# CITY OF OAKLAND



DALZIEL BUILDING • 250 FRANK H. OGAWA PLAZA, SUITE 5313 • OAKLAND, CALIFORNIA 94612-2034

Successor Redevelopment Agency Project Implementation Division

(510) 238-3015 FAX (510) 238-3691 TDD (510) 839-6451

December 9, 2014

Ms. Tina L. Winter
Senior Commercial Escrow Officer
First American Title Insurance Company
National Commercial Services
30 North LaSalle Street, Suite 2700
Chicago, IL 60602

Re: Escrow Instructions – Sears Lease Disposition and Development Agreement

Transfer and Assignment and First and Second Amendment.

**ESCROW NO. NCS - 585514E** 

## Dear Ms. Winter:

This letter constitutes escrow instructions submitted by the Oakland Redevelopment Successor Agency, a public body, corporate and politic ("ORSA"), in connection with that certain Lease Disposition and Development Agreement ("LDDA") by and between the Redevelopment Agency of the City of Oakland ("Agency") and Sears Development Co., a Delaware corporation ("Sears"), dated October 18, 2005 and recorded on October 20, 2005, as Document No. 2005454030, for the development of a Sears Auto Center at 2000-2016 Telegraph Avenue and 490 Thomas L. Berkeley Way. ORSA is the successor agency to the Agency pursuant to California Health and Safety Code Section 34173.

ORSA wishes to consent to the assignment of the LDDA from Sears as Assignor to W/L Broadway Telegraph Owner VII, L.L.C. a Delaware limited liability company ("BTO" or "Assignee"), and to amend the LDDA to extend project completion dates on payment of an extension fee (the "Extension Fee") in the amount of One Hundred Thousand Dollars (\$100,000.00) and a reduction of ORSA's contingent payment obligation.

## A. Deposits into Escrow.

The following items are to be deposited into the above-referenced escrow (the "Escrow"):

- 1. Five (5) original copies of the Transfer of Rights and Assignment and Assumption Agreement of Lease Disposition and Development Agreement for the Sears Auto Center (the "Transfer Agreement"), dated as of December 9, 2014 by and between the Sears as Assignor and BTO as Assignee and consented to by ORSA.
- 2. Five (5) original copies of a First Amendment to Lease Disposition and Development Agreement for the Sears Auto Center (the "First Amendment"), dated as of December 9, 2014 by and between Sears and ORSA, executed and duly acknowledged by the ORSA Administrator.
- 3. Five (5) original copies of a Second Amendment to Lease Disposition and Development Agreement for the Sears Auto Center (the "Second Amendment"), dated as of December 9, 2014 by and between BTO and ORSA.

# B. <u>Conditions of Closing.</u>

You may close the above referenced Escrow only upon the fulfillment of the following conditions:

- 1. You have received in counterparts all duly notarized signatures on each of the five (5) copies of the three (3) documents listed above under Paragraph A.1-3.
- 2. You have received a wire payment in the amount of \$100,000 for the Extension Fee from Sears payable to ORSA.
- 3. You have received oral authorization from Krishna Pettitt (who can be reached at (510-238-3603), or if she is unavailable, Jens Hillmer (who can be reached at 510-238-3317), to close the Escrow.
- 4. When all the conditions precedent to closing set forth in this Paragraph B have been fully satisfied, you are authorized to do all of the following:
  - (a) Record the Transfer Agreement, First Amendment and Second Amendment, in that order, in the Official Records of Alameda County, California.
  - (b) Disburse to ORSA the Extension Fee in the amount of \$100,000 pursuant to the following wire instructions, with a confirmation to Jens Hillmer to the following financial institution:

Beneficiary Bank:	JPMorgan NA.
Bank Location:	San Francisco
ACH/Wire Routing Number:	322271627
	City of Oakland - Oakland
	Redevelopment Successor Agency

Beneficiary:	Successor Agency
Beneficiary Account No.:	570893391
Tax ID:	946000384
Type of Account:	Checking
Reference:	Sears LDDA

- (c) Deliver to the Sears one (1) original and one (1) conformed copy (with the Recorder's recording stamp) of the Transfer Agreement and First Amendment.
- (d) Deliver to BTO one (1) original and one (1) conformed copy (with the Recorder's recording stamp) of the Transfer Agreement, First Amendment and Second Amendment.
- (e) Deliver to ORSA (i) three (3) originals and one (1) conformed copy (with the Recorder's recording stamp) of the Transfer Agreement, First Amendment and Second Amendment, and (ii) your final closing statement for ORSA under the Escrow.
- 5. Krishna Pettitt of the City Attorney's Office or, if she is unavailable, Jens Hillmer of the City of Oakland's Office of Economic Development and Workforce

  Development, Project Implementation Provision, are hereby authorized to execute any amendment to these instructions in connection with the Escrow and approve closing of the Escrow on behalf of ORSA.

This letter of escrow instructions may be terminated or modified at any time prior to closing by a letter signed by or on behalf of the undersigned by the persons authorized in these instructions.

If the Escrow fails to close on or before December 31, 2014, you are to return all funds to the respective parties from whom you received such funds and you are to return all documents in your possession relating to this Escrow to the party depositing same, unless you receive written instructions, signed by or on behalf of the undersigned or by the persons authorized in Paragraph 5 hereof, regarding how to otherwise proceed.

If you have any questions, please do not hesitate to contact Krishna Pettitt at 510-238-3603, or Jens Hillmer at 510-238-3317.

Sincerely,

GENS HILLMER
Urban Economic
Coordinator

# CITY OF OAKLAND



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Successor Redevelopment Agency
Economic & Workforce Development Department

(510) 238-3015

FAX (510) 238-3691

TDD (510) 839-6451

December 10, 2014

Ms. Tina L. Winter
Senior Commercial Escrow Officer
First American Title Insurance Company
National Commercial Services
30 North LaSalle Street, Suite 2700
Chicago, IL 60602

Re: Escrow Instructions - Sears Lease Disposition and Development Agreement

Transfer and Assignment and First and Second Amendment

ESCROW NO. NCS - 585514E - Amendment No. 1

## Dear Ms. Winter:

This letter amends the escrow instructions dated December 9, 2013, submitted by the Oakland Redevelopment Successor Agency, a public body, corporate and politic ("ORSA"), in connection with that certain Lease Disposition and Development Agreement ("LDDA") by and between the Redevelopment Agency of the City of Oakland ("Agency") and Sears Development Co., a Delaware corporation ("Sears"), dated October 18, 2005 and recorded on October 20, 2005, as Document No. 2005454030, for the development of a Sears Auto Center at 2000-2016 Telegraph Avenue and 490 Thomas L. Berkeley Way. ORSA is the successor agency to the Agency pursuant to California Health and Safety Code Section 34173.

Paragraph B. 4(a) is hereby deleted and the following is substituted therefor:

(a) Record the First Amendment, the Transfer Agreement and Second Amendment, in that order, in the Official Records of Alameda County.

If you have any questions, please do not hesitate to contact Krishna Pettitt at 510-238-3603, or Jens Hillmer at 510-238-3317.

Sincerely,

JENS HILLMER

Urban Economic Coordinator

# Hillmer, J H

From:

Hillmer, J H

Sent: To: Wednesday, December 10, 2014 3:54 PM 'Winter, Tina'; Ball, Daniel; Pettitt, Krishna

Cc:

Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com;

Subject:

Melinda.JesseSmith@searshc.com RE: ESCROW NO. NCS - 585514E

Thank you!

Jens Hillmer

**Urban Economic Coordinator** 

Economic & Workforce

**Development Department** 

**Project Implementation Division** 

City of Oakland

250 Frank H. Ogawa Plaza, Ste. 5313

Oakland, CA 94612 Tel.: 510-238-3317

Jhhillmer@oaklandnet.com

**From:** Winter, Tina [mailto:TiWinter@firstam.com] **Sent:** Wednesday, December 10, 2014 3:13 PM **To:** Hillmer, J H; Ball, Daniel; Pettitt, Krishna

Cc: Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com; Melinda.JesseSmith@searshc.com

Subject: RE: ESCROW NO. NCS - 585514E

Confirmed. Attached are the revised pdf's.

