Karen Johnson Davidson County
Batch# 221253 DEEDWARRSP
04/23/2019 03:39:30 PM 8 pgs
Fees: $43.00 Taxes: $49,950.00
20190423-0037396

This Instrument Prepared By
And When Recorded Return To:

David C. Martin
Porter Hedges LLP
1000 Main St., 36th Floor
Houston, Texas 77002

SPECIAL WARRANTY DEED

Address New Owner as Follows:	*Send Tax Bills To*
Haven at the Gulch, LLC 3800 Southwest Freeway, Suite 302 Houston, Texas 77027	Same
Map & Parcel Nos.: 093 14 0 580.00 and 093 14 0 603.00	

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, receipt of which is hereby acknowledged, HIGHPOINT DIVISION PARTNERS, a Tennessee general partnership ("**Grantor**"), has bargained and sold and does hereby transfer and convey unto HAVEN AT THE GULCH, LLC, a Delaware limited liability company ("**Grantee**"), its successors and assigns, a certain tract of land located in Davidson County, Tennessee and described as follows (the "**Property**"):

See Exhibit A

This is unimproved property known as 641 Division Street, Nashville, Tennessee 37203.

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.

AND 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.

AND 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.

[SIGNATURE ON NEXT PAGE]

After recording return to:
Calloway Title & Escrow, LLC
David W. Dudley 7-61074
4170 Ashford Dunwoody Rd. Ste. 525
Atlanta, Georgia 30319

4820-2308-9300
2948038-000001

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 17 day of April, 2019.

HIGHPOINT DIVISION PARTNERS,
a Tennessee general partnership

By:_____
Joe Porter, Co-Managing Partner

By:_____
Travis J. Kelty, Co-Managing Partner

STATE OF Tennessee)
)
COUNTY OF Weakley)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Joe Porter, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is co-managing partner of HIGHPOINT DIVISION PARTNERS, a Tennessee general partnership, and is authorized to execute this instrument on behalf of the partnership.

WITNESS my hand, at office, this 17 day of April 2019.

_____
NOTARY PUBLIC

ROGER D. STEWART
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF WEAKLEY

My Commission Expires: 9-26-20

STATE OF _____)
)
COUNTY OF _____)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Travis J. Kelty, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is co-managing partner of HIGHPOINT DIVISION PARTNERS, a Tennessee general partnership, and is authorized to execute this instrument on behalf of the partnership.

WITNESS my hand, at office, this _____ day of _____, 2019.

_____
NOTARY PUBLIC

My Commission Expires: _____

4820-2308-9300
2948038-000001

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 17 day of April, 2019.

HIGHPOINT DIVISION PARTNERS,
a Tennessee general partnership

By: _____
Joe Porter, Co-Managing Partner

By: _____
Travis J. Kelty, Co-Managing Partner

STATE OF Tennessee)
)
COUNTY OF Weakley)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Joe Porter, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is co-managing partner of HIGHPOINT DIVISION PARTNERS, a Tennessee general partnership, and is authorized to execute this instrument on behalf of the partnership.

WITNESS my hand, at office, this 17 day of April, 2019.

_____
NOTARY PUBLIC

ROGER D STEWART
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF WEAKLEY

My Commission Expires: 9-26-20

STATE OF Tennessee)
)
COUNTY OF Rutherford)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Travis J. Kelty, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is co-managing partner of HIGHPOINT DIVISION PARTNERS, a Tennessee general partnership, and is authorized to execute this instrument on behalf of the partnership.

WITNESS my hand, at office, this 18 day of April, 2019.

_____
NOTARY PUBLIC

JOSHUA RYAN MCNATT
STATE OF TENNESSEE NOTARY PUBLIC
RUTHERFORD COUNTY

My Commission Expires: 12-22-19

4820-2308-9300
2948038-000001

OATH OF CONSIDERATION

STATE OF GEORGIA

COUNTY OF DEKALB

The actual consideration or value, whichever is greater, for this transfer is $13,500,000.00.

Affiant – Kyle J. Levstek, as Grantee's Agent

Subscribed and sworn before me this 22nd day of April 2019.

