BILL GARRETT, Davidson County
Trans:T20160115068 DEEDTRS
Recvd: 12/30/16 12:50 4 pgs
Fees:23.00 Taxes:5040.29
20161230-0137443

FROM: Stephen C. Baker, Substitute Trustee
TO: Nashville Multifamily Partners, LLC

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel No.
Nashville Multifamily Partners, LLC 4515 Harding Road Suite 210 Nashville, Tennessee 37205	(same)	Map 134 Parcel 313

This instrument prepared by: Waller Lansden Dortch & Davis, LLP, Stephen C. Baker, Esq., 511 Union Street, Suite 2700, Nashville, Tennessee 37219-1760

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $1,362,239.40.

Affiant

Subscribed and sworn to before me, this the 27th day of December, 2016.

KIMBERLY SWAYZE
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF RUTHERFORD

Notary Public
My Comm. Expires: 2.4.17

QUITCLAIM SUBSTITUTE TRUSTEE'S DEED

WHEREAS, by (i) Subordinate Multifamily Deed of Trust, Assignment of Rents and Leases, Security Agreement and Fixture Filing, dated May 1, 2001, of record as Instrument No. 20010531-0056404, Register's Office for Davidson County, Tennessee, Paragon Mills-GEAC, LLC, a Tennessee limited liability company, conveyed to Darlene T. Marsh of Davidson County, Tennessee, Trustee, property known as Prestige Pointe Apartments located at 200 Paragon Mills Road, Nashville, Tennessee, and (ii) Subordinate Multifamily Deed of Trust, Assignment of Rents and Leases, Security Agreement and Fixture Filing, dated May 1, 2001, of record as Instrument No. 20010531-0056395, Register's Office for Davidson County, Tennessee, Sequoia Village-GEAC, LLC, a Tennessee limited liability company, conveyed to Darlene T. Marsh of Davidson County, Tennessee, Trustee, property known as Premier West Apartments located at 6565 Premier Drive, Nashville, Tennessee, such deeds of trust are hereinafter collectively referred to as the "Deeds of Trust" and the properties conveyed by the Deeds of Trust are hereinafter referred to collectively as the "Property". The Deeds of Trust secure indebtedness evidenced by a trust indenture of even date therewith, which trust indenture is fully described in the Deeds of Trust, hereinafter referred to as the "Trust Indenture"; and

WHEREAS, Stephen C. Baker of Davidson County, Tennessee, has been appointed as Substitute Trustee in the place and stead of Darlene T. Marsh, said appointments being of record as Instrument Nos. 20161115-0120561 and 20161115-0120562, said Register's Office; and

WHEREAS, default occurred in the payment of the Note, and in accordance with the terms of the Trust Indenture and Deeds of Trust, the holder thereof declared the entire indebtedness due and owing; and

WHEREAS, the owner and holder of the indebtedness directed Stephen C. Baker, Substitute Trustee, to sell the Property, and in accordance with the terms thereof, and pursuant to said direction, Stephen C. Baker, Substitute Trustee, did advertise the Property for sale as provided in the Deeds of Trust and Trust Indenture, and the Property was advertised to be sold at 10:00 A.M., on Friday, December 16, 2016, in the front door of the Davidson County Courthouse, located at One Public Square, Nashville, Davidson County, Tennessee, at public outcry, to the highest and best bidder for cash, or upon such terms satisfactory to Bond Trustee, free from all rights and equities of redemption, homestead, dower, marital share and all other rights or exemptions of every kind, including without limitation, those rights of redemption set forth in Tennessee Code Annotated §66-8-101 et. seq., all of which are expressly waived in the Deeds of Trust; and the advertisement of sale was duly published in DAVIDSON COUNTY A.M. Section of The Tennessean, a newspaper of general circulation in Davidson County, Tennessee, on November 18, 25 and December 2, 2016; and

WHEREAS, the sale was postponed to Thursday, December 22, 2016 at 10:00 A.M., at the same location by announcement made at the time and place of the sale scheduled for December 16, 2016; and

WHEREAS, pursuant to the terms of the Deeds of Trust and the advertisement of sale, all personal property, fixtures, machinery and equipment of Gateway Nashville, LLC located on the Property, hereinafter referred to as the "Personal Property", was included as part of the sale and the high bidder at the sale purchased both the Property and Personal Property; and

WHEREAS, at the time and place of said sale, and upon the Property being offered under the terms hereinabove set forth, Nashville Multifamily Partners, LLC was the highest and best bidder with a bid of $2,554,358.52, a portion of such bid being assigned to West Nashville Multifamily Partners, LLC with respect to the property known as Premier West Apartments, 6565 Premier Drive, Nashville, Tennessee, with the obligation to pay $1,192,119.12 of such bid amount in connection with the purchase of the Premier West Apartments; and

WHEREAS, Nashville Multifamily Partners, LLC retained the right to purchase the Prestige Pointe Apartments, more particularly described below with the obligation to pay $1,362,239.40 in connection with the purchase of such property;

NOW, THEREFORE, the undersigned, Stephen C. Baker, Substitute Trustee, pursuant to the bid of Nashville Multifamily Partners, LLC, acknowledges receipt of the sum of One Million Three Hundred Sixty-Two Thousand Two Hundred Thirty-Nine and 40/100 Dollars ($1,362,239.40), and for and in consideration of such sum, has bargained and sold, and by these presents does hereby quitclaim, transfer and convey unto Nashville Multifamily Partners, LLC, a Delaware limited liability company ("Grantee"), its successors and assigns, the following described real estate in Davidson County, Tennessee:

Land in Davidson County, Tennessee, being Paragon Place Subdivision, of record as Instrument No. 20001214-0123064, Register's Office for Nashville, Davidson County, Tennessee, bounded on the south by Paragon Mills Road and on the northeast by Interstate Highway 24, more particularly described as follows:

Beginning at a concrete monument on the northerly margin of Paragon Mills Road, the southeast corner to Woodland Hills Subdivision, as of record in Plat Book 6900, page 669 and being S 86 deg. 30' 00" E. 350.0 feet from the center line of Reischa Drive;

Thence, with the easterly line of Woodland Hills Subdivision, N 03 deg. 54' 03" E, 397.72 feet to a rectangular iron property marker;

Thence, continuing with said easterly line N 04 deg. 10' 01" E, 220.01 feet to an iron pin;

Thence, continuing with the easterly line of Woodland Hills Subdivision and the Vista Partners property, as of record in Book 9087, page 886, N 03 deg. 47' 45" E, 220.40 feet to an iron pin, being the southwest corner to the Bellsouth Mobility property, as of record in Book 9225, page 682, and being the northwest corner of this herein described tract:

Thence, with Bellsouth Mobility's southerly line, S 86 deg. 39' 00" E, 253.27 feet to an iron pin on the westerly margin of a frontage road along Interstate 24;

Thence, with said frontage road the following:
S 36 deg. 22' 56" E. 568.66 feet to a concrete monument
S 35 deg. 34' 57" E. 4.80 feet to a concrete monument
S 86 deg. 37' 30" E. 4.14 feet to an iron pin
S 03 deg. 23' 40" W. 5.18 feet to an iron pin
S 35 deg. 34' 57" E. 320.47 feet to a concrete monument

Thence, S 03 deg. 14' 55" W. 151.22 feet to a railroad spike on the northerly margin of Paragon Mills Road;

Thence, with Paragon Mills Road, N 86 deg. 30' 00" W. 242.33 feet to an iron pin, the beginning of a curve to the left;

Thence, with said curve having a central angle of 11 deg. 28' 26" radius of 324.63 feet, and chord of 64.90 feet at N 80 deg. 45' 47" W. 65.01 feet to an iron pin;

Thence continuing with Paragon Mills Road, N 86 deg. 30' 00" W. 527.35 feet to the point of beginning;

Containing 500,304 square feet of 11.485 acres.

Being the same property conveyed to Gateway Nashville, LLC, a Delaware limited liability company, by deed from Prestige Pointe-GEAC, LLC, a Tennessee limited liability company, of record as Instrument No. 20051103-0133407, Register's Office of Davidson County, Tennessee.

This is improved property known as Prestige Pointe Apartments, 200 Paragon Mills Road, Nashville, Davidson County, Tennessee 37211.

TO HAVE AND TO HOLD the above described property, with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors and assigns, forever; and Stephen C. Baker, Substitute Trustee, does hereby quitclaim, transfer, assign, and set over unto Grantee, all of his right, title and interest in such property as Substitute Trustee, but not further or otherwise.

Stephen C. Baker, Substitute Trustee, in consideration for the payment described above, does hereby quitclaim, transfer and convey unto Nashville Multifamily Partners, LLC, a Delaware limited liability company, all his right, title and interest as Substitute Trustee in the Personal Property of Gateway Nashville, LLC located upon the above described property.

IN WITNESS WHEREOF, the said Stephen C. Baker, Substitute Trustee, has executed this instrument the 29th day of December, 2016.

Stephen C. Baker, Substitute Trustee

Stephen C. Baker, Substitute Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Stephen C. Baker, Substitute Trustee, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 29th day of December, 2016.

Jeanette L. Ramer

NOTARY PUBLIC

My Commission Expires: 5/6/19

JEANETTE L. RAMER
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.