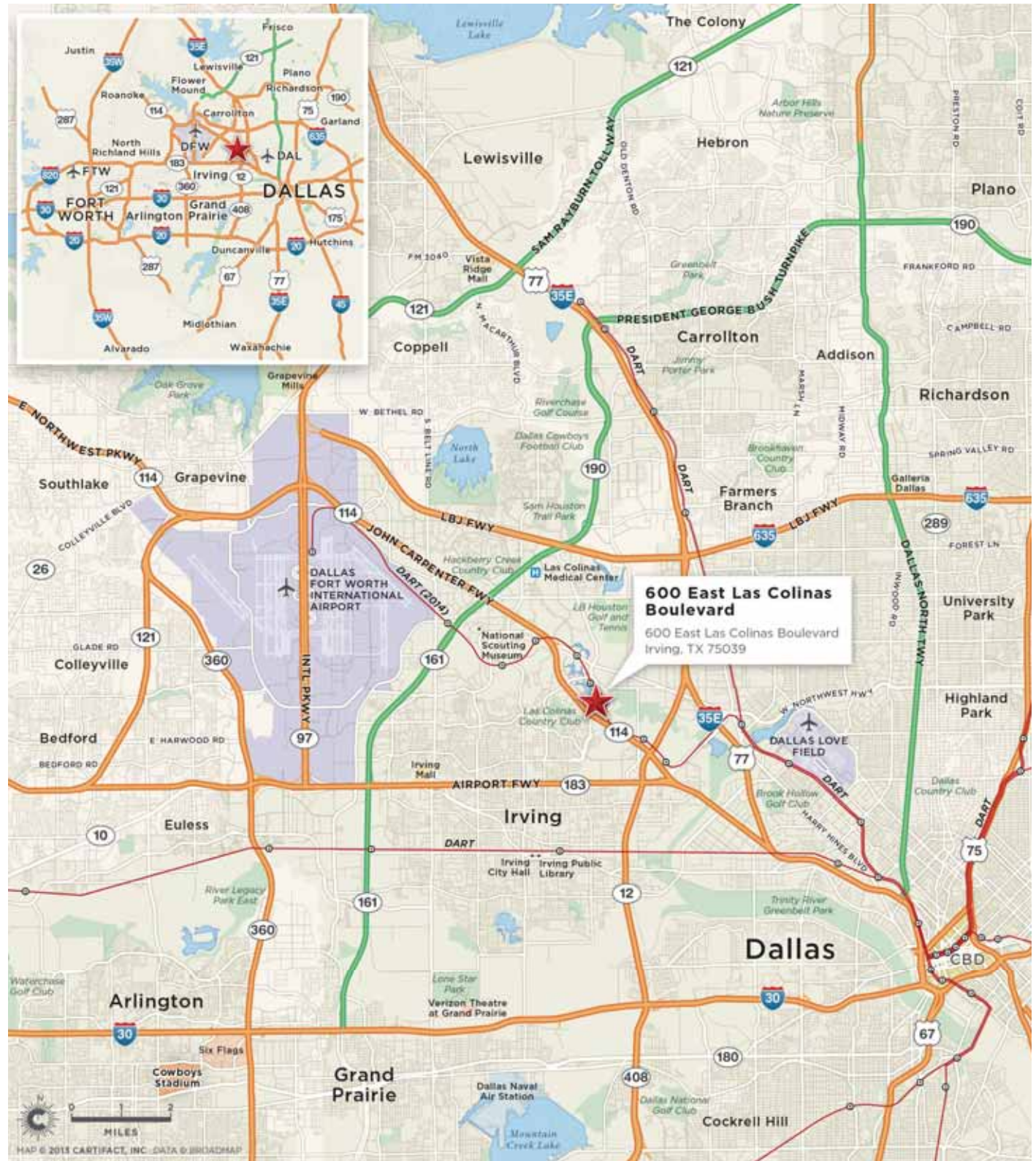


600 East Las Colinas Boulevard





## 600 East Las Colinas Boulevard



## 600 East Las Colinas Boulevard

## Mortgage Loan Information

<b>Mortgage Loan Seller:</b>	JPMCB
<b>Original Principal Balance:</b>	\$41,000,000
<b>Cut-off Date Principal Balance:</b>	\$41,000,000
<b>% of Pool by IPB:</b>	3.6%
<b>Loan Purpose:</b>	Refinance
<b>Borrower:</b>	TCI 600 Las Colinas, Inc.
<b>Sponsor:</b>	Transcontinental Realty Investors, Inc.
<b>Interest Rate:</b>	5.31150%
<b>Note Date:</b>	10/11/2013
<b>Maturity Date:</b>	11/1/2023
<b>Interest-only Period:</b>	None
<b>Original Term:</b>	120 months
<b>Original Amortization:</b>	360 months
<b>Amortization Type:</b>	Balloon
<b>Call Protection:</b>	L(25),Grtr1%orYM(92),O(3)
<b>Lockbox:</b>	Hard
<b>Additional Debt:</b>	N/A
<b>Additional Debt Balance:</b>	N/A
<b>Additional Debt Type:</b>	N/A

## Property Information

<b>Single Asset / Portfolio:</b>	Single Asset
<b>Title:</b>	Fee
<b>Property Type - Subtype:</b>	Office - Suburban
<b>Net Rentable Area (SF):</b>	510,753
<b>Location:</b>	Irving, TX
<b>Year Built / Renovated:</b>	1982 / 2007
<b>Occupancy:</b>	82.3%
<b>Occupancy Date:</b>	9/1/2013
<b>Number of Tenants:</b>	28
<b>2010 NOI:</b>	\$3,974,062
<b>2011 NOI:</b>	\$3,280,585
<b>2012 NOI:</b>	\$3,067,537
<b>TTM NOI (as of 6/2013)<sup>(1)</sup>:</b>	\$3,173,232
<b>UW Economic Occupancy:</b>	83.1%
<b>UW Revenues:</b>	\$9,465,898
<b>UW Expenses:</b>	\$4,344,803
<b>UW NOI<sup>(1)</sup>:</b>	\$5,121,095
<b>UW NCF:</b>	\$4,171,703
<b>Appraised Value / Per SF:</b>	\$64,300,000 / \$126
<b>Appraisal Date:</b>	8/12/2013

Escrows and Reserves<sup>(2)</sup>

	Initial	Monthly	Initial Cap
<b>Taxes:</b>	\$0	\$148,308	N/A
<b>Insurance:</b>	\$11,656	\$11,656	N/A
<b>Replacement Reserves:</b>	\$9,778	\$9,750	\$351,000
<b>TI/LC:</b>	\$58,333	\$58,333	\$2,100,000
<b>Other:</b>	\$3,947,111	\$0	N/A

## Financial Information

<b>Cut-off Date Loan / SF:</b>	\$80
<b>Maturity Date Loan / SF:</b>	\$67
<b>Cut-off Date LTV:</b>	63.8%
<b>Maturity Date LTV:</b>	52.9%
<b>UW NCF DSCR:</b>	1.52x
<b>UW NOI Debt Yield:</b>	12.5%

## Sources and Uses

Sources	Proceeds	% of Total	Uses	Proceeds	% of Total
Mortgage Loan	\$41,000,000	99.9%	Payoff Existing Debt	\$31,175,716	76.0%
Sponsor Equity	35,000	0.1	Closing Costs	5,832,405	14.2
			Upfront Reserves	4,026,879	9.8
<b>Total Sources</b>	<b>\$41,035,000</b>	<b>100.0%</b>	<b>Total Uses</b>	<b>\$41,035,000</b>	<b>100.0%</b>

(1) UW NOI is higher than TTM NOI primarily due to seven new leases totaling 92,843 square feet that account for \$1.9 million of annual rent, which were signed over the past ten months.

(2) For a full description of Escrows and Reserves, please refer to "Escrows and Reserves" below.

**The Loan.** The 600 East Las Colinas Boulevard loan has an outstanding principal balance of \$41.0 million and is secured by a first mortgage lien on a 22-story, 510,753 square foot office building located in Irving, Texas. The 600 East Las Colinas Boulevard loan has a 10-year term and amortizes on a 30-year schedule. The previously existing debt was provided by a life insurance company.

**The Borrower.** The borrowing entity for the loan is TCI 600 Las Colinas, Inc., a Nevada corporation and special purpose entity.

**The Sponsor.** The loan's sponsor and nonrecourse carve-out guarantor is Transcontinental Realty Investors, Inc. ("Transcontinental"). Transcontinental is a publicly traded real estate company that acquires, develops and owns residential and commercial real estate properties throughout the United States. As of December 2012, Transcontinental owned 47 multifamily communities, 13 commercial properties and 4,133 acres of land in 10 states.

## 600 East Las Colinas Boulevard

**The Property.** 600 East Las Colinas Boulevard is a 510,753 square foot Class A office building located in the Las Colinas/Freeport submarket of Irving, Texas. The 22-story building is situated on approximately 5.0 acres and also includes an adjacent five-story parking garage. The property was constructed in 1982 and was renovated in 2007 after being acquired by the sponsor in 2005 for approximately \$63.0 million. The property offers tenants various amenities, including a full-service fitness center, a ground floor sundry shop and café, on-site dry cleaning and a 1,648-space parking garage that results in a parking ratio of 3.23 spaces per 1,000 square feet of net rentable area. The property also has direct access to the Area Personal Transit Rail System monorail which provides local transportation as well as connection to the Dallas Area Rapid Transportation (“DART”) line.

As of September 2013, the property was 82.3% leased by 28 tenants. The largest tenant at the property, Horizon Lines, LLC (“Horizon”), leases 10.2% of the net rentable area through January 2019. Horizon has been a tenant at the property since 2007 and uses the property as its regional headquarters. Horizon is a publicly traded, American domestic ocean shipping and logistics company headquartered in Charlotte, North Carolina. The second largest tenant, JP Energy Partners, leases 9.3% of the net rentable area through February 2020, and uses the property as its headquarters. JP Energy Partners recently expanded into an additional 23,781 square feet in August 2013, bringing its total square footage at the property to 47,562 square feet. Founded in 2010, JP Energy Partners is a provider of midstream services throughout the crude oil value chain, including the supply and logistics, storage and marketing of crude oil, refined products and natural gas liquids. No other tenant at the property occupies more than 9.2% of the net rentable area.

The property is located in the Urban Center of Las Colinas, a master planned mixed-use development in Irving, Texas along John W. Carpenter Freeway (State Highway 114). John W. Carpenter Freeway provides regional access to downtown Dallas, approximately 11 miles southeast of the property, and the Dallas Fort Worth International Airport, approximately 11 miles northwest of the property. The property is located along the DART orange line that runs between Dallas Fort Worth Airport and downtown Dallas. The monorail stop at the property connects directly to the DART station that is located approximately 200 yards from the property.

According to the appraisal, the property is located in the Las Colinas/Freeport submarket which is the largest non-central business district submarket in Dallas, with approximately 28.0 million square feet. As of the second quarter of 2013, the Las Colinas/Freeport submarket consisted of approximately 12.1 million square feet of Class A office space with an average vacancy of 17.3% and asking rents of \$23.57 per square foot. Additionally the appraiser provided 23 comparable properties that serve as the competitive “micro market” for the property. The comparable properties range from 43,579 to 614,527 square feet and were constructed between 1978 and 1988. The competitive micro market had an average rent per square foot of \$8.00 to \$27.50 and an average vacancy rate of 17.0%. The appraisal concluded a market rent for office space at the property of approximately \$21.00.

Historical and Current Occupancy <sup>(1)</sup>			
2010	2011	2012	Current <sup>(2)</sup>
67.6%	66.7%	66.4%	82.3%

(1) Historical Occupancies are as of December 31 of each respective year.

(2) Current Occupancy is as of September 1, 2013.

Tenant Summary <sup>(1)</sup>					
Tenant	Ratings Moody's/S&P/Fitch <sup>(2)</sup>	Net Rentable Area (SF)	% of Total NRA	Base Rent PSF	Lease Expiration Date
Horizon Lines, LLC	NA / NA / NA	51,989	10.2%	\$21.50	1/19/2019
JP Energy Partners <sup>(3)</sup>	NA / NA / NA	47,562	9.3%	\$20.50	2/29/2020
Young President's Organization	NA / NA / NA	46,772	9.2%	\$21.55	4/30/2019
FleetPride Inc.	NA / NA / NA	46,764	9.2%	\$21.25	6/30/2023
Greystar Mgmt Services	NA / NA / NA	37,924	7.4%	\$19.25	9/30/2014
TDI Residential	NA / NA / NA	23,950	4.7%	\$11.60	8/31/2014
Berkeley Specialty Underwriting <sup>(4)</sup>	NA / NA / NA	23,386	4.6%	\$20.75	8/31/2025
Improved Petroleum Recovery <sup>(5)</sup>	NA / NA / NA	15,002	2.9%	\$20.00	1/31/2016
Kronos Incorporated	NA / NA / NA	14,995	2.9%	\$20.75	7/23/2014
BNY Asset Solutions	Aa3 / A+ / AA-	14,986	2.9%	\$23.75	7/31/2014

(1) Based on the underwritten rent roll.

