



SANTAN VILLAGE MARKETPLACE





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Mortgaged Property Information		Mortgage Loan Information		
Number of Mortgaged Properties	1	Loan Seller	GSMC	
Location (City/State)	Gilbert, Arizona	Cut-off Date Principal Balance	\$33,475,000	
Property Type	Retail	Cut-off Date Principal Balance per SF	\$117.22	
Size (SF)	285,581	Percentage of Initial Pool Balance	4.1%	
Total Occupancy as of 5/9/2018	98.6%	Number of Related Mortgage Loans	None	
Owned Occupancy as of 5/9/2018	98.6%	Type of Security	Fee Simple	
Year Built / Latest Renovation	2005-2007 / NAP	Mortgage Rate	4.2820%	
Appraised Value	\$52,770,000	Original Term to Maturity (Months)	120	
		Original Amortization Term (Months)	NAP	
		Original Interest Only Period (Months)	120	

Sources and Uses					
Sources	\$	%	Uses	\$	%
Loan Amount	\$33,475,000	63.8%	Purchase Price	\$51,500,000	98.2%
Principal's New Cash Contribution	18,994,750	36.2	Closing Costs	825,245	1.6
			Reserves	144,505	0.3
Total Sources	\$52,469,750	100.0%	Total Uses	\$52,469,750	100.0%

- **The Mortgage Loan.** The mortgage loan (the “**SanTan Village Marketplace Loan**”) is evidenced by a note in the original principal amount of \$33,475,000 and is secured by a first deed of trust encumbering the borrower's fee simple interest in an anchored retail property in Gilbert, Arizona (the “**SanTan Village Marketplace Property**”). The SanTan Village Marketplace Loan was originated by Goldman Sachs Mortgage Company on May 11, 2018 and represents approximately 4.1% of the Initial Pool Balance. The note evidencing the SanTan Village Marketplace Loan has an outstanding principal balance as of the Cut-off Date of \$33,475,000 and an interest rate of 4.2820% *per annum*. The borrower utilized the proceeds of the SanTan Village Marketplace Loan to acquire the SanTan Village Marketplace Property, pay origination costs and fund reserves.

The SanTan Village Marketplace Loan had an initial term of 120 months and has a remaining term of 119 months as of the Cut-off Date. The SanTan Village Marketplace Loan requires interest only payments during its term. The scheduled maturity date of the SanTan Village Marketplace Loan is June 6, 2028. The SanTan Village Marketplace Loan may be voluntarily prepaid in whole (but not in part) beginning on the due date in June 2019. Any voluntary prepayments prior to the due date in December 2027 require prepayment consideration equal to the greater of 1% of the amount prepaid or a yield maintenance premium.

- **The Mortgaged Property.** The SanTan Village Marketplace Property is a 285,581 SF anchored retail property located in Gilbert, Arizona. The SanTan Village Marketplace Property was developed between 2005 and 2007. As of the May 9, 2018 rent roll, the SanTan Village Marketplace Property is 98.6% leased to 32 tenants. The rent roll includes national and credit tenants including anchors: Jo-Ann Fabrics, Big Lots, Bed Bath & Beyond, Marshalls and DSW. Additionally, the SanTan Village Marketplace Property includes two outparcels and 26 in-line suites with an average size of 2,557 SF. The Property is located off Loop 202 with six access points along Market Street and one access point on Williams Field Road.

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The following table presents certain information relating to the major tenants (of which, certain tenants may have co-tenancy provisions) at the SanTan Village Marketplace Property:

### Ten Largest Tenants Based on Underwritten Base Rent

Tenant Name	Credit Rating (Fitch/MIS/S&P) <sup>(1)</sup>	Tenant GLA	% of GLA	UW Base Rent	% of Total UW Base Rent	UW Base Rent \$ per SF	Lease Expiration	Tenant Sales \$ per SF <sup>(2)</sup>	Occupancy Cost	Renewal / Extension Options
Jo-Ann Fabrics	NR / NR / NR	35,000	12.3%	\$408,100	8.9%	\$11.66	1/31/2026	\$138	8.4%	2, 5-year options
Bed Bath & Beyond	NR / Baa2 / BBB-	32,883	11.5	407,451	8.8	12.39	1/31/2021	NA	NA	3, 5-year options
DSW	NR / NR / NR	30,000	10.5	375,000	8.1	12.50	7/31/2025	NA	NA	2, 5-year options
Old Navy	BB+ / Baa2 / BB+	17,000	6.0	349,690	7.6	20.57	1/31/2022	\$450	4.6%	NA
Marshalls	NR / NR / NR	32,094	11.2	333,778	7.2	10.40	8/31/2020	NA	NA	3, 5-year options
ULTA Salon	NR / NR / NR	10,450	3.7	313,500	6.8	30.00	12/31/2025	\$729	4.1%	3, 5-year options
OfficeMax	NR / NR / NR	19,896	7.0	273,570	5.9	13.75	1/31/2021	NA	NA	2, 5-year options
Big Lots	NR / NR / BBB	34,182	12.0	273,456	5.9	8.00	1/31/2021	\$123	6.5%	2, 5-year options
DownEast Home & Clothing	NR / NR / NR	18,050	6.3	190,428	4.1	10.55	9/17/2023	\$147	7.2%	NA
Kirkland's	NR / NR / NR	7,795	2.7	184,586	4.0	23.68	1/31/2021	\$215	11.0%	NA
<b>Ten Largest Tenants</b>		<b>237,350</b>	<b>83.1%</b>	<b>\$3,109,559</b>	<b>67.5%</b>	<b>\$13.10</b>				
Remaining Owned Tenants		44,231	15.5	1,495,167	32.5	33.80				
Vacant Spaces (Owned Space)		4,000	1.4	0	0.0	0.00				
<b>Totals / Wtd. Avg. Tenants</b>		<b>285,581</b>	<b>100.0%</b>	<b>\$4,604,726</b>	<b>100.0%</b>	<b>\$16.35</b>				

(1) Credit ratings are those of the parent company whether or not the parent company guarantees the lease.

(2) Sales are based on TTM ending December 2017.

The following table presents certain information relating to the lease rollover schedule at the SanTan Village Marketplace Property based on initial lease expiration dates:

### Lease Expiration Schedule<sup>(1)</sup>

Year Ending December 31,	Expiring Owned GLA	% of Owned GLA	Cumulative % of Owned GLA	UW Base Rent	% of Total UW Base Rent	UW Base Rent \$ per SF	# of Expiring Leases <sup>(1)</sup>
MTM	0	0.0%	0.0%	\$0	0.0%	\$0.00	0
2018	4,032	1.4	1.4%	107,966	2.3	26.78	3
2019	0	0.0	1.4%	0	0.0	0.00	0
2020	38,898	13.6	15.0%	579,674	12.6	14.90	5
2021	108,622	38.0	53.1%	1,595,503	34.6	14.69	11
2022	23,640	8.3	61.3%	571,183	12.4	24.16	4
2023	22,501	7.9	69.2%	371,485	8.1	16.51	3
2024	0	0.0	69.2%	0	0.0	0.00	0
2025	43,648	15.3	84.5%	800,494	17.4	18.34	3
2026	35,000	12.3	96.8%	408,100	8.9	11.66	1
2027	2,520	0.9	97.6%	77,868	1.7	30.90	1
2028	2,720	1.0	98.6%	92,453	2.0	33.99	1
2029 & Thereafter	0	0.0	98.6%	0	0.0	0.00	0
Vacant	4,000	1.4	100.0%	0	0.0	0.00	0
<b>Total</b>	<b>285,581</b>	<b>100.0%</b>		<b>\$4,604,726</b>	<b>100.0%</b>	<b>\$16.35</b>	<b>32</b>

(1) Calculated based on approximate square footage occupied by each Owned Tenant.

The following table presents certain information relating to historical occupancy at the SanTan Village Marketplace Property:

### Historical Leased %<sup>(1)</sup>

2015	2016	2017
97.1%	96.7%	97.0%

(1) As provided by the borrower and reflects average occupancy for the indicated year ended December 31, unless otherwise specified.

