

After recording return to:
Settlement Department | KJT
Linowes and Blocher LLP
7200 Wisconsin Avenue, Suite 800
Bethesda, MD 20814-4842

BK 11095 PG 0301

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DECLARATION RE: NO FURTHER REQUIREMENTS DETERMINATION
AREA D

This Declaration is made as of this 22 day of October, 2008 by Duke Baltimore, LLC, a Delaware limited liability company ("Declarant").

WHEREAS, Duke Baltimore, LLC submitted to the Maryland Voluntary Cleanup Program an application for the 14.605-acre property located at 2001 Broening Highway, Baltimore City, Maryland, as further described in the property description attached hereto and made a part hereof as Exhibit "1" to this Declaration (the "Property").

WHEREAS, a No Further Requirements Determination (NFRD) was issued for the Property by the Maryland Department of the Environment, dated October 3, 2008, the same being attached hereto as Exhibit "2" and made a part hereof.

WHEREAS, Declarant, as the current fee owner of the Property, wishes to record the attached NFRD in the land records of Baltimore City, Maryland.

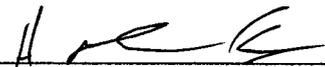
NOW THEREFORE, the Declarant does hereby declare that the Property is subject to the NFRD attached as Exhibit "2," and Declarant hereby records said NFRD in the land records of Baltimore City, Maryland.

IN WITNESS WHEREOF, the Declarant has executed, acknowledged and delivered this Declaration on the day and year first written above.

DUKE BALTIMORE LLC,
a Delaware limited liability company

By: Duke Realty Limited Partnership, an Indiana limited partnership, its sole member

By: Duke Realty Corporation, an Indiana corporation, its sole general partner

By: 
H/ Andrew Kelton
Executive Vice President, East Region

STATE OF Virginia
COUNTY OF: Alexandria City to wit:

I HEREBY CERTIFY, that on this 25th day of October, 2008, before me, a Notary Public in and for the State and County aforesaid, personally appeared H. Andrew Kelton, Executive Vice President, East Region, of Duke Realty Corporation, an Indiana corporation, the sole general partner of Duke Realty Limited Partnership, an Indiana limited partnership, the sole member of Duke Baltimore LLC, a Delaware limited liability company known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the foregoing instrument, and being authorized so to do acknowledged the same to be the act and deed of said limited liability company, and in my presence signed the same.

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

Kelly Randall
Notary Public

My Commission Expires: July 31, 2009



Exhibit 1

Property Description

LOT 1/4 – BLOCK 6920
14.606 ACRES
South of Holabird Avenue
East Side of Broening Highway

6924 Situated in Baltimore City, Maryland, being Lot 1/4 - Block 6920 (14.606 Ac.) of Subdivision Plan "Duke Properties Broening Highway and Holabird Avenue" recorded in Liber FMC 4005, said lot standing in the name of Duke Baltimore LLC recorded in Liber FMC 7313, Folio 272, and described as follows;

Beginning at the northwest corner of said Lot 1/4 as shown on said subdivision plan, the same being the intersection of the east right-of-way line for Broening Highway with the south railroad right-of-way line for Baltimore & Ohio Railroad (see Valuation Map V08323);

Thence with the common line to said Lot 1/4 and said south railroad right-of-way line, the following courses;

N 87° 12' 04" E, 173.73 feet;

N 88° 07' 04" E, 186.01 feet to the northeast corner of said Lot 1/4, the same being the northwest corner of that conveyed to Beckley Business Trust recorded Liber FMC 9180, Folio 480;

Thence with the east perimeter of said Lot 1/4, the following courses;

S 02° 52' 27" E, 423.24 feet;

N 87° 09' 06" E, 217.76 feet;

S 02° 50' 54" E, 98.00 feet;

N 87° 09' 06" E, 133.00 feet;

S 02° 50' 54" E, 92.50 feet;

N 87° 09' 06" E, 42.90 feet;

S 29° 44' 58" W, 762.77 feet to the southeast corner thereof, in the north railroad right-of-way line for Baltimore & Ohio Railroad (see Valuation Map V08322);

Thence with the south perimeter of said Lot 1/4, the same being said north railroad right-of-way line, the following courses;

N 64° 39' 50" W, 6.06 feet to a point of curvature;

with a curve to the left, having a central angle of **10° 50' 34"**, a radius of **2322.99 feet** and an arc length of **439.61 feet**, a chord bearing and chord distance of **N 70° 05' 07" W, 438.95 feet** to the southwest corner of said Lot 1/4, in the east right-of-way line for said Broening Highway;

Thence with the west perimeter of said Lot 1/4, the same being said east right-of-way line, the following courses;

N 03° 43' 59" W, 18.84 feet;

S 89° 39' 03" W, 1.55 feet;

N 07° 16' 52" E, 106.25 feet to a point of curvature;

with a curve to the left, having a central angle of **12° 07' 33"**, a radius of **692.00 feet** and an arc length of **146.45 feet**, a chord bearing and chord distance of **N 01° 13' 06" W, 146.18 feet** to a point of tangency;

2001 Broening Hwy

**LOT 1/4 – BLOCK 6920
14.606 ACRES
South of Holabird Avenue
East Side of Broening Highway**

-2-

N 04° 50' 40" W, 163.29 feet to a point of curvature;

with a curve to the right, having a central angle of **07° 32' 12"**, a radius of **748.00 feet** and an arc length of **98.39 feet**, a chord bearing and chord distance of **N 01° 04' 34" W, 98.32 feet** to a point of tangency;

N 02° 41' 32" E, 381.37 feet to a point of curvature;

with a curve to the left, having a central angle of **11° 22' 28"**, a radius of **288.00 feet** and an arc length of **57.17 feet**, a chord bearing and chord distance of **N 02° 59' 43" W, 57.08 feet** to a point of reverse curvature;

with a curve to the right, having a central angle of **11° 22' 29"**, a radius of **272.00 feet** and an arc length of **54.00 feet**, a chord bearing and chord distance of **N 02° 59' 43" W, 53.91 feet**;

N 02° 41' 32" E, 65.89 feet to the Point of Beginning, and containing **14.606 acres**, more or less, as calculated by the above courses.

Bearings are based on the same as shown on Subdivision Plan "Duke Properties Broening Highway and Holabird Avenue" recorded in Liber FMC 4005.

Subject, however, to all legal highways, easements, and restrictions. The above description was prepared by Advanced Civil Design, Inc. on August 01, 2008 and is based on existing records only. References used in this description can be found in the Baltimore City Circuit Court Records, Baltimore City, Maryland.

ADVANCED CIVIL DESIGN, INC.

Exhibit 2

No Further Requirements Determination

MARYLAND DEPARTMENT OF THE ENVIRONMENT

Waste Management Administration Voluntary Cleanup Program

No Further Requirements Determination

Date of Issue: October 3, 2008

Description of Property

Name: General Motors Site – Area D
Address: 2001 Broening Highway
Baltimore, Maryland 21224

Voluntary Cleanup Program Participant

Name: Duke Baltimore, LLC
Contact: Brian Strohl, Authorized
Representative
Status: Inculpable Person

This No Further Requirements Determination is issued pursuant to Maryland law authorizing a Voluntary Cleanup Program for properties contaminated by controlled hazardous substances or oil (Section 7-501 et seq. of the Environment Article, Annotated Code of Maryland).

The Maryland Department of the Environment, hereinafter referred to as “the Department,” determines it has no further requirements related to the investigation of controlled hazardous substances or oil identified at the 14.605-acre General Motors Site – Area D property, located at 2001 Broening Highway, Baltimore, Maryland, if the property is used for restricted commercial (Tier 2B) or restricted industrial (Tier 3B) purposes and compliance is maintained with the land use requirements specified herein.

THE MARYLAND DEPARTMENT OF THE ENVIRONMENT CERTIFIES THAT:

The Department may not bring an enforcement action against Duke Baltimore, LLC at the eligible property.

Duke Baltimore, LLC is released from further liability for the remediation of the eligible property for those contaminants identified in the environmental assessment of the eligible property. Pursuant to Section 7-506 of the Environment Article, Annotated Code of Maryland, the environmental assessment of the property includes established site assessment standards and follows principles established by the American Society of Testing and Materials that demonstrates to the satisfaction of the Department that the assessment has been conducted in accordance with those standards and principles.

Duke Baltimore, LLC is not subject to a contribution action instituted by a responsible person for the contamination identified in the environmental assessments of the property.

This No Further Requirements Determination does not:

1. Subject to the provisions of Section 7-505 of the Environment Article, Annotated Code of Maryland, prevent the Department from taking action against any person to prevent or abate an imminent or substantial endangerment to the public health or the environment at the above property;
2. Remain in effect if the No Further Requirements Determination is obtained through fraud or material misrepresentation;
3. Affect the authority of the Department to take any action against a responsible person concerning undiscovered contamination; or
4. Affect the authority of the Department to require additional cleanup for future activities at the site that result in contamination by hazardous substances or oil.

LAND USE CONTROLS

If this No Further Requirements Determination is conditioned on certain uses of the property or on the maintenance of certain conditions, the participant shall record this No Further Requirements Determination in the land records of the local jurisdiction within 30 days of receipt.

Check one:

- This No Further Requirements Determination is not conditioned on certain uses of the property or on the maintenance of certain conditions.
- This No Further Requirements Determination is conditioned on certain uses of the property (Tier 2A or 3A) or on the maintenance of certain conditions (Tier 1B, 2B or 3B).

Tier 1 (Residential): Planned use of the property that allows exposure and access by all populations including infant, children, elderly, and infirmed populations.

- **A (Unrestricted):** No land use controls are imposed on the property. Tier 1A properties typically include single and multi-family dwellings.
- **B (Restricted):** One or more land use controls are imposed as a condition of residential use of the property. Tier 1B properties also include hospitals and health care facilities, education facilities, day care facilities, playgrounds and other recreational areas.

Tier 2 (Commercial): Planned use of the property that allows exposure and access by the general public, workers, and other expected users, including customers, patrons, or visitors. Commercial purposes allow access to the property and duration consistent with a typical business day. Tier 2 properties typically include shopping centers, retail businesses, vehicle service stations, medical offices, hotels, office space, religious institutions and restaurants.

- **A (Unrestricted):** No land use controls are imposed on the property for commercial use.
- **B (Restricted):** One or more land use controls are imposed as a condition of commercial use of the property.

Tier 3 (Industrial): Planned use of the property by workers over the age of 18, adult workers and construction workers, and other potential expected users. Industrial purposes allow access to the property at a frequency and duration consistent with a typical business day. Tier 3 properties typically include manufacturing facilities, maritime facilities, metal working shops, oil refineries, chemical and other material plants.

- **A (Unrestricted):** No land use controls are imposed on the property for industrial use.
- **B (Restricted):** One or more land use controls are imposed as a condition for industrial use of the property.

Land Use Controls means any restriction or control that serves to protect human health and the environment by limiting use of or exposure to any portion of the property, including water resources. These controls may include:

- Engineering controls are remedial actions directed toward containing or controlling the migration of contaminants through the environment. These include, but are not limited to, stormwater conveyance systems, slurry walls, liner systems, caps, leachate collection systems, pump and treat systems, and groundwater recovery systems.
- Institutional controls are legal or administrative tools designed to prevent or reduce human exposure to remaining contamination and to prevent activities that may result in increased exposure to or spread of such contamination.

LAND USE REQUIREMENTS

As set forth below, the use of the property is for:

- Restricted Residential (Tier 1B) purposes;
- Restricted Commercial (Tier 2B) purposes; or
- Restricted Industrial (Tier 3B) purposes.

The restricted use of the property requires compliance with the following land use requirements:

Groundwater Use

There shall be no use of the groundwater beneath this property for any purpose.

DEPARTMENT NOTIFICATION

All notifications to the Department required herein shall be in writing and addressed to the attention of the Division Chief, Voluntary Cleanup Program, Waste Management Administration, Maryland Department of the Environment, currently located at 1800 Washington Boulevard, Baltimore, Maryland 21230.

