Karen Johnson Davidson County
Batch# 399947 DEEDWARRSP
05/14/2020 11:03:30 AM 8 pgs
Fees: $43.00 Taxes: $42,121.91
20200514-0050097

This instrument prepared by
~~**and after recording return to:**~~

Gregory D. Crane, Esq.
Davis Polk & Wardwell LLP
450 Lexington Avenue
New York, NY 10017

Record and Return to:
First National Real
Estate Services, LLC
300 Rector Place, 4i
New York, NY 10280
#1252

SPECIAL WARRANTY DEED

Address New Owner(s) as follows:	Send Tax Bills To:	Tax Map/Parcel IDs:
Dean Dairy Fluid, LLC 1405 N. 98th Street Kansas City, KS 66111	Dean Dairy Fluid, LLC 1405 N. 98th Street Kansas City, KS 66111	105 04 0 397.00

FOR AND IN CONSIDERATION of the sum of Ten Dollars and No/100 ($10.00), cash in hand paid by the Grantee and other good and valuable consideration accepted as cash, the receipt and sufficiency of which are hereby acknowledged, **Dean Dairy Holdings, LLC**, a Delaware limited liability company, successor by merger to Purity Dairies, LLC, successor by merger to Purity Dairies, Inc. (hereinafter referred to as "Grantor"), herein this day has bargained and sold, and does hereby transfer and convey, unto **Dean Dairy Fluid, LLC**, a Delaware limited liability company (hereinafter referred to as "Grantee"; the terms "Grantor" and "Grantee" to include their respective heirs, legal representatives, successors and assigns where the context requires or permits), the following described real property, to wit:

> ALL THAT TRACT OR PARCEL of improved land lying and being in Davidson County, Tennessee, being more particularly described on **Exhibit "A"** attached hereto (the "Land"); TOGETHER WITH any and all improvements, appurtenances, rights, privileges and easements benefiting, belonging or pertaining to the Land, and any right, title and interest of Grantor in and to any land lying in the bed of any street, road or highway in front of or adjoining said Land, together with any strips or gores relating to the Land (the Land and the foregoing rights, easements and appurtenances being hereinafter collectively referred to as the "Property").

TO HAVE AND TO HOLD said Property, with the appurtenance, estate, title and interest thereto belonging, to the Grantee, its successors and assigns forever.

Grantor covenants that it is lawfully seized and possessed of said Property in FEE SIMPLE, has a good right to convey it, and that the same is unencumbered, except for those matters shown on **Exhibit "B"** attached hereto and incorporated herein by this reference (the "Permitted Exceptions").

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said Property to said Grantee, its successors and assigns, against all persons claiming under Grantor, but not further or otherwise and subject, however, to the Permitted Exceptions.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 15 day of May, 2020.

Dean Dairy Holdings, LLC, a Delaware limited liability company

By: Kristy Waterman
Name: Kristy Waterman
Title: Authorized Signatory

STATE OF TEXAS)
)
COUNTY OF DALLAS)

This instrument was acknowledged before me on this 27th day of April, 2020, by Kristy Waterman, as authorized signatory of Dean Dairy Holdings, LLC, a Delaware limited liability company, on behalf of said limited liability company.

OFFICIAL SEAL:

TERESA YORK
Notary ID #11410261
My Commission Expires
November 9, 2022

Teresa York
Notary Public

My Commission Expires:

Teresa York
Printed Name

DFA187-194

STATE OF Kansas

COUNTY OF Wyandotte

I hereby swear and affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $11,384,300.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Dean Dairy Fluid, LLC, a Delaware limited liability company

Name: Andrew M. Brummel

Title Authorized Person

Sworn to and subscribed before me, this 29th day of April, 2020.

Rosanne Green
NOTARY PUBLIC

My Commission Expires: 2/8/2021

ROSANNE GREEN
Notary Public-State of Kansas
My Appt. Expires 2/8/2021

DFA187-194

Exhibit "A"

Legal Description of Property

The land referred to herein below is situated in the County of Davidson, State of Tennessee, and described as follows:

BEING LOT NOS. 1 AND 2 ON THE PURITY DAIRIES FINAL PLAT, OF RECORD IN INSTRUMENT NO. 200610120126728, AS AMENDED BY PLAT IN INSTRUMENT NO. 201509140092838, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, TO WHICH PLATS REFERENCE IS MADE FOR A MORE DETAILED DESCRIPTION.

BEING PROPERTY CONVEYED TO PURITY DAIRIES, INCORPORATED, A TENNESSEE CORPORATION, BY DEEDS OF RECORD IN INSTRUMENT NO. 199912300309160; INSTRUMENT NO. 199912300309163; AND INSTRUMENT NO. 200602090016005; AND TO PURITY DAIRIES, LLC BY DEED OF RECORD IN INSTRUMENT NO. 200810010099797, ALL IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE. THE SAID PURITY DAIRIES, INCORPORATED, A TENNESSEE CORPORATION, HAVING SINCE MERGED INTO AND BECAME KNOWN AS PURITY DAIRIES, INCORPORATED, A DELAWARE CORPORATION. PURITY DAIRIES, INCORPORATED SUBSEQUENTLY CONVERTED TO PURITY DAIRIES, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS EVIDENCED BY CONVERSION DOCUMENTS IN INSTRUMENT NO. 201505010039543; AND PURITY DAIRIES, LLC SINCE MERGED INTO AND BECAME KNOWN AS DEAN DAIRY HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AS EVIDENCED BY MERGER DOCUMENTS IN INSTRUMENT NO. 201505010039544, SAID REGISTER'S OFFICE.

TO THE EXTENT NOT INCLUDED IN THE FOREGOING PLATTED LOTS DESCRIPTION, THE FOLLOWING PROPERTY IS INCORPORATED HEREIN:

TRACT 1:

PARCEL 1:

BEGINNING AT A POINT IN THE NORTHERLY MARGIN OF MURFREESBORO ROAD, AS WIDENED, THE SOUTHWEST CORNER OF LOT NO. 7, AND THE SOUTHEAST CORNER OF LOT NO. 8 ON THE MAP OF THE LANDS OF THE HEIRS OF MRS. MARY BYRD, DECEASED, PLAN OF WHICH IS OF RECORD IN BOOK 546, PAGE 23, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, RUNNING THENCE WITH THE NORTHERLY MARGIN OF MURFREESBORO PIKE, AS WIDENED, IN A WESTERLY DIRECTION 156 FEET, MORE OR LESS, TO THE SOUTHEAST CORNER OF A TRACT OF LAND FRONTING 50 FEET ON THE NORTHERLY SIDE OF MURFREESBORO ROAD, BEING THE SAME PROPERTY CONVEYED TO MARTIN A. BYRD, ET UX, BY ANN BYRD BRIELMAIRE, ET AL, BY DEED OF RECORD IN BOOK 1194, PAGE 44, SAID REGISTER'S OFFICE; THENCE IN A NORTHERLY DIRECTION WITH THE EASTERLY LINE OF SAID 50 FOOT TRACT 65 FEET, MORE OR LESS, TO THE SOUTHERLY MARGIN OF ELM HILL ROAD; THENCE IN AN EASTERLY DIRECTION WITH THE SOUTHERLY MARGIN OF ELM HILL ROAD TO THE NORTHEAST CORNER OF SAID LOT NO. 8, THE NORTHWEST CORNER OF SAID LOT NO. 7; THENCE IN A SOUTHERLY DIRECTION 115 FEET, MORE OR LESS WITH THE EASTERLY BOUNDARY LINE OF SAID LOT NO. 8, AND THE WESTERLY BOUNDARY LINE OF SAID LOT NO. 7, 115 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

ALSO BEING LOT NO. 8 ON THE MAP OF THE LANDS OF THE HEIRS OF MRS. MARY BYRD, DECEASED, PLAN OF WHICH IS OF RECORD IN BOOK 546, PAGE 23, SAID REGISTER'S OFFICE, EXCLUDING HOWEVER, THAT PART OF SAID LOT NO, 8 TAKEN UNDER CONDEMNATION PROCEEDINGS BY DAVIDSON COUNTY, AND ALSO EXCLUDING THE WESTERLY 50

FEET OF LOT NO. 8 WHICH WAS CONVEYED TO MARTIN A. BYRD, EL UX, BY DEED OF RECORD IN BOOK 1194, PAGE 44, SAID REGISTER'S OFFICE.

PARCEL 2:

BEING THE WESTERLY 115 FEET OF LOT NO. 7 ON THE MAP OF THE LANDS OF THE HEIRS OF MRS. MARY BYRD, DECEASED, A PLAN OF WHICH IS OF RECORD IN BOOK 546, PAGE 23, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

BEGINNING AT A POINT IN THE NORTHERLY MARGIN OF MURFREESBORO PIKE, AS WIDENED, THE SOUTHEAST CORNER OF LOT NO. 8 IN SAID PLAN, AND THE SOUTHWEST CORNER OF LOT NO. 7 IN SAID PLAN, RUNNING THENCE WITH THE NORTHERLY MARGIN OF SAID MURFREESBORO PIKE SOUTH 71 DEGREES EAST 115 FEET, MORE OR LESS, TO A POINT WHICH IS IN A LINE RUNNING PARALLEL WITH WESTERLY MARGIN OF SAID LOT NO. 7, AND 10 FEET FROM THE WESTERLY WALL OF A DWELLING HOUSE CONSTRUCTED ON SAID PROPERTY BY MARGARET BYRD MITCHELL; THENCE FROM SAID POINT ON THE NORTHERLY MARGIN OF MURFREESBORO PIKE NORTH 18 1/2 DEGREES EAST IN A STRAIGHT LINE TO THE SOUTHERLY MARGIN OF ELM HILL OR STONE'S RIVER PIKE; THENCE NORTH 88 DEGREES WEST ABOUT 118 FEET TO THE NORTHEAST CORNER OF SAID LOT NO. 8, THE NORTHWEST CORNER OF LOT NO. 7; THENCE SOUTH 18 1/2 DEGREES WEST 114.3 FEET, MORE OR LESS, TO THE BEGINNING.

TRACT 1 BEING THE SAME PROPERTY CONVEYED TO PURITY DAIRIES, INCORPORATED BY DEED OF RECORD IN INSTRUMENT NO. 200602090016005, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

EXCLUDED FROM THE FOREGOING DESCRIPTION OF TRACT 1 IS PROPERTY CONVEYED TO JAMES F. JONES AND WIFE, CAROLE V. JONES, BY DEED OF RECORD IN INSTRUMENT NO. 201012090098104, SAID REGISTER'S OFFICE.

TRACT 2:

A TRACT OF LAND IN THE NINETEENTH COUCILMANIC DISTRICT OF METROPOLITAN NASHVILLE AND DAVIDSON COUNTY, TENNESSEE; BEING ALL OF LOTS 5, 6, 7 AND 8 AS SHOWN ON THE PLAN OF EXPRESSWAY COMMERCIAL PARK AS SHOWN ON THE PLAT OF RECORD IN BOOK 3700, PAGE 94, REGISTER'S OFFICE FOR DAVIDSON COUNTY (RODC), TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY BY RAGAN-SMITH ASSOCIATES DATED MARCH 3, 1999 (JOB NO. 80-048) AS FOLLOWS:

BEGINNING AT A POINT IN THE NORTHWESTERLY RIGHT OF WAY LINE OF EXPRESSWAY PARK DRIVE, A 55-FOOT RIGHT OF WAY, SAID POINT BEING 551.96 FEET, AS MEASURED ALONG SAID NORTHWESTERLY RIGHT OF WAY MARGIN, FROM THE NORTHEASTERLY TERMINUS OF THE NORTHWESTERLY RETURN CURVE AT THE INTERSECTION OF EXPRESSWAY PARK DRIVE AND MURFREESBORO PIKE, SAID POINT ALSO BEING THE COMMON CORNER OF LOT 4A RESUBDIVISION OF LOT FOUR EXPRESSWAY COMMERCIAL PARK OF RECORD IN PLAT BOOK 4060, PAGE 122, RODC, TENNESSEE, AND LOT 5 OF THE HEREIN DESCRIBED TRACT; THENCE;

(1) WITH THE COMMON LINE OF LOTS 4A AND 5, N 47°40'28" W, 467.91 FEET TO THE CENTERLINE OF BROWNS CREEK; THENCE

(2) WITH THE CENTERLINE OF BROWNS CREEK, N 50°59' 32" E, 237.92 FEET; THENCE

(3) WITH A 720.84-FOOT RADIUS CURVE TO THE LEFT A DISTANCE OF 177.87 FEET TO THE COMMON NORTHERLY CORNER OF LOTS 8 AND 9 SAID EXPRESSWAY COMMERCIAL PARK, SAID CURVE HAS A CHORD BEARING AND DISTANCE OF N 43° 54' 19" E, 177.42 FEET; THENCE

(4) WITH THE COMMON LINE OF SAID LOTS 8 AND 9, S 55°59' 28" E, 363.00 FEET TO THE NORTHWESTERLY RIGHT OF WAY MARGIN OF EXPRESSWAY PARK DRIVE; THENCE

(5) WITH SAID MARGIN, S 34° 00' 32" W, 470.00 FEET TO THE POINT OF BEGINNING AND CONTAINING 139,851

SQUARE FEET OR 3.2105 ACRES, MORE OR LESS AS CALCULATED BY THE ABOVE COURSES AND DISTANCES.

TRACT 2 BEING THE SAME PROPERTY CONVEYED TO PURITY DAIRIES, INCORPORATED BY QUITCLAIM DEED OF RECORD IN INSTRUMENT NO. 199912300309163, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE. (SEE ALSO, GENERAL WARRANTY DEED IN INSTRUMENT NO. 199912300309160, SAID REGISTER'S OFFICE.)

TRACT 3:

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING PARTS OF LOTS NOS. 8 AND 9 OF THE LANDS OF MRS. MARY BYRD (DECEASED), IN THE OLD NINTH DISTRICT OF SAID COUNTY, AS OF RECORD IN BOOK 547, PAGE 23, REGISTER'S OFFICE OF SAID COUNTY. SAID PARTS OF LOTS NOS. 8 AND 9 ARE LOCATED BETWEEN ELM HILL ROAD AND MURFREESBORO ROAD, EAST OF THE PLACE OF INTERSECTION OF SAID ROADS, AS SHOWN ON A MAP OF A SURVEY OF SAID LANDS MADE BY WILLIAM C. PARISH, CIVIL ENGINEER, DATED NOVEMBER 9, 1953.

BEGINNING AT THE BEGINNING POINT OF THE SOUTHERLY SIDE OF ELM HILL ROAD ON THE EASTERLY SIDE OF THE INTERSECTION OF ELM HILL ROAD AND MURFREESBORO ROAD, THENCE FOLLOWING THE ARC OF 12 FT. RADIUS CONNECTING SAID POINT AND THE BEGINNING POINT OF THE NORTHERLY SIDE OF MURFREESBORO ROAD ON SAID EASTERN SIDE OF SAID INTERSECTION, SAID ARC FORMING THE BOUNDARY BETWEEN SAID LAND AND THE AREA OF ROADWAY ENCOMPASSED BY SAID INTERSECTION, THENCE WITH THE NORTHERLY MARGIN OF MURFREESBORO ROAD 150.7 FEET TO A POINT, THENCE IN A NORTHEASTERLY DIRECTION 64.9 FEET TO THE SOUTHERLY MARGIN OF ELM HILL ROAD, THENCE 147.7 FEET ALONG SAID SOUTHERLY MARGIN OF ELM HILL ROAD TO THE POINT OF BEGINNING.

TRACT 3 BEING THE SAME PROPERTY CONVEYED TO PURITY DAIRIES, LLC BY GENERAL WARRANTY DEED OF RECORD IN INSTRUMENT NO. 200810010099797, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

Exhibit "B"

Permitted Exceptions

Current taxes not delinquent; all covenants, conditions, reservations, rights, easements, leaseholds, rights of way, and restrictions of public record; all zoning ordinances and regulations and any other laws, ordinances or governmental regulations restricting or regulating the use, occupancy or enjoyment of the Property; matters to which this conveyance is expressly made subject and those made, suffered or done by the Grantee(s), and any state of facts an accurate survey would show.

True Copy Certification

I, Andrew J. Knoph, 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 a true and correct copy of the original document executed and authenticated according to law.

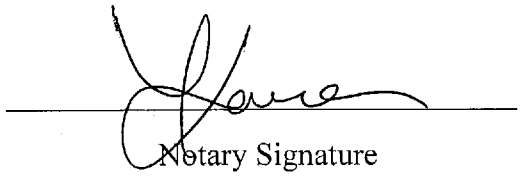


Signature

State of New York

County of New York

Personally appeared before me, Lauren Kane, a notary public for this county and state, Andrew J. Knoph, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.



Notary Signature

LAUREN AMANDA KANE
NOTARY PUBLIC-STATE OF NEW YORK
No. 01KA6359396
Qualified In Queens County
My Commission Expires 05-30-2021