BILL GARRETT, Davidson County
Trans:T20120008139 DEEDWARRSP
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Fees:33.00 Taxes:17390.00
20120202-0009575

This instrument prepared by:
Brendi E. Kaplan
Wyatt, Tarrant & Combs, LLP
2525 West End Avenue, Suite 1500
Nashville, Tennessee 37219

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $4,700,000.00.

Affiant

Subscribed and sworn to before me on this the 31st day of January, 2012.

Notary Public
My Commission Expires: Sept 3, 2012

BRENDI E. KAPLAN
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires SEPT. 3, 2012

SPECIAL WARRANTY DEED

Name and Address of Owner	Send Tax Bills To:	Map and Parcel Number(s):
The Melrose Partners, LLC 105 Reynolds Drive Franklin, Tennessee 37064	Same as Owner	11802026000, 11802026100, 11802026200, 11802026300 and 11802026800

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, MELROSE BILOXI PARTNERS, LLC, a Tennessee limited liability company ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto said THE MELROSE PARTNERS, LLC, a Tennessee limited liability company ("Grantee") those certain tract(s) or parcel(s) of land located in Davidson County, Tennessee, described on Exhibit "A", which is attached hereto and incorporated herein by this reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to those matters set forth on Exhibit "B", which is attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, and Grantee's successors and assigns forever.

Grantor covenants with the said Grantee that the Property is free from all encumbrances made or suffered by Grantor except to the extent otherwise set forth herein.

And Grantor does further covenant and bind itself, and its successors and assigns, to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons claiming by, through or under the Grantor, but not further or otherwise.

Whenever used, the singular number shall include the plural, the plural the singular.

IN WITNESS WHEREOF, GRANTOR has hereunder set its hand this 31st day of January, 2012.

GRANTOR:

MELROSE BILOXI PARTNERS, LLC,
A Tennessee limited liability company

By: _____
Charles R. Carroll, Manager

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Brenda E. Kaplan, of the State and County aforesaid, personally appeared CHARLES R. CARROLL, 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 Manager of MELROSE BILOXI PARTNERS, LLC, a Tennessee limited liability company, the within named bargainor, and that he as such Manager, executed the foregoing instrument for the purposes therein contained, by signing the name of the MELROSE BILOXI PARTNERS, LLC, by himself as Manager.

Witness my hand and seal, at office in Nashville, TN, this 31st day of January, 2012.

_____
Notary Public

My Commission Expires: Sept 5, 2012.

BRENDA E. KAPLAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires SEPT. 3, 2012

EXHIBIT "A"
LEGAL DESCRIPTION

Being a tract of land lying in Nashville, Davidson County, Tennessee and being part of Lots 140 through 143 and being all of Lots 144 through 151 on the Plan of George I. Waddey's Subdivision of Westwood as of record in Plat Book 332, Page 99 and being part of Lot 6 on the Plan of the Lands of Mary R. Armistead, deceased, as of record in Plat Book 2, page 73 and being the Melrose Biloxi Partners, LLC property as of record in Deed Instrument No. 200703280037275 and being bounded on the North by the South right-of-way of Biloxi Avenue, on the East by the West right-of-way of Interstate Highway 65, on the South by the V.M. Williams, Jr. and P.W. Charron Property as of record in Deed Book 6699, Page 701, the Mabel Little Steele property as of record in Will Book 141, Page 628 and John C. Jeffords, Jr., as of record in Deed Instrument No. 200605010049869 and on the West by the East right-of-way of Franklin Pike and being more particularly described as follows:

Beginning at an iron rod at the intersection of the East right-of-way of Franklin Pike and the South right-of-way of Biloxi Avenue;

Thence with Biloxi Avenue North 75 deg 20 min 37 sec East 412.33 feet to an iron rod;

Thence North 53 deg 48 min 01 sec East, 369.80 feet to an iron rod in the West right-of-way of Interstate Highway 65; thence with Interstate 65 South 10 deg 55 min 01 sec West, 609.90 feet to an iron rod;

Thence South 07 deg 47 min 01 sec West, 233.60 feet to an iron rod;

Thence South 18 deg 53 min 01 sec West; 166.10 feet to an X on concrete at a corner common with Williams and Charron;

Thence South 55 deg 35 min 13 sec West, 50.33 feet, to an X on concrete at a corner common with Mabel Little Steele;

Thence with Steele North 01 deg 52 min 16 sec East, 103.99 feet to a P.K. nail;

Thence South 64 deg 40 min 54 sec West, 12.56 feet to a P.K. nail in the East right-of-way of a 15 foot alley;

Thence with the alley North 14 deg 56 min 53 sec West; 346.49 feet to a P.K. nail set at the terminus of said 15 foot alley;

Thence with the Northerly terminus of said alley South 75 deg 03 min 07 sec West, 15.00 feet to a P.K. nail set on the Westerly right-of-way of said 15 foot alley;

Thence with the Westerly right-of-way line of said 15 foot alley, South 14 deg 56 min 53 sec East, 57.22 feet to an existing iron rod at a corner common with said John C. Jeffords, Jr.;

Thence with the Northerly property line of said John C. Jeffords, Jr., South 75 deg. 11 min 22 sec West, 265.00 feet to an existing P.K. nail on the Easterly right-of-way line of Franklin Pike;

Thence with Franklin Pike North 14 deg 43 min 46 sec West 400.00 feet to the point of beginning containing 306,241 square feet (7.030 acres more or less).

The foregoing description was taken from a survey dated October 20, 2006 and last revised on December 13, 2011, prepared by Scott Cherry, Registered Land Surveyor No. 1512, whose address is Cherry Land Surveying, 622 West Iris, Nashville, Tennessee 37204.

Being the same property conveyed to Melrose Biloxi Partners, LLC, a Tennessee limited liability company by Special Warranty Deed dated March 28, 2007 from Scene 3, Inc., a Tennessee corporation, of record in Instrument No. 20070328-0037275, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"
PERMITTED EXCEPTIONS

1. City and/or County Taxes for the year 2012 and subsequent years: A lien, not yet due and payable.

2. ALTA/ATSM Land Title Survey of Parcels 260 – 263 and 268 Map 118-2 Melrose Shopping Center 2600 Franklin Pike prepared by R. Scot Cherry, R.L.S. TN No. 1512, Cherry Land Surveying, dated October 20, 2006 and last revised December 13, 2011. Job No. 05086ALT

3. Subject to a Memorandum of Lease by and between Melrose Biloxi Partners, LLC, Landlord and CBS Outdoor, Tenant, of record at Instrument Number 20080403-0033939, Register's Office for Davidson County, Tennessee.

4. Subject to terms and provisions of any unrecorded lease agreements and the rights of tenants in possession thereunder.

5. Easement for Sanitary Sewer granted to the City of Nashville by grant from Crescent Amusement Company, of record in Book 3098, Page 596, Register's Office for Davidson County, Tennessee.

6. Easement for Sewer Line granted to Tennessee Cereal Co., by deed from George H. King and wife, Corine A. King, of record in Book 833, Page 615, Register's Office for Davidson County, Tennessee.

7. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 4108, Page 605, Register's Office for Davidson County, Tennessee.

8. Ingress and Egress Agreement of record at Instrument Number 20051221-0153079, Register's Office for Davidson County, Tennessee.

9. 20 Foot Sanitary Sewer Easement of record in Book 4621, Page 618, Register's Office for Davidson County, Tennessee.

10. Subject to an alley closing and easements retained in Ordinance No. 98-293 filed with the City of Berry Hill Clerk's Office for Davidson County, Tennessee.

11. Subject to the flow of the waters of Browns Creek and the right of the public therein.

12. The rights of upper and lower riparian owners to the free and unobstructed flow of the water of Browns Creek free from diminution of pollution.

13. Changes in the boundary of the subject property resulting from erosion or accretion caused by the flow of Browns Creek.

14. Lack of access to Interstate 65 from the subject property.

15. Notice of Land Use Restrictions dated September 12, 2011, of record at Instrument Number 20110915-0071519, Register's Office for Davidson County, Tennessee.

16. Addendum to Notice of Land Use Restrictions dated October 18, 2011, of record at Instrument Number 20111018-0080968, Register's Office for Davidson County, Tennessee.