13-08-013

STATE OF TENNESSEE )
COUNTY OF DAVIDSON )

MAP & PARCELS
092-15-0-080.00

The actual consideration or value, whichever is greater, for this transfer is $ N-O-N-E .

Affiant

Subscribed and sworn to before me this the 16th day of OCTOBER, 2013.

My Commission Expires: 9/9/14

Notary Public

DEE FILES KENNEDY
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF DAVIDSON

**THIS INSTRUMENT PREPARED BY: WEISS & WEISS, ATTORNEYS AT LAW**
1900 Church Street, Ste. 301, Nashville, Tennessee 37203

ADDRESS NEW OWNER(S) AS FOLLOWS:

**MICHAEL D. SHMERLING PARTNERS, GP**
**618 Church Street, Ste. 200**
**Nashville, TN 37203**

SEND TAX BILLS TO:

**"NEW OWNERS"**

**Davidson County DEEDQC**
**Recvd: 10/22/13 10:29 2 pgs**
**Fees:12.00 Taxes:0.00**
**20131022-0110020**

# QUITCLAIM DEED

**FOR AND IN CONSIDERATION** of the sum of One Dollar ($1.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, **BAPTIST HEALTH CARE VENTURES, INC., as successor to Sheridan Apartments Service, Inc., a Tennessee corporation**, hereinafter called the "**Grantor**", does hereby quitclaim and convey all of its rights, title and interest to **MICHAEL D. SHMERLING PARTNERS, G.P., A TENNESSEE GENERAL PARTNERSHIP**, hereinafter collectively called the "**Grantee**", its successor and assigns, in and to that certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

Being a Tract or Parcel of Land in the Urban Services District, Twenty-First Councilmanic District, Nashville, Davidson County, Tennessee, and being Lots Nos. 25 & 26 on the Plan of the Re-subdivision of part of the Elliston Property, as of record in Plan Book 1, Page 105, Chancery Court at Nashville and further described as being Lots Nos. 135 & 136 as shown on the Plan of Elliston Addition of Record in Plat Book 21, Page 141, Register's Office of Davidson County Tennessee, and more fully described according to an ALTA/ACSM Land Title Survey by Brad Tyson Thomas, Tennessee Registered Land Surveyor No. 2431, dated October 10, 2013, as follows:.

BEGINNING at the intersections of the Rights-of-Way of 22nd Avenue North (50' R.O.W.) and State Street (50' R.O.W.) at the Northwesterly quadrant of the intersection;

THENCE, with said State Street S 59° 24' 23" W, 200.90 feet to the common corner of Lots 136 & 137 on said Plan of Elliston Addition;

THENCE, with said Lot 137, N 30° 43' 57" W, 169.87 feet to the northerly common corner on said Lots 136 & 137, and the southerly Right-of-Way of Alley No. 906 (16' R.O.W.);

THENCE, with the southerly Right-of-Way of Alley No. 906, N 59° 25' 43" E, 200.90 feet to the intersections of the Rights-of-Way of said Alley No. 906, and said 22nd Avenue North at the Southwesterly quadrant of the intersection;

THENCE, S 30° 43' 57" E, 169.79 feet to the POINT OF BEGINNING.

THE subject property conveyed herein shall not be used at any time (i) for the performance of abortions, euthanasia and related activities; (ii) as an acute care hospital, specialty hospital, rehabilitation hospital, or long term acute care facility; (iii) as a sleep center, ambulatory surgery center or any activities related thereto; (iv) for the performance of cardiac catheterizations and related activities; (v) as a medical imaging center and/or any facility utilizing and/or operating an MRI or CT scanner thereon; (vi) for the performance of surgical procedures or other medical services requiring general anesthesia; (vii) as an emergency room, urgent care, or facility which provides emergency and/or urgent care medical services. In addition, the subject property shall not be owned, leased, occupied or operated by any individual or entity that owns or operates, or whose affiliate owns or operates, an acute care hospital in Tennessee.

As used in the preceding sentence, the term "affiliate" shall include, without limitation, any parent, sister or subsidiary company and any shareholder, member, partner, limited partner, or other direct or indirect owner; provided, an owner of five percent (5%) or less of the stock of any company that is publicly traded on a recognized national securities exchange shall not be deemed affiliate of such company solely due to its ownership of such stock. The foregoing restrictions shall insure to the sole benefit of and shall be solely enforceable, by Saint Thomas Midtown Hospital, a Tennessee non-profit corporation, and its successor and assigns.

BEING all the same property conveyed to SHERIDAN APARTMENTS SERVICE, INC., N/K/A BAPTIST HEALTH CARE VENTURES, INC., pursuant to Articles of Amendment to the Charter of record in Book 11669, Page 678, Register's Office for Davidson County, Tennessee, by Deed from JAKE W. SHERIDAN, SR., AND WIFE, CATHERINE ELIZABETH GILES SHERIDAN, dated February 3, 1950, of record in Book 1787, Page 227, said Register's Office.

Taxes have been prorated and will be the responsibility of the Grantee.

This is property located in Davidson County, Tennessee and known as **2200 State Street, Nashville, Davidson County, Tennessee 37203.**

IN WITNESS WHEREOF, the Grantor, by its duly authorized officer, has caused its name to be affixed hereto on this 16th day of OCTOBER, 2013.

BAPTIST HEALTH CARE VENTURES, INC.,
A TENNESSEE FOR PROFIT CORPORATION

By: _____
CRAIG POLKOW, AUTHORIZED PARTY

STATE OF TENNESSEE )
COUNTY OF DAVIDSON )

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared CRAIG POLKOW, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon his oath, acknowledged himself to be the AUTHORIZED PARTY of the BAPTIST HEALTH CARE VENTURES, INC., A TENNESSEE FOR PROFIT CORPORATION, the within named bargainor, and that he as such Authorized Party, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as such Officer.

Witness my hand and official seal at Nashville, Tennessee, this 16th day of OCTOBER, 2013.

My Commission Expires: 9/9/14

_____
Notary Public

LINDSAY KATE OWENS
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires September 9, 2014

The undersigned, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

_____
PETER WEISS

State of Tennessee )
County of Davidson )

Personally appeared before me, the undersigned, a Notary Public for this county and state PETER WEISS who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

My Commission Expires: 09/09/2014

_____
Notary Public

DEE HILES
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF DAVIDSON