This Instrument Prepared By:
Scott Brown, Esq.
Burr & Forman LLP
201 North Franklin Street, Suite 3200
Tampa, Florida 33602

Bill Garrett Davidson County
Batch# 109789 DEEDWARRSP
06/28/2018 10:03:30 AM 15 pgs
Fees: $78.00 Taxes: $61,383.00
20180628-0062383

SPECIAL WARRANTY DEED

Address New Owner(s):	Send Tax Bills to:	Map-Parcel No.
Lion Easton, LLC 600 Wilshire Blvd, Ste. 302 Los Angeles, CA 90017	Lion Easton, LLC 600 Wilshire Blvd, Ste. 302 Los Angeles, CA 90017	051C000I500

STATE OF NEW YORK)
COUNTY OF KINGS)

The actual consideration or value, whichever is greater, for this transfer is SIXTEEN MILLION FIVE HUNDRED NINETY THOUSAND and NO/100 Dollars ($16,590,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 21 day of June, 2018.

Notary Public

My Commission Expires: 10/17/20

MICHAL ZISBLATT
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01ZI6348664
Qualified in Kings County
Commission Expires October 17, 2020

For and in consideration of the sum of SIXTEEN MILLION FIVE HUNDRED NINETY THOUSAND and NO/100 Dollars ($16,590,000.00), the receipt and sufficiency of which are hereby acknowledged, HIGHLAND COVE APARTMENTS LLC, a Delaware limited liability company ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto LION EASTON, LLC, a Delaware limited liability company ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference, together with all improvements, buildings, and structures located thereon (the "Property").

The Property is improved property known as the Highland Cove Apartments and is further described on Exhibit A attached hereto and incorporated herein by reference.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

To have and to hold the Property with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors and assigns in fee simple forever.

Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

Grantor covenants with Grantee that Grantor has not made, done, executed, allowed or suffered any act, instrument or thing whatsoever whereby said land, or any part thereof, now or at any time hereafter shall be charged or encumbered in any manner whatsoever.

Grantor further covenants and binds Grantor, its successors, and assigns to warrant and defend the title to the Property to Grantee, its successors, and assigns against the lawful claims of all persons whomsoever claiming title as against all acts of the Grantor(s) herein and no other (except claims arising from the matters set forth on Exhibit B), but not further or otherwise. This conveyance is expressly made subject to the matters set forth on Exhibit B.

[SIGNATURE APPEARS ON THE FOLLOWING PAGE]

Witness my hand this 27 day of June, 2018.

HIGHLAND COVE APARTMENTS LLC,
a Delaware limited liability company

By: _____
Robert Wolf, Manager

STATE OF NEW YORK
COUNTY OF KINGS

The foregoing instrument was sworn to and subscribed before me this 21 day of June, 2018, by Robert Wolf, individually and in the capacities noted above. He is personally known to me ☑ OR produced a _____ Driver's License ☐ as identification.

_____
Notary Public

(NOTARY SEAL)

_____
(Type, Stamp or Print Name)

My commission expires:

MICHAL ZISBLATT
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01ZI6348664
Qualified in Kings County
Commission Expires October 17, 2020

EXHIBIT A

PROPERTY DESCRIPTION

All that certain lot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the City of Madison, County of Davidson, State of Tennessee.

BEING A PARCEL OF LAND IN THE SECOND CIVIL DISTRICT, THIRD COUNCILMANIC DISTRICT, NASHVILLE, DAVIDSON COUNTY, TENNESSEE, BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY PREPARED BY BARGE, WAGGONER, SUMNER AND CANNON, SEPTEMBER 27, 1994, AS FOLLOWS:

BEGINNING AT A POINT IN THE EASTERLY MARGIN OF DUE WEST AVENUE, SAID POINT BEING THE NORTHWESTERLY 1,055 FEET, MORE OR LESS FROM THE CENTERLINE OF OLD DUE WEST AVENUE, AS EXTENDED; THENCE, LEAVING SAID MARGIN WITH THE SOUTHERLY LINE OF PROPERTY CONVEYED TO BIBLE MISSIONARY BAPTIST CHURCH TRUSTEES BY DEED OF RECORD IN BOOK 3179, PAGE 328, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 71 DEGREES 42 MINUTES 42 SECONDS EAST, 490.54 FEET TO A POINT; THENCE, WITH THE NORTHERLY LINE OF SAID CHURCH PROPERTY, NORTH 26 DEGREES 29 MINUTES 32 SECONDS WEST, 3.03 FEET TO A POINT IN THE SOUTHERLY LINE OF PROPERTY CONVEYED TO ALBERT D. PANTER BY DEED OF RECORD IN BOOK 4401, PAGE 764, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE WITH SAID SOUTHERLY LINE AND THE SOUTHERLY LINE OF PROPERTY CONVEYED TO MARY C. BROWDER BY DEED OF RECORD IN BOOK 6118, PAGE 54, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, THE FOLLOWING CALLS; SOUTH 82 DEGREES 40 MINUTES 17 SECONDS EAST 224.82 FEET TO A POINT; SOUTH 82 DEGREES 19 MINUTES 29 SECONDS EAST 271.41 FEET TO A POINT; SOUTH 79 DEGREES 42 MINUTES 41 SECONDS EAST, 216.34 FEET TO A POINT IN THE WESTERLY MARGIN OF INTERSTATE 65; THENCE, WITH SAID MARGIN THE FOLLOWING CALLS: WITH A CURVE TO THE RIGHT 353.76 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 05 DEGREES 30 MINUTES 30 SECONDS, A RADIUS OF 3679.72 FEET, A TANGENT OF 177.02 AND A CHORD OF SOUTH 24 DEGREES 54 MINUTES 12 SECONDS WEST, 353.63 FEET; SOUTH 28 DEGREES 53 MINUTES 43 SECONDS WEST, 196.33 FEET TO A POINT; SOUTH 29 DEGREES 23 MINUTES 30 SECONDS WEST, 744.14 FEET TO A POINT; THENCE, LEAVING SAID MARGIN WITH THE EASTERLY LINE OF A 25-FOOT ACCESS; THE EASTERLY LINE OF PROPERTY CONVEYED TO JEONG S. YUN BY DEEDS OF RECORD IN BOOK 7709, PAGE 905, AND BOOK 8101, PAGE 340, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; AND WALLACE MITCHELL BY DEED OF RECORD IN BOOK 5322, PAGE 450, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 5 DEGREES 58 MINUTES 00 SECONDS EAST 456.35 FEET TO A POINT; THENCE, WITH THE NORTHERLY LINE OF SAID MITCHELL PROPERTY, SOUTH 59 DEGREES 53 MINUTES 25 SECONDS WEST, 373.7 FEET TO A POINT IN THE EASTERLY MARGIN OF DUE WEST AVENUE; THENCE WITH SAID MARGIN WITH A CURVE TO THE RIGHT 230.74 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 15 DEGREES 12

MINUTES, A RADIUS OF 869.76 FEET, A TANGENT OF 116.05 FEET AND A CHORD OF NORTH 24 DEGREES 41 MINUTES 30 SECONDS WEST, 230.06 FEET; CONTINUING WITH SAID MARGIN NORTH 17 DEGREES 05 MINUTES 30 SECONDS WEST, 40.57 FEET TO A POINT; THENCE, LEAVING SAID MARGIN WITH THE SOUTHERLY LINE OF PROPERTY CONVEYED TO W.B. DOWLEN BY DEED OF RECORD IN BOOK 3989, PAGE 499, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 72 DEGREES 01 MINUTES 26 SECONDS EAST, 476.2 FEET TO A POINT; THENCE, WITH THE EASTERLY LINE OF SAID DOWLEN PROPERTY AND THE EASTERLY LINES OF PROPERTIES CONVEYED TO REYNOLD BUBIS BY DEED OF RECORD IN BOOK 6285, PAGE 205, AND CLABORN C. WEAVER BY DEED OF RECORD IN BOOK 6607, PAGE 809, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 05 DEGREES 58 MINUTES 00 SECONDS EAST, 328.4 FEET TO A POINT; THENCE WITH THE NORTHERLY LINE OF SAID WEAVER PROPERTY SOUTH 72 DEGREES 00 MINUTES 30 SECONDS WEST, 604.8 FEET TO A POINT IN THE EASTERLY MARGIN OF DUE WEST AVENUE; THENCE WITH SAID MARGIN, NORTH 17 DEGREES 05 MINUTES 30 SECONDS WEST, 300.00 FEET TO THE POINT OF BEGINNING.

LESS AND EXCEPT the following two parcels conveyed from Highland Cove Apartments, LLC to the State of Tennessee in the Warranty Deed dated December 2, 2013 and recorded May 14, 2014 in Document No. 20140514-0041266, being more particularly described as follows:

Parcel 1
Beginning at the point of intersection of the existing northwest margin of I-65 and the existing east margin of Due West Avenue; thence with said existing east margin North 05 degrees 51 minutes 45 seconds East 62 feet more or less to a point; thence with the east boundary of the Jeong S. Yun, et ux property North 05 degrees 51 minutes 45 seconds East 72.94 feet to a point, said point being 193.59 feet left of I-65 proposed centerline station 406+38.28; thence with the proposed northwest margin I-65 (1) North 37 degrees 02 minutes 55 seconds East 137.98 feet (2) North 49 degrees 32 minutes 59 seconds East 102.14 feet to a point, said point being 139.66 feet left of I-65 proposed center line station 408+70.83; thence with said existing northwest margin South 27 degrees 17 minutes 21 seconds West 357.17 feet to the point of beginning.

