Bill Garrett Davidson County
Batch# 61802 DEEDWARRSP
02/23/2018 10:07:22 AM 6 pgs
Fees: $33.00 Taxes: $53,280.00
20180223-0017263

Address New Owners as follows:	Send Tax Bills to:	Tax-Parcel No.:
PRG Hickory View TN, LP 5425 Peachtree Parkway Norcross, GA 30092	Same	Map: 161 Parcel: 206
MFLP Hickory LLC 330 West 38th Street, Suite 811, New York, NY 10018		

THIS INSTRUMENT PREPARED BY: Daniel J. Muller, Szenberg & Okun PLLC, West 57th St., 21st Floor, New York, NY 10019

SPECIAL WARRANTY DEED

THAT, MACG Nashville Hickory View LLC, a Delaware limited liability company ("***Grantor***"), for and in consideration of the sum of Ten and No/100 Dollars ($10.00) cash in hand paid by each of PRG Hickory View TN, LP, a Georgia limited partnership, whose address is 5425 Peachtree Parkway, Norcross, Georgia 30092, and MFLP Hickory LLC, a Delaware limited liability company (collectively, "***Grantee***"), whose address is 330 West 38th Street, Suite 811, New York, New York 10018, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Grantor, has GRANTED, BARGAINED, SOLD, and CONVEYED, and by these presents does GRANT, BARGAIN, SELL, and CONVEY unto MFLP Hickory LLC, as to an 84% undivided interest and unto PRG Hickory View TN, LP, as to a 16% undivided interest, that certain real property situated in the City of Nashville, Tennessee, and described on **Exhibit A** attached hereto and made a part hereof for all purposes, together with all and singular the rights, privileges, hereditaments, and appurtenances pertaining to such real property, including any and all improvements and fixtures currently attached to and located thereon (the "***Property***").

For the same consideration, Grantor has GRANTED, BARGAINED, SOLD, and CONVEYED, and by these presents does GRANT, BARGAIN, SELL, and CONVEY unto Grantee, without warranty, express or implied, all interest of Grantor, if any, in (1) strips and gores, if any, between the Property and any abutting properties, whether owned or claimed by deed, limitations, or otherwise, and whether located inside or outside the Property; and (2) any land lying in or under the bed of any creek, stream, or waterway or any highway, avenue, street, road, alley, easement or right-of-way, open or proposed, in, or across, abutting or adjacent to the Property.

This conveyance is being made by Grantor and accepted by Grantee subject only to those certain title exceptions set forth on **Exhibit B** attached hereto and made a part hereof for all

purposes, but only to the extent that such exceptions are valid, existing, and, in fact, affect the Property.

TO HAVE AND TO HOLD the Property, together with, all and singular, the rights and appurtenances thereto in anywise belonging, to Grantee and Grantee's successors and assigns forever; and subject to the exceptions set forth on the attached **Exhibit B**, Grantor does hereby bind Grantor and Grantor's heirs, executors, administrators, legal representatives, successors, and assigns to warrant and forever defend, all and singular, the Property unto the Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same, or any part thereof, by, through or under Grantor but not otherwise.

[signature page follows]

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 13th day of February, 2018.

GRANTOR:

MACG Nashville Hickory View LLC

By: Brad Galinson
Name: Brad Galinson
Title: Authorized Signatory

STATE OF New Hampshire)
) §
COUNTY OF Hillsborough)

Personally appeared before me, the undersigned, a notary public in and for said County and State, Brad Galinson, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged ___self to be the authorized signatory of MACG Nashville Hickory View LLC, a Delaware limited liability company, the within named bargainor, and that he/ she in such capacity, and on behalf of the said company, executed the foregoing instrument for the purpose therein contained, by signing the name of the company by ___self as authorized signatory.

Witness my hand and official seal in Amherst, New Hampshire this 13th day of Feb, 2018.

Signature of Notary

My commission expires:

SHANNON HOGAN GALINSON
Notary Public-New Hampshire
My Commission Expires
October 11, 2022

NOTARY PUBLIC

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION BY THIS INSTRUMENT AS TOTHE STATUS OF THE TITLE TO THE PROPERTY DESCRIBED HEREIN. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER OR SECURED BY THE PREPARER FROM PUBLIC RECORDS AND PREPARER MAKES NO REPRESENTATION WHATSOEVER OTHER THAN THAT IT HAS BEEN ACCURATELY TRANSCRIBEO FROM THE INFORMATION PROVIDED.

RESPONSIBLE TAXPAYERS: PRG Hickory View TN, LP
5425 Peachtree Parkway, Norcross, Georgia 30092 and
MFLP Hickory LLC
330 West 38th Street, Suite 811, New York, New York 10018

I hereby swear or affirm that the actual consideration or true value of this transfer, whichever is greater, is $14,400,000.00.

Affiant: Heather Wood

Subscribed and sworn before me this 22 day of February, 2018

Lisa Bracey Farris
Signature of Notary

My commission expires: 09-26-2020

LISA BRACEY-FARRIS
NOTARY PUBLIC
STATE OF TENNESSEE
ROBERTSON COUNTY

4838-8243-0045.2
WBD (US) 42157757v3

Exhibit A

Land located in the 27th councilmanic district of Davidson County, Tennessee, being Lot 1 on the Plan of Hickory View Apartments, as of record in Book 5190, Page 506, Registers Office for Davidson County, Tennessee, more particularly described as follows:

Beginning at an iron pin in the south margin of Hickoryview Drive, said point being the northeast corner of the herein described tract and in the westerly line of Turtle Creek Apartments, as of record in Deed Book 6820, Page 586, R.O.D.C.; thence with the lines of Turtle Creek Apartments South 05° 28' 31" West 69.59 feet to an iron pin; thence South 48° 57'11" West 988.42 feet to an iron pin, said point being the southeast corner of the herein described tract and the northeast corner of Hickory Villa Estates, as of record in Plat Book 5800, Page 269, R.O.D.C.; thence with Hickory Villa Estates' north line North 81 ° 19' 46" West 100.00 feet to an iron pin, said point being the southwest corner of the herein described tract and in the east line of 15174 Old Hickory Boulevard LLC, as of record in Deed Book 11280, Page 756, R.O.D.C.; thence with said east line North 08° 45' 19" East 859.62 feet to an iron pin, said point being the northwest corner of the herein described tract; thence South 84° 22' 12" East 636.40 feet to an iron pin in the margin of Hickoryview Drive; thence with said margin and a curve to the left, having a radius of 50.00 feet, an arc length of 104.72 feet and a chord bearing and distance of South 24° 43' 45" East, 86.60 feet to an iron pin; thence South 84° 04' 43" East 50.81 feet to the point of beginning and containing 9.20 acres, more or less.

Being the same property conveyed to MACG NASHVILLE HICKORY VIEW, LLC, a Delaware limited liability company, by Special Warranty Deed from HICKORY VIEW ASSOCIATES, L.P., a Tennessee limited partnership, dated October 29, 2014, of record in Instrument No. 20141103-0101236, in the Register's Office for Davidson County, Tennessee.

Exhibit B

1. Taxes for the year 2018, a lien, due and payable, but not yet delinquent.

2. Rights of tenants in possession, as tenants only under written, unrecorded and unexpired leases with no option to purchase.

3. Grant of Easement between Comcast of Nashville, 1, LLC, and Hickory View Associates, L.P. of record in Instrument No. 20121114-0104693, Register's Office for Davidson County, Tennessee, as shown on that certain survey dated September 12, 2014, last revised on December 30, 2017, prepared by Patrick Coode, TN RLS 855.

4. Agreement for Dedication of Easement for Water Mains and Appurtenances of record in Book 5713, Page 521, Register's Office for Davidson County, Tennessee, as shown on that certain survey dated September 12, 2014, last revised on December 30,2017, prepared by Patrick Coode, TN RLS 855.

5. Subject to the following matters shown on the Plan of record in Plat Book 5190, Page 506, Register's Office for Davidson County, Tennessee:

   a. 30 foot minimum building setback lines;
   b. 20 foot public utility easement; and
   c. 20 foot water line easement

6. Storm Water Detention Agreement by and between Hickory View Associates, Ltd., and The Metropolitan Government of Nashville and Davidson County of record in Book 5861, Page 508, Register's Office for Davidson County, Tennessee.

7. All matters as shown on Survey No. 212-06-3, prepared by Patrick Coode and Company, LLC, TN RLS# 855, dated September 12, 2014, last revised December 30, 2017