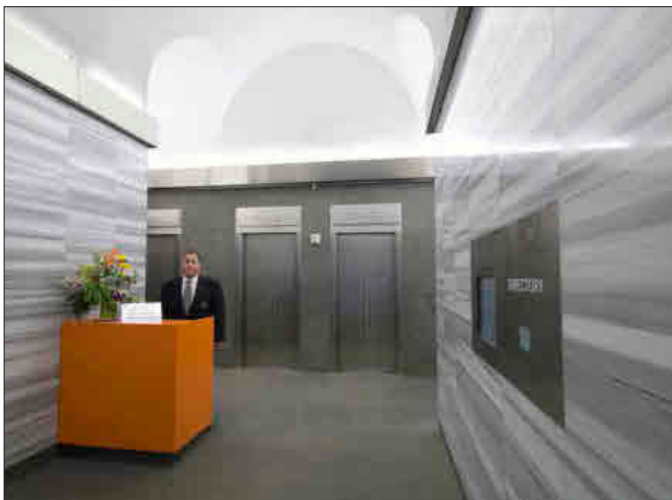


286 Madison Avenue  
New York, NY 10017

Collateral Asset Summary – Loan No. 3

## 286 Madison Avenue

Cut-off Date Balance:	\$60,000,000
Cut-off Date LTV:	54.5%
U/W NCF DSCR:	1.85x
U/W NOI Debt Yield:	7.4%



286 Madison Avenue  
New York, NY 10017

Collateral Asset Summary – Loan No. 3

## 286 Madison Avenue

**Cut-off Date Balance:** \$60,000,000  
**Cut-off Date LTV:** 54.5%  
**U/W NCF DSCR:** 1.85x  
**U/W NOI Debt Yield:** 7.4%

### Mortgage Loan Information

**Loan Seller:** JLC  
**Loan Purpose:** Refinance  
**Sponsors:** Kenneth Aschendorf; Robert Faktor; Berndt Perl  
**Borrowers:** APF 286 Mad LLC; GAN 286 Madison LLC; 286 Madison Associates LLC  
**Original Balance:** \$60,000,000  
**Cut-off Date Balance:** \$60,000,000  
**% by Initial UPB:** 6.7%  
**Interest Rate:** 3.8000%  
**Payment Date:** 6<sup>th</sup> of each month  
**First Payment Date:** September 6, 2016  
**Maturity Date:** August 6, 2026  
**Amortization:** Interest Only  
**Additional Debt:** None  
**Call Protection:** L(26), D(90), O(4)  
**Lockbox / Cash Management:** Hard / Springing

### Reserves<sup>(1)</sup>

	Initial	Monthly
<b>Taxes:</b>	\$300,000	\$132,000
<b>Insurance:</b>	\$0	Springing
<b>Replacement:</b>	\$0	\$2,137
<b>TI/LC:</b>	\$2,600,000	Springing
<b>Earnout:</b>	\$13,250,000	NAP
<b>Outstanding TI/LC:</b>	\$42,011	NAP
<b>Free Rent:</b>	\$132,471	NAP
<b>Required Repairs:</b>	\$25,300	NAP

### Financial Information

<b>Cut-off Date Balance / Sq. Ft.:</b>	\$468
<b>Balloon Balance / Sq. Ft.:</b>	\$468
<b>Cut-off Date LTV<sup>(2)</sup>:</b>	54.5%
<b>Balloon LTV<sup>(2)</sup>:</b>	54.5%
<b>Underwritten NOI DSCR:</b>	1.91x
<b>Underwritten NCF DSCR:</b>	1.85x
<b>Underwritten NOI Debt Yield:</b>	7.4%
<b>Underwritten NCF Debt Yield:</b>	7.1%
<b>Underwritten NOI Debt Yield at Balloon:</b>	7.4%
<b>Underwritten NCF Debt Yield at Balloon:</b>	7.1%

### Property Information

**Single Asset / Portfolio:** Single Asset  
**Property Type:** CBD Office  
**Collateral:** Fee Simple  
**Location:** New York, NY  
**Year Built / Renovated:** 1918 / 2008-2016  
**Total Sq. Ft.:** 128,244  
**Property Management:** APF Properties LLC  
**Underwritten NOI<sup>(3)</sup>:** \$4,419,529  
**Underwritten NCF:** \$4,265,636  
**"As Is" Appraised Value:** \$110,000,000  
**"As Is" Appraisal Date:** July 1, 2016  
**"As Stabilized" Appraised Value:** \$130,000,000  
**"As Stabilized" Appraisal Date:** July 1, 2019

