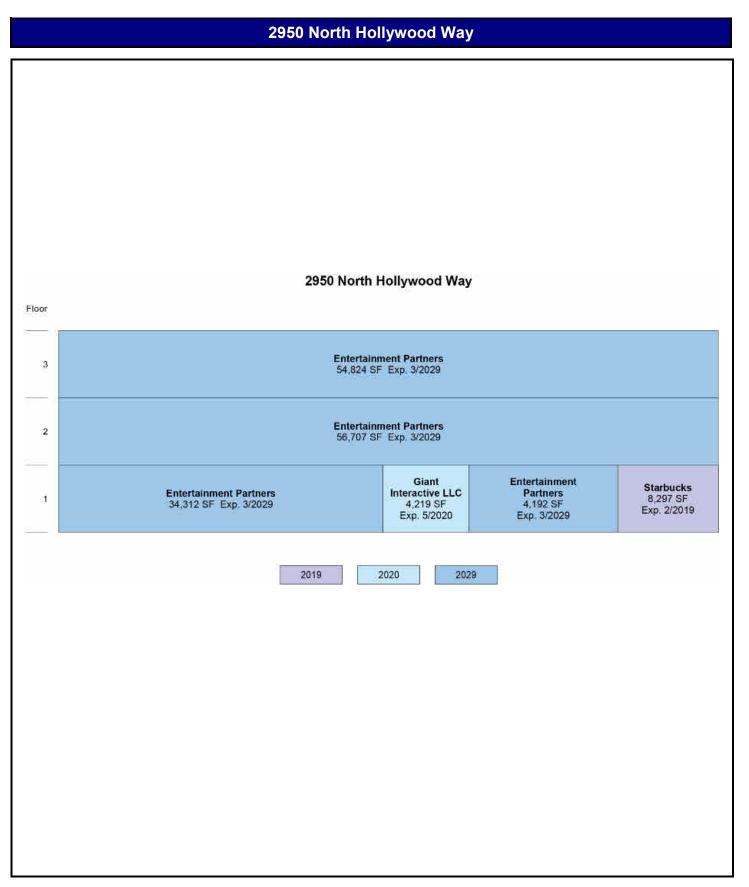
2950 North Hollywood Way



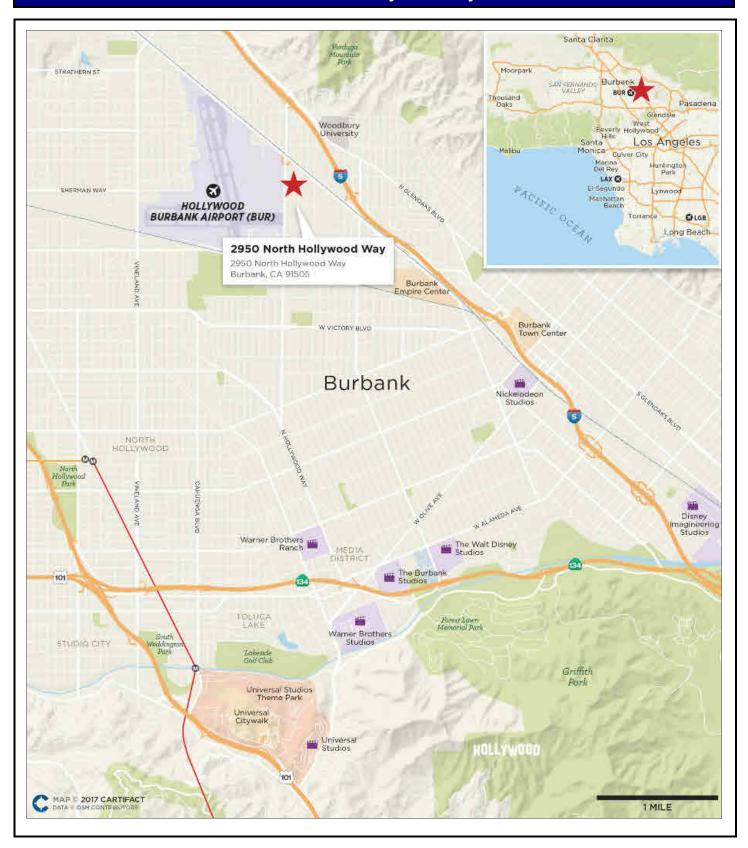








2950 North Hollywood Way



2950 North Hollywood Way

Mortgage Loan Information

Mortgage Loan Seller: **JPMCB Original Principal Balance:** \$31,000,000 **Cut-off Date Principal Balance:** \$30,842,460

% of Pool by IPB:

Loan Purpose: Recapitalization

Borrower: Burbank Plaza Owner LLC Sponsor: **Treeview Income Properties**

Holdco LLC

Interest Rate: 4.73200% Note Date: 1/27/2017 **Maturity Date:** 2/1/2027 Interest-only Period: None **Original Term:** 120 months **Original Amortization:** 360 months **Amortization Type:** Balloon

Call Protection: L(28), Def(88), O(4) Lockbox / Cash Management: Hard / Springing

Additional Debt: N/A Additional Debt Balance: N/A

Additional Debt Type: N/A

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Single Asset / Portfolio: Single Asset

Property Type - Subtype: Office - Suburban

Net Rentable Area (SF): 162.551 Location: Burbank, CA Year Built / Renovated: 2001 / 2017 Occupancy(1): 100.0% Occupancy Date: 4/7/2017

Number of Tenants⁽¹⁾:

2014 NOI: \$3,404,658 2015 NOI(2): \$3,248,482 2016 NOI(2)(3): \$2,397,924 TTM NOI: **UW Economic Occupancy:** 95.0% **UW Revenues:** \$5,627,133 **UW Expenses:** \$1,839,907 UW NOI(3): \$3,787,226 UW NCF:

\$3,409,792 Appraised Value / Per SF(4): \$64,000,000 / \$394

Appraisal Date: 12/14/2016

Escrov	vs and Reserv	ves ⁽⁵⁾	
	Initial	Monthly	Initial Cap
Taxes:	\$227,454	\$45,491	N/A
Insurance:	\$0	Springing	N/A
Replacement Reserves:	\$0	\$2,083	N/A
TI/LC:	\$0	Springing	N/A
Other:	\$12.569.711	\$0	N/A

Cut-off Date Loan / SF: \$190 Maturity Date Loan / SF: \$155 Cut-off Date LTV ⁽⁴⁾ : 48.2% Maturity Date LTV ⁽⁴⁾ : 39.5% UW NCF DSCR: 1.76x	Financial Information					
Cut-off Date LTV ⁽⁴⁾ : 48.2% Maturity Date LTV ⁽⁴⁾ : 39.5% UW NCF DSCR: 1.76x	Cut-off Date Loan / SF:	\$190				
Maturity Date LTV ⁽⁴⁾ : 39.5% UW NCF DSCR: 1.76x	Maturity Date Loan / SF:	\$155				
UW NCF DSCR: 1.76x	Cut-off Date LTV ⁽⁴⁾ :	48.2%				
	Maturity Date LTV ⁽⁴⁾ :	39.5%				
	UW NCF DSCR:	1.76x				
UW NOI Debt Yield: 12.3%	UW NOI Debt Yield:	12.3%				

Sources and Uses ⁽⁶⁾							
Sources	Proceeds	% of Total	Uses	Proceeds	% of Total		
Mortgage Loan	\$31,000,000	100.0%	Upfront Reserves	\$12,797,165	41.3%		
			Closing Costs	305,287	1.0		
			Return of Equity ⁽⁶⁾	17,897,548	57.7		
Total Sources	\$31,000,000	100.0%	Total Uses	\$31,000,000	100.0%		

