BILL GARRETT, Davidson County
Trans:T20140093231 DEEDWARRSP
Recvd: 12/12/14 15:14 6 pgs
Fees:33.00 Taxes:2775.00
20141212-0114092

THIS INSTRUMENT PREPARED BY:
Hugh W. Entrekin
TUNE, ENTREKIN & WHITE, P.C.
Suite 1700
315 Deaderick Street
Nashville, Tennessee 37238
(615) 244-2770

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $750,000.00

Pamela B. Hamilton
AFFIANT

Subscribed and sworn to before me, this 12 day of December, 2014.

NICOLE CHAMPION STATE OF TENNESSEE NOTARY PUBLIC WILLIAMSON COUNTY

Nicole Champion
NOTARY PUBLIC

My Commission Expires: 8-28-16

Address New Owners as Follows:	**Send Tax Bills To:**	**Map-Parcel Number:**
Topvalco, Inc. c/o Kroger Limited Partnership I 2620 Elm Hill Pike Nashville, TN 37214	Same	p/o 01914001800

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of One Dollar ($1.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **Harry Edward Phillips, Trustee, with full power to convey without the necessity of the joiner of any beneficiary**, by these presents do hereby bargain, sell, transfer and convey unto **Topvalco, Inc.**, an Ohio corporation, (hereinafter called Grantee), Grantee's heirs, representative and assigns, all his right, title and interest in certain real property lying and being situated in the County of Davidson, State of Tennessee, being more particularly described as follows:

See Exhibit A attached hereto

Being a portion of the same property conveyed to Harry Edward Phillips, Trustee, with full power to convey without the necessity of the joiner of any beneficiary by deed from Harry Edward Phillips, individually, and Harry Edward Phillips and Randall Lee Phillips, acting as Co-Trustees of the Randall Phillips Family Trust and as Co-Trustees of the Randall Phillips Marital Trust, established pursuant the Last Will and Testament of Edward Randall Phillips recorded in Will Book 69, Page

675, in the Chancery Probate Court for Sumner County, Tennessee, a certified copy of which will is also recorded as Instrument # 20080820-0085693, in the Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD said tract or parcel of land with the appurtenances, estate, title and interest thereto belonging to the said **Topvalco, Inc.**, its successors and assigns, forever.

AND **Harry Edward Phillips, Trustee** does hereby covenant with the said **Topvalco, Inc.** that he is lawfully seized and possessed of said land in fee simple, has a good right to convey it and that the same is unencumbered, except for matters shown on Exhibit B attached hereto to which this conveyance is made subject.

AND **Harry Edward Phillips, Trustee** does further covenant and bind himself, his heirs, representatives and assigns to warrant and forever defend the title to said land to the said **Topvalco, Inc.**, its successors and assigns against the lawful claims of all persons claiming by through or under Grantor but not further or otherwise.

IN WITNESS WHEREOF, this Special Warranty Deed has been executed on this the 11 day of December, 2014

Harry Edward Phillips

Harry Edward Phillips, Trustee

STATE OF FLORIDA)
COUNTY OF Sarasota)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named **Harry Edward Phillips, Trustee**, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Sarasota, Florida.

Mark G Hartman

NOTARY PUBLIC

My commission expires: 7/7/14

MARK G. HARTMAN
MY COMMISSION #FF139233
EXPIRES July 7, 2018
(407) 398-0153 FloridaNotaryService.com

EXHIBIT A
LEGAL DESCRIPTION

Area I

Being a tract of land lying in Goodlettsville, Davidson County, Tennessee, also being part of Lot 1B of the Resubdivision of Lot One, Northcreek Commons, as of record in Plat Book 9700, Page 1, at the Register's Office for Davidson County, Tennessee, and being more particularly described as follows;

COMMENCING at a point in the easterly right-of-way line of Northcreek Boulevard, 90 feet in width, at a corner common with Lot 1A of the Amendment of Lot 1A, Northcreek Commons, as of record in Instrument Number: 20110621-0047591, at the Register's Office for Davidson County, Tennessee;

Thence leaving the easterly right-of-way line of Northcreek Boulevard, with the southerly property line of said Lot 1A, North 82 deg 41 min 00 sec East, 83.80 feet to an existing iron rod;

Thence with a curve to the right, along an arc length of 46.39 feet, the central angle of which is 47 deg 27 min 30 sec, the radius of which is 56.00 feet, the chord of which is South 73 deg 17 min 54 sec East,45.07 feet to a point;
Thence South 49 deg 45 min 17 sec East, 44.52 feet to an existing iron rod; Thence North 40 deg 14 min 43 sec East, 32.19 feet to a point;
Thence North 49 deg 51 min 26 sec West, 5.39 feet to a point;
Thence with a curve to the right, along an arc length of 106.39 feet, the central angle of which is 85 deg 51 min 23 sec, the radius of which is 71.00 feet, the chord of which is North 06 deg 53 min 30 sec West,96.71 feet to an existing iron rod;

Thence North 36 deg 03 min 42 sec East, 17.79 feet to an existing iron rod; Thence North 79 deg 55 min 11 sec East, 203.82 feet to a point;
Thence North 79 deg 55 min 11 sec East, 71.97 feet to an existing iron rod;

Thence North 10 deg 00 min 22 sec West, 71.48 feet to the POINT OF BEGINNING;

Thence with the southerly property line of said Lot 1A, North 10 deg 00 min 22 sec West, 10.75 feet to an existing iron rod;
Thence North 54 deg 18 min 02 sec West, 75.98 feet to an existing iron rod; Thence North 35 deg 08 min 22 sec East, 162.08 feet to an existing pk nail; Thence North 51 deg 30 min 32 sec East, 117.59 feet to a point;
Thence with a line through said Lot 1B for the following two calls;
1) South 54 deg 50 min 40 sec East, 50.54 feet to a point;
2) South 35 deg 09 min 20 sec West, 283.21 feet to the point of beginning and containing 21,185 square feet or 0.49 acres more or less.

Being part of the same property conveyed to Harry Edward Phillips, Trustee, as of record in Instrument Number: 20080909-0092353, at the Register's Office for Davidson County, Tennessee.

Area III

Being a tract of land lying in Goodlettsville, Davidson County, Tennessee, being part of Lot 1B of the Resubdivision of Lot One, Northcreek Commons, as of record in Plat Book 9700, Page 1, at the Register's Office for Davidson County, Tennessee, and being more particularly described as follows;

COMMENCING at a point in the easterly right-of-way line of Northcreek Boulevard, 90 feet in width, at a corner common with Lot 1A of the Amendment of Lot 1A, Northcreek Commons, as of record in Instrument Number: 20110621-0047591, at the Register's Office for Davidson County, Tennessee;

Thence leaving the easterly right-of-way line of Northcreek Boulevard, with the southerly property line of said Lot 1A, North 82 deg 41 min 00 sec East, 83.80 feet to an existing iron rod;

Thence with a curve to the right, along an arc length of 46.39 feet, the central angle of which is 47 deg 27 min 30 sec, the radius of which is 56.00 feet, the chord of which is South 73 deg 17 min 54 sec East, 45.07 feet to a point;

Thence South 49 deg 45 min 17 sec East, 44.52 feet to an existing iron rod and the POINT OF BEGINNING;

Thence continuing with the southerly property line of said Lot 1A, North 40 deg 14 min 43 sec East, 32.19 feet to a point;

Thence North 49 deg 51 min 26 sec West, 5.39 feet to a point;

Thence with a curve to the right, along an arc length of 106.39 feet, the central angle of which is 85 deg 51 min 23 sec, the radius of which is 71.00 feet, the chord of which is North 06 deg 53 min 30 sec West, 96.71 feet to an existing iron rod;

Thence North 36 deg 03 min 42 sec East, 17.79 feet to an existing iron rod;

Thence North 79 deg 55 min 11 sec East, 203.82 feet to a point;

Thence with a line through the property of said Lot 1B for the following three calls;

1) South 35 deg 09 min 20 sec West, 273.23 feet to a point;

2) North 50 deg 04 min 51 sec West, 7.64 feet to a point;

3) North 50 deg 04 min 51 sec West, 69.15 feet to the point of beginning and containing 24,893 square feet or 0.57 acres more or less.

Being part of the same property conveyed to Harry Edward Phillips, Trustee, as of record in Instrument Number: 20080909-0092353, at the Register's Office for Davidson County, Tennessee.

Area IV

Being a tract of land lying in Goodlettsville, Davidson County, Tennessee, being part of Lot 1B of the Resubdivision of Lot One, Northcreek Commons, as of record in Plat Book 9700, Page 1, at the Register's Office for Davidson County, Tennessee, and being more particularly described as follows;

Beginning at a point in the easterly right-of-way line of Northcreek Boulevard, 90 feet in width, at a corner common with Lot 1A of the Amendment of Lot 1A, Northcreek Commons, as of record in Instrument Number: 20110621-0047591, at the Register's Office for Davidson County, Tennessee;

Thence leaving the easterly right-of-way line of Northcreek Boulevard, with the southerly property line of said Lot 1A, North 82 deg 41 min 00 sec East, 83.80 feet to an existing iron rod;

Thence with a curve to the right, along an arc length of 46.39 feet, the central angle of which is 47 deg 27 min 30 sec, the radius of which is 56.00 feet, the chord of which is South 73 deg 17 min 54 sec East, 45.07 feet to a point;

Thence South 49 deg 45 min 17 sec East, 44.52 feet to an existing iron rod;

Thence with a line through the property of said Lot 1B for the following four calls;
1) South 50 deg 04 min 51 sec East, 69.15 feet to a point;
2) South 50 deg 04 min 51 sec East, 7.64 feet to a point;
3) South 01 deg 12 min 31 sec East, 158.03 feet to a point;
4) South 88 deg 43 min 51 sec West, 210.56 feet to a point in the easterly right-of-way line of Northcreek Boulevard;
Thence with the easterly right-of-way line of Northcreek Boulevard, North 01 deg 14 min 30 sec West, 205.31 feet to an point;
Thence with a curve to the left, along an arc length of 32.86 feet, the central angle of which is 03 deg 21 min 10 sec, the radius of which is 561.52 feet, the chord of which is North 02 deg 55 min 19 sec West, 32.85 feet to the point of beginning and containing 47,114 square feet or 1.08 acres more or less.
Being part of the same property conveyed to Harry Edward Phillips, Trustee, as of record in Instrument Number: 20080909-0092353, at the Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED ENCUMBRANCES

1. Subject to all matters shown on the Plan of record as Instrument Number 20110621-0047591, Register's Office for Davidson County, Tennessee.
2. Terms, provisions, covenants, conditions, restrictions, easements, charges, assessments and liens provided in the Declaration of Covenants and Owners Association for Northcreek Commons of record in Book 7118, Page 938, as amended in Book 7245, Page 958; Book 8195, Page 337; Book 9780, Page 183; Instrument No. 20050106-0002035; and Instrument No. 20050113-0004886, in the Register's Office for Davidson County, Tennessee.
3. Public easement for the flow of Manskers Creek and related riparian rights.
4. Terms and Conditions of a Reciprocal Access and Cross Parking Easement, of record in Book 7245, Page 968, as amended in Book 9901, page 794, and in Instrument # 20141212-0114094 in the Register's Office for Davidson County, Tennessee.
5. Inspection and Maintenance Agreement of Private Stormwater Management Facility, of record as Instrument Number 20140528-0045887, in the Register's Office for Davidson County, Tennessee.