

Mortgage Loan No. 3 — Courtyard Midtown East



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Mortgage Loan Information

Mortgage Loan Seller:	Column
Original Principal Balance:	\$86,000,000
Cut-off Date Principal Balance:	\$86,000,000
% of Pool by IPB:	7.1%
Loan Purpose:	Refinance
Borrowers:	DiamondRock Manhattan/Midtown East Tenant, LLC; DiamondRock Manhattan/Midtown East Owner, LLC
Sponsor:	DiamondRock Hospitality Limited Partnership
Interest Rate:	4.4000%
Note Date:	7/18/2014
Maturity Date:	8/6/2024
Interest-only Period:	23 months
Original Term:	120 months
Original Amortization:	360 months
Amortization Type:	IO-Balloon
Call Protection:	L(31),Def(79),O(10)
Lockbox⁽¹⁾:	Springing
Additional Debt:	No
Additional Debt Balance:	N/A
Additional Debt Type:	N/A
Additional Future Debt Permitted:	No

Escrows and Reserves⁽⁴⁾

	Initial	Monthly	Initial Cap
Taxes:	\$419,059	\$259,429	N/A
Insurance:	\$0	Springing	N/A
FF&E Reserves:	\$0	4% of total gross revenue from calendar month	N/A
Seasonality Reserve:	\$120,000	\$60,000	N/A

Sources and Uses

Sources	Proceeds	% of Total
Mortgage Loan	\$86,000,000	100.0%
Total Sources	\$86,000,000	100.0%

Property Information

Single Asset / Portfolio:	Single Asset
Title⁽²⁾:	Fee & Leasehold
Property Type - Subtype:	Hotel - Select Service
Net Rentable Area (Rooms):	317
Location:	New York, NY
Year Built / Renovated:	1966 / 2013
Occupancy/ADR/RevPar⁽³⁾:	91.2%/\$284.92/\$259.76
Occupancy Date/ADR/RevPar Date:	11/30/2014
Number of Tenants:	N/A
2011 NOI:	\$8,872,447
2012 NOI:	\$9,635,308
2013 NOI:	\$8,567,625
TTM NOI (as of 11/2014):	\$11,090,137
UW Economic Occupancy/ADR/RevPar⁽³⁾:	91.2%/\$284.92/\$259.76
UW Revenues:	\$31,050,256
UW Expenses:	\$19,960,119
UW NOI:	\$11,090,137
UW NCF:	\$9,383,611
Appraised Value / Per Room:	\$148,000,000/ \$466,877
Appraisal Date:	6/10/2014

Financial Information

Cut-off Date Loan / Room:	\$271,293
Maturity Date Loan / Room:	\$230,605
Cut-off Date LTV:	58.1%
Maturity Date LTV:	49.4%
UW NCF DSCR:	1.82x
UW NOI Debt Yield:	12.9%

Uses	Proceeds	% of Total
Return of Equity	\$42,207,148	49.1%
Payoff Existing Debt	41,320,000	48.0
Closing Costs	1,933,793	2.2
Upfront Reserves	539,059	0.6
Total Uses	\$86,000,000	100.0%

(1) For a more detailed description of Lockbox, please refer to "Lockbox / Cash Management" below.

(2) For a more detailed description of title, please refer to "Air Rights Lease" below.

(3) Occupancy and UW Economic Occupancy represents the occupancy for the trailing twelve months ending November 30, 2014.

(4) For a more detailed description of Escrows and Reserves, please refer to "Escrows and Reserves" below.

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The Loan. The Courtyard Midtown East loan is secured by a first mortgage lien on the fee and leasehold interest in a 317-room select service hotel located in New York, New York, and consists of a condominium interest in a building that has four condominium units. The loan has an outstanding principal balance of \$86.0 million and a maturity date of August 6, 2024. The loan has a 10-year term and, subsequent to a 23 month interest-only period, will amortize on a 30-year schedule.

