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2015 00135825
Bk: 65907 Pg: 441 Doc: DEED
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QUITCLAIM DEED

THE CITY OF CAMBRIDGE, a municipal corporation duly organized and existing pursuant to the laws of the Commonwealth of Massachusetts and having an address of 795 Massachusetts Avenue, Cambridge, Massachusetts (the "Grantor"), in, consideration of Two Million Ten Thousand and 00/100 Dollars (\$2,010,000.00) paid, grants unto BP CAMBRIDGE CENTER RESIDENTIAL LLC, a Delaware limited liability having an address c/o Boston Properties, Inc., 800 Boylston Street, Suite 1900, Boston, Massachusetts 02199-8103 (the "Grantee") with QUITCLAIM COVENANTS the land in said City of Cambridge, described on Exhibit A hereto.

The Grantor and the Grantee have entered into a Land Disposition Agreement (the "Agreement"), dated as of February 6, 2014 (a copy of which is on file with the City Clerk of the City of Cambridge), which provides, among other things, for the sale by the Grantor, and the purchase by the Grantee, of the granted premises.

The Grantee, for itself and its successors and assigns, hereby covenants and agrees that the Grantee, and its successors and assigns:

- (1) shall devote the building to be constructed on the granted premises (the "Building") as part of the Purchaser's Project (as defined in the Agreement) to, and only to, multifamily housing and retail and consumer service uses as defined in Article 14 of the Zoning Ordinance of the City of Cambridge (the "Zoning Ordinance"), or to such other uses as may otherwise be allowed pursuant to a special permit issued by the City of Cambridge Planning Board; and
- (2) shall maintain those portions of the granted premises that are not used for the Building for outdoor functions such as publicly beneficial open space, outdoor seating, open-air retail, bicycle parking, public bicycle-sharing services, public art, informational displays or other similar uses, as the same may from time to time be permitted by the Zoning Ordinance (provided that the foregoing shall not be construed so as to prohibit the Grantee from installing landscaping and other similar elements on the granted premises), or as may otherwise be allowed pursuant to a special permit issued by the City of Cambridge Planning Board.

The agreements and covenants provided herein shall be covenants running with the land and, except only as otherwise herein specifically provided, they shall be binding to the fullest extent permitted by law and equity for the benefit and in favor of and enforceable by, the Grantor,

Please Return To: Jo-Ann Allan
First American Title Insurance Company
National Commercial Services
800 Boylston Street, Suite 2820
Boston, MA 02199

Property Address: 88 Ames St., Cambridge

plan 638 of 2015

its successors and assigns, against the Grantee, its successors and assigns and every successor in interest to the granted premises, or any part thereof or any interest therein, and any party in possession or occupancy of the granted premises or any part thereof.

The Grantor is exempt from paying transfer taxes under Massachusetts General Laws Chapter 64D, Section 1, and accordingly no documentary stamps are affixed.

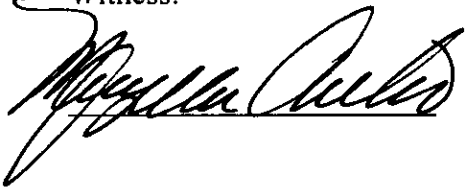
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WITNESS the execution hereof under seal this 13 day of August, 2015.

GRANTOR:

CITY OF CAMBRIDGE

Witness:




By: Richard C. Rossi
Name: Richard C. Rossi
Title: City Manager

GRANTEE:

BP CAMBRIDGE CENTER RESIDENTIAL LLC

Witness:



By: Boston Properties Limited Partnership,
its sole member

By: Boston Properties, Inc.,
its general partner

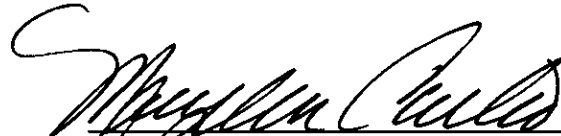
By: Michael A. Cantalupa
Name: Michael A. Cantalupa
Title: Senior Vice President, Development

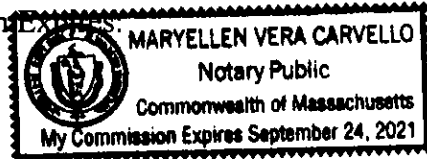
COMMONWEALTH OF MASSACHUSETTS

County of Middlesex, ss

Aug 13, 2015

On this day, personally appeared the above-named Richard C. Rossi, the City Manager of the City of Cambridge, proved to me by satisfactory evidence of identification, being (check whichever applies): driver's license or other state or federal governmental document bearing a photographic image, oath or affirmation of a credible witness known to me who knows the above signatory, or my own personal knowledge of the identity of the signatory, to be the person whose name is signed above, and acknowledged the foregoing instrument to be the free act and deed of said City of Cambridge for the purposes stated therein, before me,


Notary Public
My Commission Expires: _____

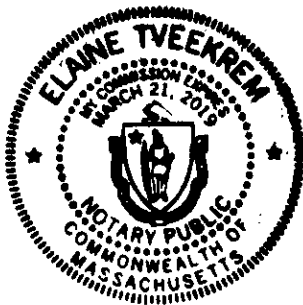


COMMONWEALTH OF MASSACHUSETTS

County of Suffolk, ss

August 11, 2015

On this day, personally appeared the above-named Michael A. Cantalupa, the Senior Vice President, Development of Boston Properties, Inc., the sole general partner of Boston Properties Limited Partnership, the sole member of BP Cambridge Center Residential LLC, proved to me by satisfactory evidence of identification, being (check whichever applies): driver's license or other state or federal governmental document bearing a photographic image, oath or affirmation of a credible witness known to me who knows the above signatory, or my own personal knowledge of the identity of the signatory, to be the person whose name is signed above, and acknowledged the foregoing instrument to be the free act and deed of said BP Cambridge Center Residential LLC for the purposes stated therein, before me,



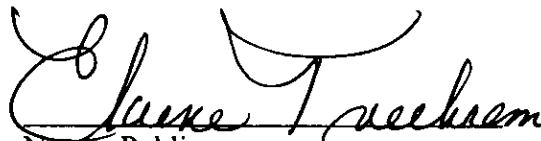

Notary Public
My Commission Expires: 3-21-19

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

A certain area of land formerly being a portion of Ames Street and located northerly of Main Street and southerly of Broadway in the City of Cambridge in the County of Middlesex and the Commonwealth of Massachusetts bounded and described as follows:

Beginning at a point on the northerly line of Main Street at the northeasterly intersection of Ames Street and Main Street; thence

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|---------------|--|
| N 84°29'07" W | a distance of Ten and Nine Hundredths feet (10.09') to a point; thence |
| Northwesterly | and curving to the right along the arc of a curve having a radius of Ten and No Hundredths feet (10.00'), a length of Fifteen and Seventy One Hundredths feet (15.71') to a point; thence |
| N 05°30'53" E | a distance of One Hundred Thirteen and Eighty Four Hundredths feet (113.84') to a point; thence |
| Northerly | and curving to the right along the arc of a curve having a radius of Forty and No Hundredths feet (40.00'), a length of Sixteen and Seventy Four Hundredths feet (16.74') to a point; thence |
| N 29°29'42" E | a distance of Two Hundred Ninety One and One Hundredths feet (291.01') to a point; thence |
| Easterly | and curving to the right along the arc of a curve having a radius of Fifteen and No Hundredths feet (15.00'), a length of Twenty Three and Fifty Six Hundredths feet (23.56') to a point; thence |
| S 60°30'18" E | a distance of Twenty and Nine Hundredths feet (20.09') to a point; thence |
| Westerly | and curving to the left along the arc of a curve having a radius of Fifteen and No Hundredths feet (15.00'), a length of Twenty Three and Fifty Six Hundredths feet (23.56') to a point; thence |
| S 29°29'42" W | a distance of Two Hundred Seventy Seven and Twenty One Hundredths feet (277.21') to a point; thence |
| Southerly | and curving to the left along the arc of a curve having a radius of Eighty Five and No Hundredths feet (85.00'), a length of Thirty Five and Fifty Eight Hundredths feet (35.58') to a point; thence |

- S 05°30'53" W a distance of Twenty Five and Fifty Hundredths feet (25.50') to a point; thence
- N 84°29'07" W a distance of Four and Zero Hundredths feet (4.00') to a point; thence
- S 05°30'53" W a distance of Fifty Seven and Zero Hundredths feet (57.00') to a point; thence
- S 84°29'07" E a distance of Four and Zero Hundredths feet (4.00') to a point; thence
- S 05°30'53" W a distance of Twenty Seven and Fifty Hundredths feet (27.50'), the last eight (8) courses by the existing easterly sideline of Ames Street, to the point of beginning.

Said parcel contains 8,660 square feet more or less and is shown on a plan entitled "Discontinuance Plan, Ames Street, Cambridge, Massachusetts," prepared by Vanasse Hangen Brustlin, Inc., dated July 20, 2014 and recorded with the Middlesex South Registry of Deeds on August 13, 2015, as Plan No. 638 of 2015.

For our title see:

1. Taking for Sixth Street, dated July 3, 1872, recorded in City of Cambridge Record Book P, Page 106; 2. Deed from the Cambridge Redevelopment Authority for a portion of Sixth Street, dated August 5, 1985, recorded in Middlesex South in Book 16757, Page 198; and 3. Acceptance of Harvard Street, dated August 27, 1808, recorded in City of Cambridge Record Book C, Page 73.