



**SPECIAL
WARRANTY
DEED**

(Illinois)

(Recorder's Stamp)

THIS SPECIAL WARRANTY DEED is made as of the 27 day of March, 2001, by PROLOGIS TRUST, a Maryland real estate investment trust, formerly known as Security Capital Industrial Trust, a Maryland real estate investment trust (the "Grantor"), having an address of 14100 East 35th Place, Aurora, Colorado 80011, to DISTRIBUTION FUNDING INC., a Delaware corporation (the "Grantee"), having an address of c/o Global Securitization Services, LLC, 400 West Main Street, Suite 338, Babylon, New York 11702.

Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, receipt whereof is hereby acknowledged, and pursuant to proper authority, hereby Grants, Bargains, Sells, Aliens, Remises, Releases, Conveys and Confirms unto Grantee and its successors, heirs and assigns, all right, title and interest of Grantor in the following described property (collectively the "Property"):

1. The real property described on Exhibit A attached hereto and made a part hereof (the "Land");
2. All buildings, fixtures, structures, parking areas, landscaping and other improvements on the Land;
3. All and singular the rights, benefits, privileges, easements, tenements, hereditaments and appurtenances thereon or in any matter appertaining to such Land, including any and all mineral rights, development rights, water rights and the like; and
4. All right, title and interest of Grantor in and to all strips and gores and any land lying in the bed of any street, road or alley, open or proposed, adjoining such Land.

TO HAVE AND TO HOLD the Property in fee simple unto Grantee and its successors, heirs and assigns, forever.

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AND Grantor hereby covenants with Grantee, and its successors, heirs and assigns, that Grantor will defend the same against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise, subject to the exceptions listed on Exhibit B attached hereto.


(signatures on following page)

PROPERTY

COUNTY TAX	COOK COUNTY REAL ESTATE TRANSACTION TAX	# 0000079524	REAL ESTATE TRANSFER TAX
	 APR. -2.01		06394.00
	REVENUE STAMP		FP326670

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PROPERTY

STATE TAX	STATE OF ILLINOIS	# 0000024253	REAL ESTATE TRANSFER TAX
	 APR. -2.01		12788.00
	REAL ESTATE TRANSFER TAX DEPARTMENT OF REVENUE		FP326660

Cook County Clerk's Office

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IN WITNESS WHEREOF, said Grantor has caused this instrument to be duly executed and delivered by its duly authorized officer, as of the day and year first above written.

GRANTOR:

PROLOGIS TRUST,
a Maryland real estate investment trust

By: Edward S. Nekritz
Name: Edward S. Nekritz
Title: Senior Vice President

THIS INSTRUMENT WAS PREPARED BY
AND AFTER RECORDING RETURN TO:

Christopher S. Napier
Mayer, Brown & Platt
190 South LaSalle Street
Chicago, Illinois 60603

SEND SUBSEQUENT TAX BILLS TO:

DISTRIBUTION FUNDING INC.
c/o ProLogis First U.S. Properties LP
14100 East 35th Place
Aurora, Colorado 80017
Attention: Asset Manager

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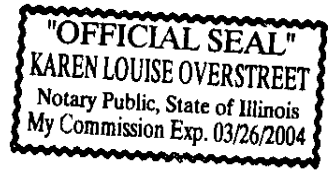
STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, Karen Louise Overstreet, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Edward S. Nekritz personally known to me to be the Senior Vice President of PROLOGIS TRUST, a Maryland real estate investment trust, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Senior Vice President, he signed and delivered the said instrument, pursuant to authority, given by the Board of Directors of said real estate investment trust as his free and voluntary act, and as the free and voluntary act of said real estate investment trust, for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 27 day of March, 2001.

Karen Louise Overstreet
Notary Public

My Commission Expires: 03/26/2004



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EXHIBIT A

Legal Description

[see attached]

PIN: 12-18-300-031
Common Address: 105 Division Street

Property of Cook County Clerk's Office

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EXHIBIT A

Legal Description

NA 21926 - O'Hare Cargo Center #4

THAT PART OF THE WEST FRACTIONAL HALF OF SECTION 18, TOWNSHIP 40 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF IRVING PARK ROAD, EXTENDED WESTERLY, WITH THE EAST LINE OF DIVISION STREET, EXTENDED NORTHERLY; THENCE SOUTHEASTERLY ALONG THE SOUTH LINE OF SAID IRVING PARK ROAD 30.0 FEET TO THE PLACE OF BEGINNING OF THE TRACT OF LAND TO BE DESCRIBED HEREIN; THENCE SOUTH 78 DEGREES 23 MINUTES 59 SECONDS EAST 414.64 FEET; THENCE SOUTH 00 DEGREES 17 MINUTES 12 SECONDS WEST, 798.77 FEET; THENCE NORTH 89 DEGREES 42 MINUTES 48 SECONDS WEST, 436.00 FEET; THENCE NORTH 00 DEGREES 17 MINUTES 12 SECONDS EAST, 856.00 FEET; THENCE NORTH 50 DEGREES 56 MINUTES 36 SECONDS EAST, 33.04 FEET TO THE PLACE OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS.

TAX NO: 12-18-300-031 VOL NO: 064

105 DIVISION ST. BENSenville, IL.

10260655

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EXHIBIT B

Permitted Exceptions

[see attached]

Property of Cook County Clerk's Office

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EXHIBIT B

Permitted Exceptions

O'Hare Cargo #4
Chicago, IL

NA 21926 - File No.: CC200721

1. General real estate taxes for the years(s) 2000, 2001 and subsequent years not yet ascertainable or payable.
2. Environmental No Further Remediation Letter recorded December 19, 1997 as Document Number 97957264
3. Recapture Agreement by and between Nelson Steel and Wire Company, Incorporated, an Illinois Corporation, and Security Capital Industrial Trust, a Maryland Real Estate Investment Trust, dated May 10, 1996 recorded in the Cook County Recorder's Office on May 14, 1996 as Document Number 96365885.
4. Existing unrecorded leases, if any, and rights of parties in possession under such unrecorded leases, as tenants only, with no rights to purchase, to wit: Freight-A-Ranger, and Hellman Worldwide Logistics.
5. Access Easement created by Plat of O'Hare Cargo Center Subdivision recorded September 17, 1998 as Document Number R98-192026 in DuPage County and September 18, 1998 as Document Number 98835740 in Cook County.
6. Matters disclosed by survey prepared by Michael J. Emmert Surveys, Inc., dated February 28, 2001, last revised on or about the date hereof under Job No. 17405, to wit:
 - a) Encroachment of overhead sign and support located partially within public right of way.

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