The Borrowers. The borrowing entities for the loan are comprised of DiamondRock Manhattan/Midtown East Tenant, LLC and DiamondRock Manhattan/Midtown East Owner, LLC, each of which is a Delaware limited liability company and a special purpose entity. The dual borrower structure is designed to allow the operating entity to pay rent to the owner, which income qualifies as rents from real properties for tax purposes. The borrowers have a 47.7% ownership interest in the condominium, and therefore do not have a controlling interest in the condominium regime. However, the condominium documents require all major actions that affect any condominium unit to be consented to by the permitted mortgagee of the affected units. In addition, all insurance maintained on the property must cover the interest of any permitted mortgagee.

The Sponsor. The loan sponsor and non-recourse carve out guarantor is the operating partnership, and wholly owned subsidiary, of DiamondRock Hospitality Limited Partnership (“DRH”), (NYSE: DRH), a publicly traded real estate investment trust. DRH is a lodging-focused real estate investment trust that owns a portfolio of premium hotels and resorts. DRH was founded in 2004, went public in 2005, and is headquartered in Bethesda, Maryland. As of June 27, 2014, DRH had a market capitalization of \$2.54 billion. DRH’s portfolio is concentrated in key gateway cities and in destination resort locations and is operated under leading global lodging brand companies Marriott International, Inc. (“Marriott”), Starwood Hotels & Resorts Worldwide, Inc. (“Starwood”), and Hilton Worldwide (“Hilton”). As of December 31, 2013, DRH owned 26 hotels with 11,121 guest rooms. The New York City hotels include the property, The Lexington Hotel New York located at 511 Lexington Avenue, the Courtyard Manhattan/Fifth Avenue located at 3 East 40th Street, and the Hilton Garden Inn Chelsea located at 121 West 28th Street. DRH maintains a capital structure with no corporate level debt, preferred equity, or convertible bonds, a \$200.0 million senior unsecured credit facility and significant balance sheet flexibility with no outstanding borrowings under its \$200 million senior unsecured credit facility as of March 31, 2014, as well as approximately half of its hotels being unencumbered by mortgage debt.

The Property. The property is a 317-room, renovated in 2013, select service hotel located at 866 Third Avenue, New York, NY 10022. The property consists of the condominium interest in the hotel portion of a 30-story midtown Manhattan, high-rise building. The property was built in 1966 and completed a major renovation between January 2013 and June 2013 at an estimated cost of \$9.25 million. Approximately \$8 million (\$25,000/room) was spent on a complete guestroom refresh program and new lobby bistro. Renovations included major lobby remodeling, renovation of a restaurant, a new rooftop HVAC unit, and guest room upgrades including new mattresses & box springs, new doors, new floor coverings, and bathtub refurbishment. Amenities at the hotel include valet parking and bellman, a restaurant, a fitness center, a business center, a valet dry-cleaning service, and a 420 SF meeting room. The renovation also included the conversion of meeting rooms into 5 additional guestrooms, resulting in a room mix of 126 double-queen, 158 king, 29 executive king, and 4 king suites. Most of the guestrooms range from between 340 and 425 SF, which is approximately 40% larger than the average New York City hotel room.

The Market. The property is located in the heart of midtown Manhattan’s Eastside, close to Madison Avenue and Fifth Avenue businesses, shopping and dining. Within walking distance from the hotel, guests will find Central Park, Saint Patrick’s Cathedral, Grand Central Station, Rockefeller Center, the Chrysler Building, Broadway shows and Radio City Music Hall. Nearby office properties include Citigroup’s headquarters, Bloomberg’s headquarters and JP Morgan’s headquarters. There are many renowned New York City restaurants in the property’s vicinity, providing guests with a large selection of nearby dining alternatives. Retail outlets available within a short walking distance of the property are varied and include Bloomingdale’s flagship store, haute couture shops on Fifth Avenue, including Saks Fifth Avenue and Tiffany’s, as well as high-end shops on Madison Avenue.

The property’s main entrance is located on 3rd Avenue, a one-way thoroughfare carrying northbound traffic. Local access to the property is further enhanced by the presence of the Lexington-53rd Street subway station, which provides access to the E and M lines, as well as the 51st Street subway station, which serves the 6 line. Air transportation in the New York City area is provided by three major airports: LaGuardia and John F. Kennedy (JFK) International Airports, which are located in the Borough of Queens, and Newark International Airport, which is located in Newark, New Jersey. LaGuardia is located approximately nine miles northeast

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of the property, while JFK is situated 17 miles to the southeast. Newark International Airport is located approximately 18 miles southwest of the property.

Historical Occupancy, ADR, RevPAR⁽¹⁾

Competitive Set				Courtyard Midtown East			Penetration Factor		
Year	Occupancy	ADR	RevPAR	Occupancy	ADR	RevPAR	Occupancy	ADR	RevPAR
2012	88.8%	\$224.19	\$199.14	86.7%	\$269.52	\$233.74	97.6%	120.22%	117.37%
2013	86.0%	\$229.83	\$197.65	82.2%	\$276.36	\$227.22	95.6%	120.25%	114.96%
TTM ⁽²⁾	92.5%	\$238.00	\$220.21	91.2%	\$285.48	\$260.26	98.6%	119.95%	118.19%

(1) Data provided by Smith Travel Research. The competitive set contains the following properties: Autograph Collection. The Lexington New York City, Double Tree New York City Metropolitan Hotel. The Roosevelt Hotel and Hilton Manhattan East.

(2) TTM represents the trailing twelve month period ending November 30, 2014.

Competitive Hotels Profile⁽¹⁾

Property	2013 Estimated Market Mix						2013 Estimated Market Statistics		
	Rooms	Year Built	Meeting Space (SF)	Transient	Meeting & Group	Leisure	Occupancy	ADR	RevPAR
Courtyard Midtown East	317	1966	420	60%	10%	30%	82.3%	\$276.04	\$227.30
DoubleTree by Hilton Metropolitan	764	1962	12,000	45%	30%	25%	97.0%	\$244.00	\$236.68
Marriott New York East Side	646	1923	21,000	55%	30%	15%	87.0%	\$303.00	\$263.61
Affinia 50	209	1964	None	55%	10%	35%	65.0%	\$270.00	\$175.50
Renaissance Hotel 57	204	1940	4,608	50%	10%	40%	85.0%	\$297.00	\$252.45
Residence Inn by Marriott Midtown East ⁽²⁾	211	1972	1,320	55%	10%	35%	84.0%	\$297.00	\$249.48
W New York	694	1926	8,868	50%	30%	20%	81.0%	\$318.00	\$257.58
Total⁽³⁾	2,728						85.8%	\$284.21	\$243.89

(1) Source: Appraisal.

(2) Partial year - reopened in February 2013.

(3) Excludes the subject property.

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Operating History and Underwritten Net Cash Flow

	2011	2012	2013	TTM ⁽¹⁾	Underwritten	Per Room ⁽²⁾	% of Total Revenue ⁽³⁾
Occupancy	83.3%	86.2%	82.3%	91.2%	91.2%		
ADR	\$262.93	\$269.49	\$276.04	\$284.92	\$284.92		
RevPAR	\$219.01	\$232.28	\$227.30	\$259.76	\$259.76		
Room Revenue	\$24,941,371	\$26,524,544	\$26,299,917	\$30,055,336	\$30,055,336	\$94,812	96.8%
Food and Beverage	802,188	855,451	589,159	665,387	665,387	\$2,099	2.1%
Other Department Revenues	244,833	215,507	256,199	329,533	329,533	\$1,040	1.1%
Total Revenue	\$25,988,392	\$27,595,502	\$27,145,275	\$31,050,256	\$31,050,256	\$97,950	100.0%
Room Expense	5,997,407	6,241,090	6,471,894	7,407,656	7,407,656	\$23,368	24.6%
Food and Beverage Expense	838,771	876,875	1,016,218	741,039	741,039	\$2,338	111.4%
Other Departmental Expenses	333,533	361,399	427,579	445,154	445,154	\$1,404	135.1%
Departmental Expenses	\$7,169,711	\$7,479,364	\$7,915,691	\$8,593,849	\$8,593,849	\$27,110	27.7%
Departmental Profit	\$18,818,681	\$20,116,138	\$19,229,584	\$22,456,407	\$22,456,407	\$70,840	72.3%
Operating Expenses	\$7,500,656	\$7,793,007	\$7,904,258	\$8,515,247	\$8,515,247	\$26,862	27.4%
Gross Operating Profit	\$11,318,025	\$12,323,131	\$11,325,326	\$13,941,160	\$13,941,160	\$43,978	44.9%
Fixed Expenses	2,445,578	2,687,823	2,757,701	2,851,023	2,851,023	\$8,994	9.2%
Net Operating Income	\$8,872,447	\$9,635,308	\$8,567,625	\$11,090,137	\$11,090,137	\$34,985	35.7%
FF&E ⁽⁴⁾	1,039,536	1,103,820	1,085,811	1,242,011	1,242,010	\$3,918	4.0%
Incentive Management Fee ⁽⁵⁾	-	0	0	0	464,516	\$1,465	1.5%
Net Cash Flow	\$7,832,911	\$8,531,488	\$7,481,814	\$9,848,126	\$9,383,611	\$29,601	30.2%

