13-08-023

Map & Parcels:
92-15-0-267.00 & 268.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is **$850,000.00.**

Affiant

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

My Commission Expires: 9/9/14

Notary Public

LEE 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:
BAPTIST HEALTH CARE VENTURES, INC.
102 Woodmont Blvd., Ste. 800
Nashville, TN 37205

SEND TAX BILLS TO:
"NEW OWNER"

Davidson County DEEDWARRSP
Recvd: 10/22/13 10:30 3 pgs
Fees:18.00 Taxes:3145.00
20131022-0110024

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named "Grantee", and other good and valuable consideration, the receipt and sufficiency of all of which is hereby acknowledged, **MICHAEL D. SHMERLING PARTNERS, G.P., A TENNESEE GENERAL PARTNERSHIP (as to Tract I) & MICHAEL D. SHMERLING (as to Tract II)**, hereinafter called the **"Grantor"**, has bargained and sold, and by these presents does transfer and convey unto **BAPTIST HEALTH CARE VENTURES, INC., A TENNESSEE FOR PROFIT CORPORATION**, hereinafter collectively called the **"Grantee"**, its successors and assigns, the following described real property located in Davidson County, Tennessee, including without limitation, all rights, easements and privileges appurtenant to said real property, all buildings, structures, fixtures and other improvements located on said real property, if any, and all of Grantor's interest, if any, in the land lying beneath the public roads and public rights-of-way adjoining the real property (all of the foregoing being collectively referred to as the "Property"):

(TRACT I - 1905 STATE STREET, NASHVILLE, TN 37203)
BEING a tract of land lying in the 21st Councilmanic District of Davidson County, Tennessee and being Parcel 267 of Tax Map 92-12, said tract also being part of Lot 259 on the Plan of Boyd Home Tract, as of record in Book 21, Page 39, Register's Office for Davidson County, Tennessee, the said owner of record being Gerald Hemmer, as of record in Book 9898, Page 37, Register's Office for Davidson County, Tennessee and being further described according to a survey by Michael R. Williams, Tennessee Registered Land Surveyor No. 1906, dated October 4, 1999 as follows:

BEGINNING at a P.K. Nail found in the southerly right-of-way line of State Street, said nail being located 100 feet west of the most westerly right-of-way line of 19th Avenue North, said nail being the northwest corner of the Michael D. Shmerling & Co., L.L.C., as of record in Book 11133, Page 342, Register's Office for Davidson County, Tennessee.

THENCE, with said Shmerling Property, south 30° 28' 23" E, 171.66 Feet to a P.K. Nail set, said nail being in the northerly right-of-way line of Alley No. 378;

THENCE, with said alley, south 59° 15' 00" W, 50.00 Feet to an iron pin found, said iron pin being the southeasterly corner of the EHK Partners Property, as of record in Book 8059, Page 856, said Register's Office;

THENCE, leaving the said alley and with the said EHK Partners Property, north 30° 28' 16" W, 171.66 feet to a P.K. Nail set in the said southerly right-of-way line of State Street;

THENCE, with the said right-of-way line, north 59° 15' 00" E, 50.00 feet to the point of BEGINNING.

BEING the same property conveyed to MICHAEL D. SHMERLING & CO., L.L.C., A TENNESSEE LIMITED LIABILITY COMPANY, by Deed from GERALD HEMMER, dated October 7, 1999, of record in Book 11697, Page 800, Register's Office for Davidson County, Tennessee. Subsequently, Michael D. Shmerling & Co., L.L.C. having since merged into MICHAEL D. SHMERLING PARTNERS, G.P., by Certificate of Merger of record in Instrument No. 20000107-0002709 said Register's Office.

(TRACT II - 1907 STATE STREET, NASHVILLE, TN 37203)
LAND located in the 21st Councilmanic District of Nashville, Davidson County, Tennessee on the southerly margin of State Street, 150 feet more or less from the westerly margin of 19th Avenue North and being bounded on the north by State Street on the east by Shmerling on the south by Alley #348 and on the west by Seton Corp., said land being part of Lot 259, John Boyd Home Place (Book 21, Page 39 R.O.D.C., TN) and being described according to a boundary survey dated 12-19-02 by Campbell, McRae and Associates Surveying Inc. (John Hood TN, R.L.S. #1838) as follows:

COMMENCING at a nail (OLD) at the southwest intersection of State Street (50' R.O.W.) and 19th Avenue North (50' R.O.W.); thence with the southerly margin of State Street S 65° 46' 26" W 150.13 feet to a nail (NEW) at the northwest corner of the Michael D. Shmerling and Co. L.L.C. Land (Book 11697, Page 800 R.O.D.C., TN) the true point of beginning for the herein described land; thence leaving said southerly margin with said Shmerling S 23° 59' 33" E 171.67 feet to a iron rod (OLD) in the northerly margin of Alley #378 (15' R.O.W.); thence with said northerly margin S 65° 50' 35" W 50.06 feet to a iron rod (OLD) at the southeast corner of the Seton Corporation Land (Instrument # 20011231-0144944 R.O.D.C., TN); thence with said Seton Corporation N 23° 58' 19" W 171.61 feet to a nail (NEW) in the southerly margin of said State Street; thence with said southerly margin N 65° 46' 26" E 50.00 feet to the point of beginning.

BEING part of the same property conveyed to MICHAEL D. SHMERLING, by Deed from THE HUDGINS FAMILY PARTNERSHIP, STEVEN C. KIRBY and J.D. EATHERLY, AS TENANTS IN COMMON, dated January 3, 2003, of record in Instrument No. 20030103-0001471, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor further covenants with the Grantee, its successor and assigns, that Grantor is seized and possessed of the Property, Grantor has the right to convey the Property, and the Property is free from all encumbrances arising by, and through or under Grantor.

Grantor further covenants and binds itself, its representatives, successor and assigns to warrant specifically and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor.

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

Subject property being property located at **1905 & 1907 STATE STREET, NASHVILLE, DAVIDSON COUNTY, TENNESSEE 37203.**

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

MICHAEL D. SHMERLING PARTNERS, G.P.,
A TENNESSEE GENERAL PARTNERSHIP

By: _____
MICHAEL D. SHMERLING
MANAGING GENERAL PARTNER

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared **MICHAEL D. SHMERLING**, 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 **MANAGING GENERAL PARTNER** of the **MICHAEL D. SHMERLING PARTNERS, G.P., A TENNESSEE GENERAL PARTNERSHIP,** the within named bargainor, and that he as such Managing General Partner, executed the foregoing instrument for the purpose therein contained, by signing the name of the general partnership 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

PETER WEISS
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

_____
MICHAEL D. SHMERLING

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named **MICHAEL D. SHMERLING**, the bargainor, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purposes therein contained.

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

My Commission Expires: 9/9/14

_____
Notary Public

PETER WEISS
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

I, 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 FILES KENNEDY
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF DAVIDSON