This Instrument Prepared By:

Ashley S. Rudy, Esq.
1019 16th Avenue South
Nashville, Tennessee 37212

BILL GARRETT, Davidson County
Trans:T20120075959 DEEDWARRSP
Recvd: 10/05/12 16:10 5 pgs
Fees:28.00 Taxes:11840.00
20121005-0091658

Please Return To:

Scott K. O'Brien
Conrod & Company Law Firm
101 N. Lynnhaven Road, Suite 104
Virginia Beach, Virginia 23452

SPECIAL WARRANTY DEED

THIS INDENTURE is made and entered into as of the 5th day of October 2012, by and between Prince & Martin, GP, a Tennessee general partnership (the "Grantor") and 300 Kate Street Partners, LLC, a Tennessee limited liability company (the "Grantee").

WITNESSETH:

That, for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, the Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto the Grantee the real estate, situated and being in Davidson County, Tennessee, being more particularly described on Exhibit "A" attached hereto and made a part hereof.

> The real estate described herein and conveyed hereby is the same property conveyed to Grantor by deed of record as Instrument No. 200906020050604 in the Register's Office of Davidson County, Tennessee.

This conveyance is subject to those matters set forth on Exhibit "B" attached hereto and made a part hereof.

The Grantor does hereby covenant with the Grantee that Grantor is lawfully seized in fee of the afore described real estate; that it has a good right to sell and convey the same; and that it will warrant and forever defend the title and quiet possession against the lawful claims of all persons whomsoever or otherwise claiming through or under Grantor, but none other.

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

By: _____

Name: Justin Prince

Title: General Partner

Date: 10/5/12

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, a notary public in and for said State and County, duly commissioned and qualified, Justin C. Prince, the appointed General Partner of Prince & Martin, GP, a Tennessee general partnership, with whom I am personally acquainted, or who proved to me to be on the basis of satisfactory evidence, and who acknowledged that he executed the above instrument for the purposes therein contained, and who further acknowledged that Justin C. Prince is the appointed General Partner of Prince & Martin, GP, that he is authorized to execute this instrument on behalf of the general partnership.

Witness my hand and Notarial Seal at office this 5th day of October 2012.

_____
Notary Public

My Commission Expires:

9/9/2014

ASHLEY S. RUDY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires September 9, 2014

Property Owner: NEW

300 Kate Street Partners, LLC
300 Kate Street
Madison, Tennessee 37115

Tax Parcel Identification Number:

Map 43-9 Parcel 317

Party Responsible For Payment Of Real Property Taxes:

300 Kate Street Partners, LLC
300 Kate Street
Madison, Tennessee 37115

AFFIDAVIT

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $3,200,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 5th day of October 2012.

Notary Public

My Commission Expires:

9/9/2014

ASHLEY S. RUDY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires September 9, 2014

EXHIBIT A

LEGAL DESCRIPTION

Land in the 11th Civil District of Davidson County, Tennessee, being lots Nos. 4 and 5 of Block "L" on the plan of Woodlawn Estates, as of record in Book 843, page 82, Register's Office for said County, and property adjacent on the east, described together according to a survey made by Parrish Engineers, Inc., June 11, 1969, as follows:

Beginning on the easterly margin of Kate Street, said point being the southwest corner of the property conveyed to The Lamplighter Apartments by deed from Georgia R. Cameron, of record in Book 4345, page 321, said Register's Office; thence with the easterly margin of said Kate Street, north 3 degrees 50' east 200 feet; thence south 86 degrees 12' east 273.87 feet; thence south 3 degrees 40' west 20.42 feet; thence south 86 degrees 22' east 176.55 feet; thence north 2 degrees 53' east 186.40 feet; thence north 86 degrees 13' east 256.90 feet; thence south 17 degrees 43' west 180 feet; thence south 13 degrees 13' west 210.46 feet; thence south .

Being the same property conveyed to Prince & Martin, GP, a Tennessee general partnership from TRB Cumberland LLC by deed of record in Instrument No. 200906020050604, in the Register's Office for Davidson County, Tennessee.

EXHIBIT B

EXCEPTIONS

Subject to all matters shown on the Plan of Woodlawn Estates, as of record in Plat Book 843, page 82, Register's Office for Davidson County, Tennessee.

Agreement for Dedication of Easements for Sanitary Sewers and/or Storm Drainage of record in Book 4373, page 884 and Book 4904, page 954, said Register's Office.