# Mortgage Loan No. 8 – Interventure Industrial Portfolio





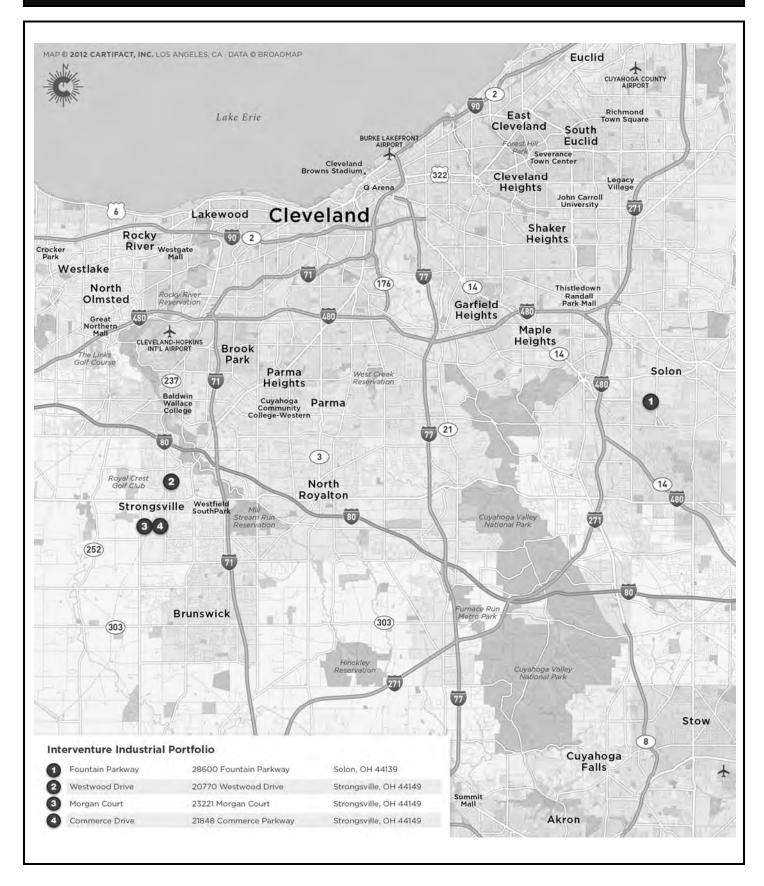








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Mortgage Loa	an Information
Mortgage Loan Seller:	JPMCB
Original Principal Balance:	\$30,000,000
Cut-off Date Principal Balance:	\$30,000,000
% of Pool by IPB:	2.6%
Loan Purpose:	Refinance
Borrower:	Cleveland Owner Corp.
Sponsor:	Prism Industrial Holdings LLC
Interest Rate:	5.59400%
Note Date:	3/12/2012
Maturity Date:	4/1/2022
Interest-only Period:	None
Original Term:	120 months
Original Amortization:	300 months
Amortization Type:	Balloon
Call Protection:	L(24),Grtr1%orYM(92),O(4)
Lock Box:	Hard
Additional Debt:	N/A
Additional Debt Balance:	N/A
Additional Debt Type:	N/A

Property Information						
Single Asset/Portfolio:	Portfolio					
Title:	Fee					
Property Type - Subtype:	Industrial - Various					
Net Rentable Area (SF):	788,292					
Location:	Various, OH					
Year Built/Renovated:	Various / N/A					
Occupancy <sup>(1)</sup> :	90.4%					
Occupancy Date:	1/1/2012					
Number of Tenants <sup>(1)</sup> :	5					
2009 NOI:	\$3,779,964					
2010 NOI:	\$3,755,840					
2011 NOI:	\$3,514,549					
UW Economic Occupancy:	90.0%					
UW Revenues <sup>(2)</sup> :	\$4,156,484					
UW Expenses:	\$1,058,122					
UW NOI <sup>(2)</sup> :	\$3,098,362					
UW NCF <sup>(2)</sup> :	\$2,829,670					
Appraised Value:	\$41,500,000					
Appraisal Date:	1/5/2012					

Escrows and Reserves <sup>(3)</sup>									
Initial Monthly Initial Cap									
Taxes:	\$184,271	\$62,318	N/A						
Insurance:	\$8,515	\$1,064	N/A						
Replacement Reserves:	\$6,575	\$6,575	N/A						
TI/LC:	\$16,667	\$16,667	Springing						
Other:	\$1,903,473	\$16,667	Springing						

Financial Information						
Cut-off Date Loan/SF:	\$38					
Maturity Date Loan/SF:	\$29					
Cut-off Date LTV:	72.3%					
Maturity Date LTV:	55.2%					
UW NCF DSCR:	1.27x					
UW NOI Debt Yield:	10.3%					

<sup>(1)</sup> Occupancy and Number of Tenants includes aNETorder, Inc. which recently went dark at the property. aNETorder, Inc., which represents approximately 12.7% of the net rentable area of the portfolio, has been paying rent and has notified the borrower that it intends to remain in compliance with its obligations under the lease. Excluding aNETorder, Inc.'s space, the portfolio is 77.7% physically occupied.

**The Loan.** The Interventure Industrial Portfolio loan has an outstanding principal balance of \$30.0 million and is secured by first mortgage liens on four industrial properties totaling approximately 788,292 square feet located in suburban Cleveland, Ohio. The loan proceeds, along with the borrower's equity contribution of approximately \$5.0 million, were used to refinance previously existing debt, net of outstanding reserves, of \$32.2 million, fund upfront reserves of approximately \$2.1 million and pay closing costs of \$654,141. The loan is structured as a Shari'ah compliant loan to comply with Islamic law. For further detail regarding this structure, please refer to "Shari'ah Compliant Loans" in the Free Writing Prospectus.

The Borrower. The borrowing entity for the loan is Cleveland Owner Corp., a Delaware corporation and special purpose entity.

**The Sponsor.** Interventure Advisors LP ("Interventure") is acting as advisor for the borrower and nonrecourse carve-out guarantor, Prism Industrial Holdings LLC. Interventure, launched in 2010, is a privately held advisory firm headquartered in New York City that manages approximately 26 million square feet of office, warehouse, industrial and residential properties across the United States. Prism is indirectly owned by two trusts, the beneficiaries of which are certain high net worth individuals and/or families. As of year end 2011, Prism reported total assets of approximately \$831.3 million and total liabilities of \$582.7 million, resulting in member's equity of \$248.7 million.

**The Properties.** The Interventure Industrial Portfolio consists of four properties totaling approximately 788,292 square feet, with uses consisting of warehouse/distribution and flex, and are all located in Ohio. Three of the properties are located within a three mile radius of each other in Strongsville, Ohio, approximately 25 miles southwest of Cleveland, and the fourth property is located in Solon, Ohio, approximately 21 miles southeast of Cleveland. The properties were constructed between 1989 and 2005 and range in size from 142,052 to 246,140 square feet. The properties are 90.4% leased and 77.7% physically occupied by four tenants.

<sup>(2)</sup> UW Revenues, UW NOI and UW NCF include contractual rent due under aNETorder, Inc.'s lease.

<sup>(3)</sup> For a full description of Escrows and Reserves, please refer to the "Escrows and Reserves" section herein.

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According to the appraiser, the Fountain Parkway property is located in the Solon/Glenwillow submarket, which as of the third quarter of 2011 had an industrial vacancy of 8.0% with asking rents ranging from \$2.45 to \$6.00 per square foot. According to the appraiser, the three remaining properties are located in the Strongsville submarket, which as of the third quarter of 2011 had an industrial vacancy rate of 5.0% with current asking rents ranging from \$2.50 to \$6.50 per square foot. The loan is structured so that no individual property can be released from the collateral of the loan.

Property Summary								
Property	Property Subtype	Location	Allocated Loan Amount	Net Rentable Area (SF)	% Leased	Occupancy	Year Built	
Fountain Parkway	Flex	Solon, Ohio	\$10,843,373	224,600	100.0%	100.0%	1998	
Westwood Drive	Warehouse/Distribution	Strongsville, Ohio	9,397,590	246,140	100.0%	100.0%	1989	
Morgan Court	Flex	Strongsville, Ohio	5,349,398	175,500	56.9% <sup>(1)</sup>	0.0% <sup>(1)</sup>	2005	
Commerce Drive	Warehouse/Distribution	Strongsville, Ohio	4,409,639	142,052	100.0%	100.0%	2002	
Total/Weighted Ave	erage		\$30,000,000	788,292	90.4%	77.7%		

<sup>(1)</sup> Sole tenant at Morgan Court, aNETorder, recently went dark. aNETorder has notified the borrower that it intends to remain in compliance with its obligations under the lease.