Thanks,

Tina L. Winter

Senior Commercial Escrow Officer



First American Title Insurance Company National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: tiwinter@firstam.com

From: Hillmer, J H [mailto:JHillmer@oaklandnet.com]
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Cc: Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com; Melinda.JesseSmith@searshc.com

Subject: RE: ESCROW NO. NCS - 585514E

#### Hi Tina:

Thank you! As a follow-up to our conversation a few minutes ago, please confirm that you will use the PDF documents that we sent you by email last night and of which you will receive originals by mail tomorrow for the recording.

Jens Hillmer

**Urban Economic Coordinator** 

Economic & Workforce
Development Department
Project Implementation Division

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Subject: RE: ESCROW NO. NCS - 585514E

Thanks everyone for your quick response. I will release the wire and provide a fed reference number upon receipt.

Thanks,

Tina L. Winter

Senior Commercial Escrow Officer



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Subject: RE: ESCROW NO. NCS - 585514E

Tina:

You are hereby authorized to close the escrow with the PDFs that you forwarded to us, provided that you will replace the PDF copies with the original signature pages of the docs for recording. Please also note that we would like to change the recording order as follows: Record the First Amendment, the Transfer Agreement and Second Amendment, in that order, in the Official Records of Alameda County. Revised escrow instructions to that effect will follow shortly.

Please do not hesitate to contact me if you have any questions.

Thank you!

Jens

Jens Hillmer
Urban Economic Coordinator
Economic & Workforce
Development Department
Project Implementation Division
City of Oakland

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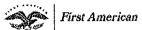
Melinda.JesseSmith@searshc.com

Subject: RE: ESCROW NO. NCS - 585514E

Attached are pdf's of the documents.

Thanks,

**Tina L. Winter** Senior Commercial Escrow Officer



First American Title Insurance Company National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: <u>tiwinter@firstam.com</u> From: Ball, Daniel [mailto:DBall@gibsondunn.com]
Sent: Wednesday, December 10, 2014 4:15 PM

To: Hillmer, J H; Pettitt, Krishna

Cc: <u>Drew@lane-partners.com</u>; Scott Smithers (<u>scott@lane-partners.com</u>); 'Pinto@Waltonst.com' (<u>Pinto@Waltonst.com</u>);

Melinda.JesseSmith@searshc.com; Winter, Tina **Subject:** RE: ESCROW NO. NCS - 585514E

Importance: High-

Jens and Krishna,

It looks like the original documents you sent will not make it to Tina until tomorrow morning (per the USPS tracking number: EM539450446US). We do, however, have the pdf copies that Jens sent. I spoke with Melinda (Sears' counsel, copied here), and we are both fine closing using the pdf signatures from Oakland and the originals of the other signatures. Tina is assembling pdfs of the fully executed documents right now. When the original Oakland signatures come in tomorrow, Tina will slip in those original signature pages and send the docs for recording.

Jens and Krishna, we just need your sign off to close on the pdf signatures from Oakland as described above. Can you please let us know asap if that is ok?

Thanks, Dan

Daniel D. Ball

# GIBSON DUNN

Gibson, Dunn & Crutcher LLP 555 Mission Street, San Francisco, CA 94105-0921 Tel +1 415.393.8375 • Fax +1 415.374.8440 • Cell +1 310.743.6560 DBall@gibsondunn.com • www.gibsondunn.com

**From:** Hillmer, J H [mailto:JHillmer@oaklandnet.com]

Sent: Tuesday, December 09, 2014 5:14 PM

**To:** <u>tiwinter@firstam.com</u>

Cc: <u>Drew@lane-partners.com</u>; Ball, Daniel; Pettitt, Krishna

Subject: ESCROW NO. NCS - 585514E

Dear Ms. Winter:

Attached please find electronic copies of documents related to the escrow referenced above as well as escrow instructions. We have sent the original documents by overnight mail. Please confirm receipt of the documents once they have arrived.

If you have any questions, please contact me at 510.238.3317.

Thank you!

Jens Hillmer
Urban Economic Coordinator
Economic & Workforce
Development Department
Project Implementation Division
City of Oakland

250 Frank H. Ogawa Plaza, Ste. 5313 Oakland, CA 94612 Tel.: 510-238-3317 Jhhillmer@oaklandnet.com

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**FAFLD** 

# Hillmer, J H

From:

Jesse Smith, Melinda <Melinda.JesseSmith@searshc.com>

Sent:

Thursday, December 11, 2014 12:53 PM

To:

'Winter, Tina'; Hillmer, J H; Ball, Daniel; Pettitt, Krishna

Cc:

Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com

Subject:

RE: ESCROW NO. NCS - 585514E

Thanks Tina. I might have missed it in my emails but please email me the Fed Ref. No. so that I have it for the file.

Thanks,

## Melinda Jesse-Smith

Assistant General Counsel - Real Estate Sears Holdings Management Corporation 3333 Beverly Road, BC-119B Hoffman Estates, IL 60179

Phone: 847-286-3059 Fax: 847-286-2286

Email: melinda.jessesmith@searshc.com

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**From:** Winter, Tina [mailto:TiWinter@firstam.com] **Sent:** Thursday, December 11, 2014 2:36 PM **To:** Hillmer, J H; Ball, Daniel; Pettitt, Krishna

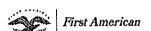
Cc: Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com; Jesse Smith, Melinda

Subject: RE: ESCROW NO. NCS - 585514E

The documents were received today and will be submitted for recording.

Thanks,

**Tina L. Winter**Senior Commercial Escrow Officer



First American Title Insurance Company National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: tiwinter@firstam.com

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Thank you!

Jens Hillmer

Urban Economic Coordinator

Economic & Workforce

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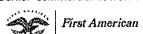
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\*

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Thank you.~·

\*

### **FAFLD**

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-(Pinto@Waltonst.com); Melinda.JesseSmith@searshc.com-

Subject:

RE: ESCROW NO. NCS - 585514E

Please be advised that the fed cut-off time for the wire is 5pm CST, so I will need authorization shortly in order to confirm the wire was transmitted.

Thanks,

#### Tina L. Winter

Senior Commercial Escrow Officer



First American

First American Title Insurance Company

National Commercial Services

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Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: <u>tiwinter@firstam.com</u>

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## GIBSON DUNN

Gibson, Dunn & Crutcher LLP 555 Mission Street, San Francisco, CA 94105-0921 Tel +1 415.393.8375 • Fax +1 415.374.8440 • Cell +1 310.743.6560 DBall@gibsondunn.com • www.gibsondunn.com

**From:** Hillmer, J H [mailto:JHillmer@oaklandnet.com]

Sent: Tuesday, December 09, 2014 5:14 PM

**To:** <u>tiwinter@firstam.com</u>

Cc: <u>Drew@lane-partners.com</u>; Ball, Daniel; Pettitt, Krishna

Subject: ESCROW NO. NCS - 585514E

Dear Ms. Winter:

Attached please find electronic copies of documents related to the escrow referenced above as well as escrow instructions. We have sent the original documents by overnight mail. Please confirm receipt of the documents once they have arrived.

If you have any questions, please contact me at 510.238.3317.

Thank you!

Jens Hillmer
Urban Economic Coordinator
Economic & Workforce
Development Department

Project Implementation Division City of Oakland 250 Frank H. Ogawa Plaza, Ste. 5313

Oakland, CA 94612 Tel.: 510-238-3317

Jhhillmer@oaklandnet.com

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## Hillmer, J H

From: Sent: Winter, Tina <TiWinter@firstam.com> Wednesday, December 10, 2014 2:37 PM

To:

Hillmer, J H; Ball, Daniel; Pettitt, Krishna

Cc:

Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com;

Melinda.JesseSmith@searshc.com

Subject:

RE: ESCROW NO. NCS - 585514E

Thanks everyone for your quick response. I will release the wire and provide a fed reference number upon receipt.

