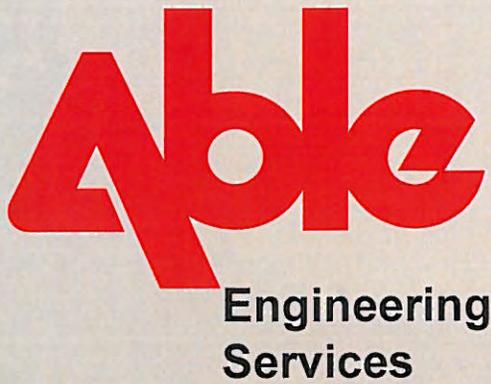


The logo for Able Engineering Services is centered in the image. It consists of a black circle containing the word "Able" in a bold, red, sans-serif font. The letter "A" is stylized with a triangular cutout at its base. Below "Able", the words "Engineering" and "Services" are stacked in a smaller, white, sans-serif font.

Able

Engineering
Services

Service at Work.



Able Engineering Services

Operations & Maintenance

Preventive Maintenance

Operational Corrections & Enhancements

Employee Safety Programs

Benchmarking

Facility Auditing

Mobile Engineering

Energy Star Partner

Market Segments

Commercial Office Buildings

Hotels

Technology Campuses

Retail Complexes

Medical Facilities

Large Scale Residential Facilities

Industrial Properties

Colleges and Universities

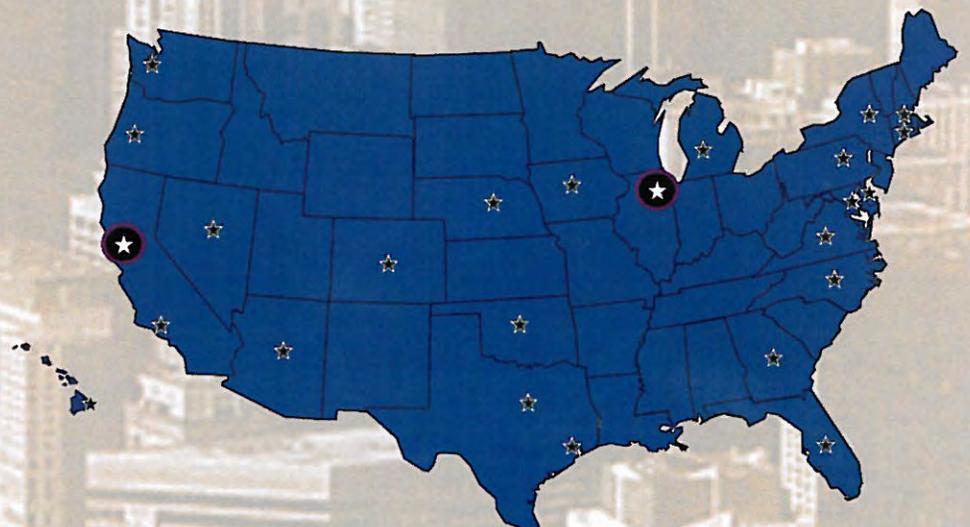
Government Facilities

Public Venues

Entertainment and Sports Arenas



LEED



AES is a proud member of the United States Green Building Council, IFMA, IREM, BOMA and Corenet.



Paul Saccone President

Mr. Saccone is the President of Able Engineering Services (AES) and has over 22 years of experience in commercial real estate. He joined AES in June 2007, and is responsible for Able Engineering Services' operations.

Prior to joining AES, he was employed by Equity Office where he served as Vice President, Corporate Engineering and Energy. He was responsible for the strategy and execution of Equity Office's energy operations, security, environmental compliance and life safety, as well as for the leadership direction of the company's construction functions. He led Equity Office's \$400M industry-leading energy function which included procurement, conservation, monitoring, investment, and education.

Mr. Saccone spent nine years in the hotel industry where he served as the Director of Engineering Operations for the Saunders Hotel Group as well as the Director of Hotel Operations for Ritz-Carlton in Boston. During his tenure, he oversaw hotel management and renovations as well as engineering and energy operations.

Mr. Saccone has served as a keynote speaker at the U.S. Conference of Mayors for the National Summit on Energy and Environment, The Real Estate Roundtable, Realcomm and BOMA International. He is a member of the American Society of Heating, Refrigerating and Air-Conditioning Engineers (ASHRAE), and Association of Facility Engineers (AFE). He holds a BS in ME from the Massachusetts Maritime Academy.



Paul Bensi Chief Executive Officer

Mr. Bensi is the Chief Executive Officer of Able Engineering Services and has 40 years of experience in the commercial real estate industry. In 1995, Mr. Bensi started Able Engineering Services (AES) where it has grown to over 2,600 employees. In 2007, he was promoted to Chief Executive Officer from his role as President.

Prior to joining AES, Mr. Bensi was employed by ISS Energy Services where he served as Vice President overseeing the west coast region as well as for Commercial Engineering Services, where he first served as Manager, Director of Operations and then to the role of Vice President.

Mr. Bensi began his career as an Apprentice Engineer and subsequently went on to become a Chief Engineer. This first-hand knowledge of engineering operations has helped develop the company's approach to fundamentals in the work place such as site audits, performance benchmarking, documenting safety in the work place and retro-commissioning.

Mr. Bensi is a member of the Board of Trustees for the Central Pension Fund of the International Union of Operating Engineers and Participating Employers (Washington DC), Co-Chairperson for the International Union of Operating Engineers National Training Fund (Washington DC), as well as Chairperson for Northern California's Local 39 Pension, Annuity and Health & Welfare. He also sits on the Board of Trustees for Southern California's Local 501 Training Trust and Local 501 Health & Welfare. He also serves as a keynote speaker at many apprentice graduations, industry training conferences and union conventions.

Providing superior service for our clients throughout
the United States.

To find out more about us, please visit our website at:

www.ableserve.com

GREENABLE

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