THIS INSTRUMENT PREPARED BY: Nelson Mullins Riley & Scarborough LLP Attn: Eric Wilensky, Esq. 201 17th Street NW Suite 1700 Atlanta, Georgia 30363 **Record & Return To:** Waller Law 511 Union Street Suite 2700 Nashville, TN 37219 LINDA J. BOGGESS STATE OF TENNESSEE NOTARY PUBLIC COUNTY OF DAVIDSON MY COMMISSION EXPIRES: JULY 2, 2018	STATE OF TENNESSEE, COUNTY OF DAVIDSON: The actual consideration for this transfer is $0 Affiant Subscribed and sworn to before me this 14th day of January, 2015. Notary Public My Commission expires: 7-8-2018

QUITCLAIM DEED

Address of New Owner:
2300 Berry Hill General Partnership
1251 Avenue of the Americas,
Floor 35
New York, NY 10020-1104

Send Tax Bills To:
New Owner

Tax Information:
Map and Parcel No.:
Tax Map: 105-14-0-272.00

FOR GOOD AND VALUABLE CONSIDERATION RECEIVED, **SH 23HUNDRED TIC, LLC,** a Tennessee limited liability company, **BGF 23HUNDRED, LLC**, a Delaware limited liability company, and **23HUNDRED, LLC**, a Delaware limited liability company, as tenants-in-common (collectively, "Grantor"), by these presents does quitclaim and convey unto **2300 BERRY HILL GENERAL PARTNERSHIP**, a Tennessee general partnership ("Grantee"), all of its rights, title and interest in and to that certain tract or parcel of land in Davidson County, Tennessee, which is more particularly described on Exhibit A attached hereto and incorporated herein by reference (the "Property").

Said Property is conveyed subject to such restrictions, encumbrances, and limitations as may affect the Property.

The undersigned parties make no warranties as to the state of the title to the Property but acquit any claim that they have to said Property and for that purpose thereof makes this conveyance to Grantee.

BILL GARRETT, Davidson County
Trans:T20150003532 DEEDQC
Recvd: 01/14/15 15:16 5 pgs
Fees:27.00 Taxes:0.00
20150114-0004084

IN WITNESS WHEREOF, we have executed this Quitclaim Deed on this 14th day of January, 2015.

GRANTOR:

SH 23HUNDRED TIC, LLC, a Tennessee limited liability company

By: Stonehenge 23Hundred JV Member, LLC, a Tennessee limited liability company, its sole member

By: Stonehenge 23Hundred Manager, LLC, a Tennessee limited liability company, its Manager

By: Stonehenge Real Estate Group, LLC, a Georgia limited liability company, its Manager

By: _____
Todd Jackovich, its Manager

STATE OF Tennessee)
COUNTY OF Davidson)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Todd Jackovich, 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, and who further acknowledged that he is the Manager of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and seal, at office in Nashville, Tennessee, this the 12th day of January, 2015.

_____
NOTARY PUBLIC

My Commission Expires: 5-5-15

BEVERLY COFFMAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

[SIGNATURES CONTINUED ON NEXT PAGE]

GRANTOR:

BGF 23HUNDRED, LLC, a Delaware limited liability company

By: Bluerock Growth Fund, LLC, a Delaware limited liability company, its sole member

By: BR Fund Manager, LLC, a Delaware limited liability company, its manager

By: _____
Jordan Ruddy, Authorized Signatory

STATE OF New York
COUNTY OF New York

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Jordan Ruddy, 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, and who further acknowledged that Jordan Ruddy is the authorized signatory of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and seal, at office in New York, New York, this the 12th day of January, 2015.

_____
NOTARY PUBLIC

My Commission Expires: 1/28/2017

DALE POZNI
NOTARY PUBLIC
STATE OF NEW YORK

[SIGNATURES CONTINUED ON NEXT PAGE]

GRANTOR:

23HUNDRED, LLC, a Delaware limited liability company

By: BR Stonehenge 23Hundred JV, LLC, a Delaware limited liability company, its sole member

By: _____
Jordan Ruddy, Authorized Signatory

STATE OF New York)
COUNTY OF New York)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Jordan Ruddy, 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, and who further acknowledged that Jordan Ruddy is the authorized signatory of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and seal, at office in New York, New York, this the 12th day of January, 2015.

Dale Pozzi
NOTARY PUBLIC

My Commission Expires: 1/28/2017

DALE POZZI NOTARY PUBLIC STATE OF NEW YORK

Exhibit A

Survey Legal Description

Being a tract of land lying in Berry Hill, Davidson County, Tennessee and being more particularly described as follows:

Beginning at a pk nail set at the intersection of the northerly right-of-way line of Melpark Drive, width varies, and with the easterly right-of-way line of Franklin Pike, 70 feet in width;

Thence leaving the northerly right-of-way line of Melpark Drive, with the easterly right-of-way line of Franklin Pike, with a curve to the right, along an arc length of 39.30 feet, the central angle of which is 90 deg. 04 min. 24 sec. the radius of which is 25.00 feet, the chord is which is North 59 deg. 46 min. 25 sec. West, 35.38 feet to a pk nail set;

Thance North 14 deg. 44 min. 13 sec. West, 310.68 feet to a pk nail set;

Thence with a curve to the right, along an arc length of 39.08 feet, the central angle of which is 89 deg. 33 min. 13 sec., the radius of which is 25.00 feet, the chord of which is North 30 deg. 02 min. 24 sec. East, 35.22 feet to a pk nail set at the intersection with the southerly right-of-way line of Bradford Avenue, 50 feet in width;

Thence leaving the easterly right-of-way line of Franklin Pike, with the southerly right-of-way line of Bradford Avenue, North 74 deg. 49 min. 00 sec. East, 325.22 feet to an existing iron rod, at a corner common with the property of Melpark Properties Management, L.P., of record in Book 11037, page 674 at the Register's Office for Davidson County, Tennessee;

Thence leaving the southerly right-of-way line of Bradford Avenue, with the westerly property line of Melpark Properties Management, L.P., South 14 deg. 44 min. 18 sec. East, 367.50 feet to an existing iron rod in the northerly right-of-way line of Melpark Drive;

Thence with the northerly right-of-way line of Melpark Drive, South 74 deg. 49 min. 08 sec. West, 150.00 feet to a pk nail set;

Thence South 77 deg. 47 min. 37 sec. West, 135.11 feet to a point in water meters;

Thence South 74 deg. 31 min. 41 sec. West, 40.02 feet to the point of beginning. Containing 127,443 square feet or 2.926 acres more or less. Described according to a survey prepared by Cherry Land Surveying, Inc., dated November 13, 2014, last revised December 18, 2014.

Being the same property conveyed to 23Hundred, LLC, a Delaware limited liability company, as to an undivided 42.2287% interest, SH 23Hundred TIC, LLC, a Tennessee limited liability company, as to an undivided 34.8383% interest,

and BGF 23Hundred, LLC, a Delaware limited liability company, as to an undivided 22.9330% interest 23Hundred, LLC, a Delaware limited liability company, by deeds from 23Hundred, LLC, of record as Instrument Nos. 20141210-0113093, 20141210-0113094 and 20141210-0113095, Register's Office for Davidson County, Tennessee.