- (1) The largest tenant, Entertainment Partners, has taken possession of 132,727 square feet, but is not yet in occupancy or paying rent with respect to this space. With respect to the remaining 17,308 square feet, Entertainment Partners has taken possession of its space pursuant to an assignment and assumption agreement with the prior tenant, PSI, and is required to pay rent through the June 2020 lease expiration date of the original PSI lease, as further described in "The Property" below. Entertainment Partners is currently building out its entire space, both directly leased and assigned, a portion of which is being funded by the tenant out-of-pocket, and has a free rent period through October 2017 with respect to the 132,727 square foot leased space. At origination, the borrower reserved approximately \$12.6 million for outstanding obligations related to tenant improvements, leasing commissions and free rent through October 2017.
- The decrease in 2016 NOI from 2015 NOI is primarily a result of the departure of two large tenants in 2016, Starz and Hasbro, though, as further detailed below, the loan sponsor was able to backfill the space via the Entertainment Partners lease executed in September 2016.
- The increase in UW NOI from 2016 NOI is primarily a result of the anticipated burn-off of free rent associated with the Entertainment Partners lease. Subsequent to a free rent period with respect to the Directly Leased Space (as defined below) extending through October 2017 totaling approximately \$2.7 million, Entertainment Partners is required to pay full contractual rent amounting to approximately \$5.2 million annually.
- Appraised Value / Per SF, Cut-off Date LTV and Maturity Date LTV are calculated based on the "hypothetical as if stabilized" value, which assumes that all lease-up costs have been incurred, including tenant improvements, leasing commissions and free rent. At origination, the borrower reserved approximately \$9.3 million for outstanding tenant improvement and leasing commission obligations and approximately \$3.3 million for outstanding free rent obligations. The "as is" value as of December 14, 2016 is \$51.0 million, which results in a Cut-off Date LTV and Maturity Date LTV of 60.5% and 49.5%, respectively. Additionally, the appraisal concluded a "hypothetical - go dark" value of approximately \$35.0 million, which assumes the property was 100.0% vacant and factors in market rent, downtime, expenses and lease-up costs.
- For a full description of Escrows and Reserves, please refer to "Escrows and Reserves" below.
- The property was previously unencumbered. In April 2016, the borrower repaid an outstanding CMBS loan secured by the property in the amount of \$25.8 million. The prior debt was securitized in the JPMCC 2006-LDP6 transaction. Subsequent to executing a lease with Entertainment Partners for all vacant space, the loan sponsor refinanced the property in order to recoup a portion of the cash equity contributed in April 2016.

2950 North Hollywood Way

The Loan. The 2950 North Hollywood Way loan has an outstanding principal balance as of the Cut-off Date of approximately \$30.8 million and is secured by a first mortgage lien on the borrower's fee interest in a three-story, 162,551 square foot, Class B+ office building located in Burbank, California. The loan has a 10-year term and will amortize on a 30-year schedule. The previously existing debt, which the borrower repaid separate from this financing, was securitized in the JPMCC 2006-LDP6 transaction.

The Borrower. The borrowing entity for the 2950 North Hollywood Way loan is Burbank Plaza Owner LLC, a Delaware limited liability company and special purpose entity.

The Loan Sponsor. The loan sponsor and nonrecourse carve-out guarantor for the 2950 North Hollywood Way loan is Treeview Income Properties Holdco LLC, a Delaware limited liability company and an affiliate of Treeview Real Estate Advisors LP ("Treeview"). Treeview, formerly known as Interventure Advisors LP, is a privately owned independent advisory firm headquartered in New York City, providing full-service investment advisory, real estate portfolio and asset management services to high net worth individuals, families and other private investors. Treeview was founded in 2010 and currently manages a portfolio in excess of 10.0 million square feet of office, industrial and residential properties throughout the United States.

