Karen Y Johnson Davidson County
Batch# 155784 DEEDWARRSP
11/01/2018 12:38:30 PM 9 pgs
Fees: $48.00 Taxes: $189,625.00
20181101-0108314

This instrument prepared by and
to be returned to upon recordation:
Morris Manning & Martin, LLP
3343 Peachtree Road, N.E., Suite 1600
Atlanta, Georgia 30326
Attention: Mark A. Block, Esq.

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 921923

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
ALBANY ROAD – METROCENTER PLAZA LLC, a Delaware limited liability company	c/o Albany Road Real Estate Partners LLC	Map 70-16 Parcel 2.0
155 Federal Street, Suite 1202	155 Federal Street, Suite 1202	200 Athens Map and Parcel No. 070 – 16 – 0 021.00
Boston, MA 02110	Boston, MA 02110	210 Athens Map and Parcel No. 070 – 16 – 0 020.00

FOR AND IN CONSIDERATION of the sum of Ten dollars and No/100 ($10.00), cash in hand paid by the Grantee and other good and valuable consideration accepted as cash, the receipt and sufficiency of which is hereby acknowledged, IPC METROCENTER, LLC a Delaware limited liability company, GRANTOR, has this day bargained and sold, and dues hereby transfer and convey unto the said ALBANY ROAD – METROCENTER PLAZA LLC, a Delaware limited liability company, GRANTEE herein, its successors and assigns, certain real estate in Davidson County, Tennessee, more particularly described on Exhibits A-1 and A-2 attached hereto and made a part hereof.

TO HAVE AND TO HOLD said real estate, with the appurtenance, estate, title and interest thereto belonging, to the Grantee, its successors and assigns forever; Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered, except for those encumbrances set forth on Exhibit B Permitted Exceptions, attached hereto and made a part hereof for all purposes.

Grantor further covenants and binds itself to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns, against the lawful claims of all persons, claiming by, through or under the Grantor, but not otherwise.

Whenever used, the singular number shall include the plural, the plural the singular and the use of any gender shall be applicable to all genders.

[*The remainder of this page is left intentionally blank*]

Witness Grantor's hand this 31 day of October, 2018, Grantor having caused its name to be signed hereto by its duly authorized officer on said day and date.

GRANTOR:

IPC METROCENTER, LLC,
a Delaware limited liability company

By:_____
Name: William J. Reister
Title: Chief Investment Officer and Executive Vice President

STATE OF TEXAS
COUNTY OF DALLAS

Personally appeared before me, TAMARA WEAVER, a Notary Public in and for said County and State, William J. Reister, Chief Investment Officer and Executive Vice President of IPC METROCENTER, LLC, a Delaware limited liability company, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he/she executed the within instrument for the purposes therein contained, and who further acknowledged that he/she is an officer of the Grantor and is authorized by the Grantor, to execute this instrument on behalf of the Grantor.

Witness my hand, at office in DALLAS, TX, this 12 day of October, 2018.

Tamara Weaver
Notary Public

My Commission Expires: 7-5-22

TAMARA WEAVER
Notary Public, State of Texas
Comm. Expires 07-05-2022
Notary ID 863650

EXHIBIT A-1

LEGAL DESCRIPTION OF PROPERTY

Tract 1:

Parcel 1

Land in Davidson County, Tennessee, being known as Lot 1, on the plan of MetroCenter Tract 9, Section Nineteen, Resubdivision of part of Block "D" of record in Plat Book 5800, page 341, which plat reference is hereby made for a more complete and accurate legal description.

Parcel 2

Easement benefiting Parcel 1 contained in the Declaration of Easements of record in Book 6340, page 307, in the Register's Office for Davidson County, Tennessee.

BEING intended to be the same property conveyed to IPC Metrocenter, LLC, a Delaware limited liability company from USAA Real Estate Company, a Delaware corporation by deeds of record in Instrument No. 200606090069071 and Instrument No. 200606090069072, in the Register's Office for Davidson County, Tennessee.

EXHIBIT A-2

LEGAL DESCRIPTION OF PROPERTY

Tract 2:

TRACT I

LAND IN DAVIDSON COUNTY, BEING A TRACT OF LAND KNOWN AS LOT 2, TRACT 9, MORE PARTICULARLY DESCRIBED ON A PLAT ENTITLED "SECTION NINETEEN, RESUBDIVISION OF PART OF BLOCK D, SECTION NO. 1, BOOK 4675, PAGE 48, SHEET 1 OF 2, METRO CENTER, TRACT 9" RECORDED AMOUNG THE LAND RECORDS OF DAVIDSON COUNTY, TENNESSEE, IN PLAT BOOK 5800, PAGE 341 ON DECEMBER 22, 1983, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE DESCRIPTION.

BEING THE SAME PROPERTY CONVEYED TO IPC METROCENTER, LLC, A DELAWARE LIMITED LIABILITY COMPANY BY QUITCLAIM DEED OF RECORD IN INSTRUMENT NO. 20060609-0069070, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE. SEE ALSO SPECIAL WARRANTY DEED OF RECORD IN INSTRUMENT NO. 20060609-0069069, SAID REGISTER'S OFFICE.

201811010108314

EXHIBIT B

PERMITTED EXCEPTIONS

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

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

3. All matters shown on plat of record in Book 5800, page 341, in the Register's Office of Davidson County, Tennessee. (Tracts 1 and 2)

4. Pad Mounted Switch Easement from Robert C. H. Matthews, Jr. to Metropolitan Government, acting by and through the Electric Power Board, of record in Book 5229, page 476, and Book 5363, page 3, in the Register's Office of Davidson County, Tennessee. (Tract 1 and 2)

5. Terms and provisions of Deed of Declaration of Easements by Amherst Plaza I, Inc., of record in Book 6340, page 307, in the Register's Office for Davidson County, Tennessee. (Tracts 1 and 2)

6. Terms and provisions of Assignment and Assumption of Master Rooftop Lease Agreement by and between Global Tower Assets, LLC, a Delaware limited liability company and GTP Structures I, LLC, a Delaware limited liability company of record in Instrument No. 201212270119368; Instrument No. 201212270119495 and Instrument No. 201303110023594, in the Register's Office for Davidson County, Tennessee. (Tract 1)

7. Declaration of Covenants, Conditions & Restrictions of record in Book 5225, page 112, Book 5225, page 120, Book 6340, page 323 and in Book 6585, page 866, Register's Office for Davidson County, Tennessee. (Tract 2)

8. Easement(s) of record in Book 5418, page 466, Register's Office for Davidson County, Tennessee. (Tract 1)

9. Terms and provisions of unrecorded lease, as evidenced by Memorandum of Lease by and between IPC Metrocenter, LLC and State of Tennessee, of record in Instrument No. 201401280007558, in the Register's Office of Davidson County, Tennessee. (Tract 2)

10. Terms and provisions of unrecorded lease, as evidenced by Memorandum of Lease by and between IPC Metrocenter, LLC and State of Tennessee, of record in Instrument No. 201506250061333, in the Register's Office of Davidson County, Tennessee. (Tract 2)

11. Terms and Conditions set forth in that Declaration of Agreements, Charges, Assessments and Liens for Metrocenter Business Park, dated March 8, 1988, recorded March 9, 1988, in Book 7487, Page 952, aforesaid records.

12. Matters, if any, disclosed on survey prepared by CREsurveys dated September 27, 2018, as Project #18-2777 Site #001.

Oath of Consideration:

State of Tennessee :

County of Davidson :

The actual consideration for this transfer or the value of the property transferred, whichever is greater, is $51,250,000.00.

The addresses of the real property being transferred are:

a. Plaza Tower at MetroCenter
200 Athens Way
Nashville, Tennessee 37228

b. Plaza I at MetroCenter
220 Athens Way
Nashville, Tennessee 37228

c. Plaza II at MetroCenter
210 Athens Way
Nashville, Tennessee 37228

The real property being transferred is improved property.

IPC METROCENTER, LLC,
a Delaware limited liability company

By: _____
Name: William J. Reister
Title: Chief Investment Officer and
Executive Vice President

Sworn to and subscribed before me on this the 17 day of October, 2018.

Tamara Weaver
Notary Public

My commission expires: 7-5-22

TAMARA WEAVER
Notary Public, State of Texas
Comm. Expires 07-05-2022
Notary ID 663650

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)

