This Instrument Was Prepared By:
Judith E. Beasley, Esq.
Freeman Webb Companies
3810 Bedford Avenue, Suite 300
Nashville, Tennessee 37215

Davidson County DEEDWARRSP
Recvd: 04/30/14 08:35 7 pgs
Fees:38.00 Taxes:22200.00
20140430-0036103

Address New Owner(s):	**Send Tax Bills to:**	**Map and Parcel No.:**
Hermitage Pine Brook LLC 530 Silas Deane Highway Wethersfield, CT 06109	Hermitage Pine Brook LLC 530 Silas Deane Highway Wethersfield, CT 06109	Map: 85-4 Parcel: 38

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Six Million and No/100 Dollars ($6,000,000.00), cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, Pine Brook Associates, L.P., a Tennessee limited partnership, (the "Grantor"), has this day bargained and sold, and does hereby transfer and convey to Hermitage Pine Brook LLC, a Tennessee limited liability company, (the "Grantee"), its successors and assigns, all of its right, title and interest in certain land in Davidson County, Tennessee described on Exhibit A attached hereto.

This is improved property known as Pine Brook Apartments, 1005 Hickory Hill Lane, Hermitage, Tennessee 37076.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee and its successors and assigns, forever. Grantor covenants with said Grantee that Grantor is lawfully seized and possessed of said land in fee simple, subject to those matters set forth on Exhibit B attached hereto, and has a good right to convey it. Grantor further covenants and binds itself, its successors, and assigns to warrant and forever defend the title to said real estate against the lawful claims of all persons claiming by, through or under it (except for those matters set forth on Exhibit B), but no further or otherwise.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[Remainder of page intentionally blank]

IN WITNESS WHEREOF, Grantor has executed this instrument on this 29th day of April, 2014.

Pine Brook Associates, L.P.

By: FWB Investments, L.L.C.
Its General Partner

By: _____
James A. Webb, III
Its: Chief Manager

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 James A. Webb, III, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be Chief Manager of FWB Investments, L.L.C., the general partner of Pine Brook Associates, L.P., the within named bargainor, a partnership, and that he as such Chief Manager, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the partnership by himself as Chief Manager of FWB Investments, L.L.C., the general partner.

WITNESS my hand and official seal at office, this 28th day of April, 2014.

PAULETTE N. WASSEL NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

Paulette N Wassel
Notary Public
My commission expires: 10/18/16

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $6,000,000.00

Affiant

Subscribed and sworn to before me this 29th day of April, 2014.

Jodean M. King
Notary Public
My Commission Expires: 6/20/2017

JODEAN M. KING STATE OF TENNESSEE NOTARY PUBLIC ROBERTSON COUNTY

Exhibit "A"

Legal Description

A TRACT OF LAND LOCATED IN THE FOURTEENTH COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE ON HICKORY HILL LANE NORTH OF LEBANON PIKE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING IN THE WESTERLY RIGHT-OF-WAY OF HICKORY HILL LANE AT A NORTHEASTERLY CORNER OF EMMANUAL EVANGELICAL LUTHERAN CHURCH PROPERTY OF RECORD IN DEED BOOK 7332, PAGE 812, R.O.D.C.

THENCE WITH THE BOUNDARY OF SAID LUTHERAN CHURCH PROPERTY AS FOLLOWS:

S 75 DEGREES 57' 17" W. 128.13 FEET;

SOUTHWESTERLY WITH A CURVE TO THE RIGHT 308.71 FEET TO A CONCRETE MONUMENT, SAID CURVE HAVING A RADIUS OF 622.08 FEET, A CENTRAL ANGLE OF 28 DEGREES 26' 00" AND A CHORD OF 305.55 FEET AT S 78 DEGREES 40' 23" W;

N 87 DEGREES 06' 37" W, 117.00 FET;

S 04 DEGREES 50' 14" W, 200.00 FEET TO THE NORTHERLY BOUNDARY OF METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE PROPERTY OF RECORD AS INSTRUMENT NO,. 20070209-0017444, R.O.D.C.;

THENCE WITH SAID METROPOLITAN GOVERNMENT PROPERTY AS FOLLOWS:

N 86 DEGREES 01' 07" W, 185.21 FEET TO AN IRON ROD;

N 78 DEGREES 29' 53" W, 224.22 FEET TO AN IRON ROD IN THE EASTERLY BOUNDARY OF E. PHILLIPS DEVELOPMENT, LLC PROPERTY OF RECORD AS INSTRUMENT NO. 20060801-0093487, R.O.D.C.;

THENCE WITH SAID EASTERLY BOUNDARY N 07 DEGREES 46' 27" E, PASSING AN IRON ROD AT 547.35 AND CONTINUING ON, IN ALL 597.35 FEET TO THE SOUTHERLY BOUNDARY OF ARNOLD E. YEARGIN PROPERTY OF RECORD IN DEED BOOK 6090, PAGE 673, R.O.D.C;

THENCE WITH THE BOUNDARY OF SAID YEARGIN PROPERTY S 85 DEGREES 15' 07" E, 554.00 FEET TO A CONCRETE MONUMENT AT THE SOUTHWESTERLY CORNER OF LOT 52 ON THE FINAL PLAT OF SECTION 1, STONES RIVER ESTATES OF RECORD IN PLAT BOOK 2900, PAGE 139, R.O.D.C.;

THENCE WITH THE BOUNDARY OF SAID SECTION 1, STONES RIVER ESTATES AS FOLLOWS:

S 03 DEGREES 29' 53" W, 25.00 FEET;

NORTHEASTELRY WITH A CURVE TO THE LEFT 210.10 FEET TO THE WESTERLY RIGHT-OF-WAY OF HICKORY HILL LANE, SAID CURVE HAVING A RADIUS OF 971.00 FEET, A CENTRAL ANGLE OF 12 DEGREES 23' 50" AND A CHORD OF 209.69 FEET AT N 87 DEGREES 17' 58" E;

THENCE WITH SAID WESTERLY RIGHT-OF-WAY AS FOLLOWS:

SOUTHEASTERLY WITH A CURVE TO THE LEFT 218.35 FEET, SAID CURVE HAVING A RADIUS OF 716.33 FEET, A CENTRAL ANGLE OF 17 DEGREES 27' 53" AND A CHORD OF 217.51 FEET AT S 18 DEGREES 08' 16.5" E;

SOUTHEASTERLY WITH A CURVE TO THE LEFT 111.11 FEET TO THE BEGINNING, SAID CURVE HAVING A RADIUS OF 1,623.76 FEET, A CENTRAL ANGLE OF 03 DEGREES 55' 14" AND A CHORD OF 111.09 FEET AT S 28 DEGREES 49' 50" E;

CONTAINING 414,390 SQUARE FEET OR 9.513 ACRES, MORE OR LESS.

ALL AS SHOWN ON SURVEY PREPARED BY JUDY L. JUDSON, RLS NO. 1935, BARGE, WAGGONER, SUMNER & CANNON, INC. DATED 12/10/07, LAST REVISED 04/21/2014, FILE NO. 33938-01.

BEING THE SAME PROPERTY CONVEYED TO PINE BROOK ASSOCIATES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY SPECIAL WARRANTY DEED OF RECORD IN BOOK 11334, PAGE 571, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

PERMITTED EXCEPTIONS

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1. If improvements are completed after January 1 of any year the law requires supplemental assessments for the year in which improvements are completed, as defined by Statute. The Company assumes no liability for taxes assessed by correction pursuant to the provisions of TCA 67-5-603, et seq.

2. No insurance is afforded as to the acreage or square footage contained in the insured property.

3. Taxes and assessments for the year 2014 and subsequent years, not yet due and payable.

4. All matters as shown on plat of record in Plat Book 2900, page 139, Register's Office for Davidson County, Tennessee.

5. Easement and the terms and conditions of that Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage Water Mains and Appurtenances granted to The Metropolitan Government of Nashville and Davidson County of record in Instrument No. 200308080113194 in the Register's Office, Davidson County, Tennessee.

6. Restrictions as contained in Warranty Deed of record in Book 4093, page 253, said Register's Office.

7. Easement of record in Book 4135, page 906 in the Register's Office, Davidson County, Tennessee.

8. Easement and the terms and conditions of that Agreement for Dedication of Easement for Public Utility, Drainage, and Forcemain granted to The Metropolitan Government of Nashville and Davidson County, of record in Instrument No. 200712130143333, in the Register's Office of Davidson County, Tennessee.

9. Memorandum of Lease of record in Instrument No. 200003070022896, in the Register's Office for Davidson County, Tennessee, as subordinated by Subordination Agreement of record in Instrument No. 20071220-0146341, said Register's Office.

10. Rights of tenants under any unrecorded leases.

11. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by a survey prepared by Judy L. Judson, RLS No. 1935, Barge Waggoner Sumner & Cannon, Inc., File No. 33938-01, dated December 10, 2007, last revised April 21, 2014:

    - Concrete pad and wooden fence encroach onto adjacent property to the south of the Land

PRO FORMA

PRO FORMA

True Copy Certification

I, William L. Rosenberg, 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 therewith and that this is a true and correct copy of the original documents executed and authenticated according to law.

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Jodean M. King, a notary public for this county and state, William L. Rosenberg who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires: 6/20/2017

Notary Seal:

