

CERTIFICATION

January 14, 2016

City of Coral Gables  
405 Biltmore Way (First Floor)  
P.O. Drawer 141549  
Coral Gables, FL 33134

Re: Gables Grand Plaza Apartments  
353 Aragon Avenue  
Coral Gables, Florida (the "Property")

Reference is made to (i) that certain Amended and Restated Lease between Merrick Center, Ltd. (the "Developer") and City of Coral Gables (the "City"), originally dated October 22, 1991, and amended and restated as of December 31, 1996, as further amended by First Amendment, dated as of December 18, 1998, and Second Amendment, dated December 16, 2003 (as so amended, the "Lease"), which leasehold was assigned by Prudential Insurance Company of America, as successor in interest to the Developer ERP Operating Limited Partnership, as to an undivided 73% interest, and EQR-SWN Line Vistas, Inc., as to an undivided 27% interest, as tenants in common (collectively, "ERP/EQR") and (ii) that certain letter (the "Letter"), dated November 18, 2015, to the City from ERP/EQR regarding the assignment of the Lease.


This letter is to certify that SCG Atlas Gables Grand Plaza, L.L.C., a Delaware limited liability company ("SCG Gables"), as the proposed transferee of the leasehold by ERP/EQR, either alone or together with the entities referenced in paragraph (b) of the Letter satisfies the requirements of Section 5.3(f) of the Lease.

You may contact Mark Deason of Starwood Capital Group at 415-247-1223 on behalf of SCG Gables or you may contact SCG Gables' counsel Travis Fleming of Kirkland & Ellis LLP at 212-446-5998, with any questions.

Very truly yours,

SCG Atlas Gables Grand Plaza, L.L.C.

By:

  
Name: Mark B. Deason  
Title: Senior Vice President