(2) Ratings provided are for the parent company of the entity listed in the “Tenant” field whether or not the parent company guarantees the lease.

(3) JP Energy Partners has the right to terminate its lease on February 1, 2018 with nine months' notice and payment of a termination fee.

(4) Berkeley Specialty Underwriting has the right to terminate its lease on August 31, 2021 with 12 months' notice and payment of a termination fee.

(5) Improved Petroleum Recovery has the right to terminate its lease on August 31, 2014 with nine months' notice and payment of a termination fee.



## 600 East Las Colinas Boulevard

Lease Rollover Schedule <sup>(1)</sup>									
Year	Number of Leases Expiring	Net Rentable Area Expiring	% of NRA Expiring	Base Rent Expiring	% of Base Rent Expiring	Cumulative Net Rentable Area Expiring	Cumulative % of NRA Expiring	Cumulative Base Rent Expiring	Cumulative % of Base Rent Expiring
Vacant	NAP	90,228	17.7%	NAP	NAP	90,228	17.7%	NAP	NAP
2013 & MTM	3	5,924	1.2	\$124,366	1.4%	96,152	18.8%	\$124,366	1.4%
2014	8	108,039	21.2	2,059,475	24.0	204,191	40.0%	\$2,183,841	25.4%
2015	0	0	0.0	0	0.0	204,191	40.0%	\$2,183,841	25.4%
2016	5	48,791	9.6	980,393	11.4	252,982	49.5%	\$3,164,234	36.9%
2017	2	11,346	2.2	228,689	2.7	264,328	51.8%	\$3,392,923	39.5%
2018	2	11,556	2.3	241,388	2.8	275,884	54.0%	\$3,634,311	42.3%
2019	3	108,752	21.3	2,350,498	27.4	384,636	75.3%	\$5,984,808	69.7%
2020	2	53,048	10.4	1,087,484	12.7	437,684	85.7%	\$7,072,292	82.4%
2021	0	0	0.0	0	0.0	437,684	85.7%	\$7,072,292	82.4%
2022	0	0	0.0	0	0.0	437,684	85.7%	\$7,072,292	82.4%
2023	2	49,683	9.7	1,026,749	12.0	487,367	95.4%	\$8,099,041	94.3%
2024 & Beyond	1	23,386	4.6	485,260	5.7	510,753	100.0%	\$8,584,301	100.0%
<b>Total</b>	<b>28</b>	<b>510,753</b>	<b>100.0%</b>	<b>\$8,584,301</b>	<b>100.0%</b>				

(1) Based on the underwritten rent roll.

Operating History and Underwritten Net Cash Flow							
	2010	2011	2012	TTM <sup>(1)</sup>	Underwritten	Per Square Foot	% <sup>(2)</sup>
Rents in Place <sup>(3)</sup>	\$7,272,578	\$6,575,401	\$6,468,043	\$6,315,238	\$8,584,301	\$16.81	76.6%
Vacant Income	0	0	0	0	1,894,788	3.71	16.9
<b>Gross Potential Rent</b>	<b>\$7,272,578</b>	<b>\$6,575,401</b>	<b>\$6,468,043</b>	<b>\$6,315,238</b>	<b>\$10,479,089</b>	<b>\$20.52</b>	<b>93.5%</b>
Total Reimbursements	786,080	699,868	577,018	490,032	725,477	1.42	6.5
<b>Net Rental Income</b>	<b>\$8,058,658</b>	<b>\$7,275,269</b>	<b>\$7,045,061</b>	<b>\$6,805,270</b>	<b>\$11,204,566</b>	<b>\$21.94</b>	<b>100.0%</b>
(Vacancy/Credit Loss)	0	0	0	0	(1,894,787)	(3.71)	(16.9)
Other Income	377,940	246,646	181,690	280,322	156,120	0.31	1.4
<b>Effective Gross Income</b>	<b>\$8,436,598</b>	<b>\$7,521,915</b>	<b>\$7,226,751</b>	<b>\$7,085,592</b>	<b>\$9,465,898</b>	<b>\$18.53</b>	<b>84.5%</b>
<b>Total Expenses</b>	<b>\$4,462,536</b>	<b>\$4,241,330</b>	<b>\$4,159,214</b>	<b>\$3,912,360</b>	<b>\$4,344,803</b>	<b>\$8.51</b>	<b>45.9%</b>
<b>Net Operating Income</b>	<b>\$3,974,062</b>	<b>\$3,280,585</b>	<b>\$3,067,537</b>	<b>\$3,173,232</b>	<b>\$5,121,095</b>	<b>\$10.03</b>	<b>54.1%</b>
Total TI/LC, Capex/RR	0	0	0	0	949,392	1.86	10.0
<b>Net Cash Flow</b>	<b>\$3,974,062</b>	<b>\$3,280,585</b>	<b>\$3,067,537</b>	<b>\$3,173,232</b>	<b>\$4,171,703</b>	<b>\$8.17</b>	<b>44.1%</b>