- **Operating History and Underwritten Net Cash Flow.** The following table presents certain information relating to the historical operating performance and the Underwritten Net Cash Flow at the SanTan Village Marketplace Property:

**Cash Flow Analysis<sup>(1)</sup>**

	2015	2016	2017	Underwritten <sup>(2)</sup>	Underwritten \$ per SF
Base Rental Revenue	\$4,309,710	\$4,463,710	\$4,558,655	\$4,604,726	\$16.12
Total Reimbursement Revenue	1,197,132	1,206,793	1,186,883	1,134,287	3.97
Market Revenue from Vacant Units	0	0	0	139,613	0.49
Other Revenue	56,498	56,303	71,090	71,090	0.25
Gross Revenue	5,563,340	5,726,805	5,816,628	5,949,715	20.83
Vacancy Loss	0	0	0	(297,486)	(1.04)
Effective Gross Revenue	\$5,563,340	\$5,726,805	\$5,816,628	\$5,652,230	\$19.79
Total Operating Expenses	\$1,231,704	\$1,266,901	\$1,228,406	\$1,227,405	\$4.30
<b>Net Operating Income</b>	<b>\$4,331,635</b>	<b>\$4,459,904</b>	<b>\$4,588,223</b>	<b>\$4,424,825</b>	<b>\$15.49</b>
TI/LC	0	0	0	183,794	0.64
Capital Expenditures	0	0	0	53,634	0.19
<b>Net Cash Flow</b>	<b>\$4,331,635</b>	<b>\$4,459,904</b>	<b>\$4,588,223</b>	<b>\$4,187,398</b>	<b>\$14.66</b>

- (1) Certain items such as straight line rent, interest expense, interest income, lease cancellation income, depreciation, amortization, debt service payments and any other non-recurring or non-operating items were excluded from the historical presentation and are not considered for the underwritten cash flow.
- (2) Underwritten cash flow based on contractual rents as of May 9, 2018 and contractual rent steps through June 28, 2018.

- **Appraisal.** According to the appraisal, the SanTan Village Marketplace Property had an “as-is” appraised value of \$52,770,000 as of March 20, 2018.

- **Environmental Matters.** According to a Phase I environmental report, dated March 26, 2018, there are no recognized environmental conditions or recommendations for further action at the SanTan Village Marketplace Property.

■ **Market Overview and Competition.**

- **Phoenix Retail Market:** The SanTan Village Marketplace Property is located in the Phoenix retail market. According to the appraisal, over the past 10 years, the Phoenix retail market inventory increased by 9.4% and was offset by a 5.7% increase in positive absorption, resulting in a modest 1.9% increase in vacancy and a minimal increase in average asking rents of 2.3%. The average market vacancy over the last 10 years was 10.1% relative to 7.8% for the fourth quarter of 2017. There are 80 retail projects under construction totaling 1,053,951 SF that represent a near-term 0.5% increase to supply. Net absorption in 2017 was 1.5% and 0.7% during the fourth quarter of 2017.
- **Gilbert Retail Submarket:** The SanTan Village Marketplace Property is located in the Gilbert retail submarket. According to the appraisal, over the last 10 years, market inventory increased significantly by 22.6% to 15.5 million SF. Positive absorption of 22.4% resulted in a 0.2% decrease in vacancy over the 10-year period to 9.1%. In the last five years, the Gilbert retail submarket had an average vacancy of 7.5% relative to the current vacancy rate for the submarket of 6.5%. The Gilbert submarket has witnessed positive absorption of 1.96 million SF and rental rates have increased 22% from \$14.43 in 2013 to \$17.59 in 2017.

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The following table presents select comparable recent anchored retail property sales for SanTan Village Marketplace Property:

### Anchored Retail Sales Comparables<sup>(1)</sup>

Property Name	Location	Sale Year	Year Built	Building SF	Sale Price	Sales Price per SF	NOI	NOI per SF	Cap Rate
Palm Valley Pavilions West	Goodyear, AZ	2016	1994	232,577	\$60,500,000	\$260	\$3,751,000	\$16.13	6.20%
Southern Palms Center	Tempe, AZ	2016	1981	235,839	\$36,750,000	\$156	\$2,197,650	\$9.32	5.98%
Mesa Grand	Mesa Grand, AZ	2017	1999	202,147	\$41,900,000	\$207	\$2,935,120	\$14.52	7.01%
Palmilla Center	Avondale, AZ	2018	1998	103,568	\$23,250,000	\$224	\$1,876,275	\$18.12	8.07%
Tanger Outlet Center	Glendale, AZ	2016	2012	410,664	\$66,990,000	\$163	\$4,200,273	\$10.23	6.27%
Sonora Village	Scottsdale, AZ	2016	1996	269,369	\$72,500,000	\$269	\$4,495,000	\$16.69	6.20%
Seville & La Mirada	Scottsdale, AZ	2016	1990	245,302	\$72,500,000	\$296	\$4,756,000	\$19.39	6.56%
Riverview Plaza	Mesa, AZ	2017	1998	130,577	\$21,748,438	\$167	\$1,674,630	\$12.82	7.70%
Paradise Square	Phoenix, AZ	NAP	1987	98,599	\$13,050,000	\$132	\$1,175,805	\$11.93	9.01%
<b>Comparable Property Average</b>		<b>2016</b>	<b>1995</b>	<b>214,294</b>	<b>\$45,465,382</b>	<b>\$212</b>	<b>\$3,006,861</b>	<b>\$14.03</b>	<b>7.00%</b>

(1) Source: Appraisal.

The following table presents certain information relating to the primary competition for the SanTan Village Marketplace Property:

### Competitive Set<sup>(1)</sup>

Property	Location	Year Built	Total NRA (SF)	% Vacant
Bayshore Plaza Pad Bldg	Gilbert, AZ	2015	6,650	0.0%
Spectrum Town Center	Gilbert, AZ	2006	170,388	5.0%
Fry's Marketplace	Gilbert, AZ	2013	9,500	0.0%
Peco & Higley Pad	Gilbert, AZ	2017	10,000	0.0%
The Shops At Agritopia	Gilbert, AZ	2017	10,800	11.0%
Gateway Village	Avondale, AZ	2016	30,617	0.0%
Mesa Grand	Phoenix, AZ	2001	12,000	0.0%
Pueblo Pointe Shopping Center	Phoenix, AZ	1980	25,766	0.0%
Sierra Montana Center	Surprise, AZ	2017	25,000	0.0%
Canyon Trails Towne Center	Goodyear, AZ	2008	42,096	0.0%
Laveen Village Marketplace	Laveen Village, AZ	2006	41,307	0.0%
<b>Low</b>		<b>1980</b>	<b>6,650</b>	<b>0.0%</b>
<b>High</b>		<b>2017</b>	<b>170,388</b>	<b>11.0%</b>
<b>Total / Wtd. Avg.</b>		<b>2009</b>	<b>384,124</b>	<b>2.5%</b>

(1) Source: Appraisal.

- **The Borrower.** The borrower is Santan MP LP, a Delaware limited partnership. The borrower was not required to provide a non-consolidation opinion in connection with the origination of the SanTan Village Marketplace Loan. The non-recourse carveout guarantors are Richard A. Margolis and Phillip A. Duke.

Richard A. Margolis is a co-founder of Columbus Pacific Properties ("CPP"), and Phillip A. Duke is the SVP of Retail/Student Housing at CPP. CPP is a real estate investment entity owned and managed by Brian A. Shirken and Richard A. Margolis. Since 1995, CPP has acquired, developed and redeveloped almost five million SF of national retail properties, 3,100 multi-family units and has provided over \$200 million in mezzanine and equity capital, funding projects with an underlying value in excess of \$1.4 billion. As of January 2018, CPP's portfolio consisted of approximately 1.9 million SF of retail and 4,617 student housing/multifamily units. CPP is based in Santa Monica, California.

ALTO Real Estate Funds ("ALTO") contributed 50% of the equity to the transaction. Established in 2010, ALTO is managed from New York City with regional offices in Dallas and Tel Aviv. As of June 2018, ALTO has invested in 60 properties, with a value of \$1.1 billion and representing approximately 12 million SF.

- **Escrows.** On the origination date, the borrower funded a tax reserve in the amount of approximately \$144,505.

On each due date, the borrower is required to fund (i) a tax and insurance reserve in an amount equal to one-twelfth of the amount that the lender reasonably estimates will be necessary to pay taxes and insurance premiums over the then succeeding 12-month period, unless, (a) in the case of taxes, a tenant is paying the taxes and (b) in the case of insurance premiums, the borrower is maintaining a blanket policy, and (ii) a replacement reserve in an amount equal to approximately \$4,522 for replacements and repairs required to be made to the SanTan Village Marketplace Property, capped at approximately \$217,042.

In addition, on each due date during a period when the debt service coverage ratio (as calculated under the loan documents) based on the trailing two fiscal quarters immediately preceding the date of such determination, is less than 1.50x, the borrower is required to fund a rollover reserve in an amount equal to \$17,849 for tenant improvements and leasing commissions, capped at \$428,000.

- **Lockbox and Cash Management.** The SanTan Village Marketplace Loan is structured with a springing lockbox and springing cash management. Upon the occurrence of an initial SanTan Village Marketplace Trigger Period, the lender may deliver notices to each tenant instructing them to remit all rents into a lender-controlled lockbox account. At all times from and after an initial SanTan Village Marketplace Trigger Period (regardless of whether such period has concluded), the borrower will be required to cause all rents or other income received by the borrower or the property manager with respect to the SanTan Village Marketplace Property to be deposited into such lockbox account within two business days of receipt. On each business day during the continuance of a SanTan Village Marketplace Trigger Period, all amounts in the lockbox account are required to be remitted to a lender-controlled cash management account. On each business day that no SanTan Village Marketplace Trigger Period is continuing, all funds in the lockbox account are required to be swept into a borrower-controlled operating account.

During the continuance of a SanTan Village Marketplace Trigger Period, all amounts on deposit in the cash management account after payment of debt service, required reserves and budgeted operating expenses are required to be reserved as follows: (a) during the continuance of a Jo-Ann Fabrics Trigger Period, reserved in a Jo-Ann Fabrics reserve account as additional collateral for the SanTan Village Marketplace Loan, and (b) for so long as no Jo-Ann Fabrics Trigger Period is continuing, reserved as additional collateral for the SanTan Village Marketplace Loan.

A “**SanTan Village Marketplace Trigger Period**” means each period (i) during the occurrence or continuance of an event of default under the SanTan Village Marketplace Loan, (ii) when the debt service coverage ratio (as calculated under the loan documents), determined as of the end of any fiscal quarter, is less than the 1.20x until the debt service coverage ratio, determined as of the end of each of two consecutive fiscal quarters, is equal to or greater than 1.20x, (iii) when the property manager is an affiliate of the borrower and subject to a bankruptcy action, unless such property manager is replaced within a 60 day period and otherwise concludes when the property manager is replaced or the bankruptcy action is discharged or dismissed, (iv) when the borrower is subject to a bankruptcy action, or (v) during the occurrence or continuance of a Jo-Ann Fabrics Trigger Period.

A “**Jo-Ann Fabrics Trigger Period**” means each period during the occurrence or continuation of a Jo-Ann Fabrics Credit Period, a Jo-Ann Fabrics Lease Expiration Period or a Jo-Ann Fabrics Vacancy Period.

A “**Jo-Ann Fabrics Credit Period**” means each period that (i) commences when the Jo-Ann Fabrics tenant or the guarantor under the related lease has made, or has been subject to, a bankruptcy filing and (ii) concludes upon the earlier of (a) the tenant's lease is affirmed in bankruptcy and the tenant is in occupancy, open for business and paying full rent, (b) either (1) the entire Jo-Ann Fabrics premises has been re-let or (2) at least 85% of the Jo-Ann Fabrics premises has been re-let at an annual rent equal to or greater than the rent to be paid by the Jo-Ann Fabrics tenant prior to its lease termination and no co-tenancy clause is triggered, and, in each case, the tenant(s) at the Jo-Ann Fabrics premises are in occupancy, open for business and paying full rent (the conditions set forth in this clause (b), the “**SanTan Village Marketplace New Lease Conditions**”), and (c) the borrower funding a reserve account in an amount (when combined with amounts already on deposit in such reserve) equal to \$559,337.

A “**Jo-Ann Fabrics Lease Expiration Period**” means each period that (i) commences upon the earlier of (a) when the Jo-Ann Fabrics tenant gives notice to vacate its premises (unless the tenant continues to pay rent, there is no other continuing event of default under the Jo-Ann Fabrics lease and the debt service coverage ratio is equal to or greater than 1.50x), and (b) the expiration of the Jo-Ann Fabrics lease, and (ii) concludes upon the earlier of (a) the Jo-Ann Fabrics tenant renews or extends its lease and the tenant is in occupancy, open for business and paying full rent, (b) the satisfaction of the SanTan Village Marketplace New Lease Conditions, and



(c) the borrower funding a reserve account in an amount (when combined with amounts already on deposit in such reserve) equal to \$559,337.

A “**Jo-Ann Fabrics Vacancy Period**” means each period that (i) commences when the Jo-Ann Fabrics tenant has vacated or goes dark (unless the tenant continues to pay rent, there is no other continuing event of default under the SanTan Village Marketplace Loan and the debt service coverage ratio is equal to or greater than 1.50x), and (ii) concludes upon the earlier of (a) the Jo-Ann Fabrics tenant is in occupancy of its premises, open for business and paying full rent, (b) the satisfaction of the SanTan Village Marketplace New Lease Conditions, and (c) the borrower funding a reserve account in an amount (when combined with amounts already on deposit in such reserve) equal to \$559,337.

- **Property Management.** The SanTan Village Marketplace Property is currently co-managed by CP Retail Inc. and sub-managed by Vestar Property Management pursuant to separate management agreements. Under the related loan documents, the SanTan Village Marketplace Property is required to remain managed by (i) CP Retail Inc. or Vestar Properties, Inc., doing business as Vestar Property Management (ii) a nationally recognized professional management organization that manages at least five shopping centers and retain properties and shopping centers totaling at least 3,000,000 aggregate square feet of gross leasable area, or (iii) a manager approved by the lender and with respect to which a Rating Agency Confirmation has been received. The lender has the right to require the borrower to replace the property manager (i) if the property manager becomes insolvent or a debtor in a bankruptcy action, (ii) during the continuance of an event of default under the SanTan Village Marketplace Loan, (iii) during the continuance of a default by a property manager under the management agreement (after the expiration of any applicable notice and/or cure periods), or (iv) if the property manager commits fraud or willful misconduct in connection with the management agreement.
- **Release of Collateral.** Provided no event of default is continuing under the SanTan Village Marketplace Loan, the borrower has the right at any time on or after the due date in June 2019 to obtain release of one or both of the Wendy’s parcel and the Sprint parcel in connection with a sale of such parcel(s) to an unaffiliated third party, subject to the satisfaction of certain conditions, including, among others: (i) the borrower prepays the SanTan Village Marketplace Loan in an amount equal to (a) in the case of the Wendy’s parcel, approximately \$776,218, and (b) in the case of the Sprint parcel, \$2,514,314, plus any applicable yield maintenance premium, (ii) delivery of a Rating Agency Confirmation and (iii) delivery of a REMIC opinion.
- **Mezzanine or Secured Subordinate Indebtedness.** Not permitted.
- **Terrorism Insurance.** The borrower is required to maintain terrorism insurance in an amount equal to the full replacement cost of the SanTan Village Marketplace Property, as well as 18 months of business interruption coverage. See “*Risk Factors—Terrorism Insurance May Not Be Available for All Mortgaged Properties*” in the Prospectus.