16-1-475

Register Return to:
Land Title South, Inc.
3326 Aspen Grove Dr.
Suite 400
Franklin, TN 37067

THIS INSTRUMENT PREPARED BY:
Land Title South, Inc.
3326 Aspen Grove Dr. Ste 400
Franklin, TN 37067

SPECIAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To:	Map-Parcel Number(s)
Battleground Properties GP 504 Autumn Springs Ct. Suite 24 Franklin, TN 37067	Same	Account #156090A00500CO

FOR AND IN CONSIDERATION OF THE SUM OF TEN ($10.00) DOLLARS, and other good and valuable consideration, receipt of all of which is hereby acknowledged, RITE AID OF TENNESSEE, INC., a Tennessee corporation, ("Grantor"), has this day bargained and sold, and does hereby transfer and convey unto BATTLEGROUND PROPERTIES, GP, a Tennessee General Partnership ("Grantee"), its successors and assigns, certain real property in Davidson County, Tennessee, more particularly described on Exhibit A attached hereto, together with all rights and appurtenances pertaining to such real property and all improvements, structures and fixtures now constructed and completed or under construction on the real property.

Said property is conveyed subject to (i) those matters more particularly described on Exhibit B attached hereto and incorporated herein by reference and (ii) the following restriction:

No part of the Property shall be occupied or used, either directly or indirectly, for the purpose of operation of or parking for: (a) a business, trade or profession which requires or has a license or permit to conduct a pharmacy or to dispense prescription drugs, or which employs or is required to employ a registered or licensed pharmacist, nor for the conduct of any store (or any parking lot for any store whether or not located on the Property) whose business, trade or profession is called, labeled, named or is commonly known or referred to as a "drug store," "pharmacy" or "apothecary;" or (b) a discount, 99 cent store or a "dollar" store, including but not limited to, Dollar General, Family Dollar or similar operation; or (c) a medical clinic providing services, which shall include health services typically provided by nurse practitioners (any RN level nurse and beyond), physicians assistants or physicians, including, but not limited to the treatment of common medical conditions, administration of health screenings, examinations and procedures, vaccines, physicians and the provision of patient educational materials; or (d) a health and beauty aids store and/or a store which sells health and/or beauty aids in more than five percent (5%) of the respective store's gross floor area. The foregoing restriction shall be a burden on such Property, shall be for the benefit of Rite Aid Corporation, its subsidiaries and affiliates and their respective successors and assigns (collectively, the "Rite Aid Parties"), shall run with the land, shall commence on the date hereof and shall be inserted in any deed, lease or other instrument conveying of demising the Property herein conveyed or any part thereof. In the event of any violation or threat of violation by any person of this restriction, the Rite Aid Parties shall have the right to enjoin such violation or threatened violation in a court of competent jurisdiction. This right of injunction shall be in addition to all of the remedies provided by law or in equity.

BILL GARRETT, Davidson County
Trans:T20160087313 DEEDWARRSP
Recvd: 10/04/16 14:12 6 pgs
Fees:33.00 Taxes:3145.00
20161004-0104753

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

This property is known as Outparcel 5 on Highway 100 and Temple Road, Nashville, Tennessee.

Grantor covenants and binds itself and its successors to warrant specially and defend to Grantee forever the title to said property against the lawful claims of all persons claiming through or under Grantor, but not further or otherwise; however, the foregoing special warranty expressly excludes claims arising out of the matters set forth on Exhibit B.

[*Signature Page Follows*]

IN WITNESS WHEREOF, Grantor executed this instrument on this 28th day of September, 2016.

RITE AID OF TENNESSEE, INC.

By: _____
Joseph J. Notarianni, Jr.
Vice President

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF CUMBERLAND)

Personally appeared before me, the undersigned, a Notary Public, Joseph J. Notarianni, Jr., with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice President of Rite Aid of Tennessee, Inc., a Tennessee corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 28th day of September, 2016.

_____
Notary Public

My Commission Expires: _____

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
LINDA L BROWN, NOTARY PUBLIC
CAMP HILL, PA CUMBERLAND CO.
MY COMMISSION EXPIRES ON JUNE 18, 2020

STATE OF Tennessee)
)
COUNTY OF Williamson)

The actual consideration or value (whichever is greater) for this transfer is $850,000.00.

Affiant

Subscribed and sworn to before me, this 30 day of September, 2016.

Notary Public

My Commission Expires:_____

SUSAN HARVILLE
TENNESSEE NOTARY PUBLIC
My Comm Exp. July 16, 2018
COUNTY OF WILLIAMSON

EXHIBIT A

Legal Description

Land in Davidson County, Tennessee, being Outparcel 5 in the Final Plat for Harpeth Village P.U.D., as shown on the Plat of record in Instrument No. 20060505-0052434, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed to Rite Aid of Tennessee, Inc. a Tennessee Corporation by deed from Bellevue RA, LLC, an Alabama limited liability company, dated February 19, 2010 and recorded February 22, 2010 as Instrument No. 20100222-0013212, Register's Office for Davidson County, Tennessee.

EXHIBIT B

1. Subject to all matters shown on the Final Plat for Harpeth Village P.U.D. of record in Instrument 20060505-0052434, Register's Office for Davidson County, Tennessee.

2. Subject to all matters shown on the plats of record in Instrument 20051227-0153838 and Instrument 20080618-0062694, of record in the Register's Office for Davidson County, Tennessee.

3. Terms, provisions, covenants, conditions, restrictions, easements, charges, assessments and liens provided in the Covenants, Conditions and Restrictions of record in Instrument 20070117-0007069; Instrument 20070507-0054445 and Instrument 20080617-0062370, amended in Instrument 20100222-0013211, and Declaration of Restrictions, Covenants, Conditions and Grant of Easements of record in Instrument 20060823-0104009; Instrument 20070117-0007067, as amended in Instrument 20070827-0102786 Register's Office for Davidson County, Tennessee, but omitting any covenant, condition or restriction, if any, based on race, color, religion, sex, handicap, familial status or national origin unless and only the extent that the covenant, condition or restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap, but does not discriminate against handicapped persons.

4. Taxes, dues and assessments for the year ending 2016 and future years are liens not currently due or payable, plus any penalties and interest which may accrue.

5. Agreement for Dedication of Public Utilities and Abandonment of Existing Easement in favor of Harpeth Valley Utilities District of record in Instrument 20000510-0047300, Register's Office for Davidson County, Tennessee.

6. Agreement for Dedication of Easement for Water Line in favor of Harpeth Valley Utilities District of record in Book 8019, page 168, Register's Office for Davidson County, Tennessee.

7. Stormwater Detention Agreement of record in Instrument 20051219-0151714, Register's Office for Davidson County, Tennessee.

8. Agreement for Dedication of Public Utilities Easement in favor of Harpeth Valley Utilities District of record in Instrument 20080617-0062371, Register's Office for Davidson County, Tennessee.

9. Unrecorded Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage, Water Mains, Pumps and Appurtenances to the Metropolitan Government of Nashville and Davidson County, Tennessee dated September 8, 2008.