Davidson County DEEDWARRSP
Recvd: 10/03/16 16:02 8 pgs
Fees:43.00 Taxes:169296.00
20161003-0104183

THIS INSTRUMENT PREPARED BY:

Beth M. Eckel
Shumaker, Loop & Kendrick, LLP
1000 Jackson Street
Toledo, Ohio 43604-5573

AFTER RECORDING, RETURN TO:

First American Title Insurance Company
666 Third Avenue, 5th Floor
New York, New York 10017
Attention: Hilary A. Kruce, Esq.
First American File No.: NCS-800746

# SPECIAL WARRANTY DEED

(*Signature HealthCARE of Nashville Rehabilitation and Wellness, Davidson County, Tennessee*)

THIS INDENTURE, made and entered into as of the 30 day of September, 2016, by and between HCRI Tennessee Properties, LLC, a Delaware limited liability company, party of the first part, and OHI ASSET (TN) Nashville, LLC, a Delaware limited liability company, party of the second part.

WITNESSETH: That for and in consideration of Forty-Five Million Seven Hundred Fifty-Five Thousand Six Hundred Sixty-Five and 00/100 Dollars ($45,755,665) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, the party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the party of the second part, the following described real estate, situated in the City of Nashville, County of Davidson, State of Tennessee and being more particularly described on Exhibit "A" attached hereto and incorporated herein by reference, together with (a) any buildings and other improvements located thereon; (b) all rights of Grantor in and to all air, mineral and riparian rights and all tenements, hereditaments, privileges and appurtenances belonging or in any way appertaining thereto; (c) any land lying in the bed of any street, road or avenue adjoining the real property described on attached Exhibit "A" to the center line thereof, but only to the extent of Grantor's interest, if any, therein; and (d) all easements, whether or not recorded, strips and rights-of-way abutting, adjacent to, contiguous with or adjoining the real property described on attached Exhibit "A", but only to the extent of Grantor's interest, if any, therein.

The property is improved with an address of: 832 Wedgewood Ave., Nashville, TN. 37203.

Being the same property conveyed to the party of the first part by Warranty Deed of record at Instrument Number 201111160089356 in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD The a fore described real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the party of the second part, its successors and assigns in fee simple forever.

The party of the first part does hereby covenant with the party of the second part that it is lawfully seized in fee of the a fore described real estate; that it has a good right to sell and convey the same; that the same is unencumbered, except for those exceptions, reservations and other matters described on Exhibit "B"

attached hereto and incorporated herein by reference; 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.

The word "party" as used herein shall mean "parties" if it refers to more than one person or entity, and pronouns shall be construed according to their proper gender and number according to the context hereof.

IN WITNESS WHEREOF, the party of the first part has caused this instrument to be executed by and through its duly authorized officers as of the day and year first above written.

HCRI Tennessee Properties, LLC, a
Delaware limited liability company

Justin Skiver, Authorized Signatory

STATE OF OHIO )
) SS:
COUNTY OF LUCAS )

The foregoing instrument was acknowledged before me this 23 day of September, 2016 by Justin Skiver, the Authorized Signatory for HCRI Tennessee Properties, LLC, a Delaware limited liability company, on behalf of the company.

ROBIN RADDE
NOTARY PUBLIC
STATE OF OHIO

Notary Public

My Commission Expires:

My Comm. Expires April 1, 2018

STATE OF OHIO
COUNTY OF LUCAS

I 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 $45,755,665.00, which amount is equal to or greater than the amount which the property would command at a fair and voluntary sale.

Justin Skiver, Authorized Signatory

Subscribed and sworn to before me this the 23 day of September, 2016.

ROBIN RADDE
NOTARY PUBLIC
STATE OF OHIO

Notary Public

My commission expires:

My Comm. Expires April 1, 2018

(SPACE BELOW THIS LINE FOR STATISTICAL AND RECORDING DATA ONLY)

TAX PARCEL NO.:
10510000400, 105100005000, 10510000600, 1051000700, 10510000800, and 10510000900

NAME AND ADDRESS OF PROPERTY OWNER:

OHI Asset (TN) Nashville, LLC
c/o Omega Healthcare Investors, Inc.
200 International Circle, Suite 3500
Hunt Valley, Maryland 21030

NAME AND ADDRESS OF THE PERSON OR ENTITY
RESPONSIBLE FOR THE PAYMENT OF THE REAL PROPERTY TAXES

OHI Asset (TN) Nashville, LLC
c/o Omega Healthcare Investors, Inc.
200 International Circle, Suite 3500
Hunt Valley, Maryland 21030

