Karen Johnson Davidson County
Batch# 361524 DEEDWARRSP
02/21/2020 12:50:30 PM 7 pgs
Fees: $38.00 Taxes: $977,170.00
20200221-0019663

FROM: 222 SECOND AVENUE LLC, a Delaware limited liability company
TO: SREIT 222 SECOND AVENUE, L.L.C., a Delaware limited liability company

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel Number:
		093-064C-002.00
1601 Washington Avenue Suite 800 Miami Beach, Florida 33139	c/o Starwood Capital Group 1255 23rd Street NW, Suite 250 Washington, D.C. 20037 Attn: Andres Panza	

THIS INSTRUMENT PREPARED BY:

Stroock & Stroock & Lavan LLP
200 S. Biscayne Blvd., Suite 3100
Miami, Florida 33131
Attention: Ira Teicher, Esq.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Two Hundred Sixty-Four Million One Hundred Thousand and 00/100 Dollars ($264,100,000).

Claire Beeler
Affiant

Subscribed and sworn to before me, this the 20th day of February, 2020.

Jodean M. King
Notary Public

JODEAN M. KING
STATE OF TENNESSEE
NOTARY PUBLIC
ROBERTSON COUNTY

My Comm. Expires: 6/21/2021

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged **222 SECOND AVENUE LLC**, a Delaware limited liability company, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto **SREIT 222 SECOND AVENUE, L.L.C.**, a Delaware limited liability company, hereinafter called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described in Exhibit A attached hereto and by this reference made a part hereof, to wit (the "Property").

NY 77999537

The Property is transferred subject to the following limitations, restrictions, and encumbrances (collectively, the "Permitted Exceptions"):

a. Real estate taxes for the year 2020 and subsequent years;

b. All laws, ordinances, regulations, restrictions, prohibitions and other requirements imposed by governmental authority, including, but not limited to, all applicable building, zoning, land use and environmental ordinances and regulations;

c. Any covenants, conditions, restrictions, easements and other matters of record without hereby reimposing same, exclusive of instruments executed by Grantor and not described on Exhibit B attached hereto and by this reference made a part hereof;

d. Any matters which would be disclosed by an accurate survey of the Property; and

e. Rights of tenants pursuant to unrecorded leases.

The Property is improved property commonly known as the Office Unit of 222 Second Avenue, A Condominium, located at 222 Second Avenue South, Nashville, Tennessee.

TO HAVE AND TO HOLD, subject to the Permitted Exceptions, the Property, with the appurtenances, estate, title and interest thereto as belonging to the said GRANTOR, unto the said GRANTEE, its successors and assigns, forever, and GRANTOR further covenants and binds itself, its successors and assigns to, subject to the Permitted Exceptions, warrant specially and forever defend the title to the Property to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTOR, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 21 day of February, 2020

GRANTOR.

222 SECOND AVENUE LLC,
a Delaware limited liability company

By: 222 Second Avenue Holdings LLC,
a Delaware limited liability company,
its sole member

By: Hines Second Avenue LLC,
a Delaware limited liability company,
its manager

By: Hines Second Avenue Associates Limited Partnership,
a Texas limited partnership,
its sole member

By: Hines Investment Management Holdings Limited Partnership,
a Texas limited partnership,
its general partner

By HIMH GP LLC,
a Delaware limited liability company,
its sole general partner

By Hines Real Estate Holdings Limited Partnership,
a Texas limited partnership,
its sole member

By: JCH Investments, Inc.,
a Texas corporation,
its sole general partner

By: _____
C. Kevin Shannahan
Senior Managing Director/CEO

[*Notary Continues on Following Page*]

STATE OF Tennessee)

COUNTY OF Davidson)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared C. Kevin Shannahan, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged him/herself to be the Senior Managing Director/CEO of JCH Investments, Inc., a Texas corporation, the sole general partner of Hines Real Estate Holdings Limited Partnership, a Texas limited partnership, the sole member of HIMH GP LLC, a Delaware limited liability company, the sole general partner of Hines Investment Management Holdings Limited Partnership, a Texas limited partnership, the general partner of Hines Second Avenue Associates Limited Partnership, a Texas limited partnership, the sole member of Hines Second Avenue LLC, a Delaware limited liability company, the manager of 222 Second Avenue Holdings LLC, a Delaware limited liability company, the sole member of 222 Second Avenue LLC, a Delaware limited liability company, the within named grantor, and being authorized so to do, executed the foregoing instrument for the purposes therein contained on behalf of the foregoing entity.

Witness my hand and seal, this the 20 day of February, 2020.

Kristine Griesbach
NOTARY PUBLIC

My Commission Expires: 03/07/2023

KRISTINE GRIESBACH
Notary Public
Davidson County, State Of Tennessee
My Commission Expires on 03/07/2023

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Exhibit A

Legal Description

Land in Davidson County, Tennessee, being the Office Unit, together with appurtenant interests in the common elements of 222 2nd Avenue, A Condominium, a condominium established by that certain Declaration of Condominium for 222 2nd Avenue, A Condominium of record in Instrument No. 201812260125334 in the Register's Office for Davidson County, Tennessee, said Unit being depicted on the plat and floor plans attached as Exhibit "D" to the aforementioned Declaration of Condominium.

Being a portion of the same property conveyed to 222 Second Avenue LLC, a Delaware limited liability company, by deed of record at Instrument No. 201511190117628, in the Register's Office for Davidson County, Tennessee.

Exhibit B

1. Terms, conditions, restrictions and reservations as set forth in the Rutledge Hill Redevelopment Plan of record in Book 7084, page 983, in the Register's Office for Davidson County, Tennessee, as amended in Book 10512, page 464, in said Register's Office.

2. All matters as shown on the plat of record in Instrument No. 201103300024442 and Instrument No. 201512210128206, in the Register's Office for Davidson County, Tennessee.

3. Notice of Land Use Restrictions of record in Instrument No. 20151119-0117629, Register's Office for Davidson County, Tennessee.

4. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument No. 201512020121615, in the Register's Office for Davidson County, Tennessee.

5. Air Rights Easement Agreement by and between Lester L. Turner, Jr. and Currey Turner Thornton, as Co-Trustees of the Lester L. Turner Jr. Trust established under the will of Elizabeth L. Turner, and Lester L. Turner Jr. and Currey Turner Thornton, as Co-Trustees of the Currey Turner Thornton Trust established under the will of Elizabeth L. Turner and 222 Second Avenue LLC, a Delaware limited liability company of record in Instrument No. 201603100023045, in the Register's Office for Davidson County, Tennessee.

6. Terms, conditions, provisions and easements of Declaration of Condominium of record in Instrument No. 201812260125334, in the Register's Office for Davidson County, Tennessee.

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:

