BILL GARRETT, Davidson County
Trans:T20160074000 DEEDWARRSP
Recvd: 08/24/16 14:23 5 pgs
Fees:28.00 Taxes:6202.48
20160824-0088718

This Instrument Prepared By:
Bettie J. Winton
Grissim and Hodges
323 Union Street, Suite 400
Nashville, TN 37201

**SPECIAL WARRANTY DEED**

FROM: MPI HERMITAGE, LLC, Grantor

TO: MR HOTELS, LLC, Grantee

| **New Property Owner:** | **Send Tax Bills:** | **Map & Parcel Numbers** |
|---|---|---|
| MR Hotels, LLC<br>2812A White Oak Drive<br>Nashville, Tennessee 37215 | Same | Map: 86<br>Parcel: 752 |

STATE OF TENNESSEE )
)
COUNTY OF DAVIDSON )

The actual consideration for this transfer is ONE MILLION SIX HUNDRED SEVENTY-SIX THOUSAND THREE HUNDRED FORTY-SIX AND NO/100 DOLLARS ($1,676,346.00).

LK Modi.
Affiant

SUBSCRIBED AND SWORN TO before me, this the 22nd day of August, 2016.

MELINDA A. GRAY
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF DAVIDSON
MY COMMISSION EXPIRES: JANUARY 6, 2020

Notary Public
My Commission Expires: 1-6-20

FOR AND IN CONSIDERATION OF the sum of ONE MILLION SIX HUNDRED SEVENTY-SIX THOUSAND THREE HUNDRED FORTY-SIX AND NO/100 DOLLARS ($1,676,346.00), the receipt and sufficiency of which are hereby acknowledged, **MPI HERMITAGE, LLC, a Tennessee limited liability company** ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto **MR HOTELS, LLC, a Tennessee**

**limited liability company** ("Grantee"), its successors and assigns, a certain tract or parcel of land in Hermitage, Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference, together with all improvements, buildings and structures located thereon (the "Property").

The Property is improved property known as 303 Old Lebanon Dirt Road, Hermitage, Tennessee 37076.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors and assigns forever.

And Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And Grantor does further covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor (other than claims arising from the matters set forth on Exhibit B), but not further or otherwise.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

Witness my hand this 23rd day of August, 2016.

**GRANTOR:**

MPI HERMITAGE, LLC, a Tennessee limited liability company

By: KPCD, LLC, a Tennessee limited liability company

Title: Manager

By: KPCD II, LLC, a Tennessee limited liability company

Title: Sole Member

By: _____
Kenneth M. Powers

Title: Sole Member

STATE OF TENNESSEE )
COUNTY OF DAVIDSON )

Before me, a Notary Public, personally appeared Kenneth M. Powers, 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 Sole Member of KPCD II, LLC, a Tennessee limited liability company, the Sole Member of KPCD, LLC, a Tennessee limited liability company, the Manager of MPI HERMITAGE, LLC, a Tennessee limited liability company, and that he as the Sole Member of the Manager, executed the foregoing instrument for the purposes therein contained, by personally signing the name of the company in his capacity as the Sole Member of the Manager of the company.

Witness my hand and seal this 23rd day of August, 2016.

PEGGY AXFORD
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires MAR. 10, 2019

_____
Notary Public

My Commission Expires:_____

**EXHIBIT "A"**
Legal Description

Land located in Davidson County, Tennessee, being Lot 1 on the Plan of Hermitage CHICK-FIL-A of record in Instrument N. 20050915-0111233, Register's Office for Davidson County, Tennessee, to which Plan reference is hereby made for a more complete description of the Property.

Together with the easements appurtenant to said lot established by the following instruments:

Declaration of Reciprocal Easements and Restrictions of record in Instrument Number 20050308-0025818, as amended in Instrument No. 20050802-0090286 and in Instrument Number 20060905-0109634, said Register's Office.

Cross-Access and Drainage Easement Agreement of record in Instrument No. 20041008-0121767, as amended in Instrument No. 20060905-0109635, said Register's Office; and

Easement Agreement of record in Instrument No. 20041008-0121768, as re-recorded in Instrument No. 20050818-0098530, said Register's Office.

Being the same property conveyed to MPI Hermitage, LLC, a Tennessee limited liability company, by Quitclaim Deed of record in Instrument No.20071220-0146313, Register's Office for Davidson County, Tennessee.

**EXHIBIT "B"**
Exceptions

1. Taxes for the year 2016, a lien not yet due and payable.

2. Subject to all matters shown on the Plan of record as Instrument No. 20050915-0111233, Register's Office for Davidson County, Tennessee.

3. Stormwater Detention Agreement of record in Instrument No. 20040916-0111880, said Register's Office.

4. Cross-Access and Drainage Easement Agreement of record in Instrument No. 20041008-0121767, as amended in Instrument No. 20060905-0109635, said Register's Office.

5. Easement Agreement of record in Instrument No. 20041008-0121768, as re-recorded in Instrument No. 20050818-0098530, said Register's Office.

6. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage, Water Mains, Pumps and Appurtenances of record in Instrument No. 20050125-0009333, said Register's Office.

7. Declaration of Reciprocal Easements and Restrictions of record in Instrument No. 20050308-0025818, as amended in Instrument No. 20050802-0090286 and in Instrument No. 20060905-0109634, said Register's Office.

8. Terms and provisions of a Short Form Lease by and between MPI Hermitage, LLC, a Tennessee limited liability company, and Chick-Fil-A, Inc., a Georgia corporation, of record in Instrument No. 20050308-0025819, said Register's Office, as amended by First Amendment to Short Form Lease of record in Instrument No. 20160824-0088716, said Register's Office.