Davidson County	DEEDWARR
Recvd: 05/13/15 09:43	6 pgs
Fees:33.00 Taxes:15063.01	
20150513-0043774	

RECORDING REQUESTED BY AND
PREPARED BY:

Barack Ferrazzano Kirschbaum &
Nagelberg LLP
200 West Madison Street, Suite 3900
Chicago, IL 60606
Attention: Thomas H. Page

AND WHEN RECORDED MAIL TO:

Elmcroft Senior Living, Inc.
9510 Ormsby Station Road, Suite 101
Louisville, KY 40223
Attention: Robin L. Barber

DEED WITH LIMITED WARRANTY

Address New Owner:	Send Tax Bills To:	Map & Parcel No(s).:
Rivergate Realty, LLC **9510 Ormsby Station Road** **Suite 101** **Louisville, Kentucky 40223**	**Same**	**034-03-002300**

For the consideration of FOUR MILLION SEVENTY-ONE THOUSAND EIGHTY-THREE AND 46/100 DOLLARS ($4,071,083.46), and other good and valuable consideration, **NATIONWIDE HEALTH PROPERTIES, LLC**, a Delaware limited liability company (successor by name change from Needles Acquisition LLC, a Delaware limited liability company, which was the successor by merger with Nationwide Health Properties, Inc., a Maryland corporation) ("Grantor"), whose mailing address is c/o Ventas, Inc., 353 N. Clark Street, Suite 3300, Chicago, Illinois 60654, hereby sells, conveys, grants and releases to **RIVERGATE REALTY, LLC**, a Delaware limited liability company ("Grantee"), whose address is 9510 Ormsby Station Road, Suite 101, Louisville, Kentucky 40223, all right, title, and interest in the real property situate in Davidson County, Tennessee described on Exhibit A attached hereto and by this reference hereby incorporated herein (the "Property"). In lieu of all statutory and common law warranties (which Grantee does hereby waive by its acceptance of this instrument), Grantor does hereby warrant to Grantee that, as of the date of this conveyance, Grantor owned fee simple title to the Property free and clear of any mortgage or other lien securing borrowed indebtedness of Grantor.

This is improved property known as 94 Twin Hills Drive, Madison, Tennessee 37115

IN WITNESS WHEREOF, the Grantor has caused this instrument to be signed in its name by its duly authorized officer as of May 11, 2015.

GRANTOR:

NATIONWIDE HEALTH PROPERTIES, LLC, a Delaware limited liability company, which changed its name from Needles Acquisition LLC, a Delaware limited liability company, which was the successor by merger with Nationwide Health Properties, Inc., a Maryland corporation

By: _____

Name: Brian K Wood

Its: Vice President, Secretary & Treasurer

STATE OF Kentucky)
)SS
COUNTY OF Jefferson)

Personally appeared before me, Robin R. Cleary, a Notary Public in and for said County and State, Brian K. Wood, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he/she executed the within instrument for the purposes therein contained, and who further acknowledged that he/she is the V.P. Secretary & Treasurer of Nationwide Health Properties, LLC, a Delaware limited liability company, which changed its name from Needles Acquisition LLC, a Delaware limited liability company, which was the successor by merger with Nationwide Health Properties, Inc., a Maryland corporation, the grantor/maker, and is authorized by the grantor/maker, to execute this instrument on behalf of the grantor/maker.

Witness my hand, at office, this 11th day of May, 2015.

_____
Notary Public

My Commission Expires: September 5, 2016

ROBIN R. CLEARY NOTARY PUBLIC COMMISSION EXPIRES SEPT. 05, 2016 STATE AT LARGE, KY

STATE OF Kentucky)
)SS
COUNTY OF Jefferson)

The actual consideration or value for this transfer, whichever is greater, is $4,071,083.46.

RIVERGATE REALTY, LLC

By: Robin Barber

Print Name: Robin Barber

Title: Vice President & Secretary

M. PAIGE MOSLEY NOTARY PUBLIC STATE AT LARGE KENTUCKY

Subscribed and sworn to before me, this 28 day of April, 2015.

M. Paige Mosley
NOTARY PUBLIC

My Commission Expires:

May 15, 2015

61322035.2
3/26/2015

EXHIBIT A

Legal Description

A TRACT OF LAND LOCATED IN THE TENTH COUNCILMANIC DISTRICT OF DAVIDSON COUNTY, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 5/8" IRON ROD SET THIS SURVEY IN THE SOUTHERLY RIGHT-OF-WAY OF TWIN HILLS DRIVE 748 FEET, MORE OR LESS, SOUTHEASTERLY FROM THE CENTER OF GALLATIN PIKE. SAID IRON ROD BEING A NORTHEASTERLY CORNER OF GALLERY AT RIVERGATE LTD./LNRC VENTURE PROPERTY OF RECORD IN DEED BOOK 6418, PAGE 993, R.O.D.C. AND THE NORTHWESTERLY CORNER OF THE SUBJECT TRACT;

THENCE WITH SAID SOUTHERLY RIGHT-OF-WAY SOUTH 53°59'43" EAST, 300.00 FEET TO A ½" IRON ROD FOUND IN PLACE AT A NORTHWESTERLY CORNER OF GERLIE V. RICKARD, ET UX PROPERTY OF RECORD IN DEED BOOK 4771, PAGE 297, R.O.D.C.;

THENCE WITH THE WESTERLY BOUNDARY OF SAID RICKARD PROPERTY SOUTH 44°53'00" WEST, 262.64 FEET TO A 5/8" IRON ROD FOUND IN PLACE AT A NORTHWESTERLY CORNER OF GERLIE V. RICKARD, ET UX PROPERTY OF RECORD IN DEED BOOK 5801, PAGE 345, R.O.D.C.;

THENCE WITH THE WESTERLY BOUNDARY OF SAID RICKARD PROPERTY SOUTH 44°15'40" WEST, PASSING OVER A ½" IRON ROD FOUND IN PLACE AT 299.60 FEET AND CONTINUING ON, IN ALL 299.78 FEET TO A 5/8" IRON ROD SET THIS SURVEY IN THE NORTHERLY BOUNDARY OF SHEPHERD HILLS SUBDIVISION, SECTION NO. 1, OF RECORD IN PLAT BOOK 2331, PAGE 46, R.O.D.C.;

THENCE WITH SAID SUBDIVISION BOUNDARY AS FOLLOWS:

NORTH 46°40'04" WEST, 53.28 FEET TO A ½" IRON ROD FOUND IN PLACE, NORTH 45°54'41" WEST, 245.90 FEET TO A 5/8" IRON ROD FOUND IN PLACE AT A SOUTHEASTERLY CORNER OF THE AFOREMENTIONED GALLERY AT RIVERGATE LTD./LNRC VENTURE PROPERTY;

THENCE NORTH 44°49'34" EAST, 520.95 FEET TO THE BEGINNING: CONTAINING 161.003 SQUARE FEET OR 3.696 ACRES, MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO NATIONWIDE HEALTH PROPERTIES, INC., A MARYLAND CORPORATION, BY QUITCLAIM DEED FROM MADISON AL RE, L.P., A DELAWARE LIMITED PARTNERSHIP, OF RECORD AS INSTRUMENT NO. 20090408-0032162 IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE. NATIONWIDE HEALTH PROPERTIES, LLC, A DELAWARE

CORPORATION, CHANGED ITS NAME FROM NEEDLES ACQUISITION LLC, A DELAWARE LIMITED LIABILITY COMPANY, WHICH WAS THE SUCCESSOR BY MERGER WITH NATIONWIDE HEALTH PROPERTIES, INC., A MARYLAND CORPORATION.

True Copy Certification

I, Juanita Chandler, do hereby make oath that I am the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Signature

State of Illinois
County of ~~Cook~~ Will

Personally appeared before me, Paula Podvin a notary public for this county and state, Juanita Chandler 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: _____
Notary' Seal (if on paper)