Parcel 2
Beginning at the point of intersection of the existing east margin of Due West Avenue and the northwest boundary of the Wallace Mitchell property; thence with said existing east margin having a curve right and northerly 272 feet more or less to a point, said point being 20.11 feet left of Due West Avenue proposed centerline station 8+37.01; thence with the proposed northeast margin of Due West Avenue South 32 degrees 12 minutes 25 seconds East 268.72 feet to a point, said point being 57.71 feet left of Due West Avenue proposed centerline station 11+12.78; thence with said northwest boundary South 59 degrees 47 minutes 10 seconds West 40.21 feet to the point of beginning.

Also described as follows:

Being a parcel of land in the Second Civil District, Third Councilmanic District, Nashville, Davidson County, Tennessee, located on the northeasterly side of Due West Avenue west of

201806280062383

Interstate 65, being property conveyed to Freeman Florida Venture, LTD, by deed of record in Book 9479, Page 756, R.O.D.C., and being more particularly described as follows:
BEGINNING at an iron pin in the easterly right-of-way line of Due West Avenue, said pin being northwesterly 1,055 feet, more or less from the centerline of Old Due West Avenue, as extended:
THENCE, leaving said right-of-way with the southerly line of property conveyed to Bible Missionary Baptist Church Trustees by deed of record in Book 3179, Page 328, R.O.D.C., N 71° 42' 42" E, 490.54 feet to an iron pin;
THENCE, with the northerly line of said Church property, N 26° 29' 32" W, 3.03 feet to an iron pin in the southerly line of property conveyed to Kenneth Gentry by deed of record in Instrument No. 200610170128700, R.O.D.C.;
THENCE, with said southerly line and the southerly line of property conveyed to Dillard Holdings, LLC, by deed of record in Instrument No. 200503170029190, R.O.D.C., the following calls:
S 82° 40' 17" E, 224.82 feet to an old iron pin,
S 82° 19' 29" E, 271.41 feet to an old iron pin,
S 79° 42' 41" E, 216.34 feet to an old iron pin in the westerly right-of-Way line of Interstate 65;
THENCE, with said right-of-way line the following calls:
With a curve to the right 353.76 feet to an iron pin, said curve having a central angle of 05° 30' 30", a radius of 3,679.72 feet, a tangent of 177.02 and a chord of S 24° 54' 12" W, 353.63 feet,
S 28° 53' 43" W, 196.33 feet,
S 29° 27' 02" W, 388.21 feet to a right-of-way monument,
S 49° 05' 08" W, 102.10 feet to a right-of-way monument,
S 36° 29' 17" W, 138.59 feet to a right-of way monument,
S 26° 58' 51" W, 2.69 feet to the easterly line of property conveyed to John Yoon, et. al. by deed of record in Instrument No. 200102300105137, R.O.D.C.;
THENCE, with said Yoon property and with property conveyed to Robert Vaughan by deed of record in Book 11454, Page 472, R.O.D.C., N 05° 58' 00" E, 326.02 feet to an iron pin;
THENCE, with the northerly line of said Vaughan property, S 59° 52' 51" W, 333.23 feet to the easterly right-of-way of Due West Avenue;
THENCE, with said right-of-way, N 33° 09' 55" W, 264.76 feet to an iron pin;
THENCE, leaving said right-of-way with the southerly line of property conveyed to Walter Raymond and James Irwin Dowlen by deed of record in Book 11150, Page 486, R.O.D.C., N 71° 27' 42" E, 480.58 feet to an old iron pin;
THENCE, with the easterly line of said Dowlen property and the easterly lines of properties conveyed to Kristen C. Lake by deed of record in Instrument No. 200005010043267, R.O.D.C., and Susan Flagg by deed of record In Instrument No. 200612050149820, R.O.D.C., N 05° 47' 45" E, 328.57 feet to an iron pin;
THENCE, with the northerly line of said Flagg property, S 72° 00' 32" W, 604.83 feet to an old iron pin the easterly right-of-way line of Due West Avenue;
THENCE, with said right-of-way, N 17° 05' 30" W, 300.00 feet to the point of beginning.

Being the same property conveyed to Highland Cove Apartments LLC, by Special Warranty Deed of record as Instrument No. 20121204-0111189, Register's Office for Davidson County, Tennessee.

EXHIBIT B

ENCUMBRANCES

1. Rights of tenants as tenants only under unrecorded leases.

2. No insurance is afforded as to the exact amount of acreage contained in the property described herein.

3. Taxes and Tax Liens which are due and payable subsequent to the date of policy.

4. Any taxes or assessments not posted on the records of the taxing authority(ies) of which the Land described in Schedule A hereof is subject, including but not limited to: Supplemental, Revised, and/or Corrected Assessments pursuant to T.C.A. Section 67-5-603 et seq. or Back Assessments pursuant to T.C.A. Section 67-1-1001 et. seq.; or taxes based on a change in the classification of the Insured Land (Roll Back Taxes) pursuant to T.C.A. Section 67-5-1001 et seq.

5. Rights of automated service or laundry facility providers, if any.

6. Minerals of whatsoever kind, subsurface and surface substances, including but not limited to coal, lignite, oil, gas, uranium, clay, rock, sand and gravel in, on, under and that may be produced from the Land, together with all rights, privileges, and immunities relating thereto.

7. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage in favor of Metropolitan Government of Nashville and Davidson County, Tennessee dated January 10, 1974 and recorded February 8, 1974 in Book 4786 Page 461.

8. Easement in favor of Bellsouth Telecommunications, Inc. dated April 4, 2001 and recorded April 25, 2001 in Document No. 20010425-0041149.

9. Grant of Easement by and between Comcast of Nashville I, LLC and Highland Cove Apartments, LLC dated January 15, 2013 and recorded May 17, 2013 in Document No. 20130517-0050052.

10. Easement as contained in Warranty Deed from Highland Cove Apartments, LLC to the State of Tennessee dated December 2, 2013 and recorded May 14, 2014 in Document No. 20140514-0041266.

11. Water Line Easement Agreement made by and between Highland Cove Apartments, LLC and The Madison Suburban Utility District of Davidson County, Tennessee, recorded on March 12, 2015 in Instrument No. 20150312-0021132.

12. Water Line Easement Agreement made by and between Highland Cove Apartments, LLC and The Madison Suburban Utility District of Davidson County, Tennessee, recorded on March 12, 2015 in Instrument No. 20150312-0021133.

13. Boundary Line Agreement made by and between Lion Easton, LLC and Bashaw Village, LLC, recorded on June 27, 2018.

14. Survey prepared by Barge, Waggoner, Sumner & Cannon, Inc of Barge, Waggoner, Sumner & Cannon, Inc, dated 10/16/2012, last revised 3-26-2015, discloses the following:

a) Unrecorded water line easement runs through property
b) Rights of others both public and private in and to sanitary lines, water lines, power lines, utility poles, manholes, drains, water valves, meters, cable TV boxes, gas lines, guy wires and signs on or crossing subject property
c) Fences do not coincide with property lines

AFFIDAVIT OF PROPERTY VALUE

1. ASSESSOR'S PARCEL IDENTIFICATION NUMBER(s)

Primary Parcel: _____ - _____ - _____ - _____
BOOK MAP PARCEL SPLIT LETTER

Does this sale include any parcels that are being split / divided?

Check one: Yes ☐ No ☐

How many parcels, other than the Primary Parcel, are included in this sale? _____

Please list the additional parcels below (no more than four):

(1) _____ (3) _____

(2) _____ (4) _____

9. *FOR OFFICIAL USE ONLY: Buyer and Seller leave blank*

(a) County of Recordation: _____

(b) Docket & Page Number: _____

(c) Date of Recording: _____

(d) Fee / Recording Number: _____

Validation Codes:

(e) ASSESSOR _____ (f) DOR _____

ASSESSOR'S USE ONLY

Verify Primary Parcel in Item 1: _____ - _____ - _____ - _____

Use Code: Full Cash Value: $

2. SELLER'S NAME AND ADDRESS:

Highland Cove Apartments LLC
4706 18th Avenue
Brooklyn, NY 11204

3. (a) BUYER'S NAME AND ADDRESS:

Lion Fortan, LLC
600 Wilshire Avenue, Suite 302
Los Angeles, CA 90017

(b) Are the Buyer and Seller related? Yes ☐ No ☒
If Yes, state relationship:

4. ADDRESS OF PROPERTY:

714 Due West Avenue, Madison, TN 37115

5. MAIL TAX BILL TO:

Lion Fortan, LLC
600 Wilshire Avenue, Suite 302
Los Angeles, CA 90017

6. PROPERTY TYPE (for Primary Parcel): NOTE: Check Only One Box

a. ☐ Vacant Land
b. ☐ Single Family Residence
c. ☐ Condo or Townhouse
d. ☐ 2-4 Plex
e. ☒ Apartment Building
f. ☐ Commercial or Industrial Use
g. ☐ Agricultural
h. ☐ Mobile or Manufactured Home
i. ☐ Other Use; Specify: _____

7. RESIDENTIAL BUYER'S USE: If you checked b, c, d or h in Item 6 above, please check one of the following:

☐ To be occupied by owner or "family member."
☐ To be rented to someone other than "family member."

See reverse side for definition of a "family member."

8. NUMBER OF UNITS: 206

For Apartment Properties, Motels, Hotels, Mobile Home Parks, RV Parks, Mini-Storage Properties, etc.

10. TYPE OF DEED OR INSTRUMENT (Check Only One Box):

a. ☐ Warranty Deed
b. ☒ Special Warranty Deed
c. ☐ Joint Tenancy Deed
d. ☐ Contract or Agreement
e. ☐ Quit Claim Deed
f. ☐ Other:

11. **SALE PRICE:** $ 16,590,000 00

12. DATE OF SALE (Numeric Digits): _____
Month Year

(For example: 03 / 05 for March 2005)

13. DOWN PAYMENT: $ _____ 00

14. METHOD OF FINANCING:

a. ☐ Cash (100% of Sale Price)
b. ☐ Exchange or trade
c. ☐ Assumption of existing loan(s)
d. ☐ Seller Loan (Carryback)
e. ☒ New loan(s) from financial institution:
(1) ☒ Conventional
(2) ☐ VA
(3) ☐ FHA
f. ☐ Other financing; Specify: _____

15. PERSONAL PROPERTY *(see reverse side for definition)*:

(a) Did the Sale Price in Item #11 include Personal Property that impacted the Sale Price by 5% or more? Yes ☐ No ☒

(b) If Yes, provide the dollar amount of the Personal Property:

$ _____ 00 AND

briefly describe the Personal Property:

16. PARTIAL INTEREST: If only a partial ownership interest is being sold, briefly describe the partial interest: NA

17. PARTY COMPLETING AFFIDAVIT (Name, Address, Phone):

Robert Wolf
4706 18th Avenue
Brooklyn, NY 11204 Phone 718-972-7878

18. LEGAL DESCRIPTION *(attach copy if necessary)*:

Attached

THE UNDERSIGNED BEING DULY SWORN, ON OATH, SAYS THAT THE FOREGOING INFORMATION IS A TRUE AND CORRECT STATEMENT OF THE FACTS PERTAINING TO THE TRANSFER OF THE ABOVE DESCRIBED PROPERTY.

Signature of Seller/Agent

State of New York, County of Kings

Subscribed and sworn to before me on this 21 day of May 2018

Notary Public _____

Notary Expiration Date 10/17/2020

MICHAL ZISBLATT
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01ZI6348664
Qualified in Kings County
Commission Expires October 17, 2020

Signature of Buyer/Agent

State of _____, County of _____

Subscribed and sworn to before me on this _____ day of _____ 20____

Notary Public _____

Notary Expiration Date _____

AFFIDAVIT OF PROPERTY VALUE

1. ASSESSOR'S PARCEL IDENTIFICATION NUMBER(s)

Primary Parcel: _____ - _____ - _____ - _____
BOOK MAP PARCEL SPLIT LETTER

Does this sale include any parcels that are being split / divided?

Check one: Yes ☐ No ☐

How many parcels, other than the Primary Parcel, are included in this sale? _____

Please list the additional parcels below (no more than four):

(1) _____ (3) _____

(2) _____ (4) _____

9. *FOR OFFICIAL USE ONLY: Buyer and Seller leave blank*

(a) County of Recordation: _____

(b) Docket & Page Number: _____

(c) Date of Recording: _____

(d) Fee / Recording Number: _____

Validation Codes:

(e) ASSESSOR _____ (f) DOR _____

ASSESSOR'S USE ONLY

Verify Primary Parcel in Item 1: _____ - _____ - _____ - _____

Use Code: Full Cash Value: $

2. SELLER'S NAME AND ADDRESS:
Highland Cove Apartments, LLC
4706 18th Avenue, Brooklyn, NY 11204

3. (a) BUYER'S NAME AND ADDRESS:
Lion Easton, LLC
600 Wilshire Avenue, Suite 302
Los Angeles, CA 90017

(b) Are the Buyer and Seller related? Yes ☐ No ☒
If Yes, state relationship:

4. ADDRESS OF PROPERTY:
714 Due West Avenue, Madison TN 37115

5. MAIL TAX BILL TO:
Lion Easton, LLC
600 Wilshire Blvd, suite 302 Los Angeles CA 90017

6. PROPERTY TYPE (for Primary Parcel): NOTE: Check Only One Box

a. ☐ Vacant Land
b. ☐ Single Family Residence
c. ☐ Condo or Townhouse
d. ☐ 2-4 Plex
e. ☒ Apartment Building
f. ☐ Commercial or Industrial Use
g. ☐ Agricultural
h. ☐ Mobile or Manufactured Home
i. ☐ Other Use; Specify: _____

7. RESIDENTIAL BUYER'S USE: If you checked b, c, d or h in item 6 above, please check one of the following:

☐ To be occupied by owner or "family member."
☐ To be rented to someone other than "family member."

See reverse side for definition of a "family member."

8. NUMBER OF UNITS: 206

For Apartment Properties, Motels, Hotels, Mobile Home Parks, RV Parks, Mini-Storage Properties, etc.

10. TYPE OF DEED OR INSTRUMENT (Check Only One Box):

a. ☐ Warranty Deed
b. ☒ Special Warranty Deed
c. ☐ Joint Tenancy Deed
d. ☐ Contract or Agreement
e. ☐ Quit Claim Deed
f. ☐ Other:

11. SALE PRICE: $ 16,590,000 00

12. DATE OF SALE (Numeric Digits): 06 / 18
Month Year

(For example: 03 / 05 for March 2005)

13. DOWN PAYMENT: $ _____ 00

14. METHOD OF FINANCING:

a. ☐ Cash (100% of Sale Price)
b. ☐ Exchange or trade
c. ☐ Assumption of existing loan(s)
d. ☐ Seller Loan (Carryback)
e. ☒ New loan(s) from financial institution:
(1) ☒ Conventional
(2) ☐ VA
(3) ☐ FHA
f. ☐ Other financing; Specify: _____

15. PERSONAL PROPERTY *(see reverse side for definition)*:

(a) Did the Sale Price in Item #11 include Personal Property that impacted the Sale Price by 5% or more? Yes ☐ No ☒

(b) If Yes, provide the dollar amount of the Personal Property:

$ _____ 00 AND

briefly describe the Personal Property:

16. PARTIAL INTEREST: If only a partial ownership interest is being sold, briefly describe the partial interest: N/A

17. PARTY COMPLETING AFFIDAVIT (Name, Address, Phone):
Mori Barak
600 Wilshire Blvd, Suite 302, Los Angeles CA 90017
Phone 310-526-3103

18. LEGAL DESCRIPTION *(attach copy if necessary)*:

THE UNDERSIGNED BEING DULY SWORN, ON OATH, SAYS THAT THE FOREGOING INFORMATION IS A TRUE AND CORRECT STATEMENT OF THE FACTS PERTAINING TO THE TRANSFER OF THE ABOVE DESCRIBED PROPERTY.

_____
Signature of Seller/Agent

State of _____, County of _____

Subscribed and sworn to before me on this _____ day of _____ 20 ____

Notary Public _____

Notary Expiration Date _____

_____
Signature of Buyer/Agent

State of _____, County of _____

Subscribed and sworn to before me on this _____ day of _____ 20 ____

Notary Public _____

Notary Expiration Date _____

(See Attached Notary Certificate)

201806280062383

CALIFORNIA JURAT WITH AFFIANT STATEMENT **GOVERNMENT CODE § 8202**

☑ See Attached Document (Notary to cross out lines 1–6 below)
☐ See Statement Below (Lines 1–6 to be completed only by document signer[s], not Notary)

1
2
3
4
5
6

Signature of Document Signer No. 1 *Signature of Document Signer No. 2 (if any)*

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Los Angeles

CHANTAL BERUBE
Notary Public – California
Los Angeles County
Commission # 2213610
My Comm. Expires Sep 10, 2021

Place Notary Seal and/or Stamp Above

Subscribed and sworn to (or affirmed) before me

on this 25th day of June, 20 18,
Date *Month* *Year*

by (1) Mony Barak

(and (2) —),
Name(s) of Signer(s)

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature _____
Signature of Notary Public

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Affidavit of Property Value

Document Date: N/A Number of Pages: 1

Signer(s) Other Than Named Above: Highland Cove Apartments LLC

©2017 National Notary Association

EXHIBIT A

PROPERTY DESCRIPTION

All that certain lot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the City of Madison, County of Davidson, State of Tennessee.

BEING A PARCEL OF LAND IN THE SECOND CIVIL DISTRICT, THIRD COUNCILMANIC DISTRICT, NASHVILLE, DAVIDSON COUNTY, TENNESSEE, BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY PREPARED BY BARGE, WAGGONER, SUMNER AND CANNON, SEPTEMBER 27, 1994, AS FOLLOWS:

BEGINNING AT A POINT IN THE EASTERLY MARGIN OF DUE WEST AVENUE, SAID POINT BEING THE NORTHWESTERLY 1,055 FEET, MORE OR LESS FROM THE CENTERLINE OF OLD DUE WEST AVENUE, AS EXTENDED; THENCE, LEAVING SAID MARGIN WITH THE SOUTHERLY LINE OF PROPERTY CONVEYED TO BIBLE MISSIONARY BAPTIST CHURCH TRUSTEES BY DEED OF RECORD IN BOOK 3179, PAGE 328, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 71 DEGREES 42 MINUTES 42 SECONDS EAST, 490.54 FEET TO A POINT; THENCE, WITH THE NORTHERLY LINE OF SAID CHURCH PROPERTY, NORTH 26 DEGREES 29 MINUTES 32 SECONDS WEST, 3.03 FEET TO A POINT IN THE SOUTHERLY LINE OF PROPERTY CONVEYED TO ALBERT D. PANTER BY DEED OF RECORD IN BOOK 4401, PAGE 764, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE WITH SAID SOUTHERLY LINE AND THE SOUTHERLY LINE OF PROPERTY CONVEYED TO MARY C. BROWDER BY DEED OF RECORD IN BOOK 6118, PAGE 54, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, THE FOLLOWING CALLS; SOUTH 82 DEGREES 40 MINUTES 17 SECONDS EAST 224.82 FEET TO A POINT; SOUTH 82 DEGREES 19 MINUTES 29 SECONDS EAST 271.41 FEET TO A POINT; SOUTH 79 DEGREES 42 MINUTES 41 SECONDS EAST, 216.34 FEET TO A POINT IN THE WESTERLY MARGIN OF INTERSTATE 65; THENCE, WITH SAID MARGIN THE FOLLOWING CALLS: WITH A CURVE TO THE RIGHT 353.76 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 05 DEGREES 30 MINUTES 30 SECONDS, A RADIUS OF 3679.72 FEET, A TANGENT OF 177.02 AND A CHORD OF SOUTH 24 DEGREES 54 MINUTES 12 SECONDS WEST, 353.63 FEET; SOUTH 28 DEGREES 53 MINUTES 43 SECONDS WEST, 196.33 FEET TO A POINT; SOUTH 29 DEGREES 23 MINUTES 30 SECONDS WEST, 744.14 FEET TO A POINT; THENCE, LEAVING SAID MARGIN WITH THE EASTERLY LINE OF A 25-FOOT ACCESS; THE EASTERLY LINE OF PROPERTY CONVEYED TO JEONG S. YUN BY DEEDS OF RECORD IN BOOK 7709, PAGE 905, AND BOOK 8101, PAGE 340, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; AND WALLACE MITCHELL BY DEED OF RECORD IN BOOK 5322, PAGE 450, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 5 DEGREES 58 MINUTES 00 SECONDS EAST 456.35 FEET TO A POINT; THENCE, WITH THE NORTHERLY LINE OF SAID MITCHELL PROPERTY, SOUTH 59 DEGREES 53 MINUTES 25 SECONDS WEST, 373.7 FEET TO A POINT IN THE EASTERLY MARGIN OF DUE WEST AVENUE; THENCE WITH SAID MARGIN WITH A CURVE TO THE RIGHT 230.74 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 15 DEGREES 12

MINUTES, A RADIUS OF 869.76 FEET, A TANGENT OF 116.05 FEET AND A CHORD OF NORTH 24 DEGREES 41 MINUTES 30 SECONDS WEST, 230.06 FEET; CONTINUING WITH SAID MARGIN NORTH 17 DEGREES 05 MINUTES 30 SECONDS WEST, 40.57 FEET TO A POINT; THENCE, LEAVING SAID MARGIN WITH THE SOUTHERLY LINE OF PROPERTY CONVEYED TO W.B. DOWLEN BY DEED OF RECORD IN BOOK 3989, PAGE 499, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 72 DEGREES 01 MINUTES 26 SECONDS EAST, 476.2 FEET TO A POINT; THENCE, WITH THE EASTERLY LINE OF SAID DOWLEN PROPERTY AND THE EASTERLY LINES OF PROPERTIES CONVEYED TO REYNOLD BUBIS BY DEED OF RECORD IN BOOK 6285, PAGE 205, AND CLABORN C. WEAVER BY DEED OF RECORD IN BOOK 6607, PAGE 809, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, NORTH 05 DEGREES 58 MINUTES 00 SECONDS EAST, 328.4 FEET TO A POINT; THENCE WITH THE NORTHERLY LINE OF SAID WEAVER PROPERTY SOUTH 72 DEGREES 00 MINUTES 30 SECONDS WEST, 604.8 FEET TO A POINT IN THE EASTERLY MARGIN OF DUE WEST AVENUE; THENCE WITH SAID MARGIN, NORTH 17 DEGREES 05 MINUTES 30 SECONDS WEST, 300.00 FEET TO THE POINT OF BEGINNING.

LESS AND EXCEPT the following two parcels conveyed from Highland Cove Apartments, LLC to the State of Tennessee in the Warranty Deed dated December 2, 2013 and recorded May 14, 2014 in Document No. 20140514-0041266, being more particularly described as follows:

Parcel 1
Beginning at the point of intersection of the existing northwest margin of I-65 and the existing east margin of Due West Avenue; thence with said existing east margin North 05 degrees 51 minutes 45 seconds East 62 feet more or less to a point; thence with the east boundary of the Jeong S. Yun, et ux property North 05 degrees 51 minutes 45 seconds East 72.94 feet to a point, said point being 193.59 feet left of I-65 proposed centerline station 406+38.28; thence with the proposed northwest margin I-65 (1) North 37 degrees 02 minutes 55 seconds East 137.98 feet (2) North 49 degrees 32 minutes 59 seconds East 102.14 feet to a point, said point being 139.66 feet left of I-65 proposed center line station 408+70.83; thence with said existing northwest margin South 27 degrees 17 minutes 21 seconds West 357.17 feet to the point of beginning.

Parcel 2
Beginning at the point of intersection of the existing east margin of Due West Avenue and the northwest boundary of the Wallace Mitchell property; thence with said existing east margin having a curve right and northerly 272 feet more or less to a point, said point being 20.11 feet left of Due West Avenue proposed centerline station 8+37.01; thence with the proposed northeast margin of Due West Avenue South 32 degrees 12 minutes 25 seconds East 268.72 feet to a point, said point being 57.71 feet left of Due West Avenue proposed centerline station 11+12.78; thence with said northwest boundary South 59 degrees 47 minutes 10 seconds West 40.21 feet to the point of beginning.

Also described as follows:

Being a parcel of land in the Second Civil District, Third Councilmanic District, Nashville, Davidson County, Tennessee, located on the northeasterly side of Due West Avenue west of

Interstate 65, being property conveyed to Freeman Florida Venture, LTD, by deed of record in Book 9479, Page 756, R.O.D.C., and being more particularly described as follows:
BEGINNING at an iron pin in the easterly right-of-way line of Due West Avenue, said pin being northwesterly 1,055 feet, more or less from the centerline of Old Due West Avenue, as extended:
THENCE, leaving said right-of-way with the southerly line of property conveyed to Bible Missionary Baptist Church Trustees by deed of record in Book 3179, Page 328, R.O.D.C., N 71° 42' 42" E, 490.54 feet to an iron pin;
THENCE, with the northerly line of said Church property, N 26° 29' 32" W, 3.03 feet to an iron pin in the southerly line of property conveyed to Kenneth Gentry by deed of record in Instrument No. 200610170128700, R.O.D.C.;
THENCE, with said southerly line and the southerly line of property conveyed to Dillard Holdings, LLC, by deed of record in Instrument No. 200503170029190, R.O.D.C., the following calls:
S 82° 40' 17" E, 224.82 feet to an old iron pin,
S 82° 19' 29" E, 271.41 feet to an old iron pin,
S 79° 42' 41" E, 216.34 feet to an old iron pin in the westerly right-of-Way line of Interstate 65;
THENCE, with said right-of-way line the following calls:
With a curve to the right 353.76 feet to an iron pin, said curve having a central angle of 05° 30' 30", a radius of 3,679.72 feet, a tangent of 177.02 and a chord of S 24° 54' 12" W, 353.63 feet,
S 28° 53' 43" W, 196.33 feet,
S 29° 27' 02" W, 388.21 feet to a right-of-way monument,
S 49° 05' 08" W, 102.10 feet to a right-of-way monument,
S 36° 29' 17" W, 138.59 feet to a right-of way monument,
S 26° 58' 51" W, 2.69 feet to the easterly line of property conveyed to John Yoon, et. al. by deed of record in Instrument No. 200102300105137, R.O.D.C.;
THENCE, with said Yoon property and with property conveyed to Robert Vaughan by deed of record in Book 11454, Page 472, R.O.D.C., N 05° 58' 00" E, 326.02 feet to an iron pin;
THENCE, with the northerly line of said Vaughan property, S 59° 52' 51" W, 333.23 feet to the easterly right-of-way of Due West Avenue;
THENCE, with said right-of-way, N 33° 09' 55" W, 264.76 feet to an iron pin;
THENCE, leaving said right-of-way with the southerly line of property conveyed to Walter Raymond and James Irwin Dowlen by deed of record in Book 11150, Page 486, R.O.D.C., N 71° 27' 42" E, 480.58 feet to an old iron pin;
THENCE, with the easterly line of said Dowlen property and the easterly lines of properties conveyed to Kristen C. Lake by deed of record in Instrument No. 200005010043267, R.O.D.C., and Susan Flagg by deed of record In Instrument No. 200612050149820, R.O.D.C., N 05° 47' 45" E, 328.57 feet to an iron pin;
THENCE, with the northerly line of said Flagg property, S 72° 00' 32" W, 604.83 feet to an old iron pin the easterly right-of-way line of Due West Avenue;
THENCE, with said right-of-way, N 17° 05' 30" W, 300.00 feet to the point of beginning.

Being the same property conveyed to Highland Cove Apartments LLC, by Special Warranty Deed of record as Instrument No. 20121204-0111189, Register's Office for Davidson County, Tennessee.

Tennessee Certification of Electronic Document

I, Chana Skaly (*Signer's Name*), 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.

Signature

State of Ocean

County of Lakewood

Personally appeared before me, Sara Godin (*Notary's Name*), a notary public for this county and state, Chana Skaly (*Signer's Name*), who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary Signature

MY COMMISSION EXPIRES:

NOTARY'S SEAL

Sara Godin
Notary Public
State of New Jersey
My Commission Expires September 18, 2021

(3) All electronic documents eligible for registration pursuant to this subsection are validly registered when accepted for recording by the county register. Electronic documents registered by county registrars prior to July 1, 2007 shall be considered validly registered with or without the certification provided in subsection (2).