

[DATE]

Credit Department
Federal Home Loan Bank of Boston
111 Huntington Avenue, 24th Floor
Boston MA 02199

Ladies and Gentlemen:

_____ (“Member”) has determined that it is in the best interests of Member and its stockholders to liquidate _____ (“REIT”) and to cause the assets currently held by REIT to be distributed to Member. Pursuant to the following three agreements (together “the Agreements”), Member has previously pledged the stock of REIT, and REIT has pledged its assets, to the Federal Home Loan Bank of Boston (“the Bank”) to secure extensions of credit:

1. Stock Pledge Agreement between the Member and the Bank;
2. Asset Pledge Agreement between the REIT and the Bank; and
3. Suretyship Agreement between the REIT and the Bank.

Member and REIT hereby request your consent to terminate the Agreements. Member requests that the Bank return to Member all stock certificates representing ownership of REIT delivered to you pursuant to the Stock Pledge Agreement. Member hereby delivers to you a Qualified Collateral Report that prospectively reflects the assets that Member will hold and pledge to the Bank immediately following the liquidation and dissolution of REIT and termination of the Agreements.

By signing below, each party to the Agreements indicates its concurrence in the foregoing and agrees to terminate the Agreements. The Agreements shall be terminated effective as of the last date in time upon which an authorized individual signs and dates this termination letter agreement on behalf of each party.

Signature page follows

Signature page to letter agreement terminating Stock Pledge, Asset Pledge, and Suretyship Agreements between Member, REIT, and BANK.

Member's Legal Name

REIT's Legal Name

By: _____
Signature

By: _____
Signature

Name: _____
Typed or printed

Name: _____
Typed or printed

Title: _____

Title: _____

Date of signature: _____

Date of signature: _____

FEDERAL HOME LOAN BANK OF BOSTON

By: _____
Signature

Name: _____
Typed or printed

Title: _____

Date of signature: _____