Bill Garrett Davidson County
Batch# 99257 DEEDWARRSP
06/01/2018 01:54:30 PM 5 pgs
Fees: $28.00 Taxes: $37,093.64
20180601-0052439

THIS INSTRUMENT PREPARED BY AND RETURN TO:
CAPITAL LAW & ADVISORY PARTNERS, LLC
319 BOULEVARD, NE
GAINESVILLE, GA 30501

When Recorded Return To:
First American Title Insurance Company
National Commercial Services
420 S. Orange Ave, Suite 250
Orlando, FL 32801
File No: NCS 864706

NEW PROPERTY OWNER AND SEND TAX BILLS TO:

MMAC 150 BELLEVUE, LLC
C/O MONTECITO MEDICAL REAL ESTATE
495 RINCON ST. #208
CORONA, CA 92879
ATTN: DAVID MCNEIL

TAX ID #
156 09 0A 007.00
PROPERTY ADDRESS:
5700 TEMPLE RD., NASHVILLE, TENNESSEE

SPECIAL WARRANTY DEED
SUBJECT TO RESTRICTIONS

THIS INDENTURE made and entered into as of this 31st day of May, 2018, by and between, **HARPETH MEDICAL CENTER, LLC**, a Tennessee limited liability company, party of the first part, and **MMAC 150 BELLEVUE, LLC**, a Delaware limited liability company, party of the second part,

WITNESSETH: 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, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate situated and being in Davidson County, Tennessee:

See **Exhibit "A"**, attached hereto and incorporated herein by reference as if copied verbatim ("Property").

Being the same property as that conveyed to party of the first part by Special Warranty Deed of record as Instrument 20160204-0011105 in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, its successors and assigns in fee simple forever.

And the said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforedescribed Property; that it has a good right to sell and convey the same; that the same is unencumbered except for those certain matters set forth on **Exhibit "B"** and the restrictions contained herein; and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons claiming by, through or under it but not further or otherwise.

The word "party" as used herein shall mean "parties" if more than one person or entity be referred to, and pronouns shall be construed according to their proper gender and number according to the context hereof.

[Remainder of Page Intentionally Left Blank]

[Signature Page to Follow]

WITNESS the signature of the said party of the first part the day and year first above written.

HARPETH MEDICAL CENTER, LLC,
a Tennessee limited liability company

By: KPCD, LLC, a Tennessee limited liability company, its Manager

By: KPCD II, LLC, a Tennessee limited liability company, its Sole Member

By: _____
Kenneth Powers, Sole Member

ACKNOWLEDGEMENT

STATE OF TENNESSEE)
)
COUNTY OF Davidson)

Before me, Brandi Norred Maiorino, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Kenneth Powers, 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 sole member (or other officer authorized to execute this instrument) of KPCD II, LLC, the sole member of KPCD, LLC, the Manager of Harpeth Medical Center, LLC, a Tennessee limited liability company, the within named bargainor, a Tennessee limited liability company, and that he as such sole member of the Manager of such limited liability company, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the company by himself as sole member of the Manager.

Witness my hand and seal at office in Nashville, Tennessee, this 16 day of May, 2018.

BRANDI NORRED MAIORINO NOTARY PUBLIC STATE OF TENNESSEE DAVIDSON COUNTY My Commission Expires

_____
Notary Public

My Commission Expires: Nov 5, 2018

State Tax..... $_____
Register's Fee..... $1.00
Recording Fee..... $_____
Total..... $_____

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 $10,025,308.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

_____
Affiant

Subscribed and sworn to before me this 18th day of May, 2018.

_____
Notary Public

My Commission expires: _____

ANDREA R. DIGGS
Notary Public - State of Florida
Commission # FF 230319
My Comm. Expires Jun 20, 2019
Bonded through National Notary Assn.

{00056306.6}

EXHIBIT A

LAND in Davidson County, Tennessee, being Outparcel No. 7, on the Plan of Final Plat Harpeth Village P.U.D., as shown on plat of record in Instrument No. 200605050052434, in the Register's Office for Davidson County, Tennessee, to which Plan reference is hereby made for a more complete description of the property.

BEING the same property conveyed to Harpeth Medical Center, LLC by Special Warranty Deed of record in Instrument No. 201602040011105, Register's Office for Davidson County, Tennessee.

TOGETHER WITH rights benefitting the Property in and to those certain restrictions as set forth in that certain Covenants, Conditions and Restrictions by Kimco Barclay Harpeth, L.P., of record in Instrument No. 200705070054445, in the Register's Office for Davidson County, Tennessee.

Exhibit "B"

1. Taxes and assessments for the year 2018, and subsequent years, not yet due and payable.

2. All matters shown on plat of record in Instrument No. 20060505-0052434, in the Register's Office of Davidson County, Tennessee.

3. All matters shown on plat of record in Instrument No. 20051227-0153838, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of that First Amendment to Covenants, Conditions and Restrictions of record in Instrument No. 20170105-0001265, in the Register's Office of Davidson County, Tennessee.

5. Stormwater Detention Agreement from The Barclay Group to Metropolitan Government of Nashville and Davidson County, of record in Instrument No. 20051219-0151714, in the Register's Office of Davidson County, Tennessee.

6. Agreement for Dedication of Public Utilities Easements and Abandonment of Existing Easement from Harpeth Valley Utilities District to Davidson County, of record in Instrument No. 20000510-0047300, in the Register's Office of Davidson County, Tennessee.

7. Agreement for Dedication of Easement for Sanitary Sewers from Harpeth Valley Utilities District to Davidson County, of record in Book 4760, page 842, in the Register's Office of Davidson County, Tennessee.

8. Easements as set forth in Quitclaim Deed from John T. Marler, Jr. to Harpeth Valley Utilities District, of record in Book 4760, page 840, in the Register's Office of Davidson County, Tennessee.

9. Electrical Permit from Maxie Greer and Wayne Greer to Metropolitan Government of Nashville, of record in Book 7511, page 561; as rerecorded in Book 7512, page 319; as rerecorded in Book 7611, page 418, in the Register's Office of Davidson County, Tennessee.

10. Sign Easement Agreement from Kimco Barclay Harpeth, L.P. to Barry Harrison, of record in Instrument No. 20080418-0039513, in the Register's Office of Davidson County, Tennessee.

11. Declaration of Restrictions and Covenants from Harpeth Medical Center, LLC to Metropolitan Government of Nashville, of record in Instrument No. 20170124-0007478, in the Register's Office of Davidson County, Tennessee.

12. Terms and provisions of unrecorded lease, as evidenced by Memorandum of Lease, Right of First Opportunity and Restrictions by and between Harpeth Medical Center, LLC and Saint Thomas Health, of record in Instrument No. 20170324-0028960, in the Register's Office of Davidson County, Tennessee.

13. Rights of parties in possession, as tenants only, pursuant to recorded or unrecorded leases.

True Copy Certification

I, Scott Brown, do hereby make oath that I am 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.

Scott Brown

State of Florida
County of Orange

Personally appeared before me, Andrea R. Diggs, a notary public for this county and state, Scott Brown who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires:

Notary' Seal

ANDREA R. DIGGS
Notary Public - State of Florida
Commission # FF 230319
My Comm. Expires Jun 20, 2019
Bonded through National Notary Assn.