BILL GARRETT, Davidson County
Trans:T20150100290 DEEDQC
Recvd: 11/25/15 09:43 8 pgs
Fees:42.00 Taxes:0.00
20151125-0119535

This instrument prepared by and after recording return to:

Thompson Burton PLLC
One Franklin Park
6100 Tower Circle, Suite 200
Franklin, Tennessee 37067
Attn: William W. Burton, Esq.

QUIT CLAIM DEED

Address New Owner(s) as follows:	Send Tax Bills To:	Tax Map/Parcel IDs:
Uptown Property Holdings LLC c/o Southwest Value Partners 12790 El Camino Real, Suite 150 San Diego, CA 92130	Uptown Property Holdings LLC c/o Southwest Value Partners 12790 El Camino Real, Suite 150 San Diego, CA 92130	09305400800 (Tract 1) 09305400100 (Tract 2) 09305400200 (Tract 3) 09305017501 (Tract 4) 09305017500 (Tract 5) 09305400300 (Tract 6) 09305402400 (Tract 7) 09305402500 (Tract 8) 09305018600 (Tract 9)

FOR AND IN CONSIDERATION as of the sum of Ten Dollars and No/100 ($10.00), cash in hand paid by the Grantee and other good and valuable consideration accepted as cash, the receipt and sufficiency of which are hereby acknowledged, **LIFEWAY CHRISTIAN RESOURCES OF THE SOUTHERN BAPTIST CONVENTION,** a Tennessee nonprofit corporation (hereinafter referred to as "Grantor"), herein this day has bargained and sold, and does hereby transfer and convey, unto **UPTOWN PROPERTY HOLDINGS LLC,** a Delaware limited liability company (hereinafter referred to as "Grantee"; the terms "Grantor" and "Grantee" to include their respective heirs, legal representatives, successors and assigns where the context requires or permits), all the right, title, interest, claim or demand which Grantor has or may have had in and to the improved real property described in **Exhibit "A"** attached hereto, together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said property (collectively, the "Property") in FEE SIMPLE forever.

The Property is conveyed subject to such limitations, restrictions and encumbrances as may affect the Property.

This conveyance is made solely for the purposes of conveying any and all ownership interest Grantor has in the Property. Title to said tract or parcel of land is to be held in the name of Grantee.

[*Signatures Commence on Following Page*]

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 24 day of November, 2015.

LIFEWAY CHRISTIAN RESOURCES OF THE SOUTHERN BAPTIST CONVENTION,
a Tennessee nonprofit corporation

By: _____
Name: Thom Rainer
Its: President and CEO

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, Lori Morrison, a Notary Public in and for the State and County aforesaid, personally appeared Thom Rainer, 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 and CEO of **LIFEWAY CHRISTIAN RESOURCES OF THE SOUTHERN BAPTIST CONVENTION**, the within named bargainor, a nonprofit corporation, and that he as such President and CEO, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such President and CEO.

WITNESS my hand and seal at office, on this the 23rd day of November, 2015.

_____
Notary Public

My Commission Expires:
August 20, 2019

[*Affidavit of Consideration on Following Page*]

LORI MORRISON
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

STATE OF TENNESSEE

COUNTY OF DAVIDSON

I hereby swear or affirm that, to the best of my knowledge, information and belief, the actual consideration for this transfer is $0.00.

Affiant

Sworn to and subscribed before me,
this 24th day of November, 2015.

W. W. B

NOTARY PUBLIC

My Commission Expires:

WILLIAM W. BURTON
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires MAY 3, 2016

EXHIBIT "A"

Legal Description of the Property

TRACT 1 (1 LIFEWAY PLAZA):

That certain tract or parcel of land located in the city of Nashville, Davidson County, Tennessee and being more particularly described as follows:

Beginning being a building corner at the intersection of the northern right of way line of Commerce Street and the easterly right of way of 10th Avenue North; Thence with the easterly right of way line of 10th Avenue North, North 27 Degrees 07 Minutes 33 Seconds West for 390.58 feet to a set mag nail in concrete walk with GS&P shiner and in the southerly right of way line of Lifeway Plaza; Thence with the southerly right of way of Lifeway Plaza, North 62 Degrees 34 Minutes 48 Seconds East for 423.94 feet to a set mag nail in concrete walk with GS&P shiner and in the westerly right of way line of 9th Avenue North; Thence with the westerly right of way line of 9th Avenue North the following two (2) calls and distances: South 27 Degrees 20 Minutes 54 Seconds East for 135.00 feet to a building corner; South 27 Degrees 13 Minutes 17 Seconds East for 254.10 feet to a set mag nail in concrete walk with GS&P shiner and in the northerly right of way line of Commerce Street; Thence with the northerly right of way line of Commerce Street, South 62 Degrees 22 Minutes 50 Seconds West for 424.90 feet back to the Point of Beginning.

Area being 165,491 square feet more or less or 3.80 acres more or less.

All as shown on ALTA/ACSM land title survey prepared by Gresham Smith and Partners, bearing the seal and certification of Kenneth D. Church, Tennessee Registered Land Surveyor No. 1004, as project number 40772.00, dated April 22, 2015, last revised November 16, 2015.

Being the same property conveyed to The Sunday School Board of the Southern Baptist Convention by the following deeds: Book 564, Page 512, Book 589, Page 62, Book 782, Page 615, Book 1049, Page 177, Book 1126, Page 48, Book 1333, Page 35, Book 2493, Page 343, Book 2494, Page 469, Book 2601, Page 11, Book 2923, Page 107, Book 3852, Page 303, Book 4074, Page 610, Book 4317, Page 202, and Book 6128, Page 884.

Physical Address: 1 Lifeway Plaza, Nashville, TN 37203

Tax Id No.: 09305400800

TRACT 2, 3 AND 6 (907, 915, AND 919 CHURCH STREET):

That certain tract or parcel of land located in the city of Nashville, Davidson County, Tennessee and being more particularly described as follows:

Beginning at a set mag nail with GS&P washer marking the point of intersection of the northern right of way of Lifeway Plaza and eastern right of way of 10th Avenue North thence with said right of way North 27 Degrees 14 Minutes 52 Seconds West for 119.45 feet to a set mag nail with GS&P washer in the southern right of way of Church Street; Thence with said right of line the following seven (7) calls and distances: North 61 Degrees 40 Minutes 04 Seconds East for 165.73 feet to a set mag nail with GS&P washer; Thence with a curve to the left with a radius of 1055.20, North 60 Degrees 16 Minutes 51 Seconds East for a chord distance of 52.37 feet (Arc

= 52.38) to a set mag nail with GS&P washer; North 65 Degrees 29 Minutes 37 Seconds East for 7.00 feet to a set mag nail with GS&P washer; Thence with a curve to the left with a radius of 1131.20, North 59 Degrees 03 Minutes 03 Seconds East for a chord distance of 48.18 feet (Arc= 48.19) to a set mag nail with GS&P washer; North 62 Degrees 43 Minutes 50 Seconds East for 10.00 feet to a set mag nail with GS&P cap: North 27 Degrees 16 Minutes 10 Seconds West for 1.23 feet to a set mag nail with GS&P washer; North 62 Degrees 34 Minutes 48 Seconds East for 95.00 feet to a set mag nail with GS&P washer corner with Joan N. Felts QC Deed instrument Number 20111122-0091568 recorded in the Davidson County Register of Deeds; Thence with said line South 27 Degrees 16 Minutes 10 Seconds East for 127.80 feet to a set mag nail with GS&P washer in the northern right of line Lifeway Plaza; Thence with said right of line the following two (2) calls and distances: South 62 Degrees 34 Minutes 52 Seconds West for 95.00 feet to a set mag nail with GS&P washer; South 62 Degrees 32 Minutes 21 Seconds West for 283.20 feet to the Point of Beginning.

Area being 46,753.27 Square feet more or less or 1.07 Acres more or less.

All as shown on ALTA/ACSM land title survey prepared by Gresham Smith and Partners, bearing the seal and certification of Kenneth D. Church, Tennessee Registered Land Surveyor No. 1004, as project number 40772.00, dated April 22, 2015, last revised November 16, 2015.

Being the same property conveyed to The Sunday School Board of the Southern Baptist Convention by Warranty Deed of record in Book 4317, Page 202, in the Register's Office of Davidson County, Tennessee and by Warranty Deed of record in Book 5785, Page 618, in the Register's Office of Davidson County, Tennessee. Being the same property conveyed to Lifeway Christian Resources of the Southern Baptist Convention, a Tennessee nonprofit corporation by Warranty Deed of record in Instrument No. 20061127-0146167, in the Register's Office of Davidson County, Tennessee.

Physical Address: 907,915, and 919 Church Street, Nashville, Tennessee 37203.

Tax Id: 09305400100, 09305400200, and 09305400300

TRACT 4 AND 5 (913 AND 917 COMMERCE STREET):

That certain tract or parcel of land located in the city of Nashville, Davidson County, Tennessee and being more particularly described as follows:

Beginning at a set mag nail with GS&P washer in the southern right of way of Commence Street corner with the northwest corner of Sunday School Board of Southern Baptists recorded in Deed 2499 Page 616 in the Davidson County Register of Deeds Office, thence with said line South 27 Degrees 13 Minutes 28 Seconds East for 91.25 feet to a set mag nail with GS&P washer corner with Birchmont-H.I. Nashville, LLC Deed Instrument Number 20070510-0055969 recorded in the Davidson County Register of Deeds; Thence with said line South 62 Degrees 45 Minutes 35 Seconds West for 186.00 feet to a set mag nail with GS&P washer in the eastern right of way of 10th Avenue North; Thence with said line North 27 Degrees 11 Minutes 06 Seconds West for 69.87 feet to a set mag nail with GS&P washer with right of way of Commerce Street; Thence with said right of way the following two (2) calls and distances: Thence with said right of way with a curve to the right having a radius of 20.00 feet from which the radius point bears North 26 Degrees 45 Minutes 01 Seconds West, thence right along said curve for an arc length of 31.87

feet, said curve having a chord bearing of North 17 Degrees 35 Minutes 52 Seconds East for 28.60 feet to a set mag nail with GS&P washer; North 62 Degrees 22 Minutes 50 Seconds East for 165.79 feet to the point of beginning.

Area being 16,770.98 square feet more or less or 0.39 acres more or less.

All as shown on ALTA/ACSM land title survey prepared by Gresham Smith and Partners, bearing the seal and certification of Kenneth D. Church, Tennessee Registered Land Surveyor No. 1004, as project number 40772.00, dated April 22, 2015, last revised November 16, 2015.

Being the same property conveyed to The Sunday School Board of the Southern Baptist Convention, a Tennessee corporation by Warranty Deed of record in Book 2494, Page 145, in the Register's Office of Davidson County, Tennessee and by Warranty Deed of record in Book 2499, Page 389, in the Register's Office of Davidson County, Tennessee.

Physical Address: 913 and 917 Commerce Street, Nashville, Tennessee 37203

Tax Id: 09305017501 and 09305017500

TRACT 7, 8, AND 10 (157 AND 161 ROSA L. PARKS BLVD.):

That certain tract or parcel of land located in the city of Nashville, Davidson County, Tennessee and being more particularly described as follows:

Beginning at a set mag nail with GS&P washer in the western right of way of Rosa Parks Boulevard common corner with the southeast corner of Smith House, LLC recorded in Deed Instrument Number 20051004 0119672 in the Davidson County Register of deeds office, thence with said right of way line the following four calls and distances: South 27 Degrees 29 Minutes 05 Seconds East for 56.63 feet to a set mag nail with GS&P washer; South 27 Degrees 29 Minutes 05 Seconds East for 87.50 feet to a set mag nail with GS&P washer; South 62 Degrees 30 Minutes 55 Seconds West for 3.94 feet to a set mag nail with GS&P washer; South 27 Degrees 29 Minutes 35 Seconds East for 23.77 feet to a set mag nail with GS&P washer marking the northern right of way of Commerce Street; Thence with the right of way line of Commerce Street the following five (5) calls and distances: Thence to the beginning point of a curve to the right having a radius of 12.06 feet from which the radius point bears South 62 Degrees 16 Minutes 23 Seconds West, thence right along said curve for an arc length of 9.91 feet, said curve having a chord bearing of South 04 Degrees 11 Minutes 44 Seconds East for 9.63 feet to a set mag nail with GS&P washer; Thence to the beginning point of a curve to the right having a radius of 18.67 feet from which the radius point bears North 70 Degrees 39 Minutes 54 Seconds West, thence right along said curve for an arc length of 9.08 feet, said curve having a chord bearing of South 33 Degrees 15 Minutes 59 Seconds West for 8.99 feet to a set mag nail with GS&P washer; South 47 Degrees 18 Minutes 37 Seconds West for 46.76 feet to point at the back of sidewalk; South 49 Degrees 39 Minutes 41 Seconds West for 27.00 feet a point at the back of sidewalk; Thence to the beginning point of a curve to the right having a radius of 49.61 feet from which the radius point bears North 39 Degrees 19 Minutes 54 Seconds West, thence right along said curve for an arc length of 35.26 feet, said curve having a chord bearing of South 71 Degrees 01 Minutes 41 Seconds West for 34.52 feet at back of sidewalk marking the beginning of eastern right of way of 9th Avenue North;

Thence with the right of way line of 9th Avenue South the following five (5) calls and distances:

Thence to the beginning point of a curve to the right having a radius of 54.40 feet from which the radius point bears North 01 Degrees 12 Minutes 47 Seconds West, thence right along said curve for an arc length of 52.45 feet, said curve having a chord bearing of North 63 Degrees 35 Minutes 35 Seconds West for 50.44 feet to a set mag nail with GS&P washer; North 30 Degrees 16 Minutes 02 Seconds West for 9.42 feet to a set mag nail with GS&P washer; South 62 Degrees 34 Minutes 24 Seconds West for 8.64 feet to a found ½" dia. iron rebar with cap (cannot read); North 27 Degrees 29 Minutes 05 Seconds West for 87.50 feet to a set mag nail with GS&P washer; North 27 Degrees 17 Minutes 40 Seconds West for 56.25 feet to a set mag nail with GS&P washer corner with Smith House, LLC; Thence with said line North 62 Degrees 22 Minutes 45 Seconds East for 159.81 feet to the point of beginning.

Said parcel area being 29,699.86 square feet or 0.68 acres more or less.

All as shown on ALTA/ACSM land title survey prepared by Gresham Smith and Partners, bearing the seal and certification of Kenneth D. Church, Tennessee Registered Land Surveyor No. 1004, as project number 40772.00, dated April 22, 2015, last revised November 16, 2015.

Being the same property conveyed to The Sunday School Board of the Southern Baptist Convention by Warranty Deed of record in Book 412, Page 522, in the Register's Office of Davidson County, Tennessee and by Warranty Deed of record in Book 10955, Page 155, in the Register's Office of Davidson County, Tennessee. Being the same property conveyed to Lifeway Christian Resources of The Southern Baptist Convention by Quitclaim Deed of record in Instrument No. 20050620-0070575, in the Register's Office of Davidson County, Tennessee. Being the same property that was formerly Cumberland Alley, lying between 8th Avenue North and 9th Avenue North, and between Map and Parcel Nos. 93-05-4-024.00 and 93-05-4-025.00, and closed by Metropolitan Government Ordinance No. 098-1307.

Physical Address: 157 and 161 Rosa L. Parks Blvd. Nashville, TN 37203

Tax Id: 09305402400 and 09305402500

TRACT 9 (1001 CHURCH STREET):

That certain tract or parcel of land located in the city of Nashville, Davidson County, Tennessee and being more particularly described as follows:

Beginning being a set ½" diameter iron rebar with GS&P cap in the northern right of Broadway and the eastern right of line of C.S.X Transportation Railroad thence with said line the following four (4) calls and distances: North 27 Degrees 07 Minutes 54 Seconds West for 1017.07 feet to a set ½" diameter iron rebar with GS&P cap; North 30 Degrees 26 Minutes 12 Seconds West for 51.11 feet to a set ½" diameter iron rebar with GS&P cap; North 27 Degrees 05 Minutes 32 Seconds West for 488.97 feet to a set ½" diameter iron rebar with GS&P cap; North 62 Degrees 49 Minutes 11 Seconds East for 32.88 feet to a point marking the property of Tennessee State Board of Regents "TSU" recorded in Deed Book 5630 Page 84 in the Davidson County Register of Deeds; Thence with said line North 62 Degrees 49 Minutes 11 Seconds East for 178.25 feet to a set mag nail with GS&P shiner the western right of way 10 Th Avenue North; Thence with said line the following five (5) calls and distances: South 27 Degrees 10 Minutes 49 Seconds East for 530.42 feet to a set mag nail with GS&P shiner; North 61 Degrees 43 Minutes 46 Seconds East for 5.77 feet to a set mag nail with GS&P shiner; South 27 Degrees 14 Minutes 52 Seconds East

for 224.49 feet to a set mag nail with GS&P shiner; North 63 Degrees 08 Minutes 21 Seconds East for 34.76 feet to a set mag nail with GS&P shiner; South 27 Degrees 11 Minutes 06 Seconds East for 800.00 feet to a set mag nail with GS&P shiner in the northern right of way of Broadway Avenue; Thence with said right of way line the following four (4) calls and distances: South 62 Degrees 36 Minutes 56 Seconds West for 42.08 feet to a found mag nail with HFT shiner; South 62 Degrees 36 Minutes 57 Seconds West for 65.91 feet to a set mag nail with GS&P shiner; South 25 Degrees 07 Minutes 50 Seconds East for 1.16 feet to a found mag nail with HFR shiner; South 62 Degrees 36 Minutes 37 Seconds West for 142.67 feet to the point of Beginning.

Area being 360,977.76 square feet more or less or 8.29 acres more or less.

All as shown on ALTA/ACSM land title survey prepared by Gresham Smith and Partners, bearing the seal and certification of Kenneth D. Church, Tennessee Registered Land Surveyor No. 1004, as project number 40772.00, dated April 22, 2015, last revised November 16, 2015.

Being the same property conveyed to The Sunday School Board of the Southern Baptist Convention, a Tennessee corporation by deed of record in Book 2602, Page 193, in the Register's Office of Davidson County, Tennessee, by deed of record in Book 7436, Page 764, in the Register's Office of Davidson County, Tennessee, and by deed of record in Book 7365, Page 625, in the Register's Office of Davidson County, Tennessee.

Physical Address: 1001 Church Street, Nashville, Tennessee 37203

Tax Id: 09305018600