EXHIBIT A
LEGAL DESCRIPTION

*(Signature HealthCARE of Nashville Rehabilitation and Wellness, Davidson County, Tennessee)*

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOTS 15, 16, 17, A PORTION OF LOT 14 AND A PORTION OF AN ALLEY, ON THE MAP OF WAVERLY PLACE, AS OF RECORD IN PLAT BOOK 57, PAGE 95, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, DESCRIBED MORE PRECISELY AS FOLLOWS:

BEGINNING AT AN IRON ROD ON THE NORTHERN RIGHT-OF-WAY OF WEDGEWOOD AVENUE AT THE EASTERN RIGHT-OF-WAY OF ELLIOTT AVENUE AND BEING THE SOUTHWEST CORNER OF THE DESCRIBED PROPERTY; THENCE WITH THE RIGHT-OF-WAY OF ELLIOTT AVENUE AND A CURVE TO THE WEST, DELTA OF 29 DEGREES 21' 50", RADIUS OF 780.00 FEET, LENGTH OF 399.75 FEET, HAVING A CHORD BEARING OF N 04 DEGREES 57' 10" W 395.39 FEET TO AN IRON ROD; THENCE LEAVING SAID RIGHT-OF-WAY, N 70 DEGREES 21' 55" E 200.00 FEET TO AN IRON ROD ON THE WESTERN RIGHT-OF-WAY OF THE ALLEY; THENCE WITH THE RIGHT-OF-WAY OF SAID ALLEY AND A CURVE TO THE WEST, DELTA OF 12 DEGREES 08' 41" RADIUS OF 980.00 FEET, LENGTH OF 207.73 FEET, HAVING A CHORD BEARING OF S 13 DEGREES 33' 45" E 207.34 FEET TO AN IRON ROD; THENCE WITH THE SOUTHERN RIGHT-OF-WAY OF SAID ALLEY, S 83 DEGREES 18' 13" E 259.12 FEET TO AN IRON ROD ON THE WESTERN RIGHT-OF-WAY OF BEECH AVENUE; THENCE WITH THE RIGHT-OF-WAY OF BEECH AVENUE, S 06 DEGREES 07' 06" W 304.98 FEET TO A PUNCH HOLE IN THE SIDEWALK ON THE NORTHERN RIGHT-OF-WAY OF WEDGEWOOD AVENUE; THENCE WITH THE RIGHT-OF-WAY OF WEDGEWOOD AVENUE, N 80 DEGREES 11' 50" W 434.04 FEET TO THE POINT OF BEGINNING; CONTAINING 3.70 ACRES, MORE OR LESS, AS SURVEYED SEPTEMBER 2, 2010, BY L. STEVEN BRIDGES, JR. RLS # 1740 OF BRIDGES LAND SURVEYING AND CONSULTING, 205 SHIVEL DRIVE, HENDERSONVILLE, TENNESSEE 37075.

BEING THE SAME PROPERTY CONVEYED TO HCRI TENNESSEE PROPERTIES, LLC BY DEED FROM LP NASHVILLE II, LLC OF RECORD IN INSTRUMENT NO. 201111160089356, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B
PERMITTED ENCUMBRANCES

(*Signature HealthCARE of Nashville Rehabilitation and Wellness, Davidson County, Tennessee*)

[See Attached]

800746TN31 Signature HealthCARE of Nashville Rehabilitation and Wellness

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

2. Survey prepared by Bock & Clark, dated August 2, 2016, last revised Sept 16, 2016, designated as Network Project No. 201602532-0031 (the "Survey"), shows the following:

   a. Retaining wall along Easterly side of subject premises encroach into public Alley;

   b. Building along North side of subject premises encroaches over building setback lines;

   c. Building along East side of subject premise encroaches over building setback line;

   d. 15 foot setback line along North and East sides of subject premise;

   e. 20 foot setback line along Northeasterly sides of subject premises.

# True Copy Certification

I, Hilary A. Kruce, do hereby make oath that I am a licensed attorney and/or 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.

Hilary A. Kruce
Signature

State of New York

County of Manhattan

Personally appeared before me, Brett Habermann a notary public for this county and state, Hilary A. Kruce who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires: July 23, 2020
Notary' Seal (if on paper)

BRETT PHILIP HABERMANN
Notary Public, State of New York
No. 02HA6265226
Qualified in Nassau County
Commission Expires July 23, 20 20