(1) TTM column represents the trailing twelve-month period ending on November 30, 2014.

(2) Per Room values based on 317 guest rooms.

(3) Percentage column for Room Expense, Food and Beverage Expense and Other Departmental Expenses is based on their corresponding revenue line item.

(4) The Manager is required to reserve 4.0% of Total Revenue in accordance with the Marriott management agreement.

(5) Incentive Management Fee is based on 25% of NOI after FF&E in excess of \$7,990,063.

Property Management. The property is managed by Courtyard Management Corporation (the “Manager”), a subsidiary of Marriott International, Inc. Marriott International, Inc. is a leading worldwide hospitality company that was organized as a corporation in 1997 and became a public company in 1998 (NASDAQ:MAR). Marriott International, Inc. operates, franchises, or licenses over 3,900 lodging properties in the United States and 74 countries and territories. Marriott International, Inc. operates and franchises hotels under 18 brands, including Marriott, JW Marriott, Renaissance, EDITION, Autograph Collection, Residence Inn, Courtyard, Towne Place Suites, Fairfield Inn, and Spring Hill Suites and reported revenues of over \$12 billion in fiscal year 2013. Marriott International, Inc. develops and operates vacation ownership resorts under the Marriott and Ritz-Carlton brands, operates executive apartments and conference centers, and provides furnished corporate housing through its Execu Stay by Marriott and Marriott Executive Apartments division. Named one of the “100 Best Companies to Work For” by Fortune for the 16th consecutive year in 2013, Marriott International, Inc. is headquartered in Bethesda, Maryland, and has approximately 325,000 employees.

The Manager manages the property under a 30-year management agreement with DiamondRock Manhattan/Midtown East Owner, LLC (“Owner”) that expires in December 2035, with two 10-year renewal options (at Manager’s option). Under this management agreement, the Manager receives a base management fee of 5.0%. In addition, the Manager receives an annual incentive management fee equal to 25% of net operation income above the “Owner’s Priority”, which is defined as 10.75% of the owner’s investment. In addition, the Manager is entitled to an annual incentive management fee equal to 25.0% of the amount by which the operating profit for such period exceeds the Owner’s Priority. As of November 2004, the Owner’s Priority was equal to approximately \$8.0 million. The Manager manages the property and has an incentive management fee structure, and there is no franchise agreement or franchise fee. The Manager executed a subordination, nondisturbance and attornment agreement with the lender with respect to the management agreement.

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Escrows and Reserves. At closing, the borrowers were required to deposit into escrow \$419,059 for a tax reserve and \$120,000 for a seasonality reserve.

Real Estate Tax Reserve and Condominium Association Reserves- Real estate taxes and condominium association assessments are paid directly by the Manager under the terms of its management agreement with Owner. Real estate tax and condominium association reserves are not escrowed while the property is managed by the Manager or a comparable replacement manager and are paid by such manager; however, the lender requires that the borrowers provide proof of full payment of real estate taxes five days prior to the date they are due through delivery of proof of payment acceptable to the lender or at the lender's request. In the event that the Manager or a comparable replacement manager is not managing the property or the Manager or such replacement manager is not maintaining reserves for real estate taxes or condominium association assessments, the borrowers will escrow for real estate taxes and condominium association assessments with the lender.

Insurance Reserve - DRH maintains a blanket policy covering its properties. Insurance reserves are not escrowed while the property is managed by the Manager or a comparable replacement manager and paid by such manager or, if part of Owner's portfolio, the property is covered under a blanket policy; however, the borrowers are required to provide proof of payment of insurance acceptable to the lender no later than five business days prior to when such payment is due.

FF&E Reserve - FF&E reserves are required to be collected by the Manager under the terms of its management agreement with Owner. FF&E reserves are not escrowed while the property is managed by the Manager or a comparable replacement manager and reserved by such manager; however, the borrowers, upon request of the lender (made no more frequently than once per calendar month), are required to deliver to the lender such accountings and reconciliations of such FF&E reserve as reasonably requested by the lender and/or an officer's certificate certifying to the lender to the best of the borrowers' knowledge the satisfaction of disbursement conditions with respect to such reserves as if such reserve was being held by the lender. In the event that the management agreement or a replacement management agreement with a comparable replacement manager is not in place at the property or such management agreement does not require a reserve for FF&E or such reserve is not subject to a control agreement reasonably acceptable to the lender, the lender will require a replacement reserve to be held with the lender.

Seasonality Reserve - At closing, the borrowers deposited into the seasonality reserve the sum of \$120,000, representing monthly deposits for July and August and, thereafter, will deposit for each of the months of September, October, November and December, the sum of \$60,000 until such time as \$360,000 has been deposited with the lender. Thereafter, each year the lender will determine within 60 days from the end of March, the required additional monthly deposits for July through December based on the cash flow shortfall during the months of January, February, and March assuming the next year's debt service requirements and a 1.10x debt service coverage ratio. Amounts on deposit in the seasonality reserve will be disbursed by the lender, upon written request of the borrower, for the payment of anticipated shortfalls in debt service on the forthcoming payment date in January, February and March. All sums remaining on deposit in the seasonality reserve will be disbursed to the borrower on the payment date in April of each calendar year, provided no event of default under the mortgage loan documents is then continuing.

Lockbox / Cash Management. The Loan is structured with a springing Lockbox. (i) At any time the property is not managed by a third party manager pursuant to the management agreement or a replacement third party management agreement, the borrowers will be required to establish and maintain a segregated eligible account (the "Lockbox Account") with a lockbox bank in trust for the benefit of the lender, which Lockbox Account will be under the sole dominion and control of the lender. (ii) For so long as the management agreement or a replacement third party management agreement with a comparable replacement manager is in effect at the property, the borrowers will be required to cause all revenues from property to be collected by the Manager or such replacement manager and deposited into accounts maintained by such manager at eligible institutions. The borrowers are required to cause the Manager or such replacement manager to agree in writing to cause all amounts required to be distributed to the borrowers pursuant to the management agreement or the replacement third party management agreement to be deposited into the cash management account. All such deposits are required to be made no less frequently than once per month.

All funds on deposit in the cash management account during the continuance of an event of default under the mortgage loan documents may be applied by the lender in such order and priority as the lender determines. Any excess cash flow reserve funds

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remaining after the debt has been paid in full or the loan has been defeased will be paid to the borrower's (or at the borrowers' option, applied to the loan as part of such repayment).

Air Rights Lease. An air rights lease was entered into by Max and Milton Vanger and 870 Third Corp. in August 1964 in order to prevent the construction of another building along the Courtyard Midtown East's western façade. The air rights lease has a current rent of \$15,000 per annum and expires on July 31, 2041, subject to two 25-year renewal options. Rent for the renewal options is the greater of \$15,000 per annum or 3-1/3% of the land value.