

Drawn By and Return To:

Robinson, Bradshaw & Hinson, P.A.
Attention: Robert C. Sink
101 N. Tryon Street, Suite 1900
Charlotte, NC 28246

RPC NO. 34027070

DEED OF DEDICATION AND TERMINATION

THIS DEED OF DEDICATION AND TERMINATION (this **"Deed"**) is made as of December __, 2007, by and between **CRESCENT POTOMAC YARD DEVELOPMENT, LLC**, a Delaware limited liability company, Grantor (**"Crescent"**); and **THE COUNTY BOARD OF ARLINGTON COUNTY, VIRGINIA**, a body corporate and politic, Grantee (the **"County"**).

RECITALS

- R-1 Crescent is the owner of certain real property depicted as Parcel 3D (**"Parcel 3D"**) on a plat entitled "Plat Showing the Resubdivision of Parcels 3C, 4, 5, 6, 9, 10, 16, 17 and 20, Potomac Yard, Deed Book 3763, Page 1543, Deed Book 3696, Page 1534 and Deed Book 3636, Page 844, Arlington County, Virginia" (the **"Existing Subdivision Plat"**), attached to the Deed of Resubdivision and Easements recorded in Deed Book 4015 at Page 71 among the land records of Arlington County, Virginia (the **"Land Records"**), by virtue of a deed recorded in Deed Book 3132 at Page 34 among the Land Records.
- R-2 Crescent wishes to dedicate, grant and convey Parcel 3D to the County for public street and utilities purposes.
- R-3 Parcel 3D, as resubdivided hereby, has been depicted and designated as segments of Potomac Avenue, 33rd Street South, South Glebe Road, and Crystal Drive and Jefferson Davis Highway on a plat entitled "Plat Showing Resubdivision of Parcel 3D Potomac Yard Deed Book 4015, Page 71 Arlington County, Virginia" (the **"New Subdivision Plat"**).
- R-4 Coincident with the foregoing dedication, Crescent wishes to terminate, vacate and extinguish certain temporary access or utilities easements previously granted by Crescent, but no longer required following such dedication.
- R-5 Crescent represents and warrants that the conditions for the termination, vacation and extinguishment of the temporary easements have been satisfied.

DEDICATION FOR PUBLIC STREET AND UTILITIES PURPOSES

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Crescent does hereby dedicate, grant and convey to the County, its successors and assigns, in fee simple, free and clear of all liens and encumbrances, the real property designated as Parcel 3D on the Existing Subdivision Plat and as "366,700 SQ. FT. or 8.41827 ACRES HEREBY DEDICATED FOR PUBLIC STREET AND UTILITIES PURPOSES" on the New Subdivision Plat.

TERMINATION OF TEMPORARY EASEMENTS

FURTHER WITNESSETH, that for good and valuable consideration and in accordance with the terms and conditions set forth in the instruments creating them, the temporary easements identified below (collectively, the **"Terminated Easements"**) are hereby terminated, vacated and extinguished:

(a) Temporary private ingress-egress easement granted by Crescent by Deed of Resubdivision dated December 12, 2003, and recorded in Book 3636 at Page 844 among the Land Records, and further designated on the New Subdivision Plat as "EX. PRIVATE INGRESS/EGRESS EASEMENT FOR THE BENEFIT OF PARCEL 7 DB. 3636 PG. 844 (HEREBY VACATED)";

(b) Private ingress/egress easement granted by Crescent by Deed of Resubdivision and Easement dated May 5, 2004, and recorded in Book 3696 at Page 1534, and further designated on the New Subdivision Plat as "EX. PRIVATE INGRESS/EGRESS EASEMENT FOR THE BENEFIT OF PARCELS 5 & 6 DB. 3696 PG. 1534 (HEREBY VACATED);

(c) Temporary easements for access and utilities granted by Crescent by Right of Way and Utilities Easement Agreement dated as of June 10, 2004, and recorded in Book 3714 Page 1920 among the Land Records, and further designated on the New Subdivision Plat as "EX. PRIVATE INGRESS/EGRESS EASEMENT DB. 3714 PG. 1920 (HEREBY VACATED)"; and

(d) Temporary private ingress/egress easement granted by Crescent by Deed of Resubdivision and Easement dated October 4, 2004, and recorded in Deed Book 3763 at Page 1543 among the Land Records, and further designated on the New Subdivision Plat as "EX. PRIVATE INGRESS/EGRESS EASEMENT FOR THE BENEFIT OF PARCEL [4, 8, 9, and 10] DB. 3763 PG. 1543 (HEREBY VACATED)".

GENERAL PROVISIONS

Crescent declares that the agreements and covenants stated in this Deed are not covenants personal to Crescent, but are covenants real, running with the land.

This Deed shall be governed by and construed in accordance with the laws of the Commonwealth of Virginia.

This Deed is made in accordance with the statutes made and provided in such cases, and with the approval of the proper authorities of Arlington County, Virginia, as evidenced by their endorsements on the New Subdivision Plat attached hereto and made a part hereof, and it is with the free consent and in accordance with the desires of the undersigned.

The Recitals are hereby incorporated in this Deed by this reference as if set forth herein in their entirety.

WITNESS the following signatures and seals:

[The remainder of the page is intentionally left blank]

CRESCENT POTOMAC YARD DEVELOPMENT, LLC,
a Delaware limited liability company

By: _____
Daniel B. Kohlhepp, President

COMMONWEALTH OF VIRGINIA
COUNTY OF ARLINGTON

The foregoing instrument was acknowledged before me this ____ day of December, 2008, by Daniel B. Kohlhepp, who is the President and duly authorized representative of **CRESCENT POTOMAC YARD DEVELOPMENT, LLC**, a Delaware limited liability company.

[Official Seal]

Notary Public

My commission expires: _____