This Instrument Was Prepared By:
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155 North Wacker Drive
Chicago, IL 60606-1720

Davidson County DEEDWARRSP
Recvd: 09/30/14 11:48 6 pgs
Fees:33.00 Taxes:78104.78
20140930-0090011

After Recording Return To:
Sherry Meyerhoff Hanson & Crance LLP
610 Newport Center Drive, Suite 1200
Newport Beach, California 92660
Attn: Kevin L. Sherry, Esq.

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of the 25 day of September, 2014, by and between Harvest Windlands-South Retirement Residence LLC, a Delaware limited liability company, party of the first part, and Sabra Health Care Holdings III, LLC, a Delaware limited liability company, party of the second part.

WITNESSETH: That for and in consideration of Ten Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, the party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the party of the second part, the following described real estate, situated in the City of Nashville, County of Davidson, State of Tennessee and being more particularly described on Exhibit "A" attached hereto and incorporated herein by reference, together with all buildings, structures, fixtures and improvements located thereon.

The property is improved with an address of: 3800 Sam Boney Drive, Nashville.

Being the same property conveyed to Harvest Windlands-South Retirement Residence LLC by Quitclaim Deed dated February 28, 2007 from Congregate Care Asset V Limited Partnership of record in Instrument 20070326-0036005, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforedescribed real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the party of the second part, its successors and assigns in fee simple forever.

The party of the first part does hereby covenant with the party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, except for those exceptions, reservations and other matters described on Exhibit "B" attached hereto and incorporated herein by reference; and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons claiming by, through, or under it, but not further or otherwise.

The word "party" as used herein shall mean "parties" if it refers to more than one person or entity, and pronouns shall be construed according to their proper gender and number according to the context hereof.

IN WITNESS WHEREOF, the party of the first part has caused this instrument to be executed by and through its duly authorized officers as of the day and year first above written.

Harvest Windlands-South Retirement Residence LLC, a Delaware limited liability company

By: Christopher J. Bouchard
Name: Christopher J. Bouchard
Its: Secretary

STATE OF Oregon)
) ss
COUNTY OF Clackamas)

On September 23, 2014 before me, Leah Renae Kuor, personally appeared Christopher J. Bouchard, who is personally known to me ~~(or has produced _____ as identification)~~ to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

OFFICIAL STAMP
LEAH RENAE KUOR
NOTARY PUBLIC-OREGON
COMMISSION NO. 927842
MY COMMISSION EXPIRES MAY 05, 2018

Signature Leah Renae Kuor
Leah Renae Kuor, Notary Public for Oregon
My Commission expires: May 5, 2018

STATE OF Oregon
COUNTY OF Clackamas

I hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $21,109,401, which amount is equal to or greater than the amount which the property would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this the 23rd day of Sept, 2014.

Notary Public for Oregon

My commission expires: 5/5/2018

(SPACE BELOW THIS LINE FOR STATISTICAL AND RECORDING DATA ONLY)

TAX PARCEL NO.: 133-117.00

NAME AND ADDRESS OF A PROPERTY OWNER:

Sabra Health Care Holdings III, LLC
c/o Sabra Health Care REIT, Inc.
18500 Von Karman Avenue, Suite 550
Irvine, California 92612
Attn: Richard K. Matros

NAME AND ADDRESS OF THE PERSON OR ENTITY
RESPONSIBLE FOR THE PAYMENT OF THE REAL PROPERTY TAXES

Sabra Health Care REIT, Inc.
18500 Von Karman Avenue, Suite 550
Irvine, California 92612
Attn: Richard K. Matros

Exhibit A

Legal Description

Land in Davidson County, Tennessee, being Lot No. 1, on the plan of Windland Towers Subdivision, as shown on plat of record in Book 6250, Page, 353, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete description.

Together with a 40 foot wide Access Easement recorded in Book 5190, Page 300, in the Register's Office for Davidson County, Tennessee.

Also together with a 20 foot wide Utility Easement recorded in Book 4885, Page 116, in the Register's Office for Davidson County, Tennessee.

STATE OF TENNESSEE
COUNTY OF RUTHERFORD

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $ 21,109,401.00.

Affiant

Sworn to and subscribed before me, on this the 30th day of September 2014.

Notary Public

My Commission Expires: 11-23-2015

SANDRA S. JACKSON
STATE OF TENNESSEE NOTARY PUBLIC
RUTHERFORD COUNTY

True Copy Certification

I, Sandra S. Jackson, do hereby make oath that I am the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Sandra S. Jackson

State of TENNESSEE
County of RUTHERFORD

Personally appeared before me, Julie Read, a notary public for this county and state, Sandra S. Jackson who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Julie Read, Notary

My Commission Expires: 2-20-17