### Historical NOI

<b>Most Recent NOI<sup>(3)</sup>:</b>	\$3,629,805 (T-12 May 31, 2016)
<b>2015 NOI:</b>	\$3,744,173 (December 31, 2015)
<b>2014 NOI:</b>	\$3,702,607 (December 31, 2014)
<b>2013 NOI:</b>	\$3,808,703 (December 31, 2013)

### Historical Occupancy

<b>Most Recent Occupancy:</b>	86.6% (August 1, 2016)
<b>2015 Occupancy:</b>	82.2% (December 31, 2015)
<b>2014 Occupancy:</b>	91.1% (December 31, 2014)
<b>2013 Occupancy:</b>	95.2% (December 31, 2013)
<b>2012 Occupancy:</b>	88.3% (December 31, 2012)
<b>2011 Occupancy:</b>	94.5% (December 31, 2011)
<b>2010 Occupancy:</b>	91.6% (December 31, 2010)
<b>2009 Occupancy:</b>	98.3% (December 31, 2009)
<b>2008 Occupancy:</b>	88.8% (December 31, 2008)
<b>2007 Occupancy:</b>	100.0% (December 31, 2007)
<b>2006 Occupancy:</b>	98.2% (December 31, 2006)

- (1) See "Initial Reserves" and "Ongoing Reserves" herein.
- (2) Cut-off Date LTV and Balloon LTV are based on the "As Is" appraised value of \$110.0 million. The "As Stabilized" appraised value assumes the property is leased up to a stabilized occupancy level of approximately 90.0%. At loan closing, the borrowers deposited \$13.25 million into an earnout reserve which funds will be released to the borrowers upon the 286 Madison Avenue Property achieving an in-place net cash flow debt yield equal to 7.5%. Based on the "As Stabilized" appraised value of \$130.0 million as of July 1, 2019, the Cut-off Date LTV and Balloon LTV are equal to 46.2%.
- (3) The increase in Underwritten NOI from Most Recent NOI is primarily due to the fact that: the Most Recent NOI excludes (i) free rent totaling approximately \$132,471 (which amount was reserved by the borrowers at loan closing), (ii) approximately \$359,841 of annual base rent from two new leases and (iii) approximately \$239,474 of underwritten contractual base rent steps through September 2017.

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New York, NY 10017

Collateral Asset Summary – Loan No. 3

## 286 Madison Avenue

**Cut-off Date Balance:** \$60,000,000  
**Cut-off Date LTV:** 54.5%  
**U/W NCF DSCR:** 1.85x  
**U/W NOI Debt Yield:** 7.4%

Tenant Summary						
Tenant	Ratings (Fitch/Moody's/S&P)	Net Rentable Area (Sq. Ft.)	% of Net Rentable Area	U/W Base Rent PSF <sup>(1)</sup>	% of Total U/W Base Rent	Lease Expiration
Real Foundation, Inc.	NR/NR/NR	5,646	4.4%	\$59.84	5.3%	3/31/2021
JA Mitsui Leasing Capital <sup>(2)</sup>	NR/NR/NR	5,646	4.4%	\$58.93	5.2%	3/31/2025
eClerx LLC <sup>(3)</sup>	NR/NR/NR	5,646	4.4%	\$54.64	4.8%	1/31/2018
Certified Moving & Storage Co.	NR/NR/NR	5,222	4.1%	\$42.07	3.4%	9/30/2020
Local Thyme	NR/NR/NR	5,124	4.0%	\$93.15	7.5%	6/30/2024
<b>Total Major Tenants</b>		<b>27,284</b>	<b>21.3%</b>	<b>\$61.43</b>	<b>26.3%</b>	
Remaining Tenants		83,803	65.3%	\$56.04	73.7%	
<b>Total Occupied Collateral</b>		<b>111,087</b>	<b>86.6%</b>	<b>\$57.37</b>	<b>100.0%</b>	
Vacant		17,157	13.4%			
<b>Total</b>		<b>128,244</b>	<b>100.0%</b>			

(1) U/W Base Rent PSF is inclusive of approximately \$239,474 in base rent steps.

(2) JA Mitsui Leasing Capital has a one-time termination option on February 28, 2022 with 12 months' notice and payment of a termination fee equal to \$281,309.

(3) eClerx LLC has one, five-year renewal option remaining.