The 2950 North Hollywood Way property was initially purchased by the loan sponsor in 2006 at an estimated cost of \$38.1 million (approximately \$234 per square foot). Over the course of 2016, two major tenants, Starz and Hasbro, vacated their respective spaces, leaving the property 18.3% physically occupied; however, the loan sponsor backfilled the space signing a lease with Entertainment Partners in September 2016 encompassing the entirety of vacant space, as further described in "The Property" section below.

The Property. The 2950 North Hollywood Way property is a three-story, 162,551 square foot, Class B+ office building located in Burbank, California. The property was originally constructed in 2001 and is situated on an approximately 8.0 acre site. The property is located along North Hollywood Way, a primary local thoroughfare adjacent to Bob Hope Airport, and is within 12.0 miles of Downtown Los Angeles. The property features a two-story lobby atrium and 50,000+ square foot floorplates, which provide the large open design concept in demand among creative office space users. Additionally, the property contains 726 surface parking spaces resulting in a parking ratio of approximately 4.61 spaces per 1,000 square feet.

As of April 7, 2017, the property was 100.0% leased to three tenants. The largest tenant, GEP Administrative Services, Inc. ("Entertainment Partners"), leases a total of 150,035 square feet (92.3% of the net rentable area) through March 2029. With respect to 132,727 square feet (the "Directly Leased Space"), Entertainment Partners took possession of its space upon lease commencement in April 2017, but is not yet in occupancy or paying rent. With respect to 17,308 square feet (the "Assigned Space"), Entertainment Partners has taken possession of its space pursuant to an assignment and assumption agreement with the prior tenant, PSI, and is required to pay rent under the assigned lease (the "PSI Lease") through June 2020. Upon expiration of the PSI Lease in June 2020, Entertainment Partners will lease the Assigned Space pursuant to its lease executed in September 2016 through the March 2029 lease expiration date. With respect only to the Assigned Space, Entertainment Partners will have a free rent period from July 2020 through February 2021, which was not reserved for at origination. According to the loan sponsor, Entertainment Partners is currently completing a tenant specific customization and buildout of its entire space, including both the Directly Leased Space and the Assigned Space, at an estimated cost of approximately \$18.8 million (\$126 per square foot). Of this amount, the loan sponsor has committed to pay approximately \$7.9 million (\$53 per square foot) in the form of a tenant improvement allowance, with the tenant coming out-of-pocket for the remaining budgeted amount. Upon completion, it is expected that the property will serve as Entertainment Partners' corporate headquarters. Entertainment Partners has a free rent period with respect to the Directly Leased Space extending through October 2017, after which it is required to commence paying its full unabated contractual base rent of approximately \$4.6 million annually (\$34.80 per square foot) with annual rent increases of approximately \$1.0%. At origination, the borrower reserved approximately \$12.6 million for outstanding tenant improvement, leasing commission and free rent obligations through October 2017 associated with the Entertainment Partners lease. For the excess amount, funded out-of-pocket by the tenant, the tenant, pursuant to its lease, was required to obtain a bonded construction contract for the tenant's portion of the build-out (which bond is conditioned on performance of the tenant's payment and other obligations under the construction contract and compliance with the terms of the bond). Founded in 1976, Entertainment Partners is a 100.0% employee-owned service provider focusing exclusively on the entertainment industry. The company provides entertainment payroll, residuals, tax incentives, finance and other integrated production management solutions with over 900 employees, located throughout the United States, with offices in California, Florida, Georgia, Louisiana, New Mexico, New York and North Carolina. Entertainment Partners accounts for approximately 92.6% of underwritten base rent and its lease contains two five-year extension options. The second largest tenant, Starbucks, leases 8,297 square feet (5.1% of net rentable area) through February 2019 and has occupied its space since 2003. Starbucks houses its regional offices and training facilities at the property. Starbucks accounts for approximately 5.0% of underwritten base rent and its lease contains one remaining five-year extension option. The third largest tenant, Giant Interactive LLC ("Giant Interactive"), leases 4,219 square feet (2.6% of net rentable area) through May 2020 and has occupied its space since 2014. Giant Interactive is an award-winning digital studio, offering creative and technical production services for the entertainment, media and sports markets. Through offices in Burbank, New York and Denver, Giant Interactive services clients including HBO. Lionsgate, CBS and Warner Bros. Giant Interactive accounts for approximately 2.4% of underwritten base rent and its lease contains one remaining four-year extension option.