**Fountain Parkway.** Located in Solon, Ohio, the Fountain Parkway property was constructed in 1998 with a total of 224,600 square feet and is 100% occupied by a single tenant, Arrow Electronics (NYSE: ARW). The property was built-to-suit for Arrow Electronics which has been in occupancy since construction and has a lease expiration of January 31, 2016. Arrow Electronics, a global provider of products, services and solutions to industrial and commercial users of electronic components and enterprise computing solutions, uses this facility as a regional distribution center. Arrow Electronics has a market capitalization of \$4.7 billion based on a market share price of \$42.04 as of April 2, 2012. Of the total property square footage, approximately 12.7%, or 28,560 square feet, is used as office space. The improvements include 16 loading docks, one of which is a drive-in dock, and approximately 24 foot clear ceiling heights.

Westwood Drive. Located in Strongsville, Ohio, the Westwood Drive property was constructed in 1989 with a total of 246,140 square feet and is 100% occupied by a single tenant, Archway. The property was built-to-suit for a company that Archway acquired in 2009. Archway recently renewed its lease for five years and has a lease expiration of July 31, 2016. Archway, a provider of outsourced marketing supply chain services to business-to-business and business-to-consumer companies in the United States and Canada, uses this facility as a regional distribution center. Of the total property square footage, approximately 6.4%, or 15,785 square feet, is used as office space. The improvements include 23 loading docks, three of which are drive-in docks, and approximately 14 to 33 foot clear ceiling heights.

**Morgan Court.** Located in Strongsville, Ohio, the Morgan Court property was constructed in 2005 and is 56.9% leased, however, the property is currently unoccupied. The sole tenant at the property, aNETorder, Inc. ("aNETorder") which leases 99,875 of the 175,500 square feet, recently went dark. aNETorder has lease expirations of February 28, 2014 for 27.8% of the net rentable area and July 31, 2016 for 29.1% of the net rentable area. Despite the fact that it is no longer in occupancy, aNETorder has informed the borrower that it intends to remain in compliance with its obligations under the lease. At closing the borrower escrowed \$1.7 million, which represents the remaining rent and reimbursement payments due through expiration under aNETorder's lease and continues to pay rent. The borrower may obtain disbursements from the escrow upon satisfaction of conditions which are further described in the "Escrows and Reserves" section below. Of the total property square footage, approximately 16.2%, or 28,462 square feet, is used as office space. The improvements include 15 loading docks, two of which are drive-in docks, and approximately 32 foot clear ceiling heights.

Commerce Drive. Located in Strongsville, Ohio, the Commerce Drive property was constructed in 2002 with a total of 142,052 square feet and is 100% occupied by two tenants. The property is 70.5% occupied by Keefe Supply Company and 29.5% occupied by Magna Seating. Keefe Supply Company is the nation's leading supplier of food products, personal care products and electronics to prison and jail commissaries. Keefe Supply Company recently renewed its lease for five years and has a lease expiration of November 30, 2016. Magna Seating is a leader in the development and manufacture of high quality complete seating systems, seat structure and mechanism solutions as well as foam and trim products for the global automotive industry and has a lease expiration of January 31, 2015. Of the total property square footage, approximately 9.1%, or 12,876 square feet, is used as office space. The improvements include 28 loading docks, four of which are drive-in docks, and approximately 24 foot clear ceiling heights.

Historical and Current Occupancy							
2009	2010 <sup>(1)</sup>	2011	Current <sup>(2)</sup>				
100.0%	90.4%	90.4%	90.4%				

 <sup>(1) 2010</sup> Occupancy is not average occupancy. It represents the occupancy as of December 31, 2010.
 (2) Current Occupancy is as of January 1, 2012 and includes aNETorder which recently went dark at the property. aNETorder has been paying rent and notified the borrower that it intends to remain in compliance with its obligations under the lease. Excluding aNETorder's

space, the portfolio is 77.7% physically occupied.

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Tenant Summary <sup>(1)</sup>								
Net Ratings <sup>(2)</sup> Rentable % of Base Rent Tenant Property Name Moody's/S&P/Fitch Area (SF) Total NRA PSF Lease Type								
Archway	Westwood Drive	NA / NA / NA	246,140	31.2%	\$3.90	NN <sup>(3)</sup>	7/31/2016 <sup>(4)</sup>	
Arrow Electronics	Fountain Parkway	Baa3 / BBB- / BBB-	224,600	28.5%	\$6.50	NNN	1/31/2016	
Keefe Supply Company	Commerce Drive	NA / NA / NA	100,172	12.7%	\$3.75	NNN	11/30/2016	
aNETorder, Inc. <sup>(5)</sup>	Morgan Court	NA / NA / NA	99,875	12.7%	\$4.58	NNN	7/31/2016 <sup>(6)</sup>	
Magna Seating	Commerce Drive	Baa2 / BBB+ / NA	41,880	5.3%	\$5.15	NNN	1/31/2015	

<sup>(1)</sup> Based on the underwritten rent roll.

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(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) Tenant is responsible for all common area maintenance and insurance expenses but only pays tax expenses above the amount paid in the base year of the lease.
(4) Archway has the right to terminate its lease on or after July 31, 2014 with nine months notice subject to a termination fee of \$142,650.
(5) aNETorder recently went dark at the property. aNETorder has notified the borrower that it intends to remain in compliance with its obligations under the lease.
(6) aNETorder has multiple leases at the property and the lease expiration date listed above reflects the expiration date of the largest space that aNETorder occupies. In total, aNETorder has 48,875 square feet expiring on February 28, 2014 and 51,000 square feet expiring on July 31, 2016.

				Lease Rollov	er Schedule <sup>(1)</sup>				
Year	Number of Leases Expiring	Net Rentable Area Expiring	% of NRA Expiring	Base Rent Expiring	% of Base Rent Expiring	Net Rentable Area Expiring	Cumulative % of NRA Expiring	Cumulative Base Rent Expiring	Cumulative % of Base Rent Expiring
Vacant	NAP	75,625	9.6%	NAP	NAP	75,625	9.6%	NAP	NAP
2012 & MTM	0	0	0.0	\$0	0.0%	75,625	9.6%	\$0	0.0%
2013	0	0	0.0	0	0.0	75,625	9.6%	\$0	0.0%
2014	1	48,875	6.2	223,848	6.5	124,500	15.8%	\$223,848	6.5%
2015	1	41,880	5.3	215,682	6.2	166,380	21.1%	\$439,530	12.7%
2016	4	621,912	78.9	3,029,071	87.3	788,292	100.0%	\$3,468,601	100.0%
2017	0	0	0.0	0	0.0	788,292	100.0%	\$3,468,601	100.0%
2018	0	0	0.0	0	0.0	788,292	100.0%	\$3,468,601	100.0%
2019	0	0	0.0	0	0.0	788,292	100.0%	\$3,468,601	100.0%
2020	0	0	0.0	0	0.0	788,292	100.0%	\$3,468,601	100.0%
2021	0	0	0.0	0	0.0	788,292	100.0%	\$3,468,601	100.0%
2022	0	0	0.0	0	0.0	788,292	100.0%	\$3,468,601	100.0%
2023 & Beyond	0	0	0.0	0	0.0	788,292	100.0%	\$3,468,601	100.0%
Total	6	788,292	100.0%	\$3,468,601	100.0%	_	<u> </u>	_	

<sup>(1)</sup> Based on the underwritten rent roll.

Operating History and Underwritten Net Cash Flow								
	2009	2010	2011	Underwritten	Per Square Foot	% <sup>(1)</sup>		
Rents in Place	\$3,846,922	\$3,635,950	\$3,720,311	\$3,468,601	\$4.40	75.1%		
Vacant Income	0	0	0	359,219	0.46	7.8		
Gross Potential Rent	\$3,846,922	\$3,635,950	\$3,720,311	\$3,827,819	\$4.86	82.9%		
Total Reimbursements	1,121,734	1,136,476	770,974	790,359	1.00	17.1		
Net Rental Income	\$4,968,656	\$4,772,426	\$4,491,285	\$4,618,178	\$5.86	100.0%		
(Vacancy/Credit Loss)	0	0	0	(461,694)	(0.59)	(10.0)		
Other Income	0	0	38,543	0	0.00	0.0		
Effective Gross Income	\$4,968,656	\$4,772,426	\$4,529,828	\$4,156,484	\$5.27	90.0%		
Total Expenses	\$1,188,692	\$1,016,586	\$1,015,279	\$1,058,122	\$1.34	25.5%		
Net Operating Income	\$3,779,964	\$3,755,840	\$3,514,549	\$3,098,362	\$3.93	74.5%		
Total TI/LC, Capex/RR	0	0	0	268,691	0.34	6.5		
Net Cash Flow	\$3,779,964	\$3,755,840	\$3,514,549	\$2,829,670	\$3.59	68.1%		

<sup>(1)</sup> Percentage column represents percent of Net Rental Income for all revenue lines and represents percent of Effective Gross Income for the remainder of fields.

Property Management. The properties will be managed by Colliers Ostendorf-Morris, a third party management firm that is not affiliated with the sponsor.

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Escrows and Reserves. At closing, the borrower was required to deposit \$1,700,000 into escrow for the aNETorder reserve, which represents the remaining rent and reimbursement payments due through expiration under aNETorder's lease, and \$186,806 for required repairs at the properties. The borrower was also required to deposit \$184,271 for real estate taxes and \$8,515 for insurance in escrow at loan origination, and is required to escrow 1/12 of the annual estimated tax and insurance payments monthly, which currently amounts to \$62,318 and \$1,064, respectively. At origination and on a monthly basis thereafter, the borrower is required to deposit in escrow \$16,667 to the tenant improvement/leasing commission reserve, \$16,667 to the debt service reserve and \$6,575 to the replacement reserve. The tenant improvement/leasing commission reserve and the debt service reserve have caps that are subject to change based upon the occurrence of events outlined in the loan documents. Provided that no event of default is occurring or continuing under the loan documents, the lender is required to make disbursements from the aNETorder Reserve Fund as follows (i) on every payment date, an amount equal to monthly rent and reimbursements payable by aNETorder under its lease is required to be deposited in the cash management account and applied in the same manner as rents until \$600,000 has been deposited in the cash management account and (ii) all remaining amounts in the aNETorder reserve fund are required to be disbursed to the borrower when the entire aNETorder space is occupied by aNETorder, one or more replacement tenants reasonably approved by the lender and/or one or more subleases reasonably approved by lender. In order to disburse remaining funds in the aNETorder reserve fund to borrower as result of satisfaction of (ii) above, lender must receive an acceptable estoppel certificate as detailed in the loan documents. The borrower is entitled to partial disbursements for leases of subleases of not less than 25,000 square feet, which satisfy the requirements above in an amount equal to \$1,100,000 multiplied by the proportion of aNETorder space demised pursuant to such lease or sublease.

Lock Box / Cash Management. The loan is structured with a Hard lockbox and in-place cash management. The borrower was required to send tenant direction letters to all tenants instructing them to deposit all rents and payments into the lockbox account controlled by the lender. All funds in the lockbox account are swept daily to a cash management account under the control of the lender and disbursed during each interest period of the loan term in accordance with the loan documents. In the event (i) the DSCR based on the immediately preceding trailing three month period falls below 1.10x, (ii) there is an event of default under the loan documents, (iii) the borrower or property manager becomes the subject of a bankruptcy, insolvency or similar action, (iv) on April 1, 2015 unless (a) the property is 72.0% occupied by tenants pursuant to leases expiring on or after January 1, 2021 and otherwise satisfying the requirements set forth in the loan documents and (b) the lender has received an acceptable estoppel from each tenant or (v) on April 1, 2020 unless (a) the property is 72.0% occupied by tenants pursuant to leases expiring on or after January 1, 2026 and otherwise satisfying the requirements set forth in the loan documents and (b) the lender has received an acceptable estoppel from each tenant, then all excess cash shall be swept and held as additional collateral for the loan.