Lease Rollover Schedule <sup>(1)</sup>								
Year	# of Leases Expiring	Total Expiring Sq. Ft.	% of Total Sq. Ft. Expiring	Cumulative Sq. Ft. Expiring	Cumulative % of Sq. Ft. Expiring	Annual U/W Base Rent PSF <sup>(2)</sup>	% U/W Base Rent Rolling	Cumulative % of U/W Base Rent
MTM	0	0	0.0%	0	0.0%	\$0.00	0.0%	0.0%
2016	3	7,024	5.5%	7,024	5.5%	\$55.46	6.1%	6.1%
2017	5	10,204	8.0%	17,228	13.4%	\$50.20	8.0%	14.2%
2018	2	8,468	6.6%	25,696	20.0%	\$56.58	7.5%	21.7%
2019	3	8,521	6.6%	34,217	26.7%	\$57.92	7.7%	29.4%
2020	10	27,156	21.2%	61,373	47.9%	\$53.29	22.7%	52.1%
2021	5	13,300	10.4%	74,673	58.2%	\$57.44	12.0%	64.1%
2022	1	3,595	2.8%	78,268	61.0%	\$50.59	2.9%	67.0%
2023	2	6,355	5.0%	84,623	66.0%	\$58.49	5.8%	72.8%
2024	3	8,124	6.3%	92,747	72.3%	\$84.37	10.8%	83.6%
2025	2	9,532	7.4%	102,279	79.8%	\$56.53	8.5%	92.0%
2026	2	5,615	4.4%	107,894	84.1%	\$59.55	5.2%	97.3%
Thereafter	1	3,193	2.5%	111,087	86.6%	\$54.75	2.7%	100.0%
Vacant	NAP	17,157	13.4%	128,244	100.0%	NAP	NAP	
<b>Total / Wtd. Avg.</b>	<b>39</b>	<b>128,244</b>	<b>100.0%</b>			<b>\$57.37</b>	<b>100.0%</b>	

(1) Certain tenants may have lease termination options that may become exercisable prior to the originally stated expiration date of the tenant lease and that are not considered in the lease rollover schedule.

(2) Annual U/W Base Rent PSF is inclusive of approximately \$239,474 in base rent steps.

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New York, NY 10017

Collateral Asset Summary – Loan No. 3

**286 Madison Avenue**

**Cut-off Date Balance:** \$60,000,000  
**Cut-off Date LTV:** 54.5%  
**U/W NCF DSCR:** 1.85x  
**U/W NOI Debt Yield:** 7.4%

**The Loan.** The 286 Madison Avenue loan (the “286 Madison Avenue Loan”) is a fixed rate loan secured by the borrowers’ fee simple interest in a 128,244 sq. ft., Class B office building located in New York, New York (the “286 Madison Avenue Property”) with an original principal balance of \$60.0 million. The 286 Madison Avenue Loan has a 10-year term and requires interest only payments for the term of the loan. The 286 Madison Avenue Loan accrues interest at a fixed rate equal to 3.8000% and has a cut-off date balance of \$60.0 million. Proceeds of the 286 Madison Avenue Loan were used to retire the existing debt of approximately \$30.9 million, fund upfront reserves of approximately \$16.3 million, pay closing costs of approximately \$1.7 million and return approximately \$11.1 million of equity to the sponsor. Based on the “As Is” appraised value of \$110.0 million as of July 1, 2016, the cut-off date LTV is 54.5%. The most recent prior financing of the 286 Madison Avenue Property was included in the BACM 2006-4 securitization.

Sources and Uses					
Sources	Proceeds	% of Total	Uses	Proceeds	% of Total
Loan Amount	\$60,000,000	100.0%	Loan Payoff	\$30,864,191	51.4%
			Upfront Reserves	\$16,349,782	27.2%
			Closing Costs	\$1,653,039	2.8%
			Return of Equity	\$11,132,988	18.6%
<b>Total Sources</b>	<b>\$60,000,000</b>	<b>100.0%</b>	<b>Total Uses</b>	<b>\$60,000,000</b>	<b>100.0%</b>

**The Borrowers / Sponsors.** The borrowers, APF 286 Mad LLC, GAN 286 Madison LLC and 286 Madison Associates LLC, are structured as tenants-in-common and are each a single purpose Delaware limited liability company structured to be bankruptcy-remote, with two independent directors in its organizational structure. The sponsors of the borrowers and the nonrecourse carve-out guarantors are Kenneth Aschendorf, Robert Faktor and Berndt Perl, on a joint and several basis.