Notary Public

My Commission Expires:
09-03-2019

DARRYL FRED TUMLIN JR. NOTARY PUBLIC GWINNETT COUNTY, GEORGIA My Commission Expires 09-03-2019

4820-2308-9300
2948038-000001

EXHIBIT A

LEGAL DESCRIPTION

Tract 1

ALL THAT TRACT or parcel of land lying and being in Davidson County, Tennessee, being Lot 1 on the Final Subdivision Plat of Edgehill Estates, Resub Lots 1, 2, and 3, Section 107, Subdivision No. 2014S-232-001, as more particularly depicted on a plat recorded in instrument No. 20151104-0112440, in the Register of Deeds in Davidson County, Tennessee, which plat is incorporated herein by reference hereto.

Being the same property conveyed to Highpoint Division Partners, a Tennessee general partnership by Special Warranty Deed from Artemis Real Estate, LLC of record as Instrument No. 20151105-0112897, in the Register's Office for Davidson County, Tennessee (the "**Register's Office**").

Tract 2

Being a portion of a parcel of land lying in the 19th Civil District of Davidson County, Tennessee. Said parcel being a portion of the property shown on Tax Map 93-14. Said parcel belonging to CSX Transportation, Inc. It can generally be described as being East of 7th Avenue South, South and West of and adjacent to CSX Railroad, and North of Interstate 40.

Commencing at a set ½" iron pin capped "DBS & Assoc." Said Point of Beginning being North 52° 39' 33" East, a distance of 301.7 feet an existing 5/8" rebar capped "GS&P" in the Southwest corner of Lot no. 1 as shown on Instrument No. 20151104-0112440, as recorded in the Register's Office of Davidson County, Tennessee. Said ½" set iron pin being in the North property line of the Highpoint Division Partners Property, as recorded in Instrument No. 20151105-0112897, in the Register's Office of Davidson County, Tennessee. Said ½" iron pin set being the Southeast corner of herein described tract. Said ½" iron pin set also being in the West right of way of the CSX Transportation, Inc., property.

Thence, along the CSX Transportation, Inc., property, and with the North boundary line of said Highpoint Division Partners property South 88° 01' 56" West, a distance of 140.00 feet to a ½" iron pin set capped "DBS & Assoc." Said ½" set iron pin being the Southwest corner of herein described tract.

Thence, continuing with said CSX Transportation, Inc. property, and with the Highpoint division Partners property, North 01° 20' 40" West, a distance of 80.76 feet and continuing with the East boundary line of the Metropolitan Government of Nashville and Davidson County Property as a record in instrument No. 20140611-0050975 in the Register's Office for Davidson County, Tennessee, a distance of 49.24 feet, for a total distance 130.00 feet to a ½" set iron pin capped "DBS & Assoc." Said ½" set iron pin being in the Northwest corner of the herein described tract, and being in the Eastern line of said Metropolitan Government of Nashville and Davidson County, property.

Thence, leaving said Metropolitan Government of Nashville and Davidson County property, and along a new severance line through said CSX Transportation, Inc. property, South 48° 48' 01" East, a distance of 190.01 feet to said Point of Beginning.

Being the same property conveyed to Highpoint Division Partners, a Tennessee general partnership by Special Warranty Deed from CSX Transportation, Inc. of record as Instrument No. 20171120-0118792, in the Register's Office.

EXHIBIT B

EXCEPTIONS

1. Real property taxes for the year 2019 and subsequent years not yet due and payable or a lien on the Property.

2. Easements retained with closing of alleys in Metropolitan Nashville/Davison County Resolutions/Ordinances Nos. 082-974 and 082-942, not of record in the Register's Office for Davidson County, Tennessee.

3. Rights of The Railroad Company to expand its right of way to its full charter width.

4. Easements and restrictions as contained in that certain Warranty Deed from Charles L. Lamb to the Metropolitan Development and Housing Agency, a public body and a body corporate and politic, dated February 18, 1977, filed for record February 22, 1977 at 10:20 a.m., recorded in Book 5116, Page 924, aforesaid Records. **(Affects Tract 1).**

5. Easement Deed by Court Order In Settlement of Landowner Action – Joe C. Meighan, Jr., John G. Buhl, et al vs. U.S. Sprint Communications Company, being Consolidated No. 98MD-1, filed for record January 14, 2014 at 1:43 p.m., being Instrument No. 20140114-0003778, aforesaid Records. **(Affects Tract 1).**

6. Warranty Deed (right of way purposes) from Artemis Real Estate, LLC, a Georgia limited liability company to The Metropolitan Government of Nashville and Davidson County, dated June 11, 2014, filed for record June 11, 2014 at 2:44 p.m., being Instrument No. 20140611-0050975, aforesaid Records. **(Affects Tract 1).**

7. Agreement for Dedication of Easement from Artemis Real Estate, LLC, a Georgia limited liability company to the Metropolitan Government of Nashville and Davidson County, dated June 11, 2014, filed for record June 11, 2014 at 2:45 p.m., being Instrument No. 20140611-0050976, aforesaid Records. **(Affects Tract 1).**

8. Declaration of Covenants by and between Artemis Real Estate, LLC, a Georgia limited liability company and Highpoint Division Partners, a Tennessee general partnership, dated November 5, 2015, filed for record November 5, 2015 at 1:33 p.m., being Instrument No. 20151105-0112898, aforesaid Records; as amended by that certain First Amendment to Declaration of Covenants by and between Artemis Real Estate, LLC, a Georgia limited liability company, Highpoint Division Partners, a Tennessee general partnership and Division Street Land Partners, LLC, a Tennessee limited liability company, dated January 24, 2018, filed for record February 8, 2018 at 10:10 a.m., recorded in Instrument No. 20180208-0012721, aforesaid Records. **(Affects Tract 1).**

9. Grant of Easement by and between CSX Transportation, Inc., a Virginia corporation and Metropolitan Government of Nashville and Davidson County, a body corporate and political subdivision of the State of Tennessee, dated as of November 17, 2016, filed for record November 30, 2016 at 2:09 p.m., recorded in Instrument No. 20161130- 0125726, aforesaid Records. **(Affects Tract 2).**

10. Mineral rights reserved in that certain Special Warranty Deed from CSX Transportation, Inc., a Virginia corporation to Highpoint Division Partners, a Tennessee general partnership, dated November 8, 2017, filed for record November 20, 2017 at 11:42 a.m., recorded in Instrument No. 20171120-0118792, aforesaid Records. **(Affects Tract 2).**

11. Reservations, easements, covenants and restrictions as contained in that certain Special Warranty Deed from CSX Transportation, Inc., a Virginia corporation to Highpoint Division Partners, a Tennessee general partnership, dated November 8, 2017, filed for record November 20, 2017 at 11:42 a.m., recorded in Instrument No. 20171120-0118792, aforesaid Records. **(Affects Tract 2).**

12. All those matters as disclosed by that certain plat recorded in Instrument No. 20151104-0112440, aforesaid Records.

13. Those matters as disclosed by that certain **Preliminary** survey entitled "ALTA/NSPS Land Title Survey For Guefen Development Company", prepared by Gresham Smith, bearing the seal and certification of Gregory Gurney, Tennessee Registered Land Surveyor No. 2916, dated March 20, 2019, being designated as Project No. 43705.00, as follows:

    (a) Fences encroaching into the Right-of-Way of Interstate 40 along the southerly boundary line of subject property;

    (b) Walls crossing the southwesterly and northwesterly boundary lines of subject property;

    (c) Twenty (20') foot public utility easement located in the northwesterly portion of subject property and crossing the northwesterly boundary lines of subject property;

    (d) Ten (10') foot sewer easement located in the northwesterly portion of subject property; and

    (e) Fences crossing the southeasterly boundary line of subject property.

I, David W. Dudley, 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.

Signature

STATE OF GEORGIA

COUNTY OF DEKALB

Personally appeared before me, Darryl Fred Tumlin Jr., a notary public for this county and state, David W. Dudley, who acknowledges that this certificate of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

MY COMMISSION EXPIRES: 09-03-2019.

Notary's Seal (If on paper)