ONE-CALL SYSTEM NOTIFICATION

If this No Further Requirements Determination is conditioned on certain uses of the property or on the maintenance of certain conditions, the participant shall send a copy of this document to a one-call system, as defined in Section 12-101 of the Public Utility Companies Article. The copy of this No Further Requirements Determination should be sent within 30 days of the effective date to the attention of MISS UTILITY, c/o General Manager, currently located at 7223 Parkway Drive, Suite 100, Hanover, Maryland 21076.

The obligation for the participant to send a copy of the No Further Requirements Determination does not negate the obligation of the owner, as defined in Section 12-101(f) of the Public Utility Companies Article, to become a member of the one-call system under Title 12 of the Public Utility Companies Article. Additional information may be obtained by calling 410-712-0056.

TRANSFER OF OWNERSHIP

If ownership of the property or any portion thereof is transferred, the property owner shall notify the Department at least five (5) business days prior to the transfer. In addition, any successor in interest must submit a written certification to the attention of the Division Chief of the Voluntary Cleanup Program that the successor in interest has a copy of this No Further Requirements Determination, including the land use requirements for the property.

The owner of the property and any successors in interest in the property subject to this No Further Requirements Determination shall continue to be protected from liability in the event of any violation of the conditions placed on the use of this property, provided the owner of the property and any successors in interest did not cause or contribute to the violation.

This No Further Requirements Determination does not prevent the Department from taking action against any person who uses the property for any use other than the use specified herein.

If an owner of the property wants to change the use of the property to a new use that is consistent with the appropriate planning and zoning authority of the appropriate county or municipality, the owner is responsible for the cost of cleaning up the property to the appropriate standard as determined by the Department.

ANY OTHER USE OF THE PROPERTY OR FAILURE TO COMPLY WITH THE LAND USE REQUIREMENTS SPECIFIED HEREIN SHALL RESULT IN THIS NO FURTHER REQUIREMENTS DETERMINATION BECOMING VOID.

[Handwritten Signature]

Horacio Tablada, Director
Waste Management Administration

Oct. 3, 2008

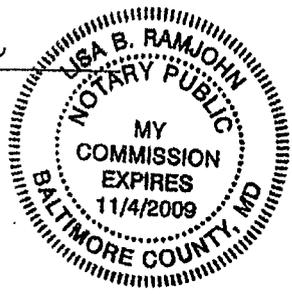
Date

STATE OF MARYLAND, County OF Baltimore, TO WIT:

I HEREBY CERTIFY, that on this 3rd day of October, 2008 before me, the undersigned Notary Public of said State, personally appeared Horacio Tablada, who acknowledged himself to be the Director, Waste Management Administration, Maryland Department of the Environment, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Director of said Administration by signing his name as Director of said Administration.

WITNESS my hand and Notarial Seal.

Lisa B. Ramjohn
Notary Public



My Commission Expires: 11-4-2009

BALTIMORE CITY CIRCUIT COURT (Land Records) FMC 11096, p. 0312, MSA_CE164_20249. Date available 11/04/2008. Printed 06/11/2018.

OWNER'S CERTIFICATION AND STATEMENT OF INTENT

H. Andrew Kelton, the Executive Vice President of Duke Realty Corporation, the sole general partner of Duke Realty Limited ~~Partnership, the sole member of~~, as the current owner of the property identified in this No Further Requirements Determination, hereby intend that the restrictions on the use of the General Motors Site - Area D property, as well as the land use requirements set forth in this No Further Requirements Determination, shall run with the land and are binding on all successors and assigns.

Date 10/24/08

[Signature]
Property Owner

STATE OF ~~MARYLAND~~, VIRGINIA City OF Alexandria, TO WIT:

I HEREBY CERTIFY, that on this 22nd day of October, 2008 before me, the undersigned Notary Public of said State, personally appeared Horace A. Kelton, who acknowledged himself to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same by signing his name.

WITNESS my hand and Notarial Seal.

[Signature]
Notary Public

My Commission Expires: July 31, 2009



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IMP PD SMC \$	20.00
RECORDING FEE	75.00
TOTAL	95.00
REF NO 10	97746
REC CB	BLN # 1866
DEC 29 2008	12:27 PM