(1) TTM column represents the trailing twelve month period ending in June 2013.

(2) Percentage column represents percent of Net Rental Income for all revenue lines and represents percent of Effective Gross Income for the remainder of fields.

(3) Underwritten Rents in Place is higher than TTM primarily due to seven new leases totaling 92,843 square feet that account for \$1.9 million of annual rent were signed over the past ten months.

**Property Management.** The property is managed by Regis Realty Prime, LLC ("Regis"). Regis currently manages 34 properties with a total of approximately 6.0 million square feet of net rentable area. Properties range from office, warehouse, industrial and retail shopping centers.

**Escrows and Reserves.** At origination, the borrower deposited into escrow approximately \$1.9 million for a performance reserve (described below), \$1.1 million for free rent associated with five tenants, \$800,316 for outstanding tenant improvements and leasing commissions associated with five tenants, \$62,500 for environmental obligations, \$58,333 for rollover reserves, \$23,375 for immediate repairs, \$11,656 for insurance premiums and \$9,778 for replacement reserves.

**Tax Escrows** - The borrower is required to escrow 1/12 of the annual estimated tax payments monthly, which currently equates to a monthly payment of \$148,308.

**Insurance Escrows** - On a monthly basis, the borrower is required to escrow 1/12 of the annual estimated insurance premiums, which currently equates to \$11,656.

**Replacement Reserves** - On a monthly basis, the borrower is required to escrow \$9,750 (approximately \$0.23 per square foot annually) for replacement reserves. The reserve is subject to a cap of \$351,000 (\$0.69 per square foot).

**TI/LC Reserves** - On a monthly basis, the borrower is required to deposit \$58,333 (approximately \$1.37 per square foot annually) into the TI/LC escrow. The reserve is subject to a cap of \$2.1 million (approximately \$4.11 per square foot).

**600 East Las Colinas Boulevard**

**Performance Reserve** - The loan is structured with a \$1.9 million performance reserve that will be released (less the amount equal to any free rent, tenant improvements or leasing commissions then outstanding) to the borrower at such time as (i) no event of default exists and (ii) the property becomes 88.0% occupied based on new leases that are signed at terms outlined in the loan agreement. Any remaining amounts will be released for tenant improvements and leasing commissions in accordance with the loan agreement and for rent or rent abatements.

**Lockbox / Cash Management.** The loan is structured with a hard lockbox and in-place cash management. The borrower was required to send tenant direction letters to tenants instructing them to deposit all rents and payments into the lockbox account controlled by the lender. All funds in the lockbox account are swept daily to a cash management account under the control of the lender and disbursed during each interest period of the term of the loan in accordance with the loan documents. To the extent that (i) the DSCR based on the trailing three-month period falls below 1.30x, (ii) there is an event of default under the loan documents or (iii) the borrower or property manager becomes the subject of a bankruptcy, insolvency or similar action, then all excess cash flow will be deposited into the cash management account and will be held as additional collateral for the loan.

**Future Additional Debt.** In connection with the sale of the property, the transferee may obtain a mezzanine loan, provided that, among other things, (i) no event of default exists, (ii) the combined LTV ratio is less than or equal to 70.0%, (iii) the combined DSCR as calculated under the terms of the loan agreement is greater than or equal to 1.52x and (iv) the maturity date of the mezzanine loan will be no earlier than the final maturity date of the loan.