This instrument was prepared by:
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BILL GARRETT, Davidson County
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20120809-0071365

SPECIAL WARRANTY DEED

ADDRESS OF NEW OWNER	SEND TAX BILLS TO	MAP/PARCEL NO.
PH-5th and KVB, LLC 211 North First Street Nashville, Tennessee 37213 Attn: Rakesh Govindji	PH-5th and KVB, LLC 211 North First Street Nashville, Tennessee 37213 Attn: Rakesh Govindji	93-10-258.00

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, SARP, LLC, a Tennessee limited liability company (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto PH-5th and KVB, LLC, a Tennessee limited liability company (the "Grantee"), Grantee's successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, being more particularly described on Exhibit A attached hereto.

This is unimproved property more commonly known as 413 5th Avenue South, Nashville, Davidson County, Tennessee.

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, Grantee's successors and assigns, forever.

And Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except those permitted exceptions 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.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed this 16 day of July, 2012.

SARP, LLC, a Tennessee limited liability company

By: Daxa Parbhu
Name: Daxa Parbhu
Title: Chief Manager

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, Deirdriu Coffman of the state and county mentioned, personally appeared Daxa Parbhu, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be the Chief Manager of SARP, LLC, the within named bargainor, a Tennessee limited liability company, and that as such Chief Manager, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by personally signing the name of the limited liability company as such Chief Manager.

Witness my hand, at office, this 16th day of July, 2012.

Deirdriu Coffman
Notary Public

DEIRDRIU COFFMAN STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My Commission Expires: 5-5-15

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater for this transfer is $2,500,000.00

Affiant

Subscribed and sworn to before me this the 16th day of July, 2012.

Ashley W. Morgan
Notary Public

ASHLEY W. MORGAN STATE OF TENNESSEE NOTARY PUBLIC RUTHERFORD COUNTY My Commission Expires 06-19-2016

My Commission Expires: 6-19-2016

EXHIBIT A

Tract I:

Land in Davidson County, Tennessee, being part of Lot No. 5 on the Second Plan of Davidson Academy lots called "out lots" not of record, described as follows:

Beginning on the westerly margin of 5th Avenue South formerly Summer Street, at the northeast corner of the property formerly owned by Frank Fields thence with said Avenue northwardly 27 feet, more or less, to the southeast corner of Lot No. 3, of the Sneed Plan as of record in Book "S", page 375, Register's Office for said County, thence with the southerly line of said Sneed Lot westwardly 210 feet to the easterly margin of an alley thence with said alley southwardly 27 feet more or less, to the northwest corner of said Fields lot; thence with the northerly line of same eastwardly 210 feet to the beginning.

Tract II:

Land in Davidson County, Tennessee, being part of Lot No. 5 on the unrecorded plan of Davidson Academy lots, described as follows:

Beginning at a point in the westerly line of Fifth Avenue, South, formerly Summer Street, at the northeast corner of the property formerly owned by Thos. C. Robertson; thence northerly with the westerly line of Fifth Avenue South, 58 feet, thence westerly 201-1/2 feet, more or less, to an alley, formerly the Old Road Bed of the Tennessee and Alabama Railroad; thence southerly with the same, 58 feet; thence easterly 201-1/2 feet to the beginning.

Tract III:

Land in Davidson County, Tennessee, being a part of Lot No. 5 in the Plan of the Davidson Academy lots, described as follows:

Beginning at a point on the west side of Fifth Avenue South (formerly Summer Street) in the City of Nashville, Tennessee, at a point 172 feet north of Lincoln Alley or Peabody Street, being James Pigue's northeast corner and running thence northwardly, with the western margin of Summer Street 105 feet more or less, (100 feet on tax map), to Monroe Jameson's southeast corner; thence running at right angles westwardly and parallel with said James Pigue's north line 207 feet more or less, to an alley; thence running southwardly with the eastern margin of said alley 105 feet more or less, (100 feet on tax map), to said James Pigue's northwest corner; thence running eastwardly with said James Pigue's north line 207 feet, more or less, to said fifth Avenue (formerly Summer Street) the beginning corner.

Being the same property conveyed to Grantor by Special Warranty Deed of record as Instrument No. 20061128-0146649, Register's Office for Davidson County, Tennessee.

LESS AND EXCEPT THE FOLLOWING DESCRIBED PARCEL:

BEGINNING at a point on the southeastern proposed right of way of Korean Veterans Boulevard, said point located on the northeastern present right of way of Alley No. 2, and being 68.00 feet right of Korean Veterans Boulevard survey centerline station 11+87.30; thence north 27 degrees 22 minutes 07 seconds west along the present right of way of Alley No. 2, and being 34 feet, more or less, to a point located on the western corner of the property owned, said point also located on the southeastern present right of way of Franklin Street, and being 33.99 feet right of Korean Veterans Boulevard survey centerline station 11+89.56; thence north 62degrees 22 minutes 24 seconds east along the present right of way of Franklin Street, and being 209.82 feet to a point located on the northern corner of the property owned, said point also being located on the southwestern present right of way of 5th Avenue, and being 16.99 feet right of Korean Veterans Boulevard survey centerline station 13+98.78; thence south 27 degrees 27 minutes 54 seconds east along the present right of way of 5th Avenue, and being 21 feet, more or less, to a point located on the southeastern proposed right of way of Korean Veterans Boulevard, and being 68.00 feet right of Korean Veterans Boulevard survey centerline station 13+97.41; thence south 58 degrees 49 minutes 10 seconds west along the proposed right of way of Korean Veterans Boulevard, and being 210.12 feet to the POINT OF BEGINNING, containing 0.133 acre, more or less. BEING a portion of the same property conveyed to the Grantor of record in Deed Document Reference 200611280146649, Register's Office for Davidson County.

Being the same property conveyed by Grantor to the Metropolitan Government of Nashville and Davidson County, by Warranty Deed of record as Instrument No. 20110901-0067872, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. General or special real estate taxes and assessments for the year 2012, not yet due and payable, and subsequent years.

2. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 4059, Page 687, of the Register's Office for Davidson County, Tennessee.

3. Easements conveyed to Metropolitan Government of Nashville and Davidson County of record in Instrument No. 20110901-0067872, of the Register's Office for Davidson County, Tennessee.

4. Tennessee Commercial Lease Agreement, dated as of April 1, 2012, by and between SARP, LLC, as Landlord, and Bell/Clark JV, as Tenant.