THIS INSTRUMENT PREPARED BY:
MNG Real Estate Investments, LLC
9171 Towne Centre Drive, Suite 335
San Diego, CA 92122

Davidson County DEEDWARRSP
Recvd: 12/11/14 13:54 6 pgs
Fees:33.00 Taxes:4070.00
20141211-0113599

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Winter Properties Partnership, LLP 3640 Colonial Court Dr. Roanoke, VA 24018 (Address)	same	09605009700

STATE OF FL)
COUNTY OF Indian River

The actual consideration or value, whichever is greater, for this transfer is $1,100,000.

Elizabeth W. Cole Bonnie S. Wm

Affiant

SUBSCRIBED AND SWORN to before me this 28th day of Nov, 2014.

DARCIE L ALCOTT
MY COMMISSION # EE 104428
EXPIRES: June 16, 2015
Bonded Thru Budget Notary Services

Darcie L Alcott
Notary Public
My Commission Expires: 6/16/15

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, VICTORIA LAND PARTNERS, L.P., a California limited partnership, hereinafter "Grantor," has this day bargained and sold and do hereby transfer and convey to WINTER PROPERTIES PARTNERSHIP, LLP, a Virginia limited liability partnership, its successors and assigns, hereinafter "Grantee," that certain tract or parcel of real property located in Davidson County, Tennessee, more particularly described on Exhibit "A" attached hereto and incorporated herein by reference ("the Property").

This conveyance and all covenants and warranties contained herein are made expressly subject to the permitted encumbrances listed on Exhibit "A" attached hereto and incorporated herein by reference.

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TO HAVE AND TO HOLD said Property, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns forever. Grantor covenants that except as may be provided on Exhibit "A" hereto the Property is free from all encumbrances made or suffered by Grantor and Grantor has not made, done, executed, allowed or suffered any act, instrument or thing whatsoever whereby said Property, or any part thereof, now or at any time hereafter shall be charged or encumbered in any manner whatsoever.

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said Property to said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but none other.

Said Property is known as 129 Donelson Pike, Nashville, Tennessee.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed by its duly authorized representative as of this 24 day of Nov, 2014.

Victoria Land Partners, L.P.
a California limited partnership

By: MNG Real Estate Investments, LLC
a California limited liability company
Its: General Partner

By: _____
Genevieve Hedrick
Its: Manager

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

On November 25, 2014, before me, Shirley Monroy, Notary Public, personally appeared Genevieve Hedrick, who proved to me on the basis of satisfactory evidence to be the person(~~s~~) whose name(~~s~~) is/a~~re~~ subscribed to the within instrument and acknowledged to me that ~~he~~/she/th~~ey~~ executed the same in ~~his~~/her/th~~eir~~ authorized capacity(~~ies~~), and that by ~~his~~/her/th~~eir~~ signature(~~s~~) on the instrument, the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

I certify under penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

SHIRLEY MONROY
Commission # 2039878
Notary Public - California
San Diego County
My Comm. Expires Sep 26, 2017

Notary Public in and for
said County and State

EXHIBIT "A"

Legal Description

LAND IN DAVIDSON COUNTY, TENNESSEE, DESCRIBED AS FOLLOWS:

BEING a tract of parcel of land in the Third Civil District of Davidson County, Tennessee, described according to a survey by John Kohl & Company, P.C., dated November 30, 1987, as follows:

Beginning at a point in the centerline of Donelson Pike at the southwest corner of a tract of land conveyed to Addie Juanita Maynard in Book 5378, page 379, Register's Office for said county; thence along Maynard's south line S 84 deg. 27' 12" E, 147.59 feet to an iron pin; thence S 5 deg. 00' 00" W, 83.8 feet to an iron pin; thence N 84 deg. 27' 15" W, 148.68 feet to an iron pin; thence N 5 deg. 45' 04" E, 83.80 feet to the point of beginning, containing 0.285 acres, more or less.

BEING the same property conveyed to Victoria Land Partners, L.P., a California Limited Partnership, by Deed from FFH Properties, a Tennessee General Partnership, of record in Instrument No. 201404010027053, Register's Office for Davidson County, Tennessee.

LESS AND EXCEPT the property conveyed unto the Metropolitan Government of Nashville & Davidson County, Tennessee, of record in Book 4160, page 757, Register's Office for Davidson County, Tennessee; and

LESS AND EXCEPT the property conveyed unto the State of Tennessee, by Deed of record in Instrument No. 20010913-0099790, Register's Office for Davidson County, Tennessee.

Tax Parcel Number(s): 096-05-0-0097-00

PERMITED EXCEPTIONS

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

TRACT 1:
Right of Way for Water Main of record in Book 778, page 698, Register's Office for Davidson County, Tennessee.

Easements and Rights as set forth in Warranty Deed of record in Book 4160, page 757, Register's Office for Davidson County, Tennessee.

Agreement for Dedication of Easement for Sanitary Sewers, Storm Drainage, Water Mains and Appurtenances of record in Book 6186, page 256, Register's Office for Davidson County, Tennessee.

Easements and Rights as set forth in Warranty Deed of record in Instrument No. 200109130099790, Register's Office for Davidson County, Tennessee.

Terms and provisions of that certain Lease by and between FFH Properties and Quaker State Minit-Lube, Inc. as evidenced by Memorandum of Lease Agreement of record in Book 7716, page 648, as amended by Amended and Restated Memorandum of Lease of record in Book 11693 page 572, Register's Office for Davidson County, Tennessee.

Charter Right of Way of the Railroad.

Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by a survey prepared by Matthew Dhority, TN RLS #2727, DBS & Associates Engineering, dated November 19, 2014:
· Wall crosses onto the southwestern side of Tract 1 for an area of 52.3 feet by 0.7 feet
· Curbs cross the western boundary line of Tract 1 into Donelson Pike right-of-wayFence, ownership unknown, crosses in and out of the southern boundary line of Tract 1
· Fence along the eastern boundary of Tract 1, ownership unknown, crosses the eastern boundary line onto adjoining property.
· Flumes on the eastern side of Tract 1 extend westerly out of beneficial easement

That portion of the land embraced within the bounds of any public road or thoroughfare.

Rights of tenants under any unrecorded leases.

True Copy Certification

I, William L. Rosenberg, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration therewith and that this is a true and correct copy of the original documents executed and authenticated according to law.

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Jodean M. King, a notary public for this county and state, William L. Rosenberg who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires: 6/20/2017

Notary Seal:

