This instrument prepared by and (MAIL)
instrument may be returned to:
O'Kelley & Sorohan, Attorneys at Law, LLC
3097 Satellite Blvd., Bldg. 700, Ste. 400
Duluth, GA 30096
Tel. 770-497-9100

Karen Johnson Davidson County
Batch# 375862 DEEDQC
03/23/2020 11:40:30 AM 26 pgs
Fees: $132.00 Taxes: $0.00
20200323-0031410

Send tax bills to:
PROGRESS RESIDENTIAL BORROWER 12, LLC
P.O. Box 4090
Scottsdale, AZ 85261

Name and address of new owner:
PROGRESS RESIDENTIAL BORROWER 12, LLC
P.O. Box 4090
Scottsdale, AZ 85261

Map parcel number:
See Exhibit "A" attached hereto and incorporated herein.

Source of title:
See Exhibit "A" attached hereto and incorporated herein.

QUITCLAIM DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid, the receipt of which is hereby acknowledged,

> **PROGRESS RESIDENTIAL BORROWER 12, LLC**, a Delaware limited liability company, formerly known as **PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC**, by virtue of the Certificate attached hereto as Exhibit "B", with offices located at P.O. Box 4090, Scottsdale, AZ 85261,

by these presents does hereby quitclaim and convey unto

PROGRESS RESIDENTIAL BORROWER 12, LLC,
a Delaware limited liability company

all right, title and interest in and to the following described tract of land:

See Exhibit "A" attached hereto and incorporated herein.

[SIGNATURE(S) TO FOLLOW ON NEXT PAGE]

Clerk/Recorder: Please index all legal descriptions or index as a multi-parcel instrument.

Witness our hand on March 19th, 2020, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

PROGRESS RESIDENTIAL BORROWER 12, LLC,
a Delaware limited liability company

By: _____
Name: Travis Chester
Title: Authorized Signatory

State of Arizona
County of Maricopa

Personally appeared before me, the undersigned, a Notary Public in and for the said County and State, Travis Chester (name of the natural person executing the instrument), to me known to be the person who executed the foregoing instrument on behalf of **PROGRESS RESIDENTIAL BORROWER 12, LLC**, a Delaware limited liability company, and that he executed the same as the free act and deed of said **PROGRESS RESIDENTIAL BORROWER 12, LLC**, a Delaware limited liability company.

Witness my hand, at office, this 10 day of March, 2020.

_____
Notary Public
My commission expires: 3/17/2023
(Affix Seal)

TUSHANA L. FORBES
Notary Public - State of Arizona
MARICOPA COUNTY
Commission # 560889
Expires March 17, 2023

VALUE AFFIDAVIT

State of Arizona
County of Maricopa

The actual consideration or value for this transfer is $0.00.

Affiant

Subscribed and sworn to before me this 10 day of March, 2020.

Notary Public
My Commission Expires: 3/17/2023
(Affix Seal)

TUSHANA L. FORBES
Notary Public - State of Arizona
MARICOPA COUNTY
Commission # 560889
Expires March 17, 2023

EXHIBIT "A"

PROPERTY SCHEDULE

Count	File Number	Address	City	State	Zip	County
1	FREO149860-20-1	1009 STREAMDALE PT W	ANTIOCH	TN	37013	DAVIDSON
2	FREO147240-20-1	105 SUNSHINE CT	ANTIOCH	TN	37013	DAVIDSON
3	FREO144762-20-1	1093 SHIRE DR	ANTIOCH	TN	37013	DAVIDSON
4	FREO139349-20-1	1424 STONER RDG	HERMITAGE	TN	37076	DAVIDSON
5	FREO141107-20-1	1501 ROCKGLADE RUN AKA 253 GROVEDALE TRCE	ANTIOCH	TN	37013	DAVIDSON
6	FREO151266-20-1	1701 STONE HOLLOW CT	HERMITAGE	TN	37076	DAVIDSON
7	FREO151036-20-1	177 CLAYBROOK LN	ANTIOCH	TN	37013	DAVIDSON
8	FREO143971-20-1	249 GROVEDALE TRCE	ANTIOCH	TN	37013	DAVIDSON
9	FREO144934-20-1	2760 WINDCREST TRL	ANTIOCH	TN	37013	DAVIDSON
10	FREO150226-20-1	3137 HIDDEN CREEK DR	ANTIOCH	TN	37013	DAVIDSON
11	FREO147803-20-1	3209 GLENTREE CT	HERMITAGE	TN	37076	DAVIDSON
12	FREO152164-20-1	3428 CHANDLER COVE WAY	ANTIOCH	TN	37013	DAVIDSON
13	FREO142977-20-1	3848 ROUND ROCK DR	ANTIOCH	TN	37013	DAVIDSON
14	FREO149247-20-1	4085 PINEORCHARD PL	ANTIOCH	TN	37013	DAVIDSON
15	FREO147717-20-1	4124 PLEASANT COLONY DR	ANTIOCH	TN	37013	DAVIDSON
16	FREO134539-20-1	4565 HAWTHORN DR	NASHVILLE	TN	37214	DAVIDSON
17	FREO150722-20-1	509 GOLDROOM WAY	ANTIOCH	TN	37013	DAVIDSON
18	FREO150688-20-1	5525 CRAFTWOOD DR	ANTIOCH	TN	37013	DAVIDSON
19	FREO150213-20-1	600 CADOGAN CT	ANTIOCH	TN	37013	DAVIDSON
20	FREO148260-20-1	6204 TUCKALEECHEE LN	ANTIOCH	TN	37013	DAVIDSON
21	FREO146568-20-1	6217 TUCKALEECHEE LN	ANTIOCH	TN	37013	DAVIDSON
22	FREO148333-20-1	705 WYNTREE N	HERMITAGE	TN	37076	DAVIDSON
23	FREO145845-20-1	709 BELL TRACE CV	ANTIOCH	TN	37013	DAVIDSON
24	FREO146480-20-1	713 KELSEY CT	ANTIOCH	TN	37013	DAVIDSON
25	FREO151111-20-1	7886 RAINEY DR	ANTIOCH	TN	37013	DAVIDSON
26	FREO141533-20-1	8833 CRESSENT GLEN CT	ANTIOCH	TN	37013	DAVIDSON
27	FREO143220-20-1	9024 RISTAU DR	ANTIOCH	TN	37013	DAVIDSON
28	FREO149646	4620 RACCOON TRL	HERMITAGE	TN	37076	DAVIDSON

LEGAL DESCRIPTIONS

EXHIBIT A-1

STREET ADDRESS: 1009 STREAMDALE PT W, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO149860-20-1

TAX PARCEL ID/APN: 173 08 0A 008.00

BEING LOT NO. 38, ON THE FINAL PLAT, SECTION 1 OF DEER VALLEY, A PLANNED UNIT DEVELOPMENT, OF RECORD IN INSTRUMENT NO. 20030205-0016206, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE DESCRIPTION OF SAID LOT

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-2

STREET ADDRESS: 105 SUNSHINE CT, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO147240-20-1

TAX PARCEL ID/APN: 176 05 0 055.00

BEING ALL OF LOT NO. 17, HICKORY WOODS, SECTION B, ACCORDING TO PLAT AND SURVEY OF SAME APPEARING OF RECORD IN PLAT BOOK 6900, PAGE 512, OF THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR MORE COMPLETE DETAILS OF LOCATION AND DESCRIPTION OF SAID LOT.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-3

STREET ADDRESS: 1093 SHIRE DR, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO144762-20-1

TAX PARCEL ID/APN: 174 01 0A 106.00

BEING ALL OF LOT NO. TWO HUNDRED TWENTY NINE (229) ON THE FINAL PLAT, RIVENDELL WOODS, PHASE ONE, SECTION TWO, ACCORDING TO PLAT AND SURVEY OF RECORD IN INSTRUMENT NUMBER 20080829-0088935, OF REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR MORE COMPLETE DETAILS OF LOCATION AND DESCRIPTION OF SAID LOT.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-4

STREET ADDRESS: 1424 STONER RDG, HERMITAGE, TN, 37076

COUNTY: DAVIDSON

CLIENT CODE: FREO139349-20-1

TAX PARCEL ID/APN: 075 11 0A 069.00

LOT 64, PHASE THREE, HERITAGE MEADOWS, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 9700, PAGE 984, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-5

STREET ADDRESS: 1501 ROCKGLADE RUN AKA 253 GROVEDALE TRCE, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO141107-20-1

TAX PARCEL ID/APN: 164070A04600CO

BEING ALL OF LOT NO. 46, A FINAL PLAT, SECTION ONE, HARVEST GROVE (FORMERLY TILLMAN) "CLUSTER LOT SUBDIVISION", ACCORDING TO PLAT AND SURVEY APPEARING OF RECORD IN INSTRUMENT NUMBER 20060726-0090037, AMENDED IN INSTRUMENT NUMBER 20061116-0142300, OF THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR MORE COMPLETE DETAILS OF LOCATION AND DESCRIPTION OF SAID LOT.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE , IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-6

STREET ADDRESS: 1701 STONE HOLLOW CT, HERMITAGE, TN, 37076

COUNTY: DAVIDSON

CLIENT CODE: FREO151266-20-1

TAX PARCEL ID/APN: 064 16 0D 006.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 219 SECTION ONE, TRUXTON PARK, AS SHOWN BY PLAT OF RECORD IN INSTRUMENT NO. 20001026-0106272 IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE COMPLETE DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-7

STREET ADDRESS: 177 CLAYBROOK LN, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO151036-20-1

TAX PARCEL ID/APN: 173 15 0A 091.00

BEING LOT NO. 91, ON THE FINAL PLAT OF MILL RUN SUBDIVISION, PHASE 2, (CLUSTER LOT DEVELOPMENT), AS OF RECORD IN INSTRUMENT NO. 20011009-0109754, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-8

STREET ADDRESS: 249 GROVEDALE TRCE, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO143971-20-1

TAX PARCEL ID/APN: 164 07 0A 045.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 45, SECTION ONE, HARVEST GROVE (FORMERLY TILLMAN) CLUSTER LOT SUBDIVISION, OF RECORD IN PLAT INSTRUMENT 200607260090037, AMENDED IN INSTRUMENT 200611160142300, OF THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR MORE COMPLETE AND ACCURATE DESCRIPTION OF SAID LOT.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-9

STREET ADDRESS: 2760 WINDCREST TRL, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO144934-20-1

TAX PARCEL ID/APN: 150 16 0A 025.00

LOT 110, FINAL PLAT, SECTION ONE, WINDHAVEN SHORES, "A CLUSTER LOT SUBDIVISION", AS SHOWN ON PLAT OF RECORD AT INSTRUMENT NO. 20030219-0021779, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRI

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-10

STREET ADDRESS: 3137 HIDDEN CREEK DR, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO150226-20-1

TAX PARCEL ID/APN: 173 16 0A 059.00

LOT NO. 61 ON THE PLAN OF HIDDEN CREEK, PHASE 1, SECTION 1, PHASE 2, AND PHASE 3, SECTION 1 OF RECORD IN INSTRUMENT NUMBER 20030213-0020016, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-11

STREET ADDRESS: 3209 GLENTREE CT, HERMITAGE, TN, 37076

COUNTY: DAVIDSON

CLIENT CODE: FREO147803-20-1

TAX PARCEL ID/APN: 087 01 0A 109.00

LOT NO. 31, SECTION FOUR, CHESNEY GLEN, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 9700, PAGE 844, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAN REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-12

STREET ADDRESS: 3428 CHANDLER COVE WAY, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO152164-20-1

TAX PARCEL ID/APN: 173 16 0A 062.00

LOT 75, FINAL PLAT, HIDDEN CREEK, PHASE 1, SECTION 1, PHASE 2 AND PHASE 3, SECTION 1, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK INSTRUMENT NUMBER 20030213-0020016 CORRECTED UNDER INSTRUMENT NUMBERS 20030331-0042208 AND 20031120-016964, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-13

STREET ADDRESS: 3848 ROUND ROCK DR, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO142977-20-1

TAX PARCEL ID/APN: 176 01 0 017.00

LAND LOCATED IN DAVIDSON COUNTY, TENNESSEE, BEING ALL OF LOT NO. 103, HICKORY WOODS, SECTION A, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 6900, PAGE 511, AS CORRECTED IN BOOK 7582, PAGE 167, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-14

STREET ADDRESS: 4085 PINEORCHARD PL, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO149247-20-1

TAX PARCEL ID/APN: 164 10 0A 099.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT 258, PLAN OF VILLAGE TWO, SUMMERFIELD, AS SHOWN ON PLAT OF RECORD IN INSTRUMENT NO. 20000929-0096421, IN THE REGISTER'S OFFICE, DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-15

STREET ADDRESS: 4124 PLEASANT COLONY DR, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO147717-20-1

TAX PARCEL ID/APN: 150 14 0A 095.00

BEING LOT NO. 712 FINAL PLAT, CALUMET-PHASE SEVEN, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 9700, PAGE 628, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-16

STREET ADDRESS: 4565 HAWTHORN DR, NASHVILLE, TN, 37214

COUNTY: DAVIDSON

CLIENT CODE: FREO134539-20-1

TAX PARCEL ID/APN: 062 02 0B 244.00

BEING LOT NO. 220 ON THE FINAL PLAT CLUSTER LOT DEVELOPMENT, PHASE ONE, SECTION FIVE OF ABBINGTON PARK OF RECORD IN PLAT INSTRUMENT NUMBER 20060113-0005368, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE COMPLETE DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-17

STREET ADDRESS: 509 GOLDROOM WAY, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO150722-20-1

TAX PARCEL ID/APN: 164 13 0A 068.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 75 FINAL PLAT, PHASE FOUR, TREEHAVEN SUBDIVISION OF RECORD IN PLAT AT INSTRUMENT NO. 20060316-0030439, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE DESCRIPTION OF THE PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-18

STREET ADDRESS: 5525 CRAFTWOOD DR, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO150688-20-1

TAX PARCEL ID/APN: 183 05 0A 279.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 509 ON THE PLAN OF OCTOBER WOODS, PHASE FOUR, SECTION 7 A, A PLANNED UNIT DEVELOPMENT, OF RECORD IN INSTRUMENT NUMBER 20000907-0088379, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH SAID PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE LEGAL DESCRIPTION THEREOF.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-19

STREET ADDRESS: 600 CADOGAN CT, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO150213-20-1

TAX PARCEL ID/APN: 149 07 0A 125.00

LAND IN THE 28TH COUNCILMANIC DISTRICT OF DAVIDSON COUNTY, TENNESSEE, BEING ALL OF LOT NO. 125, CHELSEA VILLAGE, PHASE II A OF PICADILLY SEGMENT, AS SHOWN BY PLAT OF RECORD IN INSTRUMENT NUMBER 20020213-0018957, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TO WHICH REFERENCE IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-20

STREET ADDRESS: 6204 TUCKALEECHEE LN, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO148260-20-1

TAX PARCEL ID/APN: 181 03 0A 089.00

LOT 89, SECTION TWO, INDIAN CREEK ESTATES, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 9700, PAGE 558, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-21

STREET ADDRESS: 6217 TUCKALEECHEE LN, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO146568-20-1

TAX PARCEL ID/APN: 181 03 0A 047.00

LOT 47, SECTION TWO, INDIAN CREEK ESTATES, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 9700, PAGE 558, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-22

STREET ADDRESS: 705 WYNTREE N, HERMITAGE, TN, 37076

COUNTY: DAVIDSON

CLIENT CODE: FREO148333-20-1

TAX PARCEL ID/APN: 075 16 0A 067.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 46, ON THE PLAN OF PHASE 2A, WALDEN WOODS, OF RECORD IN INSTRUMENT NO. 20000512-0048112, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-23

STREET ADDRESS: 709 BELL TRACE CV, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO145845-20-1

TAX PARCEL ID/APN: 162 16 0E 005.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 41, SECTION ONE, BELL CREST, OF RECORD IN BOOK 7900, PAGE 753, REGISTER'S OFFICE FOR SAID COUNTY, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-24

STREET ADDRESS: 713 KELSEY CT, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO146480-20-1

TAX PARCEL ID/APN: 173 11 0A 066.00

BEING ALL OF LOT NO. 45, STANFORD VILLAGE, SECTION TWO, AS SHOWN BY PLAT APPEARING OF RECORD IN INSTRUMENT NUMBER 2001022-60017614, OF THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR MORE COMPLETE DETAILS OF LOCATION AND DESCRIPTION OF SAID LOT.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-25

STREET ADDRESS: 7886 RAINEY DR, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO151111-20-1

TAX PARCEL ID/APN: 182 06 0A 039.00

LOT 39, SECTION ONE, OLD HICKORY HILLS, AS SHOWN IN PLAT OF RECORD IN PLAT INSTRUMENT NUMBER 20011023-0115382, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

***

EXHIBIT A-26

STREET ADDRESS: 8833 CRESSENT GLEN CT, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO141533-20-1

TAX PARCEL ID/APN: 182 06 0A 288.00

LOT 353, FINAL PLAT FOR CLUSTER-LOT SUBDIVISION, OLD HICKORY HILLS, PHASE THREE - SECTION ONE, AS RECORDED AT INSTRUMENT NO. 20060420-0045296, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE PARTICULAR DESCRIPTION OF SAID PROPERTY.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

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EXHIBIT A-27

STREET ADDRESS: 9024 RISTAU DR, ANTIOCH, TN, 37013

COUNTY: DAVIDSON

CLIENT CODE: FREO143220-20-1

TAX PARCEL ID/APN: 182 06 0A 399.00

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 336, ON THE FINAL PLAT FOR CLUSTER - LOT SUBDIVISION, OLD HICKORY HILLS, PHASE THREE, SECTION TWO, OF RECORD IN INSTRUMENT NO. 20070516-0058484, REGISTER'S OFFICE FOR SAID COUNTY, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 20151104-0112410, IN BOOK/PAGE N/A, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

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EXHIBIT A-28

STREET ADDRESS: 4620 RACCOON TRL, HERMITAGE, TN 37076

COUNTY: WILSON/DAVIDSON

CLIENT CODE: FREO149646-20-1

TAX PARCEL ID/APN: 075 00101 000075

BEING LOT NO. 39, ON THE PLAN OF NEW HOPE MEADOWS, PHASE I, FIRST REVISION, OF RECORD IN BOOK 6900, PAGE 653, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE DESCRIPTION, BEING ONE AND THE SAME AS LOT 39 ON THE PLAN OF NEW HOPE MEADOWS, PHASE I, FIRST REVISION, OF RECORD IN BOOK 18, PAGE 561 IN THE REGISTER'S OFFICE FOR WILSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE COMPLETE ACCURATE DESCRIPTION.

THIS BEING THE SAME PROPERTY CONVEYED FROM FREO TENNESSEE, LLC, TO PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC, BY DEED RECORDED ON 11/4/2015, AS INSTRUMENT NUMBER 15566602, IN BOOK/PAGE 1669/718, IN THE REGISTER'S OFFICE OF WILSON COUNTY, TENNESSEE.

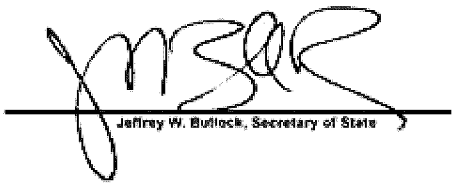
EXHBIT "B"
SEE ATTACHED CERTIFICATE

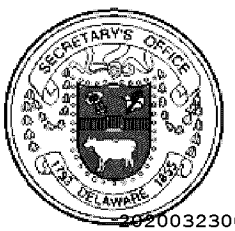
Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC", CHANGING ITS NAME FROM "PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC" TO "PROGRESS RESIDENTIAL BORROWER 12, LLC", FILED IN THIS OFFICE ON THE FIFTH DAY OF MARCH, A.D. 2020, AT 11:10 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE NINETEENTH DAY OF MARCH, A.D. 2020 AT 8 O'CLOCK A.M.





5813924 8100
SR# 20201959559

202003230031410

Authentication: 202532358
Date: 03-06-20

You may verify this certificate online at corp.delaware.gov/authver.shtml

AMENDED AND RESTATED CERTIFICATE OF FORMATION
OF
PROGRESS RESIDENTIAL 2015-3 BORROWER, LLC

THIS Amended and Restated Certificate of Formation of Progress Residential 2015-3 Borrower, LLC (the "Company"), dated as of March 5, 2020, has been duly executed and is being filed by the undersigned, as an authorized person, in accordance with the provisions of 6 Del. C. §18-208, to amend and restate the Certificate of Formation of the Company, which was filed with the Secretary of State of the State of Delaware on September 1, 2015 (the "Certificate"), to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.).

The Certificate is hereby amended and restated in its entirety to read as follows:

1. Name. The name of the limited liability company is Progress Residential Borrower 12, LLC.

2. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808.

3. Registered Agent. The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808.

4. Effectiveness. This Amended and Restated Certificate of Formation shall be effective on March 19, 2020, at 8:00 a.m. Eastern Time.

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Formation as of the date first-above written.

/s/ Robyn Moline
Name: Robyn Moline
Title: Authorized Person

26545643.2

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:10 PM 03/05/2020
FILED 11:10 PM 03/05/2020
SR 20201959559 - File Number 5813924

202003230031410

Certificate of Authenticity

I, Jennifer Slifkin, 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.

Jennifer Slifkin
Signature

State of Georgia
County of Gwinnett

Personally appeared before me, Crystal D Tedder, a notary public for this county and state, Jennifer Slifkin who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Crystal D Tedder
Notary's Signature

My Commission Expires: 6/5/20.

Notary's Seal (If on paper)

CRYSTAL D TEDDER
Notary Public, Georgia
Dekalb County
My Commission Expires
June 05, 2020