The sponsors are the principals and founders of APF Properties, a fully integrated real estate investment firm with a commercial real estate portfolio valued in excess of \$800.0 million. Founded in 1995, APF Properties is headquartered in Midtown Manhattan and owns and manages office buildings primarily in New York, NY. The sponsors currently own and manage over 875,000 sq. ft. of Class B office in Midtown Manhattan.

**The Property.** The 286 Madison Avenue Property is 128,244 sq. ft., Class B office building built in 1918 and continuously renovated between 2008-2016 and located at the northwest corner of Madison Avenue and 40th Street in midtown Manhattan. The 286 Madison Avenue Property is located four blocks southwest of Grand Central Station and two blocks east of Bryant Park with access to many of Manhattan’s residential neighborhoods including Murray Hill, Chelsea, East Village and NoHo. The 286 Madison Avenue Property is also within walking distance to numerous retail shops and restaurants along Madison Avenue and 40th Street as well as the New York Public Library and a new Whole Foods development that is expected to open in 2017. The 286 Madison Avenue Property features a granular rent roll that is currently 86.6% leased as of August 1, 2016 to 36 different office tenants and two retail tenants spanning fields such as business consulting, finance and technology, with no single tenant making up more than 4.4% of net rentable area (“NRA”) or 7.5% of underwritten base rent.

**Environmental Matters.** The Phase I environmental report dated July 6, 2016 recommended no further action.

**Major Tenants.**

*Real Foundation, Inc.* (5,646 sq. ft.; 4.4% of NRA; 5.3% of U/W Base Rent) Real Foundation, Inc. was founded in 2000 and is headquartered in Dallas, Texas. The company is a private real estate company providing management consulting, business process sourcing and energy optimization solutions. The company’s clients include 15 of the top 25 largest global property managers as well as the majority of the top 25 largest global real estate owners and multinational corporations in real estate, finance and entertainment. In addition to the 286 Madison Avenue Property and its headquarters in Dallas, the company has offices in Newport Beach, London, Singapore, Hong Kong, Melbourne, Sydney and Chennai.

Real Foundation, Inc. occupies 5,646 sq. ft. on the entire 21<sup>st</sup> floor at the 286 Madison Avenue Property and has been in occupancy since January 2013. Real Foundation, Inc.’s lease does not contain any renewal or termination options.

*JA Mitsui Leasing Capital* (5,646 sq. ft.; 4.4% of NRA; 5.2% of U/W Base Rent) JA Mitsui Leasing Capital (“JA Mitsui”) is a private company founded in 2008 and headquartered in Tokyo, Japan. The company is a financial services firm which facilitates cross-border and equipment leasing. They provide consulting services with respect to automobile, real estate, factoring, shipping and machinery leases. For the year ended March 2015, the company had approximately \$15.6 billion in total assets with shareholder’s equity of \$1.8 billion.

JA Mitsui occupies 5,646 sq. ft. on the entire 12<sup>th</sup> floor at the 286 Madison Avenue Property and has been in occupancy since July 2013. JA Mitsui has a one-time termination option effective as of February 28, 2022 with 12 months’ prior written notice and payment of a termination fee equal to \$281,309. JA Mitsui’s lease does not contain any renewal options.

*eClerx LLC* (5,646 sq. ft.; 4.4% of NRA; 4.8% of U/W Base Rent) eClerx LLC (National Stock Exchange of India (NSE): ECLERX) (“eClerx”) is a publicly traded knowledge process outsourcing firm founded in 2000 and headquartered in Mumbai, India with over 6,000

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Collateral Asset Summary – Loan No. 3

## 286 Madison Avenue

**Cut-off Date Balance:** \$60,000,000  
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**U/W NCF DSCR:** 1.85x  
**U/W NOI Debt Yield:** 7.4%

employees globally. The company provides specialized technical consulting services in the financial, entertainment and technology fields. The 286 Madison Property is one of the company's two sales offices in the United States. As of July 8, 2016, the company had a market capitalization of approximately \$956.2 million.

eClerx occupies 5,646 sq. ft. on the entire 14<sup>th</sup> floor at the 286 Madison Avenue Property, has been in occupancy since November 2012 and has one, five-year renewal option remaining and no termination options.

