Davidson County DEEDWARR
Recvd: 12/31/08 13:51 5 pgs
Fees:28.00 Taxes:16650.00
20081231-0124054

THIS INSTRUMENT PREPARED BY:

Kelly Worman
Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C.
211 Commerce Street, Suite 1000
Nashville, TN 37201

ADDRESS NEW OWNER
DM Realty Group, LLC
250 W. Main Street
Suite 101
Woodland, California 95695

SEND TAX BILLS TO:
same

MAP PARCEL
93-6-4/10

STATE OF Tennessee
COUNTY OF Davidson

The actual consideration or value, whichever is greater, for this transfer is $4,500,000.00.

Affiant

Subscribed and sworn to before me this the 30th day of December, 2008.

Notary Public

JENNIFER GORDON CRAIG
STATE OF TENNESSEE
NOTARY PUBLIC
WASHINGTON COUNTY

My Commission Expires: 1/26/2009

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Four Million Five Hundred Thousand Dollars ($4,500,000.00), cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **Tower 401 Broadway, LLC**, a Delaware limited liability company, hereinafter called "GRANTOR," has bargained and sold, and by these presents does transfer and convey unto **DM Realty Group, LLC**, a Delaware limited liability company, hereinafter called "GRANTEE," its successors and assigns, certain real property in Davidson County, State of Tennessee, described as follows (the "Property"):

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

The Property is transferred subject to the limitations, restrictions, and encumbrances set forth on **Exhibit "B**."

This is improved property known as 401 Broadway, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with said GRANTEE that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except as listed on **Exhibit B**; and GRANTOR does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the Property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under the GRANTOR, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS its hand this the 29 day of December, 2008.

GRANTOR:

TOWER 401 BROADWAY, LLC, a Delaware limited liability company

By: Tower Investments, LLC
Its: Sole Member

By: Tower Investments, Inc.
Its: Managing Member

By: Stephen Marks Sr
Name: Stephen Marks, Sr
Its: President & CEO

[notary acknowledgement appears on following page]

STATE OF CALIFORNIA)
) ss.
COUNTY OF Yolo)

On Dec 29 2008, before me, Linda Ocegueda, notary public, personally appeared Stephen Marks, Sr. who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Linda Ocegueda
(Notarial Seal)

Commission expires Oct 31, 2012

LINDA OCEGUEDA
Commission # 1818278
Notary Public - California
Yolo County
My Comm. Expires Oct 31, 2012

EXHIBIT "A"

Property Description

Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of Stolman Investments, as shown on plat of record in Plat Book 6900, page 575, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed to Tower 401 Broadway, LLC, by Special Warranty Deed of record as Instrument Number 20060123-0008309, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

THE FOREGOING DESCRIBED PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

1. Metropolitan Government and Davidson County taxes for the years 2008 and subsequent years.

2. All matters shown on Plat recorded in Book 6900, page 575, Register's Office for Davidson County, Tennessee.

3. Terms and provisions of Lease from Broadway Partnership to Northern Restaurant Group, LLC, as described in a Memorandum of Lease recorded in Instrument No. 20050719-0084029, Register's Office for Davidson County, Tennessee, as such Lease has been assigned, amended, and restated from time to time.

4. That certain Deed of Trust (the "Deed of Trust") by Tower 401 Broadway, LLC, in favor of First State Bank, recorded on March 20, 2006 as Instrument 20060320-0031383, in the Register's Office for Davidson County, Tennessee, which Deed of Trust Grantee hereby assumes and agrees to pay according to the terms and tenor thereof.

5. All other restrictions, easements, and other matters of record affecting the Property as shown in the records of the Register's Office for Davidson County, Tennessee.