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| **THIS INSTRUMENT PREPARED BY:**<br>**MORGAN & AKINS, PLLC**<br>**2000 Richard Jones Road**<br>**Suite 260**<br>**Nashville, Tennessee 37215**<br>**(615) 829-5995** | STATE OF TENNESSEE )<br>COUNTY OF DAVIDSON )<br><br>The actual consideration or value, whichever is greater, for this transfer is: $1,925,000.00.<br><br>Affiant<br>Subscribed and sworn to before me, this 11 day of January, 2017.<br><br>Notary Public<br>My Commission Expires: |

JONATHAN B. HARRIS
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires MAR. 10, 2019

## SPECIAL WARRANTY DEED

| Address New Owner(s): | Send Tax Bills to New Owner | Tax Information: |
|---|---|---|
| 1201 Page Dr, Suite 200<br>Fargo ND 58103 | 1201 Page Dr, Suite 200<br>Fargo ND 58103 | Map-Par. Numbers:<br>10700018300<br>10703001800<br>10703001700<br>10703001600 |

THIS SPECIAL WARRANTY DEED, effective as of the _____ day of January, 2017, between 16 CENTURY PARTNERS, LLC, a Tennessee limited liability company (hereinafter referred to as "Grantor"), and H.H. Heritage Inn of Nashville, LLC, a Nevada limited liability company authorized to transact business in the State of Tennessee (hereinafter referred to as "Grantee").

WITNESSETH:

For and in consideration of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration delivered to Grantor by Grantee at and before the execution, sealing and delivery hereof, the receipt and sufficiency of which are hereby acknowledged, Grantor has and hereby does grant, bargain, sell, alien, convey and confirm unto Grantee, and the legal representatives, successors, successors-in-title and assigns of Grantee, all of that certain land lying and being located in Davidson County, Tennessee, as more particularly described on **Exhibit A** attached hereto and hereby made a part hereof, together with any and all improvements located thereon. This conveyance, and all covenants and warranties contained herein, are made expressly subject to the matters set forth on **Exhibit B**, which is attached hereto and incorporated herein by this reference.

To have and to hold said tracts or parcels of land, together with any and all improvements located thereon, and any and all of the rights, members and appurtenances thereof to the same being, belonging or in anywise appertaining to the only proper use, benefit and behalf of Grantee, forever, in fee simple.

Davidson County DEEDWARRSP
Recvd: 01/17/17 09:03 12 pgs
Fees:63.00 Taxes:7122.50
20170117-0004571

Grantor shall warrant and forever defend the right and title to said tract or parcel of land unto Grantee and the legal representatives, successors-in-title and assigns of Grantee, against the claims of all persons whomsoever claiming by, through or under Grantor.

*[SIGNATURE PAGES FOLLOWING]*

IN WITNESS WHEREOF, Grantor has signed, sealed and delivered this deed as of the day and year first above written.

GRANTOR:

16 CENTURY PARTNERS, LLC,
a Tennessee limited lability company

By:_____
Name: Jackson Moore
Title: Member

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for the said County and State, duly commissioned and qualified, Jackson Moore, a Member of 16 CENTURY PARTNERS, LLC, a Tennessee limited liability company, and who upon oath, acknowledged himself to be a Member of 16 CENTURY PARTNERS, LLC, and that as such Member of 16 CENTURY PARTNERS, LLC, executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and seal, this 11 day of January, 2017.

JONATHAN B. HARRIS
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires MAR. 10, 2019

_____ Notary Public

My commission expires:_____

## EXHIBIT A

## LEGAL DESCRIPTION

**TRACT ONE:**
(Parcel No. 10700018300)

Being a certain tract of land lying in the Fifteenth Councilmanic District of Nashville, Davidson County, Tennessee. Said tract is the Southern portion of Lot 2 as shown on the plan entitled "An Addition to Lot 2, Revision to the Resubdivision of Century City" of record in Plat Book 11190, Page 21, R.O.D.C.T. (Register's Office for Davidson County, Tennessee). The following description was prepared using the afore mentioned subdivision plat with a date of record of January 20, 1999;

Beginning at an iron rod (old) in the Westerly right-of-way of Century Boulevard at the Northeast corner of Lot O on the plan entitled "Lot 1, resubdivision of Lot "O", Century City, of record in Plat Book 11190, Page 16, R.O.D.C.T. and being the Southeast corner of said Lot 2 the herein described property;

Thence, leaving said right-of-way with said Lot O, which is Felcor/JPM Hospitality (SPE), L.L.C. of record as Instrument 200906160056073, R.O.D.C.T., the next two calls:

Thence, North 74 degrees 46 minutes 22 seconds West, 127.79 feet to an iron rod (old);

Thence, North 84 degrees 27 minutes 15 seconds West, 526.26 feet to an iron rod (old) in the Easterly line of Lot 22 on the plan entitled "The Highlands" of record in Plat Book 2663, Page 127, R.O.D.C.T. and Duke-Week Realty Limited Partnership of record as Instrument Number 199912290308425, R.O.D.C.T.

Thence, with said Lot 22, 23 and 24 of "The Highlands" and Duke-Week Realty Limited Partnership of record in Deed Book 11702, Page 614 and Duke Realty Limited Partnership of record as Instrument Number 200501180005817, R.O.D.C.T. the next two calls:

Thence, North 04 degrees 02 minutes 56 seconds East, 263.15 feet to a point;

Thence, North 50 degrees 32 minutes 07 seconds West, 112.29 feet to an iron rod (old) in the Easterly right-of-way of Ermac Drive;

Thence, with said right-of-way the next two calls:

Thence, with a curve concave to the right with a delta angle of 03 degrees 00 minutes 56 seconds, with a radius of 475.00 feet, with an arc length of 25.00 feet, with a chord bearing of North 43 degrees 29 minutes 56 seconds East, 25.00 feet to a point;

Thence, North 45 degrees 06 minutes 09 seconds East, 208.64 feet to a point;

Thence, leaving said right-of-way with a new line of division severing Lot 2 as shown on the plan entitled "An Addition to Lot 2, Revision to the Resubdivision of Century City" of record in Plat Book 11190, Page 21, R.O.D.C.T., the next six calls:

Thence, South 66 degrees 11 minutes 09 seconds East, 305.08 feet to a point;

Thence, North 23 degrees 48 minutes 51 seconds East, 136.05 feet to a point;

Thence, South 74 degrees 46 minutes 22 seconds East, 86.55 feet to a point;

Thence, North 77 degrees 33 minutes 13 seconds East, 109.37 feet to a point;

Thence, North 88 degrees 14 minutes 12 seconds East, 50.89 feet to a point;

Thence, South 60 degrees 40 minutes 40 seconds East, 9.18 feet to a point in the Westerly right-of-way of Century Boulevard;

Thence, with said right-of-way the next six calls:

Thence, with a curve concave to the right with a delta angle of 00 degrees 36 minutes 42 seconds, with a radius of 880.00 feet, with an arc length of 9.39 feet, with a chord bearing of South 07 degrees 18 minutes 51 seconds West, 9.39 feet to a point;

Thence, South 83 degrees 38 minutes 34 seconds East, 10.00 feet to a point;

Thence, with a curve concave to the left with a delta angle of 11 degrees 36 minutes 19 seconds, with a radius of 870.00 feet, with an arc length of 176.22 feet, with a chord bearing of South 01 degrees 12 minutes 48 seconds West, 175.92 feet to an iron rod (old);

Thence, South 04 degrees 35 minutes 22 seconds East, 93.10 feet to an iron rod (old);

Thence with a curve concave to the right with a delta angle of 20 degrees 02 minutes 39 seconds, with a radius of 612.39 feet, with an arc length of 214.24 feet, with a chord bearing of South 05 degrees 31 minutes 36 seconds West, 213.15 feet to an iron rod (old);

Thence, South 15 degrees 13 minutes 37 seconds West, 94.95 feet to the point of beginning and containing 340,180 square feet or 7.81 acres more or less.

Being a portion of the same property conveyed by Special Warranty Deed from Shorenstein Realty Investors Two, L.P., a California limited partnership to Duke Realty Limited Partnership, an Indiana limited partnership as recorded on the 15th day of April, 1998 in Deed Book 10887, Page 776; a portion of Deed from Turner Brim and wife, Emma M. Brim to Duke Realty Limited Partnership, an Indiana Limited Partnership as recorded on the 9th day of December, 1998 in Deed Book 11244, Page 734; a portion of Deed from James Thomas Brimm and wife, Joann C. Brimm to Duke Realty Limited Partnership, an Indiana Limited Partnership as recorded on the 9th day of December, 1998 in

Deed Book 11244, Page 737; a portion of Deed from Virginia B. Templeton, a widow to Duke Realty Limited Partnership, an Indiana Limited Partnership as recorded on the 9th day of December, 1998 in Deed Book 11244, Page 740; a portion of Special Warranty Deed from FelCor Lodging Limited Partnership, a Delaware limited partnership, successor by mergers to Embassy of Tennessee, Inc. to Duke Realty Limited Partnership, an Indiana limited partnership as recorded on the 28th day of December, 1998 in Deed Book 11267, Page 873 and a portion of Quit Claim Deed from Duke Realty Limited Partnership, an Indiana limited partnership to Duke Realty Limited Partnership, an Indiana limited partnership as recorded on the 13th day of November, 2009 in Instrument No. 20091113-0104649, in the Register's Office of Davidson County, Tennessee.

**TRACT TWO:**
(Parcel No. 10703001800)

Land in Davidson County, Tennessee, being Lot No. 22, on the Plan of The Highlands, as shown on plat of record in Plat Book 2663, Page 127, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Less and Except that portion of the above described property conveyed to Metropolitan Government of Nashville & Davidson County, Tennessee, by Warranty Deed recorded in Book 8763, Page 544, in said Register's Office.

Being the same property conveyed by Warranty Deed from Deborah A. Herald, unmarried, and Donna K. McBroom n/k/a Donna Wilkerson to Duke-Weeks Realty Limited Partnership recorded on the 17th day of December, 1999 in Instrument No. 19991217-0304206, and further conveyed by Quitclaim Deed from Kevin Wilkerson to Duke-Weeks Realty Limited Partnership recorded on the 29th day of December, 1999 in Instrument No. 19991229-0308425, in the Register's Office of Davidson County, Tennessee. See also Certificate of Amendment recorded in Instrument No. 20141021-0096945, in said Register's Office.

**TRACT THREE:**
(Parcel No. 10703001700)

Land in Davidson County, Tennessee, being Lot No. 23, on the Plan of The Highlands Subdivision, as shown on plat of record in Plat Book 2663, Page 127, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed by Warranty Deed from Lam G. Nguyen and wife, Que Thi Nguyen to Duke-Weeks Realty Limited Partnership recorded the 13th day of October, 1999 in Book 11702, Page 614, in the Register's Office of Davidson County, Tennessee. See also Certificate of Amendment recorded in Instrument No. 20141021-0096945, in said Register's Office.

**TRACT FOUR:**
(Parcel No. 10703001600)

Land in Davidson County, Tennessee, being Lot No. 24, on the Plan of The Highlands Subdivision, as shown on plat of record in Plat Book 2663, Page 127, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed by Warranty Deed from Duke Acquisition, Inc., a Georgia corporation, to Duke Realty Limited Partnership, an Indiana limited partnership, recorded the 18th day of January, 2005 in Instrument No. 20050118-0005817, in the Register's Office of Davidson County, Tennessee.

Tracts One, Two, Three, and Four being the same property conveyed by Special Warranty Deed from DUKE REALTY LIMITED PARTNERSHIP, an Indiana limited partnership, to 16 CENTURY PARTNERS, LLC, a Tennessee limited liability company recorded on June 19, 2015 as Instrument Number 20150619-005885 in the Register's Office of Davidson County, Tennessee.

EXHIBIT A-1

TRACT 1 (Tax Map 107 Parcel 183)

Being a parcel of land in the 15th Councilmanic District, Urban Services District of Nashville, Davidson County, Tennessee, said parcel being located between Ermac Drive and Century Boulevard and also between Old Elm Hill Pike and Marriott Drive, said parcel being the southerly portion of Lot 2 as shown on the plan entitled "An Addition to Lot 2, Revision to the Resubdivision of Century City" of record in Plat Book 11190, Page 21, R.O.D.C., said parcel being more particularly described as follows: BEGINNING at an old iron rod located on the easterly right of way of Ermac Drive, being 25 feet from the center of pavement, said iron rod being the northernmost corner of Lot 24, on the Plan of The Highlands Subdivision, as shown on Plat of record in Plat Book 2663, page 127, in the Register's Office for Davidson County, Tennessee,

THENCE, leaving Lot 24 with said right of way the following calls:

a curve to the right having a central angle of 3° 00' 57", a radius of 475.00 feet, an arc length of 25.00, and a chord bearing and length of N 46° 27' 33" E, 25.00 feet to an old concrete monument,

N 48° 01' 54" E, 208.65 feet to an old iron rod being a corner common with Rosemont Lakeview Operating, LLC of record in Instrument No. 20121227-0119612, R.O.D.C.;

THENCE, leaving said right of way with Rosemont Lakeview Operating, LLC the following calls:

S 63° 14' 40" E, 305.04 feet to an old iron rod,

N 26° 47' 11" E, 135.95 feet to an old iron rod,

S 71° 50' 11" E, 86.52 feet to an old iron rod,

N 80° 31' 28" E, 109.31 feet to an old iron rod,

S 89° 11' 05" E, 50.62 feet to a new iron rod,

S 57° 48' 07" E, 9.18 feet to a new iron rod,

a curve to the right having a central angle of 00° 36' 41", a radius of 880.00 feet, an arc length of 9.39 and a chord bearing and length of S 10° 11' 24" W, 9.39 feet to a new iron rod,

S 80° 46' 01" E, 10.00 feet to a new iron rod on the westerly right of way line of Century Boulevard, right of way width varies;

THENCE, leaving said Rosemont Lakeview Operating, LLC along said right of way the following calls:

a curve to the left having a central angle of 11° 36' 20", a radius of 870.00 feet, an arc length of 176.22 feet and a chord bearing and length of S 4° 05' 21" W, 175.92 feet to a new iron rod,

S 1° 42' 49" E, 93.10 feet to an old iron rod,

a curve to the right having a central angle of 20° 02' 40", a radius of 612.39 feet, an arc length of 214.24 feet and a chord bearing and length of S 8° 24' 09" W, 213.15 feet to an old iron rod,

S 18° 06' 36" W, 94.96 feet to an old iron rod being a common corner with ESNA Hotel Owner, LLC of record in Instrument No. 20121026-0098466, R.O.D.C.;

THENCE, leaving said right of way with said ESNA Hotel Owner, LLC the following calls"

N 71° 53' 49" W, 127.79 feet to an old iron rod,

N 81° 34' 42" W, 526.26 to an old iron rod on the easterly line of Lot 22 shown on the aforementioned Highlands Subdivision;

THENCE, leaving ESNA Hotel Owner, LLC with said subdivision the following calls:

N 6° 50' 59" E, 263.15 feet,

N 47° 14' 31" W, 112.29 feet to the POINT OF BEGINNING.

Containing 340,338 square feet or 7.91 acres, more or less.

TRACTS 2-4 (Tax Map 107-03 Parcels 16, 17 and 18)

Being a parcel of land in the 15th Councilmanic District, Urban Services District of Nashville, Davidson County, Tennessee, said parcel being located between Ermac Drive and Century Boulevard and also between Old Elm Hill Pike and Marriott Drive, said parcel being a portion of Lot 22 on the Plan of The Highlands Subdivision, as shown on Plat of record in Plat Book 2663, page 127, in the Register's Office for Davidson County, Tennessee, also being Lot 23 and Lot 24 as shown on said Highlands Subdivision, said parcel being more particularly described as follows: BEGINNING at an old iron rod located on the easterly right of way of Ermac Drive, being 25 feet from the center of pavement, said iron rod being the northernmost corner of said Lot 24, being a common corner with 16 Century Partners, LLC, of record in Instrument No. 20150619-0058885, R.O.D.C.,

THENCE, leaving Ermac Drive right of way with said Highlands Subdivision the following calls:

S 47° 14' 31" E, 112.29 feet;

S 6° 50' 59" W, passing an old iron rod at 263.15 feet being a corner of said 16 Century Partners, LLC, and also a corner of ESNA Hotel Owner, LLC, of record in Instrument No. 20121026-0098466, R.O.D.C., in all for a total distance of 302.27 feet to an old iron rod being the common corner of Lot 21 and Lot 22 as shown on the aforementioned Plan of The Highlands Subdivision,

Leaving ESNA Hotel Owner, LLC, with said Lot 21 and Lot 22 N 79° 06' 26" W, 192.66 feet to the easterly right of way of the aforementioned Ermac Drive;

THENCE, along said right of way the following calls:

a curve to the left having a central angle of 1° 14' 14", a radius of 430.00 feet, an arc length of 9.28, and a chord bearing and length of N 12° 27' 59" E, 9.28 feet to an old iron rod,

N 12° 13' 25" E, 87.40 feet to an old iron rod,

N 80° 46' 48" W, 7.78 feet,

a curve to the right having a central angle of 33° 51' 30", a radius of 475.00 feet, an arc length of 280.70, and a chord bearing and length of N 28° 01' 19" E, 276.63 feet to the POINT OF BEGINNING.

Containing 56,591 square feet or 1.30 acres, more or less.

## EXHIBIT B

## PERMITTED EXCEPTIONS

1. Taxes and assessments for the year 2017, and subsequent years, not yet due and payable.

2. Liability as to taxes resulting from supplemental, revised or correction assessments pursuant to the provisions of Tennessee Code Ann 67-5-603, et seq.

3. Restrictions, dedications, conditions, reservations, easements and other matters shown on the plat recorded in Plat Book 2663, Page 127, Plat Book 6250, Page 339, Plat Book 9700, Page 324-325, Plat Book 9700, Page 572-573, Plat Book 11190, Page 16 and Plat Book 11190, Page 21 and Survey of Ragan & Smith Associates dated October 6, 2009, Job No. 95-173 recorded as Exhibit "A" of the Quitclaim Deed recorded at Instrument No. 20091113-0104649, but deleting any covenant, condition or restriction indicating a preference, limitation or discrimination based on race, color, religion, sex, handicap, familial status or national origin to the extent such covenants, conditions or restrictions violate 42 USC 3604(c).

4. Covenants, Conditions and Restrictions as set forth in Deed recorded in Book 6504, Page 723 as amended in Book 8048, Page 30, but deleting any covenant, condition or restriction indicating a preference, limitation or discrimination based on race, color, religion, sex, handicap, familial status or national origin to the extent such covenants, conditions or restrictions violate 42 USC 3604(c).

5. Charter of Century City Owners' Association recorded in Book 8521, Page 814, Davidson County records.

6. Easement reserved in Restrictive Covenants recorded in Book 2903, Page 531, Davidson County records.

7. Exchange Plant Permit recorded in Book 2909, Page 241, Davidson County records.

8. Release of Access Restriction as to Tract Two of record in Book 8657, page 385 and as to Tract Four of record in Book 8657, page 365, Register's Office for Davidson County, Tennessee.

9. Declaration of Easements as set forth in instrument recorded in 20110214-0012596, Davidson County records

10. All matters that would be revealed by a current and accurate inspection of the subject Property.

11. All exceptions as provided and set forth in that certain ALTA/NSPS Land Title Survey dated October 5, 2015, as Revised, prepared By Barge Waggoner Sumner & Cannon, Inc., under File No. 3645100.

# True Copy Certification

I, Tammy A. Mervin, 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.

Tammy A. Mervin

State of Wisconsin
County of Milwaukee
Personally appeared before me, Donna Spalding, a notary public for this county and state, Tammy A. Mervin who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Donna Spalding

Notary's Signature
My Commission Expires: 6/22/2018

Notary Public
Donna Spalding
State of Wisconsin