ADDRESS NEW OWNER	MAP/PARCEL	SEND TAX BILLS TO:
Capax LLC c/o Westmeath Investments 6749 Academy Rd. Ste. B Albuquerque, NM 87109-4475	106-171.00	Same as New Owner
This instrument prepared by: Bradley Arant Boult Cummings LLP (SKL) 1600 Division Street, Suite 700, Nashville, Tennessee 37203		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **Elm Hill Pike Partners, L.P.**, a Tennessee limited partnership ("Grantor"), has transferred, bargained, sold, granted and conveyed, and by these presents does hereby transfer, bargain, sell, grant and convey to **Capax LLC**, a New Mexico limited liability company ("Grantee"), Grantee's heirs, successors and assigns, certain land and improvements thereon in Davidson County, Tennessee, being more particularly described on **Exhibit A**, attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to those exceptions listed on **Exhibit B**, attached hereto and incorporated herein by reference (the "Permitted Exceptions"). This is improved property known as 1612 Elm Hill Pike in Nashville, Tennessee.

TO HAVE AND TO HOLD the Property with all the appurtenances, estate, title and interest thereunto belonging or in any wise appertaining unto the Grantee, his heirs and assigns in fee simple forever.

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

Davidson County DEEDWARRSP
Recvd: 08/25/15 11:04 5 pgs
Fees:28.00 Taxes:12302.50
20150825-0085762

STATE OF Tennessee
COUNTY OF Davidson

The actual consideration or value, whichever is greater, for this transfer is $3,325,000.00.

Affiant

Subscribed and sworn to before me this 24th day of August, 2015.

Notary Public
My Commission Expires: 6/20/2017

JODEAN M. KING
STATE OF TENNESSEE
NOTARY PUBLIC
ROBERTSON COUNTY

7/3696803.2
8/17/2015

IN WITNESS WHEREOF, the Grantor has executed this Special Warranty Deed on this 18th day of August, 2015, to be effective August 24, 2015.

Elm Hill Pike Partners, L.P., a Tennessee limited partnership

By: Holladay Partners–Midwest, Inc., its General Partner

By: _____
John T. Phair, President

STATE OF Indiana)
COUNTY OF St. Joseph)

Before me, Amanda K Domalewski, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared John T. Phair, 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 President of Holladay Partners-Midwest, Inc., an Indiana corporation, the General Partner of Elm Hill Pike Partners, L.P., a Tennessee limited partnership, the within named bargainor, and that he/she as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him/herself as President.

WITNESS my hand and seal at office in South Bend Indiana on this the 18 day of August, 2015.

Amanda K Domalewski
Notary Public

My Commission Expires:
04·29·2022

AMANDA K DOMALEWSKI
Notary Public - Seal
State of Indiana
St Joseph County
My Commission Expires Apr 29, 2022

7/3696803.2
043560-083 8/17/2015

Exhibit A

Legal Description

Land lying in Davidson County, Tennessee, being Lot 2, on the Final Plat of Second Revision of Lot 1 Wright Industries, of record in Instrument 20041215-0149129, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete description.

Being the same property conveyed to Elm Hill Pike Partners, L.P., a Tennessee limited partnership from RTS Wright Industries, LLC, a Tennessee limited liability company by deed of record in Instrument No. 200511160138720, in the Register's Office for Davidson County, Tennessee.

Exhibit B

Permitted Exceptions

1. Taxes and assessments for the year 2015 and subsequent years, not yet due and payable.
2. All matters as shown on the plat of record in Plat of record in Instrument No. 20041215-0149129, in the Register's Office for Davidson County, Tennessee.
3. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 3770, page 78 and in Instrument No. 20010927-0104629 in the Register's Office for Davidson County, Tennessee.
4. Permanent Drainage Easement, Temporary Slope Easement and Temporary Construction Easement of record in Instrument No. 20000321-0028727 in the Register's Office for Davidson County, Tennessee.
5. Easement for the flow of the waters of the Mill river (or creek), and the rights of the public therein.
6. Rights of upper and lower riparian owners to the flow of the waters of the Mill River (or creek), free from diminution or pollution.
7. Changes in the boundary of the land resulting from erosion or accretion caused by the flow of the Mill River (or creek).
8. Easements retained in Metropolitan County Council Bill No. 091-95.
9. Reciprocal Easement Agreement of record as Instrument No. 20050609-0065782, in the Register's Office for Davidson County, Tennessee.
10. Declaration of Easement and Owners Association dated as of the 18th day of August, 2015, by and among Summit Holladay Partners, LLC and Elm Hill Pike Partners, L.P. filed for record _____ and recorded as Instrument No. 20150825-0085761, in the Register's Office of Davidson County, Tennessee.
11. Rights Gibson Brands, Inc. f/k/a Gibson Guitar Corp., as Tenant, under Office Lease Agreement dated August 10, 2005, as amended by First Amendment to Lease dated as of August 22, 2015, with Grantor as successor-in-interest to 1612 Elm Hill Company, LLC, as Landlord.

True Copy Certification

I, Jay H. Smith, 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 therewith and that this is a true and correct copy of the original documents executed and authenticated according to law.

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Jodean M. King, a notary public for this county and state, Jay H. Smith 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: 6/20/2017

Notary Seal:

