Karen Johnson Davidson County
Batch# 236101 DEEDWARRSP
05/29/2019 04:01:30 PM 7 pgs
Fees: $38.00 Taxes: $97,125.00
20190529-0050901

This instrument was prepared by:
Eversheds Sutherland (US) LLP
999 Peachtree St. NW, Suite 2300
Atlanta, Georgia 30309
Attn: Pedro Dorado

When Recorded Return To:
Heather Townsend
National Commercial Services
First American Title Insurance Company
Six Concourse Parkway, Ste. 2000
Atlanta, GA 30328
File No: NCS 948709

SPECIAL WARRANTY DEED

FROM: GERMANTOWN CREATIVE LP, as Grantor

TO: NEUHOFF ACQUISITION LLC, as Grantee

Address New Owner as follows:	Send Bills for Real Property Taxes	Map/Parcel Numbers
Neuhoff Acquisition LLC c/o J.P. Morgan Asset Management 383 Madison Avenue New York NY 10017	Same	Map 082-9 Parcels 234.00, 469.00 and 470.00

STATE OF: NEW YORK
COUNTY OF: NEW YORK

The actual consideration or value for this transfer is $26,250,000.00.

Affiant

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

Notary Public

My Commission Expires: December 4, 2022

PATRICIA A. BANKS
Notary Public - State of New York
NO. 01BA6156801
Qualified in New York County
My Commission Expires Dec 4, 2022

THIS SPECIAL WARRANTY DEED is from **GERMANTOWN CREATIVE, LP**, a Delaware limited partnership (the "Grantor"), to **NEUHOFF ACQUISITION LLC**, a Delaware limited liability company (the "Grantee").

WITNESSETH:

FOR AND IN CONSIDERATION OF the sum of Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor has bargained and sold, and by these presents does transfer and convey, unto Grantee and its successors and assigns, the following (collectively, the "Premises"): all the real property situate, lying and being in Davidson County, Tennessee and more particularly described in Exhibit A hereto (the "Land"), and all buildings and permanent improvements located on the Land, subject to the matters set forth on Exhibit B hereto.

Together with the Premises, all rights, privileges and easements appurtenant to the Land, including all right, title and interest of Grantor, if any, in and to any land lying in the bed of any street, road, alley or right-of-way, open or closed, private or publicly dedicated, adjacent to or abutting the Land.

Notwithstanding any reference to acreage or square footage contained in the description of the property conveyed hereby, Grantor makes no representation or warranty, express or implied, as to the exact amount of acreage or square footage in the property conveyed hereby. Grantor further makes no representation or warranty, express or implied, with respect to the ownership of oil, gas or other minerals located on, under or within the property conveyed hereby.

The description or the Land set forth in Exhibit A hereto was prepared from a survey made by Cherry Land Surveying, Inc., dated May 24, 2016, last revised October 11, 2016, with respect to Parcel 234.00 and by Michael H. Charette, Tenn. RLS No. 2048, with Cherry Land Surveying, inc., dated February 20, 2018, last revised November 8, 2018 and designated as Job No. 18027 CW with respect to Parcels 469.00 and 470.00.

The Land is improved property with a street address of 1324 2nd Avenue North and 1402 2nd Avenue North, Nashville, Davidson County, Tennessee 37208.

TO HAVE AND TO HOLD the Premises to Grantee, and its successors and assigns, forever, together with all rights, privileges, easements and appurtenances belonging to or benefiting the Premises.

Grantor does further covenant and bind Grantor, and its successors and assigns, to warrant and forever defend the title to the Premises to Grantee, and its successors and assigns, against the lawful claims of all persons whomsoever lawfully claiming or to claim the Premises or any part thereof by, through or under Grantor, but not otherwise, and subject to the matters set forth herein to which this conveyance is made subject.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 28 day of May, 2019.

