

Inland-SAU Memphis American Way, L.L.C.
Developers Diversified Realty Corporation
3300 Enterprise Parkway
Beachwood, Ohio 44122

2003

February 28, 2007

Builaguissa Diallo & Gora Sow
4045 American Way Blvd. Suite 10-A
Memphis, TN 38118
Attn: Real Estate Legal Department

Re: Notice to Tenants of American Way Memphis TN (the "Premises"); Builaguissa Diallo

Dear Tenant:

Please be advised that on February 27, 2007 an affiliate of Developers Diversified Realty Corporation acquired an ownership interest in Inland-SAU Memphis American Way, L.L.C., the owner of the Premises. Please note that the landlord under your current lease will not change, however, the Premises will now be managed by an affiliate of Developers Diversified Realty Corporation. The purpose of this letter is to inform you of the acquisition and the impact on your lease and to facilitate ongoing communication. Until otherwise directed, communications with respect to the following matters should be directed as follows:

I. Rent. All rents, additional rents and other charges under the Lease, should be made payable to Inland-SAU Memphis American Way, L.L.C. at the following address:

Inland-SAU Memphis American Way, L.L.C.
Dept. 109380 30343 16989
1775 Paysphere Circle
Chicago, IL 60674

The tax identification number for Inland-SAU Memphis American Way, L.L.C. is 203886612. A W-9 is enclosed for your reference. Monthly rent is due and payable pursuant to the lease without benefit of an invoice or monthly statement. Please be advised that tenants will no longer receive monthly statements. However, as a courtesy, a statement of your account will be provided quarterly.

II. Notices and Correspondence. All notices and correspondence (other than insurance certificates and sales reports) should be sent to the following address:

Inland-SAU Memphis American Way, L.L.C.
c/o Developers Diversified Realty Corporation
3300 Enterprise Parkway
Beachwood, Ohio 44122
Attn: Executive Vice President

With a copy to:

Inland-SAU Memphis American Way, L.L.C.
Developers Diversified Realty Corporation
3300 Enterprise Parkway,
Beachwood, Ohio 44122
Attn: General Counsel

III. Insurance. You are hereby requested to have the insurance policies required under the Lease amended to add Inland-SAU Memphis American Way, L.L.C. and Developers Diversified Realty Corporation as additional insureds thereunder and have a certificate of insurance indicating such amendment forwarded to Inland-SAU Memphis American Way, L.L.C..

All certificates of insurance should be addressed to:

Inland-SAU Memphis American Way, L.L.C.
Insurance Compliance
P.O. Box 12010-DD
Hemet, CA 92546-8010

IV. Sales Reports. All Sales reports should be addressed to:

Inland-SAU Memphis American Way, L.L.C.
c/o Developers Diversified Realty Corporation
3300 Enterprise Parkway
Beachwood, Ohio 44122
Attn: Lease Accounting Department

V. Personnel. Finally, if you have specific questions, please feel free to contact any of the following Persons:

The contact person with respect to property management is:

Tom Hunter Phone: 618-244-0217
Fax: 618-244-4565

The contact person for leasing is:

Heidi Ligibel Phone: 312-924-0230
Fax: 312-924-0227

The contact person for Lease Accounting is:

Shawn Cloud Phone: 216-755-6455
Fax: 216-755-3455
E-mail: inlandinquiries@ddrc.com

We appreciate your patience and cooperation during this transition.

Inland-SAU Memphis American Way, L.L.C.
a a Delaware limited liability company
By Inland-SAU Retail Fund, L.L.C.
a Delaware limited liability company
Its sole member
By Inland Southeast Retail Real Estate Manager, L.L.C.
Its manager
By Inland Retail Real Estate Limited Partnership
an Illinois limited partnership

By: _____

David E. Weiss, Senior Vice President

W-9

**Request for Taxpayer
Identification Number and Certification**

**Give form to the
requester. Do not
send to the IRS.**

Print or type See Specific Instructions on page 2.	Name (as shown on your income tax return) Inland-SAU Memphis American Way, L.L.C.	
	Business name, if different from above AMERICAN WAY	
	Check appropriate box: <input type="checkbox"/> Individual/ Sole proprietor <input type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input checked="" type="checkbox"/> Other ▶ Ltd Liab Co	<input type="checkbox"/> Exempt from backup withholding
	Address (number, street, and apt. or suite no.) 1775 Paysphere Circle	Requester's name and address (optional)
	City, state, and ZIP code Chicago, IL 60674	
List account number(s) here (optional) 30343		

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on Line 1 to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Social security number								
			+		+			
or								
Employer identification number								
2	0	3	8	8	6	6	1	2

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. person (including a U.S. resident alien).

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the Certification, but you must provide your correct TIN. (See the instructions on page 4.)

**Sign
Here**

Signature of
U.S. person ▶

Date ▶ 02/28/2007

Purpose of Form

A person who is required to file an information return with the IRS, must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

U.S. person. Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
2. Certify that you are not subject to backup withholding, or
3. Claim exemption from backup withholding if you are a U.S. exempt payee.

In 3 above, if applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income.

Note. If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

For federal tax purposes, you are considered a person if you are:

- An individual who is a citizen or resident of the United States,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States, or
- Any estate (other than a foreign estate) or trust. See Regulations sections 301.7701-6(a) and 7(a) for additional information.

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax on any foreign partners' share of income from such business. Further, in certain cases where a Form W-9 has not been received, a partnership is required to presume that a partner is a foreign person, and pay the withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid withholding on your share of partnership income.

The person who gives Form W-9 to the partnership for purposes of establishing its U.S. status and avoiding withholding on its allocable share of net income from the partnership conducting a trade or business in the United States is in the following cases:

- The U.S. owner of a disregarded entity and not the entity,