BILL GARRETT, Davidson County
Trans:T20130107466 DEEDWARRSP
Recvd: 12/27/13 15:21 6 pgs
Fees:33.00 Taxes:61975.00

20131227-0130466

AFTER RECORDING RETURN TO:
Prepared by!
SIR AUDUBON PARK, LLC
c/o Steadfast Asset Holdings, Inc.
18100 Von Karman Ave., Suite 500
Irvine, California 92612
Attn: Ana Marie del Rio, Esq.

[This space reserved for recording data.]

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED (the **"Deed"**), is made as of this 27th day of December, 2013, by PE Audubon, GP, a Tennessee general partnership (the **"Grantor"**), having an office at 1019 16th Avenue South, Nashville, Tennessee 37212, to SIR Audubon Park, LLC, a Delaware limited liability company (the **"Grantee"**), having an office at 18100 Von Karman Avenue, Suite 500, Irvine, California 92612.

WITNESSETH:

That the Grantor for and in consideration of the sum of TEN AND 00/100THS DOLLARS ($10.00) and other good and valuable consideration in hand paid by the Grantee, the receipt and sufficiency of which is hereby acknowledged, by these presents does ***GRANT, REMISE, RELEASE, ALIEN, SELL AND CONVEY*** unto the Grantee and its successors and assigns ***FOREVER***, all of the real estate, situated in the County of Davidson and State of Tennessee and legally described on **Exhibit A** attached hereto and made a part hereof together with the building structures, fixtures, and other improvements located on said real estate (the **"Property"**), subject only to those matters described on **Exhibit B** attached hereto and made a part hereof (the "**Permitted Exceptions**").

This is improved property known as 600 Whispering Hills Drive, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, subject only to the Permitted Exceptions, unto the Grantee and its successors and assigns forever.

Grantor does covenant, promise and agree, to and with the Grantee and its successors and assigns, that it has not done, or suffered to be done, anything whereby the Property is, or may be, in any manner encumbered or charged, except as herein recited, and that it ***WILL WARRANT AND FOREVER DEFEND*** the Property against persons lawfully claiming, or to claim the same, by, through or under Grantor but not otherwise, except for claims arising under or by virtue of the Permitted Exceptions.

IN WITNESS WHEREOF, the Grantor has caused its name to be signed to these presents on the date first set forth above.

GRANTOR:

PE AUDUBON, GP,
a Tennessee general partnership

By: _____
Name: Justin Prince
Title: General Partner

STATE OF)
)
) ss:
COUNTY OF)

I, the undersigned, a Notary Public in and for said County and State aforesaid, DO HEREBY CERTIFY, that Justin C. Prince, as general partner of PE AUDUBON, GP, a Tennessee general partnership, personally known to me to be the same person whose name is subscribed to the foregoing instrument as said officer, appeared before me this day in person and acknowledged he signed and delivered said instrument as his free and voluntary act, and as the free and voluntary act of said company, for the uses and purposes therein set forth.

GIVEN UNDER my hand and Notarial Seal this 26th day of December, 2013.

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

Ashley S. Rudy
Notary Public
my commission expires: 9/9/2014

****

(FOR RECORDING DATA ONLY)

Property Address:
600 Whispering Hills Drive
Nashville, TN 37211

New Property Owner:
SIR Audubon Park, LLC

Parcel ID Nos.:
147-11-0-030.00 and 147-11-0-136.00

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 $16,750,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Mail tax bills to: (Person or Agency responsible for payment of taxes)
18100 Von Karman Avenue, Suite 500
Irvine, California 92612
Attn: Ana Marie del Rio, Esq.

State of CALIFORNIA)
) ss
County of Orange)

On December 19, 2013, before me, MONA SALAMA, Notary Public, personally appeared Kevin J. Keating, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is~~/are~~ subscribed to the within instrument and acknowledged to me that he~~/she/they~~ executed the same in his~~/her/their~~ authorized capacity~~(ies)~~, and that by his~~/her/their~~ signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

MONA SALAMA
Commission # 1943693
Notary Public - California
Orange County
My Comm. Expires Jul 10, 2015

Signature of Notary Public

[SEAL]

EXHIBIT A

LEGAL DESCRIPTION

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE COUNTY OF DAVIDSON, STATE OF TENNESSEE, AND IS DESCRIBED AS FOLLOWS:

Parcel 1:

A tract of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the South by Leeanne Drive and on the West by Whispering Hills Dr. more particularly described as follows:

Beginning, at a concrete monument on the Northerly margin of Leeanne Drive and the Southwest corner of Lot 428 of Whispering Hills Subdivision Section 11-C, as recorded in Plat Book 2663, Page 67, R.O.D.C., Tennessee; Thence, with the Northerly margin of Leeanne Drive Westerly around a curve to the left 181.91 feet, said curve having a radius of 522.00 feet, a central angle of 19° 58' 00", a tangent of 91 feet and a chord bearing and distance of N 60° 17' 00" W, 180.99 feet to a concrete monument;Thence, N 70° 16' 00" W, 165.01 feet to a concrete monument the beginning of a return radius to the right for Whispering Hills Drive; Thence, around a curve to the right 38.96 feet, said curve having a radius of 25.00 feet, a central angle of 89° 18' 00", a Tangent of 24.70 feet and a chord bearing and distance of N 25° 37' 00" W, 35.14 feet to a concrete monument; Thence, with Whispering Hills Drive N 19° 02' 00" E, 112.00 feet to a concrete monument, the beginning of a curve to the left;Thence, around a curve to the left 548.41 feet, said curve having a radius of 985.00 feet, a central angle of 31° 54' 00', a tangent of 281.51 feet and a chord bearing and distance of N 03° 05' 00" E, 541.35 feet to an iron pin, the Southwest corner of Lot 57, Parkview Estates, Section 1, Book 3300, Page 87, R.O.D.C., Tennessee; Thence, with the Southerly line of said Lot 57, N 77° 08' 00" E. 151.90 feet to an iron pin on the Westerly line of Parkview Estates, Section III;Thence, S 13 ° 44' 00" W, 12.80 feet to a concrete monument;Thence, following the Southerly boundary of Parkview Section III, S 65° 30' 00" E. 74.35 feet to a concrete monument;Thence, S 83° 10' 00" E, 197.10 feet to a concrete monument;Thence, S 84° 45' 00" E, 151 .61 feet to a concrete monument;Thence, S 71° 45' 00" E, passing a concrete monument at 95.00 feet, a total distance of 173.26 feet to a point;Thence, S 58° 38' 00" E, 198.74 feet to a concrete monument in the West line of Tennessee Equity Fund L.P. of record in Book 9302, Page 247, R.O.D.C. line S 12° 03' 00" W, 109.56 feet to an iron pin at the base of a fence corner post;Thence S 33° 05' 00" W, 70.00 feet:Thence, N 56° 55' 00" W 104.59 feet to a point:Thence, S 26° 14' 00" W, 246.82 feet to a point;Thence, N 63° 46' 00" W, 99.00 feet to a point; Thence, S 26° 14' 00" W, 144.68 feet to a point;Thence, N 66° 02' 00" W, 87.00 feet to a point;Thence, S 19° 53' 00" W, 108.57 feet to a concrete monument;Thence, S 37° 29' 00" W, 171.74 feet to the point of beginning.

Parcel 2:

A tract of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the Southeast by Northcrest drive located South of Nolensville road and West of Cotton Lane, more particularly described as follows:

Beginning, at a concrete monument on the Northerly margin of Northcrest drive at the Southeasterly corner of Lot 442, Whispering Hills Section 11-C, Book 2663, Page 66 and 67, R.O.D.C., Tennessee;Thence, with the boundary of said subdivision and around a curve to the left 37.34 feet, said curve having a radius of 25.00 feet, a central angle of 85° 34' 14", a tangent of 23.14 feet and a chord bearing and distance of N 20° 43' 07" E, 33.96 feet to a concrete monument;Thence, N 22° 04' 00" W, 24.00 feet to a concrete monument; Thence, with a curve to the left 117.05 feet, said curve having a radius of 401.97 feet, a central angle of 16° 41' 00", a tangent of 58.94 feet and a chord bearing and distance of N 30° 24' 30" W, 116.63 feet to a concrete monument;Thence, continuing with said subdivision S 55° 06' 00" W, 159.10 feet to a concrete monument; Thence, S 87° 35' 00" W, 184.00 feet to a concrete monument;Thence, continuing with said subdivision N 83° 01' 00" W, 347.40 feet to a concrete monument;Thence, N 55° 30' 00" W, 186.20 feet to a

concrete monument;Thence, N 45° 00' 00" W, 193.58 feet to a concrete monument, the Northwesterly corner of Lot 428 of said subdivision;Thence, leaving said subdivision N 19° 53' 00" E, 108.57 feet to a point;Thence, S 66° 02' 00" E, 87.00 feet to a point;Thence, N 26° 14' 00" E, 144.68 feet to a point;Thence, S 63° 46' 00" E, 99.00 feet to a point;Thence, N 26° 14' 00" E, 246.82 feet to a point;Thence, S 56° 55' 00" E, 104.59 feet to a point;Thence, N 33° 05' 00" E, 70.00 feet to a fence corner post in the Southwesterly corner of Tennessee Equity Fund, L.P. as of record in Book 9302, Page 247, R.O.D.C.; Thence, with Tennessee Equity Fund, L.P. South line, N 79° 30' 00" E, 330.41 feet to a point;thence, S 16° 15' 00" E, 140.00 feet to a point;Thence, S 55° 11' 00" E, 205.00 feet to a point;Thence, S 34° 49' 00" W, 98.66 feet to a point;Thence, S 38° 25' 00" E, 37.50 feet to a point;Thence, S 51° 35' 00" W, 114.00 feet to a point;Thence, S 38° 25' 00" E, 175.56 feet to a point;Thence, S 62° 44' 00" E, 101.78 feet to a concrete monument;Thence, S 13° 13' 00" E, 114.00 feet to a concrete monument on the Northerly margin of Northcrest Drive;Thence, with Northcrest Drive and with a curve to the left having a radius of 617.40 feet and a central angle of 13° 16' 33", 143.08 feet to the point of beginning.

Being the same property conveyed to PE Audubon, GP, a Tennessee General Partnership by Special Warranty Deed from JPMCC 2005-CIBC13 Whispering Hills Drive, LLC, a Tennessee limited liability company, recorded on the 13th day of April, 2012 in Instrument No. 20120413-0031647, in the Register's Office of Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

- Easements and building setback lines on the plat of WHISPERING HILLS, as recorded in Plat Book 2663, Page(s) 66 and 67, Register's Office for Davidson County, Tennessee, as shown on Survey. (Parcels 1 and 2)

- Agreement For Dedication of Easement For Sanitary Sewers and/or Storm Drainage Water Mains and Appurtenances dated September 7, 2009, by and between WK Audubon, LLC by Receiver W. Kirby Davis, Jr., Grantor and The Metropolitan Government of Nashville and Davidson County, Tennessee, as Grantee, recorded October 8, 2009, Instrument No. 20091008-0093814, Register's Office for Davidson County, Tennessee. It is a 10' permanent easement affecting the property as shown on the Survey. (Parcel 1)

- Grant of Easement for underground utility lines, dated August 27, 2008 by and between Comcast of Nashville I, LLC, as Grantee and WK Audubon, LLC, as Grantor, recorded November 11, 2008, as Instrument No. 20081125-00115438, Register's Office of Davidson County, Tennessee. It is a blanket easement that affects the entire property.(Parcel 1 and 2)

- Subject to the following matters as shown on survey by Kevin David Crowe, TN RLS No. 1979, of Bock & Clark, dated November 7, 2013, Job No. 201302619-1:

  A. All underground utilities not located in a recorded easement.
  B. Wood/Vinyl Shed at east entrance to subject property appears to lay within the 40' front building setback line by a maximum of 4.3'.

- Rights of Tenants in Possession, as residential tenants only, under unrecorded leases or rental agreements, with no rights of offer or options to purchase.

- Grant of Easement for equipment affixed or attached to buildings, dated August 27, 2008 by and between Comcast of Nashville I, LLC, as Grantee and WK Audubon, LLC, as Grantor, recorded November 11, 2008, as Instrument No. 20081125-00115438, Register's Office of Davidson County, Tennessee. It is a blanket easement that affects the entire property.(Parcel 1 and 2)