Bill Garrett Davidson County
Batch# 40068 DEEDWARRSP
12/21/2017 08:22:30 AM 10 pgs
Fees: $53.00 Taxes: $257,342.40
20171221-0129818

THIS INSTRUMENT PREPARED BY AND WHEN RECORDED ~~RETURN~~ TO:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NO.:
Morris, Manning & Martin, LLP 3343 Peachtree Road, N.E. Suite 1600 Atlanta, Georgia 30326 Attn: Samuel T. Wilmoth, Esq.	Bellevue Apartments, LP c/o Westplan Investors One Glenlake Parkway Suite 1275 Atlanta, Georgia 30328	645 Old Hickory Blvd Nashville, Tennessee	c/o Cortland Partners 3424 Peachtree Road, N.E. Suite 300 Atlanta, Georgia 30326	11400011900

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of this 19 day of December, 2017, by and between **BELLEVUE APARTMENTS, LP**, a Georgia limited partnership company whose address is c/o Westplan Investors, One Glenlake Parkway, Suite 1275, Atlanta, Georgia 30328 (hereinafter "Grantor"), and **OLD HICKORY TN PARTNERS, LLC**, a Delaware limited liability company whose address is c/o Cortland Partners, 3424 Peachtree Road, N.E., Suite 300, Atlanta, Georgia 30326 (hereinafter "Grantee");

W I T N E S S E T H:

THAT for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate, situated and being in City of Nashville, County of Davidson, State of Tennessee, to-wit:

All of that certain real estate described in **Exhibit "A"** attached hereto and incorporated herein by this reference.

This being the same real estate conveyed to Grantor by Special Warranty Deed of record as instrument number 20141212-0114164 in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforesaid real estate, together with all appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, its successors and assigns, in fee simple forever.

AND, subject always to those liens, easements, encumbrances and exceptions listed in **Exhibit "B,"** attached hereto and incorporated herein by reference, Grantor does hereby covenant with Grantee, its successors and assigns, that title to aforesaid real estate Grantor, its successors and assigns, will warrant and forever defend against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

When Recorded Return To:
Heather Townsend
National Commercial Services
First American Title Insurance Company
Six Concourse Parkway, Ste. 2000
Atlanta, GA 30328
File No: NCS 964612

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized partner on this the day and year first above written.

BELLEVUE APARTMENTS, LP
a Georgia limited partnership

By: Bellevue GP, LLC, a Georgia limited liability company, its Sole General Partner

By: Westplan Investors Group GP, LLC, a Georgia limited liability company, its Sole Managing Member

By: C. Robert Carter II
Name: C. Robert Carter II
Its: Manager

STATE OF GEORGIA

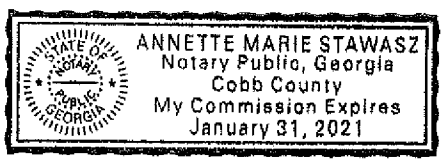
COUNTY OF Fulton

On this 15th day of December, 2017, before me a Notary Public in and for the state and county aforesaid, personally appeared C. Robert Carter II, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same for the purposes therein stated; and who further acknowledged that he is the Manager of Westplan Investors Group GP, LLC, which is the Sole Managing Member of Bellevue GP, LLC, the Sole General Partner of Bellevue Apartments, LP, the Grantor, and that he is duly authorized to execute this instrument on behalf of Grantor

Annette Marie Stawasz
Notary Public

My commission expires: 01/31/2021

[NOTARY SEAL]



AFFIDAVIT OF VALUE

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $69,552,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

OLD HICKORY TN PARTNERS, LLC, a Delaware limited liability company

By: _____(Seal)
Name: Michael E. Altman
Title: Vice President

SUBSCRIBED AND SWORN TO before me this 8 day of December, 2017.

_____
Notary Public

My Commission Expires:

FELICITY MCDONALD NOTARY PUBLIC COBB COUNTY, GEORGIA MY COMMISSION EXPIRES 04-12-2020

Exhibits to Deed

A - Legal Description of Land

B - Permitted Exceptions

EXHIBIT "A"

Legal Description

Land situated in the 22nd Council District of Davidson County, Tennessee, being lands conveyed to Agape Fellowship Church, by Warranty Deed on January 8th, 1982, of record in Deed Book 5839, Page 34 and by Warranty Deed on December 30th, 1982, of record in Deed Book 5985, Page 922, both in the Register's Office for Davidson County, Tennessee, and is more particularly described as follows:

Commencing at a broken concrete monument, said monument being the south westerly corner of lands owned by Daniel Oakley, of record in Instrument Number 20120815-0073111, of record in said Register's Office, thence in a south easterly direction along Oakley and Charlotte Pike's margin, an approximate distance of 80 feet to an iron rod set with a Dale and Associates cap, said rod being the northwesterly corner of the lands herein described and the point of beginning;

thence leaving said margin and continuing along Oakley's line, South 63 degrees 27 minutes 33 seconds East, a distance of 48.95 feet to an iron rod set;

thence continuing with Oakley, North 89 degrees 35 minutes 51seconds East, a distance of 138.96 feet to a point near an old fence post;

thence leaving Oakley and with the line of John W. Hite, III., of record in Instrument Number 20041216-0149742 in said Register's Office, South 81 degrees 29 minutes 21seconds East, a distance of 92.01 feet to an iron pin found;

thence leaving Hite and with Wattenbarger's and Crabtree's lines, of record in Deed Book 6665, Page 190 and Deed Book 4539, Page 467, both in said Register's Office, South 83 degrees 58 minutes 42 seconds East a distance of 341.70 feet to an iron rod set;

thence continuing with Crabtree, North 04 degrees 46 minutes 59 seconds West, a distance of 145.72 feet to a point, said point being south westerly corner of lands owned by Contract Properties, Inc., of record in Instrument Number 20071205-0141116 in said Register's Office;

thence South 84 degrees 43 minutes 33 seconds East, passing a leaning ½ inch iron rod found leaning at 1.26 feet, a total distance of 270.95 feet to an iron rod found;

thence continuing with Contract Properties, Inc., South 86 degrees 30 minutes 58 seconds East, a distance of 236.24 feet to an iron rod set along the margin of Old Hickory Boulevard;

thence leaving the line of Contract Properties and with said margin, South 03 degrees 58 minutes 31 seconds East a distance of 148.37 feet to the north easterly corner of lands owned by Audrey Foxall Sutton, of record in Deed Book 2633, Page 569 in said Register's Office;

thence leaving said margin and with the line of Sutton, North 85 degrees 13 minutes 34 seconds West, a distance of 225.25 feet to an iron rod set;

thence continuing with Sutton and then C.L. Sutton, of record in Deed Book 2738, Page 257 in said Register's Office, South 12 degrees 03 minutes 26 seconds East, a distance of 354.96 feet to an iron rod set;

thence continuing with C.L. Sutton and then Tracey and Bethaney Harbin, of record in Instrument Number 20031201-0172382, South 49 degrees 18 minutes 46 seconds East, passing an iron rod found at 23.00 feet, a total distance of 36.00 feet to an iron rod set;

thence continuing with Harbin, South 16 degrees 56 minutes 29 seconds East a distance of 194.23 feet to an uncapped 5/8 inch rod, said rod being the south westerly corner of the Harbin tract and a point along the margin of Interstate 40;

thence leaving the Harbin tract and with the margin of Interstate 40, South 40 degrees 56 minutes 16 seconds West, passing a concrete Right-of-Way monument at 1015.56 feet, a total distance of 1018.49 feet to a fence corner;

thence leaving said margin and with the line of Tanifum, of record in Instrument Number 20050606-0063758 in said Registers Office, North 83 degrees 37 minutes 14 seconds West and along an old fence line, a distance of 591.83 feet to an iron rod found in concrete, said rod being the south westerly corner of the subdivision of William Gower Lands, of record in Plat Book 4060, Page 137 in said Register's Office;

