Davidson County DEEDWARRSP
Recvd: 07/13/15 12:24 9 pgs
Fees:48.00 Taxes:1794.18
20150713-0067911

PREPARED BY:
DLA Piper LLP (US)
4365 Executive Drive, Suite 1100
San Diego, California 92121-2133

AFTER RECORDING RETURN TO:

Cottonwood Residential O.P., LP
6340 South 3000 East, Suite 500
Salt Lake City, Utah 84121
Attn: Gregg Christensen

Tax Parcel Number: Parcels 65 & 180 on Tax Map 162

SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS:

THAT, **BRENTRIDGE SPE-11, LLC**, a Delaware limited liability company (the "Grantor"), for and in consideration of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration in hand paid to Grantor by **COTTONWOOD BRENTRIDGE H, LLC**, a Delaware limited liability company ("Grantee"), whose mailing address is 6340 South 3000 East, Suite 500, Salt Lake City, Utah 84121, the receipt and sufficiency of such consideration being hereby acknowledged, has GRANTED, SOLD AND CONVEYED, and by these presents does GRANT, SELL AND CONVEY unto Grantee a 2.660% undivided interest in that certain real property being more particularly described in Exhibit A attached hereto and made a part hereof for all purposes, together with all improvements, structures and fixtures situated thereon (collectively, the "Property").

TO HAVE AND TO HOLD the Property, together with all and singular the rights, and appurtenances thereto in anywise belonging, unto Grantee, its successors and assigns forever; and Grantor does hereby bind itself and its successors to WARRANT AND FOREVER DEFEND all and singular the Property, unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or claim the same, or any part thereof, by, through, or under Grantor, but not otherwise.

[signatures on following pages]

IN WITNESS WHEREOF, this instrument has been executed as of (but not necessarily on) this 15th day of June, 2015.

GRANTOR:

BRENTRIDGE SPE-11, LLC
a Delaware limited liability company,

By: Tochilin Family Trust, sole member

By: Gerald E. Tochilin
Name: Gerald E. Tochilin
Title: Trustee

By: Sharon K. Tochilin
Name: Sharon K. Tochilin
Title: Trustee

STATE OF _____)
COUNTY OF _____) ss.

Before me, the undersigned authority, a Notary Public in and for said County and State aforesaid, personally appeared Gerald E. Tochilin with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath acknowledged himself to be the Trustee of the Tochilin Family Trust, the sole member of the Brentridge SPE-11, LLC, the within named maker or a constituent of the maker, and that he as such member being authorized to do so by the maker or by its constituent, the constituent being authorized by the maker, executed the foregoing instrument for the purposes therein contained, by signing the name of the maker or its constituent by himself as member.

Witness my hand and official seal at office, this _____ day of _____, 20___, A.D.

_____
Notary Public

My Commission expires _____

See attached loose Jurat or Acknowledgment
RLR

STATE OF _____)
COUNTY OF _____) ss.

Before me, the undersigned authority, a Notary Public in and for said County and State aforesaid, personally appeared Sharon K. Tochilin 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 Trustee of the Tochilin Family Trust, the sole member of the Brentridge SPE-11, LLC, the within named maker or a constituent of the maker, and that she as such member being authorized to do so by the maker or by its constituent, the constituent being authorized by the maker, executed the foregoing instrument for the purposes therein contained, by signing the name of the maker or its constituent by herself as member.

Witness my hand and official seal at office, this _____ day of _____, 20___, A.D.

_____
Notary Public

My Commission expires 4-14-2019

See attached loose Jurat or Acknowledgment
RLR

ALL- PURPOSE
CERTIFICATE OF ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)

County of Orange)

On June 15, 2015 before me, Rebecca L. Ruben, Notary Public,
(Here insert name and title of the officer)

personally appeared, Gerald E. Tschilin,
who proved to me on the basis of satisfactory evidence to be the person(~~s~~) whose name(~~s~~)(is)/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(~~ies~~), and that by his/her/their signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature (Seal)

MGC1 REBECCA L. RUBEN COMM. # 2103698 NOTARY PUBLIC - CALIFORNIA ORANGE COUNTY COMM. EXPIRES APRIL 14, 2019 MGC1

ADDITIONAL OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT

(Title or description of attached document)

(Title or description of attached document continued)

Number of Pages _____ Document Date_____

CAPACITY CLAIMED BY THE SIGNER

- ☐ Individual (s)
- ☐ Corporate Officer

(Title)

- ☐ Partner(s)
- ☐ Attorney-in-Fact
- ☑ Trustee(s)
- ☐ Other _____

2015 Version www.NotaryClasses.com 800-873-9865

INSTRUCTIONS FOR COMPLETING THIS FORM

This form complies with current California statutes regarding notary wording and, if needed, should be completed and attached to the document. Acknolwedgents from other states may be completed for documents being sent to that state so long as the wording does not require the California notary to violate California notary law.

- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. ~~he~~/she/~~they,~~ is /~~are~~) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
  - Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
  - Indicate title or type of attached document, number of pages and date.
  - Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document with a staple.

ALL- PURPOSE
CERTIFICATE OF ACKNOWLEDGMENT

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State of California)

County of Orange)

On June 15, 2015 before me, Rebecca L. Ruben, Notary Public,
(Here insert name and title of the officer)

personally appeared, Sharon K. Tochilin,
who proved to me on the basis of satisfactory evidence to be the person(~~s~~) whose name(~~s~~)/is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(~~ies~~), and that by his/her/their signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature (Seal)

REBECCA L. RUBEN
COMM. # 2103698
NOTARY PUBLIC - CALIFORNIA
ORANGE COUNTY
COMM. EXPIRES APRIL 14, 2019

ADDITIONAL OPTIONAL INFORMATION

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(Title or description of attached document)

(Title or description of attached document continued)

Number of Pages ____ Document Date____

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- ☑ Individual (s)
- ☐ Corporate Officer
  (Title)
- ☐ Partner(s)
- ☐ Attorney-in-Fact
- ☑ Trustee(s)
- ☐ Other ____

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  - Indicate title or type of attached document, number of pages and date.
  - Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document with a staple.

(FOR RECORDING DATA ONLY)

Property Address:
1500 Brentridge Dr
Antioch, TN

Property Owner:
Brentridge SPE-11, LLC
3180 Willow Canyon Street
Thousand Oaks, CA 91362

Ward, Block & Parcel Number:
Tax Map 162 Parcels 65 and 180

Mail tax bills to: (Person or Agency responsible for payment of taxes)
Cottonwood Brentridge H, LLC
6340 South 3000 East, Suite 500
Salt Lake City, Utah 84121

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater is $484,913.28, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant: Cottonwood Brentridge H, LLC

By: _____
Name: Gregg Christensen
Title: Vice President

STATE OF UTAH
COUNTY OF SALT LAKE

Subscribed and sworn to before me this 2 day of July, 2015.

_____
Notary Public

My Commission Expires:
Jan. 8, 2018

SEAL

NOTARY PUBLIC
DEBORAH JO WILLIAMS
673353
COMMISSION EXPIRES
JANUARY 8, 2018
STATE OF UTAH

Exhibit A

Legal Description

LAND in Davidson County, Tennessee, being Lot Not. 1, Phase I and Lot No. 1, Phase II, on the Plan of Bentridge, as shown on plat of record in Plat Book 6250, page 576, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more complete description of the property.

Being the same property conveyed to Brentridge SPE-1, LLC, as to an undivided 4.210% tenant in common interest; Brentridge SPE-2, LLC, as to an undivided 3.520% tenant in common interest; Brentridge SPE-3, LLC, as to an undivided 1.605% tenant in common interest and Brentridge SPE-4, LLC, as to an undivided 1.605% tenant in common interest by Deed of record in Instrument No. 20080227-0019211, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Brentridge SPE-5, LLC, as to an undivided 4.200% tenant in common interest; Brentridge SPE-6, LLC, as to an undivided 3.500% tenant in common interest; Brentridge SPE-7, LLC, as to an undivided 6.380% tenant in common interest; Brentridge SPE-8, LLC, as to an undivided 2.520% tenant in common interest; Brentridge SPE-9, LLC, as to an undivided 2.600% tenant in common interest and Brentridge SPE-10, LLC, an undivided 2.250% tenant in common interest by Deed of record in Instrument No. 20080310-0023686, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Brentridge SPE-11, LLC, as to an undivided 2.660% tenant in common interest; Brentridge SPE-12, LLC, as to an undivided 4.180% tenant in common interest; Brentridge SPE-14, LLC, as to an undivided 5.380% tenant in common interest and Brentridge SPE-15, LLC, as to an undivided 3.220% tenant in common interest by Deed of record in Instrument No. 20080331-0031615, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Brentridge SPE-13, LLC, an undivided 2.110% tenant in common interest; Brentridge SPE-16, LLC, as to an undivided 4.220% tenant in common interest; Brentridge SPE-17, LLC, as to an undivided 3.600% tenant in common interest; Brentridge SPE-18, LLC, as to an undivided 3.000% tenant in common interest; Brentridge SPE-19, LLC, as to an undivided 2.630% tenant in common interest and Brentridge SPE-20, LLC, as to an undivided 2.640% tenant in common interest by Deed of record in Instrument No. 20080415-0038035, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Brentridge SPE-21, LLC, as to an undivided 2.840% tenant in common interest; Brentridge SPE-22, LLC, as to an undivided 2.800% tenant in common interest and Brentridge SPE-23, LLC, as to an undivided 4.100% tenant in common interest by Deed of record in Instrument No. 20080513-0049163, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Brentridge SPE-25, LLC, as to an undivided 1.480% tenant in common interest; Brentridge SPE-26, LLC, as to an undivided 3.690% tenant in common interest; Brentridge SPE-27, LLC, as to an undivided 2.670% tenant in common interest; Brentridge SPE-28, LLC, as to an undivided 3.150% tenant in common interest; Brentridge SPE-29, LLC, as to an undivided 5.360% tenant in common interest; Brentridge SPE-30, LLC, as to an undivided 2.470% tenant in common interest and Brentridge SPE-31, LLC, as to an undivided 2.750% tenant in common interest by Deed of record in Instrument No. 20080602-0055651, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Brentridge SPE-24, LLC, as to an undivided 2.660% tenant in common interest by Deed of record in Instrument No. 20080616-0061486, Register's Office for Davidson County, Tennessee.

(FOR RECORDING DATA ONLY)

Property Address:
1500 Brentridge Dr
Antioch, TN

Property Owner:
Brentridge SPE-11, LLC
Post Office Box 17492
Anaheim, CA 92817

Ward, Block & Parcel Number:
Tax Map 162 Parcels 65 and 180

Mail tax bills to: (Person or Agency responsible for payment of taxes)
Cottonwood Brentridge H, LLC
6340 South 3000 East, Suite 500
Salt Lake City, Utah 84121

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater is $489,264.25, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant: Tochilin Family Trust

By: Gerald E. Tochilin
Name: Gerald E. Tochilin
Title: Trustee

By: Sharon K. Tochilin
Name: Sharon K. Tochilin
Title: Trustee

Subscribed and sworn to before me this _____ day of _____, 20__.

_____
Notary Public

My Commission Expires:

_____

See attached loose Jurat or Acknowledgment

RLR

JURAT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Orange

Subscribed and sworn to (or affirmed) before me on this 15 day of June,

2015 by Gerald E. Tochilin, Sharon K. Tochilin,

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature _____ (Seal)

MGC1 REBECCA L. RUBEN COMM. # 2103698 NOTARY PUBLIC - CALIFORNIA ORANGE COUNTY COMM. EXPIRES APRIL 14, 2019 MGC1

OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT

_____
(Title or description of attached document)

_____
(Title or description of attached document continued)

Number of Pages _____ Document Date_____

_____
Additional information

INSTRUCTIONS

The wording of all Jurats completed in California after January 1, 2015 must be in the form as set forth within this Jurat. There are no exceptions. If a Jurat to be completed does not follow this form, the notary must correct the verbiage by using a jurat stamp containing the correct wording or attaching a separate jurat form such as this one with does contain the proper wording. In addition, the notary must require an oath or affirmation from the document signer regarding the truthfulness of the contents of the document. The document must be signed AFTER the oath or affirmation. If the document was previously signed, it must be re-signed in front of the notary public during the jurat process.

- State and county information must be the state and county where the document signer(s) personally appeared before the notary public.
- Date of notarization must be the date the signer(s) personally appeared which must also be the same date the jurat process is completed.
- Print the name(s) of the document signer(s) who personally appear at the time of notarization.
- Signature of the notary public must match the signature on file with the office of the county clerk.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different jurat form.
  - ❖ Additional information is not required but could help to ensure this jurat is not misused or attached to a different document.
  - ❖ Indicate title or type of attached document, number of pages and date.
- Securely attach this document to the signed document with a staple.

CERTIFICATE OF AUTHENTICITY

I, Christopher R. Jackson, do hereby make oath that I am a licensed attorney and/or 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.

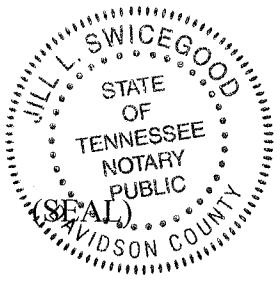
Attorney or Custodian

Stewart Title Company

STATE OF TENNESSEE

COUNTY OF WILLIAMSON

Personally appeared before me, Jill L. Swicegood, a notary public in and for the aforesaid county and state, the within named Christopher R. Jackson, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.



(SEAL)

Jill L. Swicegood
Notary Public

My Commission Expires: Sept 10, 2018