2950 North Hollywood Way

The 2950 North Hollywood Way property is located in the northern portion of the city of Burbank, California, which, according to the appraisal, is often referred to as "the media capital of the world." This description is based on a concentration of entertainment/media companies with a presence in the Burbank area, many of which are headquartered in Burbank. Companies with a substantial presence in the market include ABC Television, Cartoon Network, Clear Channel Communication, IDT Entertainment, NBC/Universal, Nickelodeon, Sony Pictures Digital, The Walt Disney Company, Warner Bros., Warner Music and Yahoo!. The aforementioned companies, among others, serve as primary demand drivers for related uses in tangential industries including special effects, production studios and post-production operations. According to the appraisal, there are currently over 700 media related businesses operating in the city of Burbank, supporting a nearly one to one ratio of employment to population. Additionally, the property is conveniently located within 5.0 miles of downtown Burbank and 12.0 miles from downtown Los Angeles, with direct access provided via the Golden State Freeway (Interstate 5). The property is also located within close proximity to major roadways including Ventura Freeway (State Highway 134) and Hollywood (170) Freeway. Access to public transit is provided via the Bob Hope Airport Metrolink station, located within one mile of the property, and the BurbankBus. These options connect the property to downtown Burbank as well as the greater Los Angeles area.

According to the appraisal, the property is located in the Burbank submarket, which for purposes of market reporting is considered a portion of the broader Tri-Cities/Glendale market of the greater Los Angeles County. According to the appraisal, as of the third quarter of 2016, the Tri-Cities/Glendale office market consisted of 224 buildings totaling approximately 27.0 million square feet with an overall vacancy rate of 12.1% and average asking rents of \$33.60 per square foot. Also as of the third quarter of 2016, the Burbank office submarket consisted of 51 buildings totaling approximately 6.8 million square feet with an overall vacancy rate of 14.1% and average asking rents of \$38.52 per square foot. The appraisal identified six comparable office properties in the Burbank submarket built between 1983 and 2002 and ranging in size from approximately 118,818 square feet to 488,362 square feet. Occupancies at the comparable properties ranged from 55.0% to 95.0% with a weighted average occupancy of 80.9%. Recently executed leases at the comparable office properties ranged from \$30.60 per square foot to \$43.20 per square foot with a weighted average of \$39.65 per square foot based on the underlying square footage of each comparable property. The weighted average underwritten rent for the 2950 North Hollywood Way property is \$34.35 per square foot, which is in-line with the appraisal's concluded market rent of \$34.80 per square foot for office space at the property.

	Historical and C	urrent Occupancy ⁽¹⁾	
2014	2015	2016 ⁽²⁾	Current ⁽³⁾
100.0%	100.0%	18.3%	100.0%

- (1) Historical Occupancies are as of December 31 of each respective year.
- (2) At year-end 2016, the property was 18.3% physically occupied; however, the loan sponsor had entered into a lease dated as of September 27, 2016 for 132,727 square feet with Entertainment Partners with a lease commencement date of April 1, 2017.
- (3) Current Occupancy is as of April 7, 2017. With respect to the Directly Leased Space, the largest tenant, Entertainment Partners, has taken possession of its space, but is not yet in occupancy or paying rent. With respect to the Assigned Space, Entertainment Partners, has taken possession of its space and is paying rent pursuant to the assigned PSI lease, but is not yet in occupancy. Entertainment Partners is currently building out its space, a portion of which is being funded by the tenant out-of-pocket, and has a free rent period through October 2017 with respect to the Directly Leased Space. At origination, the borrower reserved approximately \$12.6 million for outstanding obligations related to tenant improvements, leasing commissions and free rent through October 2017.

