This instrument prepared by and return to:
Butler Snow LLP
Attention: Geoffrey Hirsch
6075 Poplar Avenue, Suite 500
Memphis, TN 38119-0102
(901) 680-7200

After recording return to:
Cottonwood Residential O.P., LP
6340 South 3000 East, Suite 500
Salt Lake City, UT 84121
Attn: Gregg Christensen

Davidson County DEEDWARRSP
Recvd: 09/23/16 15:03 10 pgs
Fees:53.00 Taxes:2029.28
20160923-0100680

Tax Parcel Number: Parcels 65 & 180 on Tax Map 162

SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS:

THAT, **Brentridge SPE-10, LLC**, a Delaware limited liability company (the "Grantor"), for and in consideration of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration in hand paid to Grantor by **COTTONWOOD BRENTRIDGE H, LLC**, a Delaware limited liability company ("Grantee"), whose mailing address is 6340 South 3000 East, Suite 500, Salt Lake City, Utah 84121, the receipt and sufficiency of such consideration being hereby acknowledged, has GRANTED, SOLD AND CONVEYED, and by these presents does GRANT, SELL AND CONVEY unto Grantee a **2.25000%** undivided interest in that certain real property being more particularly described in Exhibit A attached hereto and made a part hereof for all purposes, together with all improvements, structures and fixtures situated thereon (collectively, the "Property").

TO HAVE AND TO HOLD the Property, together with all and singular the rights, and appurtenances thereto in anywise belonging, unto Grantee, its successors and assigns forever; and Grantor does hereby bind itself and its successors to WARRANT AND FOREVER DEFEND all and singular the Property, unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or claim the same, or any part thereof, by, through, or under Grantor, but not otherwise.

[signatures on following pages]

IN WITNESS WHEREOF, this instrument has been executed as of (but not necessarily on) this 3rd day of May, 2016.

GRANTOR:

Brentridge SPE-10, LLCa Delaware limited liability company,

By: John E. Baskin and/or Charlene G. Baskin, Trustees,
or their successors in trust, under the C. and J. Baskin
Living Trust, dated May 4, 1999, and any amendments thereto, Sole Member

By: _____
Name: John E. Baskin
Title: Trustee

STATE OF _____)
COUNTY OF _____) ss.

Before me, the undersigned authority, a Notary Public in and for said County and State aforesaid, personally appeared John E. Baskin 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 Trustee of the John E. Baskin and/or Charlene G. Baskin, Trustees, or their successors in trust, under the C. and J. Baskin Living Trust, dated May 4, 1999, and any amendments thereto, the within named maker or a constituent of the maker, and that he as such Trustee being authorized to do so by the maker or by its constituent, the constituent being authorized by the maker, executed the foregoing instrument for the purposes therein contained, by signing the name of the maker or its constituent by himself as Trustee.

Witness my hand and official seal at office, this _____ day of _____, 2016, A.D.

_____
Notary Public

My Commission expires _____

See attached

(remainder of page left blank, additional notary block follows.)

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles)

On 5/3/ 2016 before me, C. R. Towles, Notary Public
(insert name and title of the officer)

personally appeared JOHN E BASKIN,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

C. R. TOWLES
COMM. #1976049
Notary Public - California
Los Angeles County
My Comm. Expires May 19, 2016

Signature _____ **(Seal)**

IN WITNESS WHEREOF, this instrument has been executed as of (but not necessarily on) this 3rd day of May, 2016.

GRANTOR:

Brentridge SPE-10, LLCa Delaware limited liability company,

By: John E. Baskin and/or Charlene G. Baskin, Trustees,
or their successors in trust, under the C. and J. Baskin
Living Trust, dated May 4, 1999, and any amendments thereto, Sole Member

By: Charlene G. Baskin
Name: Charlene G. Baskin
Title: Trustee

STATE OF _____)
COUNTY OF _____) ss.

Before me, the undersigned authority, a Notary Public in and for said County and State aforesaid, personally appeared Charlene G. Baskin with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath acknowledged herself to be the Trustee of the John E. Baskin and/or Charlene G. Baskin, Trustees, or their successors in trust, under the C. and J. Baskin Living Trust, dated May 4, 1999, and any amendments thereto, the within named maker or a constituent of the maker, and that she as such Trustee being authorized to do so by the maker or by its constituent, the constituent being authorized by the maker, executed the foregoing instrument for the purposes therein contained, by signing the name of the maker or its constituent by herself as Trustee.

Witness my hand and official seal at office, this _____ day of _____, 2016, A.D.

_____
Notary Public

My Commission expires _____

See attached

(remainder of page left blank, additional notary block follows.)

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles)

On 5/31 2016 before me, C. R. Towles, Notary Public
(insert name and title of the officer)

personally appeared CHARLENE G. BASKIN,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his~~/her/~~their~~ authorized capacity~~(ies)~~, and that by ~~his/her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

C. R. TOWLES
COMM. #1976049
Notary Public - California
Los Angeles County
My Comm. Expires May 19, 2016

Signature _____ **(Seal)**

(FOR RECORDING DATA ONLY)

Property Address:
1500 Brentridge Dr.
Antioch, TN

Property Owner:
Brentridge SPE-10, LLC
John E. Baskin and/or Charlene G. Baskin, Trustees, or their successors in trust, under the C. and J. Baskin Living Trust, dated May 4, 1999, and any amendments thereto
712 Haverford Avenue
Pacific Palisades, CA 90272

Ward, Block & Parcel Number:
Tax Map 162 Parcels 65 and 180

Mail tax bills to: (Person or Agency responsible for payment of taxes)
Cottonwood Brentridge H, LLC
6340 South 3000 East, Suite 500
Salt Lake City, Utah 84121

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 $[548454.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this _____ day of _____, 2016.

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 $[548,454.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this _____ day of _____, 2016.

Notary Public

My Commission Expires:
_____

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 3rd day of MAY, 2016, by JOHN E. BASKIN, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

C. R. TOWLES
COMM. #1976049
Notary Public - California
Los Angeles County
My Comm. Expires May 19, 2018

(Seal)

Signature

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 3rd day of MAY, 2016, by CHARLENE G. BASKIN, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

C. R. TOWLES
COMM. #1976049
Notary Public - California
Los Angeles County
My Comm. Expires May 19, 2016

(Seal) Signature

Exhibit A

Legal Description

LAND in Davidson County, Tennessee, being all of Lot No. 1, Phase I and Lot No. 1, Phase II, on the plan of Subdivision for Brentridge, as shown on plat appearing of record in Plat Book 6250, page 576, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.

Being the same property conveyed to Brentridge SPE-10, LLC, as to an undivided 2.250% tenant in common interest by Warranty Deed dated 02/28/2008 from Brentridge TIC, LLC, a Delaware limited liability company of record in Instrument 200803100023686, Register's Office for Davidson County, Tennessee.

True Copy Certification

I, Sandra S. Jackson, do hereby make oath that I am the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Sandra S. Jackson

State of TENNESSEE

County of RUTHERFORD

Personally appeared before me, Julie Read, a notary public for this county and state, Sandra S. Jackson, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Julie Read, Notary

My Commission Expires: 2-2017

JULIE N. READ
STATE OF TENNESSEE NOTARY PUBLIC
RUTHERFORD COUNTY