This Instrument Prepared By:
Kelly L. Worman
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2000 Richard Jones Road, Suite 240
Nashville, Tennessee 37215

Karen Johnson Davidson County
Batch# 221202 DEEDWARRSP
04/23/2019 02:43:30 PM 5 pgs
Fees: $28.00 Taxes: $34,225.00
20190423-0037321

SPECIAL WARRANTY DEED

ADDRESS OF NEW OWNER	SEND TAX BILLS TO	MAP/PARCEL NOS.
MTP 1414 4th Avenue South, LLC 130 W 42nd Street, 10th Floor New York, New York 10036	[SAME]	10507046900 10508028700

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **4TH AVENUE SOUTH VENTURES, GP**, a Tennessee general partnership ("Grantor"), has bargained and sold, and by these presents does hereby transfer and convey unto **MTP - 1414 4TH AVENUE SOUTH, LLC**, a Delaware limited liability company ("Grantee"), its successors and assigns, all of Grantor's right, title and interest in and to certain real property lying and being situated in Davidson County, Tennessee (the "Property") more particularly described as follows, to wit: See **Exhibit A**.

The Property is improved real property located in Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining, to the said Grantee, its successors and assigns, forever.

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

Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the Property against the lawful claims of all persons claiming by, through or under Grantor, but no further or otherwise, subject however to the matters set forth on Exhibit B.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater for this transfer is $9,250,000.

Affiant

Subscribed and sworn to before me this the 22 day of April, 2019.

Notary Public

My Commission Expires: 5.6.2019

JEFFREY S. BENZ
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed as of the 22 day of April, 2019.

GRANTOR:

4TH AVENUE SOUTH VENTURES, GP, a Tennessee general partnership

By: JB Foley
Name: Jim Foley
Its: Authorized Partner

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Jim Foley, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a partner of 4TH AVENUE SOUTH VENTURES, GP, the within named bargainor ("Grantor"), and that he as such partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of Grantor by himself as a partner of Grantor.

Witness my hand and seal, at Office, as of the 12th day of April, 2019.

Notary Public

My Commission Expires: 1-3-23

KELLY LOUIS WORMAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

EXHIBIT "A"

The land referred to herein below is situated in the County of Davidson, State of Tennessee, and described as follows:

Beginning at an existing iron rod at the intersection of the northerly right-of-way line of Carney Street with the westerly right-of-way line of CSX Transportation Railroad;

Thence, leaving the westerly right-of-way line of CSX Transportation Railroad with the northerly right-of-way line of Carney Street, South 59 deg. 13 min. 58 sec. West, 491.09 feet to an "X" chiseled in concrete on the easterly right-of-way line of Fourth Avenue South;

Thence, leaving the northerly right-of-way line of Carney Street with the easterly right-of-way line of Fourth Avenue South, North 30 deg. 57 min. 48 sec. West, 555.73 feet to a pk nail set at a corner common with the property of J.O. Maddux, of record in Book 5746, page 862, Register's Office for Davidson County, Tennessee;

Thence, leaving the easterly right of way line of Fourth Avenue South with the southerly property line of J.O. Maddux for the following two calls:

1. North 59 deg. 20 min. 12 sec. 220.11 feet to an iron rod set,
2. North 59 deg. 20 min. 12 sec. 78.73 feet to an iron rod set on the westerly right-of-way line of CSX Transportation Railroad;

Thence, with the westerly right-of-way of CSX Transportation Railroad, South 50 deg. 02 min. 34 sec. East, 588.16 feet to the point of beginning containing 219,358 square feet or 5.036 acres more or less.

Being the same property conveyed to 4th Avenue South Ventures, GP, a Tennessee general partnership by deeds of record in Instrument No. 201501280008282 and Instrument No. 20150128008283, in the Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

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

2. Terms and conditions of an agreement between Clark and Company and the Board of Zoning Appeals of the City of Nashville, of record in Book 1944, page 26, in the Register's Office for Davidson County, Tennessee.

3. Terms, conditions and Easements retained by the Metropolitan Government of Nashville and Davidson County, Tennessee, in Metro Council Bill No. 68-665, (recorded in Book 4314, page 920, Register's Office for Davidson County, Tennessee), Council Bill No. 69-794, (recorded in Book 4332, page 422, Register's Office for Davidson County, Tennessee) and Council Bill No. 081-497 (not of record).

4. Rights of others in and to that portion of Gray Street abandoned by Metro Council Bill No. 081-497.

5. Easement(s) and Agreement(s) contained in Deed of record in Book 8823, page 195, in the Register's Office of Davidson County, Tennessee.

6. Deed of Conveyance for water mains to The Metropolitan Government of Nashville and Davidson County of record in Book 9608, page 395, in the Register's Office for Davidson County, Tennessee.

7. Easement Deed to U.S. Sprint Communications Company of record in Instrument No. 201401140003778 and Affidavit of record in Instrument No. 201404160031703, in the Register's Office for Davidson County, Tennessee.

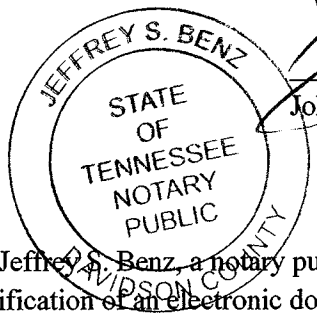
8. Rights of the Railroad Company to expand its right of way to its full charter width.

9. Location of railroad tract(s) and spur(s) onto subject property and the rights of the railroad company servicing the railroad siding located on the insured premises in and to the ties, rails and other properties constituting said railroad siding or in and to the use thereof.

10. Rights of tenants, as tenants only, pursuant to unrecorded written leases.

11. Any encroachment, encumbrances, violations, variations, or adverse circumstance affecting title to the Property that would be disclosed by an accurate and complete land survey of the Property.

I, John T. Cook, do hereby make oath that I am a licensed attorney and 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.



John T. Cook

State of Tennessee
County of Davidson

Personally appeared before me, Jeffrey S. Benz, a notary public for this county and state, John T. Cook, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Jeffrey S. Benz, Notary Public

My commission expires: July 6, 2019