**The Market.** The 286 Madison Avenue Property is located within the Midtown Class B office submarket within the greater New York City office market. As of 2Q 2016, the Midtown Class B office submarket contained 563 properties totaling approximately 67.0 million sq. ft. with an overall vacancy rate of 7.1%. The 286 Madison Avenue Property is further categorized within the Grand Central Class B office micro-submarket within the overall Midtown Class B office submarket. As of 2Q 2016, the Grand Central Class B office micro-submarket contained 54 properties totaling approximately 5.4 million sq. ft. with an overall vacancy rate of 5.4%. According to the appraiser, the 286 Madison Avenue Property's tenants are subject to leases that are on average approximately 16.0% below market. The primary competitive set as determined by the appraiser for the 286 Madison Avenue Property is presented in the following chart.

286 Madison Avenue Property Competitive Set <sup>(1)</sup>							
Name	286 Madison Avenue Property <sup>(2)</sup>	270 Madison Avenue	275 Madison Avenue	292 Madison Avenue	529 Fifth Avenue	535 Fifth Avenue	545 Fifth Avenue
Building Sq. Ft.	128,244	198,563	295,000	178,097	237,408	255,455	150,860
Occupancy	86.6%	100.0%	88.4%	79.2%	98.9%	98.1%	86.0%
Rent PSF	\$57.37	NAV	\$60.00 - \$70.00	\$62.00	\$63.00	NAV	\$52.00 - \$59.00

(1) Source: Appraisal.

(2) Based on the August 1, 2016 underwritten rent roll.

### Cash Flow Analysis.

Cash Flow Analysis							
	2013	2014	2015	T-12 5/31/2016	In-Place <sup>(1)</sup>	U/W	U/W PSF
Base Rent	\$5,230,846	\$5,618,788	\$5,370,460	\$5,450,410	\$6,133,323	\$6,133,323	\$47.83
Base Rent Steps <sup>(2)</sup>	0	0	0	0	0	239,474	1.87
Value of Vacant Space	0	0	0	0	0	1,006,732	7.85
<b>Gross Potential Rent</b>	<b>\$5,230,846</b>	<b>\$5,618,788</b>	<b>\$5,370,460</b>	<b>\$5,450,410</b>	<b>\$6,133,323</b>	<b>\$7,379,529</b>	<b>\$57.54</b>
Total Recoveries	1,177,933	999,823	1,315,810	1,218,114	1,167,935	1,167,935	9.11
Total Other Income	69,432	17,469	34,291	12,786	12,786	12,786	0.10
Less: Vacancy <sup>(3)</sup>	0	0	0	0	0	(1,006,732)	(7.85)
<b>Effective Gross Income</b>	<b>\$6,478,211</b>	<b>\$6,636,080</b>	<b>\$6,720,561</b>	<b>\$6,681,310</b>	<b>\$7,314,043</b>	<b>\$7,553,517</b>	<b>\$58.90</b>
Total Operating Expenses	2,669,508	2,933,473	2,976,388	3,051,505	3,126,805	3,133,989	24.44
<b>Net Operating Income</b>	<b>\$3,808,703</b>	<b>\$3,702,607</b>	<b>\$3,744,173</b>	<b>\$3,629,805</b>	<b>\$4,187,239</b>	<b>\$4,419,529</b>	<b>\$34.46</b>
TI/LC	0	0	0	0	128,244	128,244	1.00
Capital Expenditures	0	0	0	0	25,649	25,649	0.20
<b>Net Cash Flow</b>	<b>\$3,808,703</b>	<b>\$3,702,607</b>	<b>\$3,744,173</b>	<b>\$3,629,805</b>	<b>\$4,033,346</b>	<b>\$4,265,636</b>	<b>\$33.26</b>

(1) In-Place represents annualized rents per the underwritten rent roll dated August 1, 2016 and is based on leases in-place with no vacancy adjustment, contractual tenant reimbursements per the leases, T-12 other income and U/W expenses and capital items.

(2) U/W Rent Steps are based on contractual rent steps through September 1, 2017.

(3) U/W Vacancy represents 11.8% of gross rental income inclusive of Total Recoveries and exclusive of Total Other Income and is based on 100.0% of the Value of Vacant Space.

**Property Management.** The 286 Madison Avenue Property is managed by APF Properties LLC, an affiliate of the borrowers.

