

\$40,500,000
CLEVELAND-CUYAHOGA PORT AUTHORITY
PORT AUTHORITY SPECIAL ASSESSMENT/TAX INCREMENT REVENUE BONDS
(UNIVERSITY HEIGHTS, OHIO – PUBLIC PARKING GARAGE PROJECT)
SERIES 2001

DEVELOPER'S CONTINUING DISCLOSURE STATEMENT

Attn: Keenan Rice
MuniCap, Inc.
8340 Governor Ridgely Lane
Ellicott City, MD 21043

In accordance with the "Developer's Continuing Disclosure Agreement" (the "Agreement") by and between the undersigned, Inland Western University Heights University Square, LLC, as Successor in Interest to Starwood Wasserman University Heights Holding, LLC (the "Developer") and MuniCap, Inc. (the "Administrator"), dated as of December 1, 2001, the Developer hereby provides the following information as of June 30, 2007. All terms having initial capitalization and not defined herein shall have the meanings set forth in the Official Statement dated as of December 1, 2001. To the best of the knowledge of the undersigned:

1. Status of Completion of the Project financed with Bond proceeds as outlined in the Official Statement:

The parking structure was built in phases. This was done to expedite the schedule and to provide an additional source of parking for the new Kaufman's store, which opened in March.

The initial phase was completed on time and was opened for public parking on February 28, 2002. The parking facility construction is referred to as a "Hybrid" system, utilizing a combination of structural steel and pre-cast concrete panels.

The erection of the structural steel and the pre-cast "T"s" was completed by the beginning of October. The remainder of the work, the electrical, lighting, elevators, etc. and finishes are completed. **The parking facility was constructed on budget and is opened for public use on all levels.**

2. Status of Completion of the Development:

The "Development" was broken down into various phases. This was necessitated due to the requirement that the existing Kaufmann's store remain open until the completion of the new Kaufmanns store and its opening to the public.

The Kaufmann's store opened successfully on March 6, 2002. Tops opened for business on April 2, 2003.

The Target shell was turned over to Target on January 1, 2003, allowing them to commence their Tenant fitout work. The Target store opened for business on July 20, 2003.

TJ Maxx opened on May 15, 2003; Pier 1 Imports opened on May 23, 2003; Applebee's opened on June 30, 2003; Famous Footwear opened on May 24, 2003; Foot Locker opened on May 31, 2003; and Tops opened on April 2, 2003; JoAnn's opened October 6, 2003; Catherine's opened October 23, 2003; and LeNails was turned over on November 17, 2003 and is open.

The sitework and site improvements are all completed and fully operational. The directional signage and the pylon signs have all been installed. The landscaping and irrigation is complete. The repairs to the six (6) backyards for the Bushnell Avenue homes were completed in August 2005 by the new owners.

The Center is open and was completed on schedule and time.

3. Leasing Information [update as appropriate]:

<u>Status of Negotiations</u>	<u>Company</u>	<u>Square Footage</u>	<u>Percent of Total</u>	<u>Lease Termination Date</u>
I. Owner Occupied Parcels				
	Kaufman's	164,684	26.52%	N/A
	Target	164,590	26.50%	N/A
	<i>Total Owner Occupied:</i>	329,274	53.02%	
II. Leased Parcels				
Leases - Signed:				
	Tops Supermarket	56,595	9.11%	5/01/18
	Famous Footwear	12,910	2.08%	12/31/13
	Applebee's	4,820	0.78%	12/31/23
	Le Nail's	800	0.13%	12/31/18
	TJ Maxx N More	45,610	7.34%	12/31/13
	Key bank	5,427	0.87%	12/31/13
	Catherine's	4,070	0.66%	12/31/13
	EB Game World	1,215	0.20%	12/31/08
	Alltel	1,510	0.24%	12/31/03
	Pier 1 Imports	12,132	1.95%	12/31/13
	Foot Locker	3,574	0.58%	12/31/13
	GNC	1,173	0.19%	12/31/13
	JoAnn Etc	35,094	5.65%	12/31/13
	Coldstone Creamry	1,232	0.20%	12/31/13
	<i>Subtotal:</i>	186,162	29.98%	
Leases Out for Signature:				
	<i>Subtotal:</i>	0	0.00%	
Negotiating Letter of Intent:				
	<i>Subtotal:</i>	0	0.00%	
III. Remaining Leasable Space		157,528	25.37%	
Miscellaneous Retailers (includes Tops Supermarket space)				
IV. Leasing Prospects:				
	Total Leased Parcels	186,162	29.98%	
Total		621,000	100.00%	
V. Brokerage: Arnold J. Eisenberg Inc. hired as new broker for center				

4. Zoning Classification: There has been no change in the zoning classification of any parcel in the District since bond issuance.
5. Legislative, Administrative or Judicial Challenges: There have been no legislative, administrative, or judicial challenges to the construction of the Project or the Development.
6. Change in Ownership: The Development was sold to Inland Western University Heights University Square, LLC on May 2, 2005. Inland US Management, LLC is the Agent for Owner.
7. Notice of Default in Construction Loan: The Developer has not received formal written notice of any default under its construction loan.
8. Change in Form, Organization or Ownership of Developer: The Development (the "Project") has been sold to Inland Western University Heights University Square, LLC with the closing taking place on May 2, 2005.
9. Changes in Plan to Development: There have been no material changes in the plan to develop the Development as described in the Official Statement under the heading "THE DEVELOPMENT AND THE DEVELOPER."
10. Amendments or Supplements to the Cooperative Agreement: There have been no amendments or supplements to the Cooperative Agreement.
11. Amendments to or Defaults in the Construction Agreement: There have been no amendments to or any defaults by the Developer with respect to any Construction Agreements.
12. Tops Supermarket vacated their premises January 31, 2007. Tenant remains financially responsible for their lease obligations.
13. Developer has obtained information that certain repairs may be necessary to the Project. Inland US Management LLC ("Inland US"), as agent for University Square Parking, LLC, the property manager retained by the Cleveland-Cuyahoga Port Authority, has obtained two (2) structural reports prepared by Rath, Rath & Johnson, Inc., dated June 13, 2007 and June 18, 2007 respectively.

These reports recommend certain "High Priority Structural Repairs" (the "Work"). Inland US obtained seven bids for the Work and has selected Harry S. Peterson Company-Western Construction Group ("Peterson") to perform the Work at a price of \$326,000. Inland US and Peterson are currently negotiating the terms and conditions of an AIA A101 construction contract for the Work. The construction contract will provide that the Work will commence upon notice to proceed and delivery of the steel fabrication and will be completed by Peterson within seventy five (75) days after such dates. If the contract is executed and the steel ordered by August

20, 2007, Peterson has estimated that the Work will be complete on or about November 15, 2007.

Inland US is proceeding with the Work due to the urgent nature of these repairs. Copies of the full reports by Raths, Raths & Johnson can be forwarded upon request.

The developer has not obtained actual knowledge of the occurrence of any Significant Events, as described in the Cooperative Agreement.

Inland US Management, LLC as Agent for
University Square Parking, LLC

By: Inland Western University Heights
University Square, LLC

By: 
Title: Vice ~~President~~ Property Management

Date: 2/10/07