Address New Owner:	Tax Bills To:	Map-Parcel Nos.
1978 LLC 8556 Franklin Ave. Los Angeles, California 90069	Same	93-6-1-57 93-6-1-58
This instrument prepared by: Nelson, Mullins, Riley & Scarborough, LLP (KLW) 150 4th Avenue North, Suite 1100, Nashville, Tennessee 37219		

QUITCLAIM 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 which are hereby acknowledged, **UTOPIA PLACE II, LLC,** a Tennessee limited liability company ("Grantor"), has bargained and sold, and by these presents does hereby quitclaim and convey to **1978 LLC**, a Delaware limited liability company ("Grantee"), an undivided twenty five percent (25%) interest as tenant in common in the real property being more particularly described on Exhibit A, which is attached hereto and incorporated herein by this reference (the "Property").

This is improved property known as 208 and 210 Fourth Avenue North, Nashville, Davidson County, Tennessee.

This conveyance of Grantor's interest in the Property is made expressly subject to all limitations, restrictions, and encumbrances as may affect the Property.

STATE OF Tennessee)
COUNTY OF Davidson)

The actual consideration for this transfer is $0.00.

Affiant

Subscribed and sworn to me this 31st day of July, 2014.

NOTARY PUBLIC
My Commission Expires: 5-6-18

DEIRDRIU COFFMAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

BILL GARRETT, Davidson County
Trans:T20140055909 DEEDQC
Recvd: 08/01/14 09:27 3 pgs
Fees:17.00 Taxes:0.00
20140801-0068777

Executed this 30 day of July, 2014.

UTOPIA PLACE II, LLC, a
Tennessee limited liability company

By:_____
Name: David Bilfeld
Its: Manager

STATE OF CALIFORNIA)

COUNTY OF LOS ANGELES

Personally appeared before me, the undersigned, a Notary Public in and for the County and State aforesaid, the within named David Bilfeld, ~~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 Manager of Utopia Place II, LLC, the within named bargainor, a Tennessee limited liability company, and that he as such Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company in his capacity as Manager.

Witness my hand and seal, at office this 30 day of July, 2014.

Rod Ramsey
NOTARY PUBLIC
My Commission Expires: Sept. 11, 2015

ROD H. RAMSEY
Commission # 1948326
Notary Public - California
Los Angeles County
My Comm. Expires Sep 11, 2015

EXHIBIT "A"

Tract 1:

Being part of Lot No. 53 on the Plat of the Original Town of Nashville, not of record, described as follows:

Beginning on the easterly margin of Fourth Avenue North, formerly Cherry Street, at the southwest corner of the property conveyed to Susan R. Warner, by deed from J.F. Neville, of record in Book 967, page 774, Register's Office for said County, said point being 100 feet, more or less, south of the southerly margin of Bank Alley; thence with the easterly margin of said Avenue southwardly 27 feet 4 inches, more or less, to the northwest corner of the property conveyed to C.B. Warner, Trustee, by deed from Saidee Polk Grant, et al., of record in Book 644, page 250, said Register's Office; thence with the northerly line of said C.B. Warner, Trustee, property eastwardly 171 feet 4 1/2 inches, more or less, to the westerly margin of Printers Alley; thence with said Alley northwardly 27 feet 4 inches, more or less, to the southeast corner of said Susan R. Warner property; thence with the southerly line of the same westwardly 171 feet 4 1/2 inches, more or less, to the beginning.

Being the same property conveyed to Utopia Place II, LLC, of record as Instrument No. 20040726-0089050, dated July 21, 2004, said Register's Office.

Tract 2:

Being part of Lot No. 53 on the Plat of the Original Town of Nashville, not of record, described as follows:

Beginning on the easterly margin of Fourth Avenue North, formerly Cherry Street, at the southwest corner of the property conveyed to James T. Washer, et al., by deed from First American National Bank of Nashville, Trustee, of record in Book 2926, page 122, Register's Office for said County, said point being 127 feet 4 inches, more or less, south of the southerly margin of Bank Alley; thence with the southerly line of said Washer property eastwardly 163 feet 9 inches, more or less, to the westerly margin of Printers Alley; thence with said alley southwardly 25 feet, more or less, to the northeast corner of the property conveyed to Cumberland Securities Corporation, be deed from C.B. Warner, Trustee, of record in Book 1110, page 271, said Register's Office; thence with the northerly line of said Securities Corporation property westwardly 163 feet 9 inches, more or less, to the easterly margin of Fourth Avenue North; thence with said Avenue northwardly 25 feet, more or less, to the beginning.

Being the same property conveyed to Utopia Place II, LLC, of record as Instrument No. 20040726-0089050, dated July 21, 2004, said Register's Office.