GERMANTOWN CREATIVE, LP, a Delaware limited partnership

By: GTC GP, LLC, a Delaware limited liability company, its General Partner

By: GA-TPA Creative Holdings I, LP, a Delaware limited partnership, its Sole Member

By: TG Creative, LLC, a Georgia limited liability company, its General Partner

By: _____ [SEAL]
Nathan P. Pramik, Manager

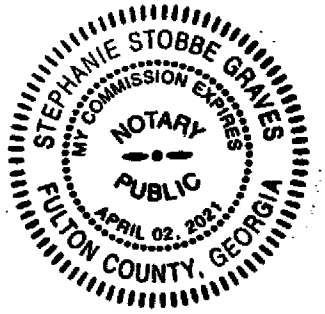
STATE OF GEORGIA
COUNTY OF FULTON

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Nathan P. Pramik, 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 manager of TG Creative, LLC, the general partner of GA-TPA Creative Holdings I, LP, the sole member of GTC GP, LLC, the general partner of **GERMANTOWN CREATIVE, LP**, a Delaware limited partnership, the within named bargainor, and that he as such manager, being authorized to do so, executed the foregoing instrument for the purpose therein contained, by personally signing the name of the limited partnership.

Witness my hand and seal, at office in Atlanta, Georgia this 28 day of MAY, 2019.

_____
Notary Public

My commission expires: April 02, 2021 [SEAL]



42161491.4

Exhibit A

Legal Description of the Property

Parcel 1 (1324 2nd Avenue North):
Being a tract of land lying in Nashville, Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an existing iron rod at the intersection of the southerly right-of-way line of Taylor Street, 50 feet in width, and the easterly right-of-way line of Second Avenue North, 50 feet in width;

Thence leaving the easterly right-of-way line of Second Avenue North, with the southerly right-of-way line of Taylor Street, North 63 deg 08 min 41 sec East, 365.60 feet to an existing iron rod at the intersection with the westerly right-of-way line of CSX Transportation Railroad;

Thence leaving the southerly right-of-way line of Taylor Street, with the westerly right-of-way line of CSX Transportation Railroad, South 27 deg 06 min 26 sec East 572.96 feet to an existing railroad spike, at the intersection with the northerly right-of-way line of Monroe Street, field measured 31.7 feet in width;

Thence leaving the westerly right-of-way line of CSX Transportation Railroad, with the northerly right-of-way line of Monroe Street, South 62 deg 55 min 14 sec West 365.60 feet to an existing iron rod, at a corner common with the easterly right-of-way line of Second Avenue North;

Thence leaving the northerly right-of-way line of Monroe Street, with the easterly right-of-way line of Second Avenue North, North 27 deg 06 min 24 sec West, 574.39 feet to the POINT OF BEGINNING. Containing 209,735 square feet or 4.815 acres more or less as shown on ALTA/NSPS Land Title Survey of Tax Map 82-09, Parcel 234, prepared by Cherry Land Surveying, Inc., dated May 24, 2016, las revised June 2, 2016.

Also being the same property further described as follows:

Being a tract of land lying in Nashville, Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an existing iron rod at the intersection of the southerly right-of-way line of Taylor Street, 50 feet in width, and the easterly right-of-way line of Second Avenue North, 50 feet in width;

Thence leaving the easterly right-of-way line of Second Avenue North, with the southerly right-of-way line of Taylor Street, North 63 deg 08 min 41 sec East, 365.60 feet to an existing iron rod at the intersection with the westerly right-of-way line of CSX Transportation Railroad;

Thence leaving the southerly right-of-way line of Taylor Street, with the westerly right-of-way line of CSX Transportation Railroad, South 27 deg 06 min 26 sec East 572.96 feet to an existing railroad spike, at the intersection with the northerly right-of-way line of Monroe Street, field measured 31.7 feet in width;

Thence leaving the westerly right-of-way line of CSX Transportation Railroad, with the northerly right-of-way line of Monroe Street, South 62 deg 55 min 14 sec West 365.60 feet to an existing iron rod, at a corner common with the easterly right-of-way line of Second Avenue North;

Thence leaving the northerly right-of-way line of Monroe Street, with the easterly right-of-way line of Second Avenue North, North 27 deg 06 min 24 sec West, 574.39 feet to the POINT OF BEGINNING. Containing 209,735 square feet or 4.815 acres more or less as shown on ALTA/NSPS Land Title Survey of Tax Map 82-09, Parcel 234, prepared by Cherry Land Surveying, Inc., dated May 24, 2016, last revised October 11, 2016.

Being the same property conveyed to Germantown Creative, LP, a Delaware limited partnership, by Special Warranty Deed from BTP Nashville LLC, a Delaware limited liability company, dated October 18, 2016 of record as Instrument #2016019-0110723 in the Register's Office of Davidson County.

Parcel 2 (1402 2nd Avenue North):
Being a tract of land lying in Nashville, Davidson County, Tennessee, also being Lots 80, 81, 82, 83, 84 & 85 of McGavock City Park Lots, as of record in Plat Book 57, Page 101, at the Register's Office for Davidson County, Tennessee, and being more particularly described as follows;

Beginning at an "X" in concrete, at the intersection of the easterly right-of-way line of Second Avenue North and the northerly right-of-way line of Taylor Street;

Thence leaving the northerly right-of-way line of Taylor Street, with the easterly right-of-way line of Second Avenue North, North 27 deg 06 min 24 sec West, 298.86 feet to an "X" in concrete at a corner common with the property of Metro Government, as of record in Deed Book 9593, Page 995, at the Register's Office for Davidson County, Tennessee;

Thence leaving the easterly right-of-way line of Second Avenue North, with the southerly property line of Metro Government, North 62 deg 58 min 11 sec East, 174.90 feet to a fence post, at a corner common with the property of I Mancini, G.P., as of record in Instrument Number: 20130423-0040393, at the Register's Office for Davidson County, Tennessee;

Thence with the westerly property line of I Mancini, G.P., South 27 deg 08 min 07 sec East, 199.46 feet to an existing iron rod;

Thence South 26 deg 59 min 31 sec East, 99.94 feet to an existing pk nail in the northerly right-of-way line of Taylor Street;

Thence with the northerly right-of-way line of Taylor Street, South 63 deg 08 min 41 sec West, 174.80 feet to the POINT OF BEGINNING. Containing 52,328 square feet or 1.201 acres more or less.

Said legal description according to ALTA/NSPS Land Title Survey by Michael H. Charette, Tenn. RLS No. 2048, with Cherry Land Surveying, Inc., dated February 20, 2018, last revised November 8, 2018 and designated as Job. No. 18027 CW.

Being the same property conveyed to Germantown Creative, LP, a Delaware limited partnership, by Special Warranty Deed from BTP Nashville LLC, a Delaware limited liability company, dated December 12, 2018, of record as Instrument No. 20181213-0121569 in the Register's Office of Davidson County.

Exhibit B

Permitted Exceptions

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

2. Matters shown on ALTA/NSPS Land Title Survey of Tax Map 82-09, Parcel 234, prepared by Timothy Mark Donlon, RLS Tennessee No. 2297, with Donlon Land Surveying, LLC, dated April 9, 2019, designated as Job No. 219023.

3. Matters shown on ALTA/NSPS Land Title Survey of Tax Map 82-09, Parcel 469.00 & 470.00, prepared by Timothy Mark Donlon, RLS Tennessee No. 2297, with Donlon Land Surveying, LLC, dated April 9, 2019, designated as Job No. 219022.

True Copy Certification

I, Heather Townsend, 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.

Heather Townsend
Signature

State of GEORGIA

County of FULTON

Personally appeared before me, [~~Name of Notary~~] * Kimberly T. Branch, a notary public for this county and state, [~~name of person making certification~~] ** Heather Townsend 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: 2/28/20
Notary' Seal (if on paper)

Kimberly T. Branch
NOTARY PUBLIC
Cobb County, GEORGIA