thence North 07 degrees 46 minutes 48 seconds East, a distance of 632.62 feet to an iron rod found with an Alley and Associates cap, said rod being the south westerly corner of lands owned by Yakabow, M.D. and Hillview Church of Christ, Trustees, of record in Deed Book 10302, Page 166, and Deed Book 4027, Page 719, in said Register's Office;

thence continuing with Hillview Church of Christ, Trustees, North 10 degrees 35 minutes 02 seconds East a distance of 579.00 feet to an iron rod set near a 30" Elm;

thence continuing with the Hillview Church of Christ Trustees and then the margin of Charlotte Pike, North 04 degrees 35 minutes 02 seconds East, a distance of 158.27 feet to the point of beginning, having an area of 1,331,114.257 square feet or 30.558 acres, more or less, of land.

The tract herein described is based on an unrecorded survey titled "West Plan" of parcels 119 and 124 on Tax Map 114, prepared by Dale and Associates on October 21, 2014 (job number 14240) and is also comprised of a portion of the land conveyed to Thomas H. Hows and Wife, Beulah H. Hows, in Deed Book 562, page 214 and land conveyed to William M. Judd and Wife, Mary Cross Judd, in Deed Book 5968, Page 263, both in said Register's Office.

Being the same property conveyed to Grantor by J. Thomas Holland, II, Eric W. Crafton, and Roy Shaneberg pursuant to Special Warranty Deed dated December 12, 2014, recorded as document number 20141212-0114164, Register's Office of Davidson County, Tennessee.

Together with:

Land situated in the 22nd Council District of Nashville, Davidson County, Tennessee, being a portion of Parcel "C", originally conveyed to the State of Tennessee from Thomas H. Hows and wife, Beulah M. Hows in a Deed to Correction, of record in Deed Book 3889, Page 906 in the Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Commencing at an old highway monument found along the southerly margin of Charlotte Pike, said monument being the northwesterly corner of an area depicted as the "Detail of Access Rd to Hows Property" in Federal Aid Project No. I-40-3(14)-196, sheet 35-E and south western corner of land conveyed to Daniel Oakley by Quitclaim Deed, of record in Instrument 20120815-0073111, in said Register's Office thence South 63 degrees 27 minutes 33 seconds East, a distance of 80.18' to an iron rod set by Dale and Associates, said rod being the north westerly corner of lands conveyed to Bellevue Apartments, LP in Instrument Number 20150430-0038891 in said Register's Office;

thence continuing along the line of Oakley, South 63 degrees 27 minutes 33 seconds East, a distance of 48.95 feet to a disturbed concrete monument, said monument being a southerly corner of the aforementioned Oakley Tract;

thence leaving the Oakley tract with a curve turning to the left, having a radius of 200.38 feet, a chord bearing of South 63 degrees 46 minutes 43 seconds East, a chord length of 2.23 feet, with an arc length of 2.23 feet to the point of beginning of the herein described land;

thence with a curve turning to the left, having a radius of 200.38 feet, a chord bearing of South 88 degrees 29 minutes 11 seconds East, a chord length of 165.48 feet, with an arc length of 170.59 feet to a point;

thence South 22 degrees 52 minutes 30 seconds East a distance of 40.00 feet to a point;

thence with a curve turning to the right, having a radius of 240.38 feet, a chord bearing of North 88 degrees 10 minutes 03 seconds West, a chord length of 200.95 feet, with an arc length of 207.32 feet to a destroyed concrete monument;

thence North 29 degrees 43 minutes 58 seconds East, a distance of 40.07 feet to the point of beginning, containing 7,558.15 square feet or 0.174 acres of land.

The land described herein currently exists within the area described in the conveyance to Bellevue Apartments, LP, of record in Instrument Number 20150430-0038891, in said Register's Office.

Less and except:

Land situated in the 22nd Council District of Nashville, Davidson County, Tennessee, being a portion of land described in a quitclaim deed to Bellevue Apartments, LP, of record in Instrument Number 20150430-0038891, in the Register's Office for Davidson County

(R.O.D.C., TN) and is more particularly described as follows:
Commencing at ½" iron rod found along the southerly right of way of Charlotte Pike, said rod being the northern most corner of land conveyed to the Trustees of the Hillview Church of Christ, of record in Deed Book 4027, Page 719, R.O.D.C.,TN,
Thence along the line of Hillview Church of Christ and the southerly margin of a portion of right of way originally conveyed to the State of Tennessee from Thomas H. Hows and wife, Beulah M. Hows by Deed of Correction, of record in Deed Book 3889, Page 906, R.O.D.C., TN, South 62 degrees, 58 minutes, 38 seconds East, a distance of 113.50 feet to an iron rod set, said rod being the point of beginning for the herein described land;
thence across the right of way, North 04 degrees, 35 minutes, 02 seconds East, a distance of 42.83 feet to a point on the line of Alan D. Oakley, of record in Instrument Number 2170112-0003681, R.O.D.C.,TN, said point also being along the northerly portion of right of way described in the aforementioned Deed of Correction;
thence with the line of Oakley and the right of way line, South 63 degrees, 27 minutes, 33 seconds East, a distance of 48.95 feet to an iron rod with a Dale and Associates cap, said rod being southern-most corner of lands conveyed to Oakley in the aforementioned instrument;
thence leaving the line of Oakley and with the right of way, South 63 degrees, 46 minutes, 44 seconds East, a distance of 2.23 feet to an iron rod with a Dale and Associates cap, said rod being the northwesterly corner of lands conveyed by Quitclaim Deed to Bellevue Apartments, LP, from the State of Tennessee in Instrument Number 20160601-0055224, R.O.D.C., TN;
thence continuing with right of way and with the line of Bellevue Apartments, South 29 degrees, 43 minutes, 58 seconds West, a distance of 40.07 feet to an iron rod with a Dale and Associates cap;
thence North 62 degrees, 58 minutes, 38 seconds West, a distance of 32.94 feet to the point of beginning, having an area of 1,675.7 square feet or 0.04 acres. This description was prepared by Christopher Lyle Goetz, Tennessee Registered Land Surveyor Number 2660 on September 20, 2017.

Exhibit "B"

Permitted Exceptions

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

2. Agreement for Dedication of Easement for Sewer Line of record in Book 7142, Page 550, Register's Office for Davidson County, Tennessee.

3. Dedication of Public Utilities Easement of record in Book 7142, Page 457, Register's Office for Davidson County, Tennessee.

4. Conservation Easement and Restrictive Covenant of record in Instrument No. 201503230024519, Register's Office for Davidson County, Tennessee.

5. Grant of Easement of record in Instrument No. 201511300120254, Register's Office for Davidson County, Tennessee.

6. Restrictive Covenant for Detached Structure of record in Instrument No. 201512080123549, Register's Office for Davidson County, Tennessee.

7. Agreement for Dedication of a Public Utilities Easement of record in Instrument No. 201605270053737, Register's Office for Davidson County, Tennessee.

8. Agreement for Dedication of Public Utilities Easement of record in Instrument No. 201607050068561, Register's Office for Davidson County, Tennessee.

9. Agreement for Dedication of Public Utilities Easement of record in Instrument No. 201607050068565, Register's Office for Davidson County, Tennessee.

10. Conditions and restrictions set forth in Quitclaim Deed of record in Instrument No. 201606010055224, Register's Office for Davidson County, Tennessee.

11. Lack of direct access to and from I-40.

12. Rights of parties in possession under unrecorded leases, as tenants only, with no options to purchase or rights of first refusal.

13. Matters disclosed on that certain ALTA/NSPS Land Title Survey prepared by Dale & Associates dated September 8, 2017, last revised 12/15, 2017, and identified as Job No. 14240.

True Copy Certification

I, Heather Townsend, 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.

Heather Townsend
Signature

State of Georgia

County of Fulton

Personally appeared before me, Deborah Lynn Goodman, a notary public for this county and state, Heather Townsend who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Deborah Lynn Goodman
Notary's Signature

My Commission Expires _____
Notary' Seal (if on paper)

