BILL GARRETT, Davidson County
Trans:T20170045917 DEEDWARRSP
Recvd: 05/31/17 09:50 4 pgs
Fees:23.00 Taxes:54575.00
20170531-0053822

Return to:

~~Kensington Vanguard National Land Services~~
~~39 West 37th Street, 3rd Floor~~
~~New York, NY 10018~~
~~Attn: Kashima A. Loney~~

GPT TPG Vantage Way LLC
550 Blair Mill Road, Suite 120
Horsham, PA 19044
Attn: Sonya Huffman

SPECIAL WARRANTY DEED

STATE OF FULTON
COUNTY OF GEORGIA

The actual consideration or value, whichever is greater, for this transfer is $14,750,000.00.

Mark A. Parker, Affiant

Subscribed and sworn to before me
this 23rd day of May, 2017.

Arlene Naranjo
NOTARY PUBLIC

ARLENE NARANJO NOTARY PUBLIC COBB COUNTY EXPIRES GEORGIA Oct. 23, 2017

ADDRESS OF NEW OWNER:	SEND TAX BILLS TO:	MAP & PARCEL:
GPT TPG Vantage Way LLC c/o Gramercy Property Trust 550 Blair Mill Road, Suite 120 Horsham, PA 19044	GPT TPG Vantage Way LLC c/o Gramercy Property Trust 550 Blair Mill Road, Suite 120 Horsham, PA 19044	07113000400

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), and other good and valuable consideration, receipt of which is hereby acknowledged, **SDG METRO, LLC**, a Georgia limited liability company ("Grantor"), has bargained and sold and does hereby transfer and convey unto **GPT TPG VANTAGE WAY LLC**, a Delaware limited liability company ("Grantee"), its successors and assigns, a certain tract of land located in Davidson County,

Tennessee and described as follows, together with all right, title and interest of Grantor in and to all rights, titles, powers, licenses, benefits, privileges, easements, rights-of-way, tenements, hereditaments and appurtenances pertaining thereto, and all air rights, subsurface rights, oil, gas and mineral rights, development rights and water rights appurtenant thereto, including Grantor's right, title and interest, if any, in and to all rights-of-way, open or proposed streets (public or private), alleys, easements, strips or gores of land adjacent thereto, and all structures, fixtures, buildings and improvements thereon and all amenities related thereto (collectively, the "Property"):

> Land in Davidson County, Tennessee, being Lot No. 5A, on the Plan of Resubdivision of Part of Block G, Section No. I, as shown on plat of record in Plat Book 4715, Page 70, Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.
>
> Being the same property conveyed to Grantor by deeds of record at Instrument No. 20070831-0105057 and Instrument No. 20070831-0105058, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining, to the said Grantee, its successors and assigns, forever.

AND Grantor does hereby covenant with Grantee that it is lawfully seized and possessed of the Property in fee simple and that it has good right to sell and convey the same.

AND Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the Property against the lawful claims of all persons claiming by, through, or under Grantor, but no further or otherwise, subject however to the matters set forth on Exhibit A.

[signature page follows]

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 23rd day of May, 2017.

SDG METRO, LLC,
a Georgia limited liability company

By: SDG ADVISORS, LLC,
a Georgia limited liability company,
its Manager

By: _____
Mark A. Parker, Manager

STATE OF GEORGIA
COUNTY OF FULTON

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Mark A. Parker, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Manager of SDG ADVISORS, LLC, a Georgia limited liability company, which is the Manager of SDG METRO, LLC, a Georgia limited liability company, and that he as such Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of Manager by himself as Manager.

WITNESS my hand and seal at office, on this the 23rd day of May, 2017.

_____
Notary Public

ARLENE NARANJO NOTARY PUBLIC COBB COUNTY GEORGIA EXPIRES Oct. 23, 2017

EXHIBIT A

Permitted Exceptions

1. Notes as shown on plat of survey recorded in Book 4675, Page 48, in the Register's Office for Davidson County, Tennessee.

2. Notes and the following matters as shown on plat of survey recorded in Book 4715, Page 70, in the Register's Office for Davidson County, Tennessee:

    a. 50' minimum building setback line along Great Circle Road and Vantage Way; and
    b. 15 foot public utilities and drainage easement along northerly and westerly boundary lines,

    And shown on survey prepared by Tony Reasons II of The Reasons Company for Bock & Clark Due Diligence, dated April 26, 2017, and last revised May 19, 2017, and designated Project No. 201701096-001.

3. Declaration of Agreements, Charges, Assessments and Liens for MetroCenter Business Park, made by MetroCenter Properties, a Tennessee general partnership, and recorded March 9, 1988, in Book 7487, Page 952, in the Register's Office for Davidson County, Tennessee. Amendment to Declaration of Agreements, Charges, Assessments and Liens for MetroCenter Business Park made by Metrocenter Holdings, Inc., and recorded September 9, 1997, in Book 10602, Page 499, aforesaid records.