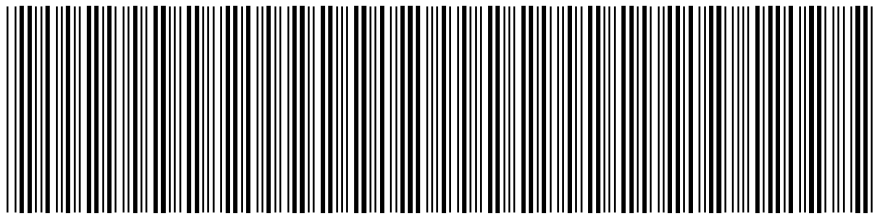


**NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER**

This page is part of the instrument. The City Register will rely on the information provided by you on this page for purposes of indexing this instrument. The information on this page will control for indexing purposes in the event of any conflict with the rest of the document.



2010072700238001001EC4EC

RECORDING AND ENDORSEMENT COVER PAGE

PAGE 1 OF 6

Document ID: 2010072700238001

Document Date: 07-21-2010

Preparation Date: 07-27-2010

Document Type: DEED

Document Page Count: 5

PRESENTER:

FIDELITY NATIONAL TITLE INS. COMPANY
PICK UP SOPHIA
ONE PARK AVENUE, SUITE 1402
NEW YORK, NY 10016
800-287-3552
Kat.Lam@fnf.com / title no. 10-22771-NYM

RETURN TO:

MARTIN JAJAN
JAJAN PLLC
110 WALL STREET, 11TH FLOOR
NEW YORK, NY 10005

PROPERTY DATA

Borough	Block	Lot	Unit	Address
MANHATTAN	491	1529	Entire Lot	3709 246 SPRING STREET
Property Type: COMMERCIAL CONDO UNIT(S)				

CROSS REFERENCE DATA

CRFN _____ or Document ID _____ or _____ Year _____ Reel _____ Page _____ or File Number _____

PARTIES

GRANTOR/SELLER:

BAYROCK/SAPIR ORGANIZATION LLC
260 VARICK STREET, 2ND FLOOR
NEW YORK, NY 10013

GRANTEE/BUYER:

AGEA LLC
C/O JAJAN PLLC, 110 WALL STREET, 11TH FLOOR
NEW YORK, NY 10005

FEES AND TAXES

Mortgage

Mortgage Amount: \$ 0.00

Taxable Mortgage Amount: \$ 0.00

Exemption:

TAXES: County (Basic): \$ 0.00

City (Additional): \$ 0.00

Spec (Additional): \$ 0.00

TASF: \$ 0.00

MTA: \$ 0.00

NYCTA: \$ 0.00

Additional MRT: \$ 0.00

TOTAL: \$ 0.00

Recording Fee: \$ 62.00

Affidavit Fee: \$ 0.00

Filing Fee:

\$ 250.00

NYC Real Property Transfer Tax:

\$ 58,089.29

NYS Real Estate Transfer Tax:

\$ 8,852.00

**RECORDED OR FILED IN THE OFFICE
OF THE CITY REGISTER OF THE
CITY OF NEW YORK**

Recorded/Filed 07-30-2010 10:07

City Register File No.(CRFN):

2010000255127



Annette McMill

City Register Official Signature

HOTEL SUITE UNIT DEED

THIS INDENTURE is made the 20th ^{AD} day of July, 2010, by and between Bayrock/Sapir Organization LLC, a Delaware limited liability company, f/k/a Bayrock/Zar Spring LLC, having an address at c/o Bayrock Group, LLC, 160 Varick Street, 2nd Floor, New York, New York 10013 (hereinafter called "**Grantor**") and Agea LLC, having an address at ~~Ricardo Arias St, Torre Adanced Bldg of City of Panama, Republic of Panama, Russia~~ (hereinafter called "**Grantee**"). * C/o JAJAN PLLC 110 WALL ST. 11TH FLOOR, NY NY 10005

WITNESSETH:

That Grantor, in consideration of Ten (\$10.00) Dollars and other valuable consideration paid by Grantee, the receipt and sufficiency of which are hereby acknowledged, does hereby grant and release unto Grantee, and the heirs or successors and assigns of Grantee, forever:

The condominium unit (hereinafter called the "**Unit**") in the building (hereinafter called the "**Building**") known as Trump SoHo Hotel Condominium New York and by the street address 246 Spring Street, New York, New York 10013, Borough of Manhattan, City, County and State of New York, said Unit being designated and described as Hotel Suite Unit 3709 in that certain declaration, dated as of April 20th, 2010, made by Grantor, pursuant to Article 9-B of the Real Property Law of the State of New York (hereinafter called the "**Condominium Act**") establishing condominium ownership of the Building and the land (hereinafter called the "**Land**") upon which the Building is situate (which Land is more particularly described in Schedule A annexed hereto and by this reference made a part hereof), which declaration was recorded in the New York County Office of the Register of The City of New York (the "**City Register's Office**") on May 6, 2010, as CRFN 2010000153443 (which declaration, and any amendments thereto, are hereinafter collectively called the "**Declaration**"). The Unit is also designated as Tax Lot 1529 in Block 491 of the Borough of Manhattan on the Tax Map of the Real Property Assessment Bureau of The City of New York and on the Floor Plans of the Building certified by New York City Surveyor's office on April 29, 2010, and filed with the Real Property Assessment Bureau of The City of New York on May 5, 2010, as Condominium Plan No. 2162 and also recorded in the City Register's Office on May 6, 2010, as CRFN 2010000153444;

together with an undivided 0.2604% interest in the Common Elements (as such term is defined in the Declaration) of Trump SoHo Hotel Condominium New York;

together with the appurtenances and all the estate and rights of Grantor in and to the Unit;

together with, and subject to, all of the rights, obligations, easements, restrictions and other provisions set forth in the Declaration and By-Laws of Trump SoHo Hotel Condominium New York, as each of the same may be amended from time to time (said By-Laws and any amendments thereto are hereinafter collectively called the "**By-Laws**"), and the Restrictive Declaration recorded in the City Register's Office on May 4, 2007, as CRFN 2007000233248 (the "**Restrictive Declaration**"), including, without limitation, the restrictions and other provisions with respect to the permitted uses of the Unit; all of which shall constitute covenants running with the Land and shall bind any person having at any time any interest or estate in the

Unit, as though recited and stipulated at length herein; subject also to such other liens, agreements, covenants, easements, restrictions, consents, other matters of record as pertain to the Unit, to the Land and/or to the Building (which Land and Building are hereinafter collectively called the "**Property**").

TO HAVE AND TO HOLD the same unto Grantee, and the heirs or successors and assigns of Grantee, forever.

If any provision of the Declaration or the By-Laws is invalid under, or would cause the Declaration or the By-Laws to be insufficient to submit the Property to, the provisions of the Condominium Act, or if any provision that is necessary to cause the Declaration and the By-Laws to be sufficient to submit the Property to the provisions of the Condominium Act is missing from the Declaration or the By-Laws, or if the Declaration and the By-Laws are insufficient to submit the Property to the provisions of the Condominium Act, the applicable provisions of Article 18 of the Declaration shall control.

Except as otherwise expressly stated in the Declaration, the By-Laws and/or the Restrictive Declaration, the Unit may only be used for Transient Occupancy (as defined in the Declaration) and for no other purpose.

Grantor covenants that Grantor has not done or suffered anything whereby the Unit has been encumbered in any way whatever, except as set forth in the Offering Plan, the Agreement (each as defined in the By-Laws), the Declaration, the By-Laws and/or the Restrictive Declaration. This covenant is for the personal benefit of Grantee only and cannot be assigned to, exercised by, or inure to the benefit of any other person or entity, including, without limitation, any insurer of Grantee's title or successor to Grantee's interest.

In the event of a claimed breach of any covenant of Grantor contained in the preceding paragraph, Grantee shall first seek recovery against Grantee's title insurer before proceeding against Grantor for any breach of such covenants, it being agreed that the liability of Grantor shall be limited to the extent only that any loss or damage shall not be covered by such title insurance. In the event that Grantee shall elect not to purchase title insurance, then the liability of Grantor shall be limited to the extent only that any loss or damage would not have been covered by the title insurance that was available to Grantee as of the date of this conveyance. The terms of any marked-up title binder issued by any title insurer that is a member of the New York State Land Title Association, Inc. in connection with any unit in the Building shall be conclusive evidence against Grantee of the title insurance coverage that was available to Grantee as of the date of this conveyance.

Grantor, in compliance with Section 13 of the Lien Law of the State of New York, covenants that Grantor will receive the consideration for this conveyance, and will hold the right to receive such consideration, as a trust fund for the purpose of paying the cost of the improvements at the Property required to be made by Grantor and will apply the same first to the payment of the cost of such improvements before using any part of the same for any other purposes.

Grantee hereby accepts and ratifies the provisions of the Declaration, the By-Laws (and any Rules and Regulations adopted under the By-Laws) the Restrictive Declaration and agrees to comply with all the terms and provisions thereof, including, without limitation, all the terms and provisions with respect to the permitted uses of the Unit.

Grantee hereby acknowledges that the Trump Marks (as defined in the Declaration) are owned by the Licensor (as defined in the Declaration), and the Licensor has granted the Board of Managers of the Condominium a license with respect to the use of the Trump Marks in connection with, among other things, the operation of the Condominium, and so long as said license has not been terminated by Licensor pursuant to the terms of the Condominium License Agreement (as defined in the Declaration), the Condominium shall be known as "Trump SoHo Hotel Condominium New York".

This conveyance is made in the regular course of business actually conducted by Grantor. The Unit is not subject to a credit line mortgage.

The term "Grantee" shall be read as "Grantees" whenever the sense of this indenture so requires.

IN WITNESS WHEREOF, Grantor and Grantee have duly executed this indenture as of the day and year first above written.

GRANTOR:

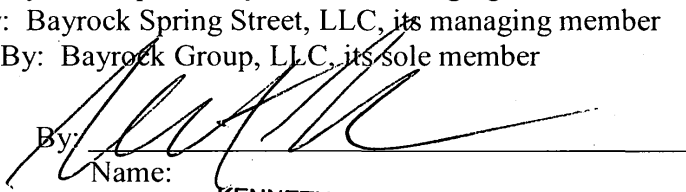
BAYROCK/SAPIR ORGANIZATION LLC

By: 246 Spring Street Holdings II, LLC, its sole member

By: Bayrock/Sapir Realty LLC, its managing member

By: Bayrock Spring Street, LLC, its managing member

By: Bayrock Group, LLC, its sole member

By: 

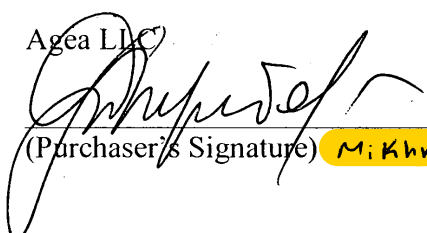
Name:

Title:

KENNETH GORDON
AUTHORIZED SIGNATORY

GRANTEE:

Agea LLC


(Purchaser's Signature)

Mikhail Firstov, MEMBER

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

SS.:

On the 20th day of July in the year 2010 before me, the undersigned, personally appeared ILANAH GORDON, 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 capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person on behalf of which the individual(s) acted, executed the instrument.

M. Hollis Staver

Notary Public

M. HOLLIS STAVER
NOTARY PUBLIC, STATE OF NEW YORK
No. 01ST6185663
Qualified in New York County
Commission Expires April 21, 2012

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

SS.:

SEAL

On the 20th day of July in the year 2010 before me, the undersigned, personally appeared Mikhail Firstov, 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 capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person on behalf of which the individual(s) acted, executed the instrument.

[Signature]

Notary Public

LINDA CARR
Notary Public, State of New York
No. 01CA6071690
Qualified in Kings County
Commission Expires March 18th, 2014

SEAL

HOTEL SUITE UNIT DEED

BAYROCK/SAPIR ORGANIZATION LLC

TO

Agea LLC

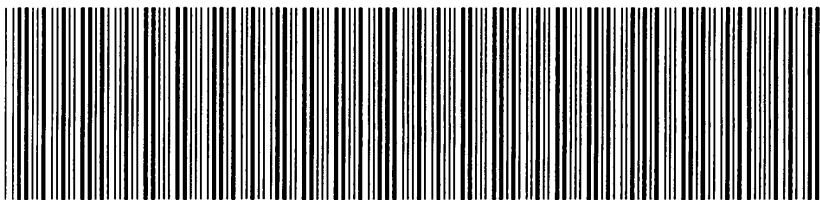
TRUMP SOHO HOTEL CONDOMINIUM NEW YORK

246 Spring Street
New York, New York 10013
Hotel Suite Unit 3709

County: New York
Block: 491
Lot: 1529

Record and Return to:
Martin Jajan
Jajan PLLC
110 Wall Street 11th Floor
New York, NY 10005
USA

**NYC DEPARTMENT OF FINANCE
OFFICE OF THE CITY REGISTER**



2010072700238001001S0A6D

SUPPORTING DOCUMENT COVER PAGE

PAGE 1 OF 1

Document ID: 2010072700238001

Document Date: 07-21-2010

Preparation Date: 07-27-2010

Document Type: DEED

ASSOCIATED TAX FORM ID: 2010071900252

SUPPORTING DOCUMENTS SUBMITTED:

Page Count

RP - 5217 REAL PROPERTY TRANSFER REPORT

2

C1. County Code C2. Date Deed Recorded / /
Month Day Year

C3. Book C4. Page

C5. CRFN



STATE OF NEW YORK
STATE BOARD OF REAL PROPERTY SERVICES

RP - 5217NYC

PROPERTY INFORMATION

1. Property Location	246	SPRING STREET 3709	MANHATTAN	10013
	STREET NUMBER	STREET NAME	BOROUGH	ZIP CODE

2. Buyer Name	AGEA LLC	
	LAST NAME / COMPANY	FIRST NAME
	LAST NAME / COMPANY	FIRST NAME

3. Tax Billing Address Indicate where future Tax Bills are to be sent if other than buyer address (at bottom of form)

LAST NAME / COMPANY		FIRST NAME	
STREET NUMBER AND STREET NAME		CITY OR TOWN	STATE ZIP CODE

4. Indicate the number of Assessment Roll parcels transferred on the deed # of Parcels OR Part of a Parcel

4A. Planning Board Approval - N/A for NYC
4B. Agricultural District Notice - N/A for NYC

5. Deed
Property
Size

FRONT FEET X DEPTH OR ACRES

Check the boxes below as they apply:

6. Ownership Type is Condominium

7. New Construction on Vacant Land

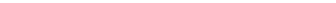
8. Seller Name	BAYROCK/SAPIR ORGANIZATION LLC	
	LAST NAME / COMPANY	FIRST NAME
	LAST NAME / COMPANY	FIRST NAME

9. Check the box below which most accurately describes the use of the property at the time of sale:

A	☐	One Family Residential	C	☐	Residential Vacant Land	E	☒	Commercial	G	☐	Entertainment / Amusement	I	☐	Industrial
B	☐	2 or 3 Family Residential	D	☐	Non-Residential Vacant Land	F	☐	Apartment	H	☐	Community Service	J	☐	Public Service

10. Sale Contract Date 6 / 5 / 2008
Month Day Year

11. Date of Sale / Transfer 7 / 21 / 2010
Month Day Year

12. Full Sale Price \$ 

(Full Sale Price is the total amount paid for the property including personal property.
This payment may be in the form of cash, other property or goods, or the assumption of
mortgages or other obligations.) *Please round to the nearest whole dollar amount.*

13. Indicate the value of personal property included in the sale

14. Check one or more of these conditions as applicable to transfer:

A	☐	Sale Between Relatives or Former Relatives
B	☐	Sale Between Related Companies or Partners in Business
C	☐	One of the Buyers is also a Seller
D	☐	Buyer or Seller is Government Agency or Lending Institution
E	☐	Deed Type not Warranty or Bargain and Sale (Specify Below)
F	☐	Sale of Fractional or Less than Fee Interest (Specify Below)
G	☐	Significant Change in Property Between Taxable Status and Sale Dates
H	☐	Sale of Business is Included in Sale Price
I	☐	Other Unusual Factors Affecting Sale Price (Specify Below)
J	☒	None

15. Building Class H 9

16. Total Assessed Value (of all parcels in transfer) _____

17. Borough, Block and Lot / Roll Identifier(s) (If more than three, attach sheet with additional identifier(s))

MANHATTAN 491 1529

CERTIFICATION I certify that all of the items of information entered on this form are true and correct (to the best of my knowledge and belief) and I understand that the making of any willful false statement of material fact herein will subject me to the provisions of the penal law relative to the making and filing of false instruments.

BUYER

BUYER SIGNATURE

DATE

STREET NUMBER

STREET NAME (AFTER SALE)

NEW YORK NY 10005

BUYER'S ATTORNEY

JAJAN MARTIN

LAST NAME FIRST NAME

212 352-8616
AREA CODE TELEPHONE NUMBER

SELLER
KENNETH H GORDON
DATE 7/27/10
AUTHORIZED SIGNATORY
20100710000255

2010071900252201

CERTIFICATION

I certify that all of the items of information entered on this form are true and correct (to the best of my knowledge and belief) and understand that the making of any willful false statement of material fact herein will subject me to the provisions of the penal law relative to the making and filing of false instruments.

BUYER <i>[Signature]</i>		BUYER'S ATTORNEY <i>[Signature]</i>	
BUYER SIGNATURE	DATE	LAST NAME	FIRST NAME
210 JAJAN PLZ		JAJAN	MARTIN
110 WALL ST 11TH FLOOR		212	352-8616
STREET NUMBER	STREET NAME (AFTER SALE)	AREA CODE	TELEPHONE NUMBER
NEW YORK NY	NY	10005	10005
CITY OR TOWN	STATE	ZIP CODE	
SELLER <i>[Signature]</i>		<i>[Signature]</i>	
SELLER SIGNATURE		DATE	
		7/21/10	

KENNETH GORDON
AUTHORIZED SIGNATORY

2010071900252201