This instrument prepared by
and after recording to be returned to:

Greenberg Traurig, LLP
77 West Wacker Drive, Suite 3100
Chicago, IL 60601
Attn: David Franklin

Karen Johnson Davidson County
Batch# 524635 DEEDWARRSP
12/04/2020 10:02:30 AM 10 pgs
Fees: $53.00 Taxes: $469,900.00
20201204-0141041

**SPECIAL WARRANTY DEED**

| Address New Owner(s) as follows: | Send Tax Bills To: | Tax Parcel Numbers: |
|---|---|---|
| GEP X Lexington, LLC<br>465 Meeting Street, Suite 500<br>Charleston, South Carolina 29403 | GEP X Lexington, LLC<br>465 Meeting Street, Suite 500<br>Charleston, South Carolina 29403 | **128040A00800CO**<br>**128040A00900CO**<br>**128040A01000CO**<br>**128040A01100CO** |

**FOR AND IN CONSIDERATION** of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **PASSCO LEXINGTON DST**, a Delaware statutory trust (herein referred to as the "Grantor"), whose address is c/o Passco Companies, LLC, 2050 Main Street, Suite 650, Irvine, California 92614, has this day bargained and sold and, by these presents, does hereby transfer and convey unto **GEP X LEXINGTON, LLC**, a Delaware limited liability company (herein referred to as "Grantee"), whose address is c/o Greystar Real Estate Partners, 465 Meeting Street, Suite 500, Charleston, South Carolina 29403, its heirs, successors and assigns, forever, the following described improved real property, to wit:

> ALL THAT TRACT OR PARCEL of 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 tract of parcel of land together with all the improvements thereon and the appurtenances thereunto belonging unto the said Grantee, its heirs, successors and assigns, in fee simple, forever.

GRANTOR COVENANTS with the said Grantee that Grantor is lawfully seized and possessed of said property, that Grantor has a good and lawful right to sell and convey the same, and that the Property is free from any lien or encumbrance whatsoever, except for applicable zoning and building regulations, the easements, restrictions and limitations listed on **Exhibit B** attached hereto, and 2020 real estate taxes, which are to be prorated.

GRANTOR FURTHER COVENANTS with the said Grantee and binds itself, its heirs/successors and assigns, to warrant and forever defend the title thereto of said tract or parcel of land to the said Grantee, its heirs and assigns, against the lawful claims and demands of all persons whomsoever.

ALL warranties of Grantor herein contained are expressly limited to those persons or parties claiming by, through or under Grantor.

*[Signature pages follow.]*

WITNESS this the 24th day of November, 2020.

GRANTOR:

**PASSCO LEXINGTON DST,**
a Delaware statutory trust

By: Passco Lexington Manager, LLC,
a Delaware limited liability company
its Manager

By: _____
Name: Alan Clifton
Title: Vice President

**Acknowledgment**

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA §
§
COUNTY OF ORANGE §

On November 19, 2020, before me, Darah M. Dreyer, Notary Public, personally appeared Alan Clifton who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity, and that by his/her/their signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

DARAH M. DREYER
Notary Public - California
Orange County
Commission # 2202809
My Comm. Expires Jun 26, 2021

WITNESS my hand and official seal.

_____
Notary Public in and for the State of California

[Affix Notarial Seal]

My commission expires: June 26, 2021

*[Affidavit of Consideration on Following Page]*

Affidavit of Consideration

STATE OF South Carolina §
§
COUNTY OF Charleston §

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration or value of this transaction, whichever is greater, for recording tax purposes is $127,000,000.00.

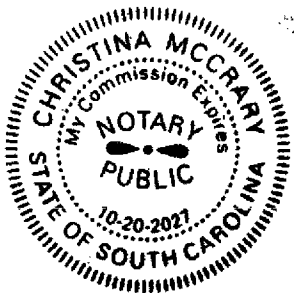
GRANTEE:

**GEP X LEXINGTON, LLC,**
a Delaware limited liability company

By:_____
Name: A. Joshua Carper
Title: Vice President

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

[SEAL]




Notary Public in and for the State of South Carolina
My Commission Expires: 10/20/2027

**EXHIBIT A**

REAL PROPERTY

THE LEXINGTON PROPERTY - Tax Map and Parcel No. 128-04-0A-008.00-CO

A tract of land in the 23rd Councilman's District of Metropolitan Nashville, Davidson County, Tennessee, being Lot 1 on the Final Plat of The Lexington, Phase I, (formerly Williamsburg Village), of record in Plat Book 7900, Page 895, Register's Office for Davidson County (R.O.D.C.), Tennessee and being more particularly described as follows:

Beginning at an iron rod (o) with cap stamped #3050, on the easterly right-of-way line of Old Hickory Boulevard, (right-of-way width varies), said rod being the southwest property corner of Mary C. Lewis of record in Deed Book 10316, Page 788, R.O.D.C., Tennessee, Said iron rod being 1,565 feet, more or less, from the south right-of-way line of Tolbert Road; thence,

1. Leaving the right-of-way line of Old Hickory Boulevard and with the southerly property line of Lewis, South 84 degrees 52 minutes 56 seconds East, 261.16 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,
2. South 01 degrees 30 minutes 21 seconds East, 95.89 feet to a 5/8 inch iron rod (o) with no cap; thence,
3. South 89 degrees 53 minutes 53 seconds East, 340.20 feet to an iron rod (o) with no cap, the northwest corner of The Lexington, Phase II, of record in Plat Book 9700, Page 404, R.O.D.C., Tennessee; thence,
4. With the westerly property line of said Phase II, South 00 degrees 13 minutes 44 seconds West, 219.73 feet to an iron rod (o) with cap stamped Gresham Smith; thence,
5. South 40 degrees 36 minutes 11 seconds West, 536.19 feet to an iron rod (o) with cap stamped Gresham Smith; thence,
6. South 00 degrees 40 minutes 26 seconds East, 292.69 feet to an iron rod (o) with cap stamped Gresham Smith. Said rod is the northeasterly property corner of Lot 2, on the Final Plat of The Lexington, Phase I, of record in Plat Book 7900, Page 895, (R.O.D.C.), Tennessee; thence,
7. With the northerly property line of said Lot 2, South 89 degrees 19 minutes 36 seconds West, 80.14 feet to an iron rod (o) with cap stamped Gresham Smith, the northwest property corner of said Lot 2; thence,
8. With the westerly property line of said Lot 2, South 19 degrees 07 minutes 21 seconds West, 79.88 feet to an iron rod (o) with cap stamped Gresham Smith, the southwest property corner of said Lot 2; thence,
9. With the southerly property line of said Lot 2 and with a 466.84-foot radius curve to the left, for an arc length of 110.28 feet, an interior angle of 13 degrees 32 minutes 05 seconds and a chord bearing and distance of South 77 degrees 39 minutes 17 seconds East, 110.02 feet to a P.R. Nail (o) in a concrete walk, the westerly property line of The Lexington, Phase II; thence,
10. Leaving said Lot 2, and continuing with said Phase 11, South 00 degrees 40 minutes 26 seconds East, 130.05 feet to a 1/2 inch iron rod (o) with no cap; thence,
11. South 89 degrees 19 minutes 48 seconds West, 233.96 feet to a 1/2 inch iron rod (o) with no cap; thence,
12. South 00 degrees 38 minutes 15 seconds East, 372.95 feet to a 1/2 inch iron rod (o) with no cap; thence,
13. Leaving said The Lexington, Phase II and with the northerly property line of Alice Ann Anderson of record in Deed Book 7543, Page 913, R.O.D.C., Tennessee South 89 degrees 10 minutes 31 seconds West, 384.16 feet to an iron rod (o) with cap stamped #3050, the easterly right-of-way line of Old Hickory Boulevard; thence,
14. With said right-of-way line, North 26 degrees 22 minutes 33 seconds West, 17.48 feet to a state right-of-way monument (o); thence,

15, North 04 degrees 36 minutes 06 seconds West, 96.88 feet to a state right-of-way monument (o); thence,

16. North 38 degrees 09 minutes 34 seconds West, 113.36 feet to an iron rod (o) with cap stamped #3050; thence,

17. With a 1392.39-foot radius curve to the right, for an arc length of 588.84 feet, an interior angle of 24 degrees 13 minutes 49 seconds and a chord bearing and distance of North 07 degrees 45 minutes 31 seconds East, 584.46 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

18. North 22 degrees 09 minutes 04 seconds East, 158.48 feet to an inch iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

19. North 22 degrees 55 minutes 30 seconds East, 599.58 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

20. North 22 degrees 01 minutes 00 seconds East, 41.34 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

21. South 67 degrees 21 minutes 22 seconds East, 3.00 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

22. North 22 degrees 39 minutes 15 seconds East, 10.00 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

23. North 67 degrees 21 minutes 22 seconds West, 3.00 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

24. North 22 degrees 01 minutes 00 seconds East, 105.39 feet to an iron rod (n) with cap stamped Ragan-Smith & Associates; thence,

25. With a 1677.02-foot radius curve to the left, for an arc length of 27.30 feet, an interior angle of 00 degrees 55 minutes 58 seconds and a chord bearing and distance of North 19 degrees 51 minutes 50 seconds East, 27.30 feet to the Point of Beginning and containing 947,518 square feet or 21.75 acres, more or less.

THE DUNHILL PROPERTY - Tax Map and Parcel Nos, 1284M-0A-9.00-/CO, 128-04-0A-010.00-CO and 128.04-OA-011.00-CO

Three tracts of land located in the 2nd Civil District of Metropolitan Nashville and Davidson County, Tennessee, being more particularly described as follows:

Tract I (Water Booster Station

Being Lot 2 on the Final Plat Phase One The Lexington (Formerly Williamsburg Village) of record in Plat Book 7900, Page 895, Register's Office for Davidson County (R.O.D.C.) and being more particularly described as follows:

Beginning at a southeasterly corner of Lot I on the abovementioned Final Plat of The Lexington in the westerly boundary of the Final Plat Phase II and Ill The Lexington, of record in Plat Book 9700, Page 404, R.O.D.C.;

Thence South 00 deg. 44' 01" East, 100.00 feet;

Thence northwesterly with a curve to the right 109.77 feet, said curve having a radius of 466.84 feet, a central angle of 13 deg. 28' 20" and a chord of 109.52 feet at North 77 deg. 43'34" West;

Thence North 18 deg. 46' 58" East, 79.94 feet; Thence North 89 deg. 15' 59" East, 80,00 feet to the beginning.

Containing 0.197 acre, more or less.

Tract 2

Being Phase II on the Final Plat Phase II and III The Lexington (Formerly Williamsburg Village) of record in Plat Book 9700, Page 404, Register's Office for Davidson County (R.O.D.C.) and being more particularly described as follows:

Beginning in the southerly boundary of Mary C. Lewis Property of record in Deed Book 10316, Page 788, R.O.D.C. at a northeasterly corner of Lot I on the Final Plat Phase One The Lexington (Formerly Williamsburg Village) of record in Plat Book 7900, Page 895, R.O.D.C.

Thence with said southerly boundary as follows:

South 89 deg. 53' 53" East, 187.79 feet; North 86 deg. 48' 26" East, 424.35 feet to a southeasterly corner of Dorothy I. Tolbert Property of record in Deed Book 7744, Page 10, R.O.D.C.; Thence South 19 deg, 25' 08" West, 1,633.55 feet to the northerly boundary of Phase VI on the Phase V Final Plat Williamsburg Village, of record in Plat Book 6250, Page 437, R.O.D.C.; Thence South 89 deg, 15' 59" West, 639.99 feet to a southeasterly corner of the aforementioned Lot 1 Phase One The Lexington;

Thence with the easterly boundary of said Lot I as follows:

North 00 deg. 44' 01" West, 373.00 feet; North 89 deg. 15' 59" East, 234.00 feet; North 00 deg. 44' 01" West, 522.00 feet; Thence North 40 deg. 32' 36" East 536.36 feet; Thence North 00 deg. 06' 07" East 220.00 feet to the beginning.

Containing 22.483 acres, more or less. The total of 22.483 acres includes 0.930 acre of non- exclusive public ingress/egress and public utilities and drainage easement shown as Private Drive "B" on the aforementioned Final Plat Phase 11 and III The Lexington.

Tract 3

Being Phase III on the plan of Final Plat Phase II and III The Lexington (Formerly Williamsburg Village) of record in Plat Book 9700, Page 404, Register's Office for Davidson County (R.O.D.C.) and being more particularly described as follows:

Beginning near the southerly terminus of Tolbert Road at a southeasterly corner of Dorothy I. Tolbert Property of record in Deed Book 7744, Page 10, R.O.D.C.

Thence with the easterly boundary of said Tolbert Property as follows:

North 01 deg. 30' 19" East, 318.33 feet to an iron rod; North 01 deg. 06' 16" West, 335.06 feet to an interior corner of Lot 2 on the final plat of James Tolbert Subdivision of record in Plat Book 5190, Page 516, R.O.D.C.;

Thence with the southerly boundary of said Lot 2 North 87 deg. 26' 37" East, 590.00 feet;

Thence South 02 deg. 33' 23" East, 1,140.00 feet;

Thence South 18 deg. 30' 21" West, 878.00 feet;

Thence South 54 deg. 54' 11" West, 420.00 feet;

Thence South 89 deg. 15' 59" West, 563.00 feet;

Thence North 19 deg. 25' 08" East, 1,633.55 feet to the beginning.

Containing 36.110 acres, more or less. The total of 36.110 acres includes 0.971 acre of nonexclusive public ingress/egress and public utilities and drainage easement shown as Private Drive "B" on the aforementioned Final Plat Phase II and III The Lexington.

TOGETHER WITH:

(i) Non-exclusive easement for ingress and egress upon, over and through Private Drive "A" as shown on the Plan filed of record in Book 7900, page 895 in the Register's Office for Davidson County, Tennessee, and as referenced in the instrument filed of record in Deed Book 10186, page 464.

(ii) A non-exclusive easement for ingress and egress upon, over and through Private Drive "B" as shown on the Plan filed of record in Book 7900, page 895, in the Register's Office for Davidson County, Tennessee and as described in the instrument filed of record in Deed Book 9530, page 388, in said Register's Office, as affected by instrument filed of record in Deed Book 10268, page 418 in said Register's Office.

(iii) Those non-exclusive easements for public utilities, drainage and water lines as shown on Plan filed of record in Book 7900, page 895, in the Register's Office for Davidson County, Tennessee and on the Plan filed of record in Book 9700, page 404, in the Register's Office for Davidson County, Tennessee.

(iv) Those non-exclusive easements for the purpose of access to and installing and maintaining pipes and lines for transmission of water from a water storage facility as described in the Declaration of Covenants, Conditions and Restrictions and Reciprocal Easement Agreement filed of record in Book 10268, page 418, in the Register's Office for Davidson County, Tennessee.

(v) Those non-exclusive easements for the purpose of installing and maintaining signs as described in the Sign Easement Agreement filed of record in Book 10300, page 584, in the Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Passco Lexington DST, a Delaware statutory trust, by Special Warranty Deed recorded as Instrument No. 20150814-0081739 in the Register's Office for Davidson County, Tennessee.

PROPERTY ADDRESS: 510 Old Hickory Boulevard
TAX PARCEL NUMBERS:

**128040A00800CO**
**128040A00900CO**
**128040A01000CO**
**128040A01100CO**

**EXHIBIT B**

PERMITTED EXCEPTIONS

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

2. Rights of tenants, as tenants only, under prior unrecorded residential leases.

3. 72' private road and public utilities and drainage easements described in the Easement and Maintenance Agreement of record in Book 9530, Page 388, as amended by Declaration of Covenants, Conditions and Restrictions and Reciprocal Easement Agreement of record in Book 10268, Page 418, in the Register's Office for Davidson County, Tennessee, as shown on the plats of record in Plat Book 7900, Page 895 and Plat Book 9700, Page 404, in said Register's Office.

4. Easement to Interactive Cable System, Inc. of record in Book 9983, Page 154, Page 157, and Page 160, in the Register's Office for Davidson County, Tennessee.

5. Terms and conditions for access to and use of water supply described in Declaration of Covenants, Conditions, and Restrictions and Reciprocal Easement Agreement of record in Book 10268, Page 418, in the Register's Office for Davidson County, Tennessee.

6. Maintenance obligation and access easement in Storm Water Detention Agreement of record in Book 9464, Page 676 and Book 10415, Page 921, in the Register's Office for Davidson County, Tennessee, relating to that certain detention pond shown on the plat of record in Plat Book 9700, Page 404, in said Register's Office.

7. Easement for drainage facility granted to the State of Tennessee of record in Book 7874, Page 751, in the Register's Office for Davidson County, Tennessee, as shown on the plat of record in Plat Book 7900, Page 895, in said Register's Office.

8. Easement for electric power transmission and distribution lines of record in Book 3762, Page 350, in the Register's Office for Davidson County, Tennessee; as shown on the plat of record in Plat Book 7900, Page 404, in said Register's Office.

9. The following matters as shown on plats of record in Plat Book 7900, Page 895 and Plat Book 9700, Page 404, in the Register's Office for Davidson County, Tennessee:

   a) 20' sanitary sewer easement;

   b) 20' sewer easement;

   c) 20' public utility and water line easement;

   d) 20' public utilities and drainage easement;

   e) 10' public utility easement;

   f) Anchor easements;

   g) South Central Bell easement;

   h) 10' public utility and drainage easement;

   i) 20' public utility easement; and

   j) private drives.

10. Grant of Easement of record as Instrument No. 20140902-0079900, in the Register's Office for Davidson County, Tennessee.

Certificate of Authenticity

I, Heather Wood, 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.

Heather Wood

Signature

State of Tennessee

County of Williamson

Personally appeared before me, Brina Mathis, a notary public for this county and state, Heather Wood who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Brina Mathis

My commission expires: 4/21/2024

Notary's Signature

Notary's Seal (is on paper)

BRINA MATHIS
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY

202012040141041