SPECIAL WARRANTY DEED

THIS INSTRUMENT WAS PREPARED BY:

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Karen Johnson Davidson County
Batch# 375710 DEEDWARRSP
03/23/2020 09:04:30 AM 8 pgs
Fees: $43.00 Taxes: $58,090.00
20200323-0031186

Address of New Owner:	Send Tax Bills To:	Map-Parcel No.:
Dogwood Holdings, L.P. Attn: Ty Newell 345 California St, Suite 3300 San Francisco, CA 94104	Dogwood Holdings, L.P. Attn: Ty Newell 345 California St, Suite 3300 San Francisco, CA 94104	Tax Identification No 13400030400 Map 134-0 Parcel 304

SPECIAL WARRANTY DEED

For the consideration of Ten Dollars ($10.00) and other good and valuable considerations, Cowan & Cowan Real Estate Partnership, having an address at 5203 Shenandoah Ct., Nashville, Tennessee 37220 ("**Grantor**"), hereby conveys, grants and releases unto Dogwood Holdings, L.P., a Delaware limited partnership ("**Grantee**"), the following described real property:

See legal description set forth in Exhibit A attached and incorporated by this reference (the "**Property**"), which is improved property, located at 3287 Franklin Limestone Road, Antioch, Davidson County, Tennessee 37013.

together with all improvements located on the Property; all easements, if any, benefiting the Property; and all rights, benefits, privileges and appurtenances pertaining to the Property.

SUBJECT TO real property taxes not yet due and payable; all covenants, conditions, reservations, rights, easements, leaseholds, rights of way, and restrictions of public record shown on that ALTA/NSPS Land Title Survey dated January 8, 2020, last revised February 6, 2020, prepared by David Crowe, being Project No. 202000050-1 (the "Survey"); all zoning ordinances restricting or regulating the use, occupancy or enjoyment of the Property; all matters shown on the Survey; and matters shown on Exhibit B attached hereto (the "**Exceptions**").

TO HAVE AND TO HOLD the premises aforesaid unto said Grantee and its successors and assigns forever.

Grantor covenants with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple, that Grantor has a good and lawful right to convey the Property and that the Property is unencumbered except as herein set forth to the contrary. Grantor further covenants that Grantor will warrant and defend the title to the said premises unto said Grantee and its successors and assigns forever,

against the lawful claims and demands of all claiming by, through and under Grantor (other than the claims arising out of the Exceptions) but no further or otherwise.

Dated as of March 16, 2020

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed as of the date set forth above.

GRANTOR:

Cowan and Cowan Limited Partnership,
a Tennessee general partnership

By: _____
Leland Cowan, Partner

STATE OF TENNESSEE)
COUNTY OF Davidson)

PERSONALLY APPEARED BEFORE ME, Robert M. Holland Jr., a Notary Public with authority to act in the State and County aforesaid, Leland Cowan, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that such person executed the within instrument for the purposes therein contained, and who further acknowledged that such person is the Partner of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

WITNESS MY HAND, at office, this 10th day of March, 2020.

STATE OF TENNESSEE NOTARY PUBLIC COUNTY OF DAVIDSON ROBERT M. HOLLAND, JR. MY COMM. EXP. MAY 9, 2023

_____
Notary Public

552049197.v1

STATE OF Tennessee)
COUNTY OF Davidson)

The undersigned affiant hereby swears or affirms that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is Fifteen Million Seven Hundred Thousand and no/100 Dollars ($15,700,000.00), which amount is equal to or greater than the amount that the property transferred would command at a fair and voluntary sale.

AFFIANT

SUBSCRIBED and sworn to before me, this 16th day of March, 2020.

Notary Public

SHARRON C. COUCH
STATE OF TENNESSEE
NOTARY PUBLIC
MY COMM. EXP. NOV. 6, 2023
DAVIDSON COUNTY

52049197.v1

EXHIBIT A

LEGAL DESCRIPTION

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee, being all of Lot 2 on the recorded plat entitled "Final Plat Resubdivision of Lot 1 on The Recorded Plat of Bakertown Industrial Subdivision of record in Book 6900, page 164, R.O.D.C., TN" as recorded in Book 7900, page 780, Register's Office of Davidson County, Tennessee, to which plat reference is made for a more particular description.

Being the same property conveyed to Cowan & Cowan, L.P., a Tennessee Limited Partnership, by deed of record in Book 9450, page 895, said Register's Office. The same Cowan & Cowan, L.P. having since merged with and into Cowan & Cowan Real Estate Partnership, as evidenced by Certificate of Merger of record as Instrument No. 200001100002983, said Register's Office.

EXHIBIT B

1. Taxes and assessments for the year 2020 and subsequent years are a lien, not yet due and payable.

2. All matters shown on plat(s) of record in Book 7900, Page 780, in the Register's Office of Davidson County, Tennessee.

3. Terms and provisions of Declaration of Restrictions and Grant of Easements by Antioch Investments, Limited, a Tennessee limited partnership, of record in Book 8073, Page 211; as amended in Book 9424, Page 163, in the Register's Office of Davidson County, Tennessee.

   As further modified by Terms and provisions of Agreement by and between Cowan & Cowan, L.P., a Tennessee limited partnership, and SCI-North Carolina Limited Partnership, a Delaware limited partnership, of record in Book 10393, Page 927, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of Easement Agreement by and between Antioch Investments, Limited, a Tennessee limited partnership, and Waste Management, Inc. of Tennessee, a Tennessee corporation, of record in Book 8447, page 40, in the Register's Office of Davidson County, Tennessee.

5. Terms and provisions of Storm Water Detention Agreement, by and between Antioch Investments Limited and The Metropolitan Government of Nashville and Davidson County, of record in Book 7137, Page 158, in the Register's Office of Davidson County, Tennessee.

6. Agreement for Dedication of Easement Water Mains and Appurtenances from Antioch Investments, Ltd. To Metropolitan Government of Nashville and Davidson County, Tennessee, its successors and assigns forever, of record in Book 7652, page 983, in the Register's Office of Davidson County, Tennessee.

7. Reservation of easement(s) contained in Deed of record in Book 7080, Page 847, in the Register's Office of Davidson County, Tennessee.

8. Easement(s) contained in Deed of record in Book 7080, Page 843, in the Register's Office of Davidson County, Tennessee.

9. Easement(s) granted U.S. Sprint Communications Company by Easement Deed by Court Order in Settlement of Landowner Action – Lightnet Lines of record in Instrument No. 201401140003779, in Register's Office of Davidson County, Tennessee.

10. Terms and provisions of unrecorded lease, as evidenced by Memorandum of Lease by and between Cowan & Cowan Real Estate Partnership, a Tennessee General Partnership, successor-in interest by merger of Cowan & Cowan, L.P, and Eco-Site II, LLC, a Delaware limited liability company, of record in Instrument No. 201906170057994, in the Register's Office of Davidson County, Tennessee.

Note: The Memorandum of Lease contains a Right of First Refusal which is triggered in the event Landlord receives an offer or desires to accept an offer to sell or convey any interest in the Tower Compound as defined in that lease.

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

12. Rights of parties in possession under unrecorded leases or rental agreements, as tenants only, without rights of first offer, rights of first refusal or purchase options.

True Copy Certification

I, Margo Zhao, 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.

Margo Zhao

Signature

State of New York

County of New York

Personally appeared before me, Jed Levine, a notary public for this county and state, Margo Zhao 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: _____
Notary' Seal (if on paper)

JED LEVINE
Notary Public, State of New York
No. 01LE6109294
Qualified in Queens County
Commission Expires 5/3/2020