BILL GARRETT, Davidson County
Trans:T20140029150 DEEDWARRSP
Recvd: 04/29/14 12:55 5 pgs
Fees:28.00 Taxes:351870.00
20140429-0035937

Return to and
THIS INSTRUMENT PREPARED BY:

Laurence M. Papel
Nelson Mullins Riley & Scarborough LLP
150 Fourth Avenue North, Suite 1100
Nashville, Tennessee 37219

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP PARCEL:
6485 Centerville Business Parkway Centerville, OH 45459	Same	092-150-210.00

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $95,100,000.00.

Affiant

Subscribed and sworn to before me this the 25 day of April, 2014.

Notary Public

My Commission Expires: April 3, 2018

MOLLY S. PHILLIPS
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ninety-five Million One Hundred Thousand and 00/100 Dollars ($95,100,00.00), cash in hand paid by the hereinafter named GRANTEE, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **2300 ELLISTON PLACE LLC**, a Delaware limited liability company, hereinafter called "GRANTOR," has bargained and sold, and by these presents does transfer and convey unto GL ELLISTON 23 APARTMENTS, LLC, a Delaware limited liability company, as to an undivided 66.42% tenant-in-common interest, XI ELLISTON 23 APARTMENTS, LLC, a Delaware limited liability company, as to an undivided 22.32% tenant-in-common interest, and CL ELLISTON 23 APARTMENTS, LLC, a Delaware limited liability company, as to an

undivided 11.26% tenant-in-common interest, hereinafter collectively called "GRANTEE," their successors and assigns, certain real property in Davidson County, State of Tennessee, described as follows (the "Property"):

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

The Property is transferred subject to (collectively, the "Permitted Exceptions"):

1. Real estate taxes and assessments for the year 2014 and subsequent years;

2. All laws, ordinances, regulations, restrictions, prohibitions and other requirements imposed by governmental authority, including, but not limited to, all applicable building, zoning, land use and environmental ordinances and regulations;

3. All covenants, conditions, restrictions, easements and other matters of record without hereby reimposing same;

4. All matters which would be disclosed by an accurate survey of the Property; and

5. Rights of tenants pursuant to unrecorded leases.

This is improved property known as Elliston 23 Apartments, 2312 Elliston Place, Nashville, Davidson County, Tennessee 37203.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with said GRANTEE that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except for the Permitted Exceptions; and GRANTOR does further covenant and bind itself, its successors and assigns, to warrant and forever defend, subject to the Permitted Exceptions, the title to the Property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under the GRANTOR, 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.

[Remainder of Page Intentionally Left Blank]

WITNESS its hand this the 29 day of April, 2014.

GRANTOR:

2300 ELLISTON PLACE LLC, a Delaware limited liability company

By: 2300 Elliston Owner LLC, a Delaware limited liability company, its sole member

By: SLC Elliston Place, LLC, a Tennessee limited liability company, its managing member

By: Southern Land Company, LLC, a Tennessee limited liability company, its managing member

By: _____
Name: KEN HOUGH
Title: CFO

[notary acknowledgement appears on following page]

STATE OF TENNESSEE)
)
COUNTY OF WILLIAMSON)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, ~~Molly S. Phillips~~ Kay Phillips, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed this instrument for the purposes therein contained, and who further acknowledged that he is the Chief Financial Officer of Southern Land Company, LLC, a Tennessee limited liability company, the managing member of SLC Elliston Place, LLC, a Tennessee limited liability company, the managing member of 2300 Elliston Owner LLC, a Delaware limited liability company, the sole member of 2300 Elliston Place LLC, a Delaware limited liability company (the "Grantor"), and is authorized to execute this instrument on behalf of Southern Land Company, LLC, the managing member being authorized to sign on behalf of SLC Elliston Place, LLC, the managing member being authorized to sign on behalf of 2300 Elliston Owner LLC, the sole member being authorized to sign on behalf of the Grantor.

WITNESS my hand, at office, this 25 day of April, 2014.

Molly S Phillips
Notary Public

MOLLY S. PHILLIPS
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY

My commission expires: April 3, 2018

EXHIBIT "A"

PROPERTY DESCRIPTION

Land in Davidson County, Tennessee, being Lot No. 1 on the plan of Revision to Final Plat West End Partnership of record in Instrument No. 201112300915177, in the Register's Office for Davidson County, Tennessee to which plat reference is hereby made for a more particular description.

Intending to be a portion of the property conveyed to 2300 Elliston Place LLC, a Delaware limited liability company by Special Warranty Deed of record in Instrument No. 201101040000910, and by Quitclaim Deed of record in Instrument No. 201101040000911, Register's Office for Davidson County, Tennessee.