2950 North Hollywood Way

Tenant Summary ⁽¹⁾									
Tenant	Ratings ⁽²⁾ Moody's/S&P/Fitch	Net Rentable Area (SF)	% of Total NRA	Base Rent PSF	% of Total Base Rent	Lease Expiration Date			
Entertainment Partners ⁽³⁾	NA / NA / NA	132,727	81.7%	\$34.80	82.7%	3/31/2029			
Entertainment Partners (Assigned from PSI)(4)	NA / NA / NA	17,308	10.6%	\$31.92	9.9%	3/31/2029			
Starbucks	A2 / A / A	8,297	5.1%	\$33.72	5.0%	2/28/2019			
Giant Interactive	NA / NA / NA	4,219	2.6%	\$31.47	2.4%	5/31/2020			

- (1) Based on the underwritten rent roll dated April 7, 2017.
- (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) Entertainment Partners has taken possession of its space but is not yet is occupancy or paying rent. Entertainment Partners is currently building out its space, a portion of which is being funded by the tenant out-of-pocket, and has a free rent period through October 2017. At origination, the borrower reserved approximately \$12.6 million for all outstanding obligations related to both tenant improvements, leasing commissions and free rent with respect to this space.
- (4) Entertainment Partners has taken possession of the PSI space pursuant to an assignment and assumption agreement with the former tenant. The former PSI space is currently being renovated by Entertainment Partners as described above. Entertainment Partners is required to pay rent on PSI space through the June 2020 expiration date of the original PSI lease. Beginning in July 2020, Entertainment Partners is required to lease this space pursuant to the Entertainment Partners lease, which extends through March 2029 with a free rent period through February 2021 for the Assigned Space, which was not reserved for at origination.

				Lease Rollo	over Schedule	(1)(2)			
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	0	0.0%	NAP	NAP	0	0.0%	NAP	NAP
2017 & MTM	0	0	0.0	\$0	0.0%	0	0.0%	\$0	0.0%
2018	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2019	1	8,297	5.1	279,775	5.0	8,297	5.1%	\$279,775	5.0%
2020	1	4,219	2.6	132,774	2.4	12,516	7.7%	\$412,549	7.4%
2021	0	0	0.0	0	0.0	12,516	7.7%	\$412,549	7.4%
2022	0	0	0.0	0	0.0	12,516	7.7%	\$412,549	7.4%
2023	0	0	0.0	0	0.0	12,516	7.7%	\$412,549	7.4%
2024	0	0	0.0	0	0.0	12,516	7.7%	\$412,549	7.4%
2025	0	0	0.0	0	0.0	12,516	7.7%	\$412,549	7.4%
2026	0	0	0.0	0	0.0	12,516	7.7%	\$412,549	7.4%
2027	0	0	0.0	0	0.0	12,516	7.7%	\$412,549	7.4%
2028 & Beyond	1	150,035	92.3	5,171,371	92.6	162,551	100.0%	\$5,583,920	100.0%
Total	3	162,551	100.0%	\$5,583,920	100.0%				

⁽¹⁾ Based on the underwritten rent roll dated April 7, 2017.

⁽²⁾ Certain tenants may have termination or contraction options (which may become exercisable prior to the originally stated expiration date of the tenant lease) that are not considered in the above Lease Rollover Schedule.

