BILL GARRETT, Davidson County
Trans:T20150082132 DEEDTRS
Recvd: 09/28/15 09:13 11 pgs
Fees:58.00 Taxes:7400.00
20150928-0098018

Grantor's Source of Title: Deed of Trust, Security Agreement, Assignment of Rents and Fixture Filing dated November 30, 2006, of record as Instrument No. 20061204-0149017, in the Register's Office for Davidson County, Tennessee, and in Book 227, page 711, in the Register's Office for Cheatham County, Tennessee

SUBSTITUTE TRUSTEE'S DEED

This INDENTURE is made as of the 2nd day of September, 2015, by and between DANIEL J. MOORE, Substitute Trustee, of Blount County, Tennessee, hereinafter called "Grantor," and H198, LLC, hereinafter called "Grantee."

WITNESSETH:

WHEREAS, Nashville Biltmore, L.P., executed a Promissory Note dated November 30, 2006, payable to Hillcrest Bank in the original principal amount of $8,900,000.00, as modified several times, the last being a certain Seventh Loan Modification Agreement dated July 1, 2012 (collectively the "Note") payable to the order of Hillcrest Bank ("Lender"); and

WHEREAS, the Note is secured by a Deed of Trust, Security Agreement, Assignment of Rents and Fixture Filing dated November 30, 2006, of record as Instrument No. 20061204-0149017, in the Register's Office for Davidson County, Tennessee, and in Book 227, page 711, in the Register's Office for Cheatham County, Tennessee (the "Deed of Trust"); and

WHEREAS, the Note and Deed of Trust were assigned to H198, LLC ("Beneficiary") by Transfer of Lien and Assignment of Deed of Trust, Note, and other Loan Documents, dated February 27, 2015, of record as Instrument No. 20150303-0018301, in the Register's Office for Davidson County, Tennessee, and in Book 497, page 1193, in the Register's Office for Cheatham County, Tennessee (the "Assignment"); and

WHEREAS, DANIEL J. MOORE has been appointed Substitute Trustee of the Deed of Trust by Appointment of Substitute Trustee recorded as Instrument No. 20150601-0050480, in the Register's Office for Davidson County, Tennessee, and in Book 500, page 41, in the Register's Office for Cheatham County, Tennessee; and

WHEREAS, default in said Deed of Trust has been made, and proper notification of the parties has previously occurred; and

WHEREAS, Beneficiary, the owner and holder of said Note has demanded the real property described in the Deed of Trust and on **Exhibit A** hereto (the "Property") to be advertised and sold in satisfaction of said debt and any costs legally accruing in accordance with the terms and provisions of said Note and Deed of Trust; and

This Instrument was Prepared by: (DJM)
WOOLF, MCCLANE, BRIGHT, ALLEN & CARPENTER, PLLC
900 Riverview Tower, 900 S. Gay Street, Knoxville, Tennessee 37902-1810 (DJM)

WHEREAS, proper notification of the parties has occurred pursuant to the Substitute Trustee's Notice of Sale published in *The Davidson A.M.* on August 7, 2015, August 14, 2015, and August 21, 2015 (the "Notice"); and

WHEREAS, on September 2, 2015, commencing at 11:00 a.m., locally prevailing time, at the main door of the Davidson County Courthouse located at 1 Public Square, Nashville, Tennessee, being the time and place designated for the sale, the Property described herein was offered for sale at public auction to the highest and best bidder, for cash in hand pursuant to the terms of the Notice, and being cried for a reasonable time, was sold to Grantee at a bid of $2,000,000.00, said amount being the highest and best bid, which purchase price was paid as a credit bid and applied by Grantor as directed and provided in said Deed of Trust.

NOW, THEREFORE, in consideration of the premises, and the aforesaid purchase price bid and paid by Grantee, Grantor, as Trustee, does hereby grant, bargain, sell, transfer and convey unto Grantee the Property described on **Exhibit A**, to have and to hold the same, together with all hereditaments, improvements, buildings, easements and appurtenances thereon and thereunto belonging and appertaining, in fee simple forever, and free from right and equity of redemption and all homestead and dower rights, subject to all matters shown on any applicable recorded plan or plat; any unpaid taxes that exist as a lien against the Property; any restrictive covenants, easements, setback lines or other matters that may be applicable; any matters of record not eliminated by the foreclosure; any statutory rights of redemption not otherwise waived in the Deed of Trust, including rights of redemption of any governmental agency, state or federal; and any prior liens or encumbrances that may exist against the Property. This sale is also subject to any matter that an accurate survey of the Property might disclose.

Further subject to the interests of Grote Family, L.P. under Continuing Option Agreement of record as Instrument No. 20111004-0076662, Register's Office of Davidson County, Tennessee, and in Book 389, page 495, Register's Office for Cheatham County, Tennessee.

IN WITNESS WHEREOF, Grantor has hereunto set Grantor's hand and seal the day, month, and year first above written.

DANIEL J. MOORE, Substitute Trustee

STATE OF TENNESSEE)
COUNTY OF KNOX)

Before me, the undersigned, a Notary Public in and for the state and county aforesaid, personally appeared DANIEL J. MOORE, Substitute Trustee, 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 foregoing instrument for the purposes therein contained.

Witness my hand and seal, at office, this 24th day of September, 2015.

C. Angela Rossini
Notary Public

ANGELA ROSSINI STATE OF TENNESSEE NOTARY PUBLIC KNOX COUNTY

My Commission Expires:
9-11-17

I hereby swear or affirm that the actual consideration or true value of the property transferred hereby, whichever is greater, is $2,000,000.00.

Affiant

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

C. Angela Rossini
Notary Public

ANGELA ROSSINI STATE OF TENNESSEE NOTARY PUBLIC KNOX COUNTY

My Commission Expires:
9-11-17

Name and address of owner and entity responsible for real property taxes:

H198, LLC
3603 High Mesa Drive
Dallas, TX 75234

Property Address is believed to be I-40 and McCrory Lane, Nashville, Tennessee.

Tax Identification Numbers:

Map/Parcel Nos. 140000001000, 140000001100, 140000001200, 140000001800, 140000002000, 140000002100, 140000002200, 140000002300, 140000002400, 140000002600, 140000002700, 140000002800, 140000002900, 140000004000

EXHIBIT A

TRACT 1:

Being a parcel of land located in the Second Civil District, Thirty-Fifth Councilmanic District, Nashville, Davidson County, Tennessee, Twelfth Civil District, Cheatham County, Tennessee, said parcel being located south of Interstate 40 and west of McCrory Lane, being more particularly described as follows:

BEGINNING at an iron pin in the southern right-of-way line of McCrory Lane, said point being approximately 1.3 miles east of the intersection of McCrory Lane and Interstate 40 and also being the northwest corner of the R. H. Buchanan property, as recorded in Book 3136, page 415, R.O.D.C., and Book 5114, page 629, R.O.D.C.; THENCE, along a fence line and bounded by the Buchanan property the following seven calls:

N 84° 42' 42" W, 167.62 feet to an iron pin;

S 04° 03' 48" W, 382.27 feet to an iron pin;

S 19° 33' 42" E, 383.19 feet to a corner stone;

S 09° 11' 19" W, 118.06 feet to an iron pin;

S 31° 17' 57" E, 527.15 feet to an iron pin;

S 66° 54' 18" E, 240.98 feet to a fence corner;

S 07° 33' 33" W, 394.50 feet to a post at an old stump, being the northeast corner to the Gatlinburg Trace Subdivision, unrecorded;

THENCE, with the northerly line of Tract 18 of said subdivision deeded to Lloyd Greene, as recorded in Book 11588, page 321, R.O.D.C., N 81° 23' 59" W, 992.56 feet to an iron pin, also being the northwest corner of said tract;

THENCE, with the westerly line of said Tract 18 and Tract 17 deeded to Lloyd Greene, as recorded in Book 11588, page 325, R.O.D.C., S 06° 56' 27" W, 526.75 feet to a planted stone, also being the southwest corner of said Tract 17 and in the northerly line of Tract 11 deeded to Lloyd Greene, as recorded in Book 11588, page 317, R.O.D.C.;

THENCE, with the northerly line of said Tract 11 and Tract 10 deeded to Jaye K. Bilyeu, as recorded as Instrument No. 20031201172655, R.O.D.C., N 83° 23' 37" W, 784.38 feet to an iron pin, also being the northwest corner of said Tract 10 and the southeastern most corner of Tract 9 deeded to Richard W. Moore and wife Marlene Moore, as recorded in Book 9778, page 310, R.O.D.C.;

THENCE, with the easterly line of said Tract 9, N 06°43'10" E, 538.77 feet to a planted stone, also being the northeast corner of said tract;

THENCE, with the northerly line of said tract, N 82° 09' 12" W, 647.27 feet to a red painted rock in the middle of a stump, also being the northwest corner of said tract;

THENCE, with the westerly line of said Tract 9 and Tract 8 deeded to Keith Sherril, as recorded in Book 9778, page 305, R.O.D.C., Tract 7 deeded to Karen A. Surber, as recorded in Book 9778, page 300, R.O.D.C., Tract 6 deeded to Kirk S. Chaberski and wife Sharon L. Chaberski, as recorded in Book 9778, page 290, R.O.D.C.,

Tract 5 deeded to Farhad Davachi, as recorded in Book 9778, page 280, R.O.D.C., Tract 3 deeded to Jeffery B. Ajnann, as recorded in Book 9778, page 265, R.O.D.C., and Tract 2 deeded to Jeffery B. Amann, as recorded in Book 9778, page 260, R.O.D.C., S 07° 31' 29" W, 2,521.22 feet to an iron pin, also being the southwest corner of said Tract 2;

THENCE, leaving said subdivision, near a fence line and bounded by the Terry J. and Diane B. Canady property, Instrument No. 20030909-0131499, R.O.D.C., S 00° 45' 12" W, 399.66 feet to an iron pin;

THENCE, the following call which is bounded by the Danny Sullivan property, Book 8040, page 819, the Imoline M. Watson property, Book 7349, page 501, the Mary Dunlap property, Instrument No. 20030905-0130135, the Sherryl Jolly property of record in Instrument No. 20030916-135630, and the R. T. Pinkerton property, Book 9572, page 370, R.O.D.C., N 84° 57' 38" W, 2,063.87 feet to an iron pin;

THENCE, continuing with the boundary of the R. T. Pinkerton property the following two calls:

S 07° 51' 26" W, 1,066.73 feet to an iron pin;

N 84° 44' 00" W, 352.00 feet to a planted stone with red paint;

THENCE, the following eight calls bounded by the Arthur S. Pinkerton and Dorothy Pinkerton property, Instrument No. 20010806-083391, R.O.D.C.;

N 21° 28' 07" W, 1,170.35 feet to an iron pin;

N 03° 50' 15" E, 919.02 feet to the middle of a rock by a 30-inch beech;

N 84° 10' 38" W, 716.27 feet to an iron pin;

N 05° 41' 26" E, 869.27 feet to an iron pin;

N 76° 52' 14" W, 2,794.85 feet to an iron pin;

S 02° 49' 19" W, 1,409.60 feet to an iron pin;

N 87° 13' 28" W, 2,419.64 feet to a 30-inch beech;

S 01° 38' 43" S, 155.70 feet to an iron pin;

THENCE, N 84° 50' 45" W, passing through the Davidson-Cheatham County line and bounded by the John Valiguette property, Instrument No. 20000104-0000960, R.O.D.C., 1,225.96 feet to an iron pin;

THENCE, continuing with the Valiquette property, as recorded in Book 490, page 695, R.O.C.C., the following three calls:

N 01° 47' 19" E, 793.85 feet to an iron pin;

N 84° 46' 36" W, 156.74 feet to a 24-inch beech with white paint;

N 83° 03' 01" W, 53.53 feet to an iron pin;

THENCE, with the Valiquette property, N 01° 27' 03" E, 532.51 feet to an iron pin;

THENCE, N 84° 24' 05" W, 2,390.98 feet to a 2-inch iron pipe;

THENCE, continuing with the Valiquette property, the following four calls;

N 05° 48' 08" E, 156.47 feet to a 1-inch pipe;

N 83° 05' 26" W, 462.00 feet to an iron pin;

S 30° 11' 14" W, 670.83 feet to an iron pin;

N 80° 35' 01" W, 100.00 feet to a point in the center of the South Harpeth River;

THENCE, the following eight calls along the approximate centerline of the South Harpeth River, and bounded by the Arthur L. Brooks property, Book 307, page 295, R.O.C.C.;

N 37° 49' 29" E, 451.22 feet to a point;

N 19° 11' 21" E, 591.26 feet to a point;

N 23° 17' 29" E, 155.93 feet to a point;

N 27° 19' 26" E, 275.42 feet to a point;

N 20° 42' 12" W, 68.57 feet to a point;

N 47° 40' 00" W, 242.00 feet to a point;

N 62° 07' 00" W, 192.50 feet to a point;

N 80° 17' 59" W, 341.14 feet to a point;

THENCE, leaving the center of the river, the following three calls bounded by the Joe M. Rodgers property, Book 329, page 411, R.O.C.C.:

N 44° 19' 25" E, 149.62 feet to an iron pin;

S 82° 08' 27" E, 720.67 feet to an existing nail in a flat rock with carved "D";

N 07° 11' 12" E, 2,972.27 feet to an iron pin;

THENCE, the following three calls bounded by the Paul Anderson property, Book 356, page 245, R.O.C.C.:

N 12° 02' 26" E, 593.05 feet to a steel corner post;

N 60° 52' 00" E, 181.50 feet to a steel corner post;

N 08° 42' 24" E, 2,294.52 feet to a concrete monument in the southerly right-of-way line of Interstate 40, said point being located at Highway Station 515+00, said point also being the northwesterly corner of the herein described parcel;

THENCE, with said southerly right-of-way line in an easterly direction, the following calls:

S 52° 31' 08" E, 399.32 feet to a concrete monument;

S 33° 54' 33" W, 32.72 feet to a concrete monument;

S 52° 51' 45" E, 1,299.65 feet to a concrete monument;

S 37° 30' 43" W, 24.51 feet to a concrete monument;

S 52° 53' 12" E, 700.73 feet to a concrete monument;

N 42° 10' 41" E, 20.52 feet to a concrete monument;

S 52° 50' 46" E, 620.71 feet to a concrete monument;

S 35° 36' 51" W, 18.20 feet to a concrete monument;

With a curve to the left crossing the Cheatham-Davidson County line, having a delta of 14° 29' 10", a radius of 3,989.72 feet, a distance of 1,008.72 feet to a concrete monument;

S 11° 47' 51" W, 33.44 feet to a concrete monument;

With a curve to the left having a delta of 12° 04' 15", a radius of 4,022.72 feet, a distance of 847.49 feet to a concrete monument;

S 81° 27' 23" E, 206.34 feet to a concrete monument;

N 07° 28' 43" E, 75.00 feet to a concrete monument;

S 82° 31' 16" E, 675.98 feet to a concrete monument;

S 07° 28' 44" W, 65.00 feet to a concrete monument;

S 82° 31' 16" E, 693.13 feet to a concrete monument;

N 07° 28' 45" E, 70.00 feet to a concrete monument;

With a curve to the left having a delta of 08° 01' 50", a radius of 5,894.58 feet, a distance of 826.19 feet to a concrete monument;

N 89° 17' 40" E, 651.03 feet to a concrete monument;

S 84° 15' 21" E, 1,494.96 feet to an existing concrete monument;

With a curve to the right having a delta of 24° 01' 43", a radius of 889.93 feet, a distance of 373.22 feet to a concrete monument;

S 59° 27' 07" E, 146.91 feet to a concrete monument;

N 32° 40' 46" E, 30.01 feet to a concrete monument in the southerly right-of-way line of McCrory Lane;

THENCE, with the southerly right-of-way line of McCrory Lane, the following five calls:

S 57° 19' 37" E, 453.69 feet to an iron pin;

With a curve to the left having a delta of 16° 29' 50", a radius of 1,454.37 feet, a distance of 418.76, to an iron pin;

S 73° 49' 49" E, 258.33 feet to an iron pin;

N 16° 09' 16" E, 4.97 feet to a point;

S 73° 49' 26" E, 168.04 feet to an iron pin;

THENCE, leaving McCrory Lane right-of-way line, with Mary P. Jetto of record as Instrument No. 20020619-0074300, R.O.D.C., S 26° 03' 06" W, 910.66 feet to an iron pin;

THENCE, S 51° 43' 02" E, 755.52 feet to an iron pin in the southeast corner of Willis M. Farris of record in Book 10743, page 874, R.O.D.C.;

THENCE, with said Farris N 26° 03' 32" E, 1,235.50 feet to an iron pin in the southerly right-of-way line of McCrory Lane;

THENCE, with the southerly right-of-way line of McCrory Lane;

With a curve to the left having a delta of 02° 23' 15", a radius of 2,807.77 feet, a distance of 117.00 feet to an iron pin;

S 85° 21' 21" E, 259.98 feet to an iron pin;

With a curve to the right having a delta of 08° 10' 30", a radius of 1,385.00 feet, a distance of 197.61 feet to a point;

THENCE, leaving McCrory Lane with an offset in said right-of-way as dedicated by Plat Book 9700, page 130, R.O.D.C., with a curve to the left in a southwesterly direction having a delta of 84° 52' 40", a radius of 25.00 feet, a distance of 37.03 feet to a point;

THENCE, with a curve to the left passing the new dedicated right-of-way of McCrory Lane and continuing with said curve and the westerly boundary of Lot 1 shown on the Subdivision of Biltmore Church of record in Plat Book 9700, page 130, R.O.D.C., curve having a delta of 60° 00' 07", a radius of 470.00 feet, a distance of 492.20 feet to a point;

THENCE, S 42° 03' 37" E, 160.37 feet to a point;

THENCE, continuing with said westerly boundary and a curve to the right having a delta of 41° 09' 06", a radius of 1,030.00 feet, a distance of 739.78 feet to a point;

THENCE, with a curve to the right having a delta of 02° 19' 23", a radius of 2,630.00 feet, a distance of 106.64 feet to the southwest corner of said Lot 1;

THENCE, with the southern boundary of said Lot 1, S 88° 35' 08" E, 424.27 feet to the southeast corner of said Lot in the center of a Tennessee Valley Authority Easement;

THENCE, with the center of said easement and the easterly boundary of said Lot 1, N 19° 30' 24" E, passing the dedicated right-of-way at 577.88 feet, in all a total distance of 630.19 feet to the southerly right-of-way of McCrory Lane;

THENCE, with said southerly right-of-way with a curve to the left having a delta of 05° 07' 07", a radius of 1,197.17 feet, a distance of 106.95 feet to an iron pin;

S 58° 21' 55" E, 363.22 feet to an iron pin;

With a curve to the right having a delta of 20° 39' 30", a radius of 2,823.29 feet, a distance of 1,017.95 feet to an iron pin;

THENCE, S 37° 42' 25" E, 340.69 feet to an iron pin, this point being the Point of Beginning. Containing 83,245,144 square feet or 1,911.08 acres, more or less.

Barge Waggoner Sumner and Cannon, Inc., January 2, 1996, Revised July 6, 2004, Revised January 4, 2005, File 31833-00.

TRACT 5:

Being a parcel of land in the Second Civil District, Thirty-Fifth Councilmanic District, Davidson County, Tennessee, lying southwardly of Interstate 40 and eastwardly of McCrory Lane and being more particularly described as follows:

BEGINNING at an existing concrete monument in the intersection of the southerly right-of- way line of Interstate 40 and the easterly right-of-way line of McCrory Lane;

THENCE, with the southerly right-of-way line of Interstate 40, N 81° 11' 01" E, 454.08 feet to a concrete monument;

THENCE, N 89° 24' 18" E, 999.82 feet to a point;

THENCE, S 00° 39' 00" E, 59.60 feet to a point;

THENCE, N 89° 21' 50" E, 399.67 feet to a concrete monument;

THENCE, N 83° 57' 17" E, 650.57 feet to a concrete monument;

THENCE, with a curve to the left having a radius of 23,068.32 feet and a central angle of 01° 15' 40" for a distance of 507.75 feet to a concrete monument;

THENCE, N 87° 32' 09" E, 536.07 feet to a concrete monument;

THENCE, S 02° 51' 27" E, 94.60 feet to a concrete monument;

THENCE, N 86° 16' 10" E, 265.44 feet to an iron pin;

THENCE, leaving the Interstate 40 right-of-way and with the west boundary of the J. P. Wilson, III, property of record in Book 4742, Page 699, R.O.D.C., S 06° 26' 40" E, 164.54 feet to an existing 34-inch pipe;

THENCE, continuing with the Wilson property, S 37° 06' 58" E, 1,540.17 feet to an iron pin set in the northerly line of the J. P. Pickard property of record in Book 5114, Page 623, R.O.D.C.;

THENCE, with Pickard's northerly line, N 82° 46' 42" W, 1,076.58 feet to an iron pin;

THENCE, with Pickard's westerly line, S 10° 06' 29" W, 321.26 feet to an iron pin in the northerly right-of-way line of McCrory Lane;

THENCE, with said northerly margin, N 40° 33' 10" W, 53.17 feet to an iron pin;

THENCE, with a curve to the left having a radius of 1,445 feet and a central angle of 07° 59' 51", a distance of 201.69 feet to a point;

THENCE, S 41° 27' 00" W, 5.00 feet to a point;

THENCE, with a curve to the left having a radius of 1,440 feet and a central angle of 14° 06' 59", a distance of 354.79 feet to a point;

THENCE, S 27° 20' 00" W, 5.00 feet to a point;

THENCE, with a curve to the left having a radius of 1,435 feet and a central angle of 22° 42' 09", a distance of 568.59 feet to an iron pin;

THENCE, N 85° 22' 09" N, 259.37 feet to an iron pin;

THENCE, with a curve to the right having a radius of 2,757.77 feet and a central angle of 11° 31' 18", a distance of 554.56 feet to an iron pin;

THENCE, N 73° 50' 51" W, 482.26 feet to an iron pin;

THENCE, N 16° 09' 09" E, 5.00 feet to a point;

THENCE, N 73° 50' 51" W, 259.79 feet to an iron pin;

THENCE, with a curve to the right having a radius of 1,371.71 feet and a central angle of 16° 32' 08", a distance of 395.87 feet to an iron pin;

THENCE, N 57° 18' 44" W, 453.87 feet to a point;

THENCE, N 32° 41' 16" E, 30.00 feet to a point;

THENCE, N 59° 32' 34" W, 435.61 feet to the Point of Beginning. Containing 3,893,400 square feet or 89.38 acres, more or less.

Barge Waggoner Sumner and Cannon, Inc., January 2, 1996, Revised July 7, 2004, File 31297-00.

INCLUDED IN THE ABOVE DESCRIPTION BUT EXCLUDED THEREFROM;

Real property described in (i) Warranty Deed dated September 16, 2011, to Grote Family, L.P., of record in Record Book 389, page 487, in the Cheatham County Register's Office, and (ii) Warranty Deed dated June 10, 2015, to Grote Family, L.P., of record in as Instrument No. 20150611-0055554, Register's Office for Davidson County, Tennessee, and in Book 500, page 1370, Register's Office for Cheatham County, Tennessee.

BEING a portion of the same property conveyed to Nashville Biltmore, L.P., by deed dated May 26, 2005, from BRANSTETTER FAMILY PARTNERS AND CECIL D. BRANSTETTER, SR., of record as Instrument No. 20050527-0059794, Register's Office for Davidson County, Tennessee, and of record in Record Book 150, page 359, Register's Office for Cheatham County, Tennessee.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT A HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN THAT IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION.