BILL GARRETT, Davidson County
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Fees:23.00 Taxes:31080.00
20141110-0103791

SPECIAL WARRANTY DEED

FROM: Mayesco Partnership,
a Tennessee general partnership

This instrument was prepared by:
C. Mark Carver, Esq.
Sherrard & Roe, PLC
150 3rd Avenue South, Suite 1100
Nashville, TN 37201

TO: Harry O's Steakhouse, LLC

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Harry O's Steakhouse, LLC 5633 Charlotte Pike, Suite 201 Nashville, TN 37209-3280	Same	093-06-4-041.00 093-06-4-042.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $8,400,000.00.

Affiant

Sworn to and subscribed before me, this 10th day of November, 2014.

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

Notary Public

My Commission Expires: 3-6-18

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged, **Mayesco Partnership, a Tennessee general partnership** (the "Seller") by these presents does transfer, sell and convey unto **Harry O's Steakhouse, LLC, a Tennessee limited liability company** (the "Buyer"), and Buyer's successors and assigns, all of Seller's interest in a certain tract of land in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon.

The above-referenced property is conveyed subject to all matters set forth on Exhibit B attached hereto and incorporated herein by reference.

This improved property located at 217 and 221 Broadway, Nashville, Davidson County, Tennessee 37201.

Seller further covenants and binds Seller, its representatives, successors and assigns to warrant and forever defend the title to said real estate to Buyer, and Buyer's successors and assigns, against the lawful claims of all persons claiming by, through or under Seller, but not otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Seller has caused this Special Warranty Deed to be executed effective as of the 5th day of November, 2014.

"SELLER" **Mayesco Partnership,**
a Tennessee general partnership

By: _____
William H. Eskind, General Partner

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Traci Sellers, a Notary Public in and for the County and State aforesaid, personally appeared William H. Eskind of Mayesco Partnership, a Tennessee general partnership (the "Partnership"), 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 authorized General Partner of the Partnership, the within named bargainor, and that he as such General Partner of the Partnership, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the Partnership by himself as General Partner.

Witness my hand and seal at office in Nashville, Tennessee, this 5TH day of November, 2014.

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

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

Traci Sellers
Notary Public

EXHIBIT A

PROPERTY DESCRIPTION

The land referred to in this Commitment is situated in the County of Davidson, State of Tennessee, and described as follows:

TRACT I

A certain parcel of real estate located in the 1st Civil District of Davidson County, State of Tennessee, within the corporate limits of the City of Nashville, and which is more particularly described as follows:

Being Lot Number One (1) in the partition of Isaac Allen Property, being a part of Lot Number One (1) in the First Academy Plan, a plan of which partition duly appears of record in Book 38, Page 717, Register's Office for Davidson County, Tennessee.

Said Lot Number One herein conveyed fronts 29 feet and 6 inches on the southerly side of Broad Street, and runs back between parallel lines, with the easterly margin of Third Avenue, South, formerly College Street, 120 feet to the northerly line of Lot Number Five in said plan.

TRACT II

Land in Davidson County, Tennessee, being located within the corporate limits of the City of Nashville, and being Lot No. Two (2) on the plan of Isaac Allen Property on the South side of Broad Street in the City of Nashville, of record in Book 38, Page 717, Register's Office for said County, described as follows:

Beginning on the South side of Broad Street 29.6 feet easterly from the easterly margin of Third Avenue South, formerly College Street, thence with the southerly margin of Broad Street eastwardly 26.4 feet, more or less to the northwest corner of a lot conveyed by Sarah A. Mitchell and others to Henry Sperry, by deed in Book 61, Page 102, said Register's Office; thence with the westerly line of said Sperry lot and with the center of the Wall between the house on this lot and the house on the Sperry lot southwardly 120 feet to the north line of Lot No. 5 on said plan; thence with said line westwardly 26.4 feet, more or less, to the corner between Lots 1 and 2; thence with the line between said two lots northwardly 120 feet to the beginning.

Being part of the same property conveyed to MAYESCO, LLC, by quitclaim deed from HARRIS A. GILBERT, TRUSTEE, WITH FULL POWER TO CONVEY, SELL, TRANSFER, LEASE, OR MORTGAGE, WITHOUT THE JOINDER OF ANY BENEFICIARY of record in Book 11280, Page 761, dated January 4, 1999, Register's Office for Davidson County. The said MAYESCO, LLC has since merged into MAYESCO PARTNERSHIP, A TENNESSEE GENERAL PARTNERSHIP, as evidenced by Certificate of Merger of record in Instrument No. 199912290308703, said Register's Office.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Taxes for the year of 2014, a lien, due and payable.

2. Capitol Mall Redevelopment Plan Restrictive Covenants of record in Book 7423, Page 374, Book 7631, Page 606, Book 8027, Page 865, Book 8421, Page 587, Book 9208, Page 613, Book 10512, Page 464, Instrument No. 20020626-0076795, Instrument No. 20050124-0008719, Instrument No. 20130903-0092714, and in Instrument No. 20130903-0092715, said Register's Office.