	Operating His					
	2014	2015	2016	Underwritten	Per Square Foot	% ⁽¹⁾
Rents in Place ⁽²⁾	\$4,592,763	\$4,590,705	\$3,565,541	\$5,583,920	\$34.35	94.3%
Vacant Income	0	0	0	0	0	0.0
Gross Potential Rent	\$4,592,763	\$4,590,705	\$3,565,541	\$5,583,920	\$34.35	94.3%
CAM Reimbursements	184,784	174,748	285,974	39,378	0.24	0.7
Parking Income	327,603	263,809	166,430	300,000	1.85	5.1
Net Rental Income	\$5,105,150	\$5,029,262	\$4,017,945	\$5,923,298	\$36.44	100.0%
(Vacancy/Credit Loss)	0	0	0	(296,165)	(1.82)	(5.0)
Effective Gross Income	\$5,105,150	\$5,029,262	\$4,017,945	\$5,627,133	\$34.62	95.0%
Total Expenses	\$1,700,492	\$1,780,780	\$1,620,021	\$1,839,907	\$11.32	32.7%
Net Operating Income	\$3,404,658	\$3,248,482	\$2,397,924	\$3,787,226	\$23.30	67.3%
Total TI/LC, Capex/RR	0	0	0	377,434	2.32	6.7
Net Cash Flow	\$3,404,658	\$3,248,482	\$2,397,924	\$3,409,792	\$20.98	60.6%

- (1) % column represents percent of Net Rental Income for all revenue lines and represents percent of Effective Gross Income for the remainder of the fields.
- (2) The increase in Underwritten Rents in Place from 2016 Rents in Place is primarily a result of the anticipated burn-off of free rent associated with the Entertainment Partners lease. Subsequent to a free rent period with respected to the Directly Leased Space extending through October 2017 totaling approximately \$2.7 million, Entertainment Partners is required to pay full contractual rent amounting to approximately \$5.2 million annually.

Property Management. The property is managed by Stream Realty Partners – Orange County, L.P., a Texas limited partnership and unaffiliated third party.

Escrows and Reserves. At origination, the borrower deposited into escrow \$12,569,711 for outstanding obligations associated with the Entertainment Partners space (\$9,314,933 related to outstanding tenant improvements and leasing commissions and \$3,254,778 associated with outstanding free rent obligations on the Directly Leased Space) and \$227,454 for real estate taxes.

Tax Escrows - On a monthly basis, the borrower is required to deposit 1/12 of the annual estimated tax payments, which currently equates to \$45,491.

Insurance Escrows - The requirement for the borrower to make deposits to the insurance escrow is waived so long as (i) no event of default has occurred and is continuing and (ii) the borrower provides satisfactory evidence that the property is insured as part of a blanket policy in accordance with the loan documents.

Replacement Reserves - On a monthly basis, the borrower is required to escrow \$2,083 (approximately \$0.15 per square foot annually) for replacement reserves.

TI/LC Reserves - The requirement for the borrower to make deposits to the tenant improvements and leasing commissions reserve is waived so long as no Cash Sweep Event (as defined below) caused by a DSCR Trigger Event or Tenant Trigger Event (each as defined below) has occurred and is continuing. During a Cash Sweep Event caused by a Tenant Trigger Event, all excess cash flow is required to be deposited and held with the lender in accordance with the loan documents. The borrower is also required to deposit all lease termination fees into the tenant improvements and leasing commissions reserve.

Lockbox / Cash Management. The loan is structured with a hard lockbox and springing cash management. The borrower was required at origination to deliver tenant direction letters instructing all tenants to deposit all rents and payments directly into the lender-controlled lockbox account. All funds in the lockbox account are required to be swept each business day into the borrower's operating account, unless a Cash Sweep Event has occurred and is continuing, in which case such funds are required to be swept each business day into a lender-controlled cash management account and disbursed on each payment date in accordance with the loan documents. Except as provided in "TI/LC Reserves" above, upon the occurrence and during the continuance of a Cash Sweep Event, all funds deposited into the cash management account after payment of debt service, required reserves and budgeted operating expenses are required to be deposited into the excess cash flow subaccount and held as additional security for the loan. The lender has been granted a first priority security interest in the cash management account.