Thanks.

#### Tina L. Winter

Senior Commercial Escrow Officer



First American Title Insurance Company National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: tiwinter@firstam.com

**From:** Hillmer, J H [mailto:JHillmer@oaklandnet.com] **Sent:** Wednesday, December 10, 2014 4:35 PM **To:** Winter, Tina; Ball, Daniel; Pettitt, Krishna

Cc: Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com; Melinda.JesseSmith@searshc.com

Subject: RE: ESCROW NO. NCS - 585514E

Tina:

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Jens

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Urban Economic Coordinator Economic & Workforce Development Department Project Implementation Division City of Oakland 250 Frank H. Ogawa Plaza, Ste. 5313

Oakland, CA 94612 Tel.: 510-238-3317

Jhhillmer@oaklandnet.com

**From:** Winter, Tina [mailto:TiWinter@firstam.com] **Sent:** Wednesday, December 10, 2014 2:22 PM **To:** Ball, Daniel; Hillmer, J H; Pettitt, Krishna

Cc: <u>Drew@lane-partners.com</u>; Scott Smithers (<u>scott@lane-partners.com</u>); 'Pinto@Waltonst.com' (<u>Pinto@Waltonst.com</u>);

Melinda.JesseSmith@searshc.com

Subject: RE: ESCROW NO. NCS - 585514E

Attached are pdf's of the documents.

Thanks,

**Tina L. Winter** Senior Commercial Escrow Officer



First American Title Insurance Company

National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: <u>tiwinter@firstam.com</u>

From: Ball, Daniel [mailto:DBall@gibsondunn.com]
Sent: Wednesday, December 10, 2014 4:15 PM

To: Hillmer, J H; Pettitt, Krishna

Cc: <u>Drew@lane-partners.com</u>; Scott Smithers (<u>scott@lane-partners.com</u>); 'Pinto@Waltonst.com' (<u>Pinto@Waltonst.com</u>);

Melinda.JesseSmith@searshc.com; Winter, Tina **Subject:** RE: ESCROW NO. NCS - 585514E

Importance: High

Jens and Krishna,

It looks like the original documents you sent will not make it to Tina until tomorrow morning (per the USPS tracking number: EM539450446US). We do, however, have the pdf copies that Jens sent. I spoke with Melinda (Sears' counsel, copied here), and we are both fine closing using the pdf signatures from Oakland and the originals of the other signatures. Tina is assembling pdfs of the fully executed documents right now. When the original Oakland signatures come in tomorrow, Tina will slip in those original signature pages and send the docs for recording.

Jens and Krishna, we just need your sign off to close on the pdf signatures from Oakland as described above. Can you please let us know asap if that is ok?

Thanks, Dan

Daniel D. Ball

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From: Hillmer, J H [mailto:JHillmer@oaklandnet.com]

Sent: Tuesday, December 09, 2014 5:14 PM

To: tiwinter@firstam.com

Cc: <u>Drew@lane-partners.com</u>; Ball, Daniel; Pettitt, Krishna

Subject: ESCROW NO. NCS - 585514E

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Thank you!

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**************************************		
	*,,,,,,	

replying to the message and delete the original message and any copies immediately thereafter.

# Hillmer, J H

From: Sent: Winter, Tina <TiWinter@firstam.com> Friday, December 12, 2014 12:21 PM

To:

Jesse Smith, Melinda; Hillmer, J H; Ball, Daniel; Pettitt, Krishna

Cc:

Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com

Subject:

RE: ESCROW NO. NCS - 585514E

Sorry about that Melissa. Here is the fed reference number 20141211L1B78J1C000003

### Tina L. Winter

Senior Commercial Escrow Officer



First American Title Insurance Company National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: tiwinter@firstam.com

From: Jesse Smith, Melinda [mailto:Melinda.JesseSmith@searshc.com]

Sent: Thursday, December 11, 2014 2:53 PM

To: Winter, Tina; Hillmer, J H; Ball, Daniel; Pettitt, Krishna

Cc: Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com

Subject: RE: ESCROW NO. NCS - 585514E

Thanks Tina. I might have missed it in my emails but please email me the Fed Ref. No. so that I have it for the file.

Thanks.

### Melinda Jesse-Smith

Assistant General Counsel - Real Estate Sears Holdings Management Corporation 3333 Beverly Road, BC-119B Hoffman Estates, IL 60179

Phone: 847-286-3059 Fax: 847-286-2286

Email: melinda.jessesmith@searshc.com

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From: Winter, Tina [mailto:TiWinter@firstam.com]
Sent: Thursday, December 11, 2014 2:36 PM
To: Hillmer, J H; Ball, Daniel; Pettitt, Krishna

Cc: Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com; Jesse Smith, Melinda

Subject: RE: ESCROW NO. NCS - 585514E

The documents were received today and will be submitted for recording.

Thanks,

#### Tina L. Winter

Senior Commercial Escrow Officer



#### First American

First American Title Insurance Company National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: <u>tiwinter@firstam.com</u>

From: Hillmer, J H [mailto:JHillmer@oaklandnet.com]

**Sent:** Wednesday, December 10, 2014 5:54 PM **To:** Winter, Tina; Ball, Daniel; Pettitt, Krishna

Cc: Drew@lane-partners.com; scott@lane-partners.com; Pinto@Waltonst.com; Melinda.JesseSmith@searshc.com

Subject: RE: ESCROW NO. NCS - 585514E

### Thank you!

Jens Hillmer
Urban Economic Coordinator
Economic & Workforce
Development Department
Project Implementation Division
City of Oakland
250 Frank H. Ogawa Plaza, Ste. 5313

Oakland, CA 94612

Tel.: 510-238-3317 Jhhillmer@oaklandnet.com

From: Winter, Tina [mailto:TiWinter@firstam.com]
Sent: Wednesday, December 10, 2014 3:13 PM

To: Hillmer, J H; Ball, Daniel; Pettitt, Krishna

Cc: <u>Drew@lane-partners.com</u>; <u>scott@lane-partners.com</u>; <u>Pinto@Waltonst.com</u>; <u>Melinda.JesseSmith@searshc.com</u>

Subject: RE: ESCROW NO. NCS - 585514E

Confirmed. Attached are the revised pdf's.

Thanks,

Tina L. Winter

Senior Commercial Escrow Officer



First American Title Insurance Company National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231
Direct-Fax: 866-578-7587
Email: tiwinter@firstam.com

From: Hillmer, J H [mailto:JHillmer@oaklandnet.com]
Sent: Wednesday, December 10, 2014 4:46 PM
To: Winter, Tina; Ball, Daniel; Pettitt, Krishna

**Cc:** <u>Drew@lane-partners.com</u>; <u>scott@lane-partners.com</u>; <u>Pinto@Waltonst.com</u>; <u>Melinda.JesseSmith@searshc.com</u>

Subject: RE: ESCROW NO. NCS - 585514E

Hi Tina:

Thank you! As a follow-up to our conversation a few minutes ago, please confirm that you will use the PDF documents that we sent you by email last night and of which you will receive originals by mail tomorrow for the recording.

Jens Hillmer Urban Economic Coordinator

Economic & Workforce
Development Department
Project Implementation Division
City of Oakland
250 Frank H. Ogawa Plaza, Ste. 5313
Oakland, CA 94612

Tel.: 510-238-3317

Jhhillmer@oaklandnet.com

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Sent: Wednesday, December 10, 2014 2:37 PM
To: Hillmer, J H; Ball, Daniel; Pettitt, Krishna

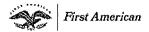
Cc: <u>Drew@lane-partners.com</u>; <u>scott@lane-partners.com</u>; <u>Pinto@Waltonst.com</u>; <u>Melinda.JesseSmith@searshc.com</u>

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Thanks,

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National Commercial Services 30 North LaSalle Street, Suite 2700 Chicago, IL 60602

Tel: 312-917-7231 Direct Fax: 866-578-7587 Email: <u>tiwinter@firstam.com</u>

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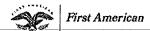
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