**Lockbox / Cash Management.** The 286 Madison Avenue Loan is structured with a hard lockbox and springing cash management. All rents and other payments are required to be deposited directly by the tenants into a clearing account controlled by lender. Provided no Cash Management Period (as defined below) is continuing, all funds in the clearing account will be transferred on a daily basis into the borrowers' operating account. Upon the occurrence of a Cash Management Period, all amounts on deposit in the clearing account will be transferred on a daily basis into a deposit account controlled by lender and disbursed in accordance with the 286 Madison Avenue Loan documents.

A "Cash Management Period" will occur (i) upon an event of default or (ii) commencing on July 29, 2017, if the debt yield falls below 6.65% (until such time that the debt yield is at least 6.9% for two consecutive quarters).

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New York, NY 10017

Collateral Asset Summary – Loan No. 3

## 286 Madison Avenue

<b>Cut-off Date Balance:</b>	\$60,000,000
<b>Cut-off Date LTV:</b>	54.5%
<b>U/W NCF DSCR:</b>	1.85x
<b>U/W NOI Debt Yield:</b>	7.4%

**Initial Reserves.** At loan closing, the borrowers deposited (i) \$13,250,000 into an earnout reserve account, (ii) \$2,600,000 into a TI/LC reserve account, (iii) \$132,471 into a free rent reserve account, (iv) \$42,011 into an outstanding TI/LC reserve account, (v) \$300,000 into a tax reserve account and (vi) \$25,300 into a required repairs reserve account, which represents 110% of the estimated costs.

Provided no default has occurred and is continuing, the borrowers may request disbursement of the earnout reserve, provided, among other things, the 286 Madison Avenue Property is generating a minimum Underwritten Net Cash Flow (as defined below) debt yield of 7.50%.

For purposes of the earnout reserve, “Underwritten Net Cash Flow” is defined as (A) annualized in-place contractual rents from retail tenants open for business and office tenants in occupancy (in each case including tenants which satisfy the foregoing open for business or occupancy requirements including those tenants that are currently benefiting from rent abatement periods of no more than 12 months, entered into on a commercially reasonable basis), based on the rent roll most recently delivered to lender (together with any leases entered into since the previously delivered rent roll) prior to the applicable date of calculation, and including increases in rents which become effective within six months of the date of such calculation, excluding rents (w) from tenants who have given notice of their intention to vacate their leased premises or have declined to renew their lease (provided that such exclusion of rents shall apply for a maximum of 12 months prior to the expiration of such lease), (x) from tenants that have “gone dark” in the applicable leased premises, unless such premises have been sublet in accordance with the applicable lease and each subtenant is in occupancy and paying rent, (y) from tenants that have filed for bankruptcy or commenced any insolvency proceeding or (z) from tenants that are currently holding over beyond the term of their lease (provided, however, no adjustment to net operating income will be made for market vacancies or free rent periods pursuant to leases entered into in accordance with the 286 Madison Avenue Loan documents), minus (B) (I) the actual trailing 12-month expenses, adjusted for actual real estate taxes, insurance premiums and the greater of (i) contractual management fees under the management agreement and (ii) 3.0% of gross revenues and (II) approximately \$25,649 per annum for replacement reserves and approximately \$128,244 per annum for tenant improvements and leasing commissions.

Pursuant to the 286 Madison Avenue Loan documents, for the purpose of determining whether the earnout reserve minimum debt yield has been satisfied, “Underwritten Net Cash Flow Debt Yield” means the Underwritten Net Cash Flow divided by the outstanding principal balance of the 286 Madison Avenue Loan minus any undisbursed amounts held by lender on account of the earnout reserve.

**Ongoing Reserves.** On a monthly basis, the borrowers are required to deposit reserves of (i) 1/12 of the estimated annual real estate taxes, which currently equates to \$132,000, into a tax reserve account, (ii) unless an acceptable blanket insurance policy is in place, 1/12 of the estimated insurance premiums into an insurance account, (iii) \$2,137 into a replacement reserve account and (iv) upon the initial TI/LC reserve balance of \$2,600,000 falling below \$500,000, borrowers are required to deposit \$10,687 into a TI/LC reserve account, subject to a cap of \$500,000.

**Current Mezzanine or Subordinate Indebtedness.** None.

**Future Mezzanine or Subordinate Indebtedness Permitted.** None.



<b>Cut-off Date Balance:</b>	<b>\$60,000,000</b>
<b>Cut-off Date LTV:</b>	<b>54.5%</b>
<b>U/W NCF DSCR:</b>	<b>1.85x</b>
<b>U/W NOI Debt Yield:</b>	<b>7.4%</b>

