Karen Johnson Davidson County
Batch# 202970 DEEDWARRSP
03/07/2019 09:18:30 AM 5 pgs
Fees: $28.00 Taxes: $499,500.00
20190307-0020906

ADDRESS NEW OWNER:	MAP/PARCEL	SEND TAX BILLS TO:
c/o Shorenstein Properties, LLC 235 Montgomery Street, 16th Floor San Francisco, CA 94104	**093-023-081.00**	Same as New Owner
This instrument prepared by: Bradley Arant Boult Cummings LLP (BRS), 1600 Division Street, Suite 700, Nashville, Tennessee 37203		

SPECIAL WARRANTY DEED

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 all of which are hereby acknowledged, **315 DEADERICK OWNERS LLC**, a Delaware limited liability company (the "***Grantor***"), has bargained and sold, and by these presents do transfer and convey to **NASHVILLE CBD LP**, a Delaware limited partnership (the "***Grantee***"), Grantee's representatives, successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in **Exhibit A**, which is attached hereto and incorporated herein by this reference (the "***Property***").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to those Permitted Exceptions set forth on **Exhibit B**, attached hereto and incorporated herein by reference (the "***Permitted Exceptions***").

This is improved property located at 315 Deaderick Street, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

STATE OF NEW YORK
COUNTY OF Manhattan

The actual consideration or value, whichever is greater, for this transfer is $135,000,000.

Affiant

Subscribed and sworn to before me this 4th day of March, 2019.

Notary Public
My Commission Expires: October 30, 2021

LATRICE S LYDE
Notary Public, State of New York
No. 01LY6366333
Qualified in Kings County
Commission Expires October 30, 2021

4823-8701-6457.2

Grantor covenants and binds itself and its successors and assigns, to warrant and forever defend the title to the Property to the Grantee, Grantee's heirs, successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, except (i) claims arising under or by virtue of the Permitted Exceptions, and (ii) Grantor makes no warranty as to the amount of acreage in the Property.

IN WITNESS WHEREOF, the Grantor has executed this Special Warranty Deed this 6th day of March, 2019.

GRANTOR:

315 DEADERICK OWNERS LLC,
a Delaware limited liability company

By: _____
Name: Gabe Coltea
Title: Authorized Representative

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, Theresa Hostetler, a Notary Public in and for the State and County aforesaid, personally appeared Gabe Coltea, 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 Representative of 315 Deaderick Owners LLC, the within named bargainor, a Delaware limited liability company, and that as such Authorized Representative, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the company by himself as such Authorized Representative.

WITNESS my hand and seal at office in Nashville, Tennessee, this the 5th day of March, 2019.

Theresa Hostetler
Notary Public
My commission expires: _____

THERESA HOSTETLER
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires OCT. 1, 2019

Exhibit A
Property

Land in Davidson County, Tennessee, being described as follows: Being a parcel of land in Nashville, First Civil District, Nineteenth Council Manic District, Davidson County, Tennessee, being bounded on the north by Deaderick Street, on the east by Third Avenue North, on the south by Union Street, and on the west by Fourth Avenue north; being Block "G", part of Project One Central Loop, General Neighborhood Renewal Area, Project no. Tenn. R-72, and being more particularly described as follows:

Beginning at the point of intersection of the westerly right-of-way line of Third Avenue North and the northerly right-of-way line of Union Street, said point being the southeasterly corner of the herein described parcel;

Thence with said northerly right-of-way line of Union Street, S 62° 26' 49" W, 351.09 feet to a point at the intersection with the easterly right-of-way line of Fourth Avenue North;

Thence with said easterly right-of-way line of Fourth Avenue North, N 27° 37' 02" W, 226.74 feet to a point at the intersection with the southerly right-of-way line of Deaderick Street;

Thence with said southerly right-of-way line of Deaderick Street, N 62° 48' 35" E, 353.05 feet to a point at the intersection with the westerly right-of-way line of Third Avenue North;

Thence with said westerly right-of-way line of Third Avenue North, S 27° 07' 09" E, 224.52 feet to the point of beginning;

Containing 79,435 square feet of 1.82 acres more or less.

BEING THE SAME PROPERTY CONVEYED TO 315 DEADERICK OWNERS LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEED FROM BACM 2005-3 DEADERICK OFFICE, LLC, A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 201309050093846, IN THE 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. Terms and provisions of unrecorded office lease, as evidenced by Memorandum of Office Lease by and between 315 Deaderick Owners LLC and UBS AG, New York Branch, of record in Instrument No. 20130905-0093847, as amended in Instrument No. 20150529-0049890, as amended in Instrument No. 20160113-0003676, and as amended in Instrument No. 20190225-0016805 in the Register's Office of Davidson County, Tennessee.

3. Terms and provisions of Telecommunications Easement Agreement, as evidenced by Memorandum of Telecommunications Easement Agreement, by and between 2000 PBL Venture, Ltd. and XO Tennessee, Inc., of record in Instrument No. 200104040033028, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of Lease by and between 315 Deaderick Owners LLC and State of Tennessee, of record in Instrument No. 201410280099413, in the Register's Office of Davidson County, Tennessee.

5. Terms and provisions of Lease by and between 315 Deaderick Owners LLC and State of Tennessee, of record in Instrument No. 201410280099418, in the Register's Office of Davidson County, Tennessee.

6. Rights of parties in possession under the leases assigned by Grantor to Grantee on this date, as tenants only.

7. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by an ALTA/NSPS survey made by Brad T. Thomas, RLS No. 2431, Barge Design Solutions originally dated August 3, 2012, last revised March 1, 2019, designated File No. 3541306.

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:

