1-6-1661 -

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DEED

DEED

Name of April, 1986,

from

Duquesne Partners L.P., a Delaware Limited Partnership

to

Samuel Respaport Family Partnership, a Pennsylvania Limited

Partnership ("Grantee")

WITNESSETH:

That Grantor, in consideration of the sum of Four Million Twenty Five Thousand Dollars (\$4,025,000.00) lawful money of the United States of America, paid to Grantor by Grantee, does hereby grant, bargain, sell and convey to Grantee, and its successors and assigns forever, the following described premises and all improvements therein and the appurtenances belonging to said premises:

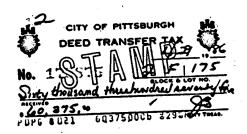
I. All of the following described premises situate in the Second Ward, City of Pittsburgh, County of Allegheny, Commonwealth of Pennsylvania:

(a) The following described portion of the land underlying Lot No. 2 and the basement portions of the building known as "Gateway Towers" which occupy the following described subterranean space:

ALL THAT CERTAIN real property situated in the Second Ward of the City of Pittsburgh, Allegheny County, Pennsylvania, consisting of a polyhedron, which lies below (but not above) a horizontal plane (said horizontal plane being below the concrete slab forming the basement floor of the building known as "Gateway Towers", the elevation of which horizontal plane is 716.16 feet, more or less, measured vertically above sea level as established by the United States Coast and Geodetic Survey, and which is bounded by four vertical planes which are formed by projecting vertically downward without any downward boundary, the boundaries of that certain plot or parcel of land described as follows, together with the portions of the aforesaid building lying within the five (5) planes referred to above.

ALL THAT CERTAIN real property situate in the Second Ward, City of Pittsburgh, Allegheny County, Pennsylvania being a portion of Lot No. 2 in Gateway Plan of Lots No. 2 of record in the Office of the Recorder of Deeds of Allegheny County, Pennsylvania in Plan Book Volume 110, Page 91-96, more particularly bounded and described, as follows:

BEGINNING at a point on the easterly side of Commonwealth Place, said point being North 18° 54' 45" West a distance of 38.00 feet from the line dividing Lot Nos. 2 and 3 in Gateway



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Plan of Lots No. 2; thence from said point of beginning through Lot No. 2 along a line parallel to and 4.00 feet perpendicular southwardly from the side of a 26 story building known as "Gateway Towers" the following courses and distances: North 71° 05' 15" East a distance of 254.00 feet to a point; thence North 18° 54' 45" West a distance of 80.00 feet to a point; thence South 71° 05' 15" West a distance of 253.78 feet to a point; then along the easterly side of Commonwealth Place in a southerly direction by a curve bearing to the left having a radius of 35.00 feet through an arc distance of 3.94 feet to a point of tangent; thence along same South 18° 54' 45" East a distance of 76.04 feet to the point at the place of BEGINNING. Containing an area of 20,319.703 square feet or 0.4664 acre;

(b) The following described portion of the land underlying Lot No. 2 and the garage portions of the building known as "Gateway Towers" which occupy the following described subterranean space:

ALL THAT CERTAIN real property situated in the Second Ward of the City of Pittsburgh, Allegheny County, Pennsylvania consisting of a polyhedron, which lies below (but not above) a horizontal plane (said horizontal plane) being below the concrete slab forming the first floor of the building known as "Gateway Towers", the elevation of which horizontal plane is 728.95 feet, more or less, measured vertically above sea level as established by the United States Coast and Geodetic Survey, and which lies above (but not below) a horizontal plane (said horizontal plane being below the concrete slab forming the garage floor of the building known as "Gateway Towers"), the elevation of which horizontal plane is 714.25 feet, more or less, measured vertically above sea level as established by the United States Coast and Geodetic Survey, and which is bounded by eight vertical planes which are formed by projecting upward and downward, the boundaries of that certain plot or parcel of land described as follows, together with the portions of the aforesaid building lying within the ten (10) planes forming said polyhedron of real property:

ALL THAT CERTAIN real property situate in the Second Ward, City of Pittsburgh, Allegheny County, Pennsylvania being a portion of Lot No. 2 in Gateway Plan of Lots No. 2 of record in the Office of the Recorder of Deeds of Allegheny County, Pennsylvania in Plan Book Volume 110, Page 91-96, more particularly bounded and described, as follows:

BEGINNING at a point within Lot No. 2 in Gateway Plan of Lots No. 2 as recorded in the Recorder's Office of Allegheny County, Pennsylvania in Plan Book Volume 110, pages 94, 95 and 96, said point being the following two (2) courses and distances from the point common to the easterly side of Commonwealth Place and the line dividing Lot Nos. 2 and 3 in said Plan:

North 71° 05' 15" East a distance of 137.60 feet;

North 18° 54' 45" West a distance of 42.00 feet to the point of beginning;

thence from said point of beginning along a column at the southwesterly corner of the parcel herein described North 18° 54' 45" West a distance of 1.97 feet to a point; thence along same South 71° 05' 15" West a distance of 0.93 feet to a point; thence along the interior wall of the parking garage North 18° 54' 45" West a distance of 17.12 feet to a point; thence along same North 71° 05' 15" East a distance of 25.38 feet to a point; thence along same and along the westerly terminus of a ramp North 18° 54' 45" West a distance of 3.94 feet to a point; thence along the northerly side of said ramp North 71° 05' 15" East a distance of 21.03 feet to a point; thence along the easterly side of said ramp South 18° 54' 45" East a distance of 23.03 feet to a point; thence through Lot No. 2 in Gateway Plan of Lots No. 2 South 71° 05' 15" West a distance of 45.48 feet to the point of BEGINNING. Containing an area of 966.99 square feet;

(c) The following described portion of land underlying Lot No. 2 and the portions of the underground garage which occupy the following described subterranean space:

ALL THAT CERTAIN real property situated in the Second Ward of the City of Pittsburgh, Allegheny County, Pennsylvania being a portion of Lot No. 2 in Gateway Plan of Lots No. 2 of record in the Office of the Recorder of Deeds in Plan Book Volume 110, Pages 94-96, more particularly bounded and described, as follows:

BEGINNING at a point on the easterly side of Commonwealth Place, at the dividing line between Lots Nos. 2 and 3 in said Plan; thence along the easterly side of Commonwealth Place North 18° 54' 45" West a distance of 42.00 feet more or less to a point on the facing of the exterior wall of the 26-story building known as "Gateway Towers"; thence North 71° 05' 15" East along said facing of the exterior wall a distance of 256.74 feet more or less to a point on the line dividing Lots Nos. 1 and 2 in said Plan; thence South 18° 54' 45" East a distance of 42.00 feet more or less to the southeasterly corner of Lot No. 2 in said Plan; thence along the dividing line between Lots Nos. 2 and 3 in said Plan South 71° 05' 15" West a distance of 256.74 feet to the point at the place of BEGINNING;

(d) All rights to the following described portion of Lot No. 2 which lies below (but not above) a horizontal plane (said horizontal plane being below the concrete slab forming the first floor of the building known as "Gateway Towers"), the elevation of which horizontal plane is 728.95 feet, more or less, measured vertically above sea level as established by the United States Coast and Geodetic Survey, being further described as follows:

BEGINNING at a point within Lot No. 2 in Gateway Plan of Lots No. 2 as recorded in the Recorder's Office of Allegheny County, Pennsylvania, in Plan Book Volume 110, Pages 94, 95 and 96, said point being the following two courses and distances from the point common to the easterly side of Commonwealth Place and the line dividing Lots Nos. 2 and 3 in said Plan: (1) North 18° 54' 45" West a distance of 42.00 feet, more or less, to a point on the facing of the exterior wall of the twenty-six

story building known as "Gateway Towers"; (2) thence North 71° 05' 15" East along said facing of the exterior wall a distance of 250.00 feet, more or less, to the true point of beginning; thence from said point of beginning continuing North 71° 05' 15" East a distance of 6.74 feet, more or less, to a point; thence North 18° 54' 45" West a distance of 89.09 feet, more or less; thence in a northwesterly direction by a curve bearing to the left having a radius of 28.00 feet, more or less, through an arc distance of 19.647 feet, more or less, to a point; thence South 71° 03' 15" West a distance of 215.145 feet, more or less, to a point; thence along the easterly side of Commonwealth Place in a southerly direction by a curve bearing to the left having a radius of 35.00 feet, more or less, through an arc distance of 54.958 feet, more or less, to a point; thence South 18° 54' 45" East a distance of 00.04 feet, more or less, to a point on the facing of the exterior wall of said building; thence North 71° 05' 15" East along said facing of the exterior wall of said building a distance of 250.00 feet, more or less, to a point; thence South 18° 54' 45" East along the eastern exterior wall of said building a distance of 72.00 feet, more or less, to the point of the place of BEGINNING;

(e) The following described portion of the land underlying Lot No. 3 (but not including the surface rights or air rights to Lot No. 3) and the underground parking garage which occupies the following described subterranean space:

ALL THAT CERTAIN lot or parcel of land situate in the Second Ward of the City of Pittsburgh, Allegheny County, Pennsylvania being Lot No. 3 ("Lot No. 3") in Gateway Plan of Lots No. 2 of record in the Office of the Recorder of Deeds of Allegheny County, Pennsylvania:

BEGINNING at a point on the easterly side of Commonwealth Place, at the dividing line between Lots Nos. 1 and 3 in said Plan; thence along the easterly side of Commonwealth Place North 18° 54' 45" West a distance of 131.81 feet to a point at the dividing line between Lots Nos. 2 and 3 in said Plan; thence along said dividing line North 71° 05' 15" East a distance of 256.74 feet to a point common to Lots Nos. 1, 2 and 3 in said Plan; thence along the dividing line between Lots Nos. 1 and 3 in said Plan the following courses and distances: South 18° 54' 45" East a distance of 43.34 feet; thence South 11° 42' 45" East a distance of 47.95 feet; thence South 18° 08' 00" East a distance of 22.82 feet to a point; thence South 18° 54' 45" East a distance of 18.00 feet to the southeasterly corner of Lot No. 3 in said Plan; thence the following courses and distances along the dividing line between Lots Nos. 1 and 3 in said Plan; South 71° 05' 15" West a distance of 147.67 feet to a point; thence North 18° 54' 45" West a distance of 4.33 feet to a point; thence South 71° 05' 15" West a distance of 51.17 feet to a point; thence South 18° 54' 45" East a distance of 4.33 feet to a point; thence South 71° 05' 15" West a distance of 51.58 feet to a point on the easterly side of Commonwealth Place at the place of BEGINNING.

(II) TOGETHER WITH a nonexclusive right in the "Light and Air Easement" (as described on Exhibit "A" attached hereto and by this reference incorporated herein and made a part hereof)

and in the Encroachment Easement (as described on Exhibit "B" attached hereto and by this reference incorporated herein and made a part hereof);

- (III) TOGETHER WITH a nonexclusive right in any and all right, title and interest of Grantor in and to a certain reinforced concrete vault lying within the lines of Fort Duquesne Boulevard adjacent to Gateway Towers;
- (IV) TOGETHER WITH all of Grantor's right, title and interest in that certain Ramp Agreement between Three Rivers Capital, Inc. and The Equitable Life Assurance Society of the United States dated June 19, 1979, recorded June 22, 1979, as Instrument No. 40866 in Deed Book Volume 6122, Page 855, Allegheny County records.
- (V) TOGETHER WITH all of Grantor's right, title and interest in that certain Cross-Easement, Utilities Services and Insurance Agreement between Gateway Capital, Inc. and Three Rivers Capital, Inc., dated June 19, 1979, recorded June 22, 1979, as Instrument No. 40870, in Deed Book Volume 6122, Page 911, as amended by First Amendment to Cross-Easement, Utilities Services, and Insurance Agreement dated January 27, 1982 and recorded in Deed Book Volume 6436, Page 623,

(VI) TOGETHER WITH all of Grantor's right, title and interest in that certain Parking Reservation Agreement between Three Rivers Capital, Inc., Gateway Towers Condominium Association, Inc. and Gateway Capital, Inc., dated January 27, 1982, recorded in Deed Book Volume 6436, Page 602.

BEING a part of the premises which Three Rivers Capital, Inc., by its deed dated January 27, 1982 and recorded in Deed Book 6438, Page 505, Allegheny County records, granted and conveyed unto Duquesne Partners, L.P., Grantor herein.

SUBJECT to prior matters of record, and including the matters set forth on Exhibit "C" attached hereto and by this reference incorporated herein and made a part hereof.

TO HAVE AND TO HOLD the foregoing to and for the use of Grantee, its successors and assigns forever in the manner and to the extent set forth above.

GRANTOR covenants that Grantor will warrant specially the premises hereby conveyed.

WITNESS the due execution hereof.

WITNESS:

DUQUESNE PARTNERS L.P.

Cant Clary

Steven V. Blumenthal, General Partner

*as further amended by Second Amendment to Cross-Easement, Utilities Services, and Insurance Agreement to be recorded herewith.

By_

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CASH CASH	MICHAEL A. DELLA VECCHIA, COU	nty Agent

COMMONWEALTH OF PENNSYLVANIA : SS:

On this the day of April, 1986, before me, the undersigned officer, personally appeared Steven V. Blumenthal, and Earl A. Samson, individually and as attorney-in-fact for Michael H. Monier, constituting all of the General Partners of Duquesne Partners L.P., known to me, (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument, and acknowledged that being authorized so to do, they executed the same on behalf of Duquesne Partners L.P., for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

LORE THE MAC PARTLAND A Notany Public Phile. Phile Co. My Commission Employ July (1) 1987

LIGHT AND AIR EASEMENT

An easement over the following described portion of Lot No. 1 in said Gateway Plan of Lots No. 2, for unobstructed light and air for the benefit of Lot No. 2, for so long as Gateway Towers (or any structure hereafter built to replace the same) remains standing on Lot No. 2:

BEGINNING at a point on the southerly side of Fort Duquesne Boulevard at the dividing line between Lots Nos. 1 and 2 in said Plan; thence North 71° 03' 15" East along the southerly side of Fort Duquesne Boulevard a distance of 60.62 feet to a point; thence South 18° 54' 45" East through Lot No. 1 in said Plan a distance of 149.20 feet to a point; thence South 71° 05' 15" West a distance of 54.00 feet to a point on the dividing line between Lots Nos. 1 and 2 in said Plan; thence along the dividing line between Lots Nos. 1 and 2 in said Plan, the following courses and distances:

- (1) North 18° 54' 45" West a distance of 131.09 feet to a point of curve; and
- (2) by the arc of a circle deflecting to the left having a radius of 28 feet an arc distance of 19.65 feet to a point at the place of beginning.

18.4 M.S.

The aforesaid easement for light and air is subject to a certain driveway or ramp leading from Fort Duquesne Boulevard to certain underground facilities located under Lots Nos. 1, 2 and 3 in said Plan, and is further subject to all improvements and other facilities now or hereafter installed for use in connection with said ramp or driveway, including but not limited to retaining walls adjacent thereto, parapet walls surrounding 3 sides of said driveway or ramp, walkways, curbs, lighting facilities, traffic control devices and similar facilities subject to the perpetual right of The Equitable Life Assurance Society of the United States, its successors and assigns to use and enjoy the same and to inspect, maintain, repair, remove, replace, improve, reconstruct and modify said ramp or driveway and other facilities.

EXHIBIT "A"

ENCROACHMENT EASEMENT

So long as Gateway Towers remains standing, the right (the "Encroachment Easement") to maintain into or over land to the east of Lot No. 2 now or formerly owned by The Equitable Life Assurance Society of the United States, the existing encroachments by footings and retaining wall as shown on a survey made by The Gateway Engineers, Inc., C-4199, Drawing No. 37, 566-A dated April 1964, last revised April 17, 1964.

EXHIBIT "B"

VOL 7290 TATE 99

PERMITTED EXCEPTIONS

- Rights or claims of parties in possession under leases provided by Grantor to Grantee.
- Any taxes for the current year which are not now due and payable.
- 3. Easements or servitudes apparent from an inspection of the premises and any variation in location or dimensions, conflict with lines of adjoining property, encroachments, projections or other matters which might be disclosed by an accurate survey and inspection of the premises.
- Roads, ways, streams, riparian rights, easements, or claims of easements, not shown by the public records.
- Coal and mining rights and all rights and privileges incident to the mining of coal as may have been heretofore conveyed or reserved in prior instruments of record.
- 6. Matters contained in the following:
 - (a) Tax Agreement between Three Rivers Capital, Inc. and The Equitable Life Assurance Society of the United States, dated June 19, 1979, recorded June 22, 1979, as Instrument No. 40865, in Deed Book Volume 6122, Page 848.
 - (b) Ramp Agreement between The Equitable Life Assurance Society of the United States and Three Rivers Capital, Inc., dated June 19, 1979, recorded June 22, 1979, as Instrument No. 40866, in Deed Book Volume 6122, Page 855.
 - (c) Cooling Agreement between The Equitable Life Assurance Society of the United States and Three Rivers Capital, Inc., et al., dated June 19, 1979, recorded June 22, 1979, as Instrument No. 40868, in Deed Book Volume 6122, Page 862. Assignment and Assumption of Cooling Agreement dated January 28, 1982 and recorded in Deed Book Volume 6436, Page 535, and Consent to Assignment recorded January 28, 1982 in Deed Book Volume 6436, Page 573.
- 7. Cross-Easement, Utilities Services and Insurance Agreement between Gateway Capital, Inc. and Three Rivers Capital, Inc., dated June 19, 1979, recorded June 22, 1979, as Instrument No. 40870, in Deed Book Volume 6122, Page 911, as amended by First Amendment to Cross-Easement, Utilities Services, and Insurance Agreement dated January 27, 1982 and recorded in Deed Book Volume 6436, Page 623, as further amended by Second Amendment to Cross-Easement, Utilities Services, and Insurance Agreement to be recorded herewith.

EXHIBIT "C"

Page 1 of 4

- 8. Covenants as to Race, Creed, Color or National Origin, as set forth in the following Deeds from Urban Redevelopment Authority of Pittsburgh to The Equitable Life Assurance Society of the United States:
 - (a) Deed dated November 3, 1950, recorded in Deed Book Volume 3105, Page 450.
 - (b) Deed dated November 5, 1954, recorded in Deed Book Volume 3344, Page 609.
- 9. The following "Notes" shown on the recorded Plan, Plan Book Volume 110, Pages 94-96 inclusive:
 - (a) Easement area, from and above the elevations noted, is subject to an easement for unobstructed light and air for Lot No. 2. See Declaration of Easement recorded in Deed Book Volume 6092, Page 869, as Instrument No. 23445.
 - (b) The above easement area and Lot No. 2 together constitute a "Zoning Lot" as defined by Section 202 of the Zoning Ordinance of the City of Pittsburgh of May 10, 1978, to comply with the lot area requirements of said Ordinance as to "Gateway Towers".
 - (c) Lot No. 3 is subject to an easement for unobstructed light and air for Lot No. 2 and to restrictions on the type and height of structures to be located on Lot No. 3. See the above-mentioned Declaration of Easement recorded in Deed Book Volume 6092, Page 869, as Instrument No. 23445.
 - (d) The Equitable Life Assurance Society of the United States agrees that no structure shall be erected upon Lot No. 3 in this Plan without the approval of the Planning Commission of the City of Pittsburgh.
- 10. "The right to enter upon the surface of that portion of Lot No. 2 described as follows from time to time for the purpose of the construction, maintenance, inspection, repair and replacement of a garage building on the surface of Lot No. 3 in said Plan" as set forth in Deed from The Equitable Life Assurance Society of the United States to Gateway Capital, Inc. and Three Rivers Capital, Inc. dated June 19, 1979, and recorded June 22, 1979, in Deed Book Volume 6123, Page 181.
- 11. Reservation concerning use of ramp and improvements and facilities "now or hereafter installed" for use in connection with ramp as contained in Deed from The Equitable Life Assurance Society of the United States to Three Rivers Capital, Inc., et al., dated June 19, 1979, and recorded June 22, 1979, in Deed Book Volume 6123, Page 181, as Instrument No. 40869.

EXHIBIT "C"

Page 2 of 4

VOL 7290 INT 101

- 12. The following contained in Deed from The Equitable Life Assurance Society of the United States to Three Rivers Capital, Inc. dated June 19, 1979, recorded June 22, 1979, in Deed Book Volume 6123, Page 172 (Lot No. 3) including:
 - (a) Exception and reservation of underground loading dock and underground loading dock area.
 - (b) Exception and reservation of exclusive rights and privileges of using all or part of Lot No. 3 for various purposes and covenants and conditions in connection therewith, all as therein set forth.
- 13. Right to maintain existing encroachments, as granted by The Equitable Life Assurance Society of the United States to Hilton Hotels Corporation, by First Amendment to Lease, which Amendment is dated May 3, 1960, and recorded in Deed Book Volume 3822, Page 52. (Lot No. 3).
- 14. Right of Way for public fire hydrant from Gateway Capital, Inc. to City of Pittsburgh dated June 6, 1980, recorded August 6, 1980, in Deed Book Volume 6283, Page 450.
- 15. Parking Reservation Agreement between Three Rivers Capital, Inc., Gateway Towers Condominium Association, Inc. and Gateway Capital, Inc., dated January 27, 1982, recorded in Deed Book Volume 6436, Page 602.
- 16. The following matters shown on Survey of Gateway Engineers, Inc., dated June, 1979, Drawing No. 37556 B:
 - (a) Slight projection of "trim" of the Hilton Hotel building over southerly property line;
 - (b) Projection of 16 inch wall and 8 inch wall onto Commonwealth Place;
 - (c) Projection of roof coping over Commonwealth Place;
 - (d) Projection of planting area, driveway and curbs onto Fort Duquesne Boulevard;
 - (e) Projection of reinforced concrete vault under Fort Duquesne Boulevard;
 - (f) Projection of wall over easterly property line.
- 17. Terms, conditions, provisions and limitations contained in Ordinance No. 256 of the City of Pittsburgh, approved August 15, 1963, concerning reinforced concrete vault mentioned in First Amendment and Supplement to Lease recorded in Deed Book Volume 4055, Page 1, as recorded in Deed Book Volume 4115, Page 136.

EXHIBIT "C"

Page 3 of 4

VOL 7290 THE 102

No.

- 18. Assignment of Leasehold between Gateway Towers Associates to Gateway Capital, Inc. and Three Rivers Capital, Inc. dated June 19, 1979 and recorded in Deed Book Volume 6122, Page 834.
- 19. Declaration of Acceptance of Conveyance between Three Rivers Capital, Inc. and Gateway Capital, Inc. dated December 12, 1979 and recorded in Deed Book Volume 6203, Page 484.
- 20. Conveyance from Gateway Capital, Inc. to the City of Pittsburgh for relocation of Public Line Hydrant dated June 6, 1980 and recorded in Deed Book Volume 6283, Page 1150.
- Assignment of Lessor's Interest in Lease between Three Rivers Capital, Inc. and Duquesne Partners, L.P. dated January 27, 1982 and recorded in Deed Book Volume 6436, Page 585.
- 22. Parking Reservation Agreement between Duquesne Partners, L.P. and Richard L. Green, M.D. and Dana S. Green Individually dated September 14, 1982 and recorded in Deed Book Volume 6732, Page 86.
- 23. Declaration Plan recorded in Plan Book Volume 110, Page 96, and Declaration Plan recorded in Plan Book Volume 124, Page 96 as amended in Plan Book Volume 125, Page 144.

EXHIBIT "C"

Page 4 of 4

VOL 7290 FASE 103

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P. O. Naly Co., 427 Fourth Avenue, Pitteburgh, Pa. 13219 From Duavene 260 South 15th Street TITAL ATTORNEY
1024 FIFTH AVENUE
PITTSBURGH, PENNSYLVANIA 15219
(412) 391-3639 APR · 29 PARTHENS, U.P. mennino ာ 41722

STATE OF PENNSYLVANIA)
COUNTY OF ALLEGHENY)
RECORDED IN THE OFFICE FOR THE RECORDING OF
DEEDS, ETC. IN AND FOR THE SAID COUNTY, ON THE 29th
DAY OFARCI)......A.D., 17.86.IN...Deed...... BOOK VOL. ...7290...PAGE.90..WITNESS MY HAND AND SEAL OF SAID OFFICE, THE DAY AND YEAR AFORESAID.

VOL 7290 FASE 104