SPECIAL WARRANTY DEED

TO: Midtown Holdings, LLC

FROM: William B. Ralph, Jr.

This instrument was prepared by:
C. Mark Carver, Esq.
Sherrard & Roe, PLC
150 3rd Avenue South, Suite 1100
Nashville, TN 37219

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Midtown Holdings, LLC 2011 Church Street, Suite 505 Nashville, TN 37203	Same	Map 92-11 Parcels 276, 277, 295, and 297

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $1,730,000.00

Affiant

Sworn to and subscribed before me, this 2nd day of December, 2013.

NOTARY PUBLIC
Traci Bruce
My Commission Expires
March 3, 2014
STATE OF TENNESSEE

Notary Public

My Commission Expires: March 3, 2014

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged, **William B. Ralph, Jr.** (hereinafter called the "Seller") by these presents does transfer, sell and convey unto **Midtown Holdings, LLC, a Tennessee limited liability company** (hereinafter called the "Buyer"), and Buyer's successors and assigns, all of Seller's interest in a certain tract of land in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon.

The above-referenced property is conveyed subject to the matters set forth on Exhibit B attached hereto and incorporated herein by reference.

This is improved property located at 330 22nd Avenue North, 332 22nd Avenue North, 331 21st Avenue North, and 335 21st Avenue North, Nashville, Davidson County, Tennessee 37203.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever in fee simple.

BILL GARRETT, Davidson County
Trans:T20130101409 DEEDWARRSP
Recvd: 12/03/13 12:04 5 pgs
Fees:28.00 Taxes:6401.00
20131203-0123016

Seller further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Buyer, and Buyer's successors and assigns, against the lawful claims of all persons claiming through and under Seller (other than claims arising out of the matters set forth above), 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.

IN WITNESS WHEREOF, Seller has caused this deed to be executed effective as of the 2nd day of December, 2013.

SELLER: Wm B. Ralph, Jr.

William B. Ralph, Jr.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON) Traci Bruce

Before me, William B. Ralph, a Notary Public in and for the County and State aforesaid, personally appeared William B. Ralph, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the within named bargainor, and that he executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal at office in Nashville, Tennessee, this 2nd day of December, 2013.

Traci Bruce
Notary Public

My Commission Expires: 3-3-13

TRACI BRUCE
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

NOTARY PUBLIC
Traci Bruce
My Commission Expires
March 3, 2014
STATE OF TENNESSEE

EXHIBIT A

PROPERTY DESCRIPTION

TRACT I: 330 22nd Avenue North

Land in Davidson County, Tennessee, being Lot No. 143, a part of Block 10 on the Plan of Murphy Land Company's Division "B" of record in Plat Book 161, page 126, in the Register's Office for Davidson County, Tennessee, being described as follows:

Beginning at the northeast corner of 22nd Avenue North, formerly Felder Avenue, and Murphy Avenue; running thence easterly, with the northerly margin of Murphy Avenue 168 feet to a 16 foot alley; thence northerly with the westerly margin of said alley 56 feet to a point; thence westerly 168 feet to the easterly margin of 22nd Avenue, North; thence southerly with the easterly margin of said 22nd Avenue North 56 feet to the beginning.

Being the same property conveyed to William B. Ralph, Jr. by Warranty Deed from Gilbert Lee Cohen, Trustee, of record in Book 5443, page 530, in the Register's Office for Davidson County, Tennessee.

TRACT II: 332 22nd Avenue North

Land in Davidson County, Tennessee, being Lot No. 142, a part of Block 10 on the Plan of Murphy Land Company's Division "B" of record in Plat Book 161, page 126, in the Register's Office for Davidson County, Tennessee, being described as follows:

Said Lot No. 142 fronts 50 feet on the easterly side of 22nd Avenue North, formerly Felder Avenue, and runs back between parallel lines, parallel with and 56 feet north of the northerly margin of Murphy Avenue, 168 feet to an alley.

Being the same property conveyed to William B. Ralph, Jr. by Warranty Deed from Gwendolyn Edwards (now Walker) and husband, Robert A. Walker, and Joyanne Page (now Christian) and husband, Zebedee Christian, as devisees under the Will of Mary Alice Gooden, of record in Book 5687, page 479, in the Register's Office for Davidson County, Tennessee.

TRACT III: 335 21st Avenue North

Land in Davidson County, Tennessee, being Lot No. 125, a part of Block 10 on the Plan of Murphy Land Company's Division "B" of record in Plat Book 161, page 126, in the Register's Office for Davidson County, Tennessee, showing the same divided into blocks, but not showing the blocks subdivided into small lots. According to a printed copy of an unrecorded plan subdividing said blocks into small lots, said lot 125 is described as follows:

Beginning on the westerly margin of 21st Ave., North, formerly Vanderbilt Ave., a distance of 106 feet north of the northerly margin of Murphy Ave.; thence northerly along the westerly margin of said Ave., 50 feet; thence westwardly and parallel with Murphy Ave. 168 feet to an alley; thence southwardly with the easterly margin of said alley 50 feet; thence eastwardly and parallel with Murphy Ave., 168 feet to the beginning.

Being the same property conveyed to Dr. William B. Ralph, Jr. by Warranty Deed from J. K. Petway, individually and as Attorney in Fact for Nannie B. Petway, Jennie P. Kelly, John Thomas Shook, Henry Shook, Jr., Mercedes Shook, Verna Mae Shook, Samuel J. D. Shook, Jr., Mary E. Walker, Etta Mai Palmer, and Emma Miller of record in Book 6298, page 187, in the Register's Office for Davidson County, Tennessee.

TRACT IV: 331 21st Avenue North

Land in Davidson County, Tennessee, being Lot No. 123, a part of Block 10 on the Plan of Murphy Land Company's Division "B" of record in Plat Book 161, page 126, in the Register's Office for Davidson County, Tennessee, being described as follows:

Said Lot No. 123 fronts 56 feet on the westerly side of 21st Avenue, North, formerly Vanderbilt Avenue, and runs back between parallel lines, with the northerly margin of Murphy Avenue, 168 feet to an alley.

Being the same property conveyed to William B. Ralph, Jr. by Warranty Deed from City Development Company, a Tennessee corporation, of record in Book 5447, page 714, in the Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Taxes for the year 2014, a lien, not yet due and payable.

2. Plat of record in Book 161, Page 126, said Register's Office.