Box 31-13
5+12
JHR

# SPECIAL WARRANTY DEED

THIS INSTRUMENT PREPARED BY
SHERRARD & ROE PLC
424 CHURCH STREET, STE 2000
NASHVILLE, TN 37219

Davidson County DEEDWARR
Recvd: 11/17/06 10:09 11 pg
Fees:58.00 Taxes:2105.02

20061117-0142942

**GRANTORS:** **CAR INVESTMENTS, LLC (12.5% undivided interest)**
**CJR INVESTMENTS, LLC (12.5% undivided interest)**
**FORAY INVESTMENTS, LLC (9.625% undivided interest)**
**FORAY REPLACEMENT PROPERTY, LLC**
**(15.375% undivided interest)**
**ROE PROPERTIES, LLC (12.5% undivided interest)**
**2120 PARTNERS, LLC (25% undivided interest)**
**WILLMA I SOLOMON VILLAGE LIMITED PARTNERSHIP (12.5% undivided interest)**

**GRANTEE:** **STATION LOFTS, L.P., a Tennessee limited partnership**

| Address New Owner As Follows: | Send Tax Bills To: | Map Parcel No. |
|---|---|---|
| Station Lofts, L. P. | Same | 81-12/320, 318 |
| 301 Church Street | | |
| Nashville TN 37201 | | |

**FOR AND IN CONSIDERATION** of the sum of Ten Dollars ($10.00), cash in hand paid by **STATION LOFTS, L. P.**, a Tennessee limited partnership, **GRANTEE**, and other good and valuable consideration, the receipt of which is hereby acknowledged, each of the **GRANTORS**, hereby bargains, sells and conveys to **GRANTEE**, its successors and assigns such Grantor's respective fractional interest in the following described parcel of real estate located in Davidson County, Tennessee, more fully described in Exhibit "A", attached hereto and made a part hereof by this reference.

This conveyance is expressly made subject to those matter set out in Exhibit "B".

The Property is unimproved property located at: 1501 and 1507 8th Avenue North, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever.

Each Grantor herein does individually and severally covenant with the Grantee that such Grantor is lawfully seized and possessed of its respective fractional interest in the Property in fee

simple, the each such Grantor has a good right to convey its respective interest in the Property, and such Grantor's respective interest in the Property is unencumbered and unrestricted except as to those matters set forth on Exhibit "B", to which this conveyance is expressly made subject.

Except as to those matters set forth on Exhibit "B", to which this conveyance is expressly made subject, each Grantor does further individually and severally covenant and bind itself, and its successors and assigns to warrant and forever defend the title to the fractional interest in the Property herein conveyed by such Grantor, to the Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under such Grantor, but not otherwise.

Witness our hands this 16th day of November, 2006.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The consideration or value of this property is $568,925.00.

Arlene, Affiant

Sworn to and subscribed before me this 16th day of November, 2006

Rita McQuerry
Notary Public. My Commission Expires: 3-22-2008

RITA McQUERRY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

NOTARY PUBLIC
AT LARGE
Rita McQuerry
My Commission Expires
March 22, 2008
STATE OF TENNESSEE

**Signature Pages Follow**

**CAR INVESTMENTS, LLC**

By: _____
**Charles A. Ritzen, Chief Manager**

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, Monica W. Petty a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared Charles A. Ritzen, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Chief Manager of CAR Investments, LLC, , the within-named bargainor, a Tennessee Limited Liability Company, and that he, as such Chief Manager, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Limited Liability Company by himself as such Chief Manager.

WITNESS my hand and seal at office on this the 16th day of November, 2006.

Monica W. Petty
Notary Public

My Commission Expires:
5-24-2008

MONICA W. PETTY
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.
My Commission Expires MAY 24, 2008

369066.02 6683-0013

**CJR INVESTMENTS, LLC**

**By:** _____
**Charles J. Ritzen, Chief Manager**

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, Monica W. Petty, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared Charles J. Ritzen, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Chief Manager of CJR Investment, LLC, the within-named bargainor, a Tennessee Limited Liability Company, and that he, as such Chief Manager, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Limited Liability Company by himself as such Chief Manager.

WITNESS my hand and seal at office on this the 16th day of November, 2006.

Monica W. Petty
Notary Public

My Commission Expires:
5-24-2008

MONICA W. PETTY
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY

My Commission Expires MAY 24, [illegible]

369066.02 6683-0013

**FORAY REPLACEMENT PROPERTY, LLC**

**By: FORAY INVESTMENTS, LLC,**
**its Sole Member**

**By:** _____
**Eloise Alexander, Manager**

STATE OF ALABAMA

COUNTY OF MADISON

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared Eloise Alexander, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be a Manager of Foray Investments, LLC, the sole member of FORAY REPLACEMENT PROPERTY, LLC, the within-named bargainor, an Alabama limited liability company, and that she, as such Manager, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of FORAY REPLACEMENT PROPERTY, LLC by its sole member, Foray Investments, LLC, a Delaware limited liability company by herself as such Manager.

WITNESS my hand and seal at office on this the 14th day of November, 2006.

_____
Notary Public

My Commission Expires:
June 28, 2010



**FORAY INVESTMENTS, LLC**

By: _____
**Eloise Alexander, Manager**

STATE OF ALABAMA

COUNTY OF MADISON

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared Eloise Alexander, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be a Manager of Foray Investments, LLC, the within-named bargainor, a Delaware Limited Liability Company, and that she, as such Manager, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Limited Liability Company by herself as such Manager.

WITNESS my hand and seal at office on this the 14th day of November, 2006.

_____
Notary Public

My Commission Expires:
June 28, 2010



**ROE PROPERTIES, LLC**

By: _____
**John H. Roe, Jr., President**

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, Cheryl Mehaffey, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared John H. Roe, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of Roe Properties, LLC, the within-named bargainor, a Tennessee Limited Liability Company, and that he, as such President, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Limited Liability Company by himself as such President.

WITNESS my hand and seal at office on this the 16th day of November, 2006.

_____
Notary Public

My Commission Expires:

_____

NOTARY PUBLIC
AT LARGE
Cheryl Mehaffey
My Commission Expires
March 22, 2008
STATE OF TENNESSEE

**2120 PARTNERS, LLC**

**By:** _____
**Aaron White, Chief Manager**

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, Monica W. Petty, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared Aaron White, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Chief Manager of 2120 Partners, LLC, the within-named bargainor, a Tennessee Limited Liability Company, and that he, as such Chief Manager, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Limited Liability Company by himself as such Chief Manager.

WITNESS my hand and seal at office on this the 16th day of November, 2006.

_____
Notary Public

My Commission Expires:
5-24-2008

MONICA W. PETTY
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.
My Commission Expires MAY 24, 2008

369066.02 6683-0013

**WILLMA I. SOLOMON VILLAGE**
**LIMITED PARTNERSHIP**

**By :** _____
**Joel W. Solomon, Jr., General Partner**

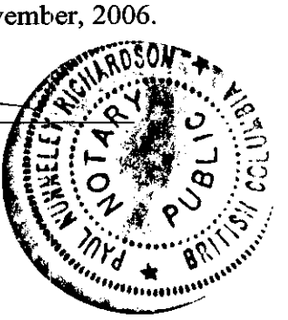
PROVINCE OF BRITISH COLUMBIA

CITY OF Vancouver

Before me, Paul Richardson, a Notary Public in and for said Province and City aforesaid, duly commissioned and qualified, personally appeared Joel W. Solomon, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the General Partner of Willma I Solomon Village Limited Partnership, the within-named bargainor, a Tennessee Limited Partnership, and that he, as such General Partner, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Limited Partnership by himself as such General Partner.

WITNESS my hand and seal at office on this the 14th day of November, 2006.

_____
Notary Public




My Commission Expires:
N/A

## EXHIBIT "A"

Being a tract of land lying in Nashville, Davidson County, Tennessee also being Lots 64, 66,68, 70 and 72 on the Plan of North Nashville Real Estate Company, as of record in Plat Book 21, page 105, at the Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at an iron rod set at the intersection of the southerly right-of-way line of Hume Street, 50 feet in width, and the westerly right-of-way line of Eighth Avenue North, 100 feet in width;

THENCE leaving the southerly right-of-way line of Hume Street with the westerly right-of-way line of Eighth Avenue North South 28 deg. 05 min. 28 sec. East, 269.13 feet to an existing iron rod in the northerly right-of-way line of Cheatham Place, 30 feet in width;

THENCE leaving the westerly right-of-way line of Eighth Avenue North with the northerly right-of-way of Cheatham Place South 61 deg. 09 min. 25 sec. West, 158.06 feet to an existing iron rod in the easterly right-of-way line of Alley Number 516, 15 feet in width;

THENCE leaving the northerly right-of-way line of Cheatham Place with the easterly right-of-way line of Alley Number 516 North 28 deg. 26 min. 47 sec. West, 271.15 feet to an existing iron pipe in the southerly right-of-way line of said Hume Street;

THENCE leaving the easterly right-of-way line of Alley Number 516 with the southerly right-of-way line of Hume Street North 61 deg. 53 min. 08 sec. East, 159.73 feet to the point of beginning, containing 42,923 square feet (0.985 acres more of less).

Being part of the same property conveyed to 2120 Partners, LLC, a Tennessee limited liability company, as to an undivided 25% interest, CAR Investments, LLC, a Tennessee limited liability company, as to an undivided 12.5% interest, CJR Investments, LLC, a Tennessee limited liability company, as to an undivided 12.5% interest, FORAY Investments, LLC, a Delaware limited liability company, as to an undivided 9.625% interest, FORAY Replacement Property, LLC, an Alabama limited liability company, as to an undivided 15.375% interest, WILLMA I. SOLOMON Village Limited Partnership, a Tennessee limited partnership, as to an undivided 12.5% interest, and J&J Properties, LLC, a Tennessee limited liability company, as to an undivided 12.5% interest, by deed from CRJ 8th Avenue Property, LLC, a Tennessee limited liability company, of record at Instrument No. 20051021-0127560, Register's Office for Davidson County, Tennessee, ("RODC"). J & J Properties, LLC has changed to Roe Properties, LLC pursuant to a Certificate of Merger and Amendment of record at Instrument No. 20060918-0115119, RODC.

**EXHIBIT "B"**

Encumbrances

1. Property taxes for the year 2006

2. Phillips-Jackson Street Redevelopment Plan Restrictive Covenants of record in Book 9183, page 130, as amended in Book 11625, page 280, Register's Office for Davidson County.

3. Matters shown on a survey prepared by L. Kevin Morehead, TN RLS No. 2315, dated June 28, 2006.

4. Application to Combine Parcels dated 10/09/06 recorded at Instrument No. 20061009-0125141, Register's Office for Davidson County, Tennessee.