THIS INSTRUMENT PREPARED BY: **Talbott P. Ottinger, Esq.** **McKenzie Laird Ottinger Leach, PLLC** **3835 Cleghorn Avenue, Suite 250** **Nashville, Tennessee 37215** Karen Johnson Davidson County Batch# 262952 DEEDWARRSP 07/26/2019 02:36:30 PM 7 pgs Fees: $38.00 Taxes: $66,600.00 20190726-0073947	STATE OF TENNESSEE COUNTY OF DAVIDSON The actual consideration or value, whichever is greater, for this transfer is $18,000,000.00. Affiant Subscribed and sworn to before me, this 26th day of July, 2019. Notary Public My Commission Expires: 4-21-2020

BRINA MATHIS
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY

SPECIAL WARRANTY DEED

Address of New Owner(s):	Send Tax Bills To:	Map-Parcel Number(s):
501 Great Circle Propco, LLC c/o Somera Road, Inc. 130 W. 42nd Street, Suite 1001 New York, NY 10036	501 Great Circle Propco, LLC c/o Southeast Venture L.L.C. 4011 Armory Oaks Drive Nashville, Tennessee 37204	Map 70-11, Parcel 7 Map 70-11, Parcel 2

FOR AND IN CONSIDERATION of Ten and No/100 Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **EBON FALCON, LLC**, a Tennessee limited liability company ("**Grantor**"), has bargained and sold, and does hereby transfer and convey unto **501 GREAT CIRCLE PROPCO, LLC**, a Delaware limited liability company ("**Grantee**"), Grantee's successors, heirs and assigns, certain unimproved real property located in Nashville, Davidson County, Tennessee, as more particularly described in Exhibit A attached hereto and incorporated herein by reference (the "**Property**").

The Property is located at **501 Great Circle Road, Nashville, Davidson County, Tennessee 37228 and 540 Mainstream Drive, Nashville, Davidson County, Tennessee 37228.**

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to Grantees, their successors and assigns, forever. Grantor covenants and binds itself, its successors and assigns to warrant and forever defend the title and quiet possession to the Property to the Grantees, Grantees' successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise, except as set forth on Exhibit B attached hereto and incorporated herein by reference, to which this conveyance is expressly made subject.

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed to be effective for all purposes as of the **26th** day of **July**, 2019.

GRANTOR:

EBON FALCON, LLC,
a Tennessee limited liability company

By: _____
David Black, President

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Brandi Maiorino of the state and county aforementioned, personally appeared DAVID BLACK, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be President of Ebon Falcon, LLC, the within named bargainor, a limited liability company, and that such person acting as President executed the foregoing instrument for the purposes therein contained, by personally signing the name of the limited liability company as its President.

Witness my hand and seal, at office, this 24 day of July, 2019.

_____
NOTARY PUBLIC

My Commission Expires: Sept. 06, 2022



EXHIBIT A

Legal Description

Tract 1 (501 Great Circle Road):

Land in Nashville, Urban Services District, Second Councilmanic District, Davidson County, Tennessee, located in the southwesterly quadrant of the intersection of Mainstream Drive (60 foot right-of-way) and Great Circle Road (84 foot right-of-way) being Lot 33, Section 20, Resubdivision of part of Section Eleven, MetroCenter, Tracts 32 and 33 of record in Plat Book 6200, page 7, Register's Office for Davidson County and being more particularly described as follows:

BEGINNING at an iron pin (old) in the westerly right-of-way of Great Circle Road at the southerly terminus of a curve return to the southerly right-of-way of Mainstream Drive;

THENCE, along said westerly right-of-way with a curve to the left 206.00 feet to a P.K. Nail (old) at the northeasterly corner of Lot 32 of the aforementioned MetroCenter plat, said curve having a central angle of 21° 46' 36", a radius of 542.00 feet, a tangent of 104.26 feet and a chord of S 36° 05' 06" W, 204.76 feet;

THENCE, along the common line of said Lot 32 and Lot 33 the following calls:

N 76° 55' 00" W, 204.35 feet to a P.K. Nail (old),

With a curve to the left, 99.25 feet to a P.K. Nail (old), said curve having a central angle of 71° 05', a radius of 80.00 feet, a tangent of 57.15 feet and a chord of S 67° 32' 30" W, 93.01 feet,

S 32° 00' 00" W, 76.85 feet to a P.K. Nail (old),

With a curve to the right 77.40 feet to a P.K. Nail (old), said curve having a central angle of 46° 41', a radius of 95.00 feet, a tangent of 40.99 feet and a chord of S 55° 20' 30" W, 75.28 feet,

S 78° 41' 00" W, 63.06 feet to an iron pin (old) on the easterly line of property of Metropolitan Government Parks and Recreation, Rhodes Municipal Park, of record in Deed Book 5588, page 393, R.O.D.C.;

THENCE, along the easterly line of said Metropolitan Government property, N 11° 19' 00" W, 400.08 feet to a point at the southeasterly corner of Lot 37-P, Section 16, MetroCenter of record in Plat Book 5190, page 520, R.O.D.C;

THENCE, along the common line of said Lot 37-P and Lot 33, N 22° 38' 00" E, 306.43 feet to a concrete monument (old) on the southerly right-of-way of Mainstream Drive;

THENCE, along said right-of-way the following calls:

With a curve to the right, 435.07 feet to an iron pin (old), said curve having a central angle of 32° 22' 25", a radius of 770.00 feet, a tangent of 223.51 feet and a chord of S 63° 28' 53" E, 429.31 feet,

S47° 11' 40"E; 199.12 feet to an iron pin (old),

With a curve to the right 82.26 feet to an iron pin (old) and the Point of Beginning, said curve having a central angle of 94° 16' 04", a radius of 50.00 feet, a tangent of 53.87 feet and a chord of S 00° 09' 38" E, 73.29 feet.

Containing 271,142 square feet, or 6.22 acres, more or less.

Together with ingress/egress and private joint access easements appurtenant to the Property as set forth in Book 6281, page 307, and Book 8250, Page 765, in the Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Ebon Falcon, LLC, a Tennessee limited liability company, by the Special Warranty Deed of record as Instrument No. 20120307-0020165, in the Register's Office for Davidson County, Tennessee.

Tract 2 (540 Mainstream Drive):

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the southerly side of Mainstream Drive, west of Great Circle Road, being Tract No. 37P as shown on the plan of Section Sixteen, Metrocenter as of record in Book 5190, Page 520, Register's Office for Davidson County, Tennessee (R.O.D.C.).

Being the same property conveyed to Ebon Falcon, LLC, a Tennessee limited liability company, by Special Warranty Deed of record in Instrument No. 20120319-0023211, in the Register's Office for Davidson County, Tennessee.

EXHIBIT B

Permitted Exceptions

1. Any lien, or right to a lien, for services, labor, or material heretofore or hereafter furnished by, through or under the Grantee, imposed by law and not shown by the public records.

2. Taxes for the year 2019, a lien, not yet due and payable.

3. Tenant Exclusive contained in paragraph 6 of the Memorandum of Lease of record in Book 5225, Page 112, and the Exclusive Covenant of record in Book 5225, Page 120, in the Register's Office for Davidson County, Tennessee. Note: There has been no violation of the Tenant Exclusive as to the property described in Exhibit A.

4. Restrictive Covenants Metrocenter of record in Book 5242, Page 389, as amended by the Modification to Restrictive Covenants Metrocenter Properties of record in Book 5792, Page 787, as affected by the Declaration of record in Book 7012, Page 61, and as further affected by the Release of Repurchase Rights of record in Book 8064, Page 560, in the Register's Office for Davidson County, Tennessee.

5. Declaration of Agreements, Charges, Assessments and Liens for Metrocenter Business Park of record in Book 7487, Page 952, in the Register's Office for Davidson County, Tennessee. Note: There are no amounts due and payable as of the Date of the Policy.

AS to Tract 1 only:

6. Subject to the following matters shown on the Plan of record in Book 6200, Page 7, in the Register's Office for Davidson County, Tennessee: 60' Canal and NES Easement; 25' NES Easement; Building Setback Lines; 20' Public Utility and Drainage Easement, as shown on the Tract 1 Survey.

7. Declaration of Special Covenants and Restrictions as set forth in the Special Warranty Deed of record in Book 6281, Page 315, as amended by the Modification of Declaration of Special Covenants and Restrictions of record in Book 6359, Page 761, in the Register's Office for Davidson County, Tennessee.

8. Deed of Declaration of Easements of record in Book 6281. Page 307, in the Register's Office for Davidson County, Tennessee, as shown on the Tract 1 Survey.

9. Any rights. easements. interests. or claims which may exist by reason of. or reflected by. the following matters disclosed on the ALT A/NSPS Land Title Survey prepared by James M. Overfelt, TN RLS No. 1634, Barge Design Solutions. Inc., dated July 8, 2004, and last revised July 18, 2019. and bearing Job No. 3274404 (the "Tract 1 Survey"):

    a. Utility and drainage lines, with meters, valves, poles and other appurtenances;

b. Building setbacks

Tract 2:

10. Subject to all matters shown on the Plan of record in Book 5190. Page 520, in the Register's Office for Davidson County, Tennessee, as shown on the Tract 2 Survey.

11. Release of Repurchase Rights of record in Book 8064, Page 560, in the Register's Office for Davidson County, Tennessee.

12. Metropolitan Government easement for operation and maintenance of flood control levee and outlet works, including retention lakes (Lake Metrocenter and Amulet Lake) and drainage canals as contained in Metro Council Bill No. 73-608.

13. Any rights, easements, interests, or claims which may exist by reason of, or reflected by, the following matters disclosed on the ALT A/NSPS Land Title Survey prepared by James M. Overfelt, TN RLS No. 1634, Barge Design Solutions, Inc., dated February 17, 2012, and last revised July 18, 2019, and bearing Job No. 3528301 (the "Tract 2 Survey"):

    a. Utility and drainage lines, with meters, valves, poles and other appurtenance;

    b. Building setbacks

Certificate of Authenticity

I, Heather Wood, 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 Wood

Signature

State of Tennessee

County of Williamson

Personally appeared before me, Brina Mathis, a notary public for this county and state, Heather Wood who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Brina Mathis

Notary's Signature

My Commission Expires: 4-21-2020

Notary's Seal (if on paper)

STATE OF TENNESSEE NOTARY PUBLIC

BRINA MATHIS

WILLIAMSON COUNTY