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A "<u>Cash Sweep Event</u>" means the occurrence of (i) an event of default, (ii) any bankruptcy or insolvency action of the borrower or the property manager (unless, with respect to a bankruptcy or insolvency action of an unaffiliated property manager, the borrower replaces the manager with a qualified manager in accordance with the loan documents within 60 days following the borrower's knowledge of the filing (which time period may be extended by an additional 30 days to the extent the borrower has diligently found an otherwise reasonably acceptable replacement manager and the failure to finalize such replacement is due solely to a delay in servicer approval or rating agency confirmation) or such bankruptcy filing is discharged or dismissed within 30 days of the date of filing), (iii) following April 1, 2018, the date on which the debt service coverage ratio (as calculated in the loan documents), based on the trailing three-month period, is less than 1.10x (a "<u>DSCR Trigger Event</u>") or (iv) a Tenant Trigger Event.

A Cash Sweep Event may be cured by (a) with respect to clause (i) above, a cure of the related event of default, (b) with respect to clause (ii) above, only with respect to a bankruptcy or insolvency action of the borrower, if such bankruptcy is caused by a party filing an involuntary petition against the borrower and none of the borrower, guarantor or their affiliates has colluded with such party for any involuntary petition against the borrower, such bankruptcy action is dismissed within 90 days without any material adverse modifications to the terms of the loan documents, (c) with respect to clause (ii) above, only with respect to a bankruptcy or insolvency action of the property manager, the lender replacing such property manager with a qualified manager under a replacement management agreement, (d) with respect to clause (iii) above, the achievement of a debt service coverage ratio, based on the trailing three-month period, equal to or greater than 1.10x for one calendar quarter and (e) with respect to clause (iv) above, the occurrence of a Tenant Trigger Event Cure (as defined below) (each of the foregoing, a "Cash Sweep Event Cure"). Each Cash Sweep Event Cure is also subject to the following conditions: (1) no other event of default has occurred and is continuing under the loan documents, (2) a Cash Sweep Event Cure related to clauses (i) and (ii) above may occur no more than a total of two times during the term of the loan, (3) the borrower pays all of the lender's reasonable out-of-pocket expenses incurred in connection with the Cash Sweep Event Cure; and (4) in no event will the borrower be permitted to cure a Cash Sweep Event associated with a voluntary or collusive involuntary bankruptcy or insolvency action of the borrower.

A "<u>Tenant Trigger Event</u>" means any one or more of the following: (i) following its initial occupancy, Entertainment Partners goes dark, vacates or abandons more than 50.0% of its leased space for a period of 120 consecutive days, unless such vacation or abandonment is the result of a casualty or condemnation and the borrower is restoring the property or (ii) any bankruptcy or insolvency action of Entertainment Partners.

A "Tenant Trigger Event Cure" means any of the following: with respect to a Tenant Trigger Event caused by (1) clause (i) above, (a) all or a portion of the Entertainment Partners leased space has been re-let to one or more replacement tenants such that the property achieves a debt service coverage ratio of at least 1.10x for one calendar quarter, based on the trailing three-month period, or (b) Entertainment Partners is in occupancy of 50.0% or more of the Entertainment Partners leased space and (2) clause (ii) above, (w) the irrevocable assumption of the Entertainment Partners lease in bankruptcy and approval of such assumption by the bankruptcy court such that Entertainment Partners is no longer in bankruptcy and the tenant (or a sub-tenant reasonably acceptable to the lender) is in occupancy and paying full contractual rent, (x) the assignment and assumption of the Entertainment Partners lease by a tenant reasonably acceptable to the lender pursuant to bankruptcy court proceedings and such tenant is in occupancy and paying full contractual rent, (y) the Entertainment Partners leased space, or a portion thereof, has been re-let to one or more replacement tenants such that the property achieves a debt service coverage ratio of at least 1.10x for one calendar quarter, based on the trailing three-month period or (z) if such bankruptcy or insolvency action was involuntary and not consented to by Entertainment Partners, upon such event being discharged, stayed or dismissed.