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Prepared by:
Brent A. Torstrick
Robinson, Bradshaw & Hinson, P.A.
101 North Tryon Street, Suite 1900
Charlotte, North Carolina 28246

Davidson County DEEDWARRSP
Recvd: 07/24/15 08:49 7 pgs
Fees:38.00 Taxes:61050.00
20150724-0072638

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GRANTEE'S ADDRESS:	SEND TAX BILLS TO:	TAX MAP PARCEL NUMBER:
46th Street Investors c/o Cardinal Industrial Real Estate Services 15260 Ventura Boulevard, Suite 1120 Sherman Oaks, California 91403	SAME	Map 106 Parcel 67, AND Map 106 Parcel 148

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SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND 00/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged,

> **MCI WILLIAMS, LLC**, a Delaware limited liability company, with a principal executive office at 200 South Tryon Street, Suite 520, Charlotte, NC 28202, **"GRANTOR"**,

has bargained and sold, and by these presents do hereby transfer and convey unto,

> **46TH STREET INVESTORS**, a California general partnership, with a principal executive office at 15260 Ventura Boulevard, Suite 1120, Sherman Oaks, California 91403, **"GRANTEE"**,

its heirs and assigns, the following described real estate, situated and being in the County of Davidson, State of Tennessee, to wit:

Tract I: (707 Spence Lane)

> Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, located in the southeast quadrant of the intersection of Spence Lane and Cornelia Street and being more particularly described as follows:
>
> BEGINNING at an iron pin at the intersection of the southerly margin of Cornelia Street and the easterly margin of Spence Lane;
>
> THENCE, with said Cornelia, Street, S 79° 23' 05" E, 443.25 feet to a point;

THENCE, S 80° 34' 20" E, 569.62 feet to a point in the west line of Viola Hagan of record in Book 9449, Page 2, R.O.D.C.;

THENCE, with said Hagan, S 00° 27' 54" E, 419.98 feet to an iron pin;

THENCE, with the north line of McQuiddy Printing Company Property, L.L.C., of record in Instrument No. 20120815-0073014, R.O.D.C., N 75° 39 21 W. 636.14 feet to an iron pin:

THENCE, S 09° 51' 42 W", 30.46 feet to an iron pin;

THENCE, N 79° 56' 40" W, 501.72 feet to an iron pin in the easterly margin of Spence Lane;

THENCE, with said margin, N 16° 47' 03" E, 396.63 feet to the Point of Beginning.

Containing 416,743 square feet or 9.57 acres, more or less.

Being the same property conveyed to MCI Williams LLC, a Delaware limited liability company, by Deed from RTS Wright Industries, LLC, a Tennessee limited liability company, of record in Instrument No. 200506090065781, Register's Office for Davidson County, Tennessee.

This is an improved property located at 707 Spence Lane, Nashville, Tennessee.

Tract II (1520 Elm Hill Pike)

Being a parcel of land in Nashville, First Civil District, Fifteenth Councilmanic District, Davidson County, Tennessee, being located north of Elm Hill Pike and east of Spence Lane and being Lot 1, as shown on the Final Plat of Second Revision, Wright Industries, of record in Instrument No. 20041215-0149129, Register's Office Davidson County, Tennessee, and being more particularly described on plat of survey prepared by Ronald W. Ferguson, L.S., dated April 7, 2004, last revised March 2, 2005, Job No. 31933-00, as follows:

BEGINNING at a point In the northerly right-of-way of Elm Hill Pike (82-foot right-of way) said point being N 86° 33' 20" E, 79.74 feet from the southwesterly corner of the Lot 3 of the aforementioned plat;

THENCE, leaving said right-of-way and with Lot 1 the following calls:

N 02° 51' 00" E, 1363.12 feet,

S 87° 09' 00" E, 342.22 feet,

S 29° 45' 40" E, 79.94 feet,

N 89° 27' 19" E, 168.90 feet,

S 26° 14' 39" E, 8.06 feet,

S 65° 11' 54" E, 49.10 feet,

S 27° 17' 42" E, 73.30 feet,

S 16° 49' 37" E, 92.33 feet,

S 01° 29' 48" E, 93.26 feet,

S 09° 13' 57" W, 51.38 feet,

S 75° 36' 09" W, 75.04 feet,

S 68° 36' 39" W, 225.00 feet to an iron pin (old) in the north-westerly corner of Lot 5, Baltz Brothers Packing Company of record in Plat Book 7900, Page 370, R.O.D.C.;

THENCE, with the westerly line of Lot 5, S 02° 56' 00" E, 820.48 feet to the northerly right-of-way of Elm Hill Pike;

THENCE, with said right-of-way the following calls:

With a curve to the right 66.06 feet, said curve having a central angle of 03° 57' 04", a radius of 958.00 feet, a tangent of 33.04 feet and a chord of S 84° 34' 48" W, 66.05 feet, S 86° 33' 20" W, 415.61 feet to the Point of Beginning.

Containing 658,749 square feet or 15.12 acres, more or less.

Being the same property conveyed to MCI Williams LLC, a Delaware limited liability company, by Deed from RTS Wright Industries, LLC, a Tennessee limited liability company, of record in Instrument No. 200506090065781, Register's Office for Davidson County, Tennessee.

Together with easement rights benefiting the property in and to that certain 40' joint ingress/egress easement as shown of record in Instrument No. 200412150149129, said Register's Office.

This is an improved property located at 1520 Elm Hill Pike, Nashville, Tennessee.

TO HAVE AND TO HOLD the aforesaid real estate, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, in fee simple forever.

And Grantor does covenant with Grantee that Grantor is lawfully seized in fee simple the aforesaid real estate; that Grantor has a good right to sell and convey the same; and that Grantor has done nothing to impair such title as Grantor received, and Grantor will warrant and defend such title against the lawful claims of all persons claiming by, under or through Grantor, except for the exceptions set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, Grantor herein has set its hand on this the 16th day of July, 2015.

MCI WILLIAMS, LLC, a Delaware limited liability company

By its sole manager, Coventry Real Estate Investors, LP, a Delaware limited partnership

By its sole general partner, Mallard Creek Realty Advisors, LLC, a Delaware limited liability company

By its sole managing member, Mallard Creek Investors, LLC, a Delaware limited liability company

By: _____
Name: John W. Alexander
Title: Manager

****

STATE OF NORTH CAROLINA)
)
COUNTY OF MECKLENBURG)

Personally appeared before me, a Notary Public, John W. Alexander, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is Manager of Mallard Creek Investors, LLC, a Delaware limited liability company, the Managing Member of Mallard Creek Realty Advisors, LLC, a Delaware limited liability company, the Sole General Partner of Coventry Realty Investors, LP, a Delaware limited partnership, the Sole Manager of MCI WILLIAMS, LLC, a Delaware limited liability company, and that he is authorized by the company to execute this instrument on behalf of the company.

WITNESS my hand and official stamp or seal, this 16th day of July, 2015.

LOIS HEEBNER NOTARY PUBLIC MECKLENBURG COUNTY, N.C.

_____
Notary Public

Lois Heebner
Printed Name of Notary

My Commission Expires: 6-30-19

****

STATE OF CALIFORNIA)
)
COUNTY OF SACRAMENTO)

I HEREBY SWEAR OR AFFIRM that the actual consideration of this transfer, or the value of the property transferred, whichever is greater, is $16,500,000.

46TH STREET INVESTORS, a California general partnership

By: Larry D. Smith

Affiant: Larry D. Smith
Title: General Partner

SUBSCRIBED TO AND SWORN before me on this the 17TH day of July, 2015.

PLEASE SEE ATTACHED CALIFORNIA JURAT (SEE STAMP BELOW) AO
Notary Public

ANGELA DALTON
Printed Name of Notary

My Commission Expires: APRIL 20, 2016

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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 SACRAMENTO

Subscribed and sworn to (or affirmed) before me on this 17TH day of JULY 20 15 by LARRY DENNIS SMITH

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

(Signature of Notary)

MGC1

ANGELA DALTON
COMM. # 1975689
NOTARY PUBLIC - CALIFORNIA
SACRAMENTO COUNTY
COMM. EXPIRES APRIL 20, 2016

MGC1

Exhibit A
Permitted Encumbrances

1. The lien of *ad valorem* taxes and fees for 2015 and subsequent years, in amounts not yet due and payable.

2. All matters as shown on Plats of record in Instrument No. 200412150149129, Plat Book 5200, page 382, and Plat Book 9700, page 756, Register's Office for Davidson County, Tennessee. (as to Tract II)

3. Permanent Drainage Easement, Temporary Slope Easement and Temporary Construction Easement of record in Instrument No. 200003210028726, Register's Office for Davidson County, Tennessee. (as to Tract II)

4. Reciprocal Easement Agreement of record in Instrument No. 200506090065782, Register's Office for Davidson County, Tennessee. (as to Tract II)

True Copy Certification

I, Barbara Kimberley, 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.

Barbara Kimberley
Signature

State of Illinois
County of Cook

Personally appeared before me, Clennie Hernandez, a notary public for this county and state, Barbara Kimberley 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: 04/21/16
Notary' Seal (if on paper)

OFFICIAL SEAL
CLENNIE HERNANDEZ
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES
April 21, 2016