BILL GARRETT, Davidson County
Trans:T20140055909 DEEDWARRSP
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Fees:38.00 Taxes:7955.00
20140801-0068779

This instrument was prepared by:
Kelly L. Worman
Nelson Mullins Riley & Scarborough, LLP
150 4th Avenue North, Suite 1100
Nashville, Tennessee 37219

SPECIAL WARRANTY DEED

ADDRESS OF NEW OWNER:	SEND TAX BILLS TO:	MAP/PARCEL NOS.:
4PANT, LLC		
2000 Mallory Lane, Ste. 130-144	[SAME]	93-6-1-57
Franklin, Tennessee 37067		93-6-1-58

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, 1978 LLC, a Delaware limited liability company, as to an undivided twenty five percent (25%) interest as tenant in common, West MB LLC, a Delaware limited liability company, as to an undivided twenty five percent (25%) interest as tenant in common, Grand Ave, LLC, a Tennessee limited liability company, as to an undivided twenty five percent (25%) interest as tenant in common, and Utopia Owner LLC, a Delaware limited liability company, as to an undivided twenty five percent (25%) interest as tenant in common (collectively, "Grantors"), have bargained and sold, and by these presents do hereby transfer and convey unto 4PANT, LLC, a Delaware limited liability company ("Grantee"), its successors and assigns, all of Grantors' right, title and interest in and to certain real property lying and being situated in Davidson County, Tennessee (the "Property") more particularly described on **Exhibit A.**

The Property is improved real property located at 208 & 210 4th Ave. N., Nashville, Tennessee.

TO HAVE AND TO HOLD the Property, together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining, to the said Grantee, its successors and assigns, forever.

Grantors do hereby covenant with Grantee that they are lawfully seized and possessed of the Property in fee simple and that they have good right to sell and convey the same.

Grantors do further covenant and bind themselves, their successors and assigns, to warrant and forever defend the title to the Property against the lawful claims of all persons claiming by, through or under Grantors, but no further or otherwise, subject however to the matters set forth on Exhibit B.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater for this transfer is $2,150,000.00.

Bill Barker
Affiant

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

Traci Sellers
Notary Public

My Commission Expires: 3-6-18

TRACI SELLERS STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

NOTARY PUBLIC
Traci Sellers
My Commission Expires
March 6, 2018
STATE OF TENNESSEE

IN WITNESS WHEREOF, the Grantors have caused this Special Warranty Deed to be executed in multiple counterparts as of the 31st day of July, 2014.

GRANTOR:

1978 LLC, a
Delaware limited liability company

By: _____
Name: David Bilfeld
Title: Sole Member

STATE OF CALIFORNIA)
COUNTY OF Los Angeles)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, David Bilfeld, ~~with whom I am personally acquainted~~ (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Sole Member of 1978 LLC, a Delaware limited liability company, and is authorized to execute this instrument on behalf of such limited liability company.

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

IN WITNESS WHEREOF, the Grantors have caused this Special Warranty Deed to be executed in multiple counterparts as of the 31st day of July, 2014.

GRANTOR:

WEST MB LLC, a
Delaware limited liability company

By: _____
Name: Marvin Bilfeld
Title: Sole Member

STATE OF IL)
COUNTY OF Lake)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Marvin Bilfeld, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Sole member of West MB LLC, a Delaware limited liability company, and is authorized to execute this instrument on behalf of such limited liability company.

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

_____
Notary Public

My Commission Expires:
5-16-15

OFFICIAL SEAL
SARAH YATES
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:05/16/15

IN WITNESS WHEREOF, the Grantors have caused this Special Warranty Deed to be executed in multiple counterparts as of the 31st day of July, 2014.

GRANTOR:

GRAND AVE, LLC, a
Tennessee limited liability company

By: _____
Name: Kelly L. Worman
Title: Authorized Agent

STATE OF Tennessee)
COUNTY OF Davidson)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Kelly L. Worman, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Authorized Agent of Grand Ave, LLC, a Tennessee limited liability company, and is authorized to execute this instrument on behalf of such limited liability company.

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

_____
Notary Public

DEIRDRIU COFFMAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

My Commission Expires:

5-5-15

IN WITNESS WHEREOF, the Grantors have caused this Special Warranty Deed to be executed in multiple counterparts as of the 31st day of July, 2014.

GRANTOR:

UTOPIA OWNER LLC, a
Delaware limited liability company

By: _____
Name: Kelly L. Worman
Title: Authorized Agent

STATE OF Tennessee)
COUNTY OF Davidson)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Kelly L. Worman, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Authorized Agent of Utopia Owner LLC, a Delaware limited liability company, and is authorized to execute this instrument on behalf of such limited liability company.

WITNESS my hand and seal at office this 31st day of July, 2014.

_____
Notary Public

DEIRDRIU COFFMAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

My Commission Expires:

5-5-15

EXHIBIT A

THE PROPERTY

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.

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: (a) 1978 LLC, by deed of record as Instrument No. 20140801-0087777; (b) West MB LLC, by deed of record as Instrument No. 20140801-0068776; (c) Grand Ave, LLC, by deed of record as Instrument No. 20140801-0068775; and (d) Utopia Owner LLC, by deed of record as Instrument No. 20140801-0068774, all as recorded in the Register's Office for Davidson County, Tennessee..

EXHIBIT B

PERMITTED EXCEPTIONS

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

2. Rights of others in and to Party Walls.

3. Rights of tenant in possession as tenants only under unrecorded leases.

4. Authorization for Installing Luminaire or Banner Arm(s) on side of property as of record in Book 9627, page 208, Register's Office for Davidson County, Tennessee.

5. Memorandum of Lease by and between Angelia Nicholson Duncan, Lessor and Eastern Properties of Belleveue, Inc., Lessee, of record as Instrument No. 20040426-0047146, Register's Office for Davidson County, Tennessee.

6. Memorandum of Lease by and between Angelia Nicholson Duncan, Lessor and Eastern Properties of Bellevue, Inc., Lessee, of record as Instrument No. 20040426-0047147, Register's Office for Davidson County, Tennessee.

7. Assignment of Lease of record as Instrument No. 20040511-0053809, Register's Office for Davidson County, Tennessee.