Prepared By and Return To:

Thomas C. Scott

Tune Entrekin & White, PC

315 Deaderick St, Suite 1700

Nashville, TN 37238

BILL GARRETT, Davidson County
Trans:T20110062855 DEEDWARRSP
Recvd: 10/07/11 15:40 5 pgs
Fees:28.00 Taxes:11470.00
20111007-0078330

Address of new Owner:	**Send Tax Bills to**	**Tax Map Parcel No.**
St. Cloud Partners, GP 300 Broadway Nashville, TN 37201	Same	093-06-1-040.00

SPECIAL WARRANTY DEED

THIS INDENTURE, made this 7th day of October, 2011, by and between **ST. CLOUD DEVELOPMENT COMPANY, LLC,** a Tennessee limited liability company, as party of the first part (hereinafter called "Grantor"), and ST. CLOUD PARTNERS, GP, a Tennessee general partnership, as party of the second part (hereinafter called "Grantee") (the words "Grantor" and "Grantee" to include their respective successors and assigns where the context requires or permits);

WITNESSETH, That:

GRANTOR, for and in consideration of the sum of Ten and No/100 Dollars ($10.00) in hand paid at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, has granted, bargained, sold, aliened, conveyed and confirmed and by these presents does grant, bargain, sell, alien, convey and confirm unto said Grantee, all that tract or parcel of land lying and being in the City of Nashville, Davidson County, Tennessee, being more particularly described on Exhibit A attached hereto and by this reference made a part hereof, together with any and all plants, trees, timber, shrubbery, improvements, and fixtures located thereon or attached thereto, and all rights, easements, licenses and benefits appurtenant thereto (hereinafter referred to as the "Property")

TO HAVE AND TO HOLD the Property with all and singular the rights, members and appurtenances thereof, to the same being, belonging, or in anyway appertaining, to the only proper use, benefit and behoof of the Grantee forever in FEE SIMPLE.

AND GRANTOR will warrant and forever defend the right and title to the Property unto Grantee against the claims of all persons whomsoever claiming by, through or under Grantor but not further.

This conveyance is subject to those Permitted Title Exceptions set forth on Exhibit B attached hereto and by this reference made a part hereof.

IN WITNESS WHEREOF, Grantor has caused this instrument to be signed on its behalf by its duly authorized officers the day and year first above written.

ST CLOUD DEVELOPMENT COMPANY, LLC

By: J R Borders
Name: James R Borders
Title: President

STATE OF Georgia
COUNTY OF Fulton

Before me, Lori Conti, of the State and County aforesaid, personally appeared James R Borders with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a president of St. Cloud Development Company, LLC, a Tennessee limited liability company, the within named bargainor, and that he as president, being 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 president.

Witness my hand and official seal, this the 6th day of October, 2011.

Lori Conti
Notary Public
My Commission Expires: Feb. 16, 2014

[NOTARIAL SEAL]



STATE OF Georgia)
COUNTY Fulton)

The actual consideration or value, whichever is greater, for this transfer is $3,100,000.

Affiant

Subscribed and sworn to before me this 6th day of October, 2011.



Notary Public
My Commission Expires: Feb. 16, 2014

5026124.3

EXHIBIT A

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, located in the northwest quadrant of the intersection of Fifth Avenue North and Church Street and being more particularly described as follows:

BEGINNING at the intersection of the westerly margin of Fifth Avenue North and the northerly margin of Church Street;

THENCE, with the margin of said Church Street, S 63° 00' 26" W, 80.19 feet to a point;

THENCE, leaving said margin with the east line of Dynamic Property Management, LLC of record in Instrument No. 20040804-0093768, R.O.D.C., N 26° 59' 19" W, 60.58 feet to a point;

THENCE, with the north line of said Dynamic Property and John D. Ashcroft, Jr. of record in Book 5414, page 704, R. O. D. C., S 62° 54' 29" W, 91.81 feet to a point in the east margin of Harvey's Alley;

THENCE, with said margin, N 26° 48' 30" W, 60.80 feet to a point;

THENCE, leaving said margin with the south line of O.I.C. 213 Fifth Avenue Condominium of record as Instrument No. 20061121-0144675, R.O.D.C., N 62° 48' 54" E, 172.31 feet to a point in the west margin of Fifth Avenue North;

THENCE, with said margin, S 26° 45' 02" E, 121.80 feet to the point of beginning.

Containing 15,370 square feet or 0.35 acres, more or less, as described according to the ALTA/ASCM Land Title Survey, dated January 4, 2007, last revised June 9, 2011, prepared by Judy L. Judson, Tennessee No. 1935, Barge Waggoner Sumner & Cannon, Inc., 211 Commerce Street, Suite 600, Nashville, Tennessee 37201, Job No. 33344-01.

Being the same property conveyed to St. Cloud Development Company, LLC, by deeds from 500 Church Street, L.P., of record as Instrument Nos. 20070501-0051690 and 20070501-0051691 Register's Office for Davidson County, TN.

EXHIBIT B

1. Taxes for 2011 which have been prorated and are assumed by the Grantee.

2. Rights of tenants in possession.

3. All matters shown on the survey made by Barge Waggoner Sumner & Cannon, Inc., Judy L. Judson, Tennessee RLS No. 1935, dated January 4, 2007, last revised June 9, 2011.

4. Any zoning ordinance affecting the subject property described herein.

5. Cross Easement Agreement of record in Book 8511, page 703, said Register's Office.