BILL GARRETT, Davidson County
Trans:T20160035229 DEEDWARRSP
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Fees:43.00 Taxes:57923.50
20160428-0041732

This Document Was Prepared By:
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After Recording Mail To:
Brenda Sollenberger
First American Title Insurance Company
Six Concourse Parkway, Suite 2000
Atlanta, Georgia 30328

Send Subsequent Tax Bills To:
Monarch Rivergate LLC
4828 Ashford Dunwoody Road
Suite 400
Atlanta, Georgia 30338

Grantee's New Address:

Monarch Rivergate LLC
4828 Ashford Dunwoody Road
Suite 400
Atlanta, Georgia 30338

Tax Parcel No. 02600012300

**SPECIAL WARRANTY DEED**
**2148 Gallatin Pike, Nashville TN 37216**

THIS INDENTURE, made and entered into this 26th day of April, 2016, by GARRISON RIVERGATE LLC, a Delaware limited liability company ("Grantor"), and MONARCH RIVERGATE, LLC, a Delaware limited liability company ("Grantee").

**WITNESSETH:**

That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto the Grantee the improved real estate, situated and being in the County of Davidson, State of Tennessee,

described more particularly on Exhibit "A" annexed hereto and incorporated herein by this reference, and being all (part) of the same property conveyed to Grantor by Deed of record in the Register's Office of Davidson County, Tennessee as Instrument No. 201310220109919. Tax Parcel No. 02600012300.

TO HAVE AND TO HOLD the aforesaid real estate together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the Grantee, its successors and assigns in fee simple forever.

The Grantor does hereby covenant with the Grantee that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons claiming by, through or under it, but not further or otherwise. This conveyance is subject to the matters set forth on Exhibit "B" annexed hereto and incorporated herein by this reference.

***(signature page to follow)***

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed by and through its duly authorized officer, this the day and year first above written.

GARRISON RIVERGATE LLC

By: _____

Name: Sujit Sahadevan

Title: VP + Authorized Signatory

STATE OF New York
COUNTY OF New York

Before me, Notary Public, of the state and county aforesaid, personally appeared Sujit Sahadevan, with whom I am personally acquainted, and who, upon oath, acknowledged himself/herself to be Authorized Signatory of GARRISON RIVERGATE LLC, the within named bargainor, a Delaware limited liability company, and that he/she as such officer, executed the foregoing instrument for the purpose therein contained, by signing the name of the Authorized Signatory by himself/herself as such officer.

WITNESS my hand and seal, at office in New York County, New York this 20 day of April, 2016.

SALLY ELIZABETH OROURKE
Notary Public - State of New York
NO. 01OR6303300
Qualified in New York County
My Commission Expires May 12, 2018

Notary Public

My Commission Expires:

********

~~I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information,~~ and belief, the actual consideration for this transfer or value of the property ~~transferred~~, whichever is greater, is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Sujit Sahadevan
Authorized Signatory

Affiant

Subscribed and sworn to before ~~me~~ this 20 day of April, 2016.

Notary Public

My Commission Expires:

SALLY ELIZABETH OROURKE
Notary Public - State of New York
NO. 01OR6303300
Qualified in New York County
My Commission Expires May 12, 2018

OATH OF VALUE

(SPECIAL WARRANTY DEED)

STATE OF NORTH CAROLINA

COUNTY OF WAKE

I hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $15,655,000.00.

Charles Allen York, Affiant

Sworn to and subscribed to before me this 21ST day of April, 2016.

Notary Public

My Commission Expires: 5/19/19

LISA YOUNG
NOTARY PUBLIC
WAKE COUNTY, N.C.

Exhibit "A

Being a parcel of land in the Nashville, Second Civil District, Tenth Councilmanic District, Davidson County, Tennessee, said parcel being located north of Gallatin Pike between Conference Drive and Liberty Lane and being Lot 4 as shown on the revised Final Plat of Rivergate Properties Ltd, of record in Plat Book 6250, page 919, Register's Office for Davidson County, and being more particularly described as follows:

Beginning at a point in the northerly right-of-way line of Gallatin Pike, said point being the westerly terminus of a curve return in the northwesterly quadrant of the intersection of Gallatin Pike and Liberty lane;

Thence, along the northerly right-of-way line of Gallatin Pike the following calls:

S 50° 07' 23" W, 219.73 feet to a point;

S 86° 40' 03" W, 7.80 feet to a point;

S50° 13' 26" W, 271.54 feet to a point;

N 39° 37' 11" W, 3.89 feet to a point;

S 49° 23' 06" W, 527.74 feet to a point in the easterly terminus of a curve return in the northeasterly quadrant of the intersection of Gallatin pike and Conference Drive;

Thence, along said curve to the right, 28.38 feet to a point, said curve having a central angle of 90° 00' 00" a radius of 18.07 feet a tangent of 18.07 feet and a chord of N 85° 01' 07" W 25.56 feet;

Thence, along the easterly right-of-way line of Conference Drive, N 40° 01' 02" W, 6.93 feet to a point;

Thence, along said right-of-way line and with a curve to the right, 51.93 feet to a point, said curve having a central angle of 14° 10' 04", a radius of 210.00 feet, a tangent of 26.10 feet and a chord of N 32° 56' 05" W, 51.79 feet;

Thence, along said right-of-way line, N 25° 51' 03" W, 86.00 feet to a point in the southwestern corner of Lot 1 as shown on the Revised Final Plat of Rivergate Properties, LTD, of record in Plat Book 6250, page 919, R.O.D.C.;

Thence, N 64° 08' 57" E, 491.00 feet to a point in the southeastern corner of Lot 3 of said

plat; Thence, N 25° 51' 03" W, 200.00 feet to a point in the northeastern corner of said Lot

3,

Thence, S 64° 08' 57" W, 491.00 feet to a point in the northwestern corner of Lot 1, of said plat, said point being in the easterly right-of-way line of Conference Drive;

Thence, along said right-of-way, N 25° 51' 03" W, 381.00 feet to a point in the southwestern corner of Lot 5 of said plat;

Thence, leaving said right-of-way line of Conference Drive and with Lot 5 of said plat the following

calls:

N 64° 08' 57" E, 175.00 feet to a point;

S 25° 51' 03" E, 60.00 feet to a point;

N 59° 38' 29" E, 211.21 feet to a point;

N 25° 51' 03" W, 440.00 feet to a point;

N 64° 08' 57" E, 150.00 feet to a point in the right-of-way line of Vietnam Veterans

Boulevard. Thence, along said right-of-way line, S 26° 24' 15" E, 28.00 feet to a point;

Thence, continuing along said right-of-way line, N 58° 43' 47" E, 261.90 feet to a point in the western line of property of Brooks S. Fitzpatrick, et ux. of record in Book 4573, page 296, R.O.D.C.;

Thence, along said western line of Fitzpatrick property, S 26° 04' 52" E, 173.59 feet to a point;

Thence, along the southern line of said Fitzpatrick property, N 73° 00' 35"E, 243.23 feet to a point in the westerly line of Liberty Lane;

Thence, along said right-of-way line, S 26° 30' 46" E, 297.57 feet to a point;

Thence, continuing along said right-of-way line, S 26° 21' 25" E, 352.14 feet to a point in the northerly terminus of a curve return in the northwestern quadrant of the intersection of Liberty Lane and Gallatin Pike;

Thence, along a curve to the right, 33.37 feet to the point of beginning, said curve having a central angel of 16° 28' 48" , a radius of 25.00 feet, a tangent of 19.70 feet and a chord of S 11° 52' 59" W, 30.95 feet;

Containing 737.506 square feet or 16.93 acres, more or less.

Being the same property conveyed to Garrison Rivergate LLC, a Delaware limited liability company by deed of record in Instrument No. 201310220109919, in the Register's Office for Davidson County, Tennessee.

Exhibit B

1. Taxes and assessments for the year 2016 and subsequent years, which are not yet due and payable.

2. All applicable laws (including zoning, building ordinances and land use regulations).

3. Rights of tenants in possession, as tenants only, under prior unrecorded leases.

4. All matters disclosed by that certain ALTA/ACSM Survey dated January 25, 2016, last revised April __, 2016, prepared by American Surveying & Mapping, Inc., under the certification and seal of Steven J. Hyde, PLS No. 2240.

5. Terms, grant of easements and the following matters set forth on plat recorded in Book 6250, Page 919, Register's Office for Davidson County, Tennessee.

6. Stormwater Detention Agreement of record in Book 6815, page 342, and Book 6848, page 703, in the Register's Office for Davidson County, Tennessee.

7. Easements, agreements and obligations as set forth in that certain Reciprocal Easement and Development Agreement of record in Book 6859, page 802, in the Register's Office for Davidson County, Tennessee.

8. Agreement Concerning Easement of record in Book 6897, page 29, in the Register's Office for Davidson County, Tennessee.

9. Joint Easement Agreement of record in Book 7535, page 132, in the Register's Office for Davidson County, Tennessee.

10. Memorandum of Lease by and between Kimco Rivergate, L.P., a Tennessee limited partnership and Bed, Bath and Beyond Inc., a New York Corporation of record in Instrument No. 200210170127804, in the Register's Office for Davidson County, Tennessee, as amended by Amendment to Memorandum of Lease of record in Instrument No. 201506170057597, in said Register's Office.

11. Declaration of Covenant and Restriction of record in Instrument No. 200210170127805, in the Register's Office for Davidson County, Tennessee.

12. Memorandum of Lease by and between Kimco Rivergate, L.P., and Dolgencorp, LLC, a Kentucky Corporation of record in Instrument No. 200912010110000, in the Register's Office for Davidson County, Tennessee.