PREPARED BY AND AFTER RECORDING RETURN TO:

Fred Russell Harwell, Esq.
Adams and Reese LLP
424 Church Street, Suite 2700
Nashville, Tennessee 37219

BILL GARRETT, Davidson County
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Recvd: 05/21/15 15:02 4 pgs
Fees:23.00 Taxes:320050.00
20150521-0047184

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED, is made this 21 day of May, 2015, between CHERRY CREEK GARDENS ASSOCIATES, LLC, a Delaware limited liability company, whose address is 999 Waterside Drive, Suite 2300, Norfolk, Virginia 23510 ("Grantor"), and CHERRY CREEK MULTIFAMILY HOLDINGS, LLC, a Tennessee limited liability company, whose address is c/o BC Property Investments, LC, 4500 Key Biscayne Boulevard, Suite 200, Miami, Florida 33137 ("Grantee").

For and in consideration of the sum of Ten Dollars ($10.00), and other good and valuable consideration in hand paid to the Grantee, the receipt and sufficiency of such consideration being hereby acknowledged, Grantor does hereby GRANT, BARGAIN, SELL, TRANSFER and CONVEY unto Grantee and all of Grantee's successors and assigns that certain real property known as Cherry Creek Apartments, located at 1100 Crystal Spring Lane, Hermitage, Tennessee, being more particularly described in **Exhibit A** attached hereto and made a part hereof for all purposes, together with all buildings, improvements and fixtures located thereon and owned by Grantor as of the date hereof and all rights, privileges and appurtenances pertaining thereto (collectively, the "Property"). This conveyance is made by Grantor and accepted by Grantee subject to all covenants, conditions, restrictions of record. Grantor declares that his conveyance is freely and fairly made, that Grantor is not acting under any misapprehensions to the effect hereof, that Grantor is acting freely and voluntarily and is not acting under coercion or duress.

TO HAVE AND TO HOLD the said real property, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, and Grantee's successors and assigns forever.

Grantor covenants and binds itself, and its successors and assigns, to warrant specially and forever defend the title to the property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons claiming by, through or under the Grantor, but not further or otherwise.

Whenever 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 blank]

IN WITNESS WHEREOF, Grantor has caused these presents and this Special Warranty Deed to be executed in its name by its duly authorized manager as of the 21 day of May, 2015.

GRANTOR:

CHERRY CREEK GARDENS ASSOCIATES, LLC,
a Delaware limited liability company

By: CHERRY CREEK MANAGING CO., LLC,
a Delaware limited liability company,
its Manager

By: _____
T. Richard Litton, Jr.
Vice President

COMMONWEALTH OF VIRGINIA
CITY OF NORFOLK

I, Regina B. Harrington, a Notary Public within and for said City and Commonwealth, do hereby certify that T. Richard Litton, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), personally came before me this day and acknowledged he is the Vice President of Cherry Creek Managing Co., LLC, a Delaware limited liability company, Manager of Cherry Creek Gardens Associates, LLC, a Delaware limited liability company, and that by authority duly given and as the act of T. Richard Litton, Jr. on behalf of Cherry Creek Managing Co., LLC, the foregoing instrument was signed in its name by its Vice President.

WITNESS my hand and official seal this 11th day of May, 2015.

Regina Balderson Harrington
Notary Public

My Commission Expires: 2/28/19

REGINA BALDERSON HARRINGTON
NOTARY PUBLIC
COMMONWEALTH OF VIRGINIA
REGISTRATION #7503988
MY COMMISSION EXPIRES FEB. 28, 2019

[NOTARIAL SEAL]

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $86,500,000.00.

Affiant

Subscribed and sworn to before me
this 21 day of May, 2015.

Notary Public
My Commission Expires: 9/11/17

BRANDY GOMAZ
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

EXHIBIT "A"
LEGAL DESCRIPTION

A parcel of land in the Fourteenth (14th) Council manic District of Davidson County, Tennessee known as Cherry Creek Apartments I, II, III, (i.e. instrument: 20120809007112) and more particularly described as follows:

Beginning at an existing iron pin located at the southwesterly property corner of the Hermitage Baptist Church Property (i.e. Deed Book 2992, Page 326, R. O. D. C., TN.) Thence from said point of beginning:
South 82 degrees 50 minutes 37 seconds East, 350.13 feet, to an existing iron pin, thence;
North 06 degrees 30 minutes 51 seconds East, 192.05 feet, to a new iron pin, thence;
South 82 degrees 45 minutes 37 seconds East, 313.85 feet, to a new iron pin, thence;
South 54 degrees 32 minutes 37 seconds East, 701.06 feet, to a existing iron pin, thence;
North 48 degrees 02 minutes 11 seconds East, 71.82 feet, to a existing iron pin, thence;
With a curve concave to the north having a radius of 335.00 feet, a curve length of 100.62 feet, a chord bearing of South 50 degrees 34 minutes 05 seconds East, a chord distance of 100.24 feet, to a existing iron pin, thence;
South 59 degrees 10 minutes 23 seconds East, 102.80 feet, to a existing iron pin, thence;
With a curve concave to the west having a radius of 275.00 feet, a curve length of 259.67 feet, a chord bearing of South 32 degrees 07 minutes 22 seconds East, a chord distance of 250.13 feet, to a existing iron pin, thence;
South 05 degrees 04 minutes 21 seconds East, 204.18 feet, to a existing iron pin, thence;
With a curve concave to the west having a radius of 970.00 feet, a curve length of 79.36 feet, a chord bearing of South 02 degrees 43 minutes 44 seconds East, a chord distance of 79.34 feet, to a existing iron pin, thence;
South 89 degrees 36 minutes 54 seconds West, 329.68 feet, to a existing iron pin, thence;
South 00 degrees 23 minutes 06 seconds East, 319.36 feet, to a existing iron pin, thence;
South 27 degrees 58 minutes 37 seconds West, 179.35 feet, to a existing iron pin, thence;
South 65 degrees 13 minutes 16 seconds West, 518.92 feet, to a existing iron pin, thence;
North 84 degrees 48 minutes 02 seconds West, 1,017.62 feet, to a existing iron pin, thence;
North 06 degrees 38 minutes 06 seconds East, 1,353.20 feet, to a existing iron pin, thence;
North 42 degrees 58 minutes 39 seconds East, 167.93 feet, to the point of beginning and containing 2,312,565.577 sq. ft. or 53.089 acres more or less.

Being the same property conveyed to CHERRY CREEK GARDENS ASSOCIATES, LLC, by deed from CHERRY CREEK APARTMENTS, LLC (LEHMAN BROTHERS HOLDINGS, INC.) of record as Instrument No. 20120809-0071126, dated August 8, 2012, said Register's Office.

Map | Parcel 086-00-0-154.00
086-00-0-280.00

Send Tax Bills To: Cherry Creek Multifamily Holdings, LLC
C/o BC Property Investments, LC
4500 Key Biscayne Blvd. Ste. 200
Miami, FL 33137