

EXHIBIT "P"

EXHIBIT "P"**Seller Bill of Sale****KNOW ALL PEOPLE BY THESE PRESENTS,**

That **DOWNSTATE AT LICH HOLDING COMPANY, INC.**, a New York not-for-profit corporation, having an office c/o SUNY Downstate Medical Center, 450 Clarkson Avenue, Brooklyn, New York 11203 ("**Seller**"), for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration paid to Seller by **FPG COBBLE HILL ACQUISITIONS, LLC**, a Delaware limited liability company, having an office c/o Fortis Property Group, LLC, 45 Main Street, Suite 800, Brooklyn, New York 11201 ("**Purchaser**"), the receipt and sufficiency of which are hereby acknowledged, does hereby sell, grant, convey and transfer to Purchaser, pursuant to that certain Purchase and Sale Agreement, effective as of June 30, 2014, entered into by and between Seller, Purchaser, **NYU HOSPITALS CENTER** a New York not-for-profit corporation and for certain limited purposes **FORTIS PROPERTY GROUP, LLC**, a Delaware limited liability company (the "**Agreement**"), with respect to those certain premises set forth on Schedule "1" annexed hereto and made a part hereof (the "**Premises**"), all of Seller's right, title and interest, if any, in and to all Personal Property (as defined in the Agreement) owned by Seller and located on or attached to, and used in connection with the maintenance or operation of, the Premises.

This Bill of Sale is made without any covenant, warranty, or representation by, or recourse against, Seller or any of Seller's Affiliates (as such term is defined in the Agreement) of any kind whatsoever.

This Bill of Sale shall be governed by, and construed in accordance with, the internal laws of the State of New York, without giving effect to principles of conflicts of law.

TO HAVE AND TO HOLD the same unto Purchaser, its successors and assigns, forever, from and after the date hereof.

IN WITNESS WHEREOF, Seller has executed this Bill of Sale as of the ____ day of _____, 20__.

**DOWNSTATE AT LICH HOLDING
COMPANY, INC.,**
a New York not-for-profit corporation

By: _____
Name:
Title:

Schedule "1"

Premises