Wachovia Bank Commercial Mortgage Trust

Commercial Mortgage Pass-Through Certificates, Series 2004-C10

Estimated Closing Date: February 2004

This pre-sale report addresses the structure and characteristics of the proposed transaction based on information provided to Moody's as of February 2, 2004. Investors should be aware that some issues concerning the transaction have yet to be finalized. On conclusive review of all documents and legal information as well as any subsequent changes in information, Moody's will endeavor to assign definitive ratings. The definitive ratings may differ from the preliminary ratings set forth in this report. Moody's will disseminate the definitive ratings through its client service desk.

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PROVISIONAL (P) RATINGS

Class*	Amount ($)	Rating	Credit Support (%)
A-1	65,890,000	(P) **Aaa**	16.750
A-2	93,215,000	(P) **Aaa**	16.750
A-3	82,239,000	(P) **Aaa**	16.750
A-4	571,240,000	(P) **Aaa**	16.750
B	38,703,000	(P) **Aa2**	13.750
C	16,127,000	(P) **Aa3**	12.500
D	32,252,000	(P) **A2**	10.000
E	16,126,000	(P) **A3**	8.750
A-1A	261,423,000	(P) **Aaa**	16.750
F	19,352,000	(P) **Baa1**	7.250
G	14,513,000	(P) **Baa2**	6.125
H	17,739,000	(P) **Baa3**	4.750
J	12,901,000	(P) **Ba1**	3.750
K	8,063,000	(P) **Ba2**	3.125
L	6,451,000	(P) **Ba3**	2.625
M	4,838,000	(P) **B1**	2.250
N	4,838,000	(P) **B2**	1.875
O	4,838,000	(P) **B3**	1.500
P	19,351,569	NR	N/A
SL[2]	24,000,000	(P) **Baa2**	N/A
XC[1]	1,290,099,569	(P) **Aaa**	N/A
XP[1]	1,246,996,000	(P) **Aaa**	N/A

1 Initial aggregate notional amount.
2 The SL Certificate attaches to the Starrett-Lehigh building and does not provide pooled credit support.
* Moody's understands that classes F through P, and SL, XC, and XP have not been and will not be registered under the Securities Act of 1933. The issuance has been designed to permit resale under SEC rule 144A.
N/R-Not Rated. N/A-Not Applicable.

POOL SUMMARY

Balance	$1,290,099,569
Collateral	102 fixed rate loans, 102 commercial and multifamily properties
Structure	Sequential Pay
Sellers	Wachovia Bank, National Association, Artesia Mortgage Capital Corporation, and Citigroup Global Markets Realty Corp.
Moody's Actual DSCR	1.60
Moody's LTV Ratio	88.5%
Moody's Property Quality Grade	2.2
Moody's Red-Yellow-Green™ Score	57.9
Moody's Economic Diversity Score	72.5
Pool Herfindahl Index	24
Shadow Rated Loans	6 loans (31.2% of pool balance) ranging in credit quality from **Aaa** to **Baa2**
Underwriters	Wachovia Capital Markets, LLC, Citigroup Global Markets Inc., Banc of America Securities LLC and Goldman, Sachs & Co.
Master Servicer	Wachovia Bank, National Association
Special Servicer	Lennar Partners, Inc., Wachovia Bank, National Association (11 Madison Avenue)
Trustee	Wells Fargo Bank, N.A.
Fiscal Agent	Wells Fargo Bank, NA.

STRENGTHS

- The pool has six loans or groups of loans (31.2% of the pool balance) that are shadow rated **Baa2** or higher.
- The pool, excluding shadow rated loans, has a weighted average DSCR of 1.40X based on Moody's estimate of net cashflow and the actual debt service payment.
- Approximately 51.0% of the pool balance is comprised of less risky asset classes, including anchored retail (27.4%), multifamily (22.3%), manufactured housing (0.9%), and industrial (0.4%).
- Loans representing 98.9% of the pool balance are structured with borrowers organized as special purpose entities.
- Borrowers are required to fund monthly escrows for real estate taxes (84.2%) and insurance (57.8%).
- Sixty-seven loans (82.6% of the pool balance) are structured with in-place or springing lockbox provisions.

CONCERNS

- Approximately 48.8% of the pool balance is composed of more volatile asset types including office (43.9%), unanchored retail (1.8%), hospitality (1.7%), and mixed use (1.4%).
- With an overall Herfindahl Index of 24, the pool is relatively more concentrated than recent conduit and fusion transactions.
- Approximately 23.8% of the loans by pool balance are encumbered by some form of additional and/or subordinate debt. In the case of two loans (18.9% of the pool balance), the debt is secured by the related properties on a pari passu basis. Three loans (19.7% of the pool balance) have subordinated B, C or D Notes. Two loans (2.4%) are encumbered by unsecured subordinate debt and two loans (1.8%) are encumbered by secured subordinate debt.
- Fifteen loans representing 12.7% of the pool balance provide for interest only payments throughout their respective terms and twenty-two loans representing 49.5% of the pool balance provide for interest only payments for a portion of their respective terms and then provide for the payment of principal and interest over their respective remaining terms.
- The pool has exposure to single tenant properties. There are twenty-nine properties (12.4% of pool balance) that are occupied by a single tenant. However, 92.0% of these loans are occupied by tenants with an investment grade senior unsecured rating.

POOL CHARACTERISTICS

Loan Concentration

The pool consists of 102 loans. The largest loan is $143.3 million or 11.1% of the pool balance, and the ten largest loans represent 53.3% of the pool balance. The average loan size is $12,648,035, which represents 0.98% of the pool balance. Moody's uses the Herfindahl Index to measure diversity of loan size. The pool has a Herfindahl Index of 24. The pool, excluding shadow rated loans, has a Herfindahl Index of 28. It is below the credit neutral score of 100 and below the average of other conduit pools recently rated by Moody's.

Property Type Concentration

Based on the pool balance, the property type composition is as follows: (1) Office, 43.9%; (2) Retail, 29.2% (Anchored, 24.7%; Shadow Anchored, 2.7%; Unanchored, 1.8%); (3) Multifamily, 22.3%; (4) Hospitality, 1.7%; (5) Mixed Use, 1.4%; (6) Manufactured Housing, 0.9%; (7) Industrial, 0.4%; and (8) Special Purpose, 0.4%.

Geographic Concentration

The properties securing the loans are located across 32 states and the District of Columbia. Based on the pool balance, the top five state concentrations are as follows: New York, 23.5%; Florida, 20.7%; Georgia, 9.3%; California, 8.6%; and Illinois, 7.6%. Of the remaining 27 states, none represents more than 3.6% of the pool balance. The ten largest MSA concentrations are presented in *Figure 1*.

Single Tenant Concentration

Twenty-nine loans (12.4% of the pool balance) are secured by properties leased to a single tenant. Of these properties, 89.0% are leased to investment grade tenants.

Operating History

Twelve loans (3.8% of the pool balance) were built or opened for operation in 2003 and as such have limited operating histories.

Borrower Concentration

The largest sponsors in the pool are Zar Realty (one loan; 11.1% of the pool balance), the Winter Organization (one loan; 8.1%), and Mark Karasick (one loan; 7.8%). Five groups of mortgage loans representing 6.5% of the pool balance are made to the same borrower. In addition, eleven mortgage loans representing 14.1% of the pool balance own the related mortgage property as tenants-in-common.

Borrower Quality

Two loans (1.3% of the pool balance) have borrower principals/sponsors that have previously filed for bankruptcy. In each of these cases, the bankruptcy has been resolved.

Ownership Interest

The collateral consists of first lien positions on the fee and/or leasehold interests. Two loans (0.7% of the pool balance) are secured only by leasehold interests, while three loans (3.6%) are secured by a fee and leasehold interest. The remaining loans (95.8% of the pool balance) are secured by fee simple interests.

Figure 1

MSA CONCENTRATION

MSA	% of Pool Balance
New York NY	23.4%
West Palm Beach - Boca Raton FL	12.4%
Atlanta GA	9.1%
Chicago IL	7.4%
Orange County CA	4.4%
Los Angeles - Long Beach CA	3.6%
Las Vegas NV	3.4%
Fort Lauderdale	3.1%
Phoenix AZ	2.4%
Washington DC-MD-VA	2.3%
Top 10	**71.5%**

LOAN CHARACTERISTICS

Loan Originators

The loans were originated by Wachovia Bank, National Association (82.9% of pool balance), Artesia Mortgage Capital Corporation (9.4%), and Citigroup Global Markets Realty Corp. (7.8%).

Loan Origination Dates

Loans representing 99.3% of the pool balance were originated within the past 12 months, 99.7% of the loans were originated within the past 24 months, and 0.7% of the loans were originated past 24 months.

Loan Type

All loans are fixed rate with a weighted average interest rate of 5.6% and a range from 4.3% to 8.5%.

Loan Term

Original loan terms range from 60 to 240 months, with a weighted average of 111 months. Remaining terms to maturity range from 56 months to 239 months, with a weighted average of 110 months.

Loan Amortization

Sixty loans (37.0% of the pool balance) are balloon and ARD loans that amortize over their entire respective terms. Five loans (0.7% of the pool balance) are fully amortizing. Twenty-two loans (49.5% of the pool balance) provide for interest only payments for a portion of their respective terms. Fifteen loans (12.7% of the pool balance) provide for interest only payments for their entire respective terms.

Crossed Collateral

The pool contains two pools of loans (1.9% of the pool balance) that are cross-collateralized and cross-defaulted.

Cash Management

Sixty-two mortgage loans (66.9% of the pool balance) have hard lockboxes. Five loans (15.7% of the pool balance) have soft or springing lockbox provisions. In addition, borrowers are required to fund monthly escrows for capital expenditures (87.1%), real estate taxes (84.2%), insurance (57.8%) and TI/LC's (35.6%).

Special Purpose Entities

Approximately 98.9% of the pool balance is represented by borrowers organized as special purpose borrowing entities.

Additional Debt

Approximately 23.8% of the loans by pool balance are encumbered by some form of subordinate debt. A summary of the pool's existing subordinate debt is provided in *Figure 2*. Additionally, eight loans (12.8% of the pool balance) have the right to incur future additional financing in the form of mezzanine debt. One loan (0.9% of the pool balance) may incur secured subordinated debt in the future subject to lender requirements. All existing and future debt has been factored into the subordination levels.

Figure 2

LOANS WITH ADDITIONAL DEBT

Form of Debt	Loans	% of Pool Balance
Unsecured Subordinate Debt	2	2.4%
B/C/D Note	3	19.7%
Mezzanine Debt	1	7.8%
Secured Subordinate Debt	2	1.8%

1 One mortgage loan, representing 7.8% of the pool balance, is structured with both B/C/D Notes and a separate Mezzanine loan and therefore appears in both applicable categories.

Pari Passu Loans

Two loans representing 18.9% of the pool balance are structured as pari passu notes. A summary of these loans is presented in *Figure 3*.

Figure 3

PARI PASSU LOANS

Loan	Trust Balance	Total Pari Passu Balance	Total Pari Passu Notes	Transactions with Related Pari Passu Notes	Servicing
11 Madison Avenue	$143,333,333	$430,000,000	4	*	*
Starrett - Lehigh Building	$100,000,000	$160,000,000	2	*	*
Total	**$243,333,333**	**$590,000,000**			

* This is the first securitization of the various pari passu notes.

THIRD PARTY REVIEWS

Appraisals

Appraisals were completed for all the properties. Appraisals for all but seven of the properties (0.7% of the pool balance) were completed within the past twelve months.

Environmental

One-hundred and one mortgaged properties (99.9% of the pool balance) were subject to a Phase I environmental site assessment performed by an independent third party environmental consultant. For all but nine properties (1.9% of the pool balance), these assessments were conducted during the past twelve months. Two properties (0.5% of the pool balance) are covered by a group secured creditor impaired policy that provides for coverage for certain losses that may arise from adverse environmental conditions. For all instances in which an adverse or potentially material environmental condition was identified, appropriate additional measures were taken, including one of the following: the conditions were remedied, a no further action or remediation letter was obtained from an environmental consultant, an environmental insurance policy was obtained, or an escrow account was established to cover the estimated costs of any required investigation, testing, monitoring, or remediation.

Structural

All the properties were subject to an engineering report. For all but seven properties (0.7% of the pool balance) the reports were completed by an independent third party engineer within the past twelve months. For most properties, escrows were established to correct deferred maintenance issues identified in the reports.

Seismic

Ten of the mortgage properties (11.0% of the pool balance) are located in areas that are considered likely areas for seismic activity. None of the properties had a PML greater than 20%, with the exception of two loans, that represent 5.6% of the pool balance. The mortgaged properties for three mortgage loans, including those described above, representing 6.4% of the pool balance have seismic insurance in place to protect against geological risks.

Insurance

The insurance policies for each of the top ten loans provide for some level of terrorism coverage, subject to certain policy restrictions.

STRUCTURAL REVIEW

Payment Priority

With the exception of the Class SL certificates, distribution of all scheduled and unscheduled principal payments are made sequentially based upon the seniority of the tranches. For the purposes of distributing scheduled and unscheduled principal payments to the Senior Certificates, the Loan Group 1 principal amount will be directed to Classes A-1, A-2, A-3 and A-4 sequentially and the Loan Group 2 principal amount will be directed to Class A-1A. However, in the event that that the certificate principal balances of the Class P through B certificates have been reduced to zero, distribution of principal collected or advanced will be made *pro rata* among Classes A-1, A-2, A-3, A-4 and A-1A. Increases in credit support are realized through the application of scheduled and unscheduled principal distribution amounts. Decreases in credit support are determined by actual losses.

The Class SL certificates are supported only by a $24,000,000 subordinated B-Note secured by the Starrett Lehigh loan. These certificates do not provide credit support to the rest of the pool.

Representations and Warranties

The sellers of the mortgage loans, Wachovia Bank, National Association, Artesia Mortgage Capital Corporation, and Citigroup Global Markets Realty Corp., have made representations and warranties concerning the mortgage loans to the depositor, Wachovia Commercial Mortgage Securities Inc. and these have been assigned to the trustee for the benefit of the certificate holders. The representations and warranties, which generally are of standard scope, cover such items as title to the underlying properties, the lien status of the mortgage loans, the enforceability of the related promissory notes, and the payment status of the mortgage loans. A material breach of any representations will require the sellers to cure or repurchase any affected mortgage loans.

Servicing

Wachovia Bank, National Association will be the master servicer, and Lennar Partners Inc. and Wachovia Bank, National Association (11 Madison Avenue loan) will be the special servicers for this transaction, respectively. The responsibilities of the master and special servicers include advancing delinquent scheduled principal and interest payments (other than balloon payments) on the mortgage loans and such other sums necessary for the protection of the property (e.g., real estate taxes, insurance, etc.) all to the extent deemed recoverable. Lennar Partners Inc. and Wachovia Bank, National Association. have been reviewed by Moody's and found acceptable in the roles of master servicer and special servicer.

Ratings

Moody's ratings are based upon the quality of the collateral, the levels of credit enhancement furnished by the subordinate tranches, and on the structural and legal integrity of the transaction. The ratings on the certificates address the likelihood of receipt by certificate holders of timely payment of interest and of all distributions of principal by the final rated distribution date in February 2041.

Moody's rating addresses only the credit risks associated with the transaction. Other non-credit risks, such as those associated with the timing of principal payments and the payment of prepayment penalties, have not been addressed and may have a significant effect on yield to investors.

MOODY'S CREDIT ANALYSIS

Moody's reviewed the loan collateral for approximately 79.1% of the pool by loan balance. The collateral information included loan summaries, financial statements, a rent roll report (as applicable), appraisals, as well as engineering and environmental studies. In addition, Moody's performed selected site inspections to confirm our impressions of the properties based on a review of the loan files. Properties representing 49.1% of the pool by loan balance were visited. New York, California, Georgia, Florida, Washington, and Nevada were the six states visited. Figure 4 presents a summary of Moody's analysis by property type (excluding 11 Madison Ave and IBM Center).

Figure 4

PROPERTY TYPE SUMMARY

Property Type	% of Pool Balance	Net Cash Flow Adjustment	Property Quality Grade	Moody's Actual DSCR[1]	Moody's Stressed DSCR[2]	U/W DSCR[3]	Moody's LTV Ratio	U/W LTV Ratio
Multifamily	27.0%	-1.2%	2.3	1.29	0.95	1.31	98.1%	74.9%
Manufactured Housing	1.1%	-4.9%	2.2	1.22	0.91	1.28	99.9%	74.4%
Industrial	0.5%	-3.6%	2.6	1.22	1.06	1.27	95.3%	73.5%
Anchored Retail	33.5%	-2.2%	2.3	1.66	1.14	1.74	88.1%	74.8%
Unanchored Retail	1.9%	-1.6%	2.5	1.44	1.22	1.46	92.5%	67.9%
Office	32.5%	-2.2%	2.0	1.84	1.32	1.81	80.6%	62.8%
Mixed Use	1.5%	-2.1%	2.5	1.38	1.09	1.50	95.7%	72.2%
Full Service Hotel	1.1%	-8.0%	2.2	1.63	1.55	1.77	73.3%	54.5%
Limited Service Hotel	0.9%	-5.0%	2.8	1.45	1.44	1.52	84.3%	69.9%
Total/Wtd Average Pool	**100.0%**	**-2.1%**	**2.2**	**1.60**	**1.15**	**1.65**	**88.5%**	**68.4%**

1 Moody's Actual DSCR is based on Moody's NCF and the actual debt service.
2 Moody's Stressed DSCR is based on Moody's NCF and a 9.25% stressed rate applied to the pool balance.
3 UW DSCR is based on the underwritten NCF and the actual debt service.

Red-Yellow-Green^{TM}

Moody's classifies the commercial real estate markets as Red, Yellow, or Green based on supply and demand relationships as well as other variables relevant to specific property types. The pool's Red-Yellow-Green^{TM} score of 57.9 is lower than the recent conduit average of 58.4 and higher than the national average of 64.5 for all markets and property types covered. The pool has a Red-Yellow-Green^{TM} coverage score of 77.3% which is higher than the recent conduit average of 62.9%. The coverage score indicates the percentage of the total pool for which scores are available. The availability of scores is dependent on whether data is available for a particular market and property type. For example, regional malls, power centers, and less common property types such as self-storage, manufactured housing, and healthcare facilities are not covered in our analysis. Approximately 22.7% of the "non-covered" collateral is located in MSAs which are ranked below the top 100 or are too small to be designated a MSA. For additional details please refer to *Appendix B*.

Economic Diversity

Moody's considers the pool to be above average in terms of economic diversification. The pool has a composite score of 72.5, which is below 76.8, the median score of the conduit universe rated by Moody's between 1996 and the first half of 2003. The shares of most industries in the pool are similar to those of the national economy as a whole. For additional details please refer to *Appendix A*.

Figure 5

SHADOW RATED LOANS

Loan	Pool Balance	% of Pool Balance	Moody's LTV Ratio	Moody's Shadow Rating
11 Madison Avenue	$143,333,333	11.1%	N/A	**Baa2**
Starrett Lehigh	$100,000,000	7.8%	60.3%	**A1**
IBM Center	$80,000,000	6.2%	N/A	**Baa2**
520 Eighth Avenue	$49,000,000	3.8%	55.4%	**A1**
Cole Portfolio	$19,650,250	1.5%	65.0%	**Baa2**
Studio Village Shopping Center	$10,000,000	0.8%	45.4%	**Aaa**
Total	**$401,983,583**	**31.2%**	**58.7%**	**N/A**

* The 11 Madison Avenue and IBM Center loans were analyzed utilizing the dark value at balloon due to the credit lease nature of the assets. As such, the LTV figures are not applicable in this context.

Shadow Rated Loans

The pool has six shadow rated loans that represent 31.2% of the pool balance. A summary of these loans is presented in Figure 5. The assigned shadow ratings are equivalent to the ratings that would have been assigned to the junior most tranche of the pooled loan balance had that loan been securitized on a stand alone basis. The shadow ratings are reflective of each loan's credit quality and are independent of the pool's diversity characteristics.

Moody's DSCR

Moody's weighted average actual DSCR for the pool is 1.60X (excluding 11 Madison Ave and IBM Center). Moody's weighted average actual DSCR for the pool, excluding shadow rated loans, is 1.40X. *Figure 6* provides a distribution of Moody's DSCRs for the pool, excluding shadow rated loans, based on the adjusted net cash flow and the actual debt service.

Moody's LTV Ratio

For each loan, the LTV ratio was derived by applying Moody's standard capitalization rates (by property type) to Moody's net cash flow. The pool's weighted average Moody's LTV ratio is 88.5% (excluding 11 Madison Ave and IBM Center). The pool's weighted average Moody's LTV ratio, excluding shadow rated loans, is 94.2%. *Figure 7* provides a distribution of Moody's LTV ratios for the pool, excluding shadow rated loans.

Property Quality Grade

In addition to most of the largest properties, Moody's assessed collateral representative of the pool by property type and by geographic location. Moody's grades properties on a scale of 1 to 5 (best to worst) and considers those grades when assessing the likelihood of debt payment. The factors considered include property age, quality of construction, location, market, and tenancy. The average grade for the pool is 2.2 (excluding 11 Madison Ave and IBM Center), which indicates a similar asset quality compared to other recent transactions. The average grade for the pool, excluding shadow rated loans, is 2.3. *Figure 8* provides a distribution of the property grades for the pool, excluding shadow rated loans.

Net Cash Flow Adjustment

Based in part upon the supplied collateral information, Moody's made property-type specific adjustments to the underwriter's net cash flow projections. In order to derive a stabilized net cash flow available to service the debt, we considered rents, revenues, operating expense ratios, and vacancy allowances consistent with the property market. In addition, Moody's considered capital items, such as leasing commissions, tenant improvements, replacement reserves, and furniture, fixtures, and equipment (FF&E) reserves to the extent not already included in the underwritten cash flow. Moody's weighted average reduction to the pool's underwritten net cash flow was 2.1% (excluding 11 Madison Ave and IBM Center). Moody's weighted average reduction to the pool's underwritten net cash flow, excluding shadow rated loans, was 1.9%.

DISTRIBUTIONS

Figure 6

MOODY'S ACTUAL DSCR

DSCR	Properties	% of Pool Balance
1.10 - 1.19	7	6.7%
1.20 - 1.29	30	44.9%
1.30 - 1.39	20	17.7%
1.40 - 1.49	13	11.9%
1.50 - 1.59	6	3.8%
1.60 - 1.69	1	1.3%
1.70 - 1.79	4	2.8%
1.80 - 1.89	1	0.0%
1.90 - 1.99	0	0.0%
2.00 - 2.09	1	9.0%
2.10 - 2.19	1	1.1%
>= 2.20	2	0.8%

Figure 7

MOODY'S LTV RATIO

LTV Ratio	Properties	% of Pool Balance
110.0% -114.9%	0	0.0%
105.0%- 109.9%	0	0.0%
100.0%- 104.9%	19	24.9%
95.0% - 99.9%	22	38.6%
90.0% - 94.9%	13	12.2%
85.0% - 89.9%	10	4.0%
80.0% - 84.9%	10	13.4%
75.0% - 79.9%	4	2.9%
70.0% - 74.9%	2	2.5%
60.0% - 69.9%	3	0.8%
40.0% - 59.9%	2	0.7%
< 40.0	1	0.0%

Figure 8

PROPERTY QUALITY GRADE

Property Quality Grade	Properties	% of Pool Balance
0.50 - 1.49	0	0.0%
1.50 - 1.99	2	0.8%
2.00 - 2.24	2	14.5%
2.25 - 2.49	57	70.7%
2.50 - 2.74	22	11.4%
2.75 - 2.99	3	2.6%
3.00 - 3.24	0	0.0%
3.25 - 3.49	0	0.0%
3.50 - 3.74	0	0.0%
3.75 - 3.99	0	0.0%
4.00 - 4.49	0	0.0%
4.50 - 5.00	0	0.0%

Distributions are for the pool, excluding shadow rated loans.

TOP TEN LOAN ANALYSIS

Figure 9

SUMMARY

Property Name	Property Type	% of Pool Balance	NCF Adjust-ment	Property Quality Grade	Moody's Value Per Unit	Moody's Actual DSCR[1]	Moody's Stressed DSCR[2]	U/W DSCR[3]	Moody's LTV Ratio	U/W LTV Ratio
11 Madison Avenue	Office	11.1%	N/A	N/A	N/A	N/A	N/A	1.55	N/A	63.7%
Phillips Point Office Building	Office	8.1%	-3.7%	1.75	$253	1.27	1.02	1.32	98.4%	75.6%
Starrett - Lehigh Building	Office	7.8%	-0.5%	1.75	$114	2.07	1.66	2.08	60.3%	45.7%
IBM Center	Office	6.2%	N/A	N/A	N/A	N/A	N/A	1.89	N/A	61.1%
North Riverside Park Mall	Anchored Retail	6.2%	-2.2%	2.00	$218	2.03	1.17	2.08	83.2%	73.4%
520 Eighth Avenue	Office	3.8%	-3.8%	1.75	$120	3.48	1.81	3.68	55.4%	48.0%
Villa Del Sol Apartments	Multifamily	3.5%	-0.7%	2.00	$82,392	1.25	0.95	1.26	97.2%	75.0%
Pine Trail Square	Anchored Retail	2.4%	-3.4%	2.00	$123	1.40	1.06	1.45	91.6%	78.2%
Pacific Center	Office	2.1%	-1.3%	2.00	$70	1.42	1.05	1.44	97.7%	76.4%
Bal Harbour Square	Anchored Retail	2.1%	-1.2%	2.00	$192	1.25	0.94	1.27	103.0%	79.8%
Total/Wtd. Average Top 10 Loans		**53.3%**	**-2.2%**	**1.9**	**N/A**	**1.82**	**1.26**	**1.81**	**82.7%**	**65.1%**
Total/Wtd. Average Pool, excluding shadow rated loans		**68.8%**	**-1.9%**	**2.3**	**N/A**	**1.40**	**1.04**	**1.43**	**94.2%**	**74.5%**
Total/Wtd. Average Pool		**100.0%**	**-2.1%**	**2.2**	**N/A**	**1.60**	**1.15**	**1.65**	**88.5%**	**68.4%**

1 Moody's Actual DSCR is based on Moody's NCF and the actual debt service.

2 Moody's Stressed DSCR is based on Moody's NCF and a 9.25% stressed rate applied to the pool balance.

3 UW DSCR is based on the underwritten NCF and the actual debt service.

1. Eleven Madison Avenue

COLLATERAL SUMMARY	
% of Pool	11.1%
Pool Amount	$143,333,333
Originator	Wachovia
Shadow Rating	**Baa2**
Property Type	Office
Location	New York, NY
Red-Yellow-Green™	Yellow (60)
Size	2,256,552 Square Feet
Year Built/Renovated	1937/94/97
Collateral Occupancy	98.6% as of 12/22/03
Ownership	Fee Simple
Purchase Price	$675.0 mil as of 12/03

DEBT SUMMARY			
		Moody's	
		LTV	DSCR
Pool Balance	$143,333,333	N/A	N/A
Pari-Passu Debt	$286,666,667	N/A	N/A
Other Secured Debt	$85,000,000	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$515,000,000**	—	—

NOTE: Due to the amount of investment-grade rated revenue, the loan was analyzed similar to a credit tenant lease structure and utilized the dark value at balloon. As such, the LTV and DSCR figures are not applicable in this context.

LOAN SUMMARY	
Loan Type	Fixed Rate
Interest Rate	5.30%
Interest Only Period	60 months
Amortization	30 years after I/O period
Maturity Date	1/11/2014
Extension Options	N/A
Sponsor	ZAR Realty Management
Borrower	Bankruptcy Remote, SPE

STRUCTURAL FEATURES	
Lockbox	Hard lockbox
Ongoing Reserves	Cap Ex, Insurance, Taxes, TI/LC
Upfront Reserves	Insurance ($216,667), Taxes ($207,460)
Other	

Strengths

- The loan is shadow rated **Baa2**.
- Credit Suisse First Boston ("CSFB") occupies 85% of the net rentable area on long term leases and uses the building as its world headquarters.
- Investment grade tenants generate 95.5% of the total rent.
- In-place average rent at the property is below market.

Concerns

- Tenant concentration risk with 85% of the net rentable area occupied by a single tenant. However, CSFB is rated **Aa3** and uses the building as its world headquarters. They occupy the space on long term leases at below market rents.
- CSFB has a termination option in 2007 on 528,730 square feet (27.5% of their space). The termination option is mitigated by 1) a $32 million (3 years rent) termination fee if all 528,730 square feet are terminated, 2) two year termination notice with 100% cash trap in event of such notice, and 3) below market lease terms.
- The loan is interest only for the first 60 months.
- Additional leverage in the form of secured subordinate debt.

Property Description

The loan is secured by a 30-story class A office building in New York City. The 2,256,552 square foot project was initially constructed in 1937 and subsequently renovated from 1994 through 1997. The floor plates range from 100,000 square feet in the base to 45,000 square feet in the tower. The building is serviced by 48 elevators (41 passenger, 2 freight, and 3 combined use). The predominant façade material is limestone. The property is bounded by Madison Avenue, Park Avenue South, 24th Street and 25th Street. Madison Square Park is located directly to the west of the subject. Several subway lines are within one block.

Tenant Overview

A summary of the subject's tenants is presented in *Figure 9*. The largest tenant, Credit Suisse First Boston (**Aa3**), occupies 85% of the net rentable area and uses the property as its world headquarters. The CSFB space has multiple expiration dates with 20.3% expiring in 2007, 5.4% expiring in 2013, and 74.3% expiring in 2017. Additionally, CSFB has a termination option on 528,730 square feet (27.5% of their space) that is otherwise leased through 2017. If CSFB exercises the termination option, they will be required to give two years notice and pay up to $32 million in termination fees. Aon Corporation (**Baa2**) occupies 6.1% of the net rentable area, and is currently subleasing its entire 138,072 square feet to IBM Corporation (**A1**). Omnicom Group, Inc. (**Baa1**) occupies 4.2% of the net rentable area. Omnicom is one of the largest advertising companies in the world. Excluding the CSFB termination space, 34.8% of the net rentable area expires during the loan term.

Figure 10

ELEVEN MADISON AVENUE TENANT OVERVIEW

Tenant	NRA	% of NRA	Gross Rent PSF	Lease Expiration	Moody's Senior Unsecured Rating
Credit Suisse First Boston	1,921,459	85.2%	$25.79	07,10,13,17	**Aa3**
Aon Corporation	138,072	6.1%	$31.98	2013	**Baa2**
Omnicom Group	95,557	4.2%	$31.54	2008	**Baa1**
Gould Paper	46,318	2.1%	$23.56	2013	N/A
Other Tenants	23,518	1.0%	$22.42	N/A	N/A
Vacant Space	31,628	1.4%	N/A	N/A	N/A
Total	**2,256,552**	**100.0%**	**$26.34**	**N/A**	**N/A**

Note: The gross rent PSF figure includes both base rent and recoveries.

Market Overview

Moody's classified the New York office market as Yellow (60) in its fourth quarter 2003 Red-Yellow-Green™ Outlook. The subject is located in the East Midtown South submarket. According to Torto Wheaton Research (TWR), this submarket contains 37.6 million square feet of space, or 10.9% of the New York City market. As of third quarter 2003, TWR reported class-A submarket vacancy and average asking rent of 7.4% (down from 8.1% the previous quarter) and $31.40 (unchanged from the previous quarter), respectively. The current average rent at the subject property is considered below market. TWR also reported that there was no additional supply expected in the near term for the East Midtown South submarket.

2. PHILIPS POINT

COLLATERAL SUMMARY

% of Pool	8.1%
Pool Amount	$105,000,000
Originator	Wachovia
Shadow Rating	N/A
Property Type	Office
Location	West Palm Beach, FL
Red-Yellow-Green™	Yellow (63)
Size	421,650 Square Feet
Year Built/Renovated	1985/NA
Collateral Occupancy	96% as of 9/22/03
Ownership	Fee Simple
Purchase Price	$138.9 mil as of 1/04

DEBT SUMMARY

		Moody's	
		LTV	**DSCR**
Pool Balance	$105,000,000	98.4%	1.27x
Other Secured Debt	N/A	N/A	N/A
Mezzanine	N/A	—	—
Total	**$105,000,000**		

LOAN SUMMARY

Loan Type	Fixed Rate
Interest Rate	6.25%
Interest Only Period	24 months
Amortization	30 years after I/O period
Maturity Date	12/11/2013
Extension Options	N/A
Sponsor	Benjamin Winter; Melvin Heller (Phillips Point LLC)
Borrower	Bankruptcy Remote, SPE

STRUCTURAL FEATURES

Lockbox	Hard
Ongoing Reserves	Cap Ex, TI/LC
Upfront Reserves	None
Other	

Strengths

- Excellent location and one of the top properties in the market.
- Approximately 60% of the property is occupied by established law firms and investment-grade tenants.

Concerns

- Relatively high loan-to-value ratio of 98.4%
- The West Palm Beach market has an overall class-A vacancy of 20.7%, and the property's submarket has a class-A vacancy of 14.2%. However, this property is one of the best in the marketplace and has a history of occupancy at an above-market level.

Property Description

The loan is secured by a 421,650 square foot class A office project located in West Palm Beach, FL. The project was built in two phases, with Phase I completed in 1985 and consisting of a 14 story east tower (212,110sf), a retail promenade (47,335sf), and parking deck. Phase II was completed in 1988 and consists of a 19-story west tower (163,858sf), and a 6 level parking garage located across the street from the west tower. There are 1,173 parking spaces, or 2.8 spaces per thousand square feet. Office floor plates range in size from 13,386 square feet to 25,836 square feet. The project is served by 14 passenger elevators and 3 service elevators. The façade consists of pre-cast aggregate panels. The property is located at the corner of South Flagler Drive and Okeechobee Boulevard. This location provides easy access to both downtown West Palm Beach and Palm Beach. The Intra-coastal waterway/Lake Worth is directly to the east of the property, affording excellent views.

Tenant Overview

A summary of the subject's tenants is presented in Figure 10. The largest tenant, Gunster Yoakley, 13% of the net rentable area. Gunster Yoakley was founded in 1925 and is one of Florida's largest law firms. Conopco, Inc (**A1** for parent Unilever and 9.0% of net rentable area) sells the product Slimfast in addition to other foods and ready to drink shakes. Greenberg Traurig (8.3% of net rentable area) was founded in 1967 and is a law firm with about 900 lawyers in 20 offices. Steel Hector & Davis (6.8% of net rentable area) was founded in 1925 and is a law firm specializing in banking and financial companies, airlines, insurance and real estate. Over the term of the loan, 100% of the total occupied net rentable area expires.

Figure 11

PHILIPS BUILDING TENANT OVERVIEW

Tenant	NRA	% of NRA	Net Rent PSF	Lease Expiration	Moody's Senior Unsecured Rating
Gunster Yoakley	52,719	12.5%	$22.60	2013	N/A
Conopco Inc.	38,129	9.0%	$28.00	2007	**A1**
Greenberg Traurig	35,078	8.3%	$25.56	2011	N/A
Steel Hector & Davis LLP	28,589	6.8%	$24.10	2010	N/A
Other Tenants	250,253	59.3%	$0.00	N/A	N/A
Vacant Space	16,882	4.0%	N/A	N/A	N/A
Total	**421,650**	**100.0%**	**$24.88**	**N/A**	**N/A**

* West Palm Beach rents are typically quoted on a net basis, so this table utilizes net rents as well. Average per square foot expense recovery at the property is $15.98.

Market Overview

Moody's classified the West Palm Beach office market as Yellow (63) in its fourth quarter 2003 Red-Yellow-Green™ Outlook. According to Torto Wheaton Research (TWR), this subject property's submarket contains 5.6 million square feet of space, or 24.4% of the West Palm Beach market. As of third quarter 2003, TWR reported class-A submarket vacancy and average net asking rent of 14.2% (down from 15.7% the previous quarter) and $17.73 (down from $18.12 the previous quarter), respectively. The rent in place at the property is considered above market, however this is one of the best properties in the market and commands premium rents. TWR also reported that there was 47,000 square feet of additional supply constructed (or expected to be completed) in 2003.

3. STARRETT LEHIGH

COLLATERAL SUMMARY

% of Pool	7.8%
Pool Amount	$100,000,000
Originator	Wachovia
Shadow Rating	**A1**
Property Type	Office
Location	New York, NY
Red-Yellow-Green™	Yellow (60)
Size	2,319,634 Square Feet
Year Built/Renovated	1930/2003
Collateral Occupancy	74.3% as of 9/30/03
Ownership	Fee Simple
Purchase Price	N/A

DEBT SUMMARY

		Moody's	
		LTV	DSCR
Pool Balance	$100,000,000	60.3%	2.07X
Pari-Passu Debt	$60,000,000	60.3%	2.07X
Other Secured Debt	$24,000,000	69.3%	1.80X
Mezzanine	$0	N/A	N/A
Total	**$184,000,000**	—	—

NOTE: The LTV and Actual DSCR ratios for Pool Balance and Pari Passu Debt reflect the total A-note debt. Other Secured Debt is a B-note that is included in the trust.

LOAN SUMMARY

Loan Type	Fixed Rate
Interest Rate	5.76%
Interest Only Period	24 months
Amortization	26 years after I/O period
Maturity Date	2/11/2014
Extension Options	N/A
Sponsor	Mark Karasik (601 West Associates LLC)
Borrower	Bankruptcy Remote, SPE

STRUCTURAL FEATURES

Lockbox	Hard
Ongoing Reserves	None
Upfront Reserves	None
Other	

Strengths

- The loan is shadow rated **A1** with a Moody's LTV ratio of 58.0%.
- Diversity of tenancy with over 100 tenants and largest tenant occupying 11.5% of net rentable area

Concerns

- Older property built in 1930. However, approximately $30 million has been spent upgrading the property over the last 5 years.
- Occupancy of 74.3%. The lower than market occupancy is due to in part to the property being impacted by past exposure to telecom tenants.
- Additional leverage in the form of a B-note. However, the B-note is rated **Baa2**.

Property Description

The loan is secured by a 19-story class B/C office building in New York City. The 2,319,634 square foot project was initially constructed in 1930 and subsequently renovated from over the last 5 years at a total cost of $30 million. The floor plates range from 133,000 square feet in the base to 30,000 square feet on the 19th floor. The building is serviced by 13 elevators (8 passenger, 3 freight, and 2 truck). The property contains 250 parking spaces, or 0.11 spaces per thousand square feet. The predominant façade material is red brick masonry. The subject takes up an entire city block and is bounded by 11th Avenue, 12th Avenue, West 26th Street and West 27th Street. The nearest subway entrance is six blocks away at West 23rd Street and 8th Avenue.

Tenant Overview

A summary of the subject's tenants is presented in *Figure 11*. The three largest tenants, US Customs (**Aaa**), Martha Stewart Omnimedia, and Federal Bureau of Investigation (**Aaa**) are well known. The fourth largest tenant, Leucadia National Corporation (**Ba1**) is a diversified holding company engaged in a variety of businesses including telecommunications, banking and lending, manufacturing, real estate, winery operations, mining, and reinsurance. Other notable tenants at the property include Hugo Boss and Verizon. Approximately 88% of the occupied space expires during the term of the loan.

Figure 12

STARRETT LEHIGH TENANT OVERVIEW

Tenant	NRA	% of NRA	Gross Rent PSF	Lease Expiration	Moody's Senior Unsecured Rating
US Customs	266,327	11.5%	$34.33	2013	**Aaa**
Martha Stewart Omnimedia	159,500	6.9%	$25.39	2009	N/A
F.B.I.	118,288	5.1%	$16.95	2008	**Aaa**
Leucadia National Corp.	99,320	4.3%	$18.33	2015	**Ba1**
Other Tenants	1,080,604	46.6%	$22.92	N/A	N/A
Vacant Space	595,595	25.7%	N/A	N/A	N/A
Total	**2,319,634**	**100.0%**	**$24.23**	**N/A**	**N/A**

Note: The gross rent PSF figure includes both base rent and recoveries.

Market Overview

Moody's classified the New York office market as Yellow (60) in its fourth quarter 2003 Red-Yellow-Green™ Outlook. The subject is located in the Penn Station submarket. According to Torto Wheaton Research (TWR), this submarket contains 12.9 million square feet of space, or 3.8% of the New York City market. As of third quarter 2003, TWR reported class-B/C submarket vacancy and average asking rent of 6.3% (down from 7.2% the previous quarter) and $29.95 (down from $30.35 the previous quarter), respectively. Compared to average submarket rents, the in-place rent at the property is below market. TWR also reported that there was no additional supply expected in the near term for the Penn Station submarket.

4. IBM CENTER

COLLATERAL SUMMARY	
% of Pool	6.2%
Pool Amount	$80,000,000
Originator	Wachovia
Shadow Rating	Baa2
Property Type	Office
Location	Atlanta, GA
Red-Yellow-Green[TM]	Yellow (35)
Size	784,700 Square Feet
Year Built/Renovated	1978/1988/1999
Collateral Occupancy	100% as of 12/12/03
Ownership	Fee Simple
Purchase Price	$131 million as of 12/03

DEBT SUMMARY		Moody's	
		LTV	DSCR
Pool Balance	$80,000,000	N/A	N/A
Other Secured Debt	$0	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$80,000,000**		

NOTE: The loan was analyzed on the credit tenant lease structure and utilized the dark value at balloon. As such, the LTV and DSCR figures are not applicable in this context.

LOAN SUMMARY	
Loan Type	Fixed Rate
Interest Rate	5.36%
Interest Only Period	First 24 months and last 24 months of the term
Amortization	28 years after I/O period
Maturity Date	9/11/2014
Extension Options	N/A
Sponsor	The Jamestown Companies
Borrower	Bankruptcy Remote, SPE

STRUCTURAL FEATURES	
Lockbox	Hard
Ongoing Reserves	None
Upfront Reserves	None
Other	

Strengths

- The loan is shadow rated **Baa2**.
- The property is 100% leased by IBM (**A1**) on an absolute net lease through the term of the loan.

Concerns

- Event risk with exposure to a single tenant.
- Balloon refinance risk. The IBM lease expiration is co-terminus with the maturity of the loan. A TI/LC escrow has been established that requires an annual deposit of $601,020 beginning April 2008 through the term of the loan. If IBM gives notice of intent not to renew (required 2 years prior to expiration), then there will be a 100% trap of all cash flow for the last two years of the loan.

Property Description

The loan is secured by a 784,700 square foot class B office project located in Atlanta, GA. The project was built in two phases, with the first phase completed in 1978 and consisting of an 11 story tower. The second phase, a 9-story tower was completed in 1988. Additionally, a 907 space parking garage was completed in 1999 to bring total parking spaces (including surface spaces) to 2,678. The property is serviced by 16 passenger elevators and 2 freight elevators. The primary façade material is pre-cast concrete. The subject is located near the intersection of I-75 and Northside Parkway, about 8 miles northwest of the Atlanta CBD.

Tenant Overview

The subject is 100% leased by International Business Machines Corp. ("IBM"). IBM (**A1**) currently pays rent of $13.44 per square foot on a lease running through September 2014. There will be a rent bump of approximately 5.8% in 2008. The lease is absolute triple-net, with the tenant responsible for all costs related to the maintenance and management of the facility. The lease has a 5-year renewal option at the greater of 90% of market rent or $15.29 per square foot. IBM must notify the borrower at least two years prior to lease expiration of their intent to exercise the renewal option or not.

Market Overview

Moody's classified the Atlanta office market as Yellow (35) in its fourth quarter 2003 Red-Yellow-Green™ Outlook. The subject is located in the Northwest Atlanta submarket. According to Torto Wheaton Research (TWR), this sub-market contains 21.2 million square feet of space, or 17.5% of the Atlanta market. As of third quarter 2003, TWR reported class-B/C submarket vacancy and average asking rent of 21.1% (down from 20.1% the previous quarter) and $16.40 (unchanged from the previous quarter), respectively. The market rents are reported on a gross basis whereas the IBM rent ($13.44psf) is reported on a net basis. The IBM rent (when adding a reasonable expense recovery estimate) is considered consistent with current market rates since the subject property would be expected to generate rents slightly above the class B/C rents. TWR also reported that approximately 133,000 square feet of additional supply was added to the Northwest Atlanta submarket in 2003.

5. NORTH RIVERSIDE PARK MALL

COLLATERAL SUMMARY	
% of Pool	6.2%
Pool Amount	$80,000,000
Originator	Wachovia
Shadow Rating	N/A
Property Type	Regional Mall
Location	North Riverside, IL
Red-Yellow-Green™	Green (77)
Size	440,421
Year Built/Renovated	1974/2001
Collateral Occupancy	86.9% as of 1/8/04
Ownership	Fee
Purchase Price	$109 million as of 12/03

DEBT SUMMARY			
		Moody's	
		LTV	DSCR
Pool Balance	$80,000,000	83.2%	2.03X
Other Secured Debt	$0	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$80,000,000**	**—**	**—**

LOAN SUMMARY	
Loan Type	Fixed Rate
Interest Rate	5.32%
Interest Only Period	10 years
Amortization	None
Maturity Date	2/11/2014
Sponsor	Jeffrey Feil and Lloyd Goldman (North Riverside Park Associates LLC)
Borrower	Bankruptcy Remote, SPE

STRUCTURAL FEATURES	
Lockbox	Springing Hard lockbox
Ongoing Reserves	Taxes, capex, and TI/LC
Upfront Reserves	TI/LC ($2,750,000)
Other	

Strengths

- Per square foot sales have been increasing (2000-$306psf, 2001-$322psf, 2002-$339psf, 2003-$344psf)
- An up-front leasing cost reserve has been established in the amount of $2.75 million. The amount is primarily intended for the lease-up of the recently vacated TJ Maxx space (41,958 square feet).
- Located in a Green (77) market according to Moody's 4th quarter 2003 Red-Yellow-Green™ Outlook.

Concerns

- The loan is interest only for the entire loan term.
- Due to the recently vacated TJ Maxx space, collateral occupancy is 87%. However, a leasing cost reserve was established at closing and mall occupancy has typically exceeded 90%.

Property Description

The loan is secured by a two-level, enclosed regional mall located in Chicago, IL. The 1,067,435 square foot (440,421 square feet of collateral) property was constructed in 1974 and renovated in 2001. All the anchor space (627,014 square feet) is owned by the respective anchors and is not part of the collateral. Approximately 19,100 square feet of collateral consists of outparcel space. The mall space is generally laid out in a single row with an anchor at each end of the row and the third anchor in the middle. The food court is positioned in the middle of the row on the second level The property is located on the corner of West Cermak Road and Harlem Avenue in the North Riverside section of Chicago, approximately 11 miles west of the CBD. The nearest highways are I-294 about 2 miles north and I-90/94 about 2 miles west.

Tenant Overview

A summary of the portfolio's major tenants by property is presented in *Figure 12*. Although not part of the collateral, the center has anchors of JC Penney, Sears, and Carson Pirie Scott. The largest tenant, Pitt Theaters (6.8% of collateral net rentable area), is a six-screen theater operated by Cineplex Odeon. Old Navy (**Ba3**) occupies 4.6% of collateral net rentable area. Lerner New York (2.8% of collateral net rentable area) has agreed to a one-year extension through Jan-2005, but has not yet executed such extension in anticipation of signing a longer-term deal at the property. Deb Shops (2.3% of collateral net rentable area) has 327 stores and specializes in women's clothing targeting the 13-25 year old range. Over the term of the loan approximately 99% of the occupied space will expire. In-line sales per square foot and respective occupancy cost for the last four years are as follows: 2000: $306 and 16.6%, 2001: $322 and 16.1%, 2002: $339 and 15.3%, and 2003: $344 and 14.9%.

Figure 13

NORTH RIVERSIDE PARK MALL TENANT OVERVIEW

Tenant	GLA	Lease Expiration	T-12 Sales PSF	Occupancy Cost	Moody's Senior Unsecured Rating
Pitt Theaters	30,000	2008	$425,167(1)	N/A	N/A
Old Navy	20,068	2007	$352	7.1%	**Ba3**
Lerner New York	12,116	2004	$308	14.6%	N/A
Deb Shop	10,275	2009	$158	17.5%	N/A
Other occupied	310,395	N/A	N/A	N/A	N/A
Vacant	57,567	N/A	N/A	N/A	N/A
Total	**440,421**	**N/A**	**N/A**	**N/A**	**N/A**

1 (1) The sales for Pitt Theaters are expressed on a per-screen basis.

Market Overview

The Chicago retail market is categorized as Green (77) according to Moody's 3rd quarter 2003 Red-Yellow Green™ Outlook. The overall Chicago market has total inventory of approximately 105.7 million square feet and an overall vacancy rate of 10.2%. The subject's submarket contains 7.9 million square feet and exhibits overall vacancy of 9.1%. The 5-mile radius around the property has a population of approximately 664,272 and average household income of $65,181. Over the next several years, population and average household income within the 5-mile radius are expected to grow at a rate of 0.2% and 3.9% per annum, respectively. The subject has four primary competitors: 1) Harlem Irving Plaza (9 miles NW, $335 psf sales, anchors of Carson Pirie Scott, Kohls, and Target), 2) Oakbrook Center (7 miles W, $450 psf sales, anchors Bloomingdales, Marshall Fields, Lord & Taylor, Neiman Marcus and Sears), 3) The Brickyard (8 miles N, $300 psf sales, Lowes and Target), and 4) Orland Park (9 miles SW, $375 psf sales, Sears, JC Penney and Marshall Fields). All the competitive properties reportedly have 95% or greater occupancy.

6. 520 EIGHTH AVENUE

COLLATERAL SUMMARY

% of Pool	3.8%
Pool Amount	$49,000,000
Originator	Wachovia
Shadow Rating	**A1**
Property Type	Office
Location	New York, NY
Red-Yellow-Green™	Yellow (60)
Size	739,718 Square Feet
Year Built/Renovated	1926/2000
Collateral Occupancy	98.4% as of 1/21/04
Ownership	Fee Simple
Purchase Price	NAP

DEBT SUMMARY

		Moody's	
		LTV	DSCR
Pool Balance	$49,000,000	55.4%	3.48X
Other Secured Debt	$0	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$49,000,000**	—	—

LOAN SUMMARY

Loan Type	Fixed Rate
Interest Rate	4.80%
Interest Only Period	120 months
Amortization	None
Maturity Date	2/11/2014
Extension Options	N/A
Sponsor	Jeffrey Gural
Borrower	Tenants in Common

STRUCTURAL FEATURES

Lockbox	Springing hard lockbox
Ongoing Reserves	Cap Ex, Taxes and triggered TI/LC
Upfront Reserves	None
Other	

Strengths

- The loan is shadow rated **A1** with a Moody's LTV ratio of 55.4%.
- Diverse tenant base with no tenant occupying more than 6.5% of the net rentable area.

Concerns

- Loan is interest only for the entire term.

Property Description

The loan is secured by a class B office building in New York City. The 739,714 square foot project was built in 1926 and $18 million in renovations have been performed over the last three years. The property is comprised of three contiguous buildings (520 Eighth, 261 West 36th Street, and 266 West 37th Street). Floor plates range from 35,000 square feet in the base to 18,000 square feet in the upper floors. The building is serviced by 10 passenger elevators and 8 freight elevators. The predominant façade material is limestone. The property is on 8th Aveneue between West 36th and 37th Streets. The property has excellent access to public transportation with numerous subway lines, Pennsylvania Station and Port Authority Bus Terminal all located within a few blocks.

Tenant Overview

A summary of the subject's tenants is presented in Figure 13. The largest tenant, Mason Tenders District, occupies 6.5% of the net rentable area and is a labor union with approximately 15,000 members. Selfhelp (6.1% of the net rentable area) is an organization that provides home and community based services to the elderly. G & G Shops (5.4% of net rentable area) is a company that specializes in teen and young adult women's apparel Alliance of Resident Theatres (4.3% of the net residential area) is a service organization for approximately 400 not-for-profit theatres and related organizations. Over the term of the loan approximately 81% of the leases will expire.

Figure 14

520 EIGHTH AVENUE TENANT OVERVIEW

Tenant	NRA	% of NRA	Gross Rent PSF*	Lease Expiration	Moody's Senior Unsecured Rating
Mason Tender District	48,395	6.5%	$23.46	2018	N/A
Selfhelp	45,000	6.1%	$28.72	2011	N/A
G&G Shops	40,000	5.4%	$16.99	2006	N/A
Alliance of Resident Theatres	32,000	4.3%	$20.00	2022	N/A
Other Tenants	564,258	76.3%	$20.39	N/A	N/A
Vacant Space	15,605	2.1%	N/A	N/A	N/A
Total	**739,718**	**100.0%**	**$20.90**	**N/A**	**N/A**

* Rents are reported as base rent only since recoveries by tenant were not available. However, the average per square foot recovery for the building is $3.36 per square foot.

Market Overview

Moody's classified the New York office market as Yellow (60) in its fourth quarter 2003 Red-Yellow-Green™ Outlook. The subject is located in the Garment District submarket. According to Torto Wheaton Research (TWR), this submarket contains 27.6 million square feet of space, or 8.0% of the New York City market. As of third quarter 2003, TWR reported class-B/C submarket vacancy and average asking rent of 9.5% (down from 10.3% the previous quarter) and $30.33 (down from $31.19 the previous quarter), respectively. The average rent in place at the building is below the submarket average for class B/C properties. TWR also reported that there is no additional supply expected in the near term for the Garment District submarket.

7. VILLA DEL SOL APARTMENTS

COLLATERAL SUMMARY	
% of Pool	3.5%
Pool Amount	$45,000,000
Originator	Wachovia
Shadow Rating	N/A
Property Type	Multifamily
Location	Santa Ana, CA
Red-Yellow-Green™	Green (74)
Size	562 units
Year Built/Renovated	1964/1994
Occupancy	98.0% as of 12/4/03
Ownership	Fee Simple
Purchase Price	NAP

DEBT SUMMARY		Moody's	
		LTV	DSCR
Pool Balance	$45,000,000	97.2%	1.25X
Other Secured Debt	$0	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$45,000,000**	**—**	**—**

LOAN SUMMARY	
Loan Type	Fixed Rate
Interest Rate	5.73%
Interest Only Period	24 months
Amortization	30 years after I/O period
Maturity Date	12/11/13
Extension Options	N/A
Sponsor	Richard J. Julain and Dell G. Dohrman
Borrower	Bankruptcy Remote, SPE

STRUCTURAL FEATURES	
Lockbox	Springing Hard Lockbox
Ongoing Reserves	Taxes, Insurance, Capex
Upfront Reserves	Taxes ($58,618), Insurance ($129,665), Capex ($25,000), Debt Service ($528,071)
Other	$187,500 reserved for a seismic retrofit

Strengths

- Located in a Green (74) market according to Moody's 4th Quarter 2003 Red-Yellow-Green™ Outlook.
- Good location with easy access to several major highways.

Concerns

- Loan is interest only for the first 24 months.
- Property is approximately 40 years old and lacks some modern amenities such as dishwashers and washer/dryer connections.
- Relatively high loan-to-value ratio of 97.2%.

Property Description

The loan is secured by a 562 unit garden style multifamily project located in Orange County, CA. The property was built in 1964 and renovated in 1994 and consists of 84 two-story buildings. The property does not include any special unit amenities. Project amenities include 24-hours security, basketball court, laundry facilities, children's play area, picnic areas, and community room. There are 806 parking spaces (1.43 spaces per unit). The project is wood frame construction with stucco exteriors. Figure 14 provides a summary of the subject's unit mix. The property is located on the corner of South Fairview and South Sullivan Streets in the Santa Ana area of Orange County (approximately 35 miles southeast of downtown Los Angeles). There is nearby access to major arteries I-5, I-405, Highway-55 and Highway-22.

Figure 15

VILLA DEL SOL APARTMENTS UNIT MIX

Unit Type	Count	Average SF/Unit	Average Rent/ Unit
1 BR / 1 BA	151	633	$905
2 BR / 1 BA	315	866	$1,105
3 BR / 1.5 BA	96	1,074	$1,250
Total	**562**	**839**	**$1,082**

Market Overview

The property is located in the Santa Ana area of Orange County, California. According to Torto Wheaton Research ("TWR"), the Santa Ana submarket contains 33,382 units, or 15.7% of the Orange County inventory. TWR reports current vacancy and average rent for the submarket of 2.6% and $1,110, respectively. This compares to 3.4% and $1,265 for the entire Orange County market. Moody's classified the Orange County market as Green (74) in its fourth quarter 2003 Red-Yellow-Green™ Outlook. The subject's average rents are consistent with competitive properties in the area. The 5-mile radius around the property has a population of approximately 740,000 and median household income of $50,762. Over the next several years, population and median household income are expected to grow at a rate of 1.5% and 1.9% per annum, respectively.

8. PINETRAIL SHOPPING CENTER

COLLATERAL SUMMARY

% of Pool	2.4%
Pool Amount	$30,350,000
Originator	Wachovia
Shadow Rating	N/A
Property Type	Anchored Retail
Location	West Palm Beach, FL
Red-Yellow-Green™	Red (27)
Size	269,576 Square Feet
Year Built/Renovated	1980/2003
Collateral Occupancy	81.6% as of 1/16/04
Ownership	Fee
Purchase Price	NAP

DEBT SUMMARY

		Moody's	
		LTV	**DSCR**
Pool Balance	$30,350,000	91.6%	1.40X
Other Secured Debt	$0	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$30,350,000**	**—**	**—**

LOAN SUMMARY

Loan Type	Fixed Rate
Interest Rate	5.76%
Interest Only Period	None
Amortization	30 years
Maturity Date	12/11/2014
Sponsor	Joe Carosella
Borrower	Bankruptcy Remote, SPE

STRUCTURAL FEATURES

Lockbox	Springing soft lockbox
Ongoing Reserves	Capex, Taxes
Upfront Reserves	Taxes ($x), Capex ($3,594), Debt Service ($177,307)
Other	Vacant space reserve of $3 million for TI/LC costs attributable to 9,828sf of vacant retail space and 33,825sf of vacant second floor office space.

Strengths

- Tenancy includes several national retailers.
- Excellent location at the second busiest intersection in Palm Beach County.

Concerns

- Lack of operating history due to recent purchase and repositioning of the asset.
- Located in a Red (27) market according to Moody's 4th Quarter 2003 Red-Yellow-Green™ Outlook.

Property Description

The loan is secured by a 269,576 square foot anchored retail center in West Palm Beach, Florida. The property was constructed in 1980 (subsequently renovated in 2003) and consists of eight 2-story buildings. In addition to the retail component, there is 33,825 square foot second-floor office component (included in the 271,316 square foot total). There are 1,321 surface parking spaces, or 4.9 spaces per 1,000 square feet. The property is located on the southwest corner of Okeechobee Boulevard and Military Trail. This is the second busiest intersection in all of Palm Beach County with traffic counts of 70,660 cars per day on Okeechobee Boulevard and 45,391 cars per day on Military Trail.

Tenant Overview

A summary of the subject's tenants is presented in *Figure 15*. The largest tenant, Albertson's (**Baa2**) occupies 20.0% of the net rentable area with their Sav-on Drugs chain. Albertson's has approximately 2,300 stores in 31 states operating under such names has Albertson's, Acme Markets, Jewel, Super Saver, Max Foods, Osco Drug and Sav-On. L.A Fitness (15.1% of net rentable area) operates over 100 sports clubs across eight states. Marshall's (**A3**) occupies 11.3% of the net rentable area. Over the term of the loan approximately 74% of the occupied space will expire. Sales figures are not available for the overall center.

Figure 16

PINETRAIL SHOPPING CENTER TENANT OVERVIEW

Tenant	GLA	Lease Expiration	2002 Sales PSF	Occupancy Cost	Moody's Senior Unsecured Rating
Albertson's	54,000	2011	$600	1.1%	**Baa2**
LA Fitness	40,737	2017	N/A	N/A	N/A
Marshalls	30,336	2012	$330	2.2%	**A3**
Petco	15,685	2018	N/A	N/A	**Ba3**
Other Occupied	83,725	N/A	N/A	N/A	N/A
Vacant Retail	11,268	N/A	N/A	N/A	N/A
Vacant Office	33,825	N/A	N/A	N/A	N/A
Total	**269,576**	**N/A**	**N/A**	**N/A**	**N/A**

Market Overview

The West Palm Beach retail market is categorized as Red (27) according to Moody's 4th quarter 2003 Red-Yellow Green™ Outlook. The overall West Palm Beach market has total inventory of approximately 7.4 million square feet and an overall vacancy rate of 7.4%. The subject's submarket contains 1.4 million square feet and exhibits overall vacancy of 4.9%. The center competes effectively with similar retail properties in the area. The 5-mile radius around the property has a population of approximately 216,093 and median household income of $38,051. Over the next several years, population and median household income are expected to grow at a rate of 2.0% and 2.8% per annum, respectively.

9. PACIFIC CENTER

COLLATERAL SUMMARY	
% of Pool	2.1%
Pool Amount	$27,500,000
Originator	Wachovia
Shadow Rating	N/A
Property Type	Office
Location	Los Angeles, CA
Red-Yellow-Green™	Yellow (39)
Size	403,312 Square Feet
Year Built/Renovated	1916/1985
Collateral Occupancy	69.6% as of 11/24/03
Ownership	Fee Simple
Purchase Price	$36.0 million as of 2003

DEBT SUMMARY		Moody's	
		LTV	**DSCR**
Pool Balance	$27,500,000	97.7 %	1.42X
Other Secured Debt	$0	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$27,500,000**	—	—

LOAN SUMMARY	
Loan Type	Fixed Rate
Interest Rate	5.54%
Interest Only Period	24 months
Amortization	30 years after I/O period
Maturity Date	12/11/2008
Sponsor	Holualoa Arizona
Borrower	Tenants in Common

STRUCTURAL FEATURES	
Lockbox	Springing Soft Lockbox
Ongoing Reserves	Capex, Taxes, Insurance
Upfront Reserves	Debt service ($434,041), Tax ($197,286), Insurance ($65,086), Deferred Maintenance ($108,187), TI/LC ($4,480,000)
Other	

Strengths
- Good infill location

Concerns
- Below-average historical operating performance and current occupancy.
- Older property.
- Relatively high loan-to-value ratio of 97.7%

Property Description
The loan is secured by a 403,312 square foot office building in Los Angeles, California. The property was built in 1916, renovated in 1985, and consists of three interconnected buildings. The three buildings are 4, 6 and 12 stories high. Of the total property square footage, 39,125 square feet is retail, 11,360 square feet is an entertainment center called Pacific Club, and the remaining area is office space. A subterranean garage contains 350 parking spaces, or 0.87 spaces per thousand square feet. Eleven elevators serve the property. The primary façade material is precast masonry panels, brick and terra cotta masonry. The property is located in the CBD financial district and is on the corner of 6th Street and Grand Avenue. Nearby highways include US-101, I-5, I-10 and I-110. There is a subway station within one block.

Tenant Overview

A summary of the subject's tenants is presented in *Figure 16*. The largest tenant, United Way Inc., occupies 12.1% of the net rentable area through 2010. The United Way is one of the largest not-for-profit organizations and specializes in human service causes through a network of approximately 1,400 community based organizations. Los Angeles County Medical Association (5.6% of the net rentable area) is a professional association serving as an advocate for physicians in all modes of practice and specialties. American Business Bank (5.6% of net rentable area) specializes in business banking and primarily serves the southern California region. The Water Grill (2.2% of net rentable area) is a highly rated fine-dining restaurant. Over the term of the loan, approximately 94% of the leases will expire.

Figure 17

PACIFIC CENTER TENANT OVERVIEW

Tenant	NRA	% of NRA	Gross Rent PSF*	Lease Expiration	Moody's Senior Unsecured Rating
United Way Inc.	48,700	12.1%	$15.37	Multiple	N/A
LA County Medical Assn	22,500	5.6%	$13.00	2005	N/A
American Business Bank	22,452	5.6%	$19.31	Multiple	N/A
The Water Grill	8,791	2.2%	$33.85	2011	N/A
Other Tenants	178,231	44.2%	$18.03	N/A	N/A
Vacant Space	122,638	30.4%	N/A	N/A	N/A
Total	**403,312**	**100.0%**		**N/A**	**N/A**

* Rents are reported as base rent only since recoveries by tenant were not available. However, the average per square foot recovery for the building is $0.66 per square foot.

Market Overview

Moody's classified the Los Angeles office market as Yellow (39) in its fourth quarter 2003 Red-Yellow-Green™ Outlook. The subject is located in the Downtown LA submarket. According to Torto Wheaton Research (TWR), this submarket contains 33.3 million square feet of space, or 19.2% of the Los Angeles market. As of third quarter 2003, TWR reported class-B/C submarket vacancy and average asking rent of 25.0% (up from 23.1% the previous quarter) and $18.63 (down from $19.53 the previous quarter), respectively. Relative to the submarket average, the subject property has below-market rents currently in place. TWR also reported that there was no additional supply expected in the near term for the Garment District submarket.

10. BAL HARBOUR SQUARE

COLLATERAL SUMMARY

% of Pool	2.1%
Pool Amount	$27,475,432
Originator	Wachovia
Shadow Rating	N/A
Property Type	Anchored Retail
Location	Ft. Lauderdale, FL
Red-Yellow-Green™	Yellow (47)
Size	138,594 square feet
Year Built/Renovated	1981/2001
Occupancy	97.2% as of 12/19/03
Ownership	Fee Simple
Purchase Price	NAP

DEBT SUMMARY

		Moody's	
		LTV	**DSCR**
Pool Balance	$27,475,432	103.0%	1.25X
Other Secured Debt	$0	N/A	N/A
Mezzanine	$0	N/A	N/A
Total	**$27,475,432**	**—**	**—**

LOAN SUMMARY

Loan Type	Fixed Rate
Interest Rate	5.71%
Interest Only Period	None
Amortization	30 years
Maturity Date	1/11/14
Extension Options	N/A
Sponsor	Joe Carosella

STRUCTURAL FEATURES

Lockbox	Hard springing lockbox
Ongoing Reserves	Capex and taxes
Upfront Reserves	Debt Service ($135,775), Taxes ($60,368)
Other	Base rent reserve of $135,775 to be released when either 1) a market rent replacement tenant is found for the Wine Spirits & More space, or 2) market leases are signed for other two vacant spaces

Strengths

- Good location. Built-up retail corridor.
- Tenancy includes several national retailers.

Concerns

- High loan to value ratio of 103%.
- Inconsistent operating history

Property Description

The loan is secured by a 138,594 square foot anchored retail project located in Fort Lauderdale, Florida. The property was built in 1981, renovated in 1996/2001, and consists of seven single-story buildings. There are 594 surface parking spaces, or 4.29 spaces per one thousand square feet. The primary façade material is stucco on concrete masonry unit walls. The property is located on North Federal Highway between Northeast 16th Court and Northeast 19th Street. North Federal Highway is a major north-south thoroughfare with average traffic counts of 46,500 vehicles per day.

Tenant Overview

A summary of the subject's tenants is presented in *Figure 17*. The largest tenant, Circuit City, occupies 23.8% of the net rentable area on a lease through 2021. Circuit City is one of the largest electronics retailers (626 stores) in the country. Linens 'n Things (21.2% of the net rentable area) is a national large-format retailer of home textiles, housewares and decorative home accessories. The company operates over 400 stores. Comp USA (12.3% of the net rentable area) is a national retailer of personal computers and related products. Comp USA operates 225 stores. Rag Shop (6.8% of net rentable area) is a full line craft and fabric retailer, catering to the hobbyist and do-it-yourself home decorator. They operate over 60 stores. Pier 1 Imports (Baa3 and 6.4% of the net rentable area) operates over 1,000 stores and is the nation's largest retailer of decorative home furnishings and related items. Over the term of the loan, approximately 71% of the occupied space expires.

Figure 18

BAL HARBOUR SQUARE TENANT OVERVIEW

Tenant	GLA	Lease Expiration	2002 Sales PSF	Occupancy Cost	Moody's Senior Unsecured Rating
Circuit City	33,027	2021	N/A	N/A	N/A
Linens 'n Things	29,400	2005	$272	8.9%	N/A
Comp USA	17,000	2014	N/A	N/A	N/A
Rag Shop	9,450	2008	N/A	N/A	N/A
Pier 1 Imports	8,840	2008	$371	6.5%	**Baa3**
Other Occupied	36,957	N/A	N/A	N/A	N/A
Vacant	3,920	N/A	N/A	N/A	N/A
Total	**138,594**	**N/A**	**N/A**	**N/A**	**N/A**

Market Overview

The Fort Lauderdale retail market is categorized as Yellow (47) according to Moody's 4th quarter 2003 Red-Yellow Green™ Outlook. The overall Broward County market has total inventory of approximately 12 million square feet and an overall vacancy rate of 7.6%. The subject's submarket contains 1.8 million square feet and exhibits overall vacancy of 4.6%. The subject competes effectively with similar retail centers in the area. The 5-mile radius around the property has a population of approximately 255,090 and median household income of $37,749. Over the next several years, population and median household income are expected to grow at a rate of 1.7% and 2.9% per annum, respectively.

APPENDIX A: POOL ECONOMIC DIVERSITY ANALYSIS

	(1) U.S. Share	(2) Conduits Industry Mix	(3) Pool Share	(4) Pool Industry Mix	(5) MSA-Level Diversity	(6) Geographic Dispersion	(7) Composite Score
BASIC INDUSTRIES							
Construction & Bldg Mat's	6.3%	1.01	6.0%	0.97	83.1	17.6	76.9
Agriculture	0.5%	0.81	0.3%	0.70	84.3	5.7	65.0
Mining & Metals	1.3%	0.82	0.8%	0.61	85.9	16.3	65.1
Oil & Gas	0.3%	0.96	0.2%	0.64	82.3	11.7	63.8
MANUFACTURING							
Electronics	2.37%	0.98	2.1%	0.87	85.9	18.9	73.9
Beverages, Food & Tobacco	1.6%	0.88	1.4%	0.86	83.8	16.9	72.5
Machinery	1.3%	0.87	0.9%	0.63	85.6	18.5	66.0
Consumer Durable Goods	0.9%	0.90	0.9%	0.98	84.4	14.5	77.3
Automobile	1.1%	0.86	0.6%	0.51	80.2	21.7	62.0
Chemicals, Plastics & Rubber	1.1%	0.86	0.7%	0.65	84.2	16.8	65.6
Textiles & Apparel	0.7%	0.98	0.9%	1.36	80.9	5.8	62.3
Aerospace & Defense	0.3%	0.97	0.3%	0.86	79.1	10.7	69.9
Consumer Non-durable Goods	0.7%	0.99	0.8%	1.06	84.9	12.4	75.3
Computer Hardware & Software	1.4%	1.09	1.4%	1.02	83.9	14.4	77.0
Forest Products & Paper	0.5%	0.86	0.4%	0.75	84.6	16.2	68.6
TRANSPORTATION, COMMUNICATION & PUBLIC UTILITIES							
Transportation-Cargo	2.4%	0.95	2.1%	0.88	84.6	15.4	73.0
Transportation-Personal	1.0%	1.02	1.1%	1.08	83.4	10.1	73.4
Telecommunications	1.2%	1.06	1.4%	1.13	84.6	13.0	72.3
Utilities	0.7%	0.95	0.6%	0.89	83.4	15.3	73.2
RETAIL							
Retail	11.0%	0.98	10.5%	0.95	83.5	16.2	75.9
FINANCE, INSURANCE & REAL ESTATE							
Banking	2.0%	1.01	2.2%	1.08	84.5	12.5	74.3
Insurance	1.9%	0.97	1.7%	0.92	85.0	13.4	74.6
Real Estate	1.1%	1.08	1.6%	1.42	83.4	8.3	61.9
Finance	2.1%	1.00	2.9%	1.38	84.1	5.6	62.6
SERVICES							
Business Services	11.6%	1.08	13.4%	1.16	84.2	12.6	71.0
Healthcare	9.1%	0.96	8.9%	0.98	83.4	10.6	76.1
Hotels & Gaming	7.6%	1.02	8.4%	1.10	79.6	17.0	72.6
Consumer Services	4.3%	1.01	4.7%	1.11	83.8	10.3	72.2
Education & Social Services	3.7%	0.97	4.1%	1.11	83.1	6.4	71.4
Media	1.5%	0.98	1.8%	1.20	83.7	6.7	68.1
Leisure & Entertainment	1.6%	1.07	2.0%	1.25	83.0	10.6	67.0
GOVERNMENT							
State & Local Government	13.1%	0.98	12.2%	0.93	82.8	12.6	74.0
Federal Government	2.1%	1.13	1.8%	0.84	80.4	12.9	69.9
Military	1.5%	0.95	1.0%	0.63	77.3	25.8	64.9
TOTAL/WEIGHTED AVERAGE	**100.0%**		**100.0%**	**89.8**	**83.2**	**13.2**	**72.5**
Recent Conduits/Fusions (8)	***High***			**96.8**	**85.1**	**54.3**	**83.4**
	Median			**93.5**	**78.8**	**29.4**	**76.8**
	Low			**87.3**	**73.8**	**10.2**	**69.6**

(1) Share of total employment in the U.S. (all MSAs) in each sector.
(2) Concentration of employment in each sector among conduit transactions issued in 2001 through 1H 2003 (median).
(3) Share of employment in this transaction in each sector.
(4) Share of employment in the pool (column 3) in each sector divided by share of employment in the U.S. in each sector (column 1). Equivalent to a location quotient.
(5) The economic diversity of MSAs in a pool; a higher number implies that the sector prevails in more diversified cities.
(6) The dispersion or distribution of each sector across MSAs; a lower number implies a "lumpier" distribution of a sector.
(7) Composite score is the combination of variables in columns 4, 5 and 6 with different weights for each variable.
(8) Recent conduit universe is based on 130 transactions rated by Moody's in 1996 through 1H 2003.

APPENDIX B: MOODY'S RED-YELLOW-GREEN™ MARKET SCORE ANALYSIS

1. RED-YELLOW-GREEN™ SCORES BY PROPERTY TYPE

Deal Name:		TOTAL Score	Multifamily	Retail[1]	Ofc-CBD	Ofc-Sub	Ind	Hotel-Full	Hotel-Ltd
WBCMT 2003-C10	Subject Pool[2]	57.9	63.4	54.9	56.0	59.3	53.3	Not Avail.	Not Avail.
Total Pool Balance:	Recent Conduits[3]	58.4	65.2	66.8	Not Avail.	Not Avail.	54.8	Not Avail.	Not Avail.
$1,290,099,569	National Average[4]	64.5	76.9	73.5	53.0	48.5	59.2	57.5	65.8

2. RED-YELLOW-GREEN™ SCORE COVERAGE

	Subject Pool (By Balance)	Recent Conduits[5] (By Balance)	Multifamily	Retail[1]	Ofc-CBD	Ofc-Sub	Ind	Hotel-Full	Hotel-Ltd
Share WITH Scores	77.3%	62.9%	76.3%	55.2%	100.0%	96.1%	100.0%	0.0%	0.0%
Share WITHOUT Scores6	22.7%	37.1%	23.7%	44.8%	0.0%	3.9%	0.0%	100.0%	100.0%
TOTAL	**100.0%**	**100.0%**	**100.0%**	**100.0%**	**100.0%**	**100.0%**	**100.0%**	**100.0%**	**100.0%**

3. DISTRIBUTION OF POOL WITH RED-YELLOW-GREEN™ SCORES

	Subject Pool[7]	Recent Conduits8	Multifamily	Retail[1]	Ofc-CBD	Ofc-Sub	Ind	Hotel-Full	Hotel-Ltd
Red (0-16)	0.0%	1.6%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Red (17-33)	5.9%	3.0%	0.0%	5.1%	0.0%	0.8%	0.0%	0.0%	0.0%
Yellow (34-50)	15.1%	31.0%	0.0%	3.5%	11.4%	0.2%	0.0%	0.0%	0.0%
Yellow (51-66)	63.9%	31.2%	15.0%	4.8%	29.3%	14.3%	0.5%	0.0%	0.0%
Green (67-84)	11.8%	26.7%	5.8%	5.5%	0.6%	0.0%	0.0%	0.0%	0.0%
Green (85-100)	3.3%	6.4%	1.3%	2.0%	0.0%	0.0%	0.0%	0.0%	0.0%
TOTAL	**100.0%**	**100.0%**	**22.0%**	**20.9%**	**41.3%**	**15.3%**	**0.5%**	**0.0%**	**0.0%**

4. DISTRIBUTION OF POOL WITHOUT RED-YELLOW-GREEN™ SCORES

MSA Ranking	Market Not Covered by R-Y-G Analysis[9]	Other Retail[10]	Self-Storage	Health Care	Manufac- tured Housing	Mixed Use	Other	Subject Pool
Top 10	0.0%	27.3%	0.0%	0.0%	4.0%	0.0%	0.0%	31.3%
11 ----- 25	0.0%	0.0%	0.0%	0.0%	0.0%	3.3%	0.0%	3.3%
26 ----- 50	1.6%	0.0%	0.0%	0.0%	0.0%	2.2%	0.0%	3.8%
51 ----- 100	8.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	8.0%
101 ----- 31811	42.1%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	42.1%
No MSA	11.4%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	11.4%
Undetermined[12]	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
TOTAL	**63.1%**	**27.3%**	**0.0%**	**0.0%**	**4.0%**	**5.6%7**	**0.0%**	**100.0%**

5. LOANS IN RED MARKETS (SCORES 0-33)

Loan Name	Property Type	Loan Balance	% of Pool Balance[13]	R-Y-G Market	R-Y-G Score	Stressed DSCR[14]	Stressed LTV Ratio[15]
Pinetrail Shopping Center	Retail	30,350,000	2.35%	W. Palm Beach	27.5	1.06X	91.6%
Shops of San Marco	Retail	11,000,000	0.85%	W. Palm Beach	27.5	1.26X	77.3%
Advocate Medical Office Building	Office	7,800,000	0.60%	Chicago	32.8	1.01X	101.4%
Village at Park Centre	Retail	6,750,000	0.52%	Denver	24.9	1.16X	98.0%
Shops at Westwood	Retail	3,035,359	0.24%	Denver	24.9	1.10X	98.6%

Footnote Definitions Begin on Next Page

1 Retail refers to neighborhood or community shopping centers.
2 Scores represent the dollar-weighted average of the properties for which a R-Y-G score was available in the current transaction.
3 Scores represent the dollar-weighted average of the properties for which a R-Y-G score was available in all conduit transactions rated by Moody's from the previous quarter. i.e. Second Quarter 2003.
4 Scores represent the composite average for U.S. commercial real estate, or the weighted average for multifamily, retail, office, and industrial markets as published in Moody's Second Quarter 2003 R-Y-G report. For individual property types, the composite score is weighted by the size of the component markets. The overall total score for the U.S. commercial real estate market is an average based on a fixed weighting among property types according to their approximate shares of CMBS collateral.
5 Refers to all conduit transactions rated by Moody's from the previous quarter. i.e. Second Quarter 2003
6 Percentages represent the share of the total pool balance for which a R-Y-G score was NOT available. No R-Y-G score can be calculated for properties in markets for which data was not available; for regional malls or power centers; or for less common properties types such as self-storages, health-care facilities, manufactured housing, etc. Please refer to table 4 for a distribution of loans with no R-Y-G scores.
7 The distribution among the six color/score categories for which a R-Y-G score can be calculated in the current transaction. These six categories total 100% and do NOT include the share of the pool that does not have a score.
8 The distribution among the six color/score categories for which a R-Y-G score can be calculated in all conduit transactions rated by body's from the previous quarter. i.e. Second Quarter 2003. These six categories total 100% and do NOT include the share of the pool that does not have a score.
9 Multifamily, Retail, Office, Industrial, and Hotel properties that are not located in major MSA would not be part of the analysis.
10 Other Retail refers to regional malls or power centers.
11 There are only 318 MSAs in the U.S.
12 The category includes loans in portfolios with various property types or are located in various MSAs.
13 Percentages represent the loan's share of the total pool balance in the current transaction.
14 Stressed DSCR = Moody's NCF / 9.25% Stressed Rate* Loan Balance
15 Stressed LTV = Current Balance / (Moody's NCF / Moody's Cap Rates)

Doc ID# SF31903

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