

EXHIBIT "I"

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Seller's Closing Certification

The undersigned, **DOWNSTATE AT LICH HOLDING COMPANY, INC.**, a New York not-for-profit corporation, being the "**Seller**" under that certain Purchase and Sale Agreement effective June 30, 2014, between Seller, **FPG COBBLE HILL ACQUISITIONS, LLC**, a Delaware limited liability company, as "**Purchaser**", **NYU HOSPITALS CENTER**, a New York not-for-profit corporation, as "**NYUHC**", and for certain limited purposes **FORTIS PROPERTY GROUP, LLC**, a Delaware limited liability company, as "**Fortis**" (the "**Agreement**"), hereby delivers this Certification pursuant to Section 7.5 and either Section 12.1(c), 12.2(b) or Section 12.3(b), as applicable, of the Agreement. Capitalized terms used herein and not otherwise defined shall have the meanings given thereto in the Agreement.

The undersigned hereby certifies to Purchaser (and to NYUHC with respect to the Certification delivered at the NMS Closing) that Seller's representations and warranties in Sections 7.1 and 7.2 of the Agreement remain true and correct in all material respects as of the date hereof, unless and to the extent otherwise noted in Schedule "1" attached hereto (the undersigned certifying that any such noted exceptions shall not constitute a breach in any material respect of Seller's pre-Closing obligations and shall not cause a material adverse effect on the ability (a) of Purchaser, Seller and NYUHC to consummate the Initial Closing; (b) of Seller and NYUHC to consummate the NMS Closing; or (c) of Purchaser and Seller to consummate the Final Closing, as applicable). To the extent any of such representations and warranties were made to Seller's knowledge, this Certification by the undersigned shall be similarly qualified as to such representations and warranties.

IN WITNESS WHEREOF, the undersigned has executed and delivered this Certification as of the ____ day of _____, 2014.

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

By: _____
Name:
Title:

Schedule "1"
to
Seller's Closing Certification