THIS INSTRUMENT WAS PREPARED BY:

Ryan P. Metzler
Attorney at Law
Sheley, Hall & Williams, P.C.
303 Peachtree Street, NE
Suite 4440
Atlanta, Georgia 30308
(404) 880-1350

AFTER RECORDING RETURN TO:

Mintz, Levin, Cohn, Ferris, Glovsky, and Popeo, P.C.
Century Plaza Towers
2029 Century Park East, Suite 3100
Los Angeles, California 90067
Attention: Brandon Barker

Karen Johnson Davidson County
Batch# 200584 DEEDWARRSP
02/28/2019 03:16:30 PM 11 pgs
Fees: $58.00 Taxes: $82,695.00
20190228-0018427

Space above for Recorder's use only

SPECIAL WARRANTY DEED

Address New Owner(s):	Send Tax Bills To:	Map/Parcel Number(s):
Nashville Income Partners LLC c/o Menlo Equities 2765 Sand Hill Road, Suite 200 Menlo Park, California 94025 Attention: Henry Bullock and Richard Holmstrom	Nashville Income Partners LLC c/o Menlo Equities 2765 Sand Hill Road, Suite 200 Menlo Park, California 94025 Attention: Kevin Kujawski	070-160-007.00

FOR AND IN CONSIDERATION OF the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **HERITAGE PLACE MANAGER, LLC**, **HERITAGE PLACE MANAGER II, LLC**, **HERITAGE HAYDEN, LLC**, **HERITAGE GARRETT, LLC** and **HERITAGE DEVON, LLC**, each a Georgia limited liability company, as tenants-in-common (collectively, the "Grantor") has bargained and sold, and hereby transfers and conveys, to **NASHVILLE INCOME PARTNERS LLC**, a Delaware limited liability company (the "Grantee"), certain real property in Davidson County, Tennessee, being more particularly described on Exhibit A attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD said property, together with the appurtenances, hereditaments, estate, title and interest thereto belonging, to Grantee, forever.

This is improved property commonly known as 227 French Landing Drive, Nashville, Tennessee 37228.

Said property is conveyed subject to the matters set forth on Exhibit B attached hereto and incorporated herein by reference.

Grantor covenants and binds itself to warrant specially and defend to Grantee forever the title to said property against the lawful claims of all persons claiming through or under Grantor (excluding claims arising out of the matters set forth on Exhibit B), but no further or otherwise.

(Next Page is Signature Page)

IN WITNESS WHEREOF, the undersigned Grantor has executed this instrument or has caused same to be executed this 28 day of February, 2019.

GRANTOR:

HERITAGE PLACE MANAGER, LLC,
a Georgia limited liability company

By: _____
Name: Richard Fownes
Title: Manager

STATE OF Florida)

) SS.

COUNTY OF Miami Dade)

I, Joy McKenna, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY THAT Richard G. Fownes personally known to me to be the Manager of HERITAGE PLACE MANAGER, LLC, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Manager of such company, he signed and delivered the said instrument pursuant to proper authority duly given by said company, as his free and voluntary act and as the free and voluntary act and deed of said company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 26 day of Feb, 2019.

_____
Notary Public

My Commission expires:
Oct 23, 2020

JOY MCKENNA
Notary Public - State of Florida
Commission # GG 008422
My Comm. Expires Oct 23, 2020

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

[SIGNATURES CONTINUED FROM THE PREVIOUS PAGE]

HERITAGE PLACE MANAGER II, LLC,
a Georgia limited liability company

By: _____
Name: Richard Fownes
Title: Manager

STATE OF Florida)
) SS.
COUNTY OF Miami-Dade)

I, Joy McKenna, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY THAT Richard G. Fownes personally known to me to be the Manager of HERITAGE PLACE MANAGER II, LLC, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Manager of such company, he signed and delivered the said instrument pursuant to proper authority duly given by said company, as his free and voluntary act and as the free and voluntary act and deed of said company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 26 day of February, 2019.

_____
Notary Public

My Commission expires:
Oct 23, 2020

JOY MCKENNA
Notary Public - State of Florida
Commission # GG 008422
My Comm. Expires Oct 23, 2020

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

[SIGNATURES CONTINUED FROM THE PREVIOUS PAGE]

HERITAGE HAYDEN, LLC,
a Georgia limited liability company

By: RGL
Name: Richard Fownes
Title: Manager

STATE OF Florida)

) SS.

COUNTY OF Miami Dade)

I, Joy McKenna, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY THAT Richard G. Fownes personally known to me to be the Manager of HERITAGE HAYDEN, LLC, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Manager of such company, he signed and delivered the said instrument pursuant to proper authority duly given by said company, as his free and voluntary act and as the free and voluntary act and deed of said company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 26 day of February, 2019.

Joy McKenna
Notary Public

My Commission expires:
Oct 23 2020

JOY MCKENNA
Notary Public - State of Florida
Commission # GG 008422
My Comm. Expires Oct 23, 2020

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

Signature Page to
Special Warranty Deed
Heritage

[SIGNATURES CONTINUED FROM THE PREVIOUS PAGE]

HERITAGE GARRETT, LLC,
a Georgia limited liability company

By: _____
Name: Richard Fownes
Title: Manager

STATE OF Florida)
) SS.
COUNTY OF Miami Dade)

I, Joy McKenna, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY THAT Richard G. Fownes personally known to me to be the Manager of HERITAGE GARRETT, LLC, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Manager of such company, he signed and delivered the said instrument pursuant to proper authority duly given by said company, as his free and voluntary act and as the free and voluntary act and deed of said company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 26 day of February, 2019.

_____
Notary Public

My Commission expires:
Oct 23, 2020

JOY MCKENNA
Notary Public - State of Florida
Commission # GG 008422
My Comm. Expires Oct 23, 2020

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

Signature Page to
Special Warranty Deed
Heritage

[SIGNATURES CONTINUED FROM THE PREVIOUS PAGE]

HERITAGE DEVON, LLC,
a Georgia limited liability company

By: _____
Name: Richard Fownes
Title: Manager

STATE OF Florida)
) SS.
COUNTY OF Miami Dade)

I, Joy McKenna, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY THAT Richard G. Fownes personally known to me to be the Manager of HERITAGE DEVON, LLC, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Manager of such company, he signed and delivered the said instrument pursuant to proper authority duly given by said company, as his free and voluntary act and as the free and voluntary act and deed of said company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 26 day of February, 2019.

_____
Notary Public

My Commission expires:
Oct 23 2020

JOY MCKENNA
Notary Public - State of Florida
Commission # GG 008422
My Comm. Expires Oct 23, 2020

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

[SIGNATURES CONTINUED FROM THE PREVIOUS PAGE]

STATE OF Florida)

COUNTY OF Miami-Dade)

The actual consideration for this transfer or value of property transferred (whichever is greater) is $22,350,000.00.

Affiant

Sworn to and subscribed before me this 26 day of February, 2019.

Notary Public

My Commission Expires:

Oct. 23, 2020

JOY MCKENNA
Notary Public - State of Florida
Commission # GG 008422
My Comm. Expires Oct 23, 2020

Signature Page to
Special Warranty Deed
Heritage

EXHIBIT A

PROPERTY DESCRIPTION

BEING A PARCEL OF LAND IN NASHVILLE, FIRST CIVIL DISTRICT, SECOND COUNCILMANIC DISTRICT, DAVIDSON COUNTY, TENNESSEE, LOCATED ON THE EASTERLY SIDE OF FRENCH LANDING DRIVE, NORTH OF VANTAGE WAY; BEING LOT NO. 6C AS SHOWN ON THE PLAN OF SECTION 14, METROCENTER, AS OF RECORD IN BOOK 5190, PAGE 491, R.O.D.C. AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIN IN THE EASTERLY RIGHT-OF-WAY OF FRENCH LANDING DRIVE AT A NORTHWESTERLY CORNER OF LOT A ON THE FINAL PLAT OF METROCENTER, TRACT 6A OF RECORD IN PLAT BOOK 5190, PAGE 305, R.O.D.C. SAID IRON PIN BEING THE SOUTHWESTERLY CORNER OF THE SUBJECT TRACT.

THENCE, WITH SAID RIGHT-OF-WAY WITH A CURVE TO THE LEFT 435.53 FEET TO AN IRON PIN, SAID CURVE HAVING A CENTRAL ANGLE OF 22°04'59", A RADIUS OF 1130.00 FEET, A TANGENT OF 220.50 FEET AND A CHORD OF N 04°53'09" E, 432.84 FEET;

THENCE, LEAVING SAID RIGHT-OF-WAY, WITH THE SOUTHERLY LINE OF LOT NO. 7A, AS SHOWN ON THE PLAN OF FIRST REVISION, RESUBDIVISION OF PART OF BLOCK G, METROCENTER, SECTION ONE AS OF RECORD IN BOOK 4885, PAGE 12, R.O.D.C., LOT NO. 7B, AS SHOWN ON THE PLAN OF SECTION TWENTY-TWO, METROCENTER, AS OF RECORD IN BOOK 6050, PAGE 230, R.O.D.C., AND LOT NO. 7C AS SHOWN ON THE PLAN OF SECTION FIFTEEN, METROCENTER, AS OF RECORD IN BOOK 5190, PAGE 490, R.O.D.C., N 83°50'39" E, 432.11 FEET TO AN IRON PIN;

THENCE, LEAVING SAID LINE WITH A WESTERLY LINE OF LOT NO. 6B, AS SHOWN ON THE PLAN OF METROCENTER, TRACT 6B AS OF RECORD IN BOOK 5210, PAGE 197, R.O.D.C., S 22°44'13" E, 355.63 FEET TO AN IRON PIN;

THENCE, WITH A NORTHERLY LINE OF SAID LOT NO. 6B, S 67°15'47" W, 380.75 FEET TO AN IRON PIN;

THENCE, WITH THE NORTHERLY LINE OF LOT NO. 6A AS SHOWN ON THE ABOVEMENTIONED PLAT OF METROCENTER, TRACT 6A, S 86°25'00" W, 214.73 FEET TO AN IRON PIN;

THENCE, CONTINUING WITH THE NORTHERLY LINE OF SAID LOT NO. 6A, N 74°04'22" W, 40.00 FEET TO THE POINT OF BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO HERITAGE PLACE MANAGER, LLC, A GEORGIA LIMITED LIABILITY COMPANY, HERITAGE PLACE MANAGER II, LLC, A GEORGIA LIMITED LIABILITY COMPANY, HERITAGE HAYDEN, LLC, A GEORGIA LIMITED LIABILITY COMPANY, HERITAGE GARRETT, LLC, A GEORGIA LIMITED LIABILITY COMPANY AND HERITAGE DEVON, LLC, A GEORGIA LIMITED LIABILITY COMPANY BY DEED FROM HERITAGE PLACE PARTNERS, LLC, A GEORGIA LIMITED LIABILITY COMPANY BY DEED OF RECORD IN INSTRUMENT NO. 200611200143624, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Taxes and assessments for the year 2019 and subsequent years, not yet due and payable.

2. All matters as shown on that certain plat of record in Plat Book 5190, Page 491, in the Register's Office of Davidson County, Tennessee.

3. Restrictive Covenants Mat-nel Company of record in Book 4784, page 659; as corrected by Restrictive Covenants Correction of record in Book 5713, page 511; as modified by Modification To Restrictive Covenants MetroCenter Properties of record in Book 5792, page 787; as amended by Declaration of record in Book 7012, page 61; as amended by Amendment to Protective Covenants and Waiver of Repurchase Right for MetroCenter Tracts of record in Book 11503, page 607, in the Register's Office for Davidson County, Tennessee.

4. Declaration of Agreements, Charges, Assessments and Liens for MetroCenter Business Park of record in Book 7487, page 952; as amended by Amendment To Declaration of Agreements, Charges, Assessments and Liens for MetroCenter Business Park of record in Book 10602, page 499, in the Register's Office for Register's Office for Davidson County, Tennessee.

5. Underground Utility Easement of record in Book 5636, page 388, in the Register's Office for Davidson County, Tennessee.

6. Declaration of Easement of record in Book 5636, page 384, in the Register's Office for Davidson County, Tennessee.

7. Lease by and between Heritage Place Manager, LLC, Heritage Place Manager II, LLC, Heritage Hayden, LLC, Heritage Devon, LLC, Heritage Garrett, LLC and the State of Tennessee of record in Instrument No. 201607190074282, in the Register's Office for Davidson County, Tennessee.

8. Unrecorded Right of Entry Agreement dated November 1, 2014 with Level3 Communications, LLC, successor to TW Telecom of Tennessee LLC.

9. Rights of tenants under unrecorded leases, as tenants only, with no rights or options to purchase.

True Copy Certification

I, Carol Herrera, 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.

Carol Herrera

STATE OF CALIFORNIA

County of SANTA CLARA

Personally appeared before me, V. Almanza, a notary public for this county and state, Carol Herrera who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

V. Almanza

My Commission Expires: May 14, 2019

V. ALMANZA
Commission # 2111458
Notary Public - California
Santa Clara County
My Comm. Expires May 14, 2019