

NOTICE OF FINAL AGREEMENT

THIS NOTICE OF FINAL AGREEMENT is incorporated in and shall be deemed to amend and supplement any Loan Agreement, as defined below, by, between or among, as applicable, **CIBC INC.**, a Delaware corporation, having an address at 425 Lexington Avenue, New York, New York 10017, Attn: Real Estate Group (together with its successor and assigns, "**Lender**"), **CANADIAN IMPERIAL BANK OF COMMERCE**, acting through its New York Branch, as administrative agent for Lender, having an address at One South Wacker Drive, Suite 3500, Chicago, Illinois 60606, Attn: Real Estate Group (together with its successors and assigns, "**Administrative Agent**"), **G&I IX MJW LAKE POINTE III & IV LLC**, a Delaware limited liability company, having an address at c/o DRA Advisors, LLC, 220 East 42nd Street, 27th Floor, New York, New York 10017 ("**Borrower**"), and **DRA GROWTH AND INCOME MASTER FUND IX, LLC**, a Delaware limited liability company, whose address is c/o DRA Advisors LLC, 220 East 42nd Street, 27th Floor, New York, NY 10017 ("**Guarantor**"), for the following described transaction:

Principal Amount of Note:	\$13,815,000.00
Effective Date of Note and this Notice of Final Agreement:	November 5, 2018

"**Loan Agreement**" means one or more promises, promissory notes, agreements, undertakings, security agreements, deeds of trust, mortgages, deeds to secure debt or other documents, or commitments, or any combination of those actions or documents, pursuant to which a financial institution loans or delays repayment of or agrees to loan or delay repayment of money, goods, services, or another thing of value or to otherwise extend credit or make a financial accommodation.

In addition to the covenants made in any Loan Agreement relating to the transaction described above, Borrower, Guarantor and Lender further covenant and agree as follows:

THE WRITTEN LOAN AGREEMENT REPRESENTS THE FINAL AGREEMENT BETWEEN THE PARTIES HERETO AND MAY NOT BE CONTRADICTED BY EVIDENCE OF PRIOR, CONTEMPORANEOUS OR SUBSEQUENT ORAL AGREEMENTS OF THE PARTIES HERETO. THERE ARE NO UNWRITTEN ORAL AGREEMENTS BETWEEN THE PARTIES HERETO.

Each of the undersigned hereby represents and warrants that each has received and read a copy of this Notice of Final Agreement on or before the execution of any Loan Agreement relating to the transaction described above. This Notice of Final Agreement may be executed in multiple counterparts.

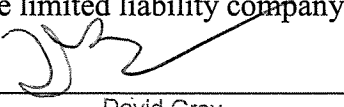
[SIGNATURE PAGE FOLLOWS]

BORROWER:

G&I IX MJW LAKE POINTE III & IV LLC,
a Delaware limited liability company

By: G&I IX MJW Lake Pointe JV LLC,
a Delaware limited liability company, its sole member

By: G&I IX Investment Lake Pointe LLC,
a Delaware limited liability company, its managing member

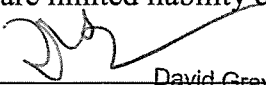
By: 
Name: David Gray
Title: Vice President

[SIGNATURES ON FOLLOWING PAGE]

GUARANTOR:

DRA GROWTH AND INCOME MASTER FUND IX, LLC,
a Delaware limited liability company

By: Manageco IX, LLC,
a Delaware limited liability company, its managing member

By:  _____
Name: David Gray
Title: Vice President

[SIGNATURES ON FOLLOWING PAGE]

LENDER:

CIBC INC.,
a Delaware corporation

By:  _____
Name: Todd Roth
Title: Managing Director

ADMINISTRATIVE AGENT:

CANADIAN IMPERIAL BANK OF COMMERCE,
ACTING THROUGH ITS NEW YORK BRANCH

By:  _____
Name: Todd Roth
Title: Authorized Signatory