Prepared by and
upon recording Return to:
Goodwin Procter LLP
100 Northern Avenue
Boston, MA 02210
Attn: Erin M. Claywell, Esq.

Karen Johnson Davidson County
Batch# 187947 DEEDWARRSP
01/24/2019 02:43:30 PM 8 pgs
Fees: $43.00 Taxes: $343,539.45
20190124-0007123

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Metropolitan Life Insurance Company c/o MetLife Investment Advisors, LLC 3500 Lenox Road NE, Suite 1800 Atlanta, GA 30326-4239 Attn: Managing Director	Metropolitan Life Insurance Company c/o MetLife Investment Advisors, LLC 3500 Lenox Road NE, Suite 1800 Atlanta, GA 30326-4239 Attn: Managing Director	128-000-187

IN CONSIDERATION of One ($1.00) Dollar and other valuable consideration paid, the receipt of all of which is hereby acknowledged, **BELLEVUE REDEVELOPMENT ASSOCIATES, L.P.**, a Delaware limited partnership ("Grantor"), does hereby sell, transfer and convey unto **METROPOLITAN LIFE INSURANCE COMPANY**, a New York corporation ("Grantee"), the following described real estate:

BEING ALL OF THAT PARCEL OF LAND SHOWN AS LOT 1 ON THAT CERTAIN PLAT TITLED "RESUBDIVISION PLAT OF LOTS 1, 3, & 4 ONE BELLEVUE PLACE (FORMERLY LOTS NOS. 3 & 4 OF ONE BELLEVUE PLACE IN PLAT INSTR. NO 20151218-0127344 AND LOT 1 OF THE RESUBDIVISION OF LOT 1 OF ONE BELLEVUE PLACE OF RECORD IN PLAT INST. NO. 20161020-0111109 R.O.D.C.)" OF RECORD AS DOCUMENT NO 201707240074739 IN THE REGISTER OF DEEDS OFFICE FOR DAVISON COUNTY, TENNESSEE.

Being a portion of the property conveyed to Bellevue Redevelopment Associates, LP, a Delaware limited partnership from Bellevue Development, LLC, a Delaware limited liability company in instrument number 20160105-0000932.

This improved property is known as 7614 Highway 70 South, Nashville, TN 37221.

Subject to those matters described on **Exhibit "A"** hereto.

The taxes assessed against said real estate for the year 2019 have been pro-rated as of the date of this instrument.

TO HAVE AND TO HOLD the aforesaid real estate, together with all appurtenances and hereditaments thereunto appertaining, unto Grantee and its successors and assigns, in fee simple. Grantor does hereby covenants with Grantee and its successors in interest to warrant and defend the aforesaid real estate against all the lawful claims of all persons claiming by through our under Grantor, except as may be stated on Exhibit A attached hereto.

[Remainder of page intentionally blank]

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by its duly authorized officer on this the 24th day of January, 2019.

BELLEVUE REDEVELOPMENT ASSOCIATES, L.P., a Delaware limited partnership

By: Branch Retail GP, LLC, a Georgia limited liability company, its general partner

By: _____
Name: Terry M Hampel
Title: Authorized Signatory

STATE OF GEORGIA

COUNTY OF FULTON

Before me, Michelle Nunnally, Notary of the state and county aforesaid, personally appeared Terry M. Hampel 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 Authorized Signatory of Branch Retail GP, LLC, the general partner of Bellevue Redevelopment Associates, L.P., the within named bargainor, a Delaware limited partnership and that he in the aforesaid capacity, executed the foregoing instrument for the purpose therein contained, by signing the name of the bargainor by its general partner, by himself as Authorized Signatory.

WITNESS my hand and seal this 11 day of January, 2019.

_____
Notary Public
My commission expires: October 24, 2021

MICHELLE P NUNNALLY NOTARY PUBLIC DOUGLAS COUNTY, GEORGIA MY COMMISSION EXPIRES OCTOBER 24, 2021

STATE OF Georgia

COUNTY OF Fulton

I hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $92,848,500.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Thomas Ryan

Affiant Thomas Ryan

Subscribed and sworn to before me on this the 23rd day of January, 2019.

Susan E. Fitzgerald

Notary Public

My commission expires: 12/29/2020

SUSAN E FITZGERALD
NOTARY PUBLIC
Fulton County
State of Georgia
My Comm. Expires Dec. 29, 2020

EXHIBIT A-PERMITTED EXCEPTIONS

1. Real Estate Taxes and assessments for the year 2019 and subsequent years, not yet due and payable.
2. All matters shown on plat of record in Instrument No. 201512180127344, 201610200111109, and 201707240074739, in the Register's Office of Davidson County, Tennessee.
3. Grant of Easement for Sewer Line from Bellevue Associates to Harpeth Valley Utilities District of Davidson and Williamson Counties, of record in Book 6551, Page 981, in the Register's Office of Davidson County, Tennessee.
4. Lease Option as contained in Agreement of record in Book 6630, Page 313, Register's Office for Davidson County, Tennessee.
5. Easement(s) contained in Deed of record as Instrument No. 200205220062445, in the Register's Office of Davidson County, Tennessee.
6. Reserved Easement(s) contained in Deed of record in Deed Book 9585, Page 430, in the Register's Office of Davidson County, Tennessee.
7. Intentionally Omitted
8. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record as Instrument No. 201511170116639, Register's Office for Davidson County, Tennessee.
9. Terms and provisions of Declaration of Covenants, Restrictions and Easements for Crescent Bellevue and One Bellevue Place, by Bellevue Redevelopment Associates, LP, of record in Instrument No. 201601050000937; as amended by First Amendment to Declaration of Covenants, Restrictions and Easements for Crescent Bellevue and One Bellevue Place of record in Instrument No. 201805020041865, in the Register's Office of Davidson County, Tennessee.
10. Terms and provisions of Site Development Agreement, by and between Bellevue Redevelopment Associates, LP and Crescent Bellevue, LLC, of record in Instrument No. 201601050000938, in the Register's Office of Davidson County, Tennessee. [Note: this exception will be deleted if a termination is obtained prior to Closing.]
11. Intentionally Omitted.
12. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and Panera LLC, of record as Instrument No. 201606020055317, in the Register's Office of Davidson County, Tennessee.
13. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and Chili's, Inc., of record as Instrument No. 201607070069450, in the Register's Office of Davidson County, Tennessee.
14. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and Burlington Coat Factory Warehouse of Shelby, Inc., of

record as Instrument No. 201607110070409, in the Register's Office of Davidson County, Tennessee.

15. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and Homegoods, Inc., of record as Instrument No. 201607120071356, in the Register's Office of Davidson County, Tennessee.

16. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record as Instrument No. 201609080094427, Register's Office for Davidson County, Tennessee.

17. Easement Agreement from Publix Tennessee, LLC to Bellevue Redevelopment Associates, LP, of record in Instrument No. 201609200099101, in the Register's Office of Davidson County, Tennessee.

18. Resolution Regarding Abandonment of Easement Rights of record in Instrument No. 201512210127997, Register's Office for Davidson County, Tennessee.

19. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and Petsmart, Inc., of record as Instrument No. 201609160097698, in the Register's Office of Davidson County, Tennessee.

20. Terms and provisions of Agreement Regarding Outparcels, by and between Bellevue Redevelopment Associates, LP and Publix Tennessee, LLC, of record as Instrument No. 201609200099116, in the Register's Office of Davidson County, Tennessee.

21. Terms and provisions of that certain Memorandum of Shopping Center Lease by and between Bellevue Redevelopment Associates, LP and Michael Stores, Inc., of record as Instrument No. 201610310114689, in the Register's Office of Davidson County, Tennessee.

22. Terms and provisions of Declaration of Covenants, Restrictions and Easements for One Bellevue Place, by Bellevue Redevelopment Associates, LP, of record as Instrument No. 201611030116535; as amended by First Amendment to Declaration of Covenants, Restrictions and Easements for One Bellevue Place of record as Instrument No. 201708100082117; as amended by Second Amendment to Declaration of Covenants, Restrictions and Easements for One Bellevue Place of record as Instrument No. 201711170118506; as amended by Third Amendment to Declaration of Covenants, Restrictions and Easements for One Bellevue Place of record as Instrument No. 201805020041864, in the Register's Office of Davidson County, Tennessee.

23. Agreement for Dedication of Public Street Right-of-Way from Bellevue Redevelopment Associates, LP to Metropolitan Government of Nashville and Davidson County, of record as Instrument No. 201611150120090, in the Register's Office of Davidson County, Tennessee.

24. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and ULTA Salon, Cosmetics & Fragrance, Inc., of record as Instrument No. 201701180005472, in the Register's Office of Davidson County, Tennessee.

25. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and Ross Dress for Less, Inc., of record as Instrument No. 201701230006795, in the Register's Office of Davidson County, Tennessee.

26. Terms and provisions of that certain Memorandum of Lease by and between Bellevue Redevelopment Associates, LP and Kirklands, of record as Instrument No. 201702220017842, in the Register's Office of Davidson County, Tennessee.

27. Easement Agreement from Regions Bank to Bellevue Redevelopment Associates, LP, of record as Instrument No. 201808300086048, in the Register's Office of Davidson County, Tennessee.

28. Easement Agreement from Publix Tennessee, LLC to Bellevue Redevelopment Associates, LP, of record as Instrument No. 201808300086049, in the Register's Office of Davidson County, Tennessee.

29. Declaration of Easements made and entered into as of the 24 day of January, 2019, made by Bellevue Redevelopment Associates, LP, of record as Instrument No. 201901240007122 _____, Register's Office for Davidson County, Tennessee.

True Copy Certification

I, Jay H. Smith, 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 therewith and that this is a true and correct copy of the original documents executed and authenticated according to law.

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Jodean M. King, a notary public for this county and state, Jay H. Smith 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: 6/21/2021

Notary Seal:

