

2013-002806

Klamath County, Oregon

03/15/2013 11:15:05 AM

Fee: \$67.00

mtl 95491

Prepared under local supervision (exc MD) by:

Whitney Roland, Esq.

Simpson Thacher & Bartlett LLP

425 Lexington Ave, NY, NY 10017

Record and return to:

Emeritus Senior Living (SunWest-BX-HCP)

3131 Elliott Ave, Seattle, WA 98121

Site #: 589

See annexed SCHEDULE A

Real property tax bills to be sent to:

As to all states exc OR:

Grantee as defined herein

As to OR:

Until a change is requested, all tax statements shall be sent to the following address:

Instrument:

Limited Warranty Deed --- [Grant Deed in CA, Quitclaim Deed as to MA & RI, and Covenant Deed as to MI] --- [Multi-State form for use in AL, AZ, CA, CO, CT, GA, IA, KY, MD, MN, MO, MS, MT, NC, ND, NE, NM, NV, NY, OK, OR, PA, SC, TN, TX, UT, VA, WA, WI, WV & WY]

Dated:

As of the earliest notary date, but effective as of 3 / 14 /13

Grantor:

BRE/SW Eldorado Heights LLC, A DELAWARE LIMITED LIABILITY COMPANY, with office c/o Emeritus Senior Living, 3131 Elliott Ave, Seattle, WA 98121

Grantee:

HCP SH Eldorado Heights, LLC, A DELAWARE LIMITED LIABILITY COMPANY, with office c/o HCP, Inc., 3760 Kilroy Airport Way, Suite 300, Long Beach, CA 90806.

The true and actual consideration for this conveyance is \$ 8,625,000.

Witnesseth:

That the Grantor, in consideration of the sum of \$1 (or as otherwise provided on Schedule of Consideration, if annexed) paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, convey, transfer, assign and warrant, and subject to the below Warranty as to the Premises Conveyed Herein (and with quitclaim covenants as to MA & RI) unto Grantee, its successors and assigns, all of its estate, right, title and interest in and to that certain plot, piece or parcel of land (together with the buildings and improvements thereon erected) described on SCHEDULE A hereto (the "Premises").

67 AMT

Together with:

All right, title and interest (if any) of Grantor in and to any streets and roads abutting the Premises to the center line thereof, as well as any gaps, strips or gores on, around or within the Premises.

Together with:

All right, title and interest (if any) of Grantor in and to any hereditaments and appurtenances, and all of the estate and rights of Grantor.

To have and to hold:

The Premises herein conveyed unto the Grantee, its successors and assigns forever.

Warranty as to the Premises Conveyed Herein:**NOT APPLICABLE TO LAND IN MI:**

Notwithstanding anything to the contrary, Grantor only covenants with Grantee that:

1. Grantor is lawfully seized of the fee simple title;
2. The fee simple title is free from all encumbrances, except (a) easements, covenants, conditions, reservations, restrictions, rights of way, liens, grants, mineral rights, reversionary interests and all other rights, titles or interests in or to the Premises, if any, disclosed by the public records, (b) real estate taxes and assessments, both general and special, which may be a lien and which are either (i) not due and payable as of the date of this instrument, or (ii) are due and payable, but not delinquent, as of the date of this instrument; (c) rights or claims of tenants, if any, as tenants only; (d) matters which would be disclosed by an accurate land survey; and (e) zoning, building and other land use laws, ordinances and regulations; and
3. Grantor has a good right and lawful authority to sell and convey the fee simple title.

Subject to the foregoing, Grantor warrants the fee simple title to immediate Grantee only (i.e. shall not extend to any successor grantee) and Grantor will defend the fee simple title from all lawful claims as to immediate Grantee only.

AS TO LAND IN MI:


Grantor shall warrant and defend the above-described property from and against all lawful claims and demands of all persons claiming from or under Grantor, but against no other persons; and Subject to easements, reservations, restrictions and limitations of record, if any.

In witness whereof:

The undersigned, pursuant to proper authority, has duly executed, acknowledged and delivered this instrument as of the day and year first above written.

GRANTOR:

BRE/SW Eldorado Heights LLC, A DELAWARE LIMITED LIABILITY COMPANY

By: 
Name: David Roth
Title: Executive Vice President, duly authorized

Witness #1 --- As to Premises in CT, GA, PA & SC:

Name: _____

Witness #2 --- As to Premises in CT, GA, PA & SC:

Name: _____

Notary Public --- As to Premises in GA:

Notary Public --- Commission expires ____/____/____

The following acknowledgment page, including notary execution, is hereby incorporated by reference into this page as if set forth hereon in its entirety.


County of New York, State of NY:

Multi-State Acknowledgment:

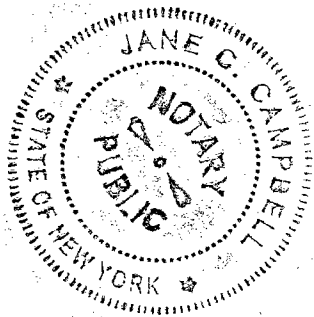
On 10/31/12, before me, the undersigned officer, personally appeared David Roth personally known and acknowledged himself / herself to me (or proved to me on the basis of satisfactory evidence) to be the Executive Vice President of Grantor, and that as such officer, being duly sworn, and being authorized to do so pursuant to its bylaws or a resolution of its board of directors, executed, subscribed and acknowledged the due execution of the foregoing instrument for the purposes therein contained, by signing the name of the Grantor by himself / herself in his / her authorized capacity as such officer as his / her free and voluntary act and deed and the free and voluntary act and deed of the Grantor. *** Witness my hand and official seal.

Uniform Acknowledgment which is also the prescribed NY form and is supplemental to the foregoing acknowledgment:

On 10/31/12, before me, the undersigned, a Notary Public in and for said State, personally appeared David Roth, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he / she / they executed the same in his / her / their authorized capacity(ies), and that by his / her / their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument. *** Witness my hand and official seal.


Notary Public --- Commission expires 8/20/16

JANE C. CAMPBELL
NOTARY PUBLIC, State of New York
No. 01CA6267758
Qualified in New York County
Commission Expires Aug. 20, 2016



SCHEDULE A:

See annexed LEGAL DESCRIPTION of Premises which is intended to describe the same premises as conveyed to Grantor by Stayton SW Assisted Living, L.L.C., an Oregon limited liability company.

OR-Addendum --- Section 93.040 Warning:

THIS INSTRUMENT WILL NOT ALLOW USE OF THE PROPERTY DESCRIBED IN THIS INSTRUMENT IN VIOLATION OF APPLICABLE LAND USE LAWS AND REGULATIONS. BEFORE SIGNING OR ACCEPTING THIS INSTRUMENTS, THE PERSON ACQUIRING TITLE TO THE PROPERTY (A/K/A GRANTEE) SHOULD CHECK WITH THE APPROPRIATE CITY OR COUNTY PLANNING DEPARTMENT TO VERIFY PROVED USES.

EXHIBIT "A"
LEGAL DESCRIPTION

Parcel 1:

A parcel of land situated in portions of vacated Blocks 2, 3, 6, 7, 9 and 10, ELDORADO ADDITION TO THE CITY OF KLAMATH FALLS, OREGON, in the County of Klamath, State of Oregon, more particularly described as follows:

Beginning at a point being the most Northerly corner of Lot 2, Block 10, ELDORADO ADDITION TO THE CITY OF KLAMATH FALLS, OREGON; thence along the Northwesternly line of said Lot 2, South 38 degrees 16'30" West 100.00 feet to the most Westerly corner of said Lot 2; thence along the Southwesterly line of the vacated portion of Blocks 9 and 10 of said Eldorado Addition, North 51 degrees 42'50" West 170.69 feet; thence leaving said Southwesterly line North 38 degrees 16'30" East 667.37 feet to the Southerly line of Eldorado Boulevard; thence along said Southerly line of Eldorado Boulevard 182.39 feet along the arc of a 667.34 foot radius curve to the right, the long chord of which bears South 55 degrees 00'55" East 181.84 feet; thence 29.87 feet along the arc of a 20.00 foot curve to the right, the long chord of which bears South 4 degrees 30'47" East, to its point of tangency with the Westerly line of Sloan Street; thence along said Westerly line of Sloan Street South 38 degrees 16'30" West 557.91 feet to the Northeasterly line of said Lot 2; thence along said Northeasterly line North 51 degrees 42'50" West 29.31 feet to the point of beginning.

Parcel 2:

Lot 2 in Block 10, ELDORADO ADDITION to the City of Klamath Falls, in the County of Klamath, State of Oregon, EXCEPTING THEREFROM the Southeasterly 19 feet, according to the official plat thereof on file in the office of the County Clerk of Klamath County, Oregon.

TOGETHER WITH all rights contained in the Cross Easement Agreement recorded with the County Clerk of Klamath Falls, Oregon as Volume M96, page 922, Microfilm Records of Klamath County, Oregon.