SPECIAL WARRANTY DEED

FROM: Hillsboro Realty Company

TO: FC Nashville, LLC

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

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
FC Nashville, LLC Four Embarcadero Center, Suite 710 San Francisco, California 94111 Attention: Milton Patipa	Same	Map 93-10, Parcel 117 Map 93-10, Parcel 119

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $4,500,000.00.

Affiant

Sworn to and subscribed before me, this 23 day of December, 2014.

Notary Public

My Commission Expires:

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

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

BILL GARRETT, Davidson County
Trans:T20140097398 DEEDWARRSP
Recvd: 12/31/14 08:52 6 pgs
Fees:33.00 Taxes:16650.00
20141231-0119055

18674515v.3

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, **Hillsboro Realty Company, a Tennessee corporation** (the "Seller") by these presents does transfer, sell and convey unto **FC Nashville, LLC, a Delaware limited liability company** (the "Buyer"), and Buyer's successors and assigns, all of Seller's interest in certain tracts 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 713 McGavock Street and 118-126 Eighth Avenue South, Nashville, 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.

[Remainder of page intentionally left blank.
Signature on following page.]

IN WITNESS WHEREOF, Seller has caused this Special Warranty Deed to be executed effective as of the 23 day of December, 2014.

SELLER: Hillsboro Realty Company,
a Tennessee corporation

By: Gayle Elam, President
Gayle Elam Smith, President

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Gayle Elam Smith, a Notary Public in and for the County and State aforesaid, personally appeared Gayle Elam Smith of Hillsboro Realty Company, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the President of Hillsboro Realty Company, a Tennessee corporation, the within named bargainor, and that she as such President of the corporation, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by herself as President.

Witness my hand and seal at office in Nashville, Tennessee, this 23 day of December, 2014.

Traci Sellers
Notary Public

My Commission Expires: _____

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

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

EXHIBIT A

PROPERTY DESCRIPTION

Map 93-10, Parcel 117

Tract I

Being part of Lot No. 20 on the Plan of the Southfield lots, of record in Book "n", Page 459, Register's Office for Davidson County, and described as follows:

Beginning at a point on the easterly margin of 8th Avenue, South, as widened, 65 feet south of the southeast corner of said Avenue and McGavock Street; thence southerly along the easterly margin of 8th Avenue, South, 50 feet to a point; thence at right angles easterly 160 feet more or less to an alley; thence with the westerly margin of said alley, northerly 50 feet to a point; thence westerly 160 feet, more or less, to the point of beginning.

Tract II

Part of Lot No. 20 on the Southfield Plan of Lots in Nashville, Tennessee, and more fully described as follows:

Beginning at a point in the present easterly margin of 8th Avenue, South as widened and established by Ordinance No. 744 of the City Council of the City of Nashville in the south margin of McGavock Street; thence with the southerly margin of McGavock Street easterly 114 feet, more or less, to the northwest corner of the property conveyed to Eugene Cato and wife, by deed of record in Book 855, page 351, Register's Office for Davidson County, Tennessee, said point being 40 feet west of the westerly margin of an alley; thence southerly parallel to the westerly margin of said alley, 65 fee to Cato's southeast corner; thence westerly 114 feet, more or less, to the present easterly margin of 8th Avenue, South as widened and established; thence with the margin of the same, northerly 65 feet to the point of beginning.

Being the same property conveyed to Hillsboro Realty Company by deed from Whiteway Laundry Company of record at Book 1538, page 602, Register's Office for Davidson County, Tennessee.

Tract III

Being the southerly 50 feet of Lot No. 20 and the Northerly 4 feet of Lot No. 28 on the Plan of Southfield in Nashville, Tennessee, as of record in Book "N", Page 459, Register's Office for Davidson County, Tennessee, and more fully described as follows:

Beginning at a point on the Easterly margin of Eighth Avenue South, formerly Spruce Street, as widened, 115 feet South of the Southeast corner of said Eighth Avenue South and McGavock Street, the Northwest corner of said Lot No. 20; Then Southwardly along the Easterly margin of

Eighth Avenue South, as widened, 54 feet to the Northwest corner of a 55 foot lot conveyed by Mrs. Elizabeth R. Eakin to the Centennial Club, by deed of record in Book 436, Page 493, said Register's Office; Thence at right angles Eastwardly and along the Northerly margin of said Club Lot, 156.4 feet, more or less, to the westerly margin of an alley; Thence Northwardly along said westerly margin of said Alley 54 feet; Thence at Right angles Westwardly and parallel with McGavock Street, 156.4 feet to the point of beginning.

Being the same property conveyed to Hillsboro Realty Company in Book 1339, Page 327, Register's Office for Davidson County, Tennessee.

Map 93-1, Parcel 119

Tract IV

Being part of Lot No. 20 on the Southfield Plan of lots in Nashville, Tennessee, and more fully described as follows:

Beginning at a point in the southerly margin of McGavock Street, at the intersection of the westerly margin of the first alley east of Eighth Avenue, South, said point begin 149 feet and 4 inches, more or less, from the easterly margin of Eighth Avenue, South, as widened; running thence westwardly with the southerly margin of said McGavock Street to point; thence southwardly parallel with the easterly margin of Eighth Avenue South 65 feet to a point; thence eastwardly parallel with the southerly margin of McGavock Street 40 feet to the westerly margin of said alley; thence northwardly along the westerly margin of said alley 65 feet to the point of beginning.

Being the same property conveyed to Hillsboro Realty Company by deed from G.A.P. Realty #2, LLC of record at Instrument Number 20020117-0007408, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Real property taxes for 2015 and subsequent years, a lien not yet due and payable.

2. Rights of the following tenant, as tenant only, without option to purchase or right of first refusal: Jennings Tire Company, Inc.