Davidson County DEEDWARRSP
Recvd: 08/03/15 10:44 4 pgs
Fees:23.00 Taxes:2960.00
20150803-0076277

OWNER:
KC PROPCO, LLC
c/o Greenstreet Partners, L.P.
2601 S. Bayshore Drive, 9th Floor
Coconut Grove, FL 33133
Attention: Director of Real Estate

THIS INSTRUMENT PREPARED BY:
David C. Meckler, Esq.
Latham & Watkins LLP
650 Town Center Drive, 20th Floor
Costa Mesa, CA 92626

SEND TAX BILLS TO:
KCP RE LLC
2601 S. Bayshore Drive, 9th Floor
Coconut Grove, FL 33133
Attention: Director of Real Estate

Tax I.D. No. 43-2005495

TENNESSEE
SPECIAL WARRANTY DEED

THIS INDENTURE made as of this 31st day of July, 2015, between KC PROPCO, LLC, a Delaware limited liability company, First Party, and KCP RE LLC, a Delaware limited liability company, Second Party;

WITNESSETH:

THAT SAID FIRST PARTY, for and in consideration of the sum of TEN AND NO/100 ($10.00) DOLLARS, and other good and valuable consideration, to it in hand paid by said Second Party, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does by these presents grant, bargain, sell and convey unto Second Party, the real property described as follows (hereinafter referred to as the "Property"):

See Exhibit A attached hereto and fully incorporated herein by this reference.
This is improved property located in Davidson County, Tennessee.

THIS CONVEYANCE is made subject to subject to: (i) all general and special real estate taxes and assessments and all water and sewer services assessed against the Property; (ii) all zoning and use laws, ordinances, rules and regulations of any city, municipality, township, parish, county, state or other governmental agency or authority affecting the Property; (iii) the rights of any tenant, as a tenant only, under any recorded or unrecorded lease of the Property; (iv) all matters that would be disclosed by a current accurate physical inspection or survey of the Property; and (v) all covenants, conditions, restrictions, easements, servitudes, rights, rights-of-way, prior reservations of oil, gas and other minerals, liens, encumbrances and other exceptions of record; with the hereditaments and appurtenances thereto appertaining, hereby releasing all claims therein. TO HAVE AND TO HOLD the same unto the Second Party, its heirs, successors and assigns, together with all of the rights and interest thereunto belonging, in fee simple.

The First Party covenants that it is lawfully seized in fee simple of the premises; that it has a good and lawful right to sell and convey the same.

NCS-725272-397
RECORDING REQUESTED BY
FIRST AMERICAN TITLE CO.
NATIONAL COMMERCIAL SERVICES

000068
Antioch
Davidson County, TN

The First Party further covenants that it will warrant and defend the title to said premises unto the Second Party, their heirs, successors and assigns, against the lawful claims of all parties claiming by, through, or under the First Party, but no further or otherwise.

Whenever in this instrument a pronoun is used it shall be construed to represent either singular or plural, as the case may demand.

IN WITNESS WHEREOF, the said First Party has caused this instrument to be executed as of the day and year first above written.

KC PROPCO, LLC, a Delaware limited liability company

By: _____
Name: Jeffrey A. Safchik
Title: CEO & President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

I hereby swear or affirm that the actual consideration or true value of this transfer, whichever is greater, is $800,000.00.

Affiant

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

_____
NOTARY PUBLIC

DAVID LEVER
Notary Public, State of New York
No. 01LE6166345
Qualified in New York County
Commission Expires May 21, 2019

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 2nd day of June in the year 2015, before me, the undersigned, personally appeared Jeffrey A. Safchik, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on said instrument, such individual, and the person or entity upon behalf of which such individual acted, executed the instrument.

_____
NOTARY PUBLIC

DAVID LEVER
Notary Public, State of New York
No. 01LE6166345
Qualified in New York County
Commission Expires May 21, 2019

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Antioch
Davidson County, TN

Exhibit "A"

Legal Description

Real property in the City of Antioch, County of Davidson, State of Tennessee, described as follows:

Parcel 1: (Fee)

Land in Davidson County, Tennessee, being Lot 1 on the plan of Ed-U-Care Prop. as shown of record in Plat Book 5210, page 97, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made a more particular description.

Being the same property conveyed to KC Propco, LLC, a Delaware limited liability company by deed from KinderCare Learning Centers, Inc., a Delaware corporation of record in Instrument No. 200511140137408, Register's Office for Davidson County, Tennessee.

Parcel 2 (Leasehold)

Land in Davidson County, Tennessee, being more particularly described as follows:

Beginning at a concrete monument in the easterly margin of Bell Road, said concrete monument being the northwest corner of property owned by Educare Child Care Centers, Inc. and the southwesterly corner of property owned by Christian Education, Inc., thence along the northerly margin of the Educare Child Care Centers, Inc. property and the southerly margin of the Christian Education, Inc. property south 86 deg. 57' east 150 feet to a point, said point being the point of beginning of the property described herein; thence along the northerly margin of the Educare Child Care Centers, Inc. property south 86 deg. 57' east 20 feet to a point; thence south 77 deg. 07' 06" east 20 feet to a point, thence leaving said northerly margin north 12 deg. 52' 54" east 7 feet to a point; thence north 77 deg. 07' 06" east 20.60 feet to a point; thence north 86 deg. 57' west 20.60 feet to a point; thence south 3 deg. 03 west 7 feet to the point of beginning, containing 294,196 square feet or 0.006 acres more or less, all as described according to a survey dated November 27, 1979 made by James R. Briggs.

Being a portion of the same property conveyed to Christian Education, Inc. by deed of record in Book 4766, page 493, Register's Office for Davidson County, Tennessee.

Further being the same property leased to Educare Child Care Centers, Inc. by Instrument of record in Book 5541, page 140, Register's Office for Davidson County, Tennessee. Aramark Services, Inc., formerly known as ARA Services, Inc., as sole owner of 100% stock of Educare Child Care Centers, Inc., a now defunct corporation conveyed said leasehold to ARAMARK Educational Resources, Inc. by Quitclaim Deed of record in Instrument No. 200205170050794; as assigned to KC Propco, LLC by Assignment of Lease of record in Instrument No. 200511150137407, Register's Office for Davidson County, Tennessee.

APN: 149-00-0-253

True Copy Certification

I, Gibson Reese, 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.

Signature

State of California

County of Orange

Rosa M. Magallon

Personally appeared before me, ~~[Name of Notary]~~, a notary public for this county and state, ~~[name of person making certification]~~ who acknowledges that this certification of an electronic document is true and correct ~~and whose~~ signature I have witnessed.

*Gibson Reese

Notary's Signature

My Commission Expires: 15th Oct. 2015

Notary' Seal (if on paper)

ROSA M. MAGALLON
Commission # 1956566
Notary Public - California
Orange County
My Comm. Expires Oct 15, 2015