THIS INSTRUMENT PREPARED BY AND WHEN RECORDED RETURN TO:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NO:
Lynn Ackerman Landau, Esq. Baker, Donelson, Bearman, Caldwell & Berkowitz, PC 165 Madison Ave., Suite 2000 Memphis, Tennessee 38103	SWHR Germantown, LLC c/o SWH Residential Partners, LLC 3930 East Jones Bridge Rd. Suite 145 Norcross, GA 30092	1415 5th Avenue North Nashville, TN 37208	SWHR Germantown, LLC c/o SWH Residential Partners, LLC 3930 East Jones Bridge Rd. Suite 145 Norcross, GA 30092	Part of Parcel No. 081-120-415.00

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into this 10th day of December, 2012, by and between **WERTHAN PACKAGING, INC.**, a Tennessee corporation whose address is 605 Highway 76, White House, Tennessee 37188 (hereinafter "Grantor"), and **SWHR GERMANTOWN, LLC**, a Delaware limited liability company whose address is c/o SWH Residential Partners, LLC, 3930 East Jones Bridge Road, Suite 145, Norcross, Georgia 30092 (hereinafter "Grantee");

W I T N E S S E T H:

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, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate, situated and being in City of Nashville, County of Davidson, State of Tennessee, to-wit:

> All of that certain real estate described in Exhibit "A" attached hereto and incorporated herein by this reference.

This being a portion the same real estate conveyed to Grantor by deed of record in Book 7741, Page 757 in the Register's Office of Davidson County, Tennessee. Legal description from survey prepared by Robert M. Searson, TN Reg. No. 1666, Littlejohn Engineering Associates, Job No. 20120119, dated September 18, 2012, last revised November 19, 2012.

TO HAVE AND TO HOLD the aforesaid real estate, together with all appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, its successors and assigns in fee simple forever.

AND, subject always to those liens, easements, encumbrances and exceptions listed in Exhibit "B," attached hereto and incorporated herein by reference, Grantor does hereby covenant with Grantee that title to aforesaid real estate Grantor will warrant and forever defend against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

BILL GARRETT, Davidson County
Trans:T20120095344 DEEDWARRSP
Recvd: 12/13/12 09:51 5 pgs
Fees:28.00 Taxes:7400.00
20121213-0114792

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

WERTHAN PACKAGING, INC.

By: Donald P. Belmont
Name: DONALD P. BELMONT
Title: PRESIDENT & CEO

ACKNOWLEDGMENT(S)

STATE OF TENNESSEE
COUNTY OF Davidson

Before me, Brenda J. Malugin, a Notary Public in and for the State and County aforesaid, personally appeared Donald P. Belmont, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the President & CEO of WERTHAN PACKAGING, INC., the within named bargainor, a corporation, and that he as such President & CEO, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such President & CEO.

WITNESS my hand and seal at office, on this the 10th day of December, 2012.

Brenda J Malugin
Notary Public

My Commission Expires:
5/3/16

[NOTARY SEAL]
BRENDA J MALUGIN STATE TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY

AFFIDAVIT OF VALUE

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 $2.000.000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

AFFIANT

SUBSCRIBED AND SWORN TO before me this 12th day of December, 2012.

Notary Public

My Commission Expires:

[NOTARY SEAL]

PAMELA G. NASH
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires 11-03-2015

EXHIBIT "A"
TO
WARRANTY DEED
FROM
WERTHAN PACKAGING, INC.
TO
SWHR GERMANTOWN, LLC

Description Of Real Estate

Legal Description of Mixed Use Property

TRACT 2

A Tract of land in the 19th Council District, Davidson County, Tennessee, being a portion of Werthan Packaging as recorded in Deed Book 7741, Page 757, Register's Office Davidson County, Tennessee (RODC). Tract being bounded on the south by the northern Right of Way (ROW) of Taylor Street (a 40' public ROW), on the west by Lot 1 Werthan Lofts Condominiums as recorded in Instrument Number 200701170006775, RODC, and Lot 2 of Werthan Lofts IV and V Condominiums as recorded in Instrument Number 200701170006776, RODC, on the north by the southern ROW of Hume Street (a 50' public ROW), and on the east by the remainder of said Werthan Packaging and by the western ROW of 5th Avenue North (a 58' public ROW). Tract being described as follows:

POINT OF BEGINNING being at the intersection of said western ROW of 5th Avenue North and said northern ROW of Taylor Street; thence along said ROW of Taylor Street South 61°53'54" West 816.70 feet to a point on the eastern line of said Werthan Lofts Condominiums; thence along said eastern line North 28°02'24" West 29.84 feet to a point; thence North 61°57'36" East 6.32 feet to a point; thence North 28°02'24" West 91.40 feet to a point; thence South 61°57'36" West 66.30 feet to a point; thence North 28°02'24" West 15.85 feet to a point; thence North 61°52'08" East 39.19 feet to a point; thence North 28°07'52" West 15.82 feet to a point; thence North 61°52'08" East 29.59 feet to a point; thence North 12°22'46" East 3.04 feet to a point; thence North 62°34'09" east 11.19 feet to a point; thence North 28°07'52" West 123.84 feet to an iron rod old with a cap marked "Cherry" ; thence North 01°52'08" East 177.44 feet to an iron rod new; thence with a curve to the right having a length of 107.75 feet, a radius of 175.10, a central angle of 35°15'27" and a chord bearing and distance of North 46°13'04" West 106.06 feet to an iron rod new; thence North 28°35'21" West 241.80 feet to an iron rod new on the southern ROW of said Hume Street; thence along said southern ROW North 61°55'00" East 320.84 feet to a point; thence leaving said ROW along a severance line South 27°01'05" East 34.40 feet to a point; thence South 72°01'05" East 19.80 feet to a point; thence South 27°01'05" East 482.39 feet to a point; thence North 62°58'55" East 420.80 feet to a point on the western ROW of said 5th Avenue North; thence along said western ROW South 27°01'05" East 236.36 feet to the point of beginning.

Containing 373,413 square feet or 8.57 acres.

EXHIBIT "B"
TO
WARRANTY DEED
FROM
WERTHAN PACKAGING, INC.
TO
SWHR GERMANTOWN, LLC

Encumbrances

1. Taxes and assessments for the year 2012 and subsequent years, not yet due and payable.

2. All matters shown on the plat of record in Book 21, Page 105, in the Register's Office for Davidson County, Tennessee.

3. Easement reserved in Book 1291, Page 593, in the Register's Office for Davidson County, Tennessee.

4. Agreement for Dedication of Easement for Light Air, and View of record in Instrument No. 20080117005376 and Instrument No. 200801180005860, in the Register's Office for Davidson County, Tennessee.

5. Any facts disclosed by a survey prepared by Robert M. Searson, RLS No. 1666, Littlejohn Engineering Associates, Job No. 20120119, dated September 18, 2012, last revised November 19, 2012.
