Karen Johnson Davidson County
Batch# 521026 DEEDWARRSP
11/25/2020 09:46:30 AM 6 pgs
Fees: $33.00 Taxes: $49,580.00
20201125-0138256

FROM: WINDROSE 310 PROPERTIES, L.L.C.

TO: GALEN HOLDCO, LLC

Address New Owner as follows:	Send Tax Bills to:	Tax-Parcel No.
Galen Holdco, LLC	Same	092-11-0-111.00
One Park Plaza		
Nashville, Tennessee 37203		
Attention: Ron Woods		

THIS INSTRUMENT PREPARED BY:
Steven D. Klein, Esq.
Gibson, Dunn & Crutcher LLP
200 Park Avenue
New York, New York 10166-0193

Return to:
Katrina Haynes
First National Financial Title Services, LLC
3301 Windy Ridge Parkway, Suite 300
Atlanta, GA 30339
770-916-4353
File No. TN252006103J

STATE OF TEXAS)
COUNTY OF DALLAS)

The actual consideration or value, whichever is greater, for this transfer is $13,400,000.00.

Beverly Mueese
Affiant

Subscribed and sworn to before me, this the 19 day of November, 2020

ZACHARY CHARLES MILLER
Notary ID #131568524
My Commission Expires
May 15, 2022

Zachary Charles Miller
Notary Public
My Comm. Expires: May 15, 2022

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, WINDROSE 310 PROPERTIES, L.L.C., a Tennessee limited liability hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto GALEN HOLDCO, LLC, 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 as follows, to wit: See Exhibit A attached hereto.

Said property is transferred subject to the limitations, restrictions, encumbrances set forth below.

1. All taxes for the fiscal year 2020 and subsequent years, not yet due and payable, and any additional taxes, interest, and/or penalties which may be assessed for the year 2019 or prior years by virtue of adjustment, re-appraisal, re-assessment, appeal or other amendment to the tax records for Davidson County.
2. Rights of tenants, as tenants only in possession of subject property.
3. Subject to the following matters shown on the Plan of record in Plat Book 7900, Page 58 and Plat Book 57, Page 145, in the Register's Office of Davidson County, Tennessee:
   a. 20 foot sanitary sewer easement in the eastern portion of the subject property;
   b. NES pole anchor easement in the western portion of the subject property; and
   c. 10 foot minimum building setback line along the western property line.
4. Sewer Easement and Right of First Refusal of record in Book 6454, Page 695, amended in Book 6454, Page 699; Instrument No. 20001212-0122224; and in Instrument No. 20001211-0121961, in the Register's Office of Davidson County, Tennessee, but omitting any covenant, condition or restriction, if any, based on race, color, religion, sex, handicap, familial status or national origin unless and only to the extent that the covenant, condition or restriction (a) is exempt under Title 42 of the United States Code, or (b) relates to handicap but does not discriminate against handicapped persons.
5. Restrictive Covenant of record in Book 6500, Page 282, in the Register's Office of Davidson County, Tennessee. Note: but omitting any covenants or restrictions, if any, based upon race, color, religion, sex, sexual orientation, familial status, marital status, disability, handicap, national origin, ancestry, or source of income , as set forth in applicable state or federal laws, except to the extent that said covenant or restriction is permitted by applicable law.
6. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 4645, Page 654, in the Register's Office of Davidson County, Tennessee.
7. Grant of Utility Line Easement of record in Book 11227, Page 349, in the Register's Office of Davidson County, Tennessee.
8. ALTA/NSPS Land Title Survey of the Property dated as of November [10], 2020, prepared by Ragan-Smith.
9. Easements and conditions contained in Bill No. 083-60 of the Metropolitan Council of Nashville and Davidson County Tennessee, which closed Alley No. 929.

This is improved property located at 310 25th Avenue N., Nashville, Tennessee 37203 and more particularly described on Exhibit A attached hereto.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR further covenants and binds itself, its successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through and under GRANTOR (other than claims arising out of the matters set forth above), 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.

(SIGNATURES APPEAR ON NEXT PAGE)

WITNESS its hand this 20th day of November, 2020.

GRANTOR:

WINDROSE 310 PROPERTIES, L.L.C.,
a Tennessee limited liability company

By: _____
Name: Mary Ellen Pisanelli
Title: Authorized Signatory

STATE OF OHIO)
) SS.
COUNTY OF LUCAS)

BEFORE ME, a Notary Public in and for said county and state, personally appeared Mary Ellen Pisanelli, as Authorized Signatory of Windrose 310 Properties, L.L.C., a Tennessee limited liability company, who acknowledged that she did execute the foregoing instrument on behalf of said corporation and that the same is her free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal as of this 18 day of November, 2020.

_____
Notary Public

NOTARY PUBLIC STATE OF OHIO

Theresa S Whetro
Notary Public
In and for the State of Ohio
My Commission Expires
June 16, 2025

Exhibit A

Legal Description

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 1, ON THE PLAN OF RESUBDIVISION OF PHYSICIANS PARK, SECTION 8, AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 7900, PAGE 58, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE COMPLETE DESCRIPTION OF THE PROPERTY.

LESS AND EXCEPT THAT PORTION OF THE ABOVE DESCRIBED PROPERTY CONVEYED BY THAT CERTAIN WARRANTY DEED FROM FRIST-MASSEY NEUROLOGICAL INSTITUTE BUILDING, LTD. TO THE STATE OF TENNESSEE, DATED JANUARY 11, 1999, RECORDED JANUARY 20, 1999, IN BOOK 11303, PAGE 137, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

BEING A PORTION OF THE PROPERTY CONVEYED TO WINDROSE 310 PROPERTIES, L.L.C., A TENNESSEE LIMITED LIABILITY COMPANY (BY VIRTUE OF SPECIAL WARRANTY DEED FROM MPA 310 NASHVILLE LLC, A TENNESSEE LIMITED LIABILITY COMPANY, DATED MAY 16, 2003, RECORDED MAY 21, 2003, AS INSTRUMENT NUMBER 20030521006963 1, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE).

True Copy Certification

I, George W. Sutphin, 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.

Signature

State of Georgia
County of Cobb

Personally appeared before me, Jennifer K. Henderson, a notary public for this county and state, George W. Sutphin, 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: March 10, 2021
Notary' Seal (if on paper)

