BILL GARRETT, Davidson County
Trans:T20140052012 DEEDWARRSP
Recvd: 07/18/14 12:51 5 pgs
Fees:28.00 Taxes:12543.00
20140718-0064018

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Vadim Kaplan, et al c/o The Capital Realty Corporation 80 Cude Lane Madison, TN 37115	Map 75-09, Parcel 259	Same
This instrument prepared by: Elwood H. Camp, III, Attorney at Law 3841 Green Hills Village Drive, Suite 400, Nashville, TN 37215		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, D3 HERMITAGE, LLC, a Tennessee limited liability company (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to VADIM KAPLAN an undivided 70% interest, FAINA KAPLAN an undivided 10% interest, and LAWRENCE A. SHAPIN, an undivided 20% interest, as tenants in common (jointly and severally, the "Grantee"), Grantee's heirs and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to all matters described on Exhibit B attached hereto and incorporated herein by this reference.

This is improved property, known as 4050 Lebanon Pike, Hermitage, Tennessee 37076.

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

Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property, and that the Property is unencumbered except as set forth hereinabove.

Grantor further covenants and binds itself to warrant specially and forever defend the title to the Property to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all persons claiming through or under Grantor (excluding claims arising out of the matters set forth on Exhibit B), but no further or otherwise.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 17th day of July, 2014.

D3 HERMITAGE, LLC, a Tennessee limited liability company

By: _____
William A. Oldacre, Director

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

The foregoing Special Warranty Deed was signed and acknowledged before me this 15th day of July, 2014, by William A. Oldacre as Director of D3 MT. JULIET, LLC, a Tennessee limited liability company, and acknowledged by him to be his free act and deed on behalf of said company and the free act and deed of said company.

DEBORA L. SLOAN
STATE OF TENNESSEE NOTARY PUBLIC
WILSON COUNTY
My Commission Expires APRIL 24, 2018

_____
Notary Public

My Commission expires: 4-24-2018

Commonwealth
~~STATE~~ OF Kentucky)
COUNTY OF Jefferson)

The actual consideration for this transfer or value of the property transferred (whichever is greater) is $3,390,000.00.

Grantee

Sworn to and subscribed before me,
this 17th day of July, 2014.

Dorothy L. Carle

NOTARY PUBLIC

My commission expires: June 29, 2018

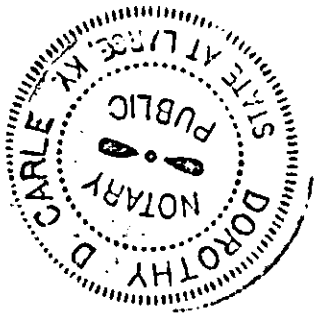


EXHIBIT A

Land in the 14th Councilmanic District of Davidson County, Tennessee, being part of the property conveyed in Deed Book 9848, page 46, Register's Office for Davidson County, Tennessee and more particularly described as follows:

Beginning in the westerly right-of-way of Old Hickory Boulevard (State Route 45) at a point located approximately 189 feet, more or less, North of the intersection of said Old Hickory Boulevard and Lebanon Road; Thence, with said Old Hickory Boulevard, along a curve to the left having a radius of 421.33 feet, a distance of 6.66 feet to a concrete highway monument; Thence South 16 degrees, 10 minutes, 11 seconds East 96.93 feet; Thence, along a curve to the right, having a radius of 190 feet, a distance of 85.35 feet to the intersection of Old Hickory Boulevard and Lebanon Road; Thence, with said Lebanon Road, along a curve to the right having a radius of 3,881.72 feet, a distance of 103.55 feet to a concrete monument; Thence, leaving Lebanon Road North 66 degrees, 55 minutes, 58 seconds West 150 feet to an iron pin; Thence North 5 degrees 56 minutes 43 seconds East, 184.02 feet to an iron pin; Thence, North 73 degrees 54 minutes East, 134.14 feet to the point of beginning and containing 0.86 acre, more or less, as shown by survey made by John Kohl & Company, dated August 8, 2005.

Being the same property conveyed to D3 Hermitage, LLC, a Tennessee limited liability company, by deed from Ai Xin Yang record in Instrument No. 20140212-0012381, Register's Office for Davidson County, Tennessee.

EXHIBIT B

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

2. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument No. 20140122-0005848, Register's Office for Davidson County, Tennessee.

3. Unrecorded Lease by and between D3 Hermitage, LLC as Landlord and Mattress Firm, Inc., as Tenant, dated November 25, 2013.

4. Unrecorded Lease by and between D3 Hermitage, LLC as Landlord and Aspen Dental Management, Inc., as Tenant, dated February 5, 2014.

4. All matters shown on the ALTA/ACSM Land Title Survey dated February 22, 2014, prepared by Littlejohn Engineering Associates.