THIS INSTRUMENT PREPARED BY:

Winstead PC
500 Winstead Building
2728 N. Harwood Street
Dallas, Texas 75201

BILL GARRETT, Davidson County
Trans:T20170022922 DEEDWARRSP
Recvd: 03/17/17 12:00 5 pgs
Fees:28.00 Taxes:231250.00
20170317-0026286

SPECIAL WARRANTY DEED

Address of New Owner:	Send Tax Bills To:	Map/Parcel Number(s):
Mid-America Apartments, L.P. 6584 Poplar Avenue Memphis, Tennessee 38138 Attention: Robert DelPriore	Mid-America Apartments, L.P. 6584 Poplar Avenue Memphis, Tennessee 38138 Attention: Robert DelPriore	092110039800

FOR AND IN CONSIDERATION OF the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **CH REALTY VI-LPC MF NASHVILLE CHARLOTTE, L.L.C.**, a Delaware limited liability company ("Grantor"), has bargained and sold, and hereby transfers and conveys, to **MID-AMERICA APARTMENTS, L.P.**, a Tennessee limited partnership, and its successors and assigns ("Grantee"), certain real property in Davidson County, Tennessee, more particularly described on Exhibit A attached hereto and made a part hereof.

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

This is improved property known as 2400 Charlotte Avenue, Nashville, Davidson County, Tennessee.

Said property is conveyed subject to the matters described on Exhibit B attached hereto and made a part hereof.

STATE OF Tennessee
COUNTY OF Shelby

The actual consideration for this transfer or value of property transferred (whichever is greater) is $62,500,000.00.

Robert J. DelPriore
Affiant

Subscribed and sworn to before me this the 14 day of March, 2017.

My Commission Expires:
My Commission Expires July 28, 2018

Kellye Clouse
Notary Public

KELLYE CLOUSE
STATE OF TENNESSEE
NOTARY PUBLIC
SHELBY COUNTY

Grantor covenants and binds itself and its heirs and 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 (excluding claims arising out of the matters set forth on Exhibit B), but no further or otherwise.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned Grantor has executed this instrument or has caused same to be executed this 16 day of March, 2017.

GRANTOR:

CH REALTY VI-LPC MF NASHVILLE CHARLOTTE, L.L.C.,
a Delaware limited liability company

By: LPC MM Nashville Motorpool, LLC,
a Delaware limited liability company,
its manager

By: LPC Manager, Inc.,
a Delaware corporation,
its manager

By: _____
Name: CHARLES O. SHALLAT
Title: VP

STATE OF GEORGIA)

COUNTY OF GWINNETT)

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, CHARLES O. SHALLAT, 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/a(n) VICE PRESIDENT of LPC Manager, Inc., a Delaware corporation, the manager of LPC MM Nashville Motorpool, LLC, a Delaware limited liability company, the manager of CH Realty VI-LPC MF Nashville Charlotte, L.L.C., a Delaware limited liability company, and is authorized by the corporation to execute this instrument on behalf of the limited liability company.

WITNESS my hand, at office, this 14th day of March, 2017.

REBECCA MICHELL TREPASSO NOTARY PUBLIC FORSYTH CO., GEORGIA COMMISSION EXPIRES SEPT. 29, 2018

My Commission Expires: _____

Rebecca Michell Trepasso
Notary Public

EXHIBIT A

[Description of the Property]

A tract of land in the 21st District, Davidson County, Tennessee being Lot 1 of the LPC Charlotte Final Plat as recorded in Instrument No. 20140910-0082698 in the Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to Grantor by deed from The State of Tennessee of record at Instrument 20140312-0020688 in the Register's Office for Davidson County, Tennessee.

EXHIBIT B

[Permitted Exceptions]

1. Real estate taxes and assessments not yet due and payable.

2. Rights of tenants under unrecorded leases, as tenants only.

3. Applicable zoning codes and ordinances.

4. Declaration of Covenants, Conditions and Restrictions, dated as of the date hereof, to be filed in the Register's Office for Davidson County, Tennessee.

5. The following matters shown on the Plan of record as Instrument No. 20140910-0082698, Register's Office of Davidson County, Tennessee:

   a. parking easements;
   b. pedestrian easements;
   c. landscape easements;
   d. joint use driveway easement;
   e. surface parking easement;
   f. NES easement;
   g. proposed NES easement;
   h. proposed sewer lines and manholes;
   i. ingress egress easement;
   j. proposed water quality unit and storm lines; and
   k. proposed water lines.

6. Terms and conditions of Reciprocal Easement Agreement by and between Charlotte 2300, LLC, and CH Realty VI-LPC MF Nashville Charlotte, L.L.C., recorded March 12, 2014, Instrument No. 20140312-0020689, Register's Office of Davidson County, Tennessee.

   First Amendment to Reciprocal Easement Agreement of record in Instrument No. 20150903-0090030 and Instrument No. 20150831-0088107, said Register's Office.

7. Terms and conditions of Declaration of Restrictions and Covenants for Stormwater Facilities and Systems to CH Realty VI-LPC MF Nashville Charlotte, L.L.C., recorded July 17, 2014, Instrument No. 20140717-0063048, Register's Office of Davidson County, Tennessee.

8. Notice of Land Use Restrictions of record in Instrument No. 20160328-0028294, Register's Office of Davidson County, Tennessee.

9. Easement for Right-Of-Way to Nashville Electric Service of record in Book 11013, page 367, Register